**2nd MEETING OF THE BOARD OF DIRECTORS OF ‘DOWNTOWN SUDBURY’ BIA**

Thursday, March 2, 2023

**A REGULAR MEETING OF THE BOARD HELD AT 9:00 A.M. - BIA Offices**

**K. MACISAAC & J. MACINTYRE IN THE CHAIR.**

**PRESENT**

T. Balaz, E. Danyliw, B. Deisinger, D. Guillemette, G. McCausland, C. Tammi, D. Zulich, F. Cormier

**REGRETS**

W. Watson, N. Labbee

**ALSO PRESENT**

K. Marcus Managing Director

K. Kotila Member Communications

M. Luoma Advisor

L. Dupuis LMD Solutions

**PART 1 – CONSENT AGENDA**

**APPROVAL OF MINUTES**

**23-04** **Danyliw-Deisinger**

**THAT** the minutes of the following meetings of the Board of Directors of Downtown Sudbury BIA, as circulated, be hereby accepted:

\*50th Meeting – Thursday, January 5, 2023

\*1st Meeting – Thursday, February 9, 2023

\*Annual General Meeting – Thursday, February 23, 2023

**CARRIED**

**PART 2 – REGULAR AGENDA**

**CO-CHAIR'S REPORT**

* **Code of Conduct**

Directors were requested to sign the Code of Conduct, as previously circulated, and further that this will be discussed in more detail during the Orientation portion of this meeting.

* **Strategic Plan Review**

Directors were reminded that the ‘term’ of the Board’s Strategic Plan ends this year and will require a detailed review. The following preliminary timeline was recommended:

\*summer … ‘public engagement’ to gather feedback from both members and the public (summer students could be utilized to assist with this

\*fall … Board moves through the process, incorporating the above-noted feedback, with the outcomes then incorporated into the 2024 budget/program deliberation which would take place late fall

Directors supported the above. Further discussion to occur at a later meeting

* **Committee/Work Groups – Director participation**

Directors were advised that, at this time, there are two (2) working committees … Marketing/Communications (monthly meetings) - & - Space Activation (bi-weekly meetings). Directors were invited to consider participating in either of these and to advise the Managing Director.

Directors were also advised that additional work groups may be established from time to time as projects/special situations arise.

* **IN CAMERA session to discuss a Staff matter**

Directors went ‘In Camera’ at 9:05 returning to the public meeting at 9:15.

The following resolution was identified as a result of the In Camera portion:

**23-05** **MacIntyre-Danyliw**

**THAT** the Board approves the recommendation to accept the settlement in the amount of $94,615.41 in the settlement of staff termination of B. Kuczma.

**CARRIED**

* **AGM**

Directors agreed that the recent Annual General Meeting, held February 23rd, was successful and generated interest from those attending as the Board moves forward with the 2023 plans. Directors were also advised that the resolution of approval to the 2023 budget/program has been forwarded to the City for Council ratification.

In addition, Directors were advised that the ‘next step’ will be for the Co-Chairs to make a presentation before City Council (similar to that made to the membership) on the successes of 2022 and the plans for 2023 … date to be confirmed.

* **2022 Audit**

Currently underway.

* **Downtown Master Plan Review**

Further to the presentation made by E. Landry at the AGM, Directors were advised that the process of establishing the Community Liaison Committee for this project is underway. The recommendation is that two (2) Directors (one primary, one alternate) be appointed from the Board, together with the Managing Director, to represent the BIA through this process. Strong interest was indicated by a number of Directors at this time.

It was recommended that E. Landry be invited to the next Board meeting (April) to discuss this project and the process further, following which time the Board may formalize its participation.

* **OBIAA Conference 2024**

Directors were advised that, while Sault Ste. Marie BIA was to host the 2024 Conference, circumstances have developed that will likely prohibit this. As a result of OBIAA’s interest and intent to hold the conference in Northern Ontario, the Board has been contacted to determine if Downtown Sudbury BIA might be interested in hosting this. While it is understood that this will have a heavy time commitment on both Board and Staff, as well as a financial commitment (to be confirmed), Directors were unanimous in their support in pursuing this.

The Managing Director will follow-up with OBIAA to complete any ‘pre’ conference ‘qualifying’ questions in order to determine/confirm that Downtown Sudbury has the capacity and capability to host the Conference and any further resolution of commitment will be presented at the next Board meeting.

**MANAGING DIRECTOR’S REPORT**

**23-06** **Deisinger-Balaz**

**THAT** the Board approves the Managing Director’s report for the month of February 2023, as previously circulated.

**CARRIED**

**Communications Policy**

K. Marcus noted that, contained in this Report, was an ‘amended’ Communications Policy more specifically indicating the process of speaking with the media/speaking on behalf of the Board. The following resolution was presented:

**23-07** **Balaz-Guillemette**

**THAT** the Board approves the amendments to the ‘Communications Policy’, as previously circulated, and which is included in the Organization Manual 2023-2026.

**CARRIED**

**BOARD ORIENTATION SESSION**

Lynne Dupuis, LMD Solutions, was present to lead the Board through the various aspects/components of Board Governance including role of Directors, role of Staff, Conflict of Interest, Code of Conduct, etc.

**NEW/OLD BUSINESS**

**\**OAA (Ontario Architects Association) Conference*** - D. Guillemette advised Directors that this will be held downtown in June. He will forward information to the Managing Director so that Members can be advised.

***\*Audit of social services*** - C. Tammi questioned if there has been any follow-up/feedback further to the Police Chief indicating that thiswas to be undertaken. K. MacIsaac to follow-up.

**\**‘street activation’ plan for Memorial Park*** - C. Tammi also questioned if there will be the opportunity to develop a program this year (as circumstances prevented this from occurring last season). The Managing Director to follow-up with J. Pafford.

***\*Board meeting times –*** K. MacIsaac advised that Director Labbee is currently unable to attend the current meeting time at 9:00 a.m. but is available at 8am or 12 noon. The Managing Director to circulate a Doodle Poll to determine Directors’ preference.

**NEXT MEETING(S)**

**Coffee with a Cop** Wednesday, March 22nd 9:00am YMCA

**Regular Board**  Thursday, April 6th time tbc BIA offices

**ADJOURNMENT**

There being no further matters to discuss at this time, this meeting adjourned at 10:30 a.m.