



Woodstock BIA Board of Management Elections 2019-2022 Term

The 2019-2022 BIA Board of Management nomination period will be open from August 31 – September 25, 2020

Notice of Nomination Period

You're invited to help shape Downtown Woodstock for the future.

Your expertise and passion for Downtown Woodstock combined with your desire to work in cooperation and positivity with your fellow members is what shapes our community for the future. We invite you to apply this expertise as a BIA member and help ensure Downtown Woodstock's success for years to come.

WHAT IS A BUSINESS IMPROVEMENT AREA (BIA)?

A BIA allows local business people and property owners to join together and with the support of the municipality, to organize, finance, and carry out physical improvement (in the areas beyond that provided by the municipality) and promote the area as a business district, within established boundaries. The Downtown Woodstock BIA boundaries are from Bay/Beale Street in the East to Mill Street in the West and from Hunter Street (North) to Main Street (South).

The Woodstock BIA is led by a Volunteer Board of Management comprised of elected BIA members and one member by City Council.

ELECTION PROCESS

1. BIA members first express their desire to be on the Board by either registering themselves as a nominee or accepting a nomination of them made by someone else. To register yourself as a nominee you must have the support of at least two other BIA members. To nominate a candidate, that candidate must have the support of one other member. That candidate can either accept or decline the nomination. The nomination form is found in Appendix A, or by request from the BIA.
2. Nominees must also submit a nominee biography. See attached form.
3. **There are 2 Board Director Positions available.** If more candidates are nominated than there are positions available on the BIA Board, the nominees will be presented to the BIA members for voting. Members may vote for one candidate per available seat. Those candidates with the most votes will be presented to Council for approval and formal appointment to the Board. If a lesser number of candidates are nominated than the number of open positions on the Board, those candidates will be presented to Council for approval and formal appointment. The Board will continue to recruit to fill any open positions.

Nomination period closes September 25, 2020

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WHO CAN BE NOMINATED?

Nominations

Nominations must be received by the Chair, Woodstock BIA at 5:00 PM on September 25, 2020.

Eligibility

To be eligible to serve on the Board of Management, one must:

- a) Be a BIA Member (whereby Member is determined to be a person who owns a property that has been assessed the BIA levy or be a tenant of said property that is required to pay all or part of the levy within the rental agreement), 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; be at least eighteen (18) years of age;
- b) 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;
- c) Not have the status of bankrupt;
- d) Sign the "Nomination Form" attached, or picked up from the Woodstock BIA office.

Voting

Once **nominations close on September 25, 2020**, the Woodstock BIA, Manager or the Chair of the Woodstock BIA Board of Management (BOM) shall determine whether eleven (11) eligible persons or fewer have been nominated or whether more than eleven (11) eligible people have been nominated. If eleven (11) 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 eleven (11) eligible persons have been nominated then an **election** shall be held as follows:

A **ballot** listing all candidates in alphabetical order shall be prepared and available at the BIA office, to each Member on the Membership Roll. Elections will take place at the Annual General Meeting on September 28th, 2020 from 11:00am-2:00pm. A Member, who is not on the Membership Roll, may obtain a ballot by attending the BIA Office and providing evidence of their status as a Member satisfactory to the Woodstock BIA, Manager or the Chair of the BIA BOM. Each member of a BIA has one vote regardless of the number of properties that the member may own or lease in the improvement area.

All **ballots** must be received at the BIA by 2:00 PM on September 28, 2020.

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HOW DO I BECOME A NOMINEE?

To register as a nominee, fill out the Nomination Form and have **two** fellow BIA members support your nomination by signing to nominate you as a candidate for the BIA Board of Management Election and return the form to the BIA office via email or hard copy **by 5:00 pm September 25, 2020**. Once all of the nominations are received on September 25, the BIA Board of Management will review them.

HOW DO I NOMINATE SOMEONE ELSE?

Simply fill out the form Appendix A below (including securing a secondary nominator) and have the nominee sign it. **Two** signatures are required.

HOW DO I VOTE?

In the event of a need for an election, the list of nominees will be sent electronically for your review. You will then be required to visit the BIA office on Monday September 28, 2020 between 11 am – 2 pm to vote. Each member has only one (1) vote regardless of the number of properties that the member may own or lease in the improvement area.

Voting will close September 28, 2020 at 2:00 pm.

NOTE: We encourage you to review the biographies of all nominees before making your selection (bios will be delivered electronically and will be available upon request from the BIA office. Further, we advise you to keep in mind the benefits to having a well-rounded board that encompasses the key skill set of Marketing, Beautification, Finance, Legal, Operations, and Stakeholder Relations and represent the variety of BIA business owners that make up our membership and vote accordingly.

We value diversity and welcome nominees from all businesses, backgrounds, race, religion, creed, gender, orientation, and otherwise.

WHAT DOES A BOARD MEMBER NEED?

First and foremost, each Board member must have a keen interest in the affairs of Downtown Woodstock, as well as a commitment to serve and represent the best interest of **all** businesses in the community.

Further, to ensure the BIA members have a Board that is well positioned to represent the key functions of the BIA we are looking for individuals with expertise in the following categories:

- Marketing
- Beautification
- Economic Development
- Financial
- Legal
- Operations
- Staking holder Relations

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Each Nominee is required to indicate which category(s) he/she has experience in, and provide a brief bio on his/her experience and/or training. Bio must be maximum 250 words or less. See appendix B.

HOW MANY POSITIONS ON THE BOARD?

The Woodstock BIA's current constitution is approved to have up to eleven (11) directors on its board including an appointed director from City Council.

WHAT IS THE TERM DURATION?

The 2019-2022 term duration shall be from January 1, 2019, to January 31, 2022 (such that one of crossover exists between incoming and outgoing boards.)

CREATION OF A VACANCY

The office of a Member of the Board of Management shall be vacated if such Member:

- a) becomes bankrupt or is declared insolvent;
- b) becomes of unsound mind;
- c) resigns office by notice in writing to the Board of Management;
- d) has been absent without being excused by resolution of the Board of Management from three (3) consecutive meetings of the Board of Management;
- e) ceases to be qualified as a BIA Member or Member of Council of The Corporation of the City of Woodstock.

WHAT DOES A BIA BOARD MEMBER DO?

- Provide strategic direction to BIA initiatives that support the overall purpose of the BIA
- Represent the interests of the Woodstock BIA membership both as a whole and as a representative of your industry
- Attend all regulatory scheduled Board meetings (approximately 9 per year lasting up 1.5-2 hours)
- Supporting BIA Board approved initiatives via: aiding in dissemination of information to members and public; presenting positive and respectful representation of approved initiatives, participating as appropriate in approved initiatives, providing knowledge/expertise as it may pertain to BIA activities and initiatives
- Attend select BIA and/or City of Woodstock meetings required

Members may vote for up to eleven (11) names on the ballot, but may in their absolute discretion vote for less than eleven (11) names. Ballots marked to vote for more than eleven (11) names shall be declared to be spoiled.

The eleven (11) nominees' receiving the most votes shall be declared elected.

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CITY COUNCIL APPOINTMENTS

Council shall appoint one (1) member of City Council to the Board and may appoint all elected returning members to the Board. Council may refuse to appoint a person elected, in which case Council will leave the position vacant or direct that a Special Meeting of the Membership be held.

If Council refuses to appoint a person elected and directs that a Special Meeting be held, then the Board will conduct a new election.

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.

Created June 2020, VA