

**BY-LAW No. 2015-007
OF THE
CORPORATION OF THE TOWN OF COLLINGWOOD**



**BEING A BY-LAW TO RE-ESTABLISH A BOARD OF
MANAGEMENT FOR THE DOWNTOWN
COLLINGWOOD BUSINESS IMPROVEMENT AREA**

WHEREAS Section 204 of The *Municipal Act, 2001*, provides that the Council of a local municipality may pass by-laws designating an area as an improvement area and may by by-law establish for any such area so designated a Board of Management to which may provide, the improvement, beautification and maintenance of municipally-owned lands, buildings and structures in the area, beyond such improvement, beautification and maintenance as is provided at the expense of the municipality generally, and the promotion of the area as a business or shopping area;

AND WHEREAS By-law No. 2004-105 was enacted and passed by Council of the Corporation of the Town of Collingwood to designate an improvement area and Board of Management for Downtown Collingwood;

AND WHEREAS on December 15, 2014 Council of the Town of Collingwood enacted and passed By-law No. 2014-090, a by-law to govern the proceedings of Council, Standing Committees, and Other Committees and Boards of Council;

AND WHEREAS the Council of the Town of Collingwood enacted and passed By-law No. 04-105, being a by-law that designated an improvement area and established the Business Improvement Area Board of Management and deems it expedient to repeal portions of the by-law and establish the Board based on the Council approved governance recommendations;

**NOW THEREFORE THE COUNCIL OF THE CORPORATION OF
THE TOWN OF COLLINGWOOD ENACTS AS FOLLOWS:**

- 1. DEFINITIONS**
In this By-law:

“Act” means the *Municipal Act, 2001*, S.O. 2001, c.25 and any amendments and regulation thereto;

“BIA” means the Business Improvement Area as approved by Council;

“Board” means the Downtown Collingwood BIA Board of Directors;

“Council” means the Council of the Town of Collingwood;

“Collingwood” means the Corporation of the Town of Collingwood;

“Town” means the Town of Collingwood.

2. ESTABLISHMENT, AUTHORITY AND PURPOSE

1. 2.1 The Council of the Corporation of the Town of Collingwood hereby establishes a Board of Management to be known as the “Downtown Collingwood BIA Board” under the authority of the *Municipal Act, 2001*, S.O. 2001, c.25, as amended.
2. 2.2 The Board shall provide recommendations to the Development and Operations Services Standing Committee, and to oversee the improvement, beautification and maintenance of municipally-owned lands, buildings and structures in the area, beyond such improvement, beautification and maintenance as is provided at the expense of the municipality generally, and the promotion of the area as a business or shopping area.
- 2.3 The Board shall bank with the Town’s host bank. Banking arrangements and financial reporting will be administered by the Town of Collingwood’s Finance Department.
- 2.4 The Municipal Auditor shall be the auditor of the Board and all books, documents, transactions, minutes and accounts of the Board shall, at all times, be open to his inspection.
- 2.5 The Fiscal year of the Board shall be the calendar year.
- 2.6 The Board shall submit to the Strategic Initiatives Standing Committee its estimates for the current year at the time and in the form prescribed by the Standing Committee. The Board may make requisitions through the Development & Operations Standing Committee for all sums of money required to carry out its powers and duties, within the limits of the estimates as approved by Council, but nothing herein divests the Council of its authority with reference to rejecting such estimates in whole or in part or providing the money for the purposes of the Board, and when money is so provided by the Council, the Treasurer shall upon the request of the

Board, pay out such money to the Board.

- 2.7 Council shall annually raise the amount required for the purposes of the Board, including any interest payable by the Municipality on money borrowed by it for purposes of the Board. Each rateable property in the improvement area that is in a prescribed business property class, shall pay a levy based on assessed value and its pro-rated share of the total annual estimate to be raised.
- 2.8 The Board shall not expend any money unless it is included in the budget approved by the Council or in a reserve fund established under Section 417 of the *Municipal Act, 2001*.
- 2.9 The Board shall not incur any indebtedness extending beyond the current year without the prior approval of Council or borrow money.
- 2.10 The Board shall deposit and keep on deposit with the Town Treasurer, insurance policies satisfactory in all respects to the said Town Treasurer, indemnifying the Corporation against public liability and property damage in respect of the activities of the Board.

3. TERMS OF REFERENCE/MANDATE

1. 3.1 The Board will prepare a Terms of Reference within the first six (6) months of the re-establishment of the Board, to be presented to the Development and Operations Services Standing Committee for consideration. Once approved, the Terms of Reference shall be appended hereto, and referenced as Schedule "A" of this By-law.
2. 3.2 The Terms of Reference contained in Schedule "A" shall be reviewed every four (4) years, within the first year of the term of the succeeding Council, or more frequently as required. Council can initiate the review of the Terms of Reference at their discretion.

4. COMMITTEE COMPOSITION

1. 4.1 The composition of the Board shall be as described in sections 4.2 and 4.3.
- 4.2 Voting members shall consist of:
 - Nine (9) directors shall be appointed; one of whom shall be a member of Council or a member of the public appointed by Council, and the remaining members shall be persons qualified to be members of the improvement area, or nominees of corporations so assessed as set out in Section 204 (4) of the *Municipal Act, 2001*.
- 4.3 Non-voting members shall not be included to establish quorum, and shall consist of:

- General Manager, Collingwood Downtown BIA
- Recording Secretary

4.4 Appointment Process

The citizen appointments will occur in accordance with the corporate policy known as "*Recruitment and Selection – Committee/Local Committee Appointments*", appointed directly by the municipality. All other Directors shall be appointed by a vote of membership of the improvement area and ratified by the municipality.

- 4.5 Key qualifications and eligibility requirements shall be in compliance with Section 204 of the *Municipal Act, 2001*.

5. MEETING PROCEDURES

1. 5.1 Meetings shall be conducted in accordance with the current enacted Procedural By-law of the Town of Collingwood governing the proceedings of Other Committees and Boards, except as modified herein.
- 5.2 The Board shall as soon as possible after its members are appointed in each year elect a chairman and vice-chairman and such other officers as it may deem necessary to properly conduct the business of the Board during the said year.
- 5.3 A board member shall hold office for a term concurrent with the term of the appointing council, or until a successor is appointed, and may be reappointed for one or more further terms.
- 5.4 Meetings of the Board shall generally be held monthly or at the call of the Chair, with the provision that at least four meetings shall be held per year. The Board shall generally establish a regular meeting schedule that may be reviewed from time to time.
- 5.5 At all meetings of the Board, every question shall be decided by a majority of votes cast. In the case of an equality of votes, the Chair of the meeting shall not be entitled to a second or tie-breaking vote.

6. QUORUM

1. 6.1 A quorum shall consist of a simple majority of the voting members of the Board.
- 6.2 Non-voting members are not considered when establishing quorum.

7. ATTENDANCE

1. 7.1 Members that are unable to attend shall notify the recording secretary and/or staff liaison to report their

absence, prior to the meeting date and/or time.

- 7.2 If a member is absent for three (3) consecutive regular meetings the Board may recommend to Council to have the member removed from the Board. Council shall have the final decision.
- 7.3 If a member of the Board resigns, the Board shall report the resignation to the Clerk as soon as practical to initiate the recruitment process to fill the vacancy.
- 7.4 Where a vacancy occurs from any cause, the Council shall appoint a person qualified as set out in Section 4 to be a member, who shall hold office for the remainder of the term for which his predecessor was appointed.

8. REMUNERATION

1. 8.1 No remuneration shall be made to members of the Board for their participation, unless otherwise directed by Council.
- 8.2 Reasonable expenses as approved by the Advisory Committee may be compensated to members.

9. REPORTING

1. 9.1 The Board shall report directly to the Development and Operations Services Standing Committee through recommendations contained in their official minutes, or as a deputation if deemed appropriate, or at the request of Council.
- 9.2 Minutes of the Board shall be circulated and received by the Development and Operations Services Standing Committee in accordance with the Municipal Procedural By-law.
- 9.3 The Board will work closely with staff but will not have supervisory authority over any staff. The immediate supervisor of the Downtown BIA General Manager shall be the Chief Administrative Officer.
- 9.4 Direction from Council to the Board shall be communicated back to the Board through the Downtown BIA General Manager and/or Municipal Clerk.

10. ESTABLISHING SUB-COMMITTEES

1. 10.1 The Board may at its sole discretion appoint sub-committee(s) on an ad hoc basis to deal with specific issues relating to its core mandate. Appointments to any sub-committee shall be only for the duration of the sub-committee's assignment. Reports of sub-committee(s) shall be forwarded to Council upon request.

- 10.2 The Board shall have the ability to second people from the community for the purpose of establishing ad hoc committees and task forces for specific issues or events, as necessary, which would provide meaningful assistance but which would dissolve upon completion of the task.

11. ESTABLISHED MUNICIPAL POLICIES, RULES AND PROCEDURES

1. 11.1 The Board shall abide by all municipal rules, policies, or procedures unless otherwise authorized.
- 11.2 The *Municipal Act 2001* and the *Municipal Conflict of Interest Act* shall bind all Committee members as it relates to disclosure of any direct, indirect or deemed pecuniary interest, closed meetings procedures, and any other requirements under the Acts, which pertain to the conduct of the member.
- 11.3 All records, documents, correspondence pertaining to the activity of the Board are considered to be records of the institution, and are subject to the provisions of the *Municipal Freedom of Information and Protection of Privacy Act*.
- 11.4 The records of the Board shall be retained and preserved in accordance with the provisions of the Town of Collingwood Records Retention By-law.

12. CONFIDENTIALITY

1. 12.1 Board members will be required to sign a confidentiality declaration at the beginning of their term.
- 12.2 Board members may cease to be a member of the Board if they breach confidentiality. The Board will make a recommendation to Council to remove the member. Items that are to be considered confidential will be so noted.
- 12.3 Members of the Board are further governed by the *Municipal Freedom of Information and Protection of Privacy Act*.

13. LIABILITY

1. 13.1 In carrying out the provisions of this By-law, the Board shall at all times be the agent of the Municipal Corporation and while acting bona fide within the limits of the authority of this by-law neither the Board nor any member thereof shall incur any liability by reason of anything done or left undone by the Board; provided however, that nothing in this section contained shall authorize or empower the Board to incur any debt, liability, or obligation for which the Municipal Corporation shall become liable without having previously obtained the consent of Council of the Town of Collingwood.

14. ENACTMENT

1. 14.1 THAT all portions of By-law No. 04-105, other than that defining the improvement area, be hereby repealed;

14.2 THAT this By-law shall come into full force and effect on the date of final passage hereof at which time all By-laws and/or resolutions that are inconsistent with the provisions of this By-law and the same are hereby repealed or rescinded insofar as it is necessary to give effect to the provisions of this By-law.

ENACTED AND PASSED this 5th day of January, 2015.

MAYOR

CLERK

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