

**WHITBY TOURISM DEVELOPMENT CORPORATION (“WTDC”)  
MEETING OF THE BOARD OF DIRECTORS  
DRAFT MINUTES**

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**Date:** December 17, 2024  
**Time:** 3:30 p.m.  
**Location:** Planning Board Room, Whitby Town Hall  
575 Rossland Road E  
Whitby, Ontario

**Directors Present:** Sarah Klein, Fuwing Wong, Councillor Steve Lee, Karol Murillo Corrigan, Lara Toman, being all the directors of WTDC

**Officers Present:** Lara Toman, Chair  
Fuwing Wong, Treasurer  
Karol Murillo Corrigan, Secretary

**By Invitation:** Jacqueline Lee

**Re:** **Interim Board of Directors Meeting #2**

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**1. Welcome and Call Meeting to Order**

Lara Toman, Chair, WTDC called the meeting to order at 3:37 p.m. and welcomed the directors to the second interim board meeting for the Whitby Tourism Development Corporation.

**Identification of Directors:** The following Directors were present and are all the individuals named as Directors in the Articles of Incorporation of WTDC, registered in the Province of Ontario on November 6, 2024:

Lara Toman  
Councillor Steve Lee  
Sarah Klein  
Karol Murillo Corrigan  
Fuwing Wong

**2. Land Acknowledgement**

Delivered by the Chair

We acknowledge the Whitby Tourism Development Corporation is located on the Lands of the Great Mississauga Nations who are signatories to the Williams Treaty. These communities include the Mississaugas of Scugog Island, First Nations of Alderville, Beausoleil, Curve Lake, Hiawatha, Chippewas of Georgina Island, and Rama. We believe it is important that we learn, and work to reconcile the impact we, and those before us, have had on the original inhabitants. On behalf of the Town of Whitby, we want to thank them for sharing this land and all its resources. At the Town of Whitby, our goal is to respectfully share in the responsibility of the stewardship and protection of these ancestral lands and waters and continue towards truth and reconciliation as we move forward as friends and allies with all First Nations, Inuit, and Metis people.

### **3. Approval of Agenda**

**MOTION: That the Board of Directors approves the agenda as submitted.**

Moved by: Karol Murillo Corrigan

Seconded by: Councillor Steve Lee

**CARRIED**

### **4. Declaration of Conflict of Interest**

There were no conflicts of interest declared.

### **5. Governance**

- a. Update on Organizational By-law #1 – The Chair provided an update that when the new lawyer is hired the small update on investments will be made.

### **6. Chair Updates**

- a. Motion to Approve External Counsel – this motion will come forward at the January 7 Board meeting. External Counsel will assist with the updates to the Organizational By-law No. 1, assist in writing the Board Policies and Procedures, and prepare a Minute Book register.
- b. Director's Liability Insurance/CGL – a quote has been requested and will be brought forward to review and approval when received.
- c. Board Recruitment Update - Board Recruitment started and closes on December 30, 2024. A Board Recruitment Committee with Councillor Steve Lee and Karol Murillo Corrigan has been established. They will review all the board applications on January 3 and bring forward a slate for the next board meeting for review and approval. The new board will go to Council for approval in closed session on January 20, 2025.

### **7. Treasurer Updates**

- a. Bank Account – All signatures have been received and sent to the bank on December 17, 2024. The Board Treasurer will advise of next steps and other paperwork requiring signing in January.
- b. Motion to approve a bookkeeper and auditor for 2024/2025 – Motions to approve a bookkeeper and auditor to be brought forward on January 7, 2025 meeting. The Board Treasurer will follow-up with Deloitte as the auditor and Copetti & Co for accounting services.
- c. Financial Statements – November 6 – December 31, 2024 – once an auditor is approved financial statements for the 2024 year will need to be completed.

## **8. Other Business**

On the motions below duly made, seconded and unanimously carried forward the following resolutions were passed by the Directors:

### **Membership**

BE IT RESOLVED that accordance with Organizational By-law No 1, that the Board of Directors of WTDC hereby admits the Corporation of the Town of Whitby as the sole voting member of the Corporation.

Moved by: Fuwing Wong  
Seconded by: Sarah Klein

**CARRIED**

### **Location and Mailing Address**

BE IT RESOLVED That the location of the registered office of the Whitby Tourism Development Corporation be 575 Rossland Road East, Whitby, Ontario L1N 2M8 and the mailing address for the Corporation be the same as the registered mailing address.

Moved by: Karol Murillo Corrigan  
Seconded by: Councillor Steve Lee

**CARRIED**

### **Records and Minutes**

BE IT RESOLVED that the minutes of all meetings of the Board of Directors shall include the following information in addition to a record of the proceedings: the

time and place of the meeting whether it regular or special and if special how it was authorized; what notice of the meeting was given; and the names of those present and absent from the board.

BE IT RESOLVED further that the Secretary is directed to procure a minute book and any other books and records that may be resolved by the Whitby Tourism Development Corporation.

BE IT RESOLVED further that the WTDC maintain at its registered office the books and records of the Corporation.

Moved by Sarah Klein  
Seconded by Councillor Steve Lee

**CARRIED**

### **Budget**

BE IT RESOLVED THAT THE Chair and Treasurer prepare the draft 2025 Budget utilizing a portion of the Municipal Accommodation Tax (MAT) pursuant to by-law #8082-24 and present at the next board meeting.

Moved by Karol Murillo Corrigan  
Seconded by: Councillor Steve Lee

**CARRIED**

**Of the below motion duly made further clarification on the format of the agenda is required and the below motion is tabled to the January 7, 2025, meeting.**

### **Agenda Format Motion**

Motion – That in addition to the requirements set out in the By-law No 1 regular meetings of the board will generally conduct business in the following format:

- Welcome and Call Meeting to Order
- Land Acknowledgement
- Declaration of Conflict of Interest
- Approval of the Agenda
- Adoption of the Minutes
- Correspondence
- Governance

- Consideration of Items Requiring Discussion
  - Chair Updates
  - Treasurer Updates
- Other Business
- Next Scheduled Meeting
- Motion to Adjourn

Further that the minutes of all meetings of the Board of Directors shall include the following information in addition to a record of the proceedings: the time and place of the meeting whether it regular or special and if special how it was authorized; what notice of the meeting was given; and the names of those present and absent from the board

THAT THE Secretary is directed to procure a minute book and any other books and records that may be resolved by the WTDC

And THAT THE Corporation maintain at its registered office the books and records of the Corporation.

**9. Next Board Meeting**

Tuesday January 7, 2025, at 3:30 p.m. in the Ashburn Room, Whitby Town Hall.

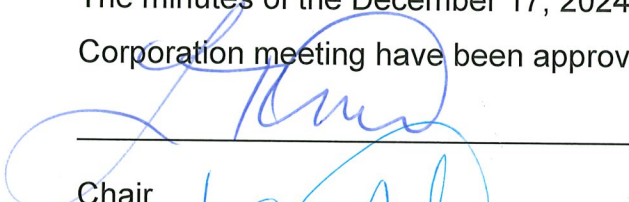
**10. Motion to Adjourn**

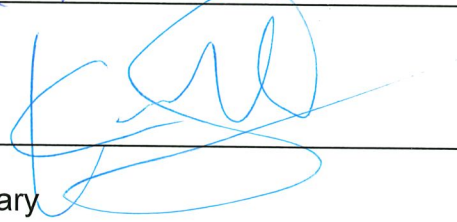
**The second meeting of the Board of Directors adjourned at 4:20 pm.**

Moved by: Fuwing Wong

**CARRIED**

The minutes of the December 17, 2024, meeting of the Whitby Tourism Development Corporation meeting have been approved:

  
 \_\_\_\_\_ Date: Jan 7, 2025.  
 Chair

  
 \_\_\_\_\_ Date: Jan 7, 2025  
 Secretary