

March 3, 2022

A01 – BIA Constitution and By-laws

Downtown Barrie BIA
93 Dunlop Street East, Unit 102
Barrie, ON L4M 1A8
Attention: Colin Hassey, Governance Committee Chair and Kristen Eatch, Project Manager

Dear Colin and Kristen:

Reference: Downtown Barrie BIA Constitution and By-laws

The purpose of this letter is to provide a written follow up to our conversation on March 1, 2022 concerning City's staff's review of the Downtown Barrie BIA Constitution and By-laws. As discussed during our most recent meeting with BIA representatives, City staff have reviewed various draft versions and provided comments to both BIA staff/Officers and its legal counsel related to the BIA's Constitution and by-laws several times over the past six months.

Most recently, written comments were provided in early January on versions that City staff were advised, had already been approved by the Board. Further to our discussion yesterday, City staff are of the opinion that there are a few minor wording changes that would be required before it could recommend to City Council approval of these documents.

The following minor wording changes are recommended to further clarify the intent of the provisions:

Constitution

- Article 3.13, 3rd sentence- deleting the word "members" and replacing it with "Directors", as it is staff's understanding that the correct reference is to Directors
- Article 4.9, last sentence - deleting the word "member" and replacing it with "Director", as it is staff's understanding that the correct reference is to a Director
- Article 6.12, 1st sentence deleting "removed" and "replaced with "recommended for removal", to clarify the final decision for the removal of a Director is vested with the appointing body, Barrie City Council
- Article 9.1, based on the provisions within the Financial Policy By-law, staff believe that the words "unless otherwise specified in the Financial Policy By-law" should be added to the sentence. Without this wording the references in the Financial Policy By-law and 9.1 of the Constitution appear to conflict
- Article 13.1, 2nd sentence – remove the words "the City Clerk's Office" and replace with a reference to the BIA's own archival storage. Once the City receives records, they become subject to the City's records retention by-law, which is likely to conflict with the Downtown Barrie BIA's records retention policy given the additional requirements for a municipality.

Financial Policy By-law

- Article 4 of I Donations and Sponsorships – deleting the word “charitable” and replacing it with “donation” in the last part of the sentence that should read “if it is to qualify for a donation receipt”.

Rules of Procedure and Order of Proceedings By-law

- Section A Rules of Procedure – deleting the word “Governance” and replacing it with “Procedural” and adding “(unless otherwise specified in the Rules of Procedure and Order of Proceedings By-law), as there are provisions within the Constitution and By-law that differ with the City’s Procedural By-law and could create a conflict.
- Section B Virtual meetings – adding the words “subject to provincial enabling legislation,” after the words “Board of Management meetings may,” if it was not already included as the authority for virtual meetings of Council, Committees and Local Board may be amended by the Province of Ontario.

Both documents appear to have a date of passage that would need to be updated to reflect the proper date.

In addition, staff noted that a few of the Financial Policy By-law provisions might not be clear, have possible differing interpretations or be challenging for a small organization to implement. It is difficult for City staff to know how effective or clear these are for BIA employees and/or the Board as City staff don’t have knowledge of the BIA’s specific processes. City staff are of the opinion that the BIA may find it needs to further clarify provisions if it experiences challenges with differing interpretations of provisions and/or the provisions are challenging to implement due to the size of the organization.

Should you have any questions regarding the comments provided in this correspondence, please contact the undersigned at 705-739-4220 ext. 4421.

Sincerely,



Dawn McAlpine
General Manager of Community and Corporate Services