



Board of Directors Meeting Minutes

Attendance

MEMBERS NAME	PRESENT	ABSENT	REGRETS
Andrew Mackenzie	✓		
David Harmsworth			✓
Harpreet Zingh	✓		
Herman Custodio	✓		
Kristina Romasco	✓		
Kyle Pulis			✓
Peeyush Gupta	✓		
Rick Evans	✓		
Councillor Bowman	✓		
Councillor Gibson	✓		
Councillor Medeiros	✓		
Councillor Moore	✓		
STAFF MEMBERS NAME			
Alyestal Hamilton	✓		
Lisa Wright	✓		
Shirley Gannon	✓		

Agenda Summary

1. Special Members Meeting (SMM [formerly referred to as the AGM])
2. Constitution
 - Quorum
 - What is presented in SMM package
3. Minute template
4. Committee updates
 - Food & Drink
 - Taste of Downtown update
 - Videos
 - Marketing & Communications
 - Parking program
 - Events & Promotions
 - Carriage Ride
 - Rebranding

Meeting called to order **time 4:11 PM**

Approval of Agenda

Motion to approve agenda

Moved by: Kristina Romasco

Seconded by: Cllr. Moore

Motion to address 5.1 of constitution added to the agenda

Moved by: Andrew Mackenzie

Seconded by: Cllr. Moore

Motion carried

Approval of Minutes

Motion to approve minutes

Moved by: Cllr. Gibson

Seconded by: Kristina Romasco

Motion Carried

Conflict of Interest

Negative

Previous action items

Date Added	Action Item	Person Responsible	Comments	Completed	Pending
12/08/15	Marketing & Communications: Lisa to provide update regarding 2016 marketing buys	Lisa Wright	To be shared with the Marketing and Communications committee at their next meeting		Yes
12/08/15	Tentative date of February 3 for Special Members Meeting; new location to be selected	Lisa Wright	New location: Alderlea Confirmed date: February 3	Yes	
12/08/15	Hiring Committee to meet December 17 @ 10:30am to determine the hiring process going forward	Lisa Wright	Lisa to go through initial rounds and present the top candidates to the committee for selection	Yes	
12/08/15	BIA to send letter to Peel Regional Police to build a relationship and action safety initiative as championed by Herman	Lisa Wright	Matter pending and to be addressed at a later time in the year		Yes
12/08/15	BIA to get December 7 Planning and Community Improvement meeting minutes to share with membership	Lisa Wright			Yes

Special Members Meeting*Lisa Wright*

- Going forward an election will be every four years following the municipal elections
- The itinerary for the SMM begins at 5:30 with the meeting be called to order at 6:00
- Andrew (Vice-Chair) will head meeting as Kyle (Chair) will be absent
- Kay Matthews (OBIAA ED) and Ellen Timms (Port Credit BIA ED) will be the keynote speakers for the night
- Constitution will go out by end of week and comments from membership has to come back by January 29
- The number of people nominated will determine if an election is required or not. If enough people are not nominated, the current board will be acclaimed. We require eight to 12 directors total (dependent on outcome of 5.1 in the constitution)
- Nominations: better to have nominations in advance versus from the floor, but floor nominations are permitted
- The constitution addresses the specific numbers of a board. The operating policies will speak to how to the management and facilitation of the nomination process

Constitution*Lisa Wright*

- The constitution is currently at clerk's office for revision
- 5.1: as of last meeting it was decided to have up to 12 members in total, with the 12 made up of eight voted positions and *up to* four councillors
 - Do we want to change this?
- Cllr. Moore: if there are four members of council elected there should be eight to ten members to balance; thus, increasing the size of the board to a potential 14
- The constitution needs language that precludes council from dominating votes and to protect the organization as being member based. Language would then be rooted in quorum i.e. quorum requires minimum of five elected members
- Andrew suggestion: voting by email?
 - Cllr. Moore: email is not the best option. Perhaps build into constitution language for distance or electronic voting—board agrees
- Cllr. Medeiros: his understanding of the matter is we are trying to safeguard the balance of power to remain as that of the organization.
 - Harpreet: greater concern is there is not enough business participation and engagement to fill the board—Cllr. Bowman agrees
- Board inclined to altering language of quorum; however language gets complicated looking at number specific verbiage ex. five voted members and four members of council—looking to percentages as a possible solution

- Cllr. Bowman: conversations need to change amongst membership to change optics of the board and council involvement
- Cllr. Medeiros: possible safeguard. If councillors dominate a vote in any regard, all non-council members on the board must come to a consent to reopen and change the decision at the next meeting
- Kristina: quorum could be stated as "quorum requires the number of members outnumbering the number of councillors, by at least one, with the minimum of seven people in total based on a board of 12"

Motion: to accept changing statement of quorum in 5.3 to read "quorum must always be 50 percent plus one, requiring membership outnumbers councillors"

Motion Moved by: Peeyush Gupta

Seconded: Cllr. Bowman

Motion accepted

- **For:** Andrew Mackenzie, Peeyush Gupta, Kristina Romasco, Cllr. Bowman, Cllr. Gibson, Cllr. Medeiros, Cllr. Moore
- **Against:** Rick Evans, Harpreet Zingh
- **Abstained:** Herman Custodio

Action Item	Person Responsible	Deadline
The motion for 5.3 will now be added as an amendment to the constitution and presented to the members at the SMM, as well as any revisions from the clerk's office to the constitution	Lisa Wright	February 3 at SMM

- Cllr. Bowman: possible issue may be that we cannot get business owners out to support the BIA or have them run for the board and be committed- Herman agrees
 - Peeyush: possible solution would be for councillors to visit shop owners personally to help in changing the perception

Cllr. Moore leaves meeting at 5.25

- Andrew: we need to go out with a united front as a board

2016 Meeting Schedules and Minute Template Update*Alyestal Hamilton*

- The meeting template will be changed moving forward to better improve the function of the minutes

Committee Update: Food & Drink*Kristina Romasco*

- Lisa: The Guardian is beginning their promotion of the event and a full spread ad will be shared in Thursday's paper with advertising going throughout Metroland Media sources in Mississauga, Caledon, and ethnic media
- Alyestal: we have started with the social media presence of the event and currently have 12 restaurants on board, with hopes of growing that to 15
- Videos: 15 businesses currently on board to participate

Committee Update: Parking*Lisa Wright*

- Participation in the 'Got Parking' program offered was less than expected. We had new engagement from some businesses but of the ones requesting this type of program few signed up.
- We would advise this program be reviewed for next season in regards to what the business actually want as well, better timelines as this happened very quickly in December (when they are already quite busy) making engagement a bigger challenge.

Committee Update: Carriage Ride Update*Lisa Wright*

- It was a success and we are still receiving inquiries regarding carriage rides up until today

Committee Update: Rebranding*Harpreet Zingh*

- The new brand will be submitted to Council for approval as the brand uses "Brampton"
- Mostly positive comments from board via email; the brand is very modern and clean
- Few concerning opinions as they expressed uncertainty towards icon use

Motion to accept and move forward with this branding**Moved by:** Harpreet Zingh**Seconded by:** Andrew Mackenzie

Motion approved

For: Andrew Mackenzie, Peeyush Gupta, Rick Evans, Harpreet Zingh, Cllr. Bowman, Cllr. Medeiros

Against: Herman Custodio, Cllr. Gibson

Other businessStreet parking

- Cllr. Gibson: do we want to enforce parking or not because members of the BIA are abusing parking policies
- Raising the issue because policies and departments are being publicly criticised by businesses with complaints directed at City Hall
- Members are complaining about those members who are parking on the street all day, especially because feeding the meter is against the law
- Board decision: to continue with parking enforcement
- Lisa: messaging was made to businesses via the parking program regarding street parking and available underground parking incentives for businesses; however, street parking has continued

In-kind Contributions

- Rick: what is the value of in-kind city contributions in the past for the DC and what is it now BIA as it is not something recognizable in our budget Cllr. Gibson approximately \$150,000 as mentioned in last minutes

Motion to adjourn the meeting

Moved by: Rick Evans

Seconded by: Herman Custodio

Meeting adjourned **time 5.47**

Action items

Action Item	Person Responsible	Deadline
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