

Downtown Tillsonburg Business Improvement Area

MINUTES - MEETING AGENDA

February 25th, 2026 – 7:30 a.m.

7:30 a.m. 10-164 Broadway, Tillsonburg Web link - <https://us02web.zoom.us/j/4147170612>

1. CALL TO ORDER – 7:30 a.m.

Quorum: Yes, 8 of 9

Members present: M. Bossy, B. Parsons, M. Tedesco, W. Cameron, D. Tosto, J. Young, B. Thompson, E. Odorjan (left at 8:20 a.m.)

Members absent: K. Englander

Town staff present: C. Panschow (left at 8:50 a.m.)

BIA staff present: M. Renaud, V. Fortner

2. MOTION TO ADOPT THE AGENDA AS AMENDED

Moved by: W. Cameron Seconded by: B. Parsons

THAT the agenda as prepared for the DTBIA Board of Management meeting of February 25th, 2026, hereby be adopted.

CARRIED

3. DISCLOSURE OF PECUNIARY INTEREST

NONE DECLARED

4. ADOPTION OF THE MINUTES

Moved by: E. Odorjan Seconded by: B. Thompson

THAT the minutes as prepared for the DTBIA Board of Management Special Meetings of October 9th, 2025; October 20th, 2025; and the regular meeting of January 25th, 2026, hereby be adopted.

CARRIED

5. CLOSED SESSION

6. STAFF REPORTS

6.1 MARKETING REPORT AND UPDATE

The Marketing Lead will present the monthly report including a review of the Valentine's Tillsonburg Town Centre Mall activation from February 13th; the planning for the 3rd Annual Pub Shammy event and update on the planning of the 2026 TurtleFest.

Action item(s)/next steps:

1) The Board of Management asked staff that all expenses for TurtleFest be accurately tracked and reported on a regular basis.

6.2 EXECUTIVE DIRECTOR REPORTS AND UPDATE

6.2.1 BIA TRUCK LEASE RENEWAL

Please see the attached report outlining the cost analysis and recommendation regarding replacement of the BIA maintenance vehicle.

MOTION

Moved by: E. Odorjan Seconded by: D. Tosto

THAT the report outlining the cost analysis and recommendation regarding the BIA maintenance vehicle be received as information and that Option "3" be approved.

CARRIED

Action item(s)/next steps:

- 1) Board members commented on the truck sponsorship policy which has yet to be approved. The ED will provide the board with a draft policy related to the details associated therein such as duration, sizes where applicable, etc.
- 2) Staff will plan for the return of the existing truck and pick-up the new truck as per the approved resolution.
- 3) Staff will minimize the transition costs by removing the BackRack by staff.

6.2.2 TURTLEFEST

The MOU document needs to be updated for the 2026 festival year. Staff recommends that revisions be made to the document to address the cost-share split between the parties. It is acknowledged that BIA member businesses derive a direct benefit from the event given the location of the block party, opening ceremonies and other activities are primarily operated in the BIA zone area. Revenues for the festival are tracking to the previous year with 2 sponsors contributing less than 2025 – one being the Town of Tillsonburg. The number of vendor forms submitted has tripled vs. the same time in 2025. There are many sponsorship connections to be followed up on. One notable change is a fee associated with BIA members for vendor booths which is 50% of the regular cost and will help overall income. Expense outlook: the TOC takes on no additional costs without there being a sponsor. The BIA team believes there is a great deal of upside for the top line revenues given the positive impacts and cache that has developed over the past 2 events. The board should also provide direction on the final invoice to be submitted to the committee for reimbursement. Staff feels that a 50/50 cost share of all TOC related expenses is the minimum acceptable reimbursement level. Action item(s): The board had a lengthy discussion regarding 2025's expenses and those expenses going forward. The ED highlighted that the TOC revenues and expenses were included in the BIA's budget for 2025 and 2026 and therefore the responsibility for oversight and liability rests with the BIA. The ED reviewed the cost spreadsheet for 2025 related to BIA expenses incurred because of the contributions to the festival. The board determined that a 50/50 cost share for the prior year's festival was

reasonable. The ED also explained the BIA membership derives a direct benefit from TurtleFest as much of the event including Block Party are in the BIA zone with the members receiving the positive impacts.

MOTION

Moved by: E. Odorjan

Seconded by: B. Parsons

THAT the Board of Management hereby authorizes the ED to invoice the TurtleFest Organizing Committee for \$18,436.71.

CARRIED

7.0 FINANCE

7.1.1 2025 FINANCIAL AUDIT

The workplan is in place with staff assigned to the tasks at hand. The workflow will see the audit wrapped up by the 3rd week in March to meet the town's deadline in April. The bookkeeper and staff have experienced issues with QBO whereas some transactions were processed however do not show up after the fact resulting in additional entries necessary to reconcile correctly. Additionally, there were continuing issues with opening and closing balances not being accurate from prior years. The auditor has been made aware and staff at Millard's will aid as necessary as confirmed with Whitney Deane.

There were no action items.

7.1.2 FEBRUARY 2026 FINANCIAL UPDATE AMENDED TO INCLUDE POINTS FROM VICE-CHAIR PARSONS

It is forecasted that there will be a surplus of \$6,679 +/- for the current month. This does not include wage subsidy reimbursements which always trail actual incurred costs. There are no unforeseen expenses during the month.

Please also see the cash flow analysis report immediately following this item.

Effective January 1st, 2026, and as per board direction, all 2026 TurtleFest revenues are being recorded to a TOC designated bank account and separate from general BIA funds. As per discussions with the Treasurer, once the 2025 audit is completed, the remaining TOC funds from prior years will be transferred

to the TOC designated bank account. The board will recall that the TOC revenue and expenses are an approved component of the BIA budget and operations. The TOC recoverable public sector HST rebate is expected to be +/- \$4,700 which will also be transferred to the TOC bank account upon receipt by the town.

Amended items:

Board Member Parsons requested an update on outstanding legal payables. The Treasurer, Executive Director, and bookkeeper will review the accounting system entries, make necessary corrections, and prepare a new cheque to settle all remaining payments. Additionally, there was discussion about conducting regular reviews of the bank and credit card statements. The Executive Director explained that accounting entries and reconciliations are handled by different individuals, including the bookkeeper and a co-op student, with oversight provided by the Treasurer. Spot audits do occur in the regular course of business. Improvements have been measurable to the uploading of digital items for all items posted to QBO.

7.1.3 FEBRUARY CASH FLOW ANALYSIS REPORT

Staff have prepared the attached report outlining the status of various cash flow items. Typically, the first quarter sees the largest impacts from the delay in recovery of full-year 2025 items such as the HST public sector rebate. Staff are also working with the audit team on a review of TurtleFest transactions to ensure accuracy of departmental reporting and responsibility for costs. Timeliness of accounts payable will improve over time and as cash-flow increases as per the approved tax levy and MOU payments for FY2026. The board should consider additional measures with respect to financial management given the structural of cash-flows which are problematic in ensuring that all obligations are paid on time. The final 3-year payment on the Miconex Downtown Gift Card program was made in 2025 and there are now only the recurring monthly fees.

Action item(s)/next steps:

- 1) Chair Bossy to address town payment timing to the BIA with Mayor Gilvesy at their next meeting.
- 2) Staff will record daily time tracking for all TOC items and will regularly present these to the TOC and board at regular meetings, (ongoing).

7.1.4 UPDATED DEBT PAYMENT REPORTING

Staff has updated the debt payment tracking report and is provided as an FYI. The DTBIA will have \$18,003 in FY2026 debt payments followed by \$12,160 in FY2027 and \$11,784 in FY2028. Effective January 1st, 2029; the DTBIA will debt-free. It is the current policy of the board to continue with self-funding of operations and capital with no need for debt placement in the immediate term.

There were no action items.

8. GOVERNANCE + HUMAN RESOURCES

8.1.1 ONBOARDING OF NEW BOARD MEMBERS

The ED met with the new Secretary to review the Secretary job description. The next imperative is meeting with the 2 new board members to finish hold a detailed orientation session to includes:

1. Review of governance documents including constitution.
2. Review of Municipal Act.
3. Review of team handbook and onboarding for staff.
4. Review of board job descriptions.
5. Review of meeting calendar.
6. Municipal reporting requirements.
7. Annual budget and business plan process.
8. Review of code of conduct.

*Other items as may come up during the orientation process and not limited to the above.

Action item(s)/next steps:

- 1) Chair Bossy would like to attend the orientation sessions for D. Tosto, J. Young and K. Englander to be scheduled prior to the March 2026 Board of Management meeting.
- 2) Staff will coordinate a meeting date with the three new board members and Chair Bossy.

For item 2; the meeting for the new board member orientation has been scheduled for March 11th, 2026, at 2:30 pm in the BIA boardroom.

8.1.2 STAFF ENGAGEMENT + MEETINGS

The team has scheduled regular staff meetings with applicable sign-off sheets for content and all requisite training. The HR Committee has several outstanding items that need to be completed so that the policies are presented back to the full BOM for approval before implementation.

The forms are designed with 2 acknowledgement options as follows:

A – “I understand the training and concepts discussed at today’s meeting”

or

B – “I require further training and/or coaching”.

Formal meetings are to be held quarterly with daily and weekly check-ins as needed. Formal follow-up meetings with the Job Development team from the Tillsonburg Multi-Service Centre are held weekly via email, telephone and/or in person. The board will recall that a substantial portion of our staffing compliment has originated from the Employment Ontario Program and as such, a strong relationship with the Tillsonburg Multi-Service Centre is necessary for the efficacy and effectiveness of the program. The staff bulletin board and staff area includes various important memos including those required under provincial labour, health & safety legislation and are updated on a regular basis. There is also a posting and memo outlining a statement of our “open door” policy with a formal internal complaint handling process.

Action item(s)/next steps:

- 1) Staff will report to the board on the scheduling and completion of all team meetings.
- 2) Staff will catalog meeting agendas, minutes and sign-off sheets in one binder for potential review and reference of the board’s HR Subcommittee.

8.1.3 DTBIA STRATEGIC PLAN

The strategic plan process which commenced in summer of 2024 was postponed due to prioritization by the board of emergent issues. To this end, Chair Bossy and the ED received previous direction at the January BOM meeting to continue with the process. Chair Bossy will hand out a document to be completed and

submitted back to the ED by all BOM members which asks each of you about the strengths, weaknesses, opportunities and threats facing the organization in present terms. This analysis will be inculcated in the Strat-plan for review with the board by the end of Q2-2026.

Action item(s)/next steps:

- 1) Chair Bossy handed out the SWOT analysis sheets that are to be completed.
- 2) Board members and staff are to be completed and submit the completed form no later than March 15th, 2026.
- 3) Chair Bossy and ED to undertake work on the Strat-plan and bring updates to subsequent future meetings.

9. INFORMATION ITEMS

9.1 TREIM REPORT – MINISTRY OF TOURISM, GAMING & CULTURE

The economic impact report for the 2025 TurtleFest event is attached as an FYI for the board – particularly with respect to the newly appointed members.

This analysis provided a clear rationale for the DTBIA being a lead and foundational partner of the TurtleFest annual event.

Action item(s)/next steps:

- 1) Board members to review the report to familiarize themselves with the positive impacts of the festival.

9.2 OXFORD COUNTY 2024 MASTER TRANSPORTATION PLAN

Link for review by the Board of Management:

https://webresources.oxfordcounty.ca/documents/OC_2024TransportationMasterPlan_FinalReport_Compiled_AODA_June2024.pdf

An important and detailed document guiding actions and tactics by various levels of government in the County of Oxford.

The lack of a transit connection to Ingersoll and Woodstock is a considerable and important barrier to our economic development.

Action item(s)/next steps:

- 1) The ED asked the board to review the document.
- 2) The ED will circle back at the next meeting to review feedback and comments from the board.
- 3) The board should consider a resolution to be forwarded to the requisite government agency/body.

9.3 UNIVERSITY OF WISCONSIN – BUSINESS IMPROVEMENT DISTRICT: ZOOM RECORDING

<https://youtu.be/5xXQ-7nkmrw?si=-w4jw0KWfBeNlvg>

Provided as an FYI – this is a detailed, relevant and appropriate demonstration – particularly the case study from Ithaca, New York with reference to the important of strategic planning, visioning and long-term planning for the success of a small urban area.

The ED briefly spoke about this item with reference to the upcoming Strat-plan process.

Action item(s)/next steps:

- 1) Board members and staff to watch the full video.
- 2) Chair Bossy and the ED will use the learnings from the Zoom recording for the purposes of reference with respect to constructing the Strat-plan.

10. RESOLUTIONS/RESOLUTIONS RESULTING FROM CLOSED SESSION

11. CONSIDERATION OF MINUTES

12. MOTIONS/NOTICE OF MOTIONS

13. BY-LAWS/RESOLUTIONS

14. TO CONFIRM PROCEEDINGS RESOLUTION

14.1 CONFIRMING RESOLUTION

Moved By: B. Thompson

Seconded By: J. Young

THAT resolution 2026-02-01 to Confirm the Proceedings of the Board Meeting held on February 25th, 2026, be read for a first, second, third and final reading and the Chair and Executive Director, hereby be authorized to sign the same, and place the corporate seal thereunto.

CARRIED

15. ITEMS OF PUBLIC INTEREST/ROUNDTABLE

16. ADJOURNMENT

Moved By: M. Tedesco

Seconded By: W. Cameron

THAT the Board of Management meeting of February 25th, 2026, hereby be adjourned at 8:59 a.m.

CARRIED