



The Corporation of the Town of Fort Erie By-law 82-2025

Being a By-law to Adopt Revised Operating Guidelines for Business Improvement Areas Board of Management and Repeal By-law 183-2007

Whereas By-law 183-2007 was passed by the Municipal Council of the Town of Fort Erie on November 13, 2007, to adopt operating guidelines for Business Improvement Areas; and

Whereas Report LLS-03-2025 was considered and approved at the Council-in-Committee meeting held on September 8, 2025, to revise the operating guidelines for Business Improvement Areas Board of Management; and

Whereas it is deemed desirable to Adopt Revised Operating Guidelines for Business Improvement Areas Board of Management and Repeal By-law 183-2007;

Now therefore the Municipal Council of The Corporation of the Town of Fort Erie enacts as follows:

1. **That** the Operating Guidelines for Business Improvement Areas Board of Management attached to and forming part of this by-law as Schedule A is adopted and approved.
2. **That** By-law 183-2007 is repealed.
3. **That** the Clerk of the Town is authorized to affect any minor modifications, corrections or omissions, solely of an administrative, numerical, grammatical, semantical or descriptive nature to this by-law or its schedules after the passage of this by-law.

Read a first, second and third time and finally passed this 22nd day of September 2025.

Mayor

Clerk

Business Improvement Area Board of Management Operating Guidelines

1 Definitions

For the Purposes of this Policy:

"Annual General Meeting (AGM)" means a mandatory annual assembly of all BIA members.

"BIA" means a Business Improvement Area.

"Board of Management" or **"Board"** means the corporation consisting of the number of directors established by the Town.

"Chair" means the person presiding over a meeting or a portion of a meeting and who decides questions and points of order or practice, preserves order and maintains decorum.

"Council" means the Council of The Corporation of the Town of Fort Erie.

"Clerk" means the Clerk of the Corporation of the Town of Fort Erie and includes Deputy Clerk and a designate.

"Closed Session" means a meeting or a part of a meeting that is not open to the public.

"Delegation" means a person who appears before the BIA under these rules.

"Director" means a member of the BIA who is selected by a vote of the membership and appointment by Council to the Board.

"Emergency" means a situation, or the threat of an impending situation, which may affect the environment, the life, safety, health and/or welfare of the general public, or is likely to cause significant loss or damage to the property of the Corporation or the residents of the Town of Fort Erie or to prevent serious damage, disruption of work or to restore or to maintain essential services to a minimum level.

"Executive Director" means the Chair, Vice-Chair, Treasurer and Secretary of the Board of Management.

"Member" means a Member of the Business Improvement Area.

"Pecuniary Interest" means a direct or indirect pecuniary interest of a Member of the Board as defined in the prevailing legislation.

"Point of Sale" means a computer-based cash register with software that enables merchants to process payments and log transactions.

"Public meeting" is a meeting of the Board of Management that is open to the public.

"Quorum" means the majority of the Board of Management.

"Secretary" means the person presiding over the Board's administrative needs.

"Senior Law Clerk" means the Senior Law Clerk for the Town of Fort Erie.

"These rules" means the rules contained in this by-law.

"Treasurer" means the person presiding over the Board's finances.

"Town" means The Corporation of the Town of Fort Erie.

"Town Treasurer" or "Director of Corporate Services" means the Treasurer of the Corporation of the Town of Fort Erie and includes Deputy Treasurer and a designate.

2 Application

2.1 This Guideline shall apply to all Boards of Management of Business Improvement Areas established by the Town.

3 Roles

3.1 Role of the Board of Management of a Business Improvement Area

3.1.1 Oversee the improvement, beautification and maintenance of municipally-owned land, buildings and structures in the area beyond that provided at the expense of the municipality generally.

3.1.2 Promote the area as a business, shopping and or tourist area.

3.1.3 Prepare a proposed budget for each fiscal year by the date and in the form required by the Town and shall hold one or more meetings of the members of the BIA for discussion of the proposed budget.

3.1.4 Submit annual report, including audited financial statements, for the preceding year to Council.

3.1.5 Establish policies to standardize and guide processes and decisions.

3.1.6 Represent the interests of the BIA and advocate to Council.

3.2 Role of the Councillor Representative

3.3 Act as liaison between Council and the BIA, when necessary.

3.4 Role of Council

3.4.1 If desirable, designate areas as improvement areas and establish boards of management.

3.4.2 Approve BIA budgets.

3.4.3 Raise the amount required for the purposes of a board of management.

4 BIA Membership

- 4.1 Members consist of owners of property who are assessed in the commercial and industrial business classes within the BIA boundaries, and tenants of such properties.
- 4.2 In determining tenancy, the *Municipal Act, 2001*, provides that the Clerk may accept a list of tenants provided by the owner, or the declaration of a person that they are a tenant. The determination of the Clerk is final.

5 Composition and Appointment of the Board

- 5.1 Boards are comprised of BIA member appointees plus 1 member of Council (the Ward Councillor) as Directors, pursuant to the establishing by-laws passed by Council.
- 5.2 Of the BIA member appointees, one may be a non-member of the Business Improvement Area, provided the person is nominated by a member of the BIA.
- 5.3 Directors of a Board are selected by a vote of the membership at the AGM in the same year as a municipal election and appointed by Council (see nomination protocol attached as Appendix 1).
- 5.4 Council may refuse to appoint a person selected by the membership, in which case, Council may leave the position vacant or direct that a meeting be held by the members to elect another candidate for Council's consideration.
- 5.5 The Board shall appoint Executive Directors (Chair, Vice-Chair, Secretary and Treasurer) at its first meeting of the term (following the AGM).

6 Board Member Responsibilities

6.1 All Members

- 6.1.1 Familiarize themselves with these Guidelines and any other policies and procedures adopted by the Board.
- 6.1.2 Attend meetings of the Board (if unable to attend, notification should be sent to the Chair and Secretary as soon as possible before the meeting).
- 6.1.3 Review agendas and materials before the meeting.
- 6.1.4 Contribute time, knowledge, skill and expertise to the fulfillment of the committee mandate.
- 6.1.5 Support Persons may attend Board meetings; however, they shall not count towards quorum or vote.

6.2 Chair and Vice-Chair

- 6.2.1 Chair all regular meetings of the Board and exercise authority, and perform duties as required.
- 6.2.2 Maintain decorum at each meeting and ensure that the Rules of Procedure are observed under Council Rules of Procedure, as amended or replaced.

6.2.3 Ensure that all Board members are provided with an opportunity to comment.

6.2.4 Provide guidance and leadership to the Board in the completion of its roles.

6.2.5 Vice-Chair shall assume all functions of the Chair in the Chair's absence.

6.3 Secretary

6.3.1 Circulate agendas and record and prepare minutes of Board meetings.

6.3.2 Distribute agendas and minutes to the Clerk.

6.3.3 Maintain list of volunteers of the Board as referenced in Section 13.2.

6.4 Treasurer

6.4.1 Administer and manage the financial assets of the Board.

6.4.2 Prepare budgetary documents as required by the Town Treasurer.

7 Voter Eligibility

7.1 Only one (1) Board nomination per assessed property and one (1) Board nomination per business is permitted.

7.2 All commercial or industrial property owners and commercial or industrial business tenants, or the designates of the owners or tenants, may stand for Board nomination.

7.3 Each member of the Business Improvement Area is entitled to one (1) vote per question or motion at Business Improvement Area general membership meetings, regardless of the number of properties that the member may own or lease in the Business Improvement Area.

7.4 Ownership of properties:

7.4.1 Where a person is the sole owner of more than one (1) property within the Business Improvement Area, or is the sole owner of more than one (1) corporation that owns property within the Business Improvement Area, the person and the corporations solely owned by that person shall have a total of only one (1) vote, regardless of the number of properties owned by that person and the different corporations solely owned by that person.

7.4.2 Where a person is the sole owner of a property and joint owner of one (1) or more additional properties, one (1) vote is given for the property owned by that person alone and one (1) vote is given for each jointly-owned property, provided the co-owners in each case are different persons.

7.4.3 Where a person is the sole owner of a corporation and part owner of different corporation(s) that own property within the Business Improvement Area, one (1) vote is given for the corporation solely owned by that person and one for each jointly-owned corporation, provided the co-owners of each corporation are different persons.

7.4.4 A corporate member may nominate in writing one (1) individual to vote on behalf of the corporation.

7.4.5 One (1) individual may be nominated for voting purposes by two (2) or more corporations that are members of a Business Improvement Area, provided that that member is not the sole owner of both corporations.

7.5 Proxy voting is not permitted at any meeting.

7.6 The Board shall submit the nominees to the Clerk for consideration and determination of appointment by Council.

8 Term of Office

8.1 The term of a Board of Management is the same as the term of Council.

8.2 Each Director holds office until their successor is appointed, as long as they continue to be qualified.

8.3 Each Director is eligible for reappointment on the expiration of the term of office.

9 Board Vacancies and Replacements

9.1 If a Board vacancy occurs for any reason, the Board shall notify the Clerk and solicit interest from the membership. The Board shall record in its minutes acceptance of the resignation.

9.2 If a Board resolves to seek the removal of a member from the Board, it shall give to the Clerk minutes of the Board meeting at which the vote was held on this matter, and the Clerk shall report to Council.

9.3 The Clerk will include the resignation/removal of the Board member on the next appropriate Council agenda for approval by Council, post the vacancy on the Town's website and open the application process.

9.4 The Clerk will forward applications to the Board to review and consider at its next meeting, at which the Board shall provide a recommendation in its minutes.

9.5 The Clerk will include the recommendation of appointment on the next appropriate Council agenda for approval by Council.

10 Rules of Procedure By-law and Policies

10.1 A Board shall adopt a procedural by-law for the Business Improvement Area which governs the calling, place and proceedings of meetings.

10.1.1 A Board shall adopt policies pertaining to the procurement of goods and services and the hiring of employees.

10.1.2 If a Board does not adopt the mandatory legislative policies, it will be subject to the policies of the Town.

11 Community Events, Outdoor Patio Applications (Municipal and Private) and Incremental Marketing Fund

11.1 The Town's Economic Development and Tourism Services coordinates Community Events, Outdoor Patio Applications (Municipal and Private) and Incremental Marketing Fund programs; please contact for instructions and detailed guidelines.

11.1.1 Events run by the Board that take place on Town property and/or use Town resources are subject to following the Community Event By-law and Municipal Alcohol Policy.

11.1.2 Thirty days before an event starts: the Board must approve an event by resolution, forward meeting minutes to the Clerk and Manager of Economic Development and Tourism Services and submit an event application.

11.2 Infrastructure Services – Parks and Facilities Division provides community event support by delivering and picking up additional garbage cans and picnic tables.

11.3 During an Event, the Board is responsible for managing garbage cans by emptying and bagging full garbage cans; the Parks and Facilities Division collects the garbage.

11.4 Upon request from the Board for relocation of Town site furniture for a Community Event, the Board is responsible for the cost of relocating Town site furniture.

12 Maintenance of Public Spaces within the BIA

12.1 The Board is responsible for horticulture within the BIA, including but not limited to planting flowers and flowerpots, watering, maintenance and disposal.

12.2 The Board may request additional levels of service from the Town regarding beautification, subject to budget approval and resource availability.

12.3 The Parks and Facilities Division provides advice and direction regarding beautification efforts when necessary.

12.4 The Town repairs Town infrastructure, including streetlight poles, electrical receptacles, and trees, during regular working hours.

13 Insurance and Legal

13.1 The Town shall maintain, at its expense, comprehensive general liability and property insurance that extends coverage to the Board, subject to applicable policy terms, conditions, and deductibles. The Board shall be responsible for the first \$5,000 of any claim, including costs and settlements, and the Town shall be responsible for payment of any additional amounts up to the deductible limit. Any amounts above the deductible are the responsibility of the Town's insurer, in accordance with the policy.

13.2 To ensure extended coverage to volunteers of the Board, the Board is required to maintain a current list of volunteers including full name, contact information, volunteer activities and dates.

13.3 The Board is required to forward to the Clerk, Senior Law Clerk and Manager of Procurement and Finance notice of all claims.

13.4 Legal support to the Board is provided by the Town Solicitor or external counsel retained by the Town.

14 Financial Procedures

14.1 Bank Accounts

14.1.1 The Town shall manage the BIA's Operating Bank Account.

14.1.2 The Board shall maintain a Deposit Bank Account for accepting donations, revenues, and collecting fees via Point of Sale (POS) terminal.

14.1.3 The Deposit Bank Account shall have two signing authorities; the Chair and Treasurer.

14.2 Petty Cash

14.2.1 The maximum petty cash allocation per Board is \$500, to be used to cover minor expenses.

14.2.2 The BIA Treasurer is the custodian appointed to manage petty cash which is to be stored in a safe and secure location.

14.2.3 Board members requesting cash, shall fill out a petty cash voucher detailing the expense, amount, date and purpose. Receipts or documentation supporting the expense shall be appended to the voucher.

14.2.4 The Treasurer shall approve all petty cash requests and reviews receipts for completeness and accuracy.

14.2.5 The Treasurer shall record transactions in a petty cash log.

14.2.6 The BIA Treasurer shall reconcile petty cash by counting the remaining cash and comparing it with the total of the vouchers and receipts. Any discrepancy shall be investigated and reconciled.

14.2.7 When the petty cash fund is low, the BIA Treasurer prepares a summary of expenditures with the supporting documentation and sends it to the Town and requests reimbursement.

14.3 Revenue and Point of Sale (POS) System

14.3.1 Cash handling should be minimized.

14.3.2 The Board should accept payments by cheque or POS.

14.3.3 The Board shall receipt any revenue.

14.3.4 The POS system shall only accept revenue and donations.

14.3.5 On a quarterly basis, the Board shall remit a cheque to the Town using a deposit form to bring the Deposit Bank Account balance to zero.

14.4 Cash Deposit Procedures

14.4.1 All cash deposits must be itemized, reconciled, and recorded on a deposit form provided by the Town.

14.4.2 Attach all customer receipts to the deposit form.

14.4.3 Complete deposits at least once a month or following events.

14.5 Expense Reporting

14.5.1 **Verification:** The Town will review for accuracy and process payments on behalf of the BIA based on approved documentation to ensure accountability and proper financial management.

14.5.2 **Supporting Documentation:** The BIA must submit an expense form to the Town and supporting documentation, including invoices (legally binding documents). All invoices must be addressed to the respective BIA and specify the required information, such as the invoice number, date, detailed description of services or goods provided, quantities, unit prices, total amount due, and payment terms.

14.5.3 **Approval:** Expense forms must include two approval signatures by the Chair and the Treasurer, submitted either in person or via email. The signature confirms that the expenses are legitimate and have been reviewed.

14.5.4 **Payment Schedule:** Check runs are initiated biweekly on Tuesdays. All completed expense forms must be submitted biweekly to the Town's Accounts Payable Clerk no later than the close of business on Tuesday during the week of the cheque run. Expense forms submitted after this deadline will result in payment being processed in the following cheque run.

14.5.5 **Frequency of submission:** Invoices are to be submitted promptly as it is crucial in maintaining accurate financial records.

14.5.6 **Record Keeping:** All documentation related to the payment is archived by the Town for future reference and auditing purposes. This includes the invoices, payment requests, and signed authorizations.

14.6 Financial Reporting

14.6.1 The Town prepares and provides monthly income statement reports which are sent to the Treasurer and Chair monthly.

14.6.2 Quarterly variance reporting is required from the Board on their activities, financial status, and outcomes to ensure transparency and accountability.

14.7 Reserves

- 14.7.1 If the Board plans to use its reserves for specific strategic priorities, it must include in its budget the transfer and notify the Town. This is to be approved by the Board through the budget approval process.
- 14.7.2 If the use of reserves is decided mid-year, a budget amendment shall be prepared and the Town notified of the planned expense. Approval by the Board is required.
- 14.7.3 The Town transfers any operating surplus to reserves and funds any losses in the year from reserves. It then invests reserve balances on behalf of the BIA and remits the generated revenue earned to the BIA.

15 Annual Budget

- 15.1 A Board is required to prepare a proposed annual budget for each fiscal year and a two-year forecast by December 15th of each year and shall hold one or more meetings of the members of the Business Improvement Area for discussion and adoption of the annual budget. Generally, the Board initiates this process in late August.
- 15.2 A Board is required to submit the budget to the Director of Corporate Services by December 15th of each year including the AGM agenda notice and minutes.
- 15.3 Council may approve the proposed annual budget in whole or in part, but may not add expenditures to it. The Town's operating budget is generally approved in the first quarter of the year.
- 15.4 The Town calculates and collects the BIA levy.

16 Audited Financial Statement

- 16.1 A Board's fiscal year shall be the calendar year with the audit occurring in April the following year.
- 16.1.1 The Board is responsible for payment to the Town for the cost of the annual audit.
- 16.2 The Board shall submit all invoice payments and deposits to the Town by January 31st or as otherwise notified by the Town.
- 16.3 The Town prepares the BIA's financial statements to ensure compliance with municipal standards and acts as liaison between the Board and the auditors.
- 16.4 The auditors may require interviews and variance explanations with the Board.
- 16.5 A Board is required to approve their audited financial statements for the preceding year for Council's review.
- 16.6 Where the auditor for the BIA has identified audit or financial reporting related issues, the Board shall provide remediation measures to the Director of Corporate Services.

17 Financial Restrictions

- 17.1 A Board may not spend any funds unless they are allocated in the Council-approved budget or held in a reserve fund.

- 17.2 The Board may spend unexpected revenues received subsequent to the approval of the annual budget provided that the Board reports on such revenue and expenditure variances at the AGM and through the audited financial statement;
- 17.3 A Board shall not incur any indebtedness extending beyond the current year without the prior approval of Council;
- 17.4 A Board is prohibited from borrowing or lending money under any circumstances;

Appendix 1 - Nomination Protocol for BIAs

To be used for Annual General Meetings or other Meetings where nominations to the Board are required.

- 1 At the AGM, the Board selects a Board member to act as Chair to carry out the nomination process or may request the Town Clerk to do so.**
- 2 The Nominating Chair shall call the meeting to order, state the number of directors to be selected and:**
 - 2.1 Call for nominees, confirm willingness to stand and post names.
 - 2.2 Prior to announcing the closing of nominations, the Chair shall call for any further nominations two more times.
 - 2.3 At the close of nominations, voting shall be conducted by show of hands.
 - 2.4 Each voting member shall be limited to voting for the number of vacant board seats. For example, if a Board has 7 vacancies, voting members can vote for 7 members.
 - 2.5 The Chair shall announce the results.
 - 2.6 The top nominees shall be included in a motion to recommended that Council appointment the top nominees.
 - 2.7 The Chair shall inform the Clerk of the results of the selection process, including the number of votes received by each nominee, and the Clerk shall submit this information to Council for consideration of appointment.
 - 2.8 The nomination process shall be included in the minutes of the meeting.
- 3 Proxy votes are not permitted.**
- 4 The Nomination Protocol may be altered from time to time in consultation with the Town Clerk.**