



**Downtown Oakville Business Improvement Area Constitution**  
(2014 amendments)

**PREAMBLE**

In accordance with section 204(1) of the *Municipal Act, 2001*, as amended, or its predecessor legislation, the Board of Management for the Downtown Oakville Business Improvement Area has been continued as a local board for the purposes and with the authority set out by the Municipal Act.

**GENERAL**

*1.0 Definitions*

In this Constitution, the following terms shall have the following meanings:

- 1.1 AGM – shall mean the annual general meeting or the annual and special general meeting of the BIA to which all Members of the BIA shall be invited;
- 1.2 Area – shall mean the area comprised of the land outlined in Schedule A which has been designated by Council as the Downtown Oakville Business Improvement Area within the meaning of the Municipal Act, as such area may, from time to time, be expanded or contracted by Council in accordance with the provisions of the Municipal Act;
- 1.3 BIA – shall mean Downtown Oakville Business Improvement Area;
- 1.4 BIA Office – shall mean the office maintained by the BIA and located at 146 Lakeshore Road East Oakville, Ontario L6J 1H4 or such other location as the Board may approve from time to time;
- 1.5 BIA website – shall mean oakvilledowntown.com or such other web domain as the Board may approve from time to time;
- 1.6 Board – shall mean the Board of Management for the Downtown Oakville Business Improvement Area;
- 1.7 Board Member – shall mean a member of the Board of Management for the Downtown Oakville Business Improvement Area;

- 1.8 Business Day – shall mean any day other than a Saturday, Sunday or holiday as defined under the *Legislation Act, 2006*, S.O. 2006, c. 21, Schedule F, as the same may be amended, replaced or restated from time to time;
- 1.9 Constitution – shall mean this constitution of the BIA as the same may be amended or restated from time to time;
- 1.10 Council – shall mean the Council for the Town;
- 1.11 Member – shall mean any person that qualifies as a member of the BIA pursuant to section 4.0;
- 1.12 Membership – shall mean all Members of the BIA;
- 1.13 Membership Roll – shall mean the list of Members of the BIA prepared and maintained by the BIA pursuant to section 6.0 of this Constitution;
- 1.14 Municipal Act – shall mean *Municipal Act, 2001*, S.O. 2001, c. 25, as the same may be amended, replaced or restated from time to time;
- 1.15 Special Meeting – shall mean a special general meeting of the BIA to which all Members of the BIA shall be invited; and
- 1.16 Town – shall mean The Corporation of the Town of Oakville

In this Constitution, a reference to a section or subsection refers to a particular section or subsection of this Constitution unless the reference is specific to another document or legislation.

## 2.0 Purpose

The BIA is entrusted, subject to the limitations hereinafter set, to the improvement, beautification and maintenance of the municipality owned lands, buildings and structures in the Area beyond that provided at the expense of the Town generally; and to promote the Area as a business or shopping area.

## 3.0 Rules of Procedure

- 3.1 The rules in this Constitution are to be observed in all meetings of the Membership, the Board and committees of the Board.
- 3.2 The rules of procedure are to be interpreted in a manner that promotes the following fundamental principles:
  - (a) the protection of the 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.
- 3.3 Unless this Constitution specifies otherwise, a matter passes when a majority of votes cast by Members present are in favour of the matter.
- 3.4 The Membership has a right to participate in the decision-making process of the Board by writing to the Board or committee, by submitting a public petition, or by making a public presentation. Where [five (5)] Members submit a request in writing to the Executive Director at least [ten (10)] Business Days before a regular Board Meeting that a matter be considered by the Board, the matter shall be included in the agenda for the Board Meeting. Where the request is submitted less than [ten (10)] Business Days before the Board Meeting, the matter shall be included in the agenda for the subsequent Board Meeting.
- 3.5 No unintentional error or omission in giving notice for a meeting shall invalidate such meeting.

## **MEMBERSHIP**

### *4.0 Members*

The following shall be members of the BIA:

- 4.1 every person who was assessed, on the then most recent returned assessment roll, with respect to rateable property in the Area that is in a business property class;
- 4.2 recent purchasers of property in the Area that is in a business property class, but not assessed on the then most recent returned assessment roll; and
- 4.3 tenants of any property which would be included in subsection 4.1 or 4.2 where the tenant conducts business at such property.

### *5.0 Votes*

Each Member in good standing shall be entitled to one vote on each item arising at any general meeting of the Membership regardless of the number of properties that the

Member may own or lease in the Area. A corporate Member may nominate in writing one individual to vote on behalf of the corporation.

#### *6.0 Membership Roll*

The BIA shall maintain a roll of the Membership.

#### *7.0 AGM*

- 7.1 The AGM shall be held at a location in Oakville and on a date determined by the Board and held on or before June 30 of each year.
- 7.2 Notice of the AGM shall be posted on the BIA's website and given in writing to every Member listed on the Membership Roll at least [fifteen (15)] Business Days prior to the meeting. The notice shall also be posted in a conspicuous place at the BIA's office.
- 7.3 The business to be transacted at the AGM shall include the following:
  - (a) consideration of the minutes of the previous AGM and any Special Meetings held since the previous AGM;
  - (b) report on the annual activities of the Board;
  - (c) presentation of the annual audited financial statements for the BIA;
  - (d) appointment of an auditor for the following year;
  - (e) consideration of a proposed budget for the following year;
  - (f) consideration of amendments to this Constitution, if any; and
  - (g) any other business that may properly be brought before the meeting.

#### *8.0 Special Meetings*

- 8.1 The Board may, from time to time, call a Special Meeting for any date and time to be held at a location in Oakville as the Board shall determine.
- 8.2 The notice for the Special Meeting shall indicate the items to be considered at the Special Meeting.
- 8.3 Notice of the Special Meeting shall be posted on the BIA's website and given in writing to every Member listed on the Membership Roll at least [fifteen (15)] Business Days prior to the meeting. The notice shall also be posted in a conspicuous place at the BIA's office.
- 8.4 Only the business specified in the notice for the Special Meeting may be transacted at the Special Meeting.

#### *9.0 Quorum*

- 9.1 The quorum at the AGM or any Special Meeting shall be [ten (10)] Members present in person at the meeting.

- 9.2 If a quorum is not present within [fifteen (15)] minutes of the scheduled start time of the AGM or the Special Meeting or at any time during the AGM or Special Meeting, then the meeting shall be adjourned.

## **ELECTIONS**

### *10.0 Elections*

Elections for the Board will be held in each year municipal elections are held. As referenced below in section 11.0, the Membership shall elect six (6) of the seven (7) Board Members.

Six (6) members of the Board are BIA Members and one (1) member is elected by Town Council. To ensure the BIA members have a Board that is well positioned to represent the key functions of the BIA the ideal board would have members representing the following expertise: Marketing; Beautification; Finance; Legal; Operations; Stakeholder Relations.

Elections shall be held as set out in this section 10.0 on or close thereto the dates listed, as is reasonable given days of the week and Council approval meeting date.

### 10.1 Nominations

Nominations are open from [September 5] to [October 5]. Nominations must be received by Board Chair by [5:00 pm] on [October 5] and must be signed by [two (2)] Members. A notice calling for nominations and advising of the closing date and time for receiving nominations shall be posted on the BIA's website and given in writing to every Member listed on the Membership Roll at least [fifteen (15)] Business Days prior to [September 5].

### 10.2 Eligibility

To be eligible to run for election and, if elected to serve as a Board Member, an individual must:

- (a) be a Member or a shareholder, director, or employee of a Member who has the written consent of the Member to run for, and if elected to serve as, a Board Member;
- (b) be at least eighteen (18) years of age;
- (c) not be a person who has been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property or who has been found incapable by a court in Canada or elsewhere;
- (d) not have the status of bankrupt; and

- (e) sign the “Nomination Consent Form” available from the BIA Office.

### 10.3 Voting

Once nominations close pursuant to subsection 10.1, the Board Chair shall determine whether [six (6)] eligible persons or fewer have been nominated or whether more than [six (6)] eligible persons have been nominated. If [six (6)] eligible persons or fewer have been nominated, then no vote shall be required and the persons nominated shall be declared elected by acclamation. If more than [six (6)] eligible persons have been nominated then an election shall be held as follows:

- (a) A ballot listing all candidates in alphabetical order shall be prepared and distributed to each Member on the Membership Roll. A Member, who is not on the Membership Roll, may obtain a ballot by attending at the BIA Office and providing evidence of their status as a Member satisfactory to the Board Chair.
- (b) All ballots must be received by 5:00 pm on [November 5].
- (c) Members may vote for up to [six (6)] names on the ballot but may in their absolute discretion vote for less than [six (6)] names. Ballots marked to vote for more than [six (6)] names shall be declared to be spoiled.
- (d) The [six (6)] nominees receiving the most votes shall be declared elected.

### 10.4 Notice to Clerk

The names of the nominees who have been elected shall be forwarded to the Town Clerk by no later than [November 10] of the year of election, unless otherwise directed by the Town Clerk.

### 10.5 Council Appointments

At its inaugural meeting following a municipal election, Council shall appoint one (1) member of Council to the Board and may appoint the [six (6)] persons elected pursuant to this section 10.0 to the Board. Council may refuse to appoint a person elected pursuant to section 10.0, in which case Council may leave the position vacant or direct that a Special Meeting of the Membership be held to elect another person for Council’s consideration. If Council refuses to appoint a person elected and directs that a Special Meeting be held, then the Board will conduct a new election. If fewer than [six (6)] persons have been elected pursuant to this section 10.0, then Council may appoint persons in its discretion to bring the total number of Board Members to [seven (7)].

## 10.6 Term

Board Members shall hold office concurrent with the term of the Council that appointed them, provided that the person continues to be qualified to be a Board Member.

## 10.7 Remuneration

Board Members shall receive no remuneration, either directly or indirectly, for services rendered as a Board Member, but may be reimbursed for out-of-pocket expenses incurred by them in representing the BIA upon approval of the Board.

## **VACANCIES ON BOARD**

### *11.0 Vacancies*

The following provisions shall apply with respect to vacancies in the Board during the Board's term of office.

#### 11.1 Creation of Vacancy

A vacancy shall occur where a Board Member:

- (a) dies;
- (b) resigns from office;
- (c) is no longer eligible pursuant to subsection 10.2; or
- (d) except in the case of sickness or extenuating circumstances approved by the Board, is absent from Board meetings for three (3) consecutive meetings without being authorized to do so by resolution of the Board.

For greater certainty, if pursuant to subsection 10.5 or 11.6, Council refuses to appoint a person elected and leaves a vacancy, such vacancy is not a vacancy which may be filled pursuant to this section 11.0.

#### 11.2 Council May Fill Vacancy

If a vacancy occurs for any cause, Council may appoint a person to fill the vacancy for the unexpired portion of the term and the person appointed is not required to be a Member of the BIA. If Council determines, Council may direct that the process set forth in subsections 11.3 through 11.6, inclusive, be followed.

#### 11.3 Notifying Membership

Where Council directs pursuant to subsection 11.2, notification of a vacancy and the date that the Board shall consider filling the vacancy shall be made to the Membership by way of a posting on the BIA's website and the BIA's monthly

newsletter at least [fifteen (15)] Business Days prior to the date the Board will consider filling the vacancy. Interested persons shall notify the BIA Office [five (5)] Business Days prior to the date the Board shall consider filling the vacancy.

#### 11.4 Election

Where notification has gone out to the Membership pursuant to subsection 11.3, the Board shall elect a person who has consented to accept the office of Board Member if he/she is elected. If more than one person is nominated to fill the vacancy, the Board shall vote to fill the vacancy and the nominee receiving the most votes shall be declared elected to fill the vacancy.

#### 11.5 Notice to Clerk

The name of the person elected to fill the vacancy pursuant to subsection 11.4 shall be forwarded to the Town Clerk following the election.

#### 11.6 Council Appointment

Where Council receives the result of an election, Council may appoint the person or persons elected to fill the vacancy or vacancies on the Board. Council may refuse to appoint a person elected, in which case Council may leave the position vacant or direct that a Special Meeting of the Membership be held to elect another person for Council's consideration. If Council refuses to appoint then person elected and directs that a Special Meeting be held, then the Board will conduct a new election.

### **BOARD OF MANAGEMENT**

#### 12.0 *Role of Board*

The Board shall have control and management of the overall operation of the BIA, determine all policies, supervise the affairs of the BIA and maintain and liaise with the Town. The Board is accountable to the Membership.

#### 13.0 *Size of Board*

The Board is a corporate body and shall consist of [seven (7)] Board Members. One (1) of the [seven (7)] Board Members shall be a member of Council appointed by Council in Council's absolute discretion. The other [six (6)] Board Members shall be appointed by Council based upon the results of the elections contemplated in section 10.0.

#### 14.0 *Quorum*

14.1 A majority of Board Members shall constitute a quorum for Board meetings.



- 14.2 If a quorum is not present within [fifteen (15)] minutes of the scheduled start time of the Board meeting or at any time during the Board meeting, then the meeting shall be adjourned.
- 14.3 Where there is not a quorum, the Board Members present may agree to proceed informally with the agenda and the Secretary shall report at the next meeting of the Board on any proposals made at the informal gathering.
- 14.4 Any proposals made at the informal gathering shall be submitted to the Board for consideration at its next regular meeting. Proposals will have no binding effect on the BIA unless approved by the Board at a formal meeting.

#### 15.0 *Voting*

- 15.1 With the exception of the Chair, who shall only vote to make a tie or break a tie, every Board Member has one (1) 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 Board Member not voting and the reason for not voting.
- 15.2 Except as provided in subsection 34.1, all questions or issues shall be decided by a majority of votes cast. A tie vote means that a motion does not carry.
- 15.3 All motions must be seconded prior to proceeding to a vote.
- 15.4 A declaration of the Chair that a motion has been carried or failed and an entry to that effect in the minutes shall be admissible in evidence as *prima facie* proof of the fact, without proof of the number or proportion of votes recorded in favour or against any motion.

#### 16.0 *Standard of Care*

Every Board Member shall:

- 16.1 exercise the powers and discharge the duties of a Board Member honestly, in good faith, and in the best interests of the BIA; and
- 16.2 exercise the degree of care, diligence and skill that a reasonable and prudent person would exercise in comparable circumstances.

The Board shall comply with the provisions of the Town's *Code of Conduct for Members of Council and Local Board Members*, as the same may be amended, restated or replaced from time to time.

#### 17.0 *Conflict of Interest*

17.1 Every Board Member, who has a direct or indirect conflict of interest concerning any matter to be considered by the Board, or any direct or indirect interest in any contract or arrangement, or proposed contract or arrangement with the BIA, shall disclose his/her interest in the manner required by the *Municipal Conflict of Interest Act*, R.S.O. 1990, c. M-50, as the same may be amended or replaced from time to time, and shall:

- (a) declare his/her interest at the first meeting of the Board after which he/she became interested or aware of such interest; and
- (b) not vote on any motion or participate in any discussion with respect to a motion concerning the proposed contract or arrangement.

A declaration of interest shall be recorded in the minutes of the meeting at which it is made.

17.2 For the purposes of section 17.1, the pecuniary interest of a spouse, child or parent of a Board Member shall be deemed to also be the pecuniary interest of the Board Member.

#### *18.0 Board Meetings*

18.1 The Board shall meet [monthly except for the month of July] on a regular day and time to be fixed at the beginning of each year. A schedule of the dates and times for such regular meetings shall be posted on the BIA's website.

18.2 The Chair may call special meetings of the Board at such times [(including during July)] as he/she determines appropriate.

18.3 The Board may hold its meetings at any place in the Town as the Board may from time to time determine.

#### *19.0 Board Meetings to be Open*

19.1 All meetings of the Board shall be open to the public; provided, however that a meeting of the Board may be closed, to the public if the subject matter being considered is:

- (a) the security of the property of the BIA;
- (b) personal matters about an identifiable individual, including an employee of the BIA;
- (c) a proposed or pending acquisition or disposition of land by the BIA;
- (d) labour relations or employee negotiations;
- (e) litigation or potential litigation, including matters before administrative tribunals, affecting the BIA;

- (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
- (g) a matter in respect of which the Board may hold a closed meeting under a statute of Ontario.

19.2 In addition to the situations set out in section 19.1(a) through (g), a meeting may be closed to the public if the following conditions are both satisfied:

- (a) the meeting is held for the purpose of educating or training the Board Members; and
- (b) at the meeting, no Board Member discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the Board.

19.3 Before holding a meeting or part of a meeting that is to be closed to the public, the Board shall state by resolution:

- (a) the fact of the holding of the closed meeting and the general nature of the matter to be considered at the closed meeting; or
- (b) in the case of a meeting closed under section 19.2, the fact of the holding of the closed meeting, the general nature of its subject-matter and that it is to be closed under that section.

19.4 Subject to section 19.5, a meeting shall not be closed to the public during the taking of a vote.

19.5 A meeting may be closed to public during a vote if,

- (a) section 19.1 or 19.2 permits or requires the meeting to be closed to the public; and
- (b) the vote is for a procedural matter or for giving directions or instructions to officers, employees or agents of the BIA or a committee or persons retained under a contract with the BIA.

19.6 The Board shall hear deputations from the public, including Members of the BIA, and may, at its discretion, set limits for speaking time.

## *20.0 Notice of Board Meetings*

20.1 All Board Members are to receive notice of a meeting of the Board at least [five (5)] Business Days in advance of the meeting date.

20.2 In addition to the notice, Board Members shall also receive the minutes from the previous meeting at least [five (5)] Business Days in advance of the meeting date.

20.3 The notice of meeting, together with the agenda for the meeting, shall be posted on the BIA's website at least [three (3)] Business Days in advance of the meeting date.

### *21.0 Appointment of Officers by Board*

At its first meeting following its appointment by Council, the Board shall appoint the following officers, who shall serve for the term of the Board or until he/she resigns from the position or until he/she is removed from office by a majority vote of the Board:

- 21.1 Chair;
- 21.2 Vice-Chair;
- 21.3 Secretary; and
- 21.4 Treasurer.

Additional officer positions may be appointed by the Board if the Board deems it desirable.

### *22.0 Removal of Officers by Board*

Officers serve at the pleasure of the Board and may be removed from office by a majority vote of the Board. An officer must be given notice in writing at least [five (5)] Business Days in advance of a Board meeting that a motion to remove him/her from office will be made. If the officer is not a Board Member, the officer shall have the right to attend and speak at the Board meeting with respect to the question of his/her removal.

### *23.0 Committees*

- 23.1 The Board may establish such committees as it deems advisable to carry out the objectives of the BIA or to advise the Board. The Board shall prescribe the duties and mandate of any committee established.
- 23.2 The Board may appoint such persons to committees as it deems appropriate.
- 23.3 All committees shall be directly responsible to the Board and shall report to the Board

## **OFFICERS**

### *24.0 Duties of Officers*

The following officers shall have the following duties:

- 24.1 The Chair shall:
  - (a) chair all meetings of the Membership 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) unless the Board specifies otherwise, along with the Secretary or

- Treasurer, sign all by-laws and execute any documents, contracts or agreements;
- (f) sit, *ex officio*, on all committees of the Board;
  - (g) ensure that all past records of the Board are transferred to the succeeding Treasurer when there is a change of Treasurer
  - (h) be the representative of, and spokesperson for, the Board;
  - (i) perform any other duties as the Board may, from time to time, assign.

24.2 The Vice-Chair shall:

- (a) exercise any or all duties of the Chair in the absence of the Chair or if the Chair is unable for any reason to perform those duties; and
- (b) perform any other duties as the Board may, from time to time, assign.

24.3 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 the notice and agenda will reach Members at least [five (5)] Business Days in advance of the meeting;
- (b) take minutes of each regular and special meeting of the Board and shall record in the minutes:
  - (i) the place, time and date of the meeting; the name of the acting chair,
  - (ii) the Board Members present and the Board Members absent;
  - (iii) any correction to, and the adoption of, the minutes of the previous meeting; and
  - (iv) all resolutions;
- (c) keep or cause to be kept the BIA's records and books, including:
  - (i) the Constitution;
  - (ii) all by-laws, policies and resolutions approved by the Board and/or the Membership;
  - (iii) the register of Officers and Board Members;
  - (iv) the minutes of any AGM or Special Meeting;
  - (v) the minutes of any meetings of the Board or any committee of the Board; and
  - (vi) any committee reports;
- (d) certify copies of any record, registry, by-law, resolution or minute;
- (e) give notice of the AGM and any Special Meeting of the Membership; and
- (f) perform any other duties that the Board may, from time to time, assign.

24.4 The Treasurer shall:

- (a) keep and maintain the financial records and books of the BIA;
- (b) provide Town finance staff with all financial records, to assist them in the preparation of the financial statements of the BIA;
- (c) maintain an inventory of all physical assets owned or leased by the BIA and provide such inventory to Town finance staff annually for year end;
- (d) prepare and distribute the proposed annual budget in accordance with requirements of the Town;
- (e) ensure that the BIA is not doing any of the things prohibited by subsection 30.3;
- (f) co-sign with the Chair (or the Vice Chair pursuant to clause 24.2(a)) all cheques;
- (g) unless the Board specifies otherwise, co-sign with the Chair (or the Vice Chair pursuant to clause 24.2(a)) all contracts and agreements which have a direct financial impact upon the BIA
- (h) prepare and present written financial updates for the Board's review and consideration at each regular meeting of the Board;
- (i) provide the financial updates contemplated in (h) to the Town Treasurer or designate and immediately notify the Town Treasurer or designate where it appears that the BIA will experience a deficit in any year; and
- (j) perform any other duties that the Board may, from time to time, assign.

## **STAFFING**

### *25.0 Executive Director*

The Board may hire an Executive Director under such terms and conditions as it deems advisable and may delegate to this person authority to manage and direct the day-to-day business and affairs of the BIA as the Board may determine. The Executive Director is responsible to the Board and will report, between meetings of the Board, to the Chair. A complete position description shall be retained by the BIA and shall be available for viewing at the BIA office by the Membership and the Board.

### *26.0 Other Staff*

Additional staff may be hired to perform duties as required at the discretion of the Board. All staff shall be under the direction and supervision of the Executive Director.

## **FINANCIAL MATTERS**

### *27.0 Fiscal Year*

The fiscal year of the BIA shall terminate on the [31<sup>st</sup> day of December] of each year.

## 28.0 *Banking*

- 28.1 The bank for the BIA shall be determined by the Board.
- 28.2 The Board shall adopt and maintain banking arrangements and accounting practices that are acceptable to the Town of Oakville Treasurer or designate and shall keep banking statements and perform monthly bank reconciliations and shall submit such statements from time to time as the Town of Oakville Treasurer or designate may require.

## 29.0 *Auditors*

The external Auditors of the Town of Oakville shall be the auditors of the BIA and all books, documents, transactions, minutes and accounts of the BIA shall be open to inspection by the auditors.

## 30.0 *Budget*

- 30.1 The Board shall 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 Special Meetings for discussion of the proposed budget.
- 30.2 The Board shall submit the budget to Council by the date and in the form required by the Town and the Town may approve it in whole or in part but may not add expenditures to it.
- 30.3 As prohibited by section 205(3) of the Municipal Act, the Board shall not:
- (a) spend any money unless it is included in the budget approved by the Town or in a reserve fund established under section 417 of the Municipal Act;
  - (b) incur any indebtedness extending beyond the current year without the prior approval of the Town; or
  - (c) borrow money.

## 31.0 *Financial Reporting*

In addition to the financial reporting required pursuant to subsection 28.2, the BIA will notify the Town Treasurer immediately where it appears that the BIA will experience a deficit in any year.

## GENERAL MATTERS

### 32.0 *Town Policies*

The BIA will follow the Town's policies with respect to:

- 32.1 its sale and disposition of land;
- 32.2 its hiring of employees;
- 32.3 its procurement of goods and services; and
- 32.4 any other policy of the Town which the BIA may, from time to time, be required to follow pursuant to legislation.

### 33.0 *Correspondence*

All correspondence claiming to represent the Board or the BIA must be on BIA letterhead and have the signature of either the Chairman or the Executive Director. A copy of all correspondence will be kept on file at the BIA Office.

### 34.0 *Changes in Address*

If the Board changes the location of the BIA Office and/or the BIA website, notice shall be sent to all Members announcing the change.

## AMENDMENT

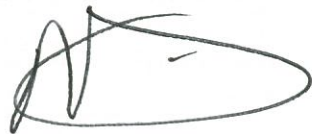
### 35.0 *Amendments to Constitution*

- 35.1 Any amendment to this Constitution may be adopted by a two-thirds (2/3) vote of Board Members present at any Board meeting provided written notice of the proposed amendment and date of such meeting shall have been given to Board Members at least ten (10) Business Days prior thereto.
- 35.2 Any amendment approved by the Board pursuant to subsection 35.1 is effective until the conclusion of the AGM following its adoption by the Board, but must be ratified by two-thirds (2/3) of votes cast by the Membership on the amendment in order to continue in effect after the AGM.



Oct 4 '14

Sharlene Plewman, Executive Director



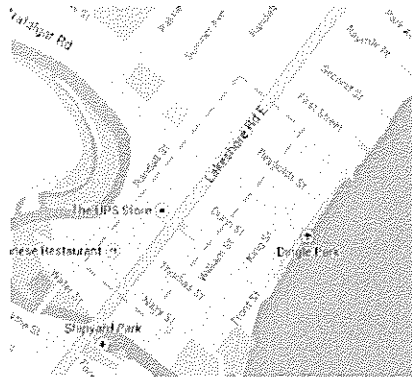
Oct 6/2014

NICHOLAS BOURIKAS

CHAIR OF BOARD DTBIA



# SCHEDULE A



*Welcoming You to*  
**DOWNTOWN OAKVILLE**

**OVER 2,800  
PARKING SPOTS**

● DAILY PARKING ● 5 HOUR PARKING ● 3 HOUR PARKING ● 2 HOUR PARKING

**MPG**  
**PARKADE**  
Mon-Fri \$1.50/hr,  
\$24/day  
Sat/Sun \$1.50/hr,  
\$4/day

**U**  
**UNDERGROUND**  
Mon-Sun 8am-6pm  
\$1.00/hr 10hr max.  
Sunday 5hr max  
Evenings 6pm-8pm  
\$1.00/hr 5hr max

### STREET PARKING

Lakeshore meters accept  
credit cards  
Long-term meters  
Water & Robinson

**FREE PARKING**  
on all street and  
open air lots after  
6pm, on Sundays  
and Holidays

*Always a Treat*  
oakvilledowntown.com

