

# Board of Management Meeting January 23, 2017 - 4:00 pm

## Minutes

### Board Members in Attendance:

Julio Batres- Cavidia - Chairperson, Tonny Barranca – Sec/Treasurer,  
Lisa Thomas, Amanda McKenzie, Sal DiPietro, Ron Charbonneau, Joe Mrkalj, and  
Phil Ritchie – Conference Call

**Absent:** Jim Diodati,Carolynn Ionnoni, Steve Ichelson

**Staff Present:** Zoran Medak – Event Coordinator  
Richard Gilbert – Project Manager

### Guests:

Karen Stearn, Executive Director, Heart Niagara - COD  
Vladan Stegnjaic, Project Manager, Moonbase - COD  
Bojan Mandic, Marketing Director, Moonbase – COD  
Nikola Crnobrnja, Creative Director, Moonbase - COD

1. Welcome and overview of the Agenda – Julio Batres-Cavidia  
Julio indicated there were guests who would be making presentation(s) on behalf of COD, and suggested the agenda be modified to allow them to proceed.

Resolution: To approve the Agenda as proposed by the Chairperson  
Moved by: Joe Mrkalj                      Seconded by: Sal DiPietro      Carried

### 2. COD Presentation:

- Karen Stearne presented a brief overview of COD's Articles of Incorporation and governance issues pertaining to the organization, and expressed optimism that COD would be enabled to move forward with its mandate to organize Special Events on Queen Street this year and beyond.
- Karen explained that Heart Niagara had relocated to Queen Street in 2016 and that the non-profit organization is thrilled to be part of the Queen Street business family, and is committed to assist where possible to improve the Q.
- Vlad from Moonbase presented an overview of the draft Queen Street layout for the 2017 Springlicious Celebration, and emphasized the inclusive approach being taken by COD to create a successful event this year.
- Proposed Headliner(s): Coleman Hell  
Roy Woods  
City and Color  
Partnership Bands
- Artisan and Culture events during Springlicious and throughout the year
- Designated Vegan Food Area
- Uproar Video Game Play and Demonstration areas "Digital World"
- Jeffro's Community Cook-out
- Brock University: Bio Link and recruitment location for Brock Students
- Taps Stage and Artists
- Cruising the Q Classic Car Show

- COD Legal Structure is currently tied to the BIA and there is interest in it becoming an autonomous and self-sustaining operation
- COD is considering the organization of a joint COD/BIA information session to explain what is happening on the street as an incentive to encourage more businesses to participate.

3. Proposal to BIA from Moonbase:

To design and implement a Digital Marketing Strategy for Downtown Queen Street, in addition to what it is doing with COD, as per presentation Handout.

Resolution: To advance \$20,000 to COD for the BIA's sponsorship of Springlicious for 2017

Moved by: Joe Mrkalj                      Seconded by: Amanda McKenzie                      Carried

Resolution: To delay making a decision to contract with Moonbase to provide the Digital Marketing Program @ \$5,500, until after the next Board meeting, when the 2017 budget will be reviewed and approved.

Moved by: Lisa Thomas                      Seconded by: Joe Mrkalj                      Carried

4. Treasurer's Report – Chair and Tony Barranca

Chair apologized to the Board for not having a summary of the 2016 expenditures, due in part to the fact it was being prepared by the accountant. A summary was presented for January 2017 and a commitment to have summary and proposed 2017 budget ready for the next Board meeting on February 13, 2017

Resolution: To review, discuss and approve the Board's 2017 Budget at its next meeting February 13<sup>th</sup>

Moved by: Lisa Thomas                      Seconded by: Joe Mrkalj                      Carried

5. Independent Contractor Agreement – Julio Batres-Cavidia

Chair explained there were some small changes made in the original agreement, primarily the change in the position name from Office Coordinator to Project Manager. Lisa asked for clarification regarding the terminology Best Effort. Richard indicated that the position was part-time but the list of duties and responsibilities were quite exhaustive, and that he would work on a best effort basis to complete the mandate of the agreement

Resolution: To change the name of the part-time position from Office Coordinator to Project Manager, and approve the Independent Contractors Agreement between the Board of Management and Gilbert & Associates.

Moved by: Sal DiPietro                      Seconded by: Tony Barranca                      Carried

6. Update re law suit: BIA's lawyer is waiting for the plaintiff's lawyer to contact him

7. Amendment of Board's Constitution:

Chair indicated the City would assist in updating the Board's constitution to make it more in alignment with the Municipal Act which oversees BIA's in Ontario.

Resolution: The Board will work together, and with outside resources as required, to amend the Constitution, policies and procedures.

Moved by: Lisa Thomas    Seconded by: Joe Mrkalj    Carried: Phil abstained

8. Project Manager's Report:

In addition to the report included with the Agenda, Richard highlighted several other areas of involvement:

- Meeting with other Niagara BIA's regarding the purchase and installation of Canada 150 banners, and will report back at the next meeting
- Meeting with Business Innovation Centre and Julio to explore the possibility of two events for Downtown:
  - ✓ Business Development Opportunities Showcase
  - ✓ Investment/Development Showcase

This has been done in Baltimore – USA and Belleville and Quinte West in Ontario with various degrees of success. For more info google Explore the Core – Bellville, and Explore the Core – Quinte West.

- Questing on the Q: Richard has prepared a brief overview of the BIA and membership advantages, and will be visiting with each business
- Great potential to establish the Cycling Trail behind City Hall as a Gateway Trail to the hundreds of kilometres of trails in the Niagara region, to be further developed and presented at a future meeting.
- The number one requirement for any downtown rejuvenation is a Strategic Plan, Richard will develop proposal for the next meeting.
- Open discussion with businesses that will be displaced when the Niagara Square is closed.

9. Correspondence was received from the Arts, Culture and Museum Committee to request Niagara BIA's to consider allowing Street Performers (Buskers) to perform on streets in their respective geographic areas.

Action: Defer a response until the next Board Meeting to enable Richard and Julio to explore the request more fully.

10. Discussion took place regarding the confirmation of the Board's decision and resolution to pay \$25,000 to COD to resolve its outstanding debt to Keefer Developments.

Resolution: To pay the \$25,000 to COD as per the resolution the Board passed and approved at its December 9, 2015 meeting, amount to be taken the 2016 budget.

Moved by: Lisa Thomas

Seconded by: Ron Charbonneau

Carried

11. Motion to Adjourn:

Moved by: Tony Barranca

Seconded by: Sal DiPietro

Carried