

St. Marys Business Improvement Area (BIA) Board Meeting Agenda

Date: Monday, May 11th, 2020

Time: 6:00 p.m.

Join Zoom Meeting:

Dial by your location

+1 647 374 4685 Canada

+1 647 558 0588 Canada

855 703 8985 Canada Toll-free

Meeting ID: 220 835 2512

Agenda Items

1.0 Call to order and confirmation of Quorum

2.0 Emergent amendment to procedural BY-LAW

THAT the BIA Board adopt the Town of St. Marys By-Law 36-2020 in regards to electronic meetings during emergencies.

Motion:

Second:

3.0 Declarations of Pecuniary / Conflict of Interest

4.0 Additions to the Agenda (to be added in Section 14.0 Other Business)

5.0 Approval of Agenda

THAT the May 11th, 2020 BIA Agenda be approved, as presented.

Motion:

Second:

6.0 Approval of previous meeting minutes:

THAT the Meeting Minutes from the April 6th, 2020 meeting are approved by the BIA Board.

Motion:

Second:

7.0 Public Input Period

8.0 Correspondence

8.1 Correspondence from Lauren Eedy

THAT the correspondence from Lauren Eedy be accepted as presented.

Motion:

Second:

THAT the BIA Board have Amie Rankin post an ad, looking for a BIA Staff Member, in accordance with any and all governance policies and By-Laws.

Motion:

Second:

9.0 Delegations

10.0 Council Report

THAT the council report be accepted as presented.

Motion:

Second:

11.0 Treasurer's Report

THAT the April 2020 Treasurer's Report be accepted as presented.

Motion:

Second:

12.0 Projects & Committees

Proposed committee structure and governance documents included in the agenda package for discussion by the Treasurer.

THAT the Board approve implementation of sub committees to be followed by an application process as outlined in the attached communication schedule, for each subcommittee, for appointment at the June 2020 BIA meeting.

Motion:

Second

13.0 Other Business

14.0 Agenda Items for Future Meetings & Date of Next Board Meeting

15.0 Adjournment

Motion:

Second:

2020 BIA Board Meeting Dates

January 20	February 10	March 9	April 6
May 11	June 8	July 13	August 10
September 14	October 5	November 9	December 14

BIA Board: Lanny Hoare (Chair), Councillor Tony Winter, Amie Rankin (Secretary), Kyle Burnside (Treasurer), Gwendolen Boyle (Vice Chair)

BIA Staff: Lauren Eedy

Town of St. Marys Staff: Kelly Deeks-Johnson, Economic Development Manager

For Information: Brent Kittmer (CAO/Clerk)

BY-LAW 36-2020
THE CORPORATION OF THE TOWN OF ST. MARYS

Being a By-law to amend by-law 20 of 2016, to establish a policy to govern the calling, place and proceedings of the Council and Committees.

WHEREAS: The Municipal Act, 2001, S.O. 2001, c.25, as amended, Section 238(2), requires a municipality to establish by by-law the governance of calling, placing and the proceedings of meetings;

AND WHEREAS: The Council of the Corporation of the Town of St. Marys deems it expedient to enact a by-law to amend by-law 20 of 2016 upon recent changes to legislation through the Municipal Emergency

THEREFORE: Act, 2020;

The Council of The Corporation of the Town of St. Marys enacts:

1. That section 9.1 be amended to add the following:

"i. Despite section 9.1, in a situation whereby a state of emergency has been declared under section 4 or 7.0.1 of the Emergency Management and Civil Protection Act, as amended, a member of Council or a member of a committee of Council who is participating electronically in a meeting may be counted in determining whether or not a quorum of members is present at any point in time; and

ii. A member of Council, or a committee of Council can participate electronically in a meeting that is closed to the public."

2. That section 9.2 be amended to add the following:

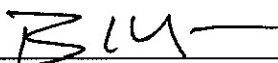
"i. Despite section 9.2, in a situation whereby a state of emergency has been declared under section 4 or 7.0.1 of the Emergency Management and Civil Protection Act, as amended, a member of Council or a member of a committee of Council who is participating electronically in a meeting may vote."

3. This by-law comes into force on the final passing thereof.

Read a first, second and third time and finally passed this 24th day of March, 2020.



Mayor Al Strathdee



Brent Kittmer, CAO/ Clerk

St. Marys Business Improvement Area (BIA) Board Meeting Minutes

Date: Monday, April 6th, 2020

Time: 6:00 p.m.

Join Zoom Meeting:

Dial by your location

+1 647 558 0588 Canada

+1 647 374 4685 Canada

Meeting ID: 522 937 179

Agenda Items

1.0 Call to order and confirmation of Quorum

Called to order at 6:08pm

2.0 Declarations of Pecuniary / Conflict of Interest

None

3.0 Additions to the Agenda (to be added in Section 11.0 Other Business)

Motion of nomination to Vice Chair to Board

Motion: K Burnside

Second: G Boyle

Carried

Motion to nominate G Boyle to vice chair by Amie Rankin

Second: K Burnside

Accepted by G Boyle

Motion to close nominations: K Burnside

Second: A Rankin

Carried

4.0 Approval of Agenda

THAT the April 6th, 2020 BIA Agenda be approved, as presented.

Motion: K Burnside

Second: G Boyle

Carried

5.0 Approval of previous meeting minutes:

THAT the Meeting Minutes from the March 9th, 2020 Annual General Meeting are approved by the BIA Board.

Motion: K Burnside

Second: G Boyle

Carried

6.0 Public Input Period

Heather Parkinson re: the removal of Christmas Lights downtown

Motion that the Christmas decorations in stores be taken down.
A Rankin will submit a list of who to contact.

Motion: A Rankin

Second: G Boyle

Carried

7.0 Correspondence

None

8.0 Delegations

None

9.0 Council Report

Councilor Winter sends his regrets.

10.0 Treasurer's Report

THAT the March 2020 Treasurer's Report be accepted as presented.

Motion: G Boyle

Second: A Rankin

Carried

11.0 New Business

11.1 BIA Board Response to COVID-19 Pandemic

In response to the current state of emergency in our community and the temporary forced closure of our businesses and service providers the board will discuss measures to adjust the 2020 BIA budget.

Speaker: Andre Morin, Director of Finance, Town of St. Marys

Options for discussion:

1. The board does not collect the 2020 BIA Levy. The board will determine what is needed to operate in 2020 and still achieve some of the approved expenditures and funds will be utilized from reserves.
2. That the BIA board direct X amount of funds from reserves to the financial program that the Town is working to establish.
3. Gift Certificate Program* changed to collecting 2020 levy and reimburse 2019 levy. Send out a survey to membership and give further consideration for future grants to support business owners.

Motion to take a 5-minute break.

Motion: G Boyle

Second: A Rankin

THAT the BIA Board supports option 3 and the Treasurer will work with Town of St. Marys staff to implement the approved option(s).

Motion: A Rankin

Second: G Boyle

Carried

11.2 BIA 2020 Budget Expenditures from reserves.

THAT the BIA Board approve \$X to be pulled from reserves for 2020 expenditures.

Motion: G Boyle

Second: K Burnside

8:00pm Chair, Lanny Hoare passes gavel.

Motion to take public art and \$10,000 of proposed projects off the reserve funds.

Motion: L Hoare

Second: A Rankin

Carried

12.0 Project & Committees

Proposed committee structure and governance documents included in the agenda package for discussion by the Treasurer.

Motion to defer BIA committee discussion to next meeting, May 11th.

Motion: K Burnside

Second: A Rankin

Carried

13.0 Other Business

None

14.0 Agenda Items for Future Meetings & Date of Next Board Meeting

May 11th, 2020

15.0 Adjournment

Meeting adjourned at 8:13pm

Motion: A Rankin

Second: G Boyle

2020 BIA Board Meeting Dates

January 20	February 10	March 9	April 6
May 11	June 8	July 13	August 10
September 14	October 5	November 9	December 14

BIA Board: Lanny Hoare (Chair), Councillor Tony Winter, Amie Rankin (Secretary), Kyle Burnside (Treasurer), Gwendolen Boyle

BIA Staff: Lauren Eedy

Town of St. Marys Staff: Kelly Deeks-Johnson, Economic Development Manager

For Information: Brent Kittmer (CAO/Clerk)

BIA Treasurer's Report – Month Ending April 2020

Transaction History

View transactions by selecting a time period or date range, or filter your results by entering a description.

View: or show from: to:

Filter description:

Transaction Date ▲	Code	Description	Debit	Credit	Balance
		Balance Forward			\$83,799.58
Apr 1, 2020	CK	NO.475	\$660.00		\$83,139.58
Apr 17, 2020	CK	NO.477	\$146.90		\$82,992.68
Apr 23, 2020	DS	STMARYSAP AP /CC		\$11,250.00	\$94,242.68
Apr 24, 2020	IB	136 QUEEN ST E		\$502.44	\$94,745.12
Apr 28, 2020	DS	QUADRO COMMUNIC BPY/FAC	\$16.85		\$94,728.27

3/31/2020	475	Lauren Eedy - March 2020	\$ 660.00	\$ 83,139.58
4/17/2020	476	VOID	\$ 146.90	\$ 83,139.58
4/17/2020	477		\$ 11,250.00	\$ 82,992.68
4/23/2020		St. MarysAP /CC	\$ 502.44	\$ 94,242.68
4/24/2020		CRA	\$ 16.85	\$ 94,745.12
4/28/2020		Quadro		\$ 94,728.27

BIA BUDGET 2020			REMAINING		
	ITEM	BUDGET 2020	ACTUAL 2020	Under Budget (Over Budget)	Details
	Revenues				
	BIA Levy	\$45,000.00	\$11,250.00	\$33,750.00	
	HST Rebate	\$3,268.00	\$502.44	\$2,765.56	
	Miscellaneous	\$0.00	\$0.00	\$0.00	
	SUBTOTAL:	\$48,268.00	\$11,752.44	\$36,515.56	
	Expenses				
A	MEMBER SUPPORT & ENGAGEMENT				
	Membership				
	Member Recognition	\$500.00	\$0.00	\$500.00	
	Member Welcome	\$500.00	\$0.00	\$500.00	
	Networking Socials	\$1,000.00	\$0.00	\$1,000.00	
	Training & Education				
	Training & Education	\$3,000.00	\$0.00	\$3,000.00	
	Social Media				
	Organizational Capacity				
	OBIAA Conference				
	OBIAA Membership	\$220.00	\$0.00	\$220.00	
	Policies & Procedures				
	Miscellaneous				
	SUBTOTAL Member Support and Engagement:	\$5,220.00	\$0.00	\$5,220.00	
B	IMPROVING PUBLIC SPACE & BEAUTIFICATION (Misc)	\$0.00	\$0.00	\$0.00	
	Flower Baskets	\$4,500.00	\$0.00	\$4,500.00	
	Christmas Lights Maintenance	\$1,000.00	\$0.00	\$1,000.00	
	Lions Club Flag Replacement	\$200.00	\$0.00	\$200.00	
	Public Art Maintenance	\$3,900.00	\$0.00	\$3,900.00	
	Downtown Bench Project	\$5,000.00	\$0.00	\$5,000.00	
	Banner	\$2,500.00	\$0.00	\$2,500.00	
	SUBTOTAL Improving Public Space and Beautification:	\$17,100.00	\$0.00	\$17,100.00	
C	BRINGING PEOPLE DOWNTOWN				
	Ambassador Program	\$500.00	\$0.00	\$500.00	
	Marketing & Promotion				

	Advertising	\$ 4,000.00	\$130.00	\$3,870.00	
	Events				
	Meet Me in St. Marys	\$ -	\$0.00	\$0.00	
	August 2020 Event	\$ 1,865.00	\$0.00	\$0.00	
	Christmas Event	\$6,000.00	\$0.00	\$6,000.00	
	Homecoming 2020/Heritage Festival	\$3,000.00	\$0.00	\$3,000.00	
	Santa Claus Parade - Sponsorship to Kinsman	\$1,000.00	\$0.00	\$1,000.00	
	Partnerships			\$0.00	
	Stratford Tourism Alliance (STA) Membership	\$400.00	\$400.00	\$0.00	
	SUBTOTAL Bringing People Downtown:	\$16,765.00	\$530.00	\$14,370.00	
D	RUNNING THE ST. MARYS BIA				
	Running the BIA				
	Admin Support	\$5,000.00	\$440.00	\$4,560.00	
	Annual General Meeting	\$605.00	\$472.00	\$133.00	
	Audit	\$1,000.00	\$0.00	\$1,000.00	
	Email/Quadro	\$300.00	\$996.00	-\$696.00	
	Bank Fees	\$50.00	\$0.00	\$50.00	
	Office Supplies	\$400.00	\$0.00	\$400.00	
	Miscellaneous	\$300.00	\$0.00	\$300.00	
	GST/HST	\$3,300.00	\$81.30	\$3,218.70	
	SUBTOTAL Running the BIA:	\$10,955.00	\$1,989.30	\$8,965.70	
	GRAND TOTALS:	\$50,040.00	\$2,519.30	\$45,655.70	
	Total Levy (Income)	\$48,268.00	\$11,752.44	\$36,515.56	
	Total Expenses	\$50,040.00	\$2,519.30	\$47,520.70	
	Reserve Funds:				
	Remaining in Bank	\$94,728.27			
	Streetscape Plan (Assets)	-\$20,000.00			
	Proposed Project (s)	-\$5,000.00			
	COVID-19 Relief Fund	-\$45,000.00			
	Christmas Lights	-\$5,000.00			
	Constitution	-\$1,000.00			
	Remaining	\$18,728.27			

BIA Committees

Summary

- Intent of sub-committees is to expand and refine engagement of Board, membership and volunteers on projects and initiatives that deliver on the BIA Strategic Plan
- Enable strengths among sub-committee members and provide effective delegation to enhance decision-making at the Board level
- Sub-committees can be determined as short-term in nature, and considered 'agenda-based' should specific resources be required to complete a specialized project on an annual basis. This is derived in planning prior to the AGM, and announced at the AGM, with appointment at the first Board meeting succeeding the AGM

Board Responsibilities

- o Ensure each sub-committee understands and adheres to Terms of Reference
- o Ensure meetings are held under formal structure, agenda is present, and meeting minutes are recorded following agenda template provided

Recommendation

BIA Board approves implementation of the following sub-committees and the proposed communication schedule for the purposes of accepting applications for sub-committee volunteers. BIA Board acknowledges that applications will be reviewed and sub-committee seats will be filled at June 2020 for launch.

Sub-Committee List

Executive Committee

Membership & Business Development Committee

Legal & Compliance Committee

Beautification Committee

Christmas Committee

Communication Schedule

May 2020 Meeting

1. Approval of Terms of Reference for Board Sub-Committees
2. Appointment of BIA Board member as chair for each Sub-Committee
3. Approval of Communication Schedule for BIA Volunteer Sub-Committee Application

May 7, 2020

1. Post on BIA Facebook Page, link to St. Marys BIA Town Page
2. Post on St. Marys BIA Town Page, inclusive of Application Form

Application Window

May 7, 2020 until May 31, 2020

Appointment of Sub-Committee Members: June 2020 BIA Board Meeting

Communication

Facebook/Website

Call for Nominations

Interested in getting involved with the BIA in 2020? Applications are now being accepted for membership of the following sub-committees:

1. Beautification
2. Legal & Compliance
3. Finance
4. Christmas

5. Communications & Marketing
6. Membership & Business Development
7. Other
8. Other

Please visit **ADD URL** to complete your application and submit to **insert e-mail address**.

Sub-Committee Terms of Reference

EXECUTIVE COMMITTEE

Membership and Appointment:

- BIA Board Chair, and;
- BIA Board Vice Chair, and;
- BIA Board Treasurer

Appointment:

- The Management Committee shall at their first meeting following the Annual General Meeting (AGM) in each year, determine the members of the Sub-Committee until the next following AGM.

Chairing:

BIA Board Chair

Frequency of meetings and Quorum:

Minimum of **XX** meetings in a calendar year. Quorum shall be 3 members.

Record of Meetings:

- An agreed written record of each meeting is forwarded to the BIA Board (Management Committee?)

Reporting Mechanism:

- Submission of notes to the Administrative Assistant to the Board not less than 7 days from the proceeding BIA Board meeting for inclusion in the monthly BIA Board Meeting Minutes

Functions and Delegated Authority

- To enable a limited executive committee for the purpose of acting on behalf of the board of directors of the Corporation (the “Board”) on matters of administrative urgency and as expressly set out herein
- The Executive Committee shall keep minutes of its meetings in which shall be recorded all action taken by it, and those actions shall be reported to the Board at the next Board meeting.
- The purpose of the Executive Committee is to help ensure the effective governance by providing effective and timely guidance to on emerging, time-sensitive, significant issues arising between meetings of the Board of Directors.

Sub-Committee Policy & Procedure

MEMBERSHIP & BUSINESS DEVELOPMENT COMMITTEE

Membership and Appointment:

The Membership shall consist of, at minimum, one (1) BIA Board representative and, at minimum, two (2) additional members by appointment, or, at minimum, three (3) members by appointment in lieu of a BIA Board representative.

Appointment:

The Management Committee shall at their first meeting following the Annual General Meeting (AGM) in each year, determine the members of the Sub-Committee until the next following AGM.

Chairing:

BIA Board Member, unless explicitly stated, OR:

A member of the BIA Board or a volunteer

- The Chair is responsible for ensuring management of the approved budget in accordance with the sub-committee's work and ensure that payments are properly authorized

Frequency of meetings and Quorum:

Minimum of 4 meetings in a calendar year. Quorum shall be 3 members.

Record of Meetings:

An agreed written record of each meeting is forwarded to the BIA Board (Management Committee?)

Reporting Mechanism:

- Submission of notes to the Administrative Assistant to the Board not less than 7 days from the proceeding BIA Board meeting for inclusion in the monthly BIA Board Meeting Minutes

Functions and Delegated Authority

- Lead planning and execution of projects as they relate to the strategic initiatives in line with Membership growth and retention, as well as Business Development and marketing/advertising opportunities, and those projects prescribed to the sub-committee from time to time
- Liaise with the Board on objectives and provide regular updates

Sub-Committee Terms of Reference

GOVERNANCE COMMITTEE

Membership and Appointment:

The Membership shall consist of, at minimum one (1) BIA Board representative, at minimum, two (2) additional members by appointment.

Appointment:

- The Management Committee shall at their first meeting following the Annual General Meeting (AGM) in each year, determine the members of the Sub-Committee until the next following AGM.

Chairing:

BIA Board representative

Frequency of meetings and Quorum:

Minimum of 4 meetings in a calendar year. Quorum shall be 3 members.

Record of Meetings:

- An agreed written record of each meeting is forwarded to the BIA Board (Management Committee?)

Reporting Mechanism:

- Submission of notes to the Administrative Assistant to the Board not less than 7 days from the proceeding BIA Board meeting for inclusion in the monthly BIA Board Meeting Minutes

Functions and Delegated Authority

- Review and make recommendations on changes to BIA Board policy and procedures
- Oversee the functions of the nomination process, including development and review of framework outlining the preferred characteristics of potential BIA Board members.
- Review alternatives and implications for consideration of matters pertaining to:
 - o Effectiveness of current regulations or bylaws;
 - o Proposed new or revised regulations or bylaws
- Liaise with the Board on objectives and provide regular updates

Sub-Committee Terms of Reference

BEAUTIFICATION COMMITTEE

Membership and Appointment:

The Membership shall consist of, at minimum, one (1) BIA Board representative and, at minimum, two (2) additional members by appointment, or, at minimum, three (3) members by appointment in lieu of a BIA Board representative.

Appointment:

The Management Committee shall at their first meeting following the Annual General Meeting (AGM) in each year, determine the members of the Sub-Committee until the next following AGM.

Chairing:

BIA Board Member, unless explicitly stated

A member of the BIA Board or a volunteer

- The Chair is responsible for ensuring management of the approved budget in accordance with the sub-committee's work and ensure that payments are properly authorized

Frequency of meetings and Quorum:

Minimum of 4 meetings in a calendar year. Quorum shall be 3 members.

Record of Meetings:

- An agreed written record of each meeting is forwarded to the BIA Board (Management Committee?)

Reporting Mechanism:

- Submission of notes to the Administrative Assistant to the Board not less than 7 days from the proceeding BIA Board meeting for inclusion in the monthly BIA Board Meeting Minutes

Functions and Delegated Authority

- Lead planning and execution of projects as they relate to the strategic initiatives in line with Beautification of our downtown core, and those projects prescribed to the sub-committee from time to time
- Liaise with the Board on objectives and provide regular updates

Sub-Committee – Terms of Reference

CHRISTMAS COMMITTEE

Membership and Appointment:

The Membership shall consist of, at minimum, one (1) BIA Board representative and, at minimum, two (2) additional members by appointment, or, at minimum, three (3) members by appointment in lieu of a BIA Board representative.

Appointment:

The Management Committee shall at their first meeting following the Annual General Meeting (AGM) in each year, determine the members of the Sub-Committee until the next following AGM.

Chairing:

BIA Board Member, unless explicitly stated, OR:

A member of the BIA Board or a volunteer

- The Chair is responsible for ensuring management of the approved budget in accordance with the sub-committee's work and ensure that payments are properly authorized

Frequency of meetings and Quorum:

Minimum of 4 meetings in a calendar year. Quorum shall be 3 members.

Record of Meetings:

An agreed written record of each meeting is forwarded to the BIA Board (Management Committee?)

Reporting Mechanism:

Submission of notes to the Administrative Assistant to the Board not less than 7 days from the proceeding BIA Board meeting for inclusion in the monthly BIA Board Meeting Minutes

Functions and Delegated Authority

- Lead planning and execution of projects as they relate to the Christmas holiday season, and those prescribed to the sub-committee from time to time
- Liaise with the Board on objectives and provide regular updates

8.1

To: St. Marys BIA Board
Chair: Lanny Hoare
May 6th, 2020

Dear Board,

Through this letter, I hereby announce my resignation from the position of Secretary/Administration for the St. Marys BIA, effective May 13th, 2020. It has been a pleasure working with you for the past few months and I enjoyed promoting local downtown business and cementing new friendships with you all. Unfortunately, due to the current pandemic, I will have to withdraw my services. You have my full commitment and cooperation for a smooth transition of responsibilities. Please let me know if I can be of further assistance.

Sincerely,

Lauren Eedy