



BURLINGTON DOWNTOWN

**Board of Management Meeting
Minutes**

Wednesday February 5, 2025

8:00 – 10:30 a.m.

414 Locust Street, 2nd Floor BOARDROOM

Present: L. Bouchard-Bain, B. Wodhams, D. Gray, J. Folch, E. Vine, B. Glazier, N. Gardner, D. Kuchma,
Staff: B. Dean
Regrets: L. Kearns, S. Bell
Guests: S. McQuade

Meeting Chaired by Liza Bouchard-Bain

1. Call to Order 8:00 a.m.
2. Declarations of Conflict of Interest - none
3. Approval of Board minutes: Wednesday December 4, 2024

Motion to **approve the minutes of the December 4th, 2024, Board meeting as presented.**

MOTION: Naiomi
SECONDER: Barry

No comments or amendments

ALL IN FAVOUR

MOTION CARRIES

4. Guest: **Shelley McQuade**, Cypress Strategies
BDBA Strategic Plan 2025: Project Overview
 - Executive Director, B. Dean introduces S. McQuade to outline strategic planning process
 - Two dedicated workshops focused on strategic planning



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- BDBA Board role is one of governance, not operational
- Value analysis – identify what current reality is (objectively verifiable)
- Struggle with scarce resources – identify and focus on what will produce the highest return on investment
- High level analysis – where do we want to go? Where are we now?
- Adapt model – five areas of strategic planning (achieving clarity, drive alignment, access priorities, pinpoint focus, track progress.
- Vision – projects 10 – 20 years out
- Plan future forecast for where you need to be.
- Attention to resource requirements to implement the strategic plan
- Strategy roadmap produced – one page document to share with other stakeholders or use as a board to maintain focus.
- Tracking and measuring tools – quarterly dashboard tool
- Outline of process and implementation
- Frist meeting: 10 Traits of a Groundbreaking Board Session
- Chair outlining potential dates and board availability – preferred date - Monday, February 24th
- Second date to be decided later.

5. Approve: Revised 2025 BDBA Operating Budget

B. Dean

- Review of steps to have budget approved by council
- COB finance department has received the budget and provided feedback
- Request from finance - extraordinary expense – move to general portfolio
- Supplemental revenues
 - reduced to \$15,000 (a more prudent estimate)
 - remainder \$6,870 reflected under Contribution from Reserve Fund (less impact on overall levy)
- Overall budget remains the same
- Approval needed to approve updated budget

Motion to approve the revised 2025 operating budget as directed by City of Burlington Finance Department.

MOTION: Elliot
SECONDER: Bill

No comments or amendments

ALL IN FAVOUR

MOTION CARRIES



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6. Resignation: Director Ali Ucar

Chair

Board referred to ITEM #6 in the Board package

- Director Ali Ucar resigned from the Board on Wednesday January 8th, 2025
- His resignation was in the form of a text to Chair L. Bouchard-Bain
- The Executive Committee agreed that a text resignation was not sufficient documentation
- Brian was directed to follow up to confirm his intentions
- Item #6 is an excerpt of his written confirmation to resign, sent on January 10, 2025

To complete this process a motion to approve required by the Board of Directors.

Motion to approve **the resignation from the BDBA Board of Directors from Ali Ucar; effective February 5th, 2025.**

MOTION: Dareen

SECONDER: Dale

No comments or amendments

ALL IN FAVOUR

MOTION CARRIES

7. Next steps: Board Director vacancy + Term Limits

B. Dean

Board referred to ITEM #7 in the Board packages: Board of Directors' Vacancy + Term Limits Discussion

The work of the Board today is to inform you of the plan to have mid-term discussions with specific Board Directors and to approve a direction to deal with the present Board vacancy

- Term limits and succession plan
- Common to have a 4-year term with an option for a second 4-year term
- Input needed – option to fill Ali's seat to spring of 2029 or leave it vacant
- Options
 - No recruitment



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- Board recruitment based on candidates responding to notification of vacancies through AGM
- Identify and recruit a member to fill the vacant seat, to the end of director Ucar's tenure (spring 2029)
- Executive succession: no identified Board Chair or Treasurer for spring 2026
- Chair – has anyone put their hand up to join the board?
- Short list of people to approach as potential members could be provided by ED
- Chair looking for suggestions on who what skills or experience is required
- Suggestion to fill vacant position right away and open up to membership for future succession
- Determine what balance is required for diverse representation
- Create internal scale to identify importance of representation

Motion to **fill immediate vacancy through recruitment if possible and announce future vacancies with call for directors at the Annual General Meeting.**

MOTION: Dareen

SECONDER: Dale

NO COMMENTS OR AMENDMENTS

ALL IN FAVOUR

MOTION CARRIES

8. BDBA Policies & Procedures:

Chair & B. Dean

Chair predicts that this year there will be a heavy focus on policy development. The Executive Director and I have started discussions with the City Clerk to build and approve policies that meet the standards of The Municipal Act

Staff are offering their expert opinions on new and revised policies to help guide the work of the BDBA

Our role as Board Directors is to stay “out of the weeds” and focus instead on the overall effects of new policies



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Executive Director, B. Dean introduces the policies:

- Draft policy – Use of Corporate Resources for Conference & Travel-Related Expenses
 - Policy outlined in agenda
- Suggested changes through discussion
 - Vague on accommodations – what level of accommodation is acceptable?
 - Conferences often have recommended accommodations
 - Cap or style of hotel or accommodation has not been outlined in the past
 - Suggestion that employee cannot use their own Air B&B and charge for it
 - Reasonable and affordable accommodations and dining
 - Dining specifications – are there ceilings/caps?
 - No alcohol
 - Stipend is limited, employee to cover anything above set limitations.

Updated wording: If delegates choose alternative accommodations they should look to the conference rate of accommodation as the standard.

Motion to approve the policy as amended, regarding rates for alternative accommodations.

MOTION: Dale

SECONDER: Naomi

ALL IN FAVOUR

MOTION CARRIES

- Social Media Digital Policy -prepared and written A. Policicchio (Director of Marketing)
 - Policy is reviewed annually
 - Proposed changes
 - BDDBA exists to market the downtown experience
 - Updated wording outlines what the BDDBA is required and not required to engage on social media
 - Updates presented by the Executive Director and outlined in agenda
 - Discussion about finding balance with social media tactics



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Policy to outline the BDBA mandate and the principles of the policy and summarize the highlighted wording to a few bullet points for easier readability

Motion to pass with amendments

MOTION: Dareen
SECONDER: Barry

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MOTION CARRIES

- In-Person Board Meeting Policy (UPDATE)
 - Current policy – all meetings for the BDBA will be in person.
 - Discussion around adopting hybrid or zoom model for meetings
 - Policy stands

Motion to approved wording “All meetings of the BDBA Board of Directors will now be in-person”

MOTION: Julie
SECONDER: Dareen

ALL IN FAVOUR

MOTION CARRIED

9. Feedback: Board Governance Training Wednesday January 8th

Chair

Board directed to Board package to view the slides from the January Governance Session

Staff has also shared a link to the video recording of the session

open session: Chair calls for comments/concerns/learnings from the governance session for discussion.



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- Consensus - three hours was too long, and presentation was repetitive.
- Suggestion that the presentation could have been delivered as part of regular meeting as an overview in a short presentation
- Good segue into strategic plan with Shelley

10. Other Business:

Call for New Business

- Business mix at Toast on Monday
- No new business

11. Next Meetings:

- a) Board: Strategic Plan Workshop I (TBA)
- b) AGM-online-Wednesday March 5th (8.30 a.m.)

12. Adjournment: 9:57 am