

# Queenstown BIA Sault Ste. Marie, ON

## Board Meeting

496 Queen Street, East, Sault Ste. Marie  
Tuesday November 8,, 2016 @ 5:30pm

**Attendance:** Ross Romano, Interim Board Chair/City Council Representative,  
Paul Scornaienchi, Interim Vice-Chair/Board Elect; Frank Gaccione,  
Interim Treasurer/Board Elect; Grace Tridico, Interim

Director/Board

Elect; Kristi Cistaro, Board Elect; Rory Ring, Board Elect; Angela  
Romano, Board Elect, Bryan Hayes, Board Elect; Dominic Ruscio,  
Interim Director; Josh Ingram, Manager; Rachel Tyczinski, Deputy  
City Clerk.

**Regrets:** Joseph Bisceglia, Interim Director/Board Elect.

**Absent:** Carrie Suriano, Director; Steve Alexander, Director.

**1. Call Meeting to Order:** Josh Ingram calls the meeting to order 5:33pm

**2. Approval of Agenda:** Ross Romano requests that item 1 (staffing) of the manager's  
report be moved into closed session.

Moved by: Ross Romano, Seconded: Paul Scornaienchi

To amend item 5 to Joseph Bisceglia.

Moved by: Paul Scornaienchi, Seconded: Ross Romano

To move item 7 to our next agenda item.

Moved by: Ross Romano, Seconded by Frank Gaccione.

### **3. Declaration of Conflicts of Interest: None.**

### **4. Presentation from the City of Sault Ste. Marie's City Clerk's office.**

- Presentation is a standard for all boards of the city.
- Procedure regarding types of motions will apply.
- DTA BIA's are established under the municipal act, however it states that it is A local board of the municipality.
- Copy of City by-law 2013-100 is circulated.
- Open meetings must be open to public, must be published on the DTA website As well as the city's website.
- A slide is circulated regarding closes session, is not a must but suggested Topics.
- The DTA falls under new ombudsman regulations, people are able to Complain to said position regarding closed/open session.
- Paul Scornaienchi mentions that the open session responsibility of what was Discussed in closed session has been confusing at times.
- Rachel Tyczinski states that there should be a reference point in minutes regarding what is being discussed, the board can refer to the handed slide. And to make sure closed session notes are comprehensive.
- Exception is for education or training, however stay open as much as possible.
- Agendas are set by the Chair in conjunction with the staff.
- A member may ask that a motion to added to the agenda.
- Ross Romano expresses that an agenda is set very similarly to the the council.
- Ross Romano ask for clarification in regards to emails between board members.
- Rachel Tyczinski expresses that mass emails amount board members is incorrect if you further business. However information purposes are aloud.
- Byran Hayes asks if there is no quorum is it allowed.
- Rachel Tyczinski clarifies that it is discouraged.
- An executive cannot make decisions independent of the board.
- Frank Gaccione states that the discussion starts at an executive sub-committee And is then brought to the boards attention.
- Rachel Tyczinski states that sub-committee is subject to the same open meeting Rules.
- Make sure your sub-committees do not subvert your board power, teleconferencing is not provisional.
- Slides for rules of conduct, the BIA is fairly formal states multiple members of the Board. General rules are then listed.

-Point of order, when declared will be allocated to the chair of clarification, the director who has been acknowledged will no longer speak until the point of order has been rectified.

-Motions in writing with term 'resolved that', if it of substantive nature it should be in notice of motion.

-'Motion to reconsider' reconsideration cannot be a motion again in 12 months.

-Ross Romano mentions the reconsideration of motion, based on the fact that Councilor Romano was not available, therefore as not present Ross Romano has seconded the motion and the agenda is amended as Paul Scornaienchi being the person moving.

-Bryan Hayes inquires if this reconsideration is irrelevant due to the new board.

-Ross Romano clarifies that this needed immediate attention.

-Paul Scornaienchi reminds the boards that our minutes are public information.

-Rachel Tyczinski informs that detailed notes will be left with Josh Ingram.

-Rachel Tyczinski informs the board that council representative does not include Council representative.

-Chair does not vote unless there is a tie.

-If someone asks for a recorded vote chair will vote.

-Rachel Tyczinski states that where a member has a direct or indirect interest is at the meeting, prior to consideration you disclose the interest or general nature, and do not influence the voting process, you can lose quorum for these reasons and the meeting may still continue. Exceptions being: an interest in common

with

Members, owning property.

-Paul Scornaienchi states that there should be a defined perception of conflict.

-Rachel Tyczinski declares that this is only up to the board director to declare.

-Grace Tridico asks who polices the conflict of interest.

-Ross Romano explains the public.

-Rachel Tyczinski states that the case can be made to scrutinize closed session if the BIA does not post online.

-Paul Scornaienchi asks if there are any issues in our governance, in the election process.

-Rachel Tyczinski says there are a few issues that will be addressed in the future.

-Ross Romano states associate membership will need to be further addressed.

-Rachel Tyczinski states there are a lot of grey areas in regards to municipal act 201.

-Ross Romano states how silent some of the verbiage was, and the lacking of definition to the document.

-Paul Scornaienchi asks if the City of Sault Ste. Marie has issues with the BIA

As our partner in regards to policy and procedure in regards to other compliance: Ministry of labour etc, and any interest in our governance in that way.

-Rachel Tyczinski is curious, as we are run differently, and thinks there would be a problem with the city if there is any sort of documents needing correction.

-Ross Romano says that the city HR has been great in regards to meeting with BIA questions.

## **5. Board Appointments:**

-Bryan Hayes expressed interest in running for board chair.

-Ross Declines nomination of chair.

-Paul Scornaienchi nominates Rory Ring, thinking that Rory would make a Great chair, but understands the possibly necessity to maintain a brand for himself at the Chamber of Commerce and not to confuse the COC & BIA.

-Rory Ring appreciates the vote of confidence but cannot guarantee the Time commitment and does not want to let the board down.

-Ross Romano very much supports Bryan Hayes chair appointment.

-Grace Tridico states that Ross Romano has done an exceptional job but believes that Ross Romano should be nominated.

-Ross Romano states that if it were the will of the board then he would stand However he believes Bryan Hayes will lead the board very well.

-Paul Scornaienchi seconds Bryan's nomination.

-Ross Romano declines the nomination with a great appreciation for the boards Vote of confidence.

-Bryan Hayes reflects on the fact that having a chair that isn't a councillor is Beneficial to both Ross Romano and the BIA as a whole.

-Moved.

\*Bryan Hayes assumes the Chair role and continues to chair meeting.

Josh Ingram steps down and assumes the role of manager.

-Ross Romano nominates Paul Scornaienchi, Seconded by Grace Tridico.

-Bryan Hayes nominates Frank Gaccione as Treasurer, Seconded by Paul Scornianchi

-Ross Romano suggests that we add a recording secretary.

-Grace Tridico nominates herself, seconded by Ross Romano

\*Grace Tridico assumes the role of recording secretary.

## **6. Define Roles and Responsibilities of Board (mandated versus out of scope) as**

**well as Staff to make sure General Manager's expectations are in sync with Board's expectations.**

- Bryan Hayes wishes to outline of roles so he is not micromanaging.
- Staff to report what is needed from the board in terms of resources and training
- This outline will help the strategic planning
- Ross Romano indicates the subcommittees that were in place, and why.
- Mostly due to the distant board members, in a way to keep the board Operational.
- Rory Ring believes it needs to be governance, to direct and protect.
- It's stated that the board sets the tone for its membership
- The governance model is necessary to drive the organization and build its Strategic plan.

## **7. Review of Subcommittee applicants.**

- Jane McGolderick, member (events committee)
- Megan Douglas, Sault Community Career Centre Employee (beautification)
- Adrian Viotoo, Sault Community Career Centre Employee (communications)
  
- Clarifications that previous subcommittee members were all board members.
- Ross Romano states he's happy to see any movement in regards to Outside membership wanting to be on subcommittees
- Josh Ingram mentions all DTA membership were canvassed.
- Grace Tridico asks if we can put it out to the community at large to attract new Applicants to volunteer.
- Names to be forwarded to DTA board for selection and approval of such individuals, and the selection process be a mimicking of the city process.
- Ross Romano indicated board decision to try to get Dennis and Gor St to join The BIA vs. striking new sub-committee
- It's noted that there should be summary for each subcommittee to be included On website so potential volunteers can read and see what they would be getting involved in.
- The application process would request a short biography.

**Motion:** The board provide direction to staff to put notice out to community to request application for volunteers to join the following subcommittees: communication, street beautification, special events.

Moved by: Ross Romano. Seconded by Frank Gaccione.

## 8. Approval of October 11, 2016 Minutes

-Paul Scornaienchi gives new board the history of meeting with Steve Turco and Tori Prouse of the City of Sault Ste. Marie Planning Department

-Paul Scornaienchi was disappointed that city staff would go forward to council with presentation of Downtown Development Initiative, therefore a letter was requested to be drafted by the DTA staff.

-Ross Romano states that he wanted to go to council to request a subcommittee regarding members of: tree replacement strategy, engineering, planning department, public works, DTA members. He was told by City Planning to hold

off

Due to the fact they the City was creating a task force.

-The Board directed Josh to draft letter to find out the status of said task force, The letter was to be open to council with regards to our difficulty in developing This task force with City Planning, and not being part of the discussion and Process.

-Ross Romano states that since the board has done a great deal in repairing The relationship with City, that drafting a letter to council may hamper improved Relations.

-Frank Giaccone is concerned with development, where in the DTA spent \$35,000 in the past for an investment we were not happy/proud of with no Input.

-Ross Romano updates the board that at November 7th council meeting, there was a discussion of developing the Task force. Ross Romano will ensure the DTA is involved.

-Grace Tridico shared her discussion with Steve Turco of City Planning, he

stated

That there was no intention to exclude the DTA, and the task force will be Developed to deal with one issue at a time.

-Rory Ring expressed disappointment with the lack of development from the DTA in the 'Urban Planning', suggests the DTA be more vocal.

-Rory Ring believes we should redraft the letter, but not let the city off the hook.

-City Planning is invited to be part of the next DTA meeting.

-It's expressed that still, sending letters makes this board seem confrontational To the city immediately.

-Ross Romano suggest we strike our own task force to move forward.

All in favour to rescind motion: APPROVED.

**Motion:** Where as Chair Ross Romano's assessment of conversation was not fully considered during the October 11th board, and the expressed intention of the Planning Department are currently unknown, the Queenstown Association Board should now Consider rescinding the draft letter intended for City Council until after the Planning Department's presentation at the November 11th City Council meeting.

Moved: Ross Romano. Seconded by, Frank Giaccone.

## **9. Strategic Planning**

- Notice of motion to review SSM strategic plan, and put thought for next meeting
- Ask staff to provide more information re: City Plan, review to start.
- Give consideration to cost.
- Mission statement was designed by interim board.
- Rory Ring to share draft strategic plan
- Grace Tridico indicates there is a cost savings by using Rory's format and Adapt at a DTA board level.

## **10. City of Sault Ste. Marie and BIA MOU**

- Bryan Hayes suggests this be a motion not a notice of motion.
- Ross Romano states it was placed as a notice due to time constraints.
- Kristi Cistaro suggest that the Planning Department be included in MOU
- Ross Romano states that they should be included in a subcommittee level.

**Resolution:** That a subcommittee be struck to work on the forthcoming Memorandum of Understanding, and that subcommittee consist of: A City Clerk's office representative, the Queenstown Association's Board Chair, Manager, and the Queenstown Association's City Council Representative.

**Motion:** To begin the liaison and development of an MOU and bring work back for board Approval.

## **11. Strategic Planning Deferred.**

## **12. Identification of immediate concerns that need to be addressed.**

- Josh Ingram indicates that Ms. Harlee Kimsal put in 2 weeks notice, last day Was November 4th, and that a temp be hired for roughly 10 days in order To assist the manager for Moonlight magic.
- Also indicates that with no snow another staffer for beautification is not

Currently necessary.

- Our 3rd employee is still currently under full subsidy, however that will expire December 24th and wishes to continue employment of said staff.
- Rory Ring indicates this isn't a board issue.

### **13. Managers Report**

- Josh to get ahold of Ian McMillan to see what logos have been used in the city.
- Ross Romano suggest to defer branding to see what city does.
- Rory Ring suggest we review rogersbrooks.com in regards to DTA investments
- Josh Ingram expects decor to arrive shortly, Blue Diamond was the cheapest bid
- Ross Romano and Josh Ingram to advocate PWT and PUC for instal again
- Josh Ingram indicates that only 2 quotes were able to be obtained for speaker Repair.
- These quotes do not include heritage square.
- PUC needs to replace poles due to wiring and structural issues.
- Ongoing maintenance is not included in quote, staff to get information
- Speakers will not be ready for Moonlight Magic
- Special meeting to be placed for speakers
- Grace Tridico indicates we look at options for wireless, ask building owners Tenants to house recievers.

### **14. Financials update Re: old board requirements and new board preferences**

- Overbudget on 'Bookkeeping' in our budget
- Joe Beseglia will want to see what the cheques are, with certain preference to Layout
- Board to think of how they want to see financials and be ready for next Meeting.

### **15. New business**

- Introduction of members was not done
- Request for biographies to be sent to board members

### **16. Adjournment**

Moved by Frank Giaccone. Seconded by, Paul Scornaienchi.

Adjourned at: 8:00pm