

**SPECIAL MEETING AGENDA
DOWNTOWN WOODSTOCK BUSINESS IMPROVEMENT AREA
BOARD OF MANAGEMENT**

DATE: Wednesday, March 19, 2025 **TIME:** 7:00 pm
LOCATION: Zoom

Our Vision

Downtown Woodstock is the heart of Woodstock! Our vision is to make Downtown Woodstock a destination of choice for residents and visitors for shopping, dining, entertainment, diverse activations, and cultural experiences.

Our Directive

To improve and sustain the vibrancy and prosperity of downtown Woodstock through beautification and promotional efforts.

- 1) CALL TO ORDER**
- 2) ADOPTION OF AGENDA – MOTION:** To adopt the agenda as presented.
- 3) CONFLICT OF INTEREST**
- 4) ADOPTION OF MINUTES – MOTION:** To approve the board meeting minutes of March 6, 2025.
- 5) FINANCE COMMITTEE RECOMMENDATIONS**
 - a) Procedural Bylaws
 - b) Finance Policy & Procedure
 - c) Social Media
- 6) MARKETING COMMITTEE RECOMMENDATIONS**
 - a) HeartFM Package
- 7) NEW BUSINESS**
- 8) ADJOURNMENT**

MINUTES
DOWNTOWN WOODSTOCK BUSINESS IMPROVEMENT AREA
BOARD OF MANAGEMENT

Present: Wes Mazur (chair), Eric Boyar, Mickala Day, Sarah Hodgkinson, HollyJo, Councillor Kate Leatherbarrow, Fadel Zabian

Guest: Duane Kumala-Thomas (Operations Manager), Kerry Baird (Downtown Development Officer), Perry Lang, Woodstock Hospital President and CEO; Teresa Martins, Oxford OHT Executive Director; Jill Blaire, Woodstock Hospital Manager of Outpatient Mental Health Services; Cindy Smart, Woodstock Hospital Vice President of Patient Care and Chief Nursing Officer, Kerrie Gill, Education Officer and Keziah Hope, Facilities Rental and Special Events Coordinator

Regrets: Joshua Pember, Jordan Ellis, TJ McNamara, Santina Somers,

DATE: Thursday, March 6, 2025 **TIME:** 8:30 am
LOCATION: First Class First Aid, 30 Metcalf Street

- 1) **CALL TO ORDER** - The meeting was called to order at 8:31 a.m.
- 2) **ADOPTION OF AGENDA – MOTION:** To adopt the agenda as presented. **Moved:** F. Zabian
Seconded: M. Day **Carried.**
- 3) **CONFLICT OF INTEREST**
- 4) **ADOPTION OF MINUTES – MOTION:** To approve the board meeting minutes of February 6, 2025. **Moved:** K. Leatherbarrow **Seconded:** E. Boyer **Carried.**
- 5) **PRESENTATION – HART Hub** - Perry Lang, Woodstock Hospital President and CEO; Teresa Martins, Oxford OHT Executive Director; Jill Blaire, Woodstock Hospital Manager of Outpatient Mental Health Services; Cindy Smart, Woodstock Hospital Vice President of Patient Care and Chief Nursing Officer
Discussion Notes: Introductions of all in attendance. (DKT arrived at 8:34) Presentation of slideshow, made a point to share that the Wellness Centre on Graham St will be an inpatient treatment centre for addiction, not a shelter. Construction on Graham will likely start Q4 2025 for 12 months. The board extended an invite to the May 7, 2025 Downtown Hall.
- 6) **CO-CHAIR UPDATES** – Upcoming delegations to City Council **Discussion Notes:** Budget presentation will take place on March 20, 2025 at 7pm to City Council. A written delegation will be submitted to support the Parks department in their request for another horticulturist.
- 7) **DISCUSSION** – Woodstock Museum - Black History Month **Discussion Notes:** Kerrie Gill, Education Officer and Keziah Hope, Facilities Rental and Special Events Coordinator. Arrived at 9:30am to pull the winner of the BHM shop hop draw. Departed 9:36am
- 8) **DISCUSSION** – Strategic Plan Benchmarks **Discussion Notes:** ACTION: Committees to review strategic priorities/timelines and bring information back to board.

9) **DISCUSSION** – Rainbow Certification **Discussion Notes:** Discussed what the program is, whether it was a good idea to apply as a BIA or encourage individual businesses. **ACTION:** Staff to draft a webpage by April 3rd to bring back to the board for adoption.

10) **DISCUSSION** – Land Acknowledgement **Discussion Notes:** Discussed not currently having a land acknowledgement on our website. **ACTION:** HollyJo to create a draft by April 3rd to bring back to the board for adoption.

11) **DISCUSSION** – Board Meeting Times **Discussion Notes:** Discussion to explore changes, discussion deferred to April 3rd. **ACTION:** K. Baird to discuss location availability with J.Pember. F. Zabian left at 10:00am

12) **DISCUSSION** – Committee Meeting Times **Discussion Notes:** Deferred

13) **COMMITTEE & TASK FORCE UPDATES** **ACTION:** Staff to send out committee recruitment information for all committees via email/social media.

a) Promotions - Events and Activations - Note upcoming St Patrick's Day promotion.

b) Promotions - Marketing and Communications - Note: HeartFM representative is changing, Daytripping spots have not been filled, Next meeting March 11th 1-2pm

c) Finance - Deferred

14) **NEW BUSINESS**

15) **ADJOURNMENT** Time 10:18 a.m. **Moved:** E. Boyer **Seconded:** S. Hodgkinson **Carried.**



Committee: **Finance - Minutes**
Meeting Date: March 3th, 2025

Members: Wes Mazur, BIA Board of Management / Cheesy Cow Company
Fadel Zabian, BIA Board of Management / Zabian's Menswear
Mickayla Day, BIA Board of Management / Evolution Electronics
Josh Pember, BIA Board of Management / First Class First Aid
Sarah Hodgkinsons, BIA Board of Management/Woodstock Theatre
T.J. McNamara, BIA Board of Management/ Crabby Joe's

Location: online

Present: Wes Mazur, Joshua Pember, Mickayla Day, Fadel Zabian, Sarah Hodgkinson
Regrets: None

- 1) CALL TO ORDER – Fadel H Zabian 6:34 p.m.
- 2) **ADOPTION OF AGENDA – MOTION:** Moved by Josh, seconded by Mickayla
- 3) CONFLICT OF INTEREST – None
- 4) **ADOPTION OF MINUTES – MOTION:** Moved by Josh, seconded by Mickalya
- 5) DISCUSSION:
 - a. Spending procedure: monies being spent by committees is not following our By-laws. It was discussed that committees must review both Article 5 and 9. A recommendation brought forward by Joshua and Wes with respect to procurement and spending procedures.
 - b. Social media: discussion regarding ROI. It was proposed that the BIA examine the possibility of asking for 3 quotes from local social media companies with the following goals
 1. ***Increase Awareness*:** Use social media to raise awareness about the BIA and the businesses within it. This can include promoting events, sharing news, and highlighting unique aspects of the area[([https://rthidden.com/social-media-goals-kpis/ "1](https://rthidden.com/social-media-goals-kpis/))].
 2. ***Engage the Community*:** Foster a sense of community by encouraging interaction and engagement. This can be achieved through contests, polls,



and user-generated content[[https://rthidden.com/social-media-goals-kpis/ "1"](https://rthidden.com/social-media-goals-kpis/)].

3. ***Drive Traffic***: Use social media to drive traffic to both physical locations and online stores. This can be done through targeted ads, special promotions, and collaborations with influencers[[https://rthidden.com/social-media-goals-kpis/ "1"](https://rthidden.com/social-media-goals-kpis/)].

4. ***Support Local Businesses***: Highlight individual businesses within the BIA, sharing their stories, products, and services. This can help build a loyal customer base and increase sales[[https://socialbee.com/blog/social-media-goals-with-kpis/ "2"](https://socialbee.com/blog/social-media-goals-with-kpis/)].

5. ***Gather Feedback***: Use social media as a platform to gather feedback from the community. This can help the BIA understand the needs and preferences of local residents and visitors[[https://socialbee.com/blog/social-media-goals-with-kpis/ "2"](https://socialbee.com/blog/social-media-goals-with-kpis/)].

6. ***Measure Success***: Set specific, measurable goals for social media campaigns, such as increasing followers, engagement rates, and website traffic. Use analytics tools to track progress and adjust strategies as needed[[https://successindepth.com/smart-goals-for-social-media-marketing/ "3"](https://successindepth.com/smart-goals-for-social-media-marketing/)].

By focusing on these objectives, a BIA can create a vibrant and supportive environment for local businesses to succeed.

- c. Creating a Knowledge Reservoir – this should be created online in our cloud system

6) Action Items

- i. Joshua and Wes will present draft policy and have ready for April 2025 board meeting for discussion and vote
- ii. Social Media discussion about getting external social media company
- iii. Creating online reservoir and assign this to someone
- iv. Examine previous action items and examine if completed or a what stage they are at and set deadlines.



10) NEW BUSINESS - none

11) ADJOURNMENT



Downtown Woodstock BIA Finance Policy & Procedure

1. Purpose

The purpose of this policy is to establish clear guidelines for the approval and management of expenditures by the Downtown Woodstock Business Improvement Area (BIA). This ensures responsible financial stewardship, transparency, and accountability while allowing operational flexibility for day-to-day office expenses.

2. Scope

This policy applies to all financial transactions, including operating expenses, capital expenditures, and discretionary spending by the Downtown Woodstock BIA.

3. Spending Authority & Approval Limits

3.1. Routine Office & Operating Expenses

- The Downtown Development Officer (or designated staff) has the authority to approve office and operational expenses up to **\$250 per transaction** without requiring prior Board approval.
- Recurring expenses (e.g., rent, utilities, software subscriptions, office supplies) may be paid without additional approval if they are within the approved budget.
- The BIA Board of Management must be notified of all office/operating expenses exceeding **\$250**.

3.2. Non-Routine & Project-Based Expenses

- All non-routine and project-based purchases require full BIA Board of Management approval before commitment.

3.3. Emergency Expenditures

- In case of urgent or unforeseen expenses exceeding the routine limit, the BIA Staff may spend up to **\$1,000**, with immediate notification to the BIA Board of Management.
- Emergency expenditures exceeding **\$1,000** require approval from the BIA Board of Management.

4. Procurement & Competitive Bidding

- Purchases over **\$5,000** require at least **three written quotes** or a competitive bidding process unless a sole-source justification is documented.



- All contracts must be approved by the BIA Board of Management and require a written agreement.

5. **Expense Reporting & Reimbursement**

- Expense claims must be submitted with receipts and a justification for the expenditure.
- The Co-Chairs will review and approve reimbursement requests within **30 days** of submission.
- Personal expenses cannot be charged to the BIA account unless expressly approved in advance for business purposes.

6. **Financial Oversight & Reporting**

- The Downtown Development Officer shall provide a **monthly financial report** to the Board, including a summary of spending and budget updates.
- The Finance Committee will oversee financial compliance and conduct periodic audits as needed.
- An independent financial review or audit will be conducted **annually** in accordance with municipal and legal requirements.

7. **Policy Review & Amendments** This policy will be reviewed annually by the Board and updated as necessary to ensure effective financial governance.

Effective Date: April 3, 2025

Approved By: Downtown Woodstock BIA Board of Directors
(Motioned and Approved on April 3rd, 2025, BIA Board of Management Meeting)



Spending of Funds without Board Approval

Article 9: Committees, Section 2 Function (b)

“Committees shall not have the authority to enter into contract on behalf of the B.I.A. or commit the B.I.A. to any financial obligation.”

Regarding the matter at hand, the events committee would therefore not have had the authority to agree to, sign for, or spend any fund whatsoever without the direct approval of the Board of Management. Nor would they have the authority to direct staff to act to do the same.

Article 5: Board of Management, Section 2: Duties of the Board of Management, Directors and Officers, The Board of Management 2nd bullet

“Shall authorize all expenditures in accordance with the budget established for the current year.”

This clause would indicate to a reasonable person that any expenditure of the BIA within the budget are approved by the Board directly. While the Board does a preliminary allocation of funds in the budget for specific purposes such as marketing and events, the funds are not given to the specific committee, nor is it authority to spend the preliminary allocation of funds by a committee.

Article 5: Board of Management, Section 2: Duties of the Board of Management, Directors and Officers, Co-Chairs 3rd and 5th bullet

“Shall have general supervision of the affairs and business of the Board of Management”

“Shall oversee any employees or contractors of the organization”

The Co-Chairs as per by-law would have general responsibility for the business conduct of the B.I.A. including the signing of any contract, service agreement, shared services agreement or agreement of purchase and sale. The Co-



Chairs would also have a duty to ensure that any employee or contractor would act in accordance with the procedural by-laws.

Conclusion

Any expenditure of the funds of the BIA would require direct board approval as per the procedural by-laws. Any committee, employee, co-chair or contractor therefore may not spend B.I.A. funds without the approval of the Board.

Recommendation

It would be recommended that the procedural by-laws be updated to ensure smooth operations for the purchase of small items required for the day-to-day operations of the BIA. Therefore, I would recommend:

Article 20: Spending of B.I.A. Funds

"Purchases under \$250 do not require prior approval. Purchases between \$250 and \$500 require authorization from the Co-Chairs. Purchases exceeding \$500 require Board of Management approval before they are incurred. This includes partial payments, down payments, or reservation fees that, when combined with the total cost of the service or purchase, exceed the applicable approval threshold. This policy does not apply to subscriptions, rent, utilities, payroll, or other recurring expenses previously approved in the annual budget."

The current Article 20 will be renumbered to Article 21.

The current Article 21 will be renumbered to Article 22.



Marketing & Communications Committee Meeting

Tuesday, March 11, 2025 - 1-2 PM - Market Centre Building, 21 Market Street

Attended: Duane Kumala-Thomas, Sarah Hodgkinson, Fadel Zabian, Mickala Day, Chris Parliament (HeartFM - Sales)

Regrets: Wes Mazur

GOAL: Launch a strong marketing campaign showcasing and supporting downtown.

Guiding Statement - To share why you should love downtown Woodstock.

1. Previous Meeting Minutes

Action Items: “Welcome Wagon” magnets to be ordered. Duane will check with Baniner Studios on Dundas to see if they make magnets. ECHO ad for Friday, March 28, is due on March 25 (Streetscape/Spring Downtown). WOW was submitted for April. Sarah to check back with Bill Lewis regarding flags.

2. Chris Parliament (HeartFM)

The main focus is volume and getting out as much as we can with the budget that is given. Chris can help us ensure that our events are listed on the HeartFm website. 3 ads per day (non-profit rate). 21-week campaign, divisible into the remainder of the year. Co-op billing for special events or pre-roll in addition to the \$5000. Based on time of day, not bulk pricing. Message for Streetscape ads - “We are open. Access to businesses.” Shop local can be a focus currently along with Streetscape information. 30 seconds is approximately 70 words. Point form of what we would like in the ad. Live, in-studio interviews will be checked with Dan Henry ASAP. Duane is on HeartFM on March 20 to support Shopping Night. Possible addition to meeting on March 19.

Action Items: The next meeting of the board to approve the \$5000 budget for HeartFM.

3. Strategic Plan Check-In

Calendar creation for the whole year at BIA Office (WOW, ECHO, HeartFM, Daytripping, etc.). Monday, March 17, at 9:30 AM meeting with Duane, Sarah and Mickala. “Welcome Wagon” & “Resource Package”- moving ahead with magnets. Resource list (e.g., Kerry, Duane, website, committee meetings, definition of BIA/vision/directive). Succulents are hardy and forgiving (Floral Buds & Design and Smith’s Flowers to be used equally). Duane to check Jaime Baniner to see if he makes magnets. Book more dates for Downtown Hall (May AGM?). Co-op advertising opportunities with HeartFM (e.g., “Open

Late” for Christmas Shopping from Dec. 15-23). The success of the St. Paddy’s hat was phenomenal.

4. Daytripping

Businesses who are committed - Crafty Tea Corner, Two Guys and a Whisk, The Thoughtful Artisan, Tina J. Smith Counselling, Charles Dickens, The Kiln Room, Jarful, Reel Treats, Urban Queens, Zabian’s, Floral Buds and Design, Wilson and Markle (DOUBLE), Youique Scrapbooking, Fair/Square, Cheesy Cow (DOUBLE, if necessary), Rebecca Kitchen RMT, and Tempo.

Action Item: Duane to follow up with Hallmark and RacingXperience. Sarah to follow up with Mel’s Fish & Chips.

5. Any other business

Fadel suggested a credit card/discount of BIA merchants (like a Cheesy Cow card). Deals to City and County employees. City involvement in sharing of our events on their social media. Sarah will check with Colleen as to how we make that happen. A chance to reach out to high schools to chat with them about prom photos since Southside Park is under construction.

Next Meeting: Tuesday, April 8 - Market Centre Building - 1-2 PM.