

# Appendix 1

Summary of Discussion with BID Representatives - Governance Review of Business Improvement Districts (BIDs)							
Meeting Date: March 7, 2019							
Topics	Governance Subcommittee Comments & Analysis	General Comments from BIDs	Specific Comments from BIDs				
			Broadway	Downtown	Riversdale	Sutherland	33rd Street
<b>Review of Current Governance Practices</b>							
Bylaw Approach	Considering consolidation of BID Bylaws into 1 overarching bylaw to establish consistency and clearly identify processes. This model is used in some other jurisdictions. Consideration of this model requires further research and analysis before concrete recommendations are provided.	If considering a consolidated bylaw approach, clarity must be provided as to what that would look like vs. continuing to operate with individual bylaws. Consistency around some core governance elements and/or standardization regarding key procedural matters would be welcome.	Supportive of flexibility of processes between BIDs to accommodate for variances between each BID in terms of size, budget, uniqueness of each area, etc.		Not supportive of overarching guidelines because there are too many variances between each BID in terms of size, budget, uniqueness of each area, etc.	Noted that it is important to retain BID management over how to direct their operations, programs and services that are key to their members.	
Board Size & Composition	All support having a range of Board members rather than having a specified number.	All supportive of recommending a range of members in terms of Board size - the ability to fluctuate is important. Boards strive to be representative of their membership and reflective of the property types within their BID. Voice of BID must be adequately represented and maintained. The Boards strive to contain a variety of skill sets that would aid in governance and oversight (for example: law, accounting, event management). Brief discussion acknowledged that there may be opportunities for diversity on Boards, while also acknowledging that Board members must be electors, operate a business or be a nominee of a corporation that does business in the area. No objections were raised regarding having a Councillor appointed to each Board. Concerns were raised that there is currently no mechanism or way to address if a breakdown of relationships occur between the Board/Councillor appointed. Councillors appointed having voting rights.	Would like to see members of non-profit corporations within the BID boundaries on the Board.	Membership be limited to those who own property in the area and pay taxes within the BID boundaries, it doesn't make sense for a BID to have other types of members. If a party does not pay a levy into a BID, should they be authorized to make decisions for that BID? Commented that the Ward Councillor has a solid understanding of their area to bring insight to the BID.	Board members familiar with concerns and/or issues of the area are key to have. Would like a definition of what Councillors' roles on the Boards are. Councillor representation not need to be restricted to the Ward Councillor. More important is an understanding of issues/challenges/opportunities of the area.		Would like to see members on the Board from outside the BID area.
Board Term			They have term limits to encourage Board renewal.	No limits - allows for those most interested to serve.	Echoed Sutherland's comments - these are volunteer Board members, term limits may not work well.	Suggested that there not be limited terms for Board members, that if there are people interested in serving on the Board, they want to keep them involved.	They have term limits in place to encourage Board renewal. The terms are staggered to ensure adequate knowledge transfer. They have mechanisms in place to get around term limits if necessary.
Recruitment, Eligibility & Appointment Process	Board appointments are within the exclusive purview of City Council in accordance with Policy C01-003. Could review options for the possibility of increased involvement of the Boards in recruitment/appointment similar to the recruitment process used for the Controlled Corporation Boards.	Generally, the issue was raised as to how BIDs are expected to fill Board vacancies - must a BID wait for Council to formally appoint a Board member? Could there be an "interim" provision for BIDs that allows for a Board appointment transition? Briefly discussed the issue of background checks for Board members/staff - how or when should these be required or managed? Finally, all would like to see standardized processes clearly outlined for appointments. None have a formal "skills matrix" for recruitment purposes.	Appointment process needs to be simple and easy to understand. Would like research done with respect to the BID boundaries. There is an ongoing challenge to recruit and retain Board members.	Suggested that consideration be given to allowing more input from the Board membership into recruitment, possibly something similar to the recruitment process utilized by the City's Controlled Corporations. They do not have issues with recruiting membership, they do not solicit people to apply to sit on the Board.	Would like the appointment process reviewed, generally.	Has "knocked on doors" to recruit membership.	Issues an Expression of Interest to recruit membership. Ongoing challenge to recruit Board members.
Board Committees	Audit or Finance internal committees tended to be the ones most commonly formed. Seems important to the BIDs to continue to have the ability to form internal committees to tackle specific issues. Mixed comments from BIDs regarding having BID Board members act as representatives on other municipal/civic boards or committees.		Uses ad hoc committees to tackle specific issues. Has a Finance/Audit Committee.	Has a Finance Subcommittee, Downtown Safety Committee (which is new).		Uses ad hoc committees to tackle specific issues and has a standing Finance Committee.	Uses ad hoc committees for specific issues, struggles with audit committee, has event committees.
Regular Meetings	All hold regular meetings on a frequency of 8 to 10 per year. Hiatus seems to occur either during the holiday season or during the summer. Most hold Annual General Meetings (AGM)		Meets monthly, except December, has scheduled meeting dates.	Meets monthly except July and August.	Does not have scheduled meeting dates. They generally meet as necessary and try not to go past 90 days without a meeting.	Meets monthly, has about 8 to 10 meetings per year, takes summer off.	Meets monthly, except December they have an informal social event for the holiday season.
Meeting Procedures	This is an area mandated by provincial legislation. The Cities Act mandates that BIDs must have approved and clearly documented meeting procedures. City Solicitor's Office provided a meeting procedure template for each BID to revise as needed and adopt.	General comments are that all want the flexibility to amend meeting procedures to suit their needs, all want options for attendance at meetings - want the ability to participate via conference call for example. Want clarity regarding voting options. Most allow for email voting for members who cannot attend a meeting and would like the option to keep doing this.	Employs formal meeting procedures - conducts their meetings similar to a City Council meeting - uses consent agenda.	Employs formal meeting procedures - use the template received from the City Solicitor's Office as a guide with some modifications.	Requested insight about how BIDs can appropriately manage Board member nominations from the floor during an AGM.		Meeting procedures not formal, but do vote.
Remuneration		All Board members serve on a volunteer basis without remuneration. Most have adopted policies with respect to expense reimbursement for BID business. Typically authorized by resolution during regular BID business meetings.	Covers expenses from allotted budget.	Follows Council guidelines and does motion to approve expense reimbursement. They do not allow for wage replacement but sometimes allow for meal supplement, there is no honorarium to attend meetings.	Covers expenses through motion passed at a meeting to use budget funds to reimburse.		
Reporting	All BIDs report to City Council through Council's Standing Policy Committee on Finance.		Reports financials annually.	Reports financials annually and on an as required basis such as when a Board member resigns. Takes the opportunity to inform Council and larger community as a whole.	Reports financials annually and reports as required. Raised concern regarding obligation to provide full financial audit for BIDs with revenues of less than \$250,000; suggested review engagement documentation should suffice for 3 - 5 year period and requiring a full financial audit after that time. Suggested a review and adjustment of salary reporting would be prudent.	Reports annually.	Reports annually.
Establishment & Boundary Alteration Process		Most would like to see clear processes outlined with respect to how to establish a BID.	Would like to see increased clarity around how a BID might adjust its boundaries - either to expand or decrease size. There is currently no formal process for this.				
Disestablishment Process	This is an area mandated by provincial legislation. Municipalities must have a procedure that addresses BID dissolution.	Comments from all requested that a clear dissolution process that includes a transition period, for example to address contractual obligations with respect to leases and staff, be included. Comments from all also noted a need for clarity regarding allocation of BID assets following dissolution.					
<b>Identify Areas for Enhanced Governance Opportunities</b>							
Strategic Alignment		Majority of BIDs want to see the role of BIDs clearly outlined and want to see their authority clearly outlined in comparison to City Council's role.	Alignment of their work with City Council's goals is an important aspect of their planning and operations.	Same comment as Broadway.		Same comment as Broadway.	
Accessing Grants & Additional Funding			Raised the issue of fundraising capability. Access to other sources of funding such as grants or sponsorships valuable to help in providing events, programs and services. They typically partner with their community association to access charitable/non-profit funding. Would like further guidance on how to manage access to these types of funding opportunities. Would also like to know about possibility of creating a charitable foundation or establishing a mechanism through the City to access additional funding sources without raising levies.	Budget prioritization important. The current tools available to BIDs are sufficient for BIDs to conduct their business.		Requested clarity as to how and what a BID might use additional funding for beyond what is raised through levies. Requested further insight on how BIDs can align to and leverage funding for capital projects or other activities that are beyond their regular funding scope but of strategic importance to the district or whole City. Regular review of how much levy is appropriate and needed by a BID to conduct business should become part of a regular review process.	
Communicating with the City	Improving/streamlining communication between the BIDs and City Council is a recurring theme. This includes considerations for Board/Council and BID Management/Administration levels.						
<b>Policies/Governing Documents Provided</b>							
			* Governance Policy *Bylaw Number 1				* Code of Ethics * Confidentiality Policy * Reimbursement of Expenses Policy * Conflict of Interest Policy *Bylaw Number 1