



BURLINGTON DOWNTOWN

Executive Committee Meeting

DRAFT Meeting Minutes

Wednesday April 8th, 2026

8:00 – 10.00 a.m.

414 Locust Street, 2nd Floor BOARDROOM

Present: Liza Bouchard-Bain (Chair), Thomas Wright (Vice-Chairperson), Stephen Bell (Treasurer) Brian Dean, Executive Director. Jaclyn Jones, Membership & Community Engagement Consultant, Alison Policicchio, Director of Marketing

Meeting Chaired by: Brian Dean

1. Call to Order 8:00 a.m.
 - Quorum confirmed
2. Executive Director Notes:
 - a) Ongoing governance vs. operational concerns:
 - b) Board Director misinformation practices (balancing facts and opinions)
 - c) Decorum (of Board Members and City Appointed Council Liaisons) during staff presentations
 - d) Commitment to respectful dialogue/Independent HR support for staff?

Executive Director explained that a component of his role is to ensure that the Board has proper governance protocols in place. Board's responsibility is to ensure that these protocols are observed and employed during meetings. Further, that Executive Director's role is to assist in identifying instances where Board deliberations have strayed from good governance.

Executive Director shared conclusions of recent post-Board meeting reflections, concluding that staff interactions with Board have been strained (abusive) due to governance lapses. Observed that staff and resources are feeling under-supported and work is being needlessly criticized, including factual misrepresentation of staff's work, by Board Members and City Appointed Council Liaison.



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Executive Director shared examples of interactions from April 1st, 2026, Board meeting (but limited to this meeting):

- Attempts by individual Board Members and City Appointed Council Liaison to direct staff
- Agenda management concerns – introducing new topics and demanding staff respond
- Interruptions to staff and resource presentations by Board Members and City Appointed Council Liaison (including slanderous comments made toward a member of staff during their presentation).
- Discussion of operational issues and topics not listed on approved agenda
- Mis-correction of staff and resources inappropriately by Board Members and City Appointed Council Liaison
- Tabling of misinformation and factually incorrect information presented about staff work and performance by Board Members and City Appointed Council Liaison
- Continuance of the above-stated behaviours, without redress by Executive Committee

Executive Director cited Board-approved policies that could have been employed to address concerns, including Code of Conduct, Harassment policies and Elect Respect pledge.

Executive Director seeking alignment on:

- 1) Consistent expectations for Board Members and City Appointed Council Liaison conduct and redress, particularly in interactions with staff.
- 2) Clear boundaries between governance and operational involvements
- 3) The establishment of a shared approach to ensuring that identified issues are addressed in an objective and timely manner

3. Feedback: Executive + Staff

Staff and Executive discussed specific instances at recent Board meetings. Concluding that proper oversight of Board Members and City Appointed Council Liaison conduct is the responsibility of the Chair and Executive Committee. Noted that there have been lapses in good governance with a pledge to address these issues with the wider Board Members and City Appointed Council Liaison and advance new meeting protocols.



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4. Remedial measures:

Staff and Executive Committee confirmed an immediate need for a clear reset in governance discipline and Board Members and City Appointed Council Liaison conduct.

Action items:

- a) Enactment of a “**Governance Steward**” position. This role will be assumed by the BDBA’s Vice-Chair, T. Wright. The position will assist the Board Chair to ensure that meetings stay focused on strategic governance issues, agendas are completed within the allotted time, and that respectful, positive and productive boardroom dynamics are observed.
- b) Advanced **Board governance training** (June): Executive agreed to re-purpose June 3rd, 2026 regularly scheduled Board meeting for a fully attended governance and training session. Director Bell recommended resource Fay Booker. Executive Director agreed to follow up with Booker & Associates as well as governance contacts suggested by BDBA staff)
- c) **Letter of correction**. Chair Bouchard-Bain agreed to send correspondence to full Board and City Appointed Council Liaison to address and correct issues related to the dissemination of misinformation about the organization's social media performance. Agreement that narrative about BDBA’s social media statistics/analytics was factually incorrect and that BDBA is performing ahead of industry norms for accounts of comparable size. Chair to work with staff to compose correspondence.
- d) **Communication to Council-Appointed Liaison** (from Chair). Content to include Executive agreement that all BDBA Board Directors must support and uphold consensus Board decisions once they have been made, even where there may have been differing views during deliberation. Further, emphasis that for clarity and consistency in governance, project direction to staff of the BDBA is issued by the Board through the Chair, ensuring alignment with Board-approved priorities. Individual directors do not provide unilateral direction to staff

Staff brought concern re: continued role for City Appointed council Liaison’s assistant being the BDBA secretary in meetings. Brian to solicit alternative individual through City Clerk department to replace.

5. Other Business: No other business tabled.



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6. Adjournment: Meeting adjourned at 10.10 a.m.