

Appendix A

Agreement made this _____ day of _____, 2019

Among:

The Corporation of The City of Peterborough
(hereinafter referred to as the City) of the FIRST PART

- and -

The Corporation of The County of Peterborough
(hereinafter referred to as the County) of the SECOND PART

- and -

Greater Peterborough Area Economic Development Corporation
(hereinafter referred to as GPAEDC) of the THIRD PART

Whereas the City and County entered into an agreement on December 6, 1999 with respect to the operations of GPAEDC, for the purpose of advancing economic development activities for the Greater Peterborough Area;

And whereas the Greater Peterborough Area is defined as the entire geographic region consisting of the County of Peterborough and the City of Peterborough.

And whereas the 1999 agreement was replaced with subsequent agreements dated May 25, 2001; July 28, 2005; July 8, 2008, December 17, 2012 and an amendment to the agreement, dated December 15, 2015;

And whereas the City, County and GPAEDC wish to renew the agreement on certain terms and conditions, in order to maintain the relationship between the City and County and the GPAEDC, by continuing to delegate to GPAEDC the responsibility for the delivery of economic development, promotion, entrepreneurship, and tourism services, upon the terms and conditions hereinafter contained;

Now therefore the parties hereto agree as follows:

1.00 Governance of the GPAEDC

1.01 GPAEDC is governed by a board of directors consisting of up to 13 members:

- The Chief Administrative Officer of the County of Peterborough
- The Chief Administrative Officer of the City of Peterborough
- Five directors appointed by the County of Peterborough
- Five directors appointed by the City of Peterborough
- One representative from the Innovation Cluster Peterborough & the Kawarthas

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- 1.02 Directors shall serve for the following terms:
- a) The Chief Administrative Officers of the County and the City shall hold office during their term of employment;
 - b) All other directors shall serve for a maximum two consecutive three (3) year terms;
 - c) From time to time, the outgoing Board Chair may stay for one additional year as Past Chair to assist with the transition.
- 1.03 Directors shall serve as such without remuneration. No Director shall directly or indirectly receive any profits from his or her position as such, provided that a Director may be reimbursed by GPAEDC for reasonable expenses incurred by him or her in the performance of their duties.
- 1.04 The Board of Directors shall maintain a skills matrix to ensure representation from a diverse cross section of skills as well as representative of the region's key business sectors.
- 1.05 For the purpose of electing Directors, the following recruitment process shall be followed to fill pending Director vacancies on the GPAEDC Board:
- a) The Nominating Committee of the Board shall annually and publicly solicit and advertise pending vacancies on the GPAEDC Board.
 - b) The Nominating Committee shall, interview potential Board members from the slate of individuals who applied.
 - c) The GPAEDC Board, based on the recommendations from the Nominating Committee, will recommend the proposed Directors to County Council and City Council for consideration and nomination.
 - d) Should County or City Council not approve of the names so recommended, the Nominating Committee of the Board shall advance any proposed additional names for consideration until such a time as approval has been given by County and City Council. Only individuals so approved for the Director appointment by the respective Councils may be elected to the Board at the Annual General Meeting of the members.
 - e) It is acknowledged and agreed that the membership of the GPAEDC consists of the directors.
 - f) Any vacancy created by the resignation of a director prior to the end their term and filled for the balance of the term will also require the appropriate Council approval.

2.00 GPAEDC General Mandate

- 2.01 The GPAEDC's mandate is to facilitate an environment which will contribute to the creation of wealth, the growth of new employment and the development of an improving quality of life for area residents. The GPAEDC will promote, facilitate and develop a strong unified economic development presence for the Greater Peterborough area (being the entire

geographic region consisting of the County of Peterborough and the City of Peterborough). The GPAEDC will work cooperatively with local municipalities and other organizations to ensure that investment opportunities throughout the entire Region are effectively developed. The GPAEDC, in working to fulfill its general mandate, will be guided by the corporation's strategic plan.

2.02 The Board of Directors shall have the option to create subcommittees, as appropriate, to meet Corporate Objectives, Goals and the General Mandate.

3.00 Services to be provided by GPAEDC

3.01 The parties hereby agree that GPAEDC shall act as the primary economic development organization of the Region of Peterborough. The GPAEDC shall have the responsibility for the provision of economic development with the City and County of Peterborough as described in Appendix A. The Core Economic Development Activities described in Appendix A shall be reviewed annually to ensure the activities are aligned with the Corporation's Strategic Plan and the strategic direction of the City and County of Peterborough.

3.02 The parties hereby agree that GPAEDC shall have the responsibility for the provision of tourism activities for the region as the Official Destination Marketing Organization through Peterborough & the Kawarthas Tourism.

3.03 The parties hereby agree that GPAEDC shall be the Small Business Enterprise Centre for the region, operating as the Business Advisory Centre, providing consulting services for entrepreneurs within the region.

3.04 In carrying out economic development activities, the Board of Directors shall create a regional strategic plan. In addition, GPAEDC shall create an annual Business Plan and annual operating budget to meet the strategic plan goals and objectives. The strategic plan will be undertaken in consultation with stakeholders, direction from the Board of Directors; objectives set by the President/CEO; and work plans for staff.

3.05 Staff from the GPAEDC will provide input to Senior Staff of the City and County on the possible impact on economic development in the Peterborough Area of planning, taxation and other policy decisions. This will be accomplished by the quarterly attendance of appropriate GPAEDC staff at a Senior Staff meeting of the City and of the County. Additional support may be made available by request of the City and/or County, through their applicable Councils and/or CAO as required.

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- 3.06 GPAEDC will operate with written policies and procedures approved by the board and in accordance with all requirements of the **Municipal Act, 2001**.
- 3.07 In addition to the services above, the Board of Directors will also oversee the governance of Sustainable Peterborough operations. The Board of Directors shall review the Sustainable Peterborough Plan which will be developed by Stakeholders and Community Partners of Sustainable Peterborough. The Strategic Plan will identify the goals and objectives as well as metrics and provide quarterly updates to the GPAEDC Board of Directors as well as City and County Councils.

4.0 Reporting and Accountability

- 4.01 The Board of Directors will be responsible and accountable to the Councils of the City and the County, through the County City Liaison Committee, in the performance of the activities and services provided, and for performance standards and expectations as determined in the approved annual operating budget.
- 4.02 The Board of Directors shall communicate with the City and the County as follows:
- a) Annually, by way of the draft budget, annual work plan to the County City Liaison Committee;
 - b) Annually, by way of an annual audit and related work plan, to each Council;
 - c) Quarterly, by way of strategic plan reports, to each Council;
 - d) In each year, a set of metrics will be used to monitor and guide the GPAEDC's actions in the upcoming year. These metrics will be communicated and be used to demonstrate the progress of the GPAEDC in achieving the strategic plan and will also demonstrate the impact of the GPAEDC's actions and programs on key measures of Economic Development in the City and County.
 - e) Once every five years, by way of a new strategic plan, to the County City Liaison Committee and to each Council (the next strategic plan will be created in 2024 for implementation in 2025). If requested by either the City or County, a meeting with the requesting Council and the full Board of Directors of the GPAEDC will be arranged as part of the Strategic Plan review.
 - f) The Board of Directors is required to report any financial concerns to the appropriate councils.
 - g) The Board of Directors shall also report on the financial operations of Sustainable Peterborough.
- 4.03 GPAEDC covenants and agrees that it shall not, without the prior written approval of the City and the County, enter into any contract with, or incur

any financial obligation to, any third party which contract or obligation extends beyond the term of this agreement, except with respect to any funding programs as contemplated in paragraph 5.05. The City and County agree this clause shall not apply to prevent the hiring of permanent employees, so long as such business and/or employment is reflected in the approved budget.

5.0 Financial Arrangements

- 5.01 GPAEDC shall have a fiscal year end of December 31st.
- 5.02 For the term of this agreement, the City and the County agree to provide funding to GPAEDC through each council's annual budget process to undertake Core Economic Development activities as set out in Appendix A that enables the organization to meet its strategic plan's goals and objectives.
- 5.03 The GPAEDC may also request from the City and/or County additional funds to carry out specific programs or projects on behalf of the City and/or County. The City and/or County may also ask the GPAEDC to undertake specific programs or projects on behalf of the City and/or County. These funds will not be considered part of the base funding. These programs or projects may be economic development activities or the provisions and management of routine services that are closely related to the GPAEDC's economic development activities. These additional services shall be covered by separate agreements, as necessary.
- 5.04 The GPAEDC annual net costs to undertake Core Economic Development Activities set out in Appendix A shall be allocated to the City and County based upon their proportionate share of total combined permanent population, as established by the latest available official census.
- 5.05 GPAEDC shall actively promote private project funding, and seek to obtain grants, contributions, bequests, gifts and assets from sources other than the City and the County, in furtherance of its objectives.
- 5.06 The City through an agreement shall provide support services to GPAEDC, with respect to finance, banking, accounting, payroll, human resources and purchasing. Such services shall be billed to GPAEDC on a reasonable basis. The following services are included:
- PTS Support
 - Financial Services
 - Payroll
 - Accounting
 - Auditing
 - Human Resource Administration

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- SAP Access and administration support
- RFQ inclusion for Operational items i.e. photocopiers, door mats, etc.

5.07 The auditor for the City shall be the auditor for GPAEDC. The auditor shall audit the GPAEDC books annually and provide a Management Letter, commenting on the financial management of the GPAEDC to the Board. The auditor will also provide a summary of any audit difference that may have been noted during the audit. The Board shall make the Management Letter and summary of audit differences available to the County City Liaison Committee.

5.08 The Board of Directors shall report any negative financial concerns to both City Council and County Council immediately, as addressed in paragraph 4.02 (f).

6.0 Term and Termination

6.01 This agreement shall have a term of four (4) years, commencing on January 1, 2020, and being fully complete on December 31, 2023.

6.02 This agreement may be terminated by either the City or County prior to the expiration of the agreement upon at least six (6) months written notice to the other parties, and only in the event that GPAEDC is in breach of the terms and conditions of the agreement as determined by the City or County. Particulars of the breach shall be set out in the notice, and the termination shall be effective only if GPAEDC fails to remedy the breach within the six-month period, to the satisfaction of the City and the County. Regardless of which party gives notice of termination, the County and the City shall share in any reasonable costs arising from termination, using the same cost-sharing formula as established in paragraph 5.04 of this agreement, at the time of the notice of termination.

6.03 This agreement may be terminated by either the City or the County upon, at least, twelve (12) months written notice to the other parties. Regardless of which party gives notice of termination, the County and the City shall share in any reasonable costs arising from termination, using the same cost-sharing formula as established in paragraph 5.04 of this agreement at the time of the notice of termination.

6.04 The City and the Count hereby specifically agree to indemnify and save harmless the Board of Directors of GPAEDC in respect of any costs provided for in paragraph 6.02 and 6.03 hereof.

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Core Economic Development Activities

It is recognized that there are many key stakeholders (private, public and not-for-profit) that make up the overall economic development framework or “ecosystem” for economic development.

While Peterborough & the Kawarthas Economic Development is the lead regional economic development agency, it will not be the only entity responsible for the delivery of economic development services.

Further, it is recognized that collaboration between private, public and not-for profit sectors will be the key to successful economic development for the Peterborough Area.

The core economic development activities for Peterborough & the Kawarthas are focused on four key categories:

1. **PROMOTE** – Advancing a compelling narrative showcasing our region’s unique advantages, carefully differentiating our region from others; as well as creating awareness of our region to attract more visitors, investment and jobs.
 - Focus #1: Marketing to key audiences for business growth, investment and visitation
 - Focus #2: Stakeholder communications and media relations.
2. **START** - High performing economic growth will be driven by start-ups and entrepreneurs. For business to realize its full potential, we must support businesses through the start and early growth phases.
 - FOCUS #1: Supporting new start ups
 - FOCUS #2: Supporting growth Years 2-5
3. **GROW** - Business retention and expansion is the foundation of core economic development activities. We will continue to meet with the local existing business base, across all key sectors throughout the region.
 - Focus #1: Collection and analysis of data, relationship building.
 - Focus #2: Identification and response to challenges and opportunities.
4. **ATTRACT** - Attracting new investment and assessment efforts will be focused across the region. Working in alignment with each municipality throughout the City and County, we will focus attraction efforts on the region’s established key sectors: Agriculture, Aerospace, Clean technology, Manufacturing (Industry 4.0) and Tourism

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- FOCUS #1: Advanced Manufacturing (Industry 4.0);
- FOCUS #2: Aerospace
- FOCUS #3: Agriculture;
- FOCUS #4: Clean Technology;
- FOCUS #5: Tourism – including Meetings, Conferences and Sports Tourism, as well as attracting Visitors

The following outlines the proposed roles and responsibilities of key public organizations:

Peterborough & the Kawarthas Economic Development

- Overall management of the regional economic development strategic plan and coordination with other stakeholders;
- Destination Marketing Organization - Marketing and Promotion of the Peterborough Area destination;
- Implementation of strategic marketing tools to build and share the strong value proposition for investing in the area's key growth industries;
- Be the point of contact for business development inquiries/activities within the Peterborough Area;
- Operate the Small Business Enterprise Centre, including the delivery of provincial SBEC programming;
- Operate the Area's Visitor Centre;
- Liaison with provincial and federal government efforts to attract industry/investment and grow key sectors of the economy;
- Collaboration with other economic jurisdictions for the broader promotion of Peterborough Area (ie. Ontario East Economic Development Commission, RTO8);
- Key Sector Development and Growth activities, including regional Business Retention and Expansion projects for key sectors;
- Talent development and people attraction (working with partners);
- Data and research to support regional economic development activities;
- Coordination of area municipal efforts in retaining and supporting the expansion of local companies;
- Actively participate in Township Economic Development Committees, where applicable;
- Establish a protocol for dealing with lead inquiries and coordinating regional responses;
- Develop and maintain an inventory of available land and buildings for development and employment purposes.

Area Municipalities (Economic and Community Development)

The Peterborough Area municipalities will continue to play an integral part in the delivery of local economic development and community development services. Below is a sample of the key roles for the local municipalities:

- Land and real estate development – identifying key available lands and buildings
- Point of contact for business into Area Municipal government (zoning, development approvals)
- Collaborate with PKED for investment and attraction efforts
- Ensure that area municipal government activities are aligned with the Regional Economic Development Strategy; and
- Actively participate in lead inquiries as per lead handling protocols.
- Coordinate local economic development committee meetings
- Identify and communicate key growth opportunities at the township level with PKED
- Promote and share programs, services and workshops offered by PKED to its residents and businesses;
- Local Business Retention and Expansion efforts
- Community development, Community Improvement Plans
- Local Events and Community Celebrations

Other key stakeholders in the Economic Development ecosystem for the Peterborough Area that PKED actively collaborate with:

- Innovation Cluster, Peterborough Kawarthas
- Community Futures Peterborough
- Community Futures Eastern Ontario
- FedDev
- Ontario East Economic Development Commission
- Eastern Ontario Leadership Council – Regional Economic Development Strategy
- Fleming College / Trent University / Seneca College / Lakefield College School
- Greater Peterborough Chamber of Commerce
- Kawartha Chamber of Commerce and Tourism
- Workforce Development Board and Local Employment Planning Council
- Junior Achievement
- Kawartha Manufacturers Association
- Downtown BIAs
- RTO8
- New Canadian Centre
- Sports Tourism Committee (City, Trent, Fleming, PKED)
- Peterborough Immigration Partnership
- County Active Transportation Committee (Tourism/cycling)
- Cycling Advisory Committee
- CEDI Project

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- Asphodel Norwood Economic Development Committee
- Trent Lakes Economic Development Committee
- Havelock Belmont Methuen Economic Development Committee
- Selwyn Township Economic Development and Business Committee
- North Kawartha Economic Development Committee

List of Activities that are NOT included in Core Economic Development Activities:

- GPAEDC is not a funding agency for entrepreneurs and businesses. The GPAEDC provides guidance, coaching and training to support business through workshops, programs, networking and facilitation services but does not provide direct financial support to businesses.
- GPAEDC does not perform grant writing and/or business plan writing services on behalf of external businesses or agencies. GPAEDC provides one- on- one support, as well as workshops and programs to assist businesses to create their own business plan.
- GPAEDC does not Register businesses – Business Registration can be completed through Service Ontario
- GPAEDC does not organize or plan local community events. As the destination marketing organization for the region, the GPAEDC helps to promote key events that attract visitors to this region, however the GPAEDC does not produce the events themselves. The community event production is usually undertaken at the local municipal level. (Applicable to Meetings, conferences and sports)
- The GPAEDC does not currently manage real estate holdings for development or redevelopment purposes. GPAEDC actively promotes available lands and buildings and retains a digital inventory of available lands and buildings that may be of interest to investors and businesses, however the GPAEDC does not own or manage lands and buildings.
- The GPAEDC does not advertise or promote individual businesses or events. The GPAEDC promotes the Peterborough Area as a destination. The GPAEDC will share other's events or celebrations as per the GPAEDC Social Media Policy, but the GPAEDC is not responsible for creating and posting third party business ads, press releases, or other third-party marketing and communications.
- The GPAEDC is a non-partisan organization that does not lobby on behalf of business to any level of government. GPAEDC will provide data and professional recommendations as input and comments to government agencies when requested.