City of Peterborough

The Corporation of the City of Peterborough

By-Law Number 17-095

Being a By-law to implement local policies to guide the operation and conduct of existing and new business improvement areas for the benefit of their members and the residents of Peterborough

Recitals

A. Section 10(2) of the **Municipal Act, 2001**, S.O. 2001, c. 25 as amended, (the "Act") authorizes the Corporation of the City of Peterborough to pass By-laws respecting the governance structure of the municipality and its local boards.

B. Section 204 of the Act provides that the Council of a local municipality may designate an area as a Business Improvement Area and may establish a Board of Management to oversee the improvement, beautification and maintenance of municipally-owned land, buildings and structures, and to promote the area as a business or shopping area.

C. Section 204(2) of the Act provides that a Board of Management is a corporation consisting of the number of directors established by the municipality.

D. Section 204(2.1) of the Act provides that a Board of Management of a Business Improvement Area is a local board of the City of Peterborough for all purposes.

E. Section 204(3) of the Act provides that a Board of Management shall be composed of one or more directors appointed directly by the municipality.

F. Section 205(2) of the Act provides that the Council of a municipality may approve the budget of a Board of Management in whole or in part.

G. This By-law continues and does not change the boundaries of either the Downtown Business Improvement Area or of the East City Ashburnham Village Business Improvement Area and it continues the existence and operation of each aforementioned Board of Management.

Now therefore, the Corporation of the City of Peterborough by the Council thereof hereby enacts as follows:

Article 1 – Definitions

1.1 **Act** – means the **Municipal Act, 2001,** S.O. 2001, c. 25 as amended.

1.2 **Annual General Meeting** or **AGM** – means a meeting for which notices are distributed to all BIA Members at which, among other matters: the Board presents a report on the program, accomplishment and forecasted revenues and expenses for the current year; the BIA Members consider the budget for the following year and the previous year's audited financial statements; and the membership elects members to the Board when required.

1.3 **Board of Management** or **Board** – means the Board of Management for a BIA.

1.4 **Business Improvement Area** or **BIA** – means an area designated as an Improvement Area by Council.

1.5 **Business Improvement Area Member** or **BIA Member** – means:

i. all persons who own property in the BIA that is Business Property;

ii. non-residential tenants who are occupying the Business Property; and

iii. recent purchasers of property, including their non-residential tenants, in the DBIA or VBIA that is a Business Property, but not assessed on the last returned assessment roll and who produce evidence of property ownership or tenancy satisfactory the Commissioner of Corporate and Legislative Services.

1.6 **Business Property** – means property which is zoned commercial or industrial under the City of Peterborough's Comprehensive Zoning By-law and located within a BIA.

1.7 **City** – means the Corporation of the City of Peterborough or the geographical boundary of the municipality, as the case may be.

1.8 **Clerk** – means the City Clerk or his or her designate or successor.

1.9 **Council** – means the Council of the Corporation of the City of Peterborough.

1.10 **Downtown Business Improvement Area or DBIA** – means the Board for the Central Area Downtown Business Improvement Area which draws its members from and operates in the designated area shown on Schedule A to this By-law as the Downtown BIA or as the context requires the geographic area.

1.11 **Commissioner of Corporate and Legislative Services** – means the person employed by the City holding that title or his or her designate.

1.12 **Commissioner of Infrastructure and Planning** – means the City's Commissioner of Infrastructure and Planning or his or her designate.

1.13 **East City Ashburnham Village BIA** or **VBIA** – means the Board for the East City Ashburnham Village BIA which draws its members from and operates in the designated area shown on Schedule A to this by-law as the East City Village BIA or as the context requires the geographic area.

1.14 **Holiday** – means any day that City Hall is closed or any other day designated by City Council as a holiday.

1.15 **Notice** – means a document prepared by the Clerk for circulation to relevant parties informing of certain intentions of Council.

1.16 **Procedural By-law –** means the procedural by-law, to be adopted by the each Board for the DBIA and for the East City Ashburnham Village BIA, which is attached as Schedule B hereto.

Article 2 – Application

2.1 This By-law sets out the procedures for the adoption by Council of a designating by-law and the establishment and operation of BIA Boards of Management.

2.2 This By-law applies to the Downtown Business Improvement Area and the East City Ashburnham Village BIA and to any future BIA Board which Council may establish.

Article 3 – Business Improvement Areas

3.1 Where Council passes a designating by-law, Council may establish one or more Boards:

a. to oversee the improvement, beautification and maintenance of municipally-owned land, buildings and structures in each BIA beyond City standard levels provided at the expense of the municipality generally;

b. to maintain BIA -initiated street-scaping capital assets within each BIA;

c. to promote each BIA as a business, employment, tourist or shopping area;

d. to offer graffiti and poster-removal services respecting building facades visible from the street, to all BIA member property owners who provide written consent, upon approval of the program by the BIA members;

e. to undertake safety and security initiatives within each BIA;

f. to undertake strategic planning necessary to address BIA issues; and

g. to advocate to City Council on behalf of the interests of the BIA subject to the limits set out in this By-law.

Article 4 – Establishing, Expanding and Continuing a Business Improvement Area

4.1 The boundaries of both the DBIA and VBIA as they existed on the day before the passage of this by-law are hereby continued.

4.2 The following process shall be undertaken in all areas considering the establishment of a new BIA or an expansion of an existing BIA, if the expansion is not considered minor under Article 7, before the processing of a notice of the intention of Council to pass a By-law designating or expanding a BIA.

4.3 Local business and property owners shall form a steering committee to undertake the following with the assistance of City staff:

a. Define the desired boundary of the proposed BIA or the boundary extension of a proposed BIA expansion;

b. Develop a rationale for the proposed BIA or boundary expansion, including potential benefits for the area and objectives for future improvements;

c. Develop and implement a strategy to:

i. Communicate its interest in establishing a new BIA, or expand an existing BIA, to area business and property owners;

ii. Distribute information on BIAs to area business and property owners;

iii.i Canvas area business and property owners to determine the initial degree of local interest;

v Report to the Commissioner of Infrastructure and Planning on the number of written and verbal responses received from area business and property owners and summarize the initial degree of local interest; and

v. Decide on whether to request the Commissioner of Infrastructure and Planning to proceed to a formal public consultation meeting.

4.4 Upon the completion of Articles 4.3(a) and 4.3(b), the Commissioner of Infrastructure and Planning shall establish a webpage on the City's website to provide information on the proposed new BIA or BIA expansion, and the address of the webpage shall be communicated through meeting notifications noted in Articles 5 and 6.

4.5 If the steering committee decides to request the Commissioner of Infrastructure and Planning to proceed to a formal public consultation meeting under Article 4.3(c)(v), the steering committee shall submit a letter to the Commissioner of Infrastructure and Planning, signed by at least two steering committee members, making such a request and confirming that the steering committee has complied with Article 4.3.

4.6 Upon receiving a request to proceed to the formal public consultation meeting from the steering committee, and provided the Commissioner of Infrastructure and Planning is satisfied with the findings of the report submitted under Article 4.3(c)(iv), the Commissioner of Infrastructure and Planning shall send notification of a formal public consultation meeting to commercial and industrial ratable property owners a minimum of ten business days in advance of the meeting, and the steering committee shall distribute notification to all commercial and industrial tenants a minimum of ten business days in advance of the meeting.

4.7 Except as provided for in Article 4.9, after holding a formal public consultation meeting and determining interest in proceeding to the notification process for the establishment of a new BIA or the expansion of an existing BIA, the Commissioner of Infrastructure and Planning shall recommend that Council enact a by-law to establish a new BIA or expand an existing BIA.

4.8 For the purposes of Article 4.7, interest in proceeding with the notification process shall be determined by a secret ballot at the formal public consultation meeting whereby 50 percent plus one of those potential BIA members in attendance must agree to proceeding with the notification process.

4.9 If the potential BIA members decide not to proceed with the notification process set out in Article 4.8, another formal public consultation meeting relating to any part of the same area shall not be held for at least one year from the date of the formal public consultation meeting at which the decision was made.

4.10 Where there are competing interests involving proposed new BIAs or the expansion of a BIA, the Commissioner of Infrastructure and Planning shall hold a formal public consultation meeting to consider all options and report to Council with recommendations.

Article 5 – Notice and Polling – New Business Improvement Areas

5.1 Before passing a by-law to establish a new BIA, notice of the proposed by-law shall be sent by prepaid mail to every person who is listed as owner and is assessed for rateable property that is in a prescribed business property class that is located in the proposed BIA using the following documents:

a. Current returned assessment roll; and

b. Any other related geographic information system (GIS) developed using information from Municipal Property Assessment Corporation (MPAC) and City records.

5.2 A person who receives notice under Article 5.1 shall, within 30 days of the date the notice was mailed, give a copy of the notice to each tenant of the property to which the notice relates who is required to pay all or part of the taxes on the property.

5.3 The steering committee shall also distribute the notice to commercial and industrial tenants of those properties receiving notice under Article 5.1.

5.4 The notice provided under Article 5.1 will include instructions on how to obtain a copy of the ballot.

5.5 A printable version of the ballot may be posted on the City's website and will also be available by contacting the Clerk.

5.6 Proof of tenancy must be submitted with the completed ballot and acceptable forms of proof will be identified by the Clerk on the ballot and website.

5.7 A person receiving notice under Articles 5.1, 5.2 or 5.3 shall be entitled to complete and submit one ballot regardless of the number of properties or businesses owned by that person within the proposed BIA.

5.8 Council shall not pass a by-law to establish a new BIA if:

a. written objections are received by the Clerk within 60 days after the last day of mailing of the notices;

b. the objections have been signed by at least one-third of the total number of persons entitled to notice under Article 5.1;

c. the objectors are responsible for at least one-third of the taxes levied for purposes of the general local municipal levy on rateable property in all prescribed business classes in the proposed BIA.

5.9 The polling period shall be 60 days, commencing upon the day the notices under Article 5.1 are mailed.

5.10 Where the 60th day of a polling period falls upon a Holiday, a Saturday or Sunday, the polling period shall end on the next regular business day when City Hall is open.

5.11 The Commissioner of Infrastructure and Planning shall provide the Clerk with the question that is required on the ballot.

5.12 The ballot shall indicate the following:

a. Polling period notice;

b. Criteria for accepting ballots;

c. Voter eligibility; and

d. Ballot confidentiality.

5.13 Ballots will be accepted only if they are:

a. Received from owners of properties on lists provided for in Article 5.1; or

b. Accompanied by proof of ownership if property ownership has recently changed; or

c. Received from non-residential tenants within the identified polling area with acceptable proof of tenancy; and

d. Received by the Clerk by mail, courier, or hand delivery by 4:30 p.m. on the last day of the polling period.

5.14 At the end of the polling period, the Clerk shall:

a. Record all accepted ballots;

b. Certify, in writing, the results of the poll;

c. Provide Council with a copy of the results as soon as they are available;

d. Write a letter to the Commissioner of Infrastructure and Planning and Board indicating the results of the poll; and

e. Post the results of the poll on the City's web site within 15 business days from the end of the polling period.

5.15 The Commissioner of Infrastructure and Planning shall report to Council on the certificate issued by the Clerk.

Article 6 – Notice and Polling – Expanding a Business Improvement Area

6.1 Before passing a by-law to expand a BIA:

a. The Commissioner of Infrastructure and Planning must receive a resolution supporting the proposed expansion, adopted by a majority vote of the BIA Members in attendance at a general meeting or an AGM, and the notification for the meeting must be satisfactory to the Commissioner of Infrastructure and Planning; and

b. Notice of the proposed by-law shall be sent by prepaid mail to the Board and to every person who on the last returned assessment roll, is assessed for rateable property that is in a prescribed business property class that is located in the proposed BIA using the following documents:

i. Current returned assessment roll; and

ii. any other related geographical information system (GIS) developed using information from Municipal Property Assessment Corporation (MPAC) and City records.

6.2 A person who receives notice under Article 6.1(b) shall, within 30 days of the date the notice was mailed, give a copy of the notice to each tenant of the property to which the notice relates who is required to pay all or part of the taxes on the property.

6.3 The steering committee shall also distribute the notice to commercial and industrial tenants of those properties receiving notice under Article 6.1(b).

6.4 The notice provided under Article 6.1(b) will include instructions on how to obtain a copy of the ballot.

6.5 A printable version of the ballot may be posted on the City’s website and will also be available by contacting the Clerk.

6.6 Proof of tenancy must be submitted with the completed ballot and acceptable forms of proof will be identified by the Clerk on the ballot and website.

6.7 A person receiving notice under Articles 6.1(b), 6.2 or 6.3 shall be entitled to complete and submit one ballot regardless of the number of properties or businesses owned by that person within the proposed BIA.

6.8 Council shall not pass a by-law to expand a new BIA if:

a. written objections are received by the Clerk within 60 days after the last day of mailing of the notices;

b. the objections have been signed by ay at least one-third of the total number of persons entitled to notice under Article 6.1(b); and

c. the objectors are responsible for:

i. at least one-third of the taxes levied for purposes of the general local municipal levy on rateable property in all prescribed business classes in the BIA; or

ii. at least one-third of the taxes levied for purposes of the general local municipal levy on rateable property in all prescribed business classes in the geographic area the proposed by-law would add to the existing BIA;

6.9 The polling period shall be 60 days, commencing upon the day the notices under Article 6.1(b) are mailed.

6.10 Where the 60th day of a polling period falls upon a Holiday, a Saturday or Sunday, the polling period shall end on the next regular business day when City Hall is open.

6.11 The Commissioner of Infrastructure and Planning shall provide the Clerk with the question that is required on the ballot.

6.12 The ballot shall indicate the following:

a. Polling period notice;

b. Criteria for accepting ballots;

c. Voter eligibility; and

d. Ballot confidentiality.

6.13 Ballots will be accepted only if they are:

a. Received from owners of properties on lists provided for in Article 6.1(b); or

b. Accompanied by proof of ownership if property ownership has recently changed; or

c. Received from non-residential tenants within the identified polling area with acceptable proof of tenancy; and

d. Received by the Clerk by mail, courier or hand delivery by 4:30 p.m. on the last day of the polling period.

6.14 At the end of the polling period, the Clerk shall:

a. Record all accepted ballots;

b. Certify, in writing, the results of the poll;

c. Provide Council with a copy of the results as soon as they are available;

d. Write a letter to the Commissioner of Infrastructure and Planning and the Board indicating the results of the poll; and

e. Post the results of the poll on the City's web site within 15 business days from the end of the polling period.

6.15 The Commissioner of Infrastructure and Planning shall report to Council on the certificate issued by the Clerk.

Article 7 – Minor Boundary Expansions

7.1 Despite Article 6, the City is not required to give notice of a by-law to make minor boundary expansions that represent an increase of total commercial and industrial property assessment value of less than ten percent of the existing assessment value of properties within the existing BIA boundary.

7.2 Before passing a by-law under Article 7.1, Council must receive a written request for a boundary expansion from the BIA Board, and written consent from all non-residential property owners and non-residential tenants within the expansion area described in Article 7.1.

7.3 Despite Article 6, the City is not required to give notice of minor boundary alterations that involve properties that have been included or excluded from a BIA as a result of error, or for minor boundary alterations that involve a merging of formerly separate properties or subdivision of single properties that result in a portion of the lands being included in a BIA and a portion excluded.

7.4 In the event a portion of a property is included in a BIA and a portion excluded as set out in Article 7.3, the BIA boundary shall be expanded to include the entire property.

Article 8 – Boards Continued

8.1 The Boards for each of the DBIA and VBIA are hereby continued subject to the requirements of this by-law.

8.2 Council may alter the boundaries of a BIA and the Board for that BIA is continued as the Board for the altered area.

Article 9 – Repeal of Business Improvement Area By-law

9.1 The City shall give notice of a proposed by-law to repeal a designating by-law under Articles 5, 6 or 7 if the Clerk has received:

a. A resolution from the BIA membership adopted at a formal public consultation meeting called specifically for that purpose; or

b. Individual requests for repeal from BIA members, including proof of membership, representing a minimum of one-third of the taxes levied for purposes of the general local municipality levy on rateable property in all prescribed business property classes in the BIA;

9.2 Notice of the proposed by-law shall be sent by prepaid mail to the Board and to every person who on the last returned assessment roll, is assessed for rateable property that is in a prescribed business property class that is located in the proposed BIA using the following documents:

a. Current returned assessment roll; and

b. any other related geographical information system (GIS) developed using information from Municipal Property Assessment Corporation (MPAC) and City records.

9.3 A person who receives notice under Article 9.2 shall, within 30 days of the date the notice was mailed, give a copy of the notice to each non-residential tenant of the property to which the notice relates who is required to pay all or part of the taxes on the property.

9.4 The Board shall also distribute the notice to non-residential tenants.

9.5 The notice provided under Article 9.2 will include instructions on how to obtain a copy of the ballot.

9.6 A printable version of the ballot may be posted on the City's website and will also be available by contacting the Clerk.

9.7 Proof of non-residential tenancy must be submitted with the completed ballot and acceptable forms of proof will be identified by the Clerk on the ballot and website.

9.8 A person receiving notice under Articles 9.2, 9.3 or 9.4 shall be entitled to complete and submit one ballot regardless of the number of properties or businesses owned by that person within the proposed BIA.

9.9 Council shall repeal a designating by-law if requests for the repeal are received by the Clerk within 60 days after the last day of mailing the notices referred to under Article9.1, and

a. the requests have been signed by at least one-half of the total number of persons entitled to notice under Article 9.2; and

b. the persons referred to Article 9.2(a) are responsible for at least 50%o f the taxes levied for purposes of the general local municipal levy on rateable property in all prescribed business classes in the BIA.

9.10 The polling period shall be 60 days, commencing upon the day the notices under Article 9.2 are mailed.

9.11 Where the 60th day of a polling period falls upon a Holiday, a Saturday or Sunday, the polling period shall end on the next regular business day when City Hall is open.

9.12 The Commissioner of Infrastructure and Planning shall provide the Clerk with the question that is required on the ballot.

9.13 The ballot shall indicate the following:

a. Polling period notice;

b. Criteria for accepting ballots;

c. Voter eligibility; and

d. Ballot confidentiality.

9.14 Ballots will be accepted only if they are:

a. Received from owners of properties on lists provided for in Article 9.2; or

b. Accompanied by proof of ownership if property ownership has recently changed; or

c. Received from non-residential tenants within the identified polling area with acceptable proof of tenancy; and

d. Received by the Clerk by mail, courier or hand delivery by 4:30 p.m. on the last day of the polling period.

9.15 At the end of the polling period, the Clerk shall:

a. Record all accepted ballots;

b. Certify, in writing, the results of the poll;

c. Provide Council with a copy of the results as soon as they are available;

d. Write a letter to the Commissioner of Infrastructure and Planning and the Board indicating the results of the poll; and

e. Post the results of the poll on the City's web site within 15 business days from the end of the polling period.

9.16. The Commissioner of Infrastructure and Planning shall report to Council on the certificate issued by the Clerk.

Article 10 – Council Repeal

10.1 Council may repeal a designating by-law on its own initiative without giving notice to a Board or to BIA members.

10.2 The repealing by-law must come into force on or before December 31 of the year in which it is passed.

Article 11 – Re-Notification

11.1 Where notification has been provided under Articles 5, 6 or 9, and insufficient ballots are returned or the ballot response is negative or equal, as set out in Article 5.8, 6.8 and 9.9, so that a by-law cannot be passed by Council, the City is not required to give notice under Articles 5, 6, or 9 in response to a resolution or request for a period of two years after the last mailing of the notices.

Article 12 – Board of Management Established

12.1 A Board shall be established for each BIA designated by a by-law, and the name of each Board shall be "Board of Management for the (inserting the name set out opposite the by-law) business improvement area".

12.2 A Board is a City Board and is an agent of the City for the purposes set out in this chapter.

Article 13 – Limitations

13.1 A Board shall not:

a. Spend any money unless it is included in the budget approved by Council or in a reserve fund, but the Board may spend unexpected revenues received subsequent to the approval of the annual budget by Council if the Board reports on these revenue and expenditure variances at the AGM and through the audited financial statement;

b. Incur any indebtedness extending beyond the current year without the prior approval of Council;

c. Borrow or lend money;

d. Offer or provide support to political candidates or political parties;

e. Advertise or pay for advertisements in any political publication;

f. Make or fund improvements to private property, with the exception of graffiti and poster-removal initiatives under Article 3.1(d);

g. Participate in a hearing before the Committee of Adjustment, or other similar committee, unless the Board has conducted a general meeting of the membership to obtain approval to participate in a specific hearing, and to get approval of any related expenditures;

h. Pass a resolution or take a position contrary to any Council-approved policy or decision except if the requirements of Article 13.2 are met; or

i. Hold a Board meeting, AGM or general meeting on a Holiday.

13.2 A Board shall not seek to make itself or its BIA a party or a participant in a hearing before the Ontario Municipal Board or other administrative tribunal without first:

a. sending notice of its intent to hold a general meeting concerning being a party or participant before the Ontario Municipal Board or other administrative tribunal, such notice to include a budget for participation in the hearing;

b. conducting a general meeting of BIA members;

c. presenting the budget referred to in Article 13.2(a) to the BIA members at the said general meeting; and

d. obtaining support to participate in the hearing from two-thirds of the BIA members including two-thirds support for the budget referred to in Article 13.2(a).

13.3 The vote held to determine whether two-thirds of BIA members have voted to participate in the hearing and support the budget under Article 13.2(d), shall be a recorded vote listing the name of each BIA member and the address of the Business Property. The recorded vote is subject to verification by the Clerk.

13.4 Notwithstanding paragraphs 13.1b and 13.1c, the Board may authorize the use of a credit card issued by or on behalf of a Canadian Chartered Bank provided that each credit card transaction otherwise complies with this By-law, the credit card limit does not exceed ten thousand dollars ($10,000), the credit card balance is paid in full by each due date and the use of the credit card complies with the issuer's cardholder agreement.

Article 14 – Appointment of Directors

14.1 Directors are appointed by Council and Council retains the right to replace any appointed director at any time for any reason. The minimum number of directors shall be 7 and the maximum of 13.

14.2 A Board shall be composed of:

a. Amended by 24-096
b. The (amended by 24-096) directors must be BIA Members, selected by a vote of the membership of the BIA and appointed by Council.

14.3 Directors are not required to be residents of the City of Peterborough.

14.4 If, during the term of office, the status of a director changes so that he or she is no longer a BIA member, the Board shall adopt a motion at the next scheduled meeting requesting Council to remove the director from the Board.

14.5 Each Board shall consist of the number of directors as set out opposite the name of its BIA in Schedule A at the end of this By-law.

14.6 The term of the directors of a Board is the same as the term of the Council in office at the time of his/her appointment.

14.7 Each director shall hold office from the time of his/her appointment until a successor is appointed, as long as the director continues to be qualified.

14.8 Each director is eligible for reappointment on the expiration of the term of his/her office. Commencing in January 2019 no director shall serve more than 2 consecutive terms.

14.9 Each director and the Board shall operate in compliance with all applicable law including, but not limited to:

a. the Act;

b. **Municipal Freedom of Information and Protection of Privacy Act**;

c. **Municipal Conflict of Interest Act**; and

d. other applicable City policies.

14.10 Every Board member of the BIA shall:

a. Exercise the powers and discharge the duties of the office honestly, in good faith, and in the best interests of the BIA area; and

b. Exercise the degree of care, diligence, and skill that a reasonable and prudent person would exercise in comparable circumstances.

14.11 A Board has the authority to establish task, issue or function-related sub-committees of the Board and the sub-committees may include non-members of the BIA provided the sub-committee is chaired by a Board member.

Article 15 – Refusal to Appoint

15.1 Council may refuse to appoint a person selected by the members of a BIA to a Board in which case Council may leave the position vacant, appoint another person or direct that a meeting of the members of the BIA or the Board be held to elect or select another candidate for Council's consideration.

Article 16 – Elections of Nominees; Voter Eligibility

16.1 Nominees for appointment to a Board for each existing BIA are to be elected at AGMs of the BIA membership held in Council election years.

16.2 The members of a newly formed BIA shall nominate Board Members at their AGMs following the adoption by Council of the BIA designating by-law.

16.3 All nominees shall complete and submit an application for Board nomination, provided by the Commissioner of Infrastructure and Planning, prior to the vote by the membership required by Article 14.2(b).

16.4 Each BIA Member is entitled to a single vote per question or motion at BIA AGMs and general meetings, regardless of the number of properties or businesses that the member may own or lease in the BIA.

16.5 Notwithstanding Article 14.2(b), a member of a BIA may appoint in writing one representative to stand for nomination to the Board on behalf of the member, regardless of the number of properties or businesses that the member owns.

16.6 Ownership of properties.

a. Where a person is the sole owner of more than one property within the BIA, or is the sole owner of more than one corporation that owns property within the BIA, the person and the corporations solely owned by that

person shall have a total of only one vote, regardless of the number of properties owned by that person and the different corporations solely owned by that person.

b. Where a person is the sole owner of a property and joint owner of one or more additional properties within the BIA, one vote is given for the property owned by that person alone and one vote is given for each jointly owned property, provided the co-owners in each case are different persons and they or their representatives attend the meeting where the vote is held.

c. Where a person is the sole owner of a corporation and part owner of different corporations that own property within the BIA, one 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 and they or their representatives attend the meeting where the vote is held.

16.7 A BIA Member may, through the completion of a designate form provided by the Commissioner of Infrastructure and Planning, nominate in writing a designate to vote on behalf of the member at a general meeting or AGM, provided the designate nominated has not also been nominated by another member of the BIA.

16.8 The person nominated under Article 16.7 must not be a member of the BIA.

16.9 Designate forms required under Article 16.7 must be submitted to the Commissioner of Infrastructure and Planning at least five business days in advance of the AGM or general meeting and the submission deadline must be identified in the notice of that meeting and must be accompanied by proof of property or business ownership within the BIA.

16.10 The Commissioner of Infrastructure and Planning shall forward the completed designate forms to each Board Officer a minimum of three business days prior to the date of the general meeting or AGM.

Article 17 – Officers

17.1 Each Board shall elect a Chair and Vice-Chair, Secretary and Treasurer and such other officers from its Board members as the Board may deem necessary to properly conduct the business of the Board, as soon as possible after its members are appointed.

Article 18 – Board Vacancies; Replacements; Additions

18.1 If a Board vacancy occurs for any cause, a person shall be selected by the Board to fill the vacancy for the unexpired portion of the term and shall be brought forward to Council for approval.

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

18.3 During the term of the Board, a resolution requesting Council to approve an increase in the size of a Board can be adopted by the BIA membership at an AGM or general meeting, provided the proposed increase is listed in the meeting notice as an agenda item.

Article 19 – Meetings; Records

19.1 A Board shall hold at least four meetings each year, including the AGM, to which all members of the BIA shall be invited.

19.2 A Board shall keep proper minutes and records of every meeting of the Board and shall forward signed copies of the minutes and records to all members of the Board and to the Clerk.

Article 20 – Quorum – Board of Management

20.1 A majority of the members of a Board constitutes a quorum of the Board.

20.2 No business shall be transacted at a Board meeting unless quorum is present.

Article 21 – Annual General Meeting; Notice

21.1 Notice of the AGM must include the meeting agenda, Council-approved and estimated expenditures for the current year, and proposed revenues and expenditures for the following year.

21.2 A copy of the designate form provided for in Article 16.7 must be attached to the AGM notice.

21.3 A Board shall supply the Commissioner of Infrastructure and Planning with the notice of the AGM and any accompanying materials at least 20 business days before the date of the AGM.

21.4 The City shall send the notice of the AGM by prepaid mail at least 15 business days before the date of the meeting to BIA property owner members.

21.5 A Board shall distribute notices of the AGM to BIA tenant members and Council members sitting on the Board at least 15 business days before the date of the meeting.

21.6 A Board's complete audited financial statements, with balance sheet and revenue and expenditure statements, must be available at the AGM.

21.7 BIA members at the AGM shall appoint the City's auditor to prepare the audited financial statement for the following year.

Article 22 – Quorum – Annual General Meetings and General Meetings

22.1 No business shall be transacted at an AGM or general meeting unless a quorum of the Board is present as set out in Article 20.1.

Article 23 – Councillors Attending Annual General Meetings

23.1 No Councillor shall vote at AGM or general meeting, unless s/he is BIA Member as defined in Article 1.

Article 24 – Procedure By-law

24.1 A Board shall, within six months of the passage of this By-law, adopt the procedures set out in Schedule B attached hereto.

24.2 A Board may make policies in addition to those in Schedule B provided they are not in conflict with and do not undermine the intent of Schedule B.

24.3 A Board shall, within six months of the passage of this By-law, adopt policies consistent with legislation and/or City By-laws/Policies pertaining to the procurement of goods and services and the hiring of employees, as required under the Act and a policy concerning:

a. restrictions on the use of Board resources and staff during election campaigns; and

b. participation by Board members and BIA staff in election campaigns.

24.4 A Board for a new BIA shall comply with the provisions of Articles 24.1, 24.2 and 24.3 within six months of its appointment by Council.

Article 25 – Insurance

25.1 The City shall not provide any insurance coverage to a BIA or to a Board.

Article 26 – Dissolution of Board

26.1 Upon the repeal of a designating by-law, the Board is dissolved and the assets and liabilities of the Board become the assets and liabilities of the City.

Article 27 – Liabilities Upon Dissolution

27.1 If a Board is dissolved and the liabilities exceed the assets assumed by the City, Council shall recover the difference by imposing a charge on each Business Property in the former BIA.

Article 28 – Annual Budget

28.1 A Board, or in the case of a newly-established BIA, a steering committee, shall prepare a proposed annual budget for each fiscal year by the date and in the form required by the City's Commissioner of Corporate and Legislative Services, and shall hold an AGM or general meeting to discuss and adopt the annual budget.

28.2 A Board, or in the case of a newly-established BIA, a steering committee, shall submit the annual budget to the City's Commissioner of Corporate and Legislative Services by the date and in the form required by the City's Commissioner of Corporate and Legislative Services, and Council may approve it in whole or in part..

28.3 In the case of a newly-established BIA, Council shall accept for consideration an annual budget adopted at an AGM at which the first Board of the BIA has also been selected through a vote of the membership and submitted for consideration by Council.

Article 29 – Financial Procedures and Reports

29.1 A BIA shall, as directed by its Board, adopt and maintain banking arrangements and sound business practices.

29.2 The Treasurer of a Board shall prepare and present written financial statements of expenses, revenues and bank balances for the Board's review and consideration at each regular meeting and then submit the Board-approved statements to the City's Commissioner of Corporate and Legislative Services.

29.3 Cheques issued by a Board shall be signed by two authorized individuals, at least one of whom must be a Board Member.

29.4 A Board's fiscal year is the calendar year.

29.5 After Council's approval of a BIA's budget, the City's Commissioner of Corporate and Legislative Services,

upon being invoiced quarterly by each BIA, shall remit 25% of the BIA's special charge.

Article 30 – Audited Financial Statements

30.1 A Board shall submit its audited financial statements for the preceding year for Council's approval by the date and in the form required by the City's Commissioner of Corporate and Legislative Services.

30.2 Where the auditor for the BIA has identified audit or financial reporting related issues through the preparation of a management letter, the Board shall submit a letter to the Commissioner of Corporate and Legislative Services indicating how and when the Board intends to address the issues identified in the management letter.

30.3 If a Board fails to comply with the requirements contained in Articles 30.1 and 30.2 B, the City's Commissioner of Corporate and Legislative Services shall withhold payment of the BIA's special charge until the Board complies.

Article 31 – Funds to be Raised

31.1 Council shall annually raise the amount required for the purposes of a Board, including any interest payable by the City on money borrowed by it for the purposes of the Board.

31.2 Before Council raises the funds for the following year in accordance with Article 31.1, the Board shall:

a. Submit all meeting minutes and financial statements in accordance with Article 19.2 and Article 29.2; and

b. Provide evidence to the Commissioner of Infrastructure and Planning that it has complied with Articles 24.1, 24.2 and 24.3.

Article 32 – Special Charge

32.1 Council may raise the amount referred to in Article 31.1:

a. By imposing a special charge upon rateable property in the BIA that is in a business property class; or

b. By imposing a special charge upon each Business Property in the BIA that is in a business property class and that, in Council's opinion, derives special benefit from the BIA, which special charge may be calculated using different percentages of the assessment for one or more separately assessed properties or categories of separately assessed properties in the class if the resulting special charge is equitable in accordance with the benefits that, in Council's opinion, accrue to the properties from the activities related to the BIA.

Article 33 – Priority Lien Status

33.1 Charges levied under this By-law have priority lien status under the Act and shall be added to the tax roll.

Article 34 – Amendments to Peterborough Municipal Code – Repeal of By-laws

34.1 Effective upon this by-law receiving third reading, the following are hereby repealed in their entirety:

a. Chapters 64 and 66 of the Peterborough Municipal Code;

b. By-laws 94-06, 1980-142, 1982-93 and 1989-2.

Article 35 – Continuation of Boards of Management and BIAs

35.1 This by-law continues and does not change the boundaries of either the Downtown Business Improvement Area or of the East City Ashburnham Village Business Improvement Area and continues the existence and operation of each aforementioned Board of Management, subject to the requirements of this by-law.

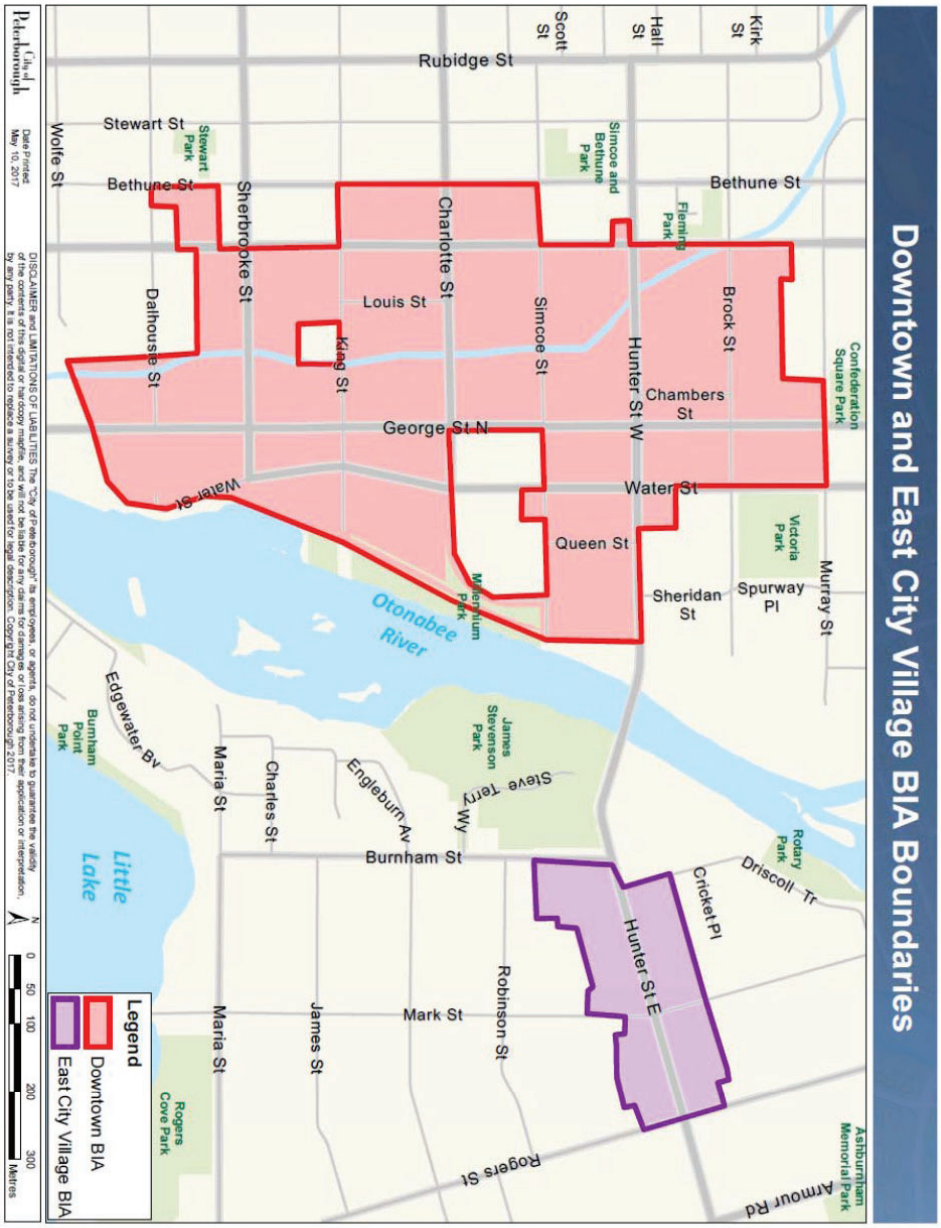
By-law read a first, second and third time this 11th day of September, 2017.

(Sgd.) Daryl Bennett, Mayor

(Sgd.) John Kennedy, City Clerk

Schedule A
Individual Boards of Management and Map of BIAs

BIA	Designation By-law	Number of Members	Number of Councillors	Ward in Which BIA is Located	Members Required for Quorum
Downtown BIA	Chapter 64 of the Peterborough Municipal Code, Section 64.1.1	7-9	1	Town	50% + 1
East City Ashburnham Village BIA	Chapter 66 of the Peterborough Municipal Code, Section 66.1.1	7-9	1	Ashburnham	50% +1



Schedule B
BIA Board of Management Procedures

1.0 Rules of Procedure

1.1 The rules in this By-law are to be observed in all meetings of the general membership, the Board of Management (the "Board") and committees of the Board.

1.2 The rules of procedure are to be interpreted in a manner that promotes the following fundamental principles:

a. the protection of basic rights by recognizing the right of the majority to decide, the minority to be heard, and individuals to have the opportunity to participate;

b. the maintenance of decorum, with all participants being treated with courtesy and respect;

c. all members have the right to information to help make decisions;

d. members have a right to an efficient meeting;

e. all members have equal rights, privileges and obligations; and

f. in the event of conflict, facilitating a reasonable compromise.

2.0 Duties of Officers

2.1 The Chair shall:

a. chair all meetings of the BIA and of the Board, follow the agenda, and decide on whether motions are in order;

b. rule on all procedural matters and maintain decorum;

c. ensure motions and amendments are clearly expressed and, if there is no motion under consideration, summarize the discussion for the purpose of the minutes;

d. have general supervision of the affairs of the BIA;

e. along with the Secretary or Treasurer, sign all by-laws and execute any documents, contracts or agreements;

f. perform any other duties which the Board may, from time to time, assign;

g. sit, ex officio, on all committees; and

h. ensure that all past records of the Board are transferred to the succeeding Treasurer when there is a change of Treasurer.

2.2 The Vice-Chair shall exercise any or all of the duties of the Chair in the absence of the Chair or if the Chair is unable for any reason to perform those duties.

2.3 The Secretary shall:

a. give notice of each regular and special meeting of the Board together with an agenda of the matters to be considered so that notice and agenda will reach members at least five business days, where feasible, in advance of the meeting;

b. record the minutes of each meeting and present the minutes at the following meeting for adoption. The minutes shall record:

i. the place, date and time of meeting;

ii. the name of the Chair;

iii. the names of all Board members present, and those not present, at the meeting;

iv. the names of all others present at the meeting;

v. the correction and adoption of the minutes of the prior meeting; and

vi. all motions, decisions and other proceedings of the Board.

c. record confidential minutes of closed sessions of the Board;

d. along with the Chair, sign the adopted minutes and submit a copy of the to the Commissioner of Infrastructure and Planning;

e. keep or cause to be kept: the BIA's records and books of the BIA, including BIA by-laws, policies and resolutions; the registry of Officers and Board members; the minutes of the AGM, general meetings, meetings of the Board or any committees thereof, and any committee reports;

f. certify copies of any record, registry, by-law, resolution or minute; and

g. give notice of the AGM and general meetings.

2.4 The Treasurer shall:

a. under the direction of the Board, supervise the expenditure of the funds of the BIA;

b. keep and maintain the financial records and books of the BIA;

c. assist the auditor in the preparation of the financial statements of the BIA;

d. perform any other duties that the Board may from time to time assign;

e. maintain an inventory of all physical assets owned or leased by the BIA;

f. prepare and distribute the proposed annual budget in accordance with the requirements of the City; and

g. prepare and present written financial statements for the Board's review and consideration at each regular meeting and submit the Board-approved statements to the City’s Commissioner of Corporate and Legislative Services.

3.0 Agendas

3.1 The Chair, in consultation with the Secretary, and other members of the Board as required, shall establish the agenda for each meeting, based on matters submitted prior to the agenda deadline.

3.2 Board members are entitled to submit agenda items for consideration by forwarding them to the Secretary prior to the agenda distribution deadline.

3.3 The Secretary shall distribute the agenda and previous meeting minutes to all Board members a minimum of three business days prior to the subject Board meeting.

4.0 Votes

4.1 E very member, including the Chair, has a vote on all motions, unless prohibited by law (for example, a declared conflict of interest) in which case the Secretary shall record the name of the member who does not vote and reason for not voting.

4.2 The members of the Board shall vote on any motion arising at any meeting of the Board. All motions must be seconded prior to proceeding to a vote.

4.3 Motions may include:

a. motion to approve or adopt an item;

b. motion to receive an item;

c. motion to postpone or refer an item; and

d. motion to adjourn the meeting, provided the motion to adjourn is not made when another member is speaking, a vote has been called, the members are voting, or a member has indicated to the Chair his or her desire to speak on the matter under consideration.

4.4 A majority of votes shall decide each motion.

4.5 A tie vote means a motion does not carry.

4.6 Members have the right to abstain from voting. An abstain vote is a vote in the negative.

5.0 Deputations

5.1 The Board may hear deputations from the public at its discretion and may set limits for speaking time.

6.0 Annual General Meeting

6.1 The AGM shall include, but not be limited to:

i. minutes of the last AGM;

ii. declarations of conflict of interest;

iii. annual activity report of the Board;

iv. annual financial report;

v. audited financial statement;

vi. appointment of auditor for following year;

vii. proposed annual budget for the following year;

viii. election of the Board (if a municipal election year); and

ix. any other business that may properly be brought before the meeting.

7.0 Determination of Motions

7.1 All motions arising at any meeting of the BIA members, other than those arising under new business, shall relate to an item on the agenda for that meeting and the Chair shall have the right to determine whether a motion is in order.

All questions shall be decided by a majority vote unless otherwise stated in this by-law or as required by law. At all meetings, every motion shall be decided by a show of hands or voting cards unless a ballot on the motion is required by the Chair or requested by a BIA member. The Chair shall declare that a motion has been carried or not carried. The motion shall be entered into the minutes of the BIA meeting. It is not necessary to record the number or the proportion of votes.