

**Minutes of the Meeting of the  
Board of Management (the "Board")  
of the Welland Downtown Business Improvement Area (the "Corporation")  
of the City of Welland (the "city")  
held on Monday April 8, 2019  
Civic Square Room 108/109, 60 East Main St. Welland at 5:30 p.m.**

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**Board Members Present:** K. Jones, G. Bowes, D. Bujold-Wright, B. Herchmer, L. Robichaud and C. Richard  
**Board Members Regrets:** A. MacDonald, B. Fokkens, C. Cruise and A. Adams  
**Executive Director:** A. MacDonald  
**Recording Secretary:** J. Bujold  
**Students:** L. Rocks and J. Rowntree

1. Welcome - Call to Order
  - a. The chair called the meeting to order at 5:30 p.m.
2. Committee-of-the-Whole (In Camera)
  - a. Personal matter about an identifiable individual, including board employee and/or member(s)
3. Arise from Committee-of-the-Whole (In Camera)
4. Open of General Meeting
  - a. General Meeting opened at 5:40 p.m.
5. Acceptance of Agenda
  - a. **"BE IT RESOLVED** that the agenda be accepted with the following: "  
#2 will be postponed until May, under #11 under d. Marketing and Events reports add iv. Window décor for Rose Festival and v. Go Green.  
Proposed by: K. Jones  
Seconded by: D. Wright  
**Carried**
6. Declaration of Conflicts
  - a. G. Bowes declares conflict under 12d. Digital Main Street Grant – vendor pecuniary
7. Approval of Minutes
  - a. **"BE IT RESOLVED** that the Board of Directors accepts the minutes of the meeting of Monday March 4, 2019 with spelling corrections to be done."  
Proposed by: D. Wright  
Seconded by: B. Herchmer  
**Carried**
8. Report of the Chair (no report)

The Executive Director has not been in office as a result of family loss. As a result, March minutes were distributed late as well as reports not being included. A big

thank you to the intern students and Miriam Zine for stepping up to the plate. Non priority issues have been set aside with Board members doing their best to see to matters until the Executive Director's return.

9. Expansion

a. Should the expansion proceed, it should not be in a combined expansion for all 3 Ross to Crowland Ave; Regent St to Fourth St and Fourth St to Ontario Rd. The Board was advised that a letter was sent by the Board of the date June 2015 to the

Region

Speaking to a review of the catchment area with extension along East Main to the P.O.A. as *"catalyst for brownfield development"* and *"promotion and development of immediate*

*vicinity both to existing commercial enterprises as well as to attract new enterprises"*.

The process of expansion is started through contacting the City Clerk's office.

**"BE IT RESOLVED** that the expansion more forward from Ross St. to Crowland."

Proposed by: B. Herchmer

Seconded by: D. Wright

**Not carried**

Discussion to the expansion brought about information that the former City Hall businesses have inquired as to why they are not considered downtown. It was suggested the business owners be met with to gain their position on expansion and the benefits thereof. This step to be taken before meeting with the City Clerk for expansion. Board members who know business owners will reach out.

The Board also brought into discussion the concern in that the BIA should honor the Written statement to the Region to undertake the review of the catchment area with an easterly extension.

It was suggested that the creation of a one page fact sheet to be handed out to prospective members about the benefits of the WDBIA. Providing the fact sheets while meeting individuals would also be an opportunity to answer questions.

To be noted that initiating the process to expand does not indicate it will be successful. The vote determines if the expansion is supported with a majority vote.

**"BE IT RESOLVED** that the WDBIA meet & greet businesses along the East Main corridor from Ross St. to Crowland Ave. with respect to the undertaking of an expansion of the WDBIA catchment.

Proposed by: B. Herchmer

Seconded by: D. Wright

**Carried**

1 opposed

10. Committee Motions (no motions forwarded)

11. Committee Reports

a. Finance and Audit

The Treasurer reviewed the quarterly report with the Board. As to public posting request for our members, the format for an audited financial report will be discussed with auditor. Also review to inquire about a Finance Tab on the web page of the WDBIA.

Income column now includes the grants for Community Garden Grant and Digital Main Street. Both projects will necessitate a hire which is covered by the grant funds. Digital Main Street also includes business grants of \$2500 for their businesses to which the staff person is responsible to inform downtown members.

The expense comparative of Budget to YTD notes the professional fees of Audit & Legal fees regarding litigation and OHSa matter.

The Audit process has been delayed with the absence of Executive Director with the proposed completion of between April 30<sup>th</sup> and May 3<sup>rd</sup>. The WDBIA is in a strong position from cash flow to meet all its obligations until the 2019 levy is released which will occur upon providing a signed copy of the Audit.

The HST reporting periods to be forwarded have been completed and filed.

The BIA purchased the payroll portion of QuickBooks and this area will have data input for ease of reporting and year end.

Insurance Coverage

The Treasurer presented the Board with an overview of the Two insurance renewal statements and policies for the 2019-2020 term. The policy insuring against liability for Directors & Officers insurance for a total of \$837 inclusive of taxes protects all directors of the Board and its officers for \$2M. The second protects the organization for Commercial General Liability. This policy protects the BIA with \$5 million with a \$1000 deductible. The City of Welland is named as additional named insured and when necessary the Region is also listed. The importance of this policy is the deductible of \$1000. The City of Welland carries General Liability however their deductible is \$100,000 which could not be paid by the WDBIA in the event of a successful suit. The yearly premium is \$1107 inclusive of tax.

**“BE IT RESOLVED** that the WDBIA agrees to proceed with the renewal of both policies for the upcoming policy year with the current insurance company and broker.

Motion by: D. Wright

Seconded by: G. Bowes

**Carried**

b. Beautification

Country Basket has been notified that they received the contract being the successful bid for the business. Wintergreens are to be removed as soon as possible. Incoming chair L. Robichaud to be introduced to Paul Bongers from Country Basket.

i. Community Garden Update

The WDBIA was successful in hiring the person to oversee this project. The successful candidate has worked in the not-for-profit sector previously.

The City advised that there is no municipal land available for the project at this time. Four other locations were vetted by

locations have been found and each location will be investigated. She will also, be meeting with the schools.

c. Governance

The committee will be expanding on its policies and procedures as to process and steps to taken on duties when there is a longer term absence both short and long term. This is a strategic review considering the situation of the past month.

d. Marketing & Events

i. Concerts on the Canal

Launch for Concerts on the Canal went well, and sponsors and vendors came along with the Pink Floyd Tribute Band. The poster sign will be

travelling

along the City promoting the Concerts. Francophone night is being promoted on Jean Vanier's Facebook page and looking at having Francophone Master of Ceremony. Great article in the paper.

iii. 2019 Supper Market

The return of the Supper Market could replace the Go Green in the sponsorship package. There would be no cost to the Board, and it would be done during work hours and linked to the Concert on the Canals. If during work hours, there would be no extra cost from Public Works. Also, this addition to Concerts on the Canal would not be in conflict of the MOU. The Board should know by mid-April on the status of the grant for the Go Green project. Should it be approved the sponsors would have 5 opportunities for the price of 4 from their sponsorship package.

**"BE IT RESOLVED** that the WDBIA proceed with the Supper Market with the Concert on the Canal and the downtown businesses will have first right of refusal.

Moved by: D. Wright

Seconded by: G. Bowes

**Carried**

iv. Window Décor – Rose Festival

The WDBIA has been contacted by the Rose Festival. The meeting address two items, sponsorship funding which is declined as the 2019 budget has already been set.

The Rose Festival board then inquired if the WDBIA and Northtown BIA would agree to run a window décor competition. The Treasurer inquired if the WDBIA would have any financial implications for prizes. Suggestion is that donations be given as prizes. A reach out to artists and schools.

Best of the Fest is this year's theme. The Parade Route is from the arena on King St. to East Main St. to Hellem's and finish at the Central Fire Station. It will be held on June 23<sup>rd</sup> starting at 11 am.

**"BE IT RESOLVED** that the WDBIA agree to consider a window décor competition in the downtown core.

Moved by: K. Jones

Seconded by: D. Wright

**Carried**

12. Business Arising

a. WDBIA Expansion Vote

previously discussed (item 9)

b. Student projects updates

i. Canada Day – majority of people excited about the flags.

ii. Social media updates (item 8)

c. OBIAA Conference

Excellent presentations, most notably by speakers from Australis and New York City. The module pertaining to BIA Board form presentation of Ottawa City Clerk department and Integrity Commissioner to conflicts of interest, municipal conflicts of interest, specifics to Councillors where a conflict by virtue of being a Councillor is not enough for declaration. As well, if and once Councillors are listed on the Slate of Directors they assume the role of Director, not solely of Councillor and/or Liaison with Council. Also spoke to processes when Boards move into Camera sessions. The minutes are to be taken by a person other than a Board member and it is suggested that it be the City Clerk.

Bill 68 was spoken to on the transparency of email. If a catchment is aware that the Board is having a discussion by email and the Board meets the quorum rule PRIOR to the email discussion, the it is permitted.

It is noted that the WDBIA is one of the earliest business improvement areas in the world as the movement was begun in Ontario in 1970. The BIA is celebrating its 50<sup>th</sup> anniversary in 2020 and it will be held in Toronto. With the proximity and that it's the 50<sup>th</sup>, Councillors are asked to attend and look to including this in the City budget for 2020. The conference is held the first week of April.

13. New Business

a. Pride Crosswalk

Nothing currently

b. Downtown Patios

Moving forward on Patios. Matteo is the first to try this. Patio will be on the sidewalk.

14. White Space

The board sent flowers to Amanda due to the death of a family member. The cost was approved and will be an administration expense.

15. Correspondence

None

16. Next Meeting

Next meeting date is Monday, May 6th at 5:30 pm at City Hall, Room 108-109.

15. Adjournment

The meeting adjourned at 8:15 p.m.

"BE IT RESOLVED that the Monday, April 8<sup>th</sup> General Meeting be adjourned.

Proposed by G. Bowes

Seconded by L. Robichaud

**Carried**