



## MINUTES

- MEETING:** Board of Directors Meeting
- DATE:** Wednesday, February 27, 2019
- TIME:** 5:30 PM – 7:30 PM
- LOCATION:** DWBIA offices – 419 Pelissier Street
- ATTENDEES:** Brian Yeomans, Pat Papadeas, Bryan Datoc, Geoff Zanetti, David Prantera, Stephanie Clark, Liam O’Donnell, Larry Horwitz, Rino Bortolin
- REGRETS:**
- ABSENT:**
- GUESTS:**
- STAFF:** Debi Croucher, Pauline Sorokopas

Agenda and Discussion	Responsibility of:
<ul style="list-style-type: none"> <li>• Mr. Horwitz opened the meeting at 5:35PM</li> <li>• Mr. Bortolin requested that ‘1 hr free parking’ be added to the Agenda under New Business.</li> <li>• Ms. Papadeas requested that ‘CAMPP letter’ be added to the Agenda under New Business.</li> <li>• Ms. Papadeas requested that ‘OBIAA Conference’ be added to the Agenda under New Business.</li> <li>• Distributed Agenda with above additions, was adopted by Mr. Bortolin, seconded by Mr. Datoc.</li> </ul>	Board of Directors
<ul style="list-style-type: none"> <li>• Disclosure of Interest</li> <li>• None disclosed at this time.</li> </ul>	
<ul style="list-style-type: none"> <li>• Adoption of the Minutes</li> <li>• N/A</li> </ul>	

**Past Chair Reporting**

- Mr. Horwitz congratulated new Board Members on their appointment and requested each member introduce themselves.

**Executive Director Reporting**

**Elections**

- Ms. Croucher called for expressions of interest and nominations for Board Chair, Vice Chair, Finance Chair and Committee Chairs.
- **Board Chair.** Ms. Papadeas nominated Mr. Yeomans as Board Chair. Mr. Prantera seconded the nomination. **Mr. Yeomans accepted the position.**
- **Vice Chair.** Mr. Datoc nominated Ms. Papadeas as Vice Chair. Mr. O'Donnell seconded the nomination. **Ms. Papadeas accepted the position.**
- **Finance Chair.** Ms. Clark nominated Mr. Datoc as Finance Chair/Treasurer. **Mr. Datoc accepted the position.**
- The above positions were uncontested and the Board voted unanimously to accept the above mentioned.
- Ms. Papadeas stated that she would like to suggest putting a hold on elections for Committee Chairs/Committee Members and have the entire Board attend both scheduled meetings adding that it would give Board Members an opportunity to look at the Policies and the structure of each Committee as well as help in forming a Strategic Plan.
- Mr. Yeomans agreed with Ms. Papadeas stating he feels it would be beneficial for all to attend the scheduled Committee Meetings and then determine which Committee they would like to sit on.
- Ms. Papadeas made the motion **'defer Committee process and use reserved dates for 'Committee of the Whole'. Motion was seconded by Mr. Prantera. Motion was adopted.**
- Mr. Bortolin asked when the DWBIA Budget is required to be submitted to the City of Windsor. Ms. Croucher advised that it needed to be submitted to the City by March 28, 2019.
- Mr. Horwitz stated that DWBIA members should be invited to attend a budget meeting before it is presented to Council.

**Board of Directors**

**Board of Directors**

<ul style="list-style-type: none"> <li>• Ms. Papadeas added that at the Budget Meeting, DWBIA members could be asked to express their interest in submitting their applications to sit on the two Committees.</li> <li>• Ms. Croucher advised that notice is to be given 21 days prior to budget meeting and requested a date be set by Board Members for the meeting, of either March 25<sup>th</sup> or March 26<sup>th</sup>.</li> <li>• Ms. Papadeas requested information regarding the general process of the public meeting. Ms. Croucher advised that the meetings are held off-site with DWBIA members being provided, at the meeting, budget line items and amounts allocated.</li> <li>• Ms. Croucher stated that the DWBIA is not required to hold an Annual General Meeting but is required to hold a General Meeting which typically takes place later in the May/June.</li> <li>• Ms. Papadeas made the motion <b>‘set budget meeting for Tuesday, March 26<sup>th</sup> at 6PM with venue T.B.D.’. Motion was seconded by Mr. Datoc. Motion was adopted.</b></li> </ul>	<p><b>Board of Directors</b></p>
<p><b><u>Vacant Board position – Professional Services (Legal &amp; Financial)</u></b></p>	
<ul style="list-style-type: none"> <li>• Ms. Croucher requested direction from the Board of Directors as to how they would like to proceed with filling the vacant board position – whether they would like to self-appoint from people who ran in the election for the position, noting that the successful candidate's name would still be forwarded to City Council for final approval.</li> <li>• Mr. Prantera suggested a call be made for interested parties to apply.</li> <li>• Mr. Datoc read from Policy and Procedure Manual regarding ‘Resignation and Replacement of Directors’.</li> <li>• Mr. Prantera made the motion to <b>‘invite applications for appointment to BIA board from Professional Services/Legal and Financial sector; set deadline for 30 days or April 1<sup>st</sup> (whichever is later)’.</b> Motion was seconded by Mr. Datoc. Motion was adopted.</li> <li>• Ms. Croucher added that the vacancy could also be discussed at the Budget Meeting.</li> </ul> <p><b><u>DWBIA Boundary Map – attached</u></b></p>	<p><b>Board of Directors</b></p>

- Ms. Croucher advised that a copy of the DWBIA Boundary Map was included in the meeting package.
- Mr. Datoc asked the question as to whether a full list of properties/owners in the DWBIA boundary is available.
- Ms. Croucher noted that the only information the City provides the DWBIA is that of the previous year's tax roll.
- Mr. Datoc asked whether Administration can request data from the City of Windsor regarding new businesses that have opened up in the downtown.
- Ms. Croucher advised that Administration have requested this information in prior years but due to privacy issues the information is not available.
- Mr. Datoc asked whether this applies to all BIA areas. Ms. Croucher stated that it does.
- Mr. Bortolin stated he would request information from the City.
- Mr. Yeomans asked the question as to whether organizations such as St. Clair College or the University could be recruited to obtain such information.
- Ms. Croucher advised that the DWBIA does have placement interns from both organizations from time to time.
- Mr. Datoc requested a database be created on businesses which would include information such as:
  - types of business, how long in business, vacant areas, contact information, social media sites
- Ms. Croucher advised that vacant properties are listed on the DWBIA retail website.
- Ms. Papadeas indicated that while she feels there could be multiple uses for such data, the collection could be very challenging suggesting Administration contact other BIA's in the Province to see what they are doing.



<ul style="list-style-type: none"> <li>• Mr. Bortolin suggested a conversation with the Casino be held first.</li> <li>• Ms. Papadeas asked whether a report on Council’s decision and the whole process could be obtained. Mr. Bortolin advised that he would ask City Administration.</li> <li>• <b>Ms. Croucher made the motion for the meeting to go in-camera at 6:25PM. Motion was adopted.</b></li> <li>• <b>Ms. Croucher made the motion for the meeting to come out of in-camera at 6:30PM. Motion was adopted.</b></li> <li>• Mr. Zanetti made the motion to ‘<b>direct Administration to report on BIA-Casino history</b>’. <b>Motion was seconded by Ms. Clark. Motion was adopted.</b></li> </ul> <p><b><u>DWBIA Membership composition – attached</u></b></p> <ul style="list-style-type: none"> <li>• Ms. Croucher advised that an outline showing DWBIA Membership composition was attached to the meeting package.</li> </ul> <p><b><u>Strategic Plan – 2011-2014 – attached</u></b></p> <ul style="list-style-type: none"> <li>• Ms. Croucher noted that a copy of the DWBIA 2011-2014 Strategic Plan was included in the meeting package advising that an RFP had historically been issued when a Strategic Plan was to be performed.</li> </ul> <p><b><u>2018 BIA Operating Reference Binder – attached</u></b></p> <ul style="list-style-type: none"> <li>• Ms. Croucher stated that the 2018 BIA Operating Reference Binder included in the meeting package has valuable information and suggestions.</li> <li>• Ms. Croucher advised that the DWBIA is a member of OBIAA as well as the IDA (International Downtown Association).</li> <li>• Ms. Papadeas asked whether the Board could have access to the IDA website. Ms. Croucher advised that Administration would ask for IDA to create a general account for the Board of Directors.</li> </ul> <p><b><u>Changes to Municipal Conflict of Interest Act – attached</u></b>  <b><u>Municipal Conflict of Interest Act - attached</u></b></p> <ul style="list-style-type: none"> <li>• Ms. Croucher advised that information was attached to meeting package regarding changes to Municipal Conflict of Interest Act. The</li> </ul>	<p>Board of Directors</p> <p>Board of Directors</p> <p>Board of Directors</p> <p>Administration</p>
--	---

new Act goes into effect March 1, 2019 adding that a ‘Conflict of Interest’ by a Board Member is to be submitted ahead of a meeting and will be minuted and a log will be kept.

- Mr. Zanetti asked the question as to whether Board Members can discuss street closures. Ms. Croucher advised that the Board Member cannot vote or join in discussion regarding street closures that they may be perceived to be directly benefitting from.

**2014-2018 DWBIA Projects – attached**

- Ms. Croucher advised that enclosed with the meeting package was information regarding DWBIA Projects from 2014-2018.
- Mr. Horwitz commented on street closure costs for events. Mr. Yeomans stated that if costs have increased so much is it not counterintuitive.
- Mr. Bortolin advised that Police/Fire and Inspection costs have increased considerably with City costs not increasing as much noting that looking at ways to reduce costs is a matter that will be discussed at WBIAAC and that a Council Question and, therefore, a report from City Administration would be coming forward.
- Ms. Papadeas advised that street closure costs were the reason she had questioned whether Festival Plaza was within the DWBIA boundary and feels that the costs are discouraging street closures, therefore, encouraging people to go to Festival Plaza instead.

**Finance Committee**

**2019 Budget**

- Ms. Croucher advised that included in the meeting package was a breakdown of budget deliberations from 2015-2019, speaking on categories and costs associated.
- Ms. Papadeas asked the question as to whether the numbers were budgeted line items or actuals. Ms. Croucher advised that the figures were budgeted line items.
- Mr. Datoc made the motion to **‘direct Administration to provide report of the actuals re: 2018 budget for Committee of the Whole meeting’**. Motion was seconded by Mr. Bortolin. Motion was adopted.

**Board of Directors/  
Administration**





- Ms. Croucher asked direction from Board Members as to how they would like to proceed with Committee application forms attached to meeting package.
- Mr. Yeomans stated that he would suggest waiting until Committees are formed before reviewing and inviting applicants to present.
- Ms. Papadeas requested Administration inform applicants of the decision made at this time.

**Administration**

**New Business**

**Bellmio Report**

- Ms. Croucher spoke on Mr. Bellmio’s visit to Windsor in preparation of his report. Ms. Croucher advised that the report will be available March 13<sup>th</sup> for discussion.
- Ms. Croucher suggested that the report be shared with the individuals/agencies that had participated in the interviews prior to being released into the public domain. Ms. Croucher suggested that the DWBIA may want to consider bringing Mr. Bellmio back to discuss his findings and next steps with the Board and with the stakeholders.
- Mr. Yeomans stated he feels that the issues that will be contained/covered in the report are larger than what the DWBIA can or should be expected to deal with.
- Mr. Horwitz stated he feels the DWBIA should look at the report before it is shared with any other organization. Ms. Croucher advised that the Safety & Security Roundtable group have requested to see information contained in the report.
- Ms. Papadeas asked the question as to what groups or associations the DWBIA belongs to and whether it is Administration or Board Chair that represents the DWBIA.
- Mr. Yeomans asked whether the Downtown Residents Association (DRA) was still in effect or whether Downtown Windsor Community Collaborative (DWCC) had taken over from the DRA.
- Ms. Croucher noted that the DWCC is not a resident’s association and that the DRA has folded.
- Mr. Bortolin advised that he is now working at the DWCC and that the organization is working on empowering residents. Mr. Bortolin

added that when the DRA folded 3 years ago, the DWCC formed a Farmers' Market sub-committee. Mr. Bortolin noted that the DWBIA is the main sponsor of the Farmers' Market.

- Ms. Papadeas asked the question as to whether Ms. Cipkar previously sat on the DWBIA Board and whether this is a requirement.
- Mr. Yeomans stated he feels it would be beneficial to have Ms. Cipkar on the DWBIA Board in regards to the Farmers' Market.
- Ms. Croucher asked the question as to whether two members of DWCC are needed to sit on the DWBIA Board.
- Mr. Bortolin advised that he is not involved with all things that Ms. Cipkar is involved with at DWCC adding that it may not be necessary to have Ms. Cipkar attend every meeting.
- Mr. Yeomans added that by being a non-voting member, Ms. Cipkar could decide from the Agenda whether she would need to attend a meeting.
- Ms. Croucher advised that Ms. Cipkar has requested to present to the Development/Infrastructure meeting scheduled for March 13<sup>th</sup> and speak on the Farmers' Market noting that direction is required by Administration as to whether the DWBIA will be allocating funds from their 2019 budget to the Farmers' Market.
- Ms. Papadeas asked whether any other programs will be discussed at the March 13<sup>th</sup> meeting. Ms. Croucher advised that GNS are scheduled to present for the Clean and Safe Program.

**A meeting break was requested at 7:20PM**

**Meeting back in session at 7:30PM**

- Ms. Croucher advised Board Members that the DWCC is waiting to hear whether the DWBIA would be funding the Farmers' Market in 2019.
- Ms. Papadeas asked the question as to how much the DWBIA has previously allocated for funding the Farmers' Market. Ms. Croucher advised \$30,000 which has gone towards advertising, hydro, permits, signage and cash component.

<ul style="list-style-type: none"> <li>• Mr. Prantera asked whether the DWBIA could look into sponsorship for the Farmers’ Market.</li> <li>• Ms. Croucher advised that the Farmers’ Market is not a DWBIA event and therefore the DWBIA cannot go out and solicit sponsorship.</li> <li>• Mr. Yeomans asked the question as to whether the Board of Directors would like to go forward and allocate support for the Famers’ Market.</li> <li>• Ms. Croucher noted that Administration feels the Farmers’ Market has brought life back to Pelissier Street and would propose a budget of \$30,000.</li> </ul> <p><b>Mr. Bortolin declared a conflict of interest.</b></p> <ul style="list-style-type: none"> <li>• Mr. Datoc made the motion to ‘<b>move to allocate \$30,000 from 2019 budget to Farmers’ Market’</b>. <b>Motion was seconded by Mr. O’Donnell. Motion was adopted.</b></li> <li>• Discussion took place between Board Members regarding contacting the Farmers’ Market organizers in regards to downtown merchants receiving a discount if interested in setting up a stand at the market.</li> </ul> <p><b>Mr. Prantera declared a conflict of interest.</b></p> <p><b><u>1 hour free parking (added to Agenda)</u></b></p> <ul style="list-style-type: none"> <li>• Mr. Bortolin discussed options suggested by the previous DWBIA Board of Directors on how to replace the 1 hour free parking. Mr. Bortolin also discussed a report that will be put forth to City Council at the end of March regarding 1 hour free parking noting that City Administration is not recommending the report which focuses on the Pelissier Street Garage.</li> <li>• Mr. Bortolin asked whether the current Board of Directors would like to push the issue of 1 hour free parking when in reality, as stated previously, the focus is on only one parking garage and where there are other options to promote parking downtown.</li> <li>• Ms. Croucher stated that initially the DWBIA heard from merchants regarding the 1 hour free parking being taken away but a bigger</li> </ul>	<p><b>Board of Directors</b></p>
--	----------------------------------

issue has recently been come to light which is people who have monthly parking passes parking on the ground floor.

- Ms. Papadeas stated she feels that the monthly ground floor parking is a bigger issue than the one hour free parking.
- Mr. Prantera stated he feels focusing on only one Garage does not make much sense.
- Mr. Yeomans advised that he feels lots of discussion could take place on the subject of 1 hour free parking and would like the matter deferred to the March 13<sup>th</sup> meeting.
- Mr. Bortolin advised that he is looking to put the whole issue to the Parking Authority.
- Ms. Papadeas stated that she feels the matter should be part of the Strategic Plan as there is no data to see if people have stopped coming downtown.

**DWBIA Board Member – parking token allowance**

- Ms. Croucher spoke on DWBIA Board Members being provided with an allowance of parking tokens and asked direction from Board Members as to whether they would like to continue the program.
- Mr. Zanetti made the motion **‘to continue DWBIA Board Member parking token allowance program. 6 rolls per Board Member annually and 12 rolls per Chair annually’**. Motion was seconded by Mr. Datoc. Motion was adopted.

**DWBIA Board Member – attending events/functions**

- Ms. Croucher spoke on past functions that the DWBIA Board Chair/Vice Chair/Treasurer or Administration have attended such as Business Excellence Awards, Chamber of Commerce AGM, WEEDC AGM.
- Ms. Papadeas stated she feels there are advantages for the Board Chair to be seen and represent the organization at events.
- Ms. Papadeas made the motion **‘to purchase 5 tickets to the Business Excellence Award dinner (April 24<sup>th</sup>)’**. Motion was seconded by Mr. O’Donnell. Motion was adopted.
- Administration was requested to look into the cost of DWBIA pins for Board Members to wear at events they attend.

Board of Directors

Board of Directors

Administration

**OBIAA 2019 Conference (added to Agenda)**

- Ms. Croucher advised Board Members that Administration has not attended the OBIAA Conference in 6 years.
- Ms. Papadeas stated she feels it would be a good networking opportunity for the Board Chair and one other person to attend the Conference.
- Discussion took place on costs associated with the event. Ms. Papadeas made the motion to **‘approve Chair go to OBIAA 2019 Conference with expense up to \$2,000’**. Motion was seconded by Ms. Clark. Motion was adopted.

**CAMPP request (added to Agenda)**

- Ms. Croucher provided a copy to Board Members of a document the DWBIA had received from CAMPP Windsor Essex Residents Association in which the request was made for \$1,000 sponsorship in regards to an appeal with the Local Planning Appeal Tribunal (LPAT).
- Ms. Croucher spoke on the Town Hall meeting held by the DWBIA in regards to the Mega Hospital and made the suggestion of possibly having a MITACS study performed.
- Mr. Bortolin spoke on the LPAT Challenge stating there are a considerable number of people in the community supporting CAMPP.
- Ms. Croucher asked the question as to whether Board Members felt there would be PR ramifications for the DWBIA if they were to sponsor CAMPP.
- Ms. Papadeas stated that the LPAT appeal is about zoning.
- Mr. Horwitz stated he feels that there would be ramifications if the DWBIA were to get involved with sponsorship to a private organization. Mr. Bortolin stated it would be the DWBIA’s responsibility to handle the PR.
- Ms. Papadeas spoke on a possible anonymous contribution but agreed with Mr. Bortolin as far as the DWBIA handling PR. Ms. Croucher advised that the sponsorship could not be made anonymously.

Board of Directors

<ul style="list-style-type: none"> <li>• Mr. Prantera stated that he feels it is a perfect stance for the DWBIA to take and a positive spin can be made with their support.</li> <li>• Ms. Papadeas suggested talking points be worked on by Administration.</li> <li>• Mr. Datoc asked the question as to whether Board Members should review the budget at this time and take money out of the budget now.</li> <li>• Ms. Papadeas suggested \$5,000 sponsorship at this time with another \$5,000 at a later date.</li> <li>• Ms. Papadeas asked Administration as to whether all BIA's sponsoring CAMPP should take part in a news conference together.<sup>1</sup></li> <li>• Ms. Croucher suggested that the DWBIA take their own stance and be a catalyst for other BIA's.</li> <li>• Mr. Prantera made the motion '<b>move to support LPAT Appeal fund (GFM) in the amount of \$5,000. With preparation of public statement to coincide with contribution. Motion was seconded by Mr. O'Donnell.</b></li> </ul> <p><b><u>DWBIA Signing Authority (added to Agenda)</u></b></p> <ul style="list-style-type: none"> <li>• Ms. Croucher advised paperwork will need to be prepared for 3 signing authorities, which is required by the DWBIA financial institution, these signing authorities being Chair, Vice Chair and Treasurer.</li> <li>• Ms. Papadeas made the motion '<b>move that signing officers are: Chair, Vice Chair and Treasurer</b>'. Motion was seconded by Mr. Bortolin. Motion was adopted.</li> </ul>	<p style="text-align: center;"><b>Administration</b></p> <p style="text-align: center;"><b>Board of Directors</b></p> <p style="text-align: center;"><b>Board of Directors</b></p>
<p><b>Adjournment</b></p> <ul style="list-style-type: none"> <li>• <b>Meeting ended at 9:00PM</b></li> </ul>	<p style="text-align: center;"><b>Board of Directors/ Administration</b></p>
<p><b>Next scheduled Board of Directors meeting to be held March 28, 2019 @ 5:30PM</b></p>	

<sup>1</sup> Ms. Papadeas requested highlighted item be removed.  
Mr. Bortolin requested note re abstaining from vote be added

