

Authority: Item 9, Economic Development
and Planning Committee
Report; 08-015(PED08183)
CM: August 7, 2008

Bill No. 268

CITY OF HAMILTON

BY-LAW NO. 08-268

**TO DESIGNATE THE AREA ON WILSON STREET EAST
BETWEEN MONTGOMERY DRIVE AND DALLEY DRIVE IN THE CITY
OF HAMILTON AS THE ANCASTER BUSINESS IMPROVEMENT AREA
AND TO ESTABLISH A BOARD OF MANAGEMENT FOR THE
ANCASTER BUSINESS IMPROVEMENT AREA**

WHEREAS subsection 204(1) of the Municipal Act, 2001, S.O. 2001, c. 25, provides that the local municipality may designate an area as an improvement area and may establish a Board of Management for the designated improvement area;

AND WHEREAS section 204(2.1) of the Municipal Act, 2001, S.O. 2001, c. 25 provides that a Board of Management of a Business Improvement Area is a local board of the City of Hamilton for all purposes;

AND WHEREAS notice of Council's intention to pass a by-law designating the area hereinafter described as the Ancaster Business Improvement Area has been given as prescribed by the said Act, and no sufficient signed objections to the passing of the by-law have been received within the time limit prescribed;

NOW THEREFORE the Council of the City of Hamilton enacts as follows:

Designation

1. The Ancaster Business Improvement Area consists of those lands in the City of Hamilton on Wilson Street East between Montgomery Drive and Dalley Drive, and includes the Old Mill Restaurant which lands front on Old Dundas Road and abut Wilson Street, all as shown within the boundary line on the map attached as Schedule "A" to this By-law.
2. Schedule "A" forms part of this By-law and the notations, references and other information shown on Schedule "A" are as much a part of this By-law as if these notations, references and other information were fully described.
3. The area shown in Schedule "A" attached to this By-law is designated as an improvement area.

Board of Management

4. A Board of Management is established for the area designated under sections 1, 2 and 3 as the Ancaster Business Improvement Area to oversee the improvement, beautification and maintenance of municipally-owned land, buildings and structures in the area beyond that provided at the expense of the municipality generally, and to promote the area as a business or shopping area.
5. The Board of Management established under section 4 of this By-law shall consist of:
 - (i) the Ward 12 Councillor appointed as a director directly by the Council of the City of Hamilton; and
 - (ii) a minimum of 3 and a maximum of 20 directors selected by vote of the members of the Ancaster Business Improvement Area and then appointed by the Council of the City of Hamilton.
6. As soon as possible after its first directors are appointed by Council, the Board of Management shall:
 - (a) pass the Procedure By-law governing the calling, place and proceedings of its meetings attached as Schedule "B" to this By-law and forming part of it, completing those portions which are marked as "to be completed"; and
 - (b) before passing the Procedure By-law, give notice of its intention to do so to the members of the Ancaster Business Improvement Area;
7. The Board of Management may pass procedure by-laws in addition to the Procedure By-law passed in accordance with subsection 6(a), provided that any such additional procedure by-law does not interfere with or contradict the Procedure By-law, this By-law or the Municipal Act, 2001.
8. The notice under section 6(b) shall:
 - (a) be in writing;
 - (b) be hand-delivered or sent by prepaid mail addressed to each member no less than 15 days before the meeting;
 - (c) set out the date, time and place of the meeting; and
 - (d) include a copy of this By-law, including the Procedure By-law.
9. The Board of Management shall keep proper minutes and records of every meeting of the Board of Management and shall forward true copies of the minutes and records to all directors of the Board of Management and to the Co-ordinator of Business Improvement Areas, Downtown and Community Renewal Division, Planning and Economic Development Department.
10. The Board of Management shall adopt and maintain banking arrangements and accounting procedures acceptable to the Council of the City of Hamilton and shall submit such financial statements, in addition to those required under

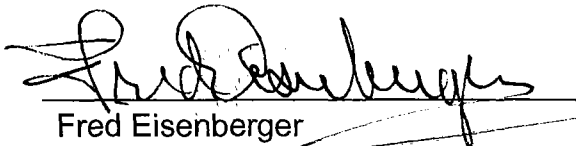
subsections 205(1) and 207(1) of the Municipal Act, 2001, as the Council of the City of Hamilton may require.

11. The fiscal year of the Board of Management shall be the calendar year.
12. The Board of Management shall prepare and submit to the Council of the City of Hamilton a proposed budget for each fiscal year on or before March 31 in each year and shall hold at least one meeting of the members of the Ancaster Business Improvement Area for discussion of the proposed budget before its submission.
13. The Board of Management shall submit to the City of Hamilton's Auditor, for auditing, an annual report for the fiscal year on or before February 28 in each year and, after it has been audited, shall submit the annual report to Council of the City of Hamilton on or before September 30 in each year.
14. The Board of Management shall maintain at all times Commercial General Liability Insurance, written on IBC Form 2100 or its equivalent, including but not limited to bodily and personal injury liability, property damage, non-owned automobile liability and premises liability, having an inclusive limit or not less than Two Million Dollars (\$2,000,000.00) and endorsed to include the City of Hamilton as additional insured. Certificates of insurance originally signed by authorized insurance representatives shall be provided to the City of Hamilton upon the City of Hamilton's request. Insurance certificates and policies shall contain a provision that the insurer shall not cancel or materially change coverage as would affect the contract without providing the City of Hamilton at least 30 days prior written notice.
15. The Board of Management shall comply with all applicable provisions of the Municipal Act, 2001 including, but not limited to, those relating to Business Improvement Areas, Meetings, Records, Remuneration and Expenses and Financial Administration.

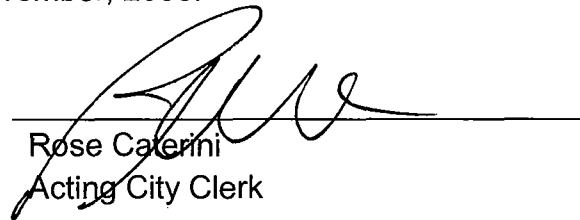
General

16. This By-law comes into force on the day it is passed.

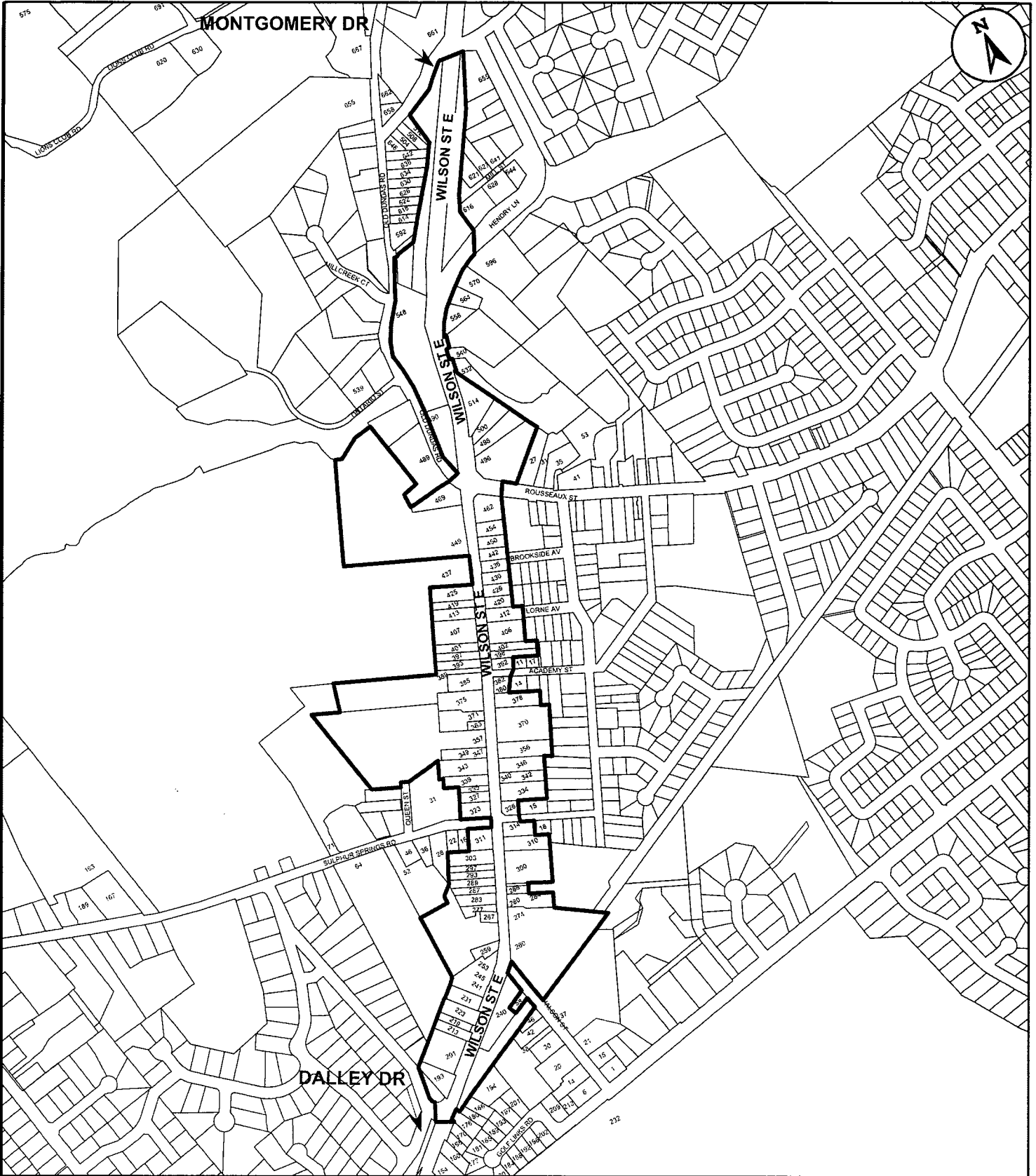
PASSED and ENACTED this 12th day of November, 2008.



Fred Eisenberger
Mayor



Rose Caterini
Acting City Clerk



ANCASTER BUSINESS IMPROVEMENT AREA

WILSON STREET MONTGOMERY - DALLEY

Date:
October 31, 2008



— BIA Boundary



PLANNING AND ECONOMIC DEVELOPMENT DEPARTMENT

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Schedule "B" to No. 08-268
To Establish a Business Improvement Area for Ancaster

PROCEDURE BY-LAW

ARTICLE 1

Interpretation

In this By-law, unless the context requires otherwise:

"City" means the City of Hamilton;

"corporation" means a body recognized as a separate legal entity in the Province of Ontario in accordance with federal or provincial legislation (for example, a business corporation incorporated under the *Business Corporations Act*, R.S.O. 1990, c. B. 16 or a non-profit corporation incorporated under the *Corporations Act*, R.S.O., 1990, c. C. 38) and "corporate" has a corresponding meaning;

"Director" means an individual:

- a) selected by a vote of the members of the Business Improvement Area and then appointed by City Council to the Board of Management; or
- b) an individual, including but not limited to a member of Council, appointed directly by City Council to the Board of Management; and

"Member" means a person, including but not limited to a corporation, assessed, on the last returned assessment roll, with respect to rateable property in the Business Improvement Area that is in a prescribed business property class and tenants of such property.

Scope

The Municipal Act, 2001, specifically sections 204-215, is the Act under which business property owners petition City Council to enact by-laws for an improvement area, designating its geographical boundaries and establishing a Board of Management. The Board of Management is entrusted, subject to such limitations as the by-law provides, with the administration of the organization known as the Business Improvement Area (the "B.I.A."). The Board of Management is a corporation and a local board of the City of Hamilton for all purposes. Attached to this document is a copy of section 204-215 of the Municipal Act, 2001.

Purpose and Objectives

The objective of the B.I.A. shall be to oversee the improvement, beautification and maintenance of municipally-owned land, buildings and structures in the area beyond that provided at the expense of the municipality generally; and to promote the area as a business or shopping area.

ARTICLE 2

General

Section 1 In all instances, the B.I.A. shall operate in conformity with the provisions of the Municipal Act, 2001 and City by-laws.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Section 2 General guidelines, rules and regulations above and beyond those provided under the Municipal Act, 2001 may be set for the B.I.A., but such guidelines, rules or regulations shall never conflict with or frustrate the Act. This Schedule is intended to provide such further rules of procedure as are not specified in the Municipal Act, 2001 or City by-laws other than this By-law in order that the functions of the B.I.A. may be performed in as fair and democratic a manner as possible.

ARTICLE 3

Eligibility for Membership

Every person who is assessed with respect to property in a prescribed business property class within an area designated as a business improvement area, and tenants of such property, is a Member of the B.I.A. Each Member is entitled to one vote regardless of the number of properties that the Member may own or lease.

ARTICLE 4

Board of Management

Section 1 All Directors of the Board of Management are appointed by City Council.

- a) The Board of Management shall consist of X [to be completed] Directors (a minimum of 3 Directors and a maximum of 20 Directors), selected by a vote of the Members of the BIA and then appointed as Directors by City Council. In addition, the Board of Management shall consist of the Councillor(s) of the Ward(s) in which the BIA is located, directly appointed as Directors by the City.
- b) A quorum for conducting any meeting of the Board of Management shall consist of a majority of Directors not directly appointed by the City.
- c) The Board of Management shall have the following Officers: Chair, Vice-Chair, Secretary, Treasurer, provided that the Secretary and the Treasurer may be the same Director. At the first meeting of the Board of Management, the Board shall, amongst themselves, elect the Officers.

Section 2 Vacancies

The seat of a Director of the Board becomes vacant when:

- a) A Director is absent from Board of Management meetings for three (3) consecutive regular meetings without reasonable cause. Upon a Director failing to attend two (2) consecutive regular meetings without reasonable cause, the Board of Management shall send by prepaid mail, a notice to the Director advising that upon a third (3rd) failure to attend, the Board of Management shall recommend to the City that such Director be removed from the Board of Management.
- b) A Director resigns in writing to the Board of Management with a copy of the letter copied to the Co-ordinator of Business Improvement Areas, Downtown and Community Renewal Division, Planning and Economic Development Department.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Section 3 Appointment to the Board

In the event of a vacancy occurring on the Board of Management:

- a) The remaining Directors may nominate for the City's consideration and appointment an individual for Directorship to fill the vacancy for the remaining portion of the term of office.
- b) In the event that the remaining Directors no longer constitute a quorum, a meeting of the Members shall be called by the remaining Directors for the purpose of nominating an individual for Directorship for consideration and appointment by the City.
- c) The Board of Management shall notify the Co-ordinator of Business Improvement Areas, Downtown and Community Renewal Division, Planning and Economic Development Department, as soon as any vacancy occurs and shall further notify him or her if and when a nomination is made by the remaining Directors or the Members for appointment to the Board of Management by the City.

Section 4 Term of Office

The Directors' term of office is the same term as the City Council but continues until their successors are appointed.

Section 5 Remuneration

- a) The Directors shall receive no remuneration, either directly or indirectly, for services rendered as a Director, but may be reimbursed for out-of-pocket expenses incurred by them as a result of representing the B.I.A. at non-B.I.A. meetings, upon approval of the Board of Management.
- b) The above requirement does not pertain to the contracting of services with a Director's business, by the Board of Management, in order for the Board to have the preference of purchasing its services from Members, provided business is shared fairly.
- c) A Director who is in any way directly or indirectly interested in a contract or proposed contract with the B.I.A. shall disclose his or her interest to the Board. Unless otherwise provided by law, no such Director shall vote on any resolution to approve any such contract.

Section 6 Responsibilities of the Board of Management

The Board of Management shall:

- a) Notify the Co-ordinator of Business Improvement Areas, Downtown and Community Renewal Division, Planning and Economic Development Department of those nominees for Directorship to the Board of Management proposed for appointment by the Members.
- b) Manage and supervise the affairs of the B.I.A.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- c) Maintain liaison with the City through the Co-ordinator of Business Improvement Areas, Downtown and Community Renewal Division, Planning and Economic Development Department.
- d) On or before the twenty-eighth day of February in each year, submit its annual report for the preceding fiscal year to the City, including a complete financial statement of its affairs with balance sheet and revenue and expenditure statement, for auditing. And, on or before the thirtieth day of September in each year, after it has been audited, submit the annual report to City Council. This section is subject to requirements as set by the City from time to time, and shall mandate compliance with any notices from the City that require submitting the books and records of the B.I.A. to an auditor of their choosing and such deadlines as the City may require.
- e) On or before the thirty-first day of March in each year, submit its proposed budget for the fiscal year to the City after holding at least one meeting of the Members to discuss the proposed budget.
- f) Authorize all expenditures in accordance with the budget established for the current fiscal year as approved by City Council.
- g) Report to the B.I.A.'s Members on its actions affecting the administration, activities and policies of the B.I.A. at all Members' meetings.
- h) Designate a financial institution for the deposit of funds on behalf of the B.I.A.
- i) Determine the time and place of all B.I.A. meetings (except for committees), have authority to call any special meetings it deems necessary and provide notice to the public of all BIA meetings (including for committees).
- j) Notify the Co-ordinator of Business Improvement Areas, Downtown and Community Renewal Division, Planning and Economic Development Department of all B.I.A. meetings. A representative of the City's staff shall be entitled to attend all meetings of the Board of Management, Committee meetings and all Members' meetings, called for the purpose of carrying on the business of the B.I.A.
- k) In the event that both the Chair and the Vice-Chair are unable to attend a B.I.A. scheduled meeting, a presiding Officer shall be selected from that meeting only by those Directors present, providing that there is a quorum of the Board of Management.
- l) Adopt policies as required under the *Municipal Act, 2001*.

Section 7 Directors' and Officers' Duties

The duties of the Directors and Officers of the Board of Management are as follows:

- a) Chair

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- i) Shall be the Chief Executive Officer of the B.I.A. and the only spokesperson authorized to speak publicly for the B.I.A. unless another Director is expressly delegated with this responsibility with Board of Management approval.
 - ii) Shall preside over all meetings of the Board of Management and those of the Members, unless otherwise delegated.
 - iii) Shall be an ex-officio member of all committees.
 - iv) Shall be one of no fewer than two signing Officers for the B.I.A. contracts.
 - v) May be called upon to sign cheques.
- b) Vice-Chair
- i) Shall exercise the duties of the Chair in the Chair's absence.
 - ii) May be called upon to sign cheques.
- c) Secretary
- i) Shall record the minutes of all proceedings, give all notices required to be given to Members, be custodian of all books, records, correspondence, contracts and other documents belonging to the Board of Management of the B.I.A. unless otherwise delegated subject to any requirements imposed by law.
 - ii) May be called upon to sign cheques.
- d) Treasurer
- i) Shall receive and account for all monies of the B.I.A., keep on deposit at the B.I.A.'s bank all monies received, keep full and accurate accounts of receipts and disbursements; disburse all funds by cheque unless otherwise directed by the Board of Management.
 - ii) Shall submit an up-to-date statement of receipts and disbursements at each regularly scheduled Board of Management meeting. Upon approval by the Board of Management the statement will be attached to the minutes of the meeting at which they were approved.
 - iii) Shall provide to the Board of Management an annual financial report.
 - iv) May be called upon to sign cheques.
- e) Directors of the Board of Management
- i) May be asked to serve on a committee.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- ii) Shall ensure that any committee, on which he or she is a member, acts within its mandate.
- iii) Shall report to the Board of Management on the activities of the committees that he or she chairs.
- iv) In the event that the chair of a committee is not a Director, and the chair of the committee does not wish to present the committee report himself or herself, a Director representing the committee shall be the committee spokesperson at the Board of Management meeting.
- v) May be called upon to sign cheques.

Section 8 Executive Committee

The Executive Committee, comprising the Chair, Vice-Chair, Secretary and Treasurer, shall have the authority to act for the Board of Management in the intervals between Board of Management meetings on such matters as may be necessary to conduct the business of the B.I.A. provided that:

- a) The Executive Committee may proceed on the basis of the majority of votes from the Board of Management obtained by a phone poll, provided that the Chair shall report on the Executive Committee's activities at the next full Board of Management meeting.
- b) A meeting of the Executive Committee shall be called by the Chair and a minimum of three members of the Executive Committee are required to be present for quorum.
- c) Minutes shall be taken at a meeting of the Executive Committee and attached to the minutes of the following Board of Management meeting.

ARTICLE 5

Committees of the Board of Management

Section 1 Formation

- a) All committees are established by the Board of Management and report only to the Board of Management.
- b) All committees shall comprise no fewer than three (3) members. At least one shall be a Director of the Board of Management, other than the Chair, and at least two may be Members of the B.I.A. The chair of a committee shall be elected by the members of the committee from within their ranks.
- c) The chair of a committee may be a Director. The Chair of the Board of Management shall not chair any committees.

Section 2 Functions

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- a) All committees are responsible for investigating, preparing plans, and recommending actions to the Board of Management within their mandate.
- b) Committees shall not have the authority to enter into a contract on behalf of the B.I.A. or commit the B.I.A. to any financial obligation or liability.
- c) Each committee shall report (preferably in writing) its activities to the Board of Management at each regularly scheduled Board of Management meeting, either by the chair of the committee or by a Director representing the committee. Any written report is to be attached to the minutes of the Board of Management meeting at which it was presented.

ARTICLE 6

Meetings of Members

Section 1 General Meetings

- a) There shall be at least one (1) general meeting in each calendar year.
- b) Notice of all general Members' meetings shall be hand-delivered or sent by prepaid mail to each Member no less than fifteen (15) days prior to the meeting. The notice to be mailed to the address last provided by the Member to the Secretary or, where no address is provided, to the property address of the owner(s) indicated on the last municipal assessment roll.
- c) Notice of the meeting shall include the formal agenda. New business may be received from the floor after the formal agenda has been completed.
- d) All general Members' meetings properly called shall be held on the date and time for which they are called.
- e) Quorum of a general meeting consists of the majority of those Members present at the meeting duly called.
- f) No error or accidental omission in giving notice of any meeting of Members shall invalidate such meeting or make void any proceedings taken at such meeting.
- g) No error or omission in giving notice of any annual or special meeting or any adjourned meeting of the Members of the B.I.A. shall invalidate any resolution passed or any proceedings taken at any meetings of Members.
- h) No omission to give any notice to any Member, Director or Officer, or the non-receipt of any notice by any Member, Director or Officer, nor error in any notice not affecting the substance thereof shall invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

Section 2 Special Meetings of the Members

- a) The Board of Management has authority to call any special Members' meeting it deems necessary.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- b) Upon written petition by the lesser of 20% or twenty-five (25) Members of the B.I.A. stating a cause or concern, which shall be considered as the agenda of the meeting, the Board of Management shall call a special meeting to deal with the cause or concern in question within thirty (30) days of receipt of the petition by the Secretary of the Board of Management.

ARTICLE 7

Meetings of the Board of Management and its Committees

Section 1 Board of Management Meetings

- a) The Board of Management shall regularly meet to conduct the business of the Board, no less than X [to be completed] times per year, as established by the Board of Management. The Secretary shall notify all Directors of the date and time of each meeting at least X [to be completed] days in advance. Notwithstanding the foregoing, in the event of a special meeting of the Directors, the Secretary shall provide such notice as is reasonable in the circumstances.
- b) At regularly scheduled Board of Management meetings, any Member may attend, ask to be recognized by the Board of Management's Chair and speak on any items on the agenda or request new business to be placed on a future agenda. However, they shall not vote on any items on the agenda.
- c) Upon written petition of any four (4) Directors, stating a cause or concern, which shall be considered as the agenda of the meeting, the Chair shall call a Board of Management meeting, to deal with the cause or concern in question within fifteen (15) days of reception of the petition by the Secretary of the Board of Management.
- d) The Board of Management may limit the time for deputations or presentations prior to the commencement of any meeting.
- e) No error or accidental omission in giving notice of any meeting of Directors shall invalidate such meeting or make void any proceedings taken at such meeting.
- f) No omission to give any notice to any Member, Director or Officer, nor error in any notice not affecting the substance thereof shall invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.
- g) If all Directors of the Board of Management consent, a meeting of Directors may be held by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously and a Director participating in such a meeting by such means is deemed to be present at the meeting.
- h) A resolution in writing, signed by all the Directors entitled to vote on that resolution at a meeting of Directors or committee of Directors, is as valid as if it has been passed at a meeting of Directors or committee of Directors. A copy of every such resolution shall be kept with the minutes of the proceedings of the Directors or committee of Directors.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Section 2 Committee Meetings

- a) A committee shall meet as often as its members deem necessary to perform the committee's mandate.
- b) A committee shall establish a time and place suitable to the majority of its members for the holding of its regular meetings.
- c) A committee shall keep accurate records of its activities, including minutes, attendance list and agendas, or may report orally to the Board of Management on these matters to be recorded by the Secretary in the minutes. These documents to be attached to the minutes of the Board of Management meeting at which they are presented.

ARTICLE 8

Annual Budget

Section 1 An annual budget prepared by the Board of Management shall be presented at a Members' meeting called for this purpose for review and input from the Members.

Section 2 A copy of the proposed budget must be included with notice of a budget meeting if available and if not shall be available at the Members' meeting.

Section 3 After adoption of the annual budget by the Board of Management, the proposed budget shall be submitted to the City for approval.

Section 4 The allocation of funds may be made by the Board of Management in accordance with the budget upon approval by the City.

ARTICLE 9

General Expenditures

Section 1 All monies spent from the B.I.A. account, shall be within the budgeted provisions and spent only for the benefit of the B.I.A. Members' businesses. Nothing precludes the Board of Management from accepting a donation, including a donation from a Member, to increase the value of improvements carried out in the B.I.A. provided the proposed donation is included in the budget or revised budget for the project approved by Council.

ARTICLE 10

Rules of Order

Section 1 In the absence of rules in this By-law, the proceedings of the B.I.A. shall be in accordance with the Municipal Act, 2001 and shall be conducted as set out in Bourinot's Rules of Order.

ARTICLE 11

Banking

Section 1 The designation of a financial institution for the deposit of funds on behalf of the B.I.A., is the responsibility of the Board of Management.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Section 2 The disbursement of funds shall be by cheque unless otherwise provided by the Board of Management.

Section 3 All cheques shall bear two (2) signatures, one (1) of which shall be that of the Treasurer or the Chair.

ARTICLE 12

Contracts

Section 1 All B.I.A. contracts are the responsibility of the Board of Management.

Section 2 To enter into a contract, a resolution thereof approved by the Board of Management shall be required to be entered in the minutes of a Board of Management meeting and a copy of the contract is to be attached to the minutes of that meeting.

Section 3 Once approved, a contract shall bear two (2) B.I.A. official signatures, one (1) of which shall be the Chair of the Board of Management and one (1) of either the Vice-Chair, the Secretary or the Treasurer of the Board of Management.

ARTICLE 13

Proxy Voting

Section 1 There shall be no proxy voting of any kind at meetings of the Board of Management or any committees established by the Board of Management.

Section 2 There shall be no proxy voting of any kind at Members' meetings, including voting at the Annual General Meeting in a City Council's election year for the purpose of providing the City with the opinion of the B.I.A. on Council's appointment of Directors to the Board Management, except a corporate Member may nominate, in writing by letter delivered to the Secretary of the Board of Management at least fifteen (15) days before the date set for a vote, one individual to vote on its behalf. Such a nomination shall be effective on the date it is received and shall continue to be effective until it is replaced or revoked by a further letter received by the Secretary of the Board of Management.

ARTICLE 14

Elections

Section 1 The Board of Management shall conduct elections for Directors on the Board of Management as part of the Annual General Meeting in a City Council election year for the purpose of providing City Council with the opinion of the B.I.A. on Council's appointment of Directors to the Board of Management.

Section 2 The Board of Management shall appoint a "nominating committee" forty-five (45) days before the date set for the elections of the Board of Management.

Section 3 The nominating committee shall submit to the Board of Management a list of at least X [to be completed] candidates thirty-five (35) days before the date set for the elections of the Board of Management.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Section 4 The Board of Management shall distribute to all Members thirty (30) days before the date set for the elections, a list of candidates submitted by the nominating committee.

Section 5 Any three (3) Members or more may nominate a candidate or candidates in writing to the Secretary of the Board of Management. Any nomination shall be delivered to the Secretary at least twenty (20) days prior to the date of the election to be included in the list of nominations. Notwithstanding the foregoing, nominations can be made at the commencement of the meeting set for the elections from the floor.

Section 6 All nominations shall bear:

- a) The name and address of the individual nominated.
- b) The signature of the nominee.

Section 7 The Board of Management shall distribute to all Members at least fifteen (15) days before the date set for the elections:

- a) The date of the General Meeting at which the elections will be held.
- b) The list of all nominations received by the Secretary from the Board of Management and Members at least 20 days prior to the date set for the election.
- c) A copy of this By-law.

Section 8 Voting shall follow the following procedure:

- a) Voting shall take place at a place and time designated by the Board of Management.
- b) Each Member may cast one (1) vote.
- c) After the poll closes the sealed ballots are to be delivered to three (3) scrutineers appointed by the Board of Management.
- d) A candidate has the right to appoint a representative to be present during the counting of the ballots.
- e) The scrutineers shall count all ballots on election day and post the results at a place designated by the Board of Management.
- f) If two or more candidates who cannot both or all be elected have received the same number of votes, one scrutineer shall choose, in the presence of the other two scrutineers, the successful candidate or candidates by lot.
- g) All ballots shall be kept securely for thirty (30) days following the election. If no challenges are registered with the Secretary of the Board of Management the ballots shall be destroyed with approval of the Board of Management.

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- Section 9**
- a) The list of elected nominees for the Board of Management chosen at the Annual General Meeting shall be forwarded to the City for consideration in appointing the new Directors of the Board of Management.
 - b) The newly appointed Board of Management shall assume their responsibilities in accordance with their appointment by City Council. The previous Board of Management continues in office until the new Board of Management takes office following City appointment.

ARTICLE 15

Voting at Meetings

- Section 1** At each Members' meeting a Member may cast one (1) vote on each motion.
- Section 2** The Chair of the Board or of a Committee has the right to vote at all meetings of the Board or Committee of which he or she is the Chair.

ARTICLE 16

Amendments

- Section 1** The number of Directors under Article 4, Subsection 1a), the number of Board of Management meetings and the number of days notice of such meetings under Article 7, subsection 1a), and the number of candidates under Article 14, Section 3 may be amended by a majority vote at a meeting of the Board of Management. Any other amendments to this By-law require that the City amend this By-law.
- Section 2** An amendment made by the Board of Management under Section 1 shall be effective only after it has been circulated to the Members along with notice that the amendment shall take effect if no objection is received from a Member by the Secretary within ten (10) days of the notice being given.
- Section 3** If an objection is received, the amendment must be confirmed by majority vote at a General Meeting of the B.I.A.

PASSED by the Directors this day of , 20 .

[Signing lines to be completed.]

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

MUNICIPAL ACT, 2001

BUSINESS IMPROVEMENT AREAS

Designation of improvement area

204. (1) A local municipality may designate an area as an improvement area and may establish a board of management,

- (a) to oversee the improvement, beautification and maintenance of municipally-owned land, buildings and structures in the area beyond that provided at the expense of the municipality generally; and
- (b) to promote the area as a business or shopping area. 2001, c. 25, s. 204 (1).

Corporation

(2) A board of management is a corporation consisting of the number of directors established by the municipality. 2001, c. 25, s. 204 (2).

Local board status

(2.1) A board of management is a local board of the municipality for all purposes. 2006, c. 32, Sched. A, s. 89.

Composition

- (3)** A board of management shall be composed of,
- (a) one or more directors appointed directly by the municipality; and
 - (b) the remaining directors selected by a vote of the membership of the improvement area and appointed by the municipality. 2001, c. 25, s. 204 (3).

Membership

(4) Members of an improvement area consist of persons who are assessed, on the last returned assessment roll, with respect to rateable property in the area that is in a prescribed business property class and tenants of such property. 2001, c. 25, s. 204 (4).

Determining tenancy

(5) In determining whether a person is a tenant or not, the clerk of the municipality may accept a list provided under clause 210 (2) (b) or the declaration of a person that the person is a tenant and the determination of the clerk is final. 2001, c. 25, s. 204 (5).

One vote

(6) Each member of an improvement area has one vote regardless of the number of properties that the member may own or lease in the improvement area. 2001, c. 25, s. 204 (6).

Nominee

(7) A corporate member of an improvement area may nominate in writing one individual to vote on behalf of the corporation. 2001, c. 25, s. 204 (7).

Joint nominee

(8) Subject to subsection (6), one individual may be nominated for voting purposes by two or more corporations that are members of an improvement area. 2001, c. 25, s. 204 (8).

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Refusal to appoint

(9) The municipality may refuse to appoint a person selected by the members of an improvement area, in which case the municipality may leave the position vacant or direct that a meeting of the members of the improvement area be held to elect or select another candidate for the municipality's consideration. 2001, c. 25, s. 204 (9).

Term

(10) The term of the directors of a board of management is the same as the term of the council that appointed them but continues until their successors are appointed. 2001, c. 25, s. 204 (10).

Reappointment

(11) Directors are eligible for reappointment. 2001, c. 25, s. 204 (11).

Vacancies

(12) Subject to subsection (9), if a vacancy occurs for any cause, the municipality may appoint a person to fill the vacancy for the unexpired portion of the term and the appointed person is not required to be a member of the improvement area. 2001, c. 25, s. 204 (12).

Budget

205. (1) A board of management shall prepare a proposed budget for each fiscal year by the date and in the form required by the municipality and shall hold one or more meetings of the members of the improvement area for discussion of the proposed budget. 2002, c. 17, Sched. A, s. 40 (1).

Council to approve

(2) A board of management shall submit the budget to council by the date and in the form required by the municipality and the municipality may approve it in whole or in part but may not add expenditures to it. 2001, c. 25, s. 205 (2); 2002, c. 17, Sched. A, s. 40 (2).

Limitations

(3) A board of management shall not,

- (a) spend any money unless it is included in the budget approved by the municipality or in a reserve fund established under section 417;
- (b) incur any indebtedness extending beyond the current year without the prior approval of the municipality; or
- (c) borrow money. 2001, c. 25, s. 205 (3).

Limitations on power

(4) Section 65 of the *Ontario Municipal Board Act* and section 401 of this Act apply to the municipality's approval under clause (3) (b) in the same manner as if it were incurring a debt of the municipality. 2001, c. 25, s. 205 (4).

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Notice

206. A board of management shall give reasonable notice to the general membership of the improvement area of a meeting to hold a vote under clause 204 (3) (b) or for the purposes of a discussion under subsection 205 (1). 2001, c. 25, s. 206; 2002, c. 17, Sched. A, s. 41.

Annual report

207. (1) A board of management shall submit its annual report for the preceding year to council by the date and in the form required by the municipality and the report shall include audited financial statements. 2001, c. 25, s. 207 (1).

Auditor

(2) The municipal auditor is the auditor of each board of management and may inspect all records of the board. 2001, c. 25, s. 207 (2).

Funds to be raised

208. (1) The municipality shall annually raise the amount required for the purposes of a board of management, including any interest payable by the municipality on money borrowed by it for the purposes of the board of management. 2001, c. 25, s. 208 (1).

Special charge

(2) The municipality may establish a special charge for the amount referred to in subsection (1),

- (a) by levy upon rateable property in the improvement area that is in a prescribed business property class; or
- (b) by levy upon rateable property in the improvement area that is in a prescribed business property class and that, in council's opinion, derives special benefit from the improvement area, which levy may be calculated using different percentages of the assessment for one or more separately assessed properties or categories of separately assessed properties in the prescribed class if the resulting levy is equitable in accordance with the benefits that, in council's opinion, accrue to the properties from the activities related to the improvement area. 2001, c. 25, s. 208 (2).

Minimum and maximum charges

(3) The municipality may establish a minimum or maximum charge or both, expressed for one or more separately assessed properties or categories of separately assessed properties in a prescribed class, as,

- (a) percentages of the assessed value of rateable property in the improvement area that is in a prescribed business property class;
- (b) dollar amounts; or
- (c) percentages of the board of management's annual budget. 2001, c. 25, s. 208 (3).

Effect of by-law

(4) When a by-law under subsection (3) is in force,

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- (a) the amount of a charge levied in a year under subsection (2) shall not, when calculated for the individual property in the prescribed class to which it applies, be less than or greater than the amount of the applicable minimum and maximum charge for the property established under the by-law; and
- (b) if necessary for a fiscal year to raise the amount referred to in subsection (1) because a minimum or maximum charge applies to one or more separately assessed properties or categories of separately assessed properties in the prescribed class, the municipality shall for the year adjust any charges applicable to the remaining individual properties or subclasses of properties in the prescribed class by adjusting the percentage or percentages of assessment established under subsection (2) for those properties. 2001, c. 25, s. 208 (4).

Exclusion

(5) Section 210 does not apply to an adjustment made under clause (4) (b). 2001, c. 25, s. 208 (5).

Borrowings

(6) If only a part of money borrowed by the municipality in any year for the purposes of a board of management is required to be repaid in that year or a subsequent year, only that part and any interest payable on the total amount shall be included in the levies under this section in that year or subsequent year, respectively. 2001, c. 25, s. 208 (6).

Priority lien status

(7) Charges levied under this section shall have priority lien status and shall be added to the tax roll. 2002, c. 17, Sched. A, s. 42.

Changes to boundary

209. The municipality may alter the boundaries of an improvement area and the board of management for that improvement area is continued as the board of management for the altered area. 2001, c. 25, s. 209.

Notice

210. (1) Before passing a by-law under subsection 204 (1), clause 208 (2) (b), subsection 208 (3) or section 209, notice of the proposed by-law shall be sent by prepaid mail to the board of management of the improvement area, if any, and to every person who, on the last returned assessment roll, is assessed for rateable property that is in a prescribed business property class which is located,

- (a) where the improvement area already exists, in the improvement area and in any geographic area the proposed by-law would add to the improvement area; and
- (b) where a new improvement area would be created by the proposed by-law, in the proposed improvement area. 2001, c. 25, s. 210 (1).

When notice received

(2) A person who receives a notice under subsection (1) shall, within 30 days after the notice is mailed,

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- (a) 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; and
- (b) give the clerk of the municipality a list of every tenant described in clause (a) and the share of the taxes that each tenant is required to pay and the share that the person is required to pay. 2001, c. 25, s. 210 (2).

Objections

- (3) A municipality shall not pass a by-law referred to in subsection (1) if,
 - (a) written objections are received by the clerk of the municipality 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 subsection (1) and under clause (2) (a); and
 - (c) the objectors are responsible for,
 - (i) in the case of a proposed addition to an existing improvement area,
 - (A) at least 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 improvement area, or
 - (B) at least 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 geographic area the proposed by-law would add to the existing improvement area, or
 - (ii) in all other cases, at least 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 improvement area. 2001, c. 25, s. 210 (3).

Withdrawal of objections

(4) If sufficient objections are withdrawn in writing within the 60-day period referred to in clause (3) (a) so that the conditions set out in clause (3) (b) or (c) no longer apply, the municipality may pass the by-law. 2001, c. 25, s. 210 (4).

Determination by clerk

(5) The clerk shall determine whether the conditions set out in subsection (3) have been met and, if they are, shall issue a certificate affirming that fact. 2001, c. 25, s. 210 (5).

Determination final

(6) The determination by the clerk is final. 2001, c. 25, s. 210 (6).

Repeal of by-law

211. (1) Council shall give notice in accordance with subsection 210 (1) of a proposed by-law to repeal a by-law under subsection 204 (1) if the municipality has received,

- (a) a resolution from the board of management requesting the repeal; or

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

- (b) a request for the repeal signed by persons who are responsible for at least 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 improvement area. 2001, c. 25, s. 211 (1).

Statement

(2) A person signing a request under clause (1) (b) shall state what amount of taxes on rateable property in the area that the person is required to pay. 2001, c. 25, s. 211 (2).

Time

(3) Council shall give the notice within 60 days after receiving the resolution or request. 2001, c. 25, s. 211 (3).

Repeal

(4) Council shall repeal the by-law under subsection 204 (1) if requests for the repeal are received by the clerk of the municipality within 60 days after the last day of mailing of the notices and,

- (a) the requests have been signed by at least one-half of the total number of persons entitled to notice under subsection 210 (1) and under clause 210 (2) (a); and
- (b) those who have signed the requests are responsible for at least 50 per cent of the taxes levied for purposes of the general local municipality levy on rateable property in all prescribed business property classes in the improvement area. 2001, c. 25, s. 211 (4).

Timing

(5) The repealing by-law must come into force on or before December 31 of the year in which it is passed. 2001, c. 25, s. 211 (5).

Requests withdrawn

(6) If sufficient requests are withdrawn in writing within the 60-day period referred to in subsection (4) so that either condition set out in that subsection no longer applies, the municipality is not required to repeal the by-law. 2001, c. 25, s. 211 (6).

Determination by clerk

(7) The clerk shall determine whether the conditions set out in clause (1) (b) and subsection (4) have been met and, if so, shall issue a certificate affirming that fact. 2001, c. 25, s. 211 (7).

Determination final

(8) The determination by the clerk is final. 2001, c. 25, s. 211 (8).

Restriction

(9) If the conditions of subsection (4) are not satisfied, council is not required to give notice under subsection (1) in response to a resolution or request for a period of two years after the last mailing of the notices. 2001, c. 25, s. 211 (9).

Non-application

(10) No requirement under this section or under section 210 applies to the repeal by a municipality on its own initiative of a by-law under subsection 204 (1). 2001, c. 25, s. 211 (10).

Schedule "B" to by-law to establish a Business Improvement Area for Ancaster

Effect of by-law

212. A by-law passed under subsection 204 (1), subsection 208 (2) or (3), section 209 or subsection 211 (4) is not invalid by reason only that,

- (a) a person required to give a copy of a notice to a tenant or other information to the municipality under subsection 210 (2) has not done so;
- (b) the objections referred to in clause 210 (3) (b) have not been signed by at least one-third of the total number of persons entitled to receive notice under subsections 210 (1) and (2) because a person required to give a copy of the notice under subsection 210 (2) has not done so; or
- (c) the requests referred to in clause 211 (4) (a) have not been signed by at least one-half of the total number of persons entitled to notice under subsections 210 (1) and (2) because a person required to give a copy of the notice under subsection 210 (2) has not done so. 2001, c. 25, s. 212.

Tenants

213. For the purposes of clauses 210 (3) (c) and 211 (1) (b), subsection 211 (2) and clause 211 (4) (b), a tenant shall be deemed to be responsible for the part of the taxes that the tenant is required to pay under the tenant's lease or under sections 367 and 368. 2001, c. 25, s. 213.

Dissolution of board

214. (1) Upon the repeal of a by-law under subsection 204 (1), the board of management is dissolved and the assets and liabilities of the board become the assets and liabilities of the municipality. 2001, c. 25, s. 214 (1).

Liabilities exceed assets

(2) If the liabilities assumed under subsection (1) exceed the assets assumed, the council may recover the difference by imposing a charge on all rateable property in the former improvement area that is in a prescribed business property class. 2001, c. 25, s. 214 (2).

Regulations

215. The Minister may make regulations prescribing one or more classes of real property prescribed under the *Assessment Act* as business property classes for the purposes of sections 204 to 214. 2001, c. 25, s. 215.