

## AGENDA as amended - Board of Management Meeting

Wednesday, January 29<sup>th</sup>, 2025

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

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1. **MOTION TO ADOPT AMENDED THE AGENDA** – amended to change the order of proceedings and to provide for a possible action item resulting from the Closed Session.

Moved by: M. Bossy

Seconded by: E. Odorjan

THAT the agenda as amended, for the Board of Management meeting of January 29<sup>th</sup>, 2025, hereby be approved.

2. **DISCLOSURE OF PECUNIARY INTEREST**

3. **ADOPTION OF MINUTES**

### **MOTION**

Moved by: E. Odorjan

Seconded by: W. Cameron

THAT the minutes as prepared for the Board of Management meetings of November 27<sup>th</sup>, 2024; and January 16<sup>th</sup>, 2025; hereby be approved.

4. **CLOSED SESSION**

### **MOTION**

Moved by: W. Cameron

Seconded by: M. Bossy

THAT the Board of Management moves into Closed Session for the purposes of:

### **239 (2)(b) Personal matters about identifiable individuals**

Board of Management consideration of Closed Session minutes including board member discussions regarding same.

RETURN TO OPEN SESSION AT \_\_\_\_\_ a.m.

## 5. STAFF REPORTS

### 5.1.1 FAÇADE IMPROVEMENT PROGRAM

The ED attended a special FIP committee meeting which was held on January 16<sup>th</sup>, 2025. The committee essentially referred the matter back to the board for resolution and there was a general concurrence from the FIP committee that the board decides what amount should be paid. For board information, historically, the board has always had a seat on the FIP committee for representation purposes. During the past couple of years, the board appointee has not attended any of the meetings. This places the BIA in a difficult position particularly when it comes time to voting including approval(s) on all FIP-related matters.

77 Broadway: None of the deficiencies identified in the November inspection have been addressed. The most significant of these are the long siding panels where water/moisture is entering in the gaps. The installed product shrinks in colder temperatures resulting in this issue. There are additional deficiencies which have not been rectified. As per previous board discussions, the only leverage that the BIA has to ensure compliance is to withhold payment(s) until such a time that the works are fully completed and as per the BOM-approved renderings. With other past projects, partial payments resulted in deficiencies never being addressed, corrected, completed or otherwise remediated.

The Chair of the FIP committee suggested that the BIA BOM determines if it is necessary to continue the program, that the program be modified, or other such recommendations of what the BIA feels is necessary regarding the FIP in general terms. The ED believes that the program should continue however there are no funds contributed to the FIP for fiscal years 2024 and 2025 and the residual restricted fund balance will be approximately \$265, when the projects, (4), that are currently in the pipeline are completed and the allocated funds are fully released.

#### Recommendations:

- 1) No new applications to the FIP will be accepted until additional funding is provided by both the BIA and Town of Tillsonburg as per the above. The approved budgets for FY2024 and FY2025 reallocates a transfer from the restricted funds to the general fund as follows:
  - a. FY2024 - \$46,097
  - b. FY2025 - \$69,855
- 2) That the 4 approved projects be funded subject to the inspections and the oversight process, as follows:
  - a. 17-21 Brock Street East; (rear painting);

- b. 77 Broadway; (3 project segments);
  - c. 18-24 Oxford Street; (front and alley project segments – 3);
  - d. 18 Harvey Street; (multiple improvements including deck/paint/repainting of brick);
- 3) 77 Broadway – the BOM should determine an amount to be paid subject to the concerns previously expressed about the project being incomplete, with none of the identified deficiencies being corrected to date and the rear building is not completed as per the BOM-approved renderings.
- 4) The ED and Chief Building Official attended 18-24 Oxford Street for the FIP works inspection on Friday, January 17<sup>th</sup>. The inspection was not completed and there were no “signoffs” due to the magnitude and number of outstanding issues including the absence of the goose neck lighting on Oxford Street and 2 fully rotted windows on the alley side of the building facing Starbucks. The CBO committed to a discussion with the applicant to follow-up. No action is necessary by the BOM currently.
- 5) That the BOM further determines the future direction of the FIP including funding, processes, eligible items, etc.
- 6) That a replacement board member be appointed to the FIP committee forthwith.

## MOTION

Moved by: C. Heutinck

Seconded by: A. Biggar

THAT the FIP update be received as information and that the BOM establishes a new sub-committee to review the FIP in general terms and to assess all of the current issues including consideration for payments outstanding with resolution by the end of Q2-2025.

Note: The ED has met with Treasurer on several occasions to review the status of the projects and the payments due.

### 5.1.2 UPDATE ON THE BIA ZONE EXPANSION PROCESS AND TIMELINES

Awaiting a further update from the Clerk’s Department and no action is required by the Board of Management currently.

### 5.1.3 COWORKING SPACE UPDATE

The space is full and there will be some upcoming changes. Some of the existing tenants will be moving within the existing space to accommodate expansion of the bridal store. There are 2 other tenants that we are working with to find suitable space.

There is not enough onsite storage for all the various BIA assets including capital items. Staff is researching solutions as the current in-unit storage issues are affecting efficient operations and interfere with a professional office environment.

#### **5.1.4 TURTLEFEST**

Planning is well underway with the timelines and action plan coming together. There is a very active sponsorship committee which is pounding the pavement. Exterior funding applications are in process or have been submitted awaiting a response. There are considerations for providing exclusivity to Shaw's Ice Cream and others that are under discussion.

The Town of Tillsonburg Special Event application will be submitted by January 31<sup>st</sup>, 2025. Vendor forms are now live on the turtlefest.ca website and we are already receiving completed vendor forms and E-transfers

#### **5.1.5 CAPITAL AND OPERATIONAL WORKS UPDATE**

On Wednesday, December 11<sup>th</sup>, 2024; the ED was informed by the contractor that suitable soil was not available for the tree plantings and the Dawyck beech trees were not available as was determined to be the most suitable specimen for each of the 10 bunkers requiring new trees. 30% of the cost of these works is covered by the R.E.D. program and \$2,500 from Community Futures Oxford. These works will now not be completed until Spring 2025.

There were additional crystal snowflake lights which needed repairs, were dropped off at Classic Displays in Mississauga. Members may notice that there are 3 lights missing on Oxford Street between Tillson Avenue and Harvey Street on the north side. Once repaired, these lights will be installed by the Tillsonburg Hydro Inc. team.

Due to availability issues of engineered soil and plant/tree specimens, the Harvey Street project will be deferred for completion in 2025.

The poisonous, decayed and dying Ginko trees were removed on December 13<sup>th</sup>, 2024.

#### **MOTION**

Moved by: M. Gleeson

Seconded by: B. Thompson

THAT the staff reports be received as information.

### **6. PUBLIC MEETINGS**

## 7. FINANCE

### 7.1.1 DECEMBER 2024 INCOME STATEMENT

The income statement shows a net profit of \$7,991. Labour schedules were reduced as there are lower maintenance requirements experienced during the winter period. The offices were closed for approximately 2 weeks with minimal on-street ambassadorial supports. Significant expenses this month relate to debt principal payments of \$10,681.22 and additional interest expenses of \$1,386.36. There are 8 payments remaining for the streetlight debenture and 3 payments remaining for the capital loan. The only other significant and non-recurring expense for the month were the costs associated with the AGM – hall rental and meal of \$2,631.64. All other expenses were well controlled and as expected.

### 7.1.2 JANUARY 2025 PRELIMINARY INCOME STATEMENT

Expenses were well controlled in January with a reported, (preliminary), profit of \$5,619 and there was one capital expenditure related to the tree canopy project which will be moved to FY2024 since that is when work was completed. 30% of this expense is subject to reimbursement from the OMAFRA R.E.D program funding previously approved.

The inclement and bitter cold weather resulted in schedules being significantly reduced. Some additional labour costs were incurred because of the millwright work plan which includes creation of plywood cut-outs for Valentine's Day, assisting with storage management and preparations for Easter-themed egg cut-outs as part of our public art initiative.

## MOTION

Moved by: A. Biggar

Seconded by: E. Odorjan

THAT the income statements from December 2024 and January 2025 be received as information.

### 7.1.2 FEBRUARY 2025 FORECAST

It is forecasted that financial results will meet expectations. There will be expenses, when approved by the BOM, for the FIP program which will be allocated accordingly and as per the revised forecast and business plans and recommendation contained elsewhere in this agenda.

### 7.1.3 GIFT CARD WALLET FUNDING

An additional \$5,000 was added to the People's Trust bank account which is where the cards are activated from.

Management oversees the wallet balance and allows for the timing of transfers to the wallet from our bank accounts.

### 7.1.4 YEAR-END, CASH-FLOW, MISCELLANEOUS

Actions are in place to close-off year end 2024. The postal disruption continues to factor into receipt of monies outstanding. The specific items with cash-flows are as follows:

- 1) OMAFRA R.E.D. funding – approximately \$8,000 +/- . All related invoices along with the cashed cheque images must be uploaded to the R.E.D portal for review and payment. Status: in process.
- 2) HST - approximately an \$8,500 credit for FY2024 purchases subject to the Public Sector Rebate (01/01/2024-12/31/2024). The bank reconciliations must be completed to ensure accuracy. Status: In process.
- 3) December invoices have been sent, awaiting payment(s). Status: In process.
- 4) Receivables: There is one longer term receivable that we are following up on. Status: In process.
- 5) All coworking tenants now pay via E-transfer and there are no outstanding coworking tenant payments – all are current. As of January 1<sup>st</sup>, there are 5 coworking tenants with \$1,785 of monthly fees paid. This amount will increase over time as the new coworking tenant agreements come into effect later in FY2025.

## 8. PLANNING REPORTS

## 9. DEPUTATION(S) ON COMMITTEE REPORTS

## 10. INFORMATION ITEMS

### 10.1.1 BUSINESS LISTINGS – OPENS, CLOSING + CHANGES

<u>Location:</u>	<u>Old business:</u>	<u>New business</u>
18 Oxford Street	Tillsonburg Hobby Central	Rosso's Barber Shop
71 Broadway	Loading Screen	Sacred Spells *Opened Friday, December 13 <sup>th</sup> .
200 Broadway	n/a – mall kiosk Ardene (current) Magicuts Lady's a Champ	Just Cozy Ardene (large expansion) Ardene (large expansion) Unit 1 – Stacked Pancakes Unit 2 – Magicuts relocation
147 Broadway	The Salvation Army Hub	Dande Collective
77 Broadway	Radio station	Tech Willow
169 Broadway	Absolute Respiratory	Cloud Nine Beauty Salon
20 Oxford Street	Chamber of Commerce	Tillsonburg Hobby Central
85 Broadway	Roka Billiards + Games	Ann's Clothesline
17 Brock St. East	Vacant	Shades 3 Window Fashions

## 10. HUMAN RESOURCES

## 11. MARKETING

### 11.1.1 MARKETING UPDATE

The 2025 marketing plan including events and activations is attached.

## 12. GOVERNANCE

Pursuant to the constitution, the Board of Management must hold elections for a new Executive Committee. The ED will act as Clerk for this portion of the meeting. The Clerk will call for nominations for each of the following positions:

Chair – Vice Chair – Secretary – Treasurer

If there is more than one nomination for each of the 4 positions, an election will be conducted. Any single nomination is deemed to be an acclamation upon confirmation that the individual being nominated will accept the nomination.

**MOTION**

Moved by: B. Thompson

Seconded by: A. Biggar

THAT the following board members be appointed as the new Executive Committee, (EC), to serve until January 2026 as follows:

Chair - \_\_\_\_\_ Vice-Chair - \_\_\_\_\_

Secretary - \_\_\_\_\_ Treasurer - \_\_\_\_\_

**16. CONSIDERATION OF MINUTES**

**17. MOTIONS/NOTICE OF MOTIONS**

**18. RESOLUTIONS/RESOLUTIONS RESULTING FROM CLOSED SESSION**

**MOTION (if needed)**

**19. BY-LAWS/RESOLUTIONS**

**20. TO CONFIRM PROCEEDINGS RESOLUTION**

Moved By: E. Odorjan

Seconded By: W. Cameron

THAT resolution 2025-011-B to Confirm the Proceedings of the Board Meeting held on January 29th, 2025, 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.

**20.1 CONFIRMING RESOLUTION 2025-011-B; – Meeting of 01/29/2025.**

**21. ITEMS OF PUBLIC INTEREST/ROUNDTABLE**

**22. ADJOURNMENT**

Moved by: E. Odorjan

Seconded by: A. Biggar

THAT the Board meeting of January 29th, 2025, hereby be adjourned at \_\_\_\_\_ a.m.