**BOARD OF DIRECTORS AUDIT E-VOTE**

**Thursday May 28, 2024 - 12:00pm-1:15pm**

**TEAMS MEETING**

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| **Time** | **Item** |
| 12:00pm-12:01pm | 1. **Call to Order**

**MOTION:****Motion to call to order at 12:02pm****Moved by:** Drew Dobson**Seconded:** Catherine Bourque**CARRIED** |
| 12:01pm-12:02pm | 1. **Declaration of pecuniary interests**

Kelly Weiss declares a perceived conflict of interest as she has been hired by VBIA to assist with web and graphic design work. She states: “I want to ensure transparency and of course will adhere to our ethical standards and will conduct myself and my work in the best interest of the organization”Discussion:* This is a 2nd business for Kelly and is not related to Bibi’s for which she sits on the Board.
* VBIA favours hiring local to VBIA businesses.
* Kelly Weiss is very qualified and understands our brand well
* The contract is less than $5,000 and Kelly was not involved in the discussions or decision on whether to hire her.
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| 12:02pm-12:05pm | 1. **Adoption of Minutes:**
* Meeting on March 28 2024
* Special Meeting on May 3rd 2024

**MOTION:****Motion to accept the minutes for the March 28th and May 3rd meetings** **Moved by:** Drew Dobson**Seconded:** Mathieu Mault**CARRIED** |
| 12:05pm-12:10pm | 1. **Treasurer’s Report**

(moved up to accommodate time concern)* 1. States that monthly expenses are up to date, some invoices submitted have not yet been reflected in financials
	2. As per board policy reports that 6 invoices from Feb and 7 invoices from March were delayed in being processed due to ED sick leave.
	3. Reminds board that a new Treasurer needed, asked for applicants and recommendations.
	4. States also that the ED Performance and Compensation committee will need to provide Treasurer with costs of ne salary and any other legal fees so that he and ED can recommend where to move funds from in the budget. Chair reminds Board that budgets must be reapproved when and if budgeted amounts might be exceeded
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| 12:10pm-12:15pm | 1. **Chair’s Report**
* Chair discusses importance of Board recruitment.
* ED mentioned ideas on possible new board members.
* Mathieu Mault asked for clarification re: number of board members and how it will affect treasurer position. Chair clarifies.
* Peter Kucherepa suggested appointing an interim director, formalized by an election at AGM, as covered in our bylaws. Cites city of Ottawa bylaw
* NC states 3 board members sought, to cover turnover, and that representation of businesses in McArthur and possible treasurer replacement is a priority.
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| 12:15pm-12:25pm | 1. **Committee Reports:**
* **Governance and Operations Committee**
* Committee has not met since last meeting.
* ED reminds committee about the direction received from City re: applying and adapting the 2021-255 bylaw as the format for our bylaws. Peter K states in his mind they are and adds link for draft documents in chat.
* Chair agrees a governance committee should be called to review city requirements and proposed bylaws
* **Marketing Committee**
* Kelly Weiss reports that she met with marketing team and is encouraged by how much work is being done.
* Website refresh and revamp of newsletter is underway.
* Socials are great.
* **ED Performance and Compensation Committee**
* Noted that they are awaiting comments on contract sent to ED.
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| 12:25pm-12:30pm | 1. **Executive Director’s Report**
	1. See attached report.
	2. NC suggested deferral of presentation of new pitch deck due to lack of time left in meeting.
	3. Large planter pots on main streets are being wrapped to cover red plastic with new branding.
	4. NC mentioned Ottawa Board of Trade’s Downtown Ottawa Action Agenda (<https://www.ottawabot.ca/2024/05/22/ottawa-board-of-trade-unveils-transformative-action-plan-for-downtown-ottawa/>)
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| 12:30pm-12:45pm | 1. **Councilors Reports:**
	* **Councilor Plante Rideau – Vanier Councilor’s Report (Ward 12)**
		+ SAFETY AND SECURITY:
			- Coun. Plante explained that she held a Vanier meeting community re: concerns brought up by residents re: bike theft, nuisance complaints, porch pirates, McArthur station; meeting was not business focused but resident focused.
			- Drew Dobson raised topic of Safety and Security meetings being held by Coun. Plante for Rideau BIA and Byward and asks why one wasn’t planned for VBIA. Asks if our business should join it.
				* NC adds that the meeting had in Vanier was with VCA, which is a partner of Vanier BIA not representative of our members. Adds the Vanier meeting was more concerned with residents than businesses, raised concerns about downtown issues not being addressed in Vanier.
				* Coun. King raised that Convoy showed that VBIA had the same issues as downtown but didn't get the same resources.
				* Councillor Plante staffer Alan Neef provides link to Police Service Board CORE presentation <https://www.youtube.com/watch?v=LwVNo35wsE4>
				* ED adds that VBIA needs to be an advocate for local businesses and address shared issues, and that a similar meeting should be help with VBIA businesses.
				* Chair confirms offline discussion of issue would be helpful, brought up OPS meeting after Xmas break-ins being helpful.
				* Councillor traffic calming discussion, traffic calming has been put in place some places
				* Problematic address reporting put forward by Couns. Plante and Troster. NC states that VBIA previous was involved in problematic address process to help address issues with businesses and asked will VBIA be involved in this one. Councillor states too soon to confirm but will be happy to involve BIA
		+ Coun. Plante renaming park to Marie Papatsie Park to reflect Vanier history, and adds she’s also considering renaming street in honour of immigrant Brown family of Brown’s Cleaners.
2. **Rideau-Rockcliffe Councilor’s Report (Ward 13)**
	* Coun. King gives update on active transportation meeting, to clearly identify and create a checklist of work that needs to be done. Accountability needed to address continuing issues. Street rebuild of Beechwood currently not in the works but planned a meeting with stakeholders to discuss current need on June 12 at 3pm. RK plans to bring issues up with City GM to ensure that there is continuous follow-up
		+ ED applauds efforts and pointed out piecemeal process has been an issue on Beechwood, not an effective way to develop street
	* ED states complaints have been received re: Claridge site being used as a parking lot, will bring formal letter to councilor
	* ED also add that there have been complaints about removal of parking and loading zones on Putnam for construction with without consultation or prior knowledge of VBIA or businesses.
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| 12:45pm-12:50pm | 1. **Other Business:**

Merchant Meet and Greet June 19, 5-7, at Cafe by Dhruvies* Kelly Weiss will try to have website ready for MMM so it can be shown to businesses and Board at the event.
* Mat Mault: Wanted to discuss lack of merchant representation at last MMM, hopes to bring in more merchants for this one.
* Board discusses various ways to attract more merchants including new newsletter, door to door work by staff, Board should also work to invite guests, etc
* ED adds that VBIA has been promoting Merchant Mondays on socials and can use this to attract members.

Chair asked about businesses cards* Kelly Weiss states they are designed and ready for print
* Mel to collect Board details for cards
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| 1:00pm | 1. **Adjournment**

**Motion to adjourn at 1:17pm****Motioned by:** Mathieu Mault**Seconded:** Morgan Eadie**CARRIED** |