BOARD OF DIRECTORS

MEETING AGENDA

MEETING DETAILS

Date	**Thursday, August 27, 2026**
Time	7:30am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

COMPOSITION

CHAIR	Wes Found	Linborough Property Corp
VICE-CHAIR	Steve Podolsky	A&L Investments
TREASURER	Sandra Falconer	Property Owner
TREASURER	Sandra Patrick	Down to Earth
DIRECTOR	Reese Burns	Burns Bulk Food
DIRECTOR	Nicki Dedes	Olympia Restaurant
DIRECTOR	Jim Garbutt	A Buy & Sell Shop
DIRECTOR	Adam Hayward	Nesbitt's Meat Market
DIRECTOR	Councillor Mark Doble	CKL Council, Ward 5 Representative
DIRECTOR	Councillor Charlie McDonald	CKL Council, Ward 7 Representative
LIAISON	Carlie Arbour	CKL Economic Development
LIAISON	Chief Kirk Robertson	Kawartha Lakes Police Service
LIAISON	Melissa McFarland	LDBIA's Executive Director

1.0 ADMINISTRATIVE BUSINESS

1.1	**Call to Order**
1.2	**Adoption of Agenda**
1.3	**Declarations of Pecuniary Interest**
1.4	**Adoption of Minutes: Meeting of** Thursday, July 30, 2026

2.0 DEPUTATIONS

2.1	**SCHEDULED DEPUTATIONS**	**None**
-		

3.0 CORRESPONDENCE

3.1	RECEIVED CORRESPONDENCE	None
-		

4.0 LIAISON UPDATES

4.1	Kawartha Lakes Police Service
4.2	City Of Kawartha Lakes Council
4.3	City of Kawartha Lakes Economic Development

5.0 REPORTS

5.1	TREASURER
TO RECEIVE	Treasurer's Report – July 2026
ADDITIONAL UPDATES	-

5.2	BEAUTIFICATION COMMITTEE
TO RECEIVE	Meeting Minutes of August 6th, 2026
ADDITIONAL UPDATES	-

5.3	PARKING COMMITTEE
TO RECEIVE	-
ADDITIONAL UPDATES	-

5.4	MARKETING COMMITTEE
TO RECEIVE	Meeting Minutes of August 12th, 2026
ADDITIONAL UPDATES	-

5.5	EXECUTIVE COMMITTEE
TO RECEIVE	Meeting Minutes of August 13th, 2026
ADDITIONAL UPDATES	- Executive Director Update - Board Chair Update MOTION #1: **That** the Executive Committee recommend to the Board of DIrectors that the position noted at By-Law 2008-212, Section 2.02(b)(i) be filled through an open public application process rather than by vote of the membership, and that the LDBIA Constitution be amended to provide that a Director appointed under that Section is not eligible to hold office as Chair, Vice-Chair or Treasurer.

	MOTION #2: **That** the Executive Committee recommend to the Board of Directors that Section 2.02(b)(i) of By-Law 2008-212 provide for up to three (3) 'Appointed Directors', each being either an owner or operator of a business in the City of Kawartha Lakes located outside of the Lindsay Downtown Business Improvement Area, or a resident of the City of Kawartha Lakes who is not a Member of the Lindsay Downtown Business Improvement Area, provided that no more than one (1) Appointed Director at any time shall be a person who is not an owner or operator of such a business. MOTION #3: **That** the Executive Committee recommend to the Board of Directors that the amendments to By-Law 2008-212 and to the LDBIA Constitution set out in this document be adopted, including the addition of the definition of Appointed Director at Section 1.0 and the amendment to Section 6.02 respecting quorum; **And that** the Constitution amendments be brought forward to the August 27 Board Meeting with the notice required under Section 14.01, and to the Annual General Meeting of November 12, 2026 for ratification under Section 14.02; **And that** the requested amendment to By-Law 2008-212 be included in the Board's year-end report to Economic Development for consideration by Council.

6.0 NEW BUSINESS

6.1	2026 Elections

7.0 NEXT MEETING

Date	Thursday, September 24, 2026 or ☐ TBA
Time	7:30am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

8.0 ADJOURNMENT

BOARD OF DIRECTORS

MEETING MINUTES

MEETING DETAILS

Date	Thursday, July 30, 2026
Time	7:30am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

ATTENDANCE

			PRESENT	REGRETS	ABSENT	LATE ARRIVAL		EARLY DEPARTURE	
CHAIR	Wes Found	Linborough Property Corp.	☑	☐	☐	☐	Time	☐	Time
VICE-CHAIR	Steve Podolsky	A&L Investments	☑	☐	☐	☐	Time	☐	Time
TREASURER	Sandra Falconer	Property Owner	☑	☐	☐	☐	Time	☐	Time
TREASURER	Sandra Patrick	Down to Earth	☑	☐	☐	☐	Time	☐	Time
DIRECTOR	Reese Burns	Burns Bulk Food	☑	☐	☐	☐	Time	☐	Time
DIRECTOR	Nicki Dedes	Olympia Restaurant	☐	☐	☐	☑	8:12am	☐	Time
DIRECTOR	Jim Garbutt	A Buy & Sell Shop	☐	☐	☐	☑	7:39am	☐	Time
DIRECTOR	Adam Hayward	Nesbitt's Meat Market	☑	☐	☐	☐	Time	☐	Time
DIRECTOR	Councillor Mark Doble	CKL Council, Ward 5 Representative	☑	☐	☐	☐	Time	☐	Time
DIRECTOR	Councillor Charlie McDonald	CKL Council, Ward 7 Representative	☑	☐	☐	☐	Time	☐	Time
LIAISON	Carlie Arbour	CKL Economic Development	☑	☐	☐	☐	Time	☐	Time
LIAISON	Chief Kirk Robertson	Kawartha Lakes Police Service	☑	☐	☐	☐	Time	☐	Time
LIAISON	Melissa McFarland	LDBIA's Executive Director	☑	☐	☐	☐	Time	☐	Time

1.0 ADMINISTRATIVE BUSINESS

1.1	MEETING CALLED TO ORDER BY THE CHAIR	7:32am

1.2	ADOPTION OF THE AGENDA		
MOVED BY	Councillor Doble	SECONDED BY	Steve Podolsky
RESOLUTION	**That** the Agenda of the **Thursday, July 30, 2026** Meeting of the Board of Directors be approved as circulated.		
	MOTION RESULT	Carried	RBM2026-24

1.3	DECLARATIONS OF PECUNIARY INTEREST	None Declared

1.4	ADOPTION OF MINUTES		
MOVED BY	Steve Podolsky	SECONDED BY	Adam Hayward
RESOLUTION	**That** the Minutes of the Board of Directors Meeting held on **Thursday, June 25, 2026** be approved.		
	MOTION RESULT	Carried	RBM2026-25

2.0 DEPUTATIONS

2.1	SCHEDULED DEPUTATIONS	None
-		

3.0 CORRESPONDENCE

3.1	RECEIVED CORRESPONDENCE	None
-		

4.0 LIAISON UPDATES

4.1	KAWARTHA LAKES POLICE SERVICE	Chief Kirk Robertson

There had been a slow start to the year in calls for service, but an expected uptick with the summer months. His special constable officers have been made available for increased foot patrols in the downtown, which he was advised by the Board has been noticed and appreciated.

4.2	CITY OF KAWARTHA LAKES COUNCIL	Councillior Mark Doble & Councillor Charlie McDonald

Councillor Doble updated. They receive reports regularly from the City's Human Services departments on local encampments. Councillor McDonald updated, that he was advised that CKL Engineering was provided a rough cost of about $6000 for power to be installed at the crosswalk between William and Cambridge for CCTV, and though they were hopeful to get the price from the contractors reduced, that is approximately what the BIA would be looking at for installation.

MOVED BY	Reese Burns	SECONDED BY	Sandra Falconer
RESOLUTION	**That** Melissa McFarland be authorized to move forward with the service of having power installed by the municipal sub-contractor at the Kent Street West crosswalk between William and Cambridge Streets to allow CCTV installation, up to a cost of $6,000, to be allocated to the Opportunity Fund.		
	MOTION RESULT	Carried	RBM2026-26

4.3	CITY OF KAWARTHA LAKES ECONOMIC DEVELOPMENT	Carlie Arbour

The summer Business Count project is progressing well, with much of the surveying being completed and the rest of the summer being focused on the compilation of the data, with the full report being available in the new year. The Local Economic Development Support Grant has in-person check-ins and reporting from recipients being done throughout August before the more formal final reporting is completed next year. The Municipal Signage Strategy project went to Council last week, and was approved. The next step is taking the budget request to Council for 2027 for Phase I, which will include municipal gateway and wayfinding. Million Dollar Makeover will open its fall intake in early September, with a deadline of October 31st, for projects taking place in 2027.

5.0 REPORTS

5.1	TREASURER	Sandra Falconer	Sandra Patrick	Melissa McFarland
TO RECEIVE	Treasurer's Report – June 2026			
ADDITIONAL UPDATES	-			

5.2	BEAUTIFICATION COMMITTEE	Committee Chair | Steve Podolsky
TO RECEIVE	Meeting Minutes of June 30th, 2026	
ADDITIONAL UPDATES	-	

5.3	PARKING COMMITTEE	Committee Chair | Councillor Charlie McDonald
TO RECEIVE	Meeting Minutes of July 14th, 2026	
ADDITIONAL UPDATES	-	

5.4	MARKETING COMMITTEE	Committee Chair | Sandra Patrick
TO RECEIVE	Meeting Minutes of July 8th, 2026	
ADDITIONAL UPDATES	-	

5.5	EXECUTIVE COMMITTEE	Board Chair | Wes Found	Executive Director | Melissa McFarland
TO RECEIVE	-		
ADDITIONAL UPDATES	Melissa McFarland updated. The Downtown Gift Card program is slowly progressing, final approval from EML for the banking side was approved last week, and now she is moving forward with Miconex to target launch for hopefully mid-September. The historical street banners were finally completed and are currently being installed by Public Works. Business movements include the listing of 15 Cambridge Street South for sale, Revel Realty moving out of 2 Kent, Cardinal Tours moving from Cambridge Street Mall to 104 Kent. There have been no concrete updates for leasing of the former dollar store location. Sandra Falconer advised that Kawartha Lakes Chiropractic has moved into the Old Post Building from Regent Street. Wes Found updated. He has had some movement in Kent Place Mall, with Wings & Waves retiring, and some other professional services working on spaces with him. The Art Gallery is progressing well with a grand opening scheduled for September 18th, and the Minister of Culture has been invited. He has been working on a program for tracking the BIA's parking utilization counts, and brainstorming the development of an app that could be installed on the officer's handheld, and then populate the data form, that could then be reviewed or presented in a variety of ways. He, Melissa McFarland will be meeting to review the data gathered through the summer to send to Mike Farquahar in Engineering to show the 80%-100% utilization necessary to move forward with plans for expanding inventory. The goal would be for the BIA to develop such an efficient and accurate way of gathering data, that the City would not feel as if an updated study would be necessary.		

MOVED BY	Steve Podolsky	SECONDED BY	Sandra Patrick	
RESOLUTION	**That** the above Reports, Minutes and Recommendations be received.			
		MOTION RESULT	Carried	RBM2026-27

6.0 NEW BUSINESS

6.1	2027 Budget

Melissa McFarland presented the final draft of the 2027. The minor edits noted at the June meeting have been made, and she was able to trim the administrative budget down further, for an overall increase of 3.52% to the levy. It's due to the City's Treasurer's department by August 21st.

MOVED BY	Reese Burns	SECONDED BY	Sandra Falconer
RESOLUTION	**That** the 2027 Operating Year Budget be approved.		
MOTION RESULT	Carried	RBM2026-28	

6.2	2026 Elections

Melissa McFarland advised that she has booked the Pie Eyed Monk for the evening November 12th for the Annual General Meeting and Elections. She has been working on brainstorming some members to approach for recruitment and asked that the current Board advise her of their intention to run again, or not. She brought up the handling of the board position of 'business owner outside of the downtown' be handled, as it's only one position separate from the rest of the elections, and recommended that the position be posted and applications to be received for review and appointment by the new Board. Discussion was held regarding expanding the number of potential positions of this nature from 1 to perhaps 2 or 3, or incorporating members of the public in general, as is often done on other municipal boards. The Executive Committee will review this at their next meeting and present a recommendation.

7.0 NEXT MEETING

Date	Thursday, August 27, 2026 or ☐ TBD
Time	7:30am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

8.0 ADJOURNMENT

MOVED BY	Steve Podolsky	SECONDED BY	Sandra Patrick
RESOLUTION	**That** the **Thursday, July 30, 2026** Meeting of the Board of Directors be adjourned at 8:37am.		
MOTION RESULT	Carried	RBM2026-29	

Lindsay Downtown BIA | 2026 Financials (Operating)

		February	March	April	May	June	July	August	September	October	November	December	January
Opening Bank Balance		**34,447.28**	**78,873.66**	**50,504.54**	**22,664.94**	**67,230.06**	*44,020.96*	*23,480.21*	*22,215.21*	*37,938.21*	*70,298.21*	*80,258.21*	*59,018.21*
Administration	In	101,300.00	2,000.00	-	-	1,200.00	*900.00*	*4,200.00*	-	*700.00*	*800.00*	*900.00*	-
	Out	11,794.49	14,127.54	11,636.05	13,235.21	9,907.63	*7,961.22*	*9,415.00*	*9,165.00*	*9,165.00*	*9,265.00*	*9,265.00*	*9,265.00*
Beautification	In	58,588.00	-	-	65,000.00	-	-	-	*5,560.00*	-	-	-	-
	Out	3,170.72	4,664.38	3,929.85	3,297.11	23,807.48	*14,825.25*	*29,800.00*	*20,300.00*	*5,575.00*	*22,075.00*	*3,375.00*	*3,375.00*
Marketing	In	95,220.00	-	-	2,325.00	500.00	*150.00*	-	*14,228.00*	-	*5,000.00*	-	-
	Out	6,632.68	6,555.96	8,992.67	18,348.67	6,642.33	*9,256.80*	*11,550.00*	*19,900.00*	*11,600.00*	*9,800.00*	*4,800.00*	*4,200.00*
Parking	In	15,880.00	-	13,402.24	-	-	*14,804.91*	-	-	*15,000.00*	-	-	-
	Out	4,963.73	5,021.24	5,451.07	5,878.89	5,467.57	*4,352.39*	*4,700.00*	*4,700.00*	*7,000.00*	*4,700.00*	*4,700.00*	*4,700.00*
Opportunity Fund	In	-	-	-	18,000.00	20,915.91	-	-	-	-	-	-	-
	Out	-	-	11,232.20	-	-	-	*13,000.00*	-	-	-	-	-
Transfers to Chequing	In	-	-	-	-	-	-	*50,000.00*	*50,000.00*	*50,000.00*	*50,000.00*	-	-
	Out	200,000.00	-	-	-	-	-	-	-	-	-	-	-
TOTALS BY MONTH	**In**	**270,988.00**	**2,000.00**	**13,402.24**	**85,325.00**	**22,615.91**	***15,854.91***	***54,200.00***	***69,788.00***	***65,700.00***	***55,800.00***	***900.00***	-
	Out	**226,561.62**	**30,369.12**	**41,241.84**	**40,759.88**	**45,825.01**	***36,395.66***	***55,465.00***	***54,065.00***	***33,340.00***	***45,840.00***	***22,140.00***	***21,540.00***
Closing Bank Balance		**78,873.66**	**50,504.54**	**22,664.94**	**67,230.06**	**44,020.96**	***23,480.21***	***22,215.21***	***37,938.21***	***70,298.21***	***80,258.21***	***59,018.21***	***37,478.21***

TOTAL BUDGET SUMMARY

OPERATING BUDGET	**490,105.43**
Income Received to Date	**429,828.43**
Remaining Income Expected	120,632.91
Expenses to Date	**216,800.74**
Remaining Expenses Expected	249,056.20
Unspent	*24,443.58*

ADMININSTRATION BUDGET SUMMARY

TOTAL BUDGET	**125,107.76**
Income Received	**118,507.76**
Income Expected	6,600.00
Expenses to Date	**68,662.14**
Expenses Remaining	55,540.00
Unspent	*905.62*

BEAUTIFICATION BUDGET SUMMARY

TOTAL BUDGET	**145,532.80**
Income Received	**139,972.80**
Income Expected	65,000.00
Expenses to Date	**53,694.79**
Expenses Remaining	83,813.81
Unspent	*8,024.20*

MARKETING BUDGET SUMMARY

TOTAL BUDGET	**118,862.36**
Income Received	**99,634.36**
Income Expected	19,228.00
Expenses to Date	**56,429.11**
Expenses Remaining	61,850.00
Unspent	*583.25*

NOTES

PARKING BUDGET SUMMARY

TOTAL BUDGET	**62,602.51**
Income Received	**32,797.60**
Income Expected	29,804.91
Expenses to Date	**26,782.50**
Expenses Remaining	34,852.39
Unspent	*1,162.71*

OPPORTUNITY FUND BUDGET SUMMARY

TOTAL BUDGET	**38,000.00**
Income Received	**38,915.91**
Income Expected	-
Expenses to Date	**11,232.20**
Expenses Remaining	13,000.00
Unspent	*13,767.80*

ACCOUNT TRANSFERS

Remaining in GIC ***(redeemable)***	**200,000.00**
Remaining in GIC ***(collateral)***	**5,150.00**

BEAUTIFICATION COMMITTEE

MEETING MINUTES

MEETING DETAILS

Date	Thursday, August 6, 2026
Time	8:00am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

ATTENDANCE

			PRESENT	REGRETS	ABSENT	LATE ARRIVAL		EARLY DEPARTURE	
CHAIR	Steve Podolsky	A&L Investments	☑	☐	☐	☐	Time	☐	Time
MEMBER	Kevin Brasier	Lingerie Loft	☐	☑	☐	☐	Time	☐	Time
MEMBER	Reese Burns	Burns Bulk Food	☑	☐	☐	☐	Time	☐	Time
MEMBER	Sandra Falconer	Property Owner	☑	☐	☐	☐	Time	☐	Time
MEMBER	Theresa Henry	Lingerie Loft	☐	☑	☐	☐	Time	☐	Time
MEMBER	Melissa Wemyss	Wards Lawyers PC	☑	☐	☐	☐	Time	☐	Time
LIAISON	Tessa Smith	CKL Parks' Forestry Supervisor	☑	☐	☐	☐	Time	☐	Time
LIAISON	Melissa McFarland	LDBIA's Executive Director	☑	☐	☐	☐	Time	☐	Time
GUESTS	Maria Francis, Dexter Ward								

1.0 ADMINISTRATIVE BUSINESS

1.1	MEETING CALLED TO ORDER BY THE CHAIR	8:12am

1.2	ADOPTION OF THE AGENDA		
MOVED BY	Melissa Wemyss	SECONDED BY	Sandra Falconer
RESOLUTION	**That** the Agenda of the **Thursday, August 6, 2026 Thursday, August 6, 2026**Meeting of the Beautification Committee be approved as circulated.		
	MOTION RESULT	Carried	BC2026-11

1.3	DECLARATIONS OF PECUNIARY INTEREST	None Declared

1.4	ADOPTION OF MINUTES		
MOVED BY	Melissa Wemyss	SECONDED BY	Reese Burns
RESOLUTION	**That** the Minutes of the **Tuesday, June 30, 2026Thursday, August 6, 2026Thursday, August 6, 2026** Meeting of the Beautification Committee be approved.		
	MOTION RESULT	Carried	BC2026-12

2.0 DEPUTATIONS

2.1	SCHEDULED DEPUTATIONS	None Scheduled
-		

3.0 CORRESPONDENCE

3.1	RECEIVED CORRESPONDENCE	None Received
-		

4.0 NEW BUSINESS

5.1	2026 Budget Updates
Melissa McFarland updated on the YTD financials. The spring items that have come in slightly under budget have had their overages reallocated, and the actuals for the 'General Supplies' category has been higher than expected, due to the procurement of tools and equipment necessary for the summer position – which is an overall benefit to the BIA to have possession of these. The 'Special Projects' budget has been adjusted due to over/unders for the year, and can be directed towards graffiti if necessary, which will be discussed later in the meeting. There was also discussion about increasing the fall décor, especially around bumpouts and possible lamppost décor, which will be investigated prior to the next meeting.	

4.2	Beautification Summer Workplan
Dexter Ward updated on his tasks since the last meeting. He has been able to assist with watering, and has made progress with the flowerbeds at Russell & Lindsay and Masala Kraft. He's still working on the one by the Curling Club, and it was agreed that basic wood chip mulch would be a benefit – Melissa McFarland will reach out to Public Works to inquire if they can deliver. Tessa Smith advised that if the BIA is looking for better purchased mulch for higher visibility areas (like #1 Kent) that Cedar Bark Mulch is a good product. It was advised that more focus on the bumpout flowerbeds will be necessary. Discussion was held about the watering schedule, and efforts will be made to reduce watering during the busier hours on Kent Street.	

4.3	Fall Planning
The committee agreed that installation of the fall mums should take place during the week of September 21st. Summer material will need to be removed from the planter inserts and disposed of. Melissa McFarland will coordinate with Roger Hill for logistics, and to inquire if the planter inserts should be removed and stored, or left in for the mum pot. Discussion was held regarding ideas for additional décor, including a fall-themed bow for lampposts, and a decorative display in each of the 9 bumpouts. Melissa McFarland will research options and cost.	

4.4	Graffiti Prevention & Response
Melissa McFarland advised that she was in communication with Goodbye Graffiti following the last meeting, whose representative attended downtown the first week of July and sent a comprehensive list of targeted areas and quotes for removal. All of the areas were on private property, and she has passed along the information to property owners where possible. A few small areas have arisen since, and the sample pack from the removal supplier arrived, and the wipes were tested by Beautification Staff, and found to work well on smooth surfaces. Three large graffiti images have appeared on private buildings, all up high in the past week, and she will request removal quotes on behalf of those property owners. As one	

of the owners of an affected property, Steve Podoslky advised that he communicated his concerns in writing to the KLPS Chief, as it's assumed that most of this vandalism is being done by one individual. Downtown CCTV footage has not proven helpful, as the individual appears to be accessing rooftops via back parking lots. Discussion was held regarding Goodbye Graffiti's proposal of their Ever-Clean Program for monthly maintenance and removal, and Melissa McFarland will clarify exactly what is covered and not covered for the quoted cost, for the next meeting,

5.0 NEXT MEETING

Date	Thursday, September 3, 2026 or ☐ TBD
Time	8:00am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

6.0 ADJOURNMENT

MOVED BY	Reese Burns	SECONDED BY	Sandra Falconer	
RESOLUTION	**That** the Thursday, August 6, 2026 **Thursday, August 6, 2026**Meeting of the Beautification Committee be adjourned at 9:15am.			
		MOTION RESULT	Carried	BC2026-13

MARKETING COMMITTEE

MEETING MINUTES

MEETING DETAILS

Date	**Wednesday, August 12, 2026**
Time	5:30pm
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

ATTENDANCE

			PRESENT	REGRETS	ABSENT	LATE ARRIVAL	EARLY DEPARTURE
CHAIR	Sandra Patrick	Down to Earth	☑	☐	☐	☐ Time	☐ Time
MEMBER	Alexsandra Bartley	Cathy Allan Ladieswear	☑	☐	☐	☐ Time	☐ Time
MEMBER	Reese Burns	Burns Bulk Food	☑	☐	☐	☐ Time	☐ Time
MEMBER	Nicki Dedes	Olympia Restaurant	☑	☐	☐	☐ Time	☐ 6:45pm
MEMBER	Katelyn Graham	Big Brothers Big Sisters	☐	☑	☐	☐ Time	☐ Time
MEMBER	Joel Pringle	Coldwell Banker	☐	☑	☐	☐ Time	☐ Time
MEMBER	Michele Sauve	Gridley's Creative Bath & Body	☑	☐	☐	☐ Time	☐ Time
LIAISON	Sydney Pringle	LDBIA's Marketing Coordinator	☑	☐	☐	☐ Time	☐ Time
LIAISON	Melissa McFarland	LDBIA's Executive Director	☑	☐	☐	☐ Time	☐ Time

1.0 ADMINISTRATIVE BUSINESS

1.1	MEETING CALLED TO ORDER BY THE CHAIR	5:40pm

1.2	**ADOPTION OF THE AGENDA**		
MOVED BY	Alex Bartley	SECONDED BY	Reese Burns
RESOLUTION	**That** the Agenda of the **Wednesday, August 12, 2026** Meeting of the Marketing Committee be approved as circulated.		
MOTION RESULT	Carried	MC2026-23	

1.3	DECLARATIONS OF PECUNIARY INTEREST	None Declared

1.4	**ADOPTION OF MINUTES**		
MOVED BY	Michele Sauve	SECONDED BY	Nicki Dedes
RESOLUTION	**That** the Minutes of the **Wednesday, July 8, 2026**Wednesday, August 12, 2026Wednesday, August 12, 2026 Meeting of the Marketing Committee be approved.		
MOTION RESULT	Carried	MC2026-24	

2.0 DEPUTATIONS

2.1	SCHEDULED DEPUTATIONS	None
-		

3.0 CORRESPONDENCE

3.1	RECEIVED CORRESPONDENCE	None
-		

4.0 NEW BUSINESS

4.1	2026 Budget
Melissa McFarland provided updates on each of the categories and projected over/under for the remainder of the year. Additional carryover funds from earlier activations have been relocated to the Summer Saturdays budget, and the rest will continue to go towards Halloween.	

4.2	Summer Saturdays
Sydney Pringle updated. The last few have gone well, and the photo booth was well received. The last four have been essentially planned out, with a Tragically Hip themed scavenger hunt day, back-to-school theme, and the final passport day. Discussion was held regarding the location of the DJ, who will be moved to the area in front of Service Canada for the weekend after next.	

4.3	Food Activations
Melissa McFarland advised that while Loaded Fries went well, the intention of a Fall Flatbread activation may be too soon following, and she suspects the restaurants would be fatigued with two so close together. The committee agreed to re-allocate the budget towards Halloween, and review the schedule for next year.	

4.4	Pulse Magazine
Sydney Pringle update on advertising sales to date, which have been going well, with a current total of $4,900. The target for advertising is higher, in an attempt to make up the shortfall from the Spring & Summer edition, but there is still room for ones still coming in. A few businesses have already taken advantage of the multi-edition deal that was offered. The committee drafted a rough plan for content, who has already volunteered for articles, and who best to approach. Sydney Pringle has drafted a kids activity section. The committee discussed the challenge of Post Media no longer being available for residential distribution, and how to handle the increased costs via Canada Post.	

MOVED BY	Reese Burns	SECONDED BY	Alex Bartley	
RESOLUTION	**That** the Marketing Committee requests that the Executive Committee allocate up to $6,000 from the Opportunity Fund to support the unexpected increase in costs of residential distribution of Pulse Magazine's next two editions.			
		MOTION RESULT	Carried	MC2026-25

4.5	Coordinator Updates
Sydney Pringle updated on social media metrics over the past month, and the types of post that seem to engage followers more than others. More focus will be placed on video content.	

5.0 NEXT MEETING

Date	Wednesday, September 9, 2026 or ☐ TBD
Time	5:30pm
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

6.0 ADJOURNMENT

MOVED BY	Reese Burns	SECONDED BY	Alex Bartley	
RESOLUTION	**That** the **Wednesday, August 12, 2026** Wednesday, August 12, 2026Meeting of the Marketing Committee be adjourned at 7:35pm.			
		MOTION RESULT	Carried	MC2026-26

EXECUTIVE COMMITTEE

MEETING MINUTES

MEETING DETAILS

Date	**Thursday, August 13, 2026**
Time	8:00am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

ATTENDANCE

ATTENDANCE			PRESENT	REGRETS	ABSENT	LATE ARRIVAL		EARLY DEPARTURE	
CHAIR	Wes Found	Linborough Property Corp.	☑	☐	☐	☐	Time	☐	Time
VICE-CHAIR	Steve Podolsky	A&L Investments	☑	☐	☐	☐	Time	☐	Time
TREASURER	Sandra Falconer	Property Owner	☑	☐	☐	☐	Time	☐	Time
TREASURER	Sandra Patrick	Down to Earth	☑	☐	☐	☐	Time	☐	Time
LIAISON	Melissa McFarland	LDBIA’s Executive Director	☑	☐	☐	☐	Time	☐	Time

1.0 ADMINISTRATIVE BUSINESS

1.1	**MEETING CALLED TO ORDER BY THE CHAIR**	8:15am

1.2	**ADOPTION OF THE AGENDA**		
MOVED BY	Sandra Falconer	**SECONDED BY**	Steve Podolsky
RESOLUTION	That the Agenda of the **Thursday, August 13, 2026** of the Executive Committee be approved as circulated.		
MOTION RESULT	Carried	EC2026-05	

1.3	**DECLARATIONS OF PECUNIARY INTEREST**	**None Declared**

1.4	**ADOPTION OF MINUTES**		
MOVED BY	Steve Podolsky	**SECONDED BY**	Sandra Patrick
RESOLUTION	That the Minutes of the **Thursday, August 13, 2026** Meeting of the Executive Committee be approved.		
MOTION RESULT	Carried	EC2026-06	

2.0 DEPUTATIONS

2.1	**SCHEDULED DEPUTATIONS**	None
-		

3.0 CORRESPONDENCE

3.1	RECEIVED CORRESPONDENCE	None
-		

4.0 NEW BUSINESS

4.1	Treasurer's Report
The full Treasurer's Report, reflecting the operating year to date (ending July 31st) was reviewed. Discussion was held regarding the Marketing Committee's request for up to $6,000 from the Opportunity Fund for the cost of distribution of the Fall & Winter and Holiday Gift Guide, as the previous distribution channel has discontinued their services to residential addresses. The only other available option for direct residential distribution is via Canada Post. This cost is significantly higher, but comes with the benefit of much more targeted circulation via several demographic categories. The request for the additional funds is to complete the intended production of these two issues through the end of this year, and then increases to advertising costs and/or exploring other options for distribution will be explored for the 2027 issues.	

MOVED BY	Sandra Patrick	SECONDED BY	Steve Podolsky	
RESOLUTION	**That** the Marketing Committee be approved to utilize up to $6,000 from the Opportunity Fund towards distribution costs of the Fall & Winter and Holiday Gift Guide editions of Pulse Magazine.			
		MOTION RESULT	Carried	EC2026-07

4.2	Legacy C.H.E.S.T. Fund Post-Project Report
Melissa McFarland presented the Post-Project Report for the Legacy C.H.E.S.T. Fund, as per the grant requirements.	

MOVED BY	Steve Podolsky	SECONDED BY	Sandra Falconer	
RESOLUTION	**That** the presented Post-Project Report be submitted to the Legacy C.H.E.S.T. Fund			
		MOTION RESULT	Carried	EC2026-08

4.3	2026 Board Elections
The committee discussed some options for proactive recruitment. Melissa McFarland reviewed the document prepared to address the challenge of filling the "outside of the BIA" business role on the Board of Directors within the process of the upcoming elections, and the solutions she proposes, based on the conversation held at the July Board of Directors meeting.	

MOVED BY	Steve Podolsky	SECONDED BY	Sandra Falconer	
RESOLUTION	**That** the Executive Committee recommend to the Board of Directors, that the position referenced in City of Kawartha Lakes' By-Law 2008-212, Section 2.02 (b) (i) be filled through an open public application process rather than by vote of the Membership.			
		MOTION RESULT	Carried	EC2026-09

MOVED BY	Steve Podolsky	SECONDED BY	Sandra Patrick	
RESOLUTION	**That** the Executive Committee recommend to the Board of Directors that Section 2.02(b)(i) of By-Law 2008-212 provide for up to three (3) 'Appointed Directors', each being either an owner or operator of a business in the City of Kawartha Lakes located outside of the Lindsay Downtown Business Improvement Area, or a resident of the City of Kawartha Lakes who is not a Member of the Lindsay Downtown Business Improvement Area, provided that no more than one (1) Appointed Director at any time shall be a person who is not an owner or operator of such a business.			
		MOTION RESULT	Carried	EC2026-10

MOVED BY	Sandra Patrick	SECONDED BY	Steve Podolsky	
RESOLUTION	**That** the Executive Committee recommend to the Board of Directors that the amendments to By-Law 2008-212 and to the LDBIA Constitution set out in this document be adopted, including the addition of the definition of Appointed Director at Section 1.0 and the amendment to Section 6.02 respecting quorum; **And that** the Constitution amendments be brought forward to the August 27 Board Meeting with the notice required under Section 14.01, and to the Annual General Meeting of November 12, 2026 for ratification under Section 14.02; **And that** the requested amendment to By-Law 2008-212 be included in the Board's year-end report to Economic Development for consideration by Council.			
		MOTION RESULT	Carried	EC2026-11

4.4	Staff Restructuring – Strategic Proposal
Melissa McFarland presented the proposal drafted for the Committee's review and feedback. The committee agreed with the strategic direction in theory, and that more specific details pertaining to exact costs, timelines and logistics will be fleshed out prior to any turnover in any of the positions referenced in the proposal, and more formal approval by the Board of Directors.	

5.0 NEXT MEETING

Date	*Meeting Date* or ☑ TBD
Time	8:00am
Location	Lindsay Downtown BIA Office | 7 York Street South, Lindsay

6.0 ADJOURNMENT

MOVED BY	Steve Podolsky	SECONDED BY	Sandra Falconer	
RESOLUTION	That the **Thursday, August 13, 2026** Meeting of the Executive Committee be adjourned at 9:45am.			
		MOTION RESULT	Carried	EC2026-12

The Corporation of the City of Kawartha Lakes

Office Consolidation of By-Law 2008-212

Consolidated On April 2, 2019

Passed by Council on March 22, 2011

Amendments:

1)By-law 2011-046	March 22, 2011	Section 2.02 a)
2)By-law 2015-037	March 3, 2015	Section 2.02 a)
3)By-law 2019-056	March 26, 2019	Section 1.01, 2.02 and 3.01
4 By-law 2022-059	April 19, 2022	Section 2.02(b)(i)

Note: This consolidation is prepared for convenience only. For accurate reference the original by-laws should be reviewed.

The Corporation of the City of Kawartha Lakes

By-Law 2008 - 212

A By-Law to Establish a Board of Management for the Lindsay Business Improvement Area in the City of Kawartha Lakes

Recitals

1. The Municipal Act, 2001, S.O. 2001, c.25, subsection 204(1), provides that the local municipality may establish a Board of Management for the Lindsay Business Improvement Area.
2. Council designated the Lindsay Business Improvement Area by By-law 2008-211.
3. 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 Kawartha Lakes for all purposes.

Accordingly, the Council of The Corporation of the City of Kawartha Lakes enacts this By-law 2008-212.

Section 1.00: Definitions and Interpretation

1.01 **Definitions**: In this by-law,

“Board of Management” means The Board of Management for the Lindsay Business Improvement Area as adopted by this By-law.

“City”, “City of Kawartha Lakes” or “Kawartha Lakes” means The Corporation of the City of Kawartha Lakes and its entire geographic area.

"City Clerk" means the person appointed by Council to carry out the duties of the clerk described in section 228 of the Municipal Act, 2001.

"Council" or "City Council" means the municipal council for the City.

"Director of Corporate Services" means the person who holds that position and his or her delegate(s) or, in the event of organizational changes, another person designated by Council.

By-law 2019-056 effective March 26, 2019

"Manager of Economic Development" means the person who holds that position and his or her delegate(s) or, in the event of organizational changes, another person designated by Council.

1.02 **Interpretation Rules**:

(a) The Schedules attached to this by-law form part of the by-law, and are enforceable as such.

(b) The words "include" and "including" are not to be read as limiting the meaning of a word or term to the phrases or descriptions that follow.

1.03 **Statutes**: References to laws in this by-law are meant to refer to the statutes, as amended from time to time, that are applicable within the Province of Ontario.

1.04 **Severability**: If a court or tribunal of competent jurisdiction declares any portion of this by-law to be illegal or unenforceable, that portion of this by-law shall be considered to be severed from the balance of the by-law, which shall continue to operate in full force and effect.

Section 2.00: Business Improvement Area Board of Management

2.01 **Establish Board**: A Board of Management is established for the area designated in By-law Number 2008-211 as the Lindsay 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.

2.02 **Composition**: The Board of Management established under section 2.01 of this By-law consists of a minimum of **7** and a maximum of **13** directors who shall have full voting privileges, and shall include:

a) Up to Two (2) Councillors appointed directly by Council of the City of Kawartha Lakes.

b) The balance of the directors shall be selected by vote of the members of the Lindsay Business Improvement Area and then appointed by Council of the City of Kawartha Lakes, and shall include:

b) The balance of the directors shall be selected by vote of the members of the Lindsay Business Improvement Area and then appointed by Council of the City of Kawartha Lakes, with the exception of the director or directors- described in subsection (b)(i), who shall be selected by resolution of the Board of Management through an open public application process and then appointed by Council of the City of Kawartha Lakes, and shall include:

i. Up to three (3) Appointed Directors, each being either:

A. an owner or operator of a business in the City of Kawartha Lakes located outside of the Lindsay Downtown Business Improvement Area; or

B. a resident of the City of Kawartha Lakes who is not a Member of the Lindsay Downtown Business Improvement Area.

i. One Business Resident, being both a resident of and owner/operator of a business in the City of Kawartha Lakes, outside of the Lindsay Downtown Business Improvement Area.

By-law 2022-059, effective April 19, 2022

ii. The balance shall be members of the Business Improvement Area.

c) The Board of Management will invite City staff resources from the Tourism/Economic Development office, Public Works Services office and one City Police Services Representative to act as resources to the Board and they shall have non-voting privileges.

The term of the Board of Management shall be the same as the term of the Council that appointed them, however, in an election year the Board of Management members shall continue to hold office until their successors have been appointed;

By-law 2019-056 effective March 26, 2019

2.03 **Structure:** The Board of Management shall elect from amongst themselves a Chair and Vice-Chair who will then appoint a Treasurer who shall serve until the next Annual General Meeting or until he or she is removed from office by resolution of the Board of Management.

2.04 **Procedures:**

a) As soon as possible after its first directors are appointed by Council of the City of Kawartha Lakes, the Board of Management:
   i) shall pass a procedure by-law governing the calling, place and proceedings of its meetings.
   ii) before passing the procedure by-law, shall give notice of its intention to do so to the members of the Lindsay Business Improvement Area in accordance with Section 2.05.

b) Each member of the Board of Management has one vote regardless of the number of properties that he or she may own, lease or represent as an officer of a corporation which owns or leases properties in the Lindsay Business Improvement Area.

2.05 **Notice:** The notice under section 2.04(a)(ii) 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 meeting; and

d) include a statement of the intention to pass the procedure by-law and a copy of the procedure by-law.

2.06 **Minutes:** 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 Manager of Economic Development.

2.07 **Banking Arrangements:** The Board of Management shall adopt and maintain banking arrangements and accounting procedures acceptable to the Director of Finance 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 Kawartha Lakes may require.

2.08 **Fiscal Year:** The fiscal year of the Board of Management shall be the calendar year.

2.09 **Annual Budget:** The Board of Management shall prepare and submit to the Council of the City of Kawartha Lakes a proposed budget for each fiscal year on or before the 1st day of November in each year (for the next operating year) and shall hold at least one meeting of the members of the Lindsay Business Improvement Area for discussion of the proposed budget before its submission to the Council of the City of Kawartha Lakes.

The Board of Management may make requisitions upon the Municipal Clerk for all sums of money, including penalties and interest, required to carry out its powers and duties in accordance with the estimates approved by Council. The Municipal Treasurer shall, upon receipt of valid requisitions signed by the Chair of the Board of Management, pay out such money.

The Board of Management shall not expend any moneys not included in the budget approved by Council or in a reserve fund established under Section 417 of the Municipal Act, 2001.

2.10 **Annual Audit:** The Board of Management shall submit to the City of Kawartha Lakes' Auditor, for auditing, an annual report for the fiscal year on or before February 28 in each year and, after that has been audited, shall submit the annual report to Council of the City of Kawartha Lakes on or before May 31 in each year.

2.11 **Annual General Meeting (AGM):** The Board of Management shall hold an AGM in accordance with their Procedural By-law.

2.12 **Insurance:** 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 of not less than Two Million Dollars ($2,000,000) and endorsed to include the City of Kawartha Lakes as an additional insured. Certificates of insurance originally signed by authorized insurance representatives shall be provided to the City of Kawartha Lakes upon the City of Kawartha Lakes' 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 Kawartha Lakes at least 30 days prior written notice.

2.13.1 **Legislation:** The Board of Management shall comply with all applicable provisions of the Municipal Act, 2001, the Municipal Freedom of Information and Protection of Privacy Act and any other applicable legislation including, but not limited to, those relating to Business Improvement Areas, Meetings, Records, Remuneration and Expenses and Financial Administration.

2.13.2 **Policies:** As soon as possible after its first directors are appointed by Council of the City of Kawartha Lakes, the Board of Management shall adopt policies dealing with:

(a) its sale and other disposition of land

(b) its hiring of employees

(c) its procurement of goods and services

in accordance with Section 270(2) of the Municipal Act, 2001.

Section 3.00: Administration and Effective Date

3.01 **Administration of the By-law:** The Director of Corporate Services and the Manager of Economic Development are responsible for the administration of this by-law.

By-law 2019-056 effective March 26, 2019

3.02 **Effective Date**: This By-law shall come into force on January 1, 2009.

By-law read a first, second and third time, and finally passed, this 25th day of November, 2008.

Mayor

Clerk

POLICIES & PROCEDURES

Constitution

A Board of Management is established for the area designated in By-law Number 2008-211/212 as the Lindsay Downtown Business Improvement Area, to oversee the improvement, beautification and maintenance of municipally-owned land, building and structures in the area beyond that provide at the expense of the municipality generally, and to promote the area as a business or shopping area (Ontario Municipal Act 2001, c.25, s204(1)). The LDBIA is located within an area which has been designated within a Heritage Conservation District by the municipality under the Ontario Heritage Act.

1.0 General Definitions

FOR THE PURPOSE OF THIS DOCUMENT, DEFINITIONS ARE AS FOLLOWS:

AGM – shall mean the Annual General Meeting, to which all Members of the LDBIA shall be invited;

Appointed Director – shall mean a Director described in CKL By-Law 2008-212, Section 2.02(b)(i), being a Director selected by the Board through an open public application process rather than by vote of the Membership;

Area – shall mean the area comprised of the land outlined in Schedule 'A' which has been designated by Council as the Lindsay Downtown Business Improvement Area area within the meaning of the Municipal Act, as such area may, from time to time, be expanded or contracted by Council in accordance with the provisions of the Municipal Act;

Board – shall mean the Board of Management (also referred to as the Board of Directors) for the LDBIA;

Board Director – shall mean a Director of the Board of Management for the LDBIA;

Board Meeting – shall mean a meeting of the Lindsay Downtown Business Improvement Area Board of Management, as per Section 8;

Business Day – shall mean any day other than a Saturday, Sunday or holiday as defined under the Legislation Act, 2006, S.O. 2006, c. 21, Schedule F, as the same may be amended, replaced or restated from time to time;

Business Property – shall mean property which is zoned commercial under the City of Kawartha Lakes' Comprehensive Zoning By-law and located within a Business Improvement Area;

City – shall mean the municipality of the City of Kawartha Lakes;

Council – shall mean the Council for the City of Kawartha Lakes;

Heritage Conservation District – shall mean a defined geographical area within a municipality that is protected under a local bylaw to ensure conservation of its existing heritage character, enabled under Part V of the Ontario Heritage Act;

LDBIA – shall mean the Lindsay Downtown Business Improvement Area;

LDBIA Member/Membership – shall mean all persons who own property in the BIA that is Business Property; and non-residential tenants who are occupying the Business Property;

Levy – The tax amount assessed and collected by the City of Kawartha Lakes on properties in the LDBIA Area used to fund the outlined activities of the LDBIA;

Municipal Act – shall mean Municipal Act, 2001, S.O. 2001, c. 25, as the same may be amended, replaced or restated;

Special Meeting – shall mean a general meeting of the LDBIA to which all Members of the LDBIA shall be invited;

Sub-Committee – shall mean a group that consists of members of the Board of Management and general membership who are in charge are specific tasks and goals.

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

2.0 Purpose

2.1 The LDBIA is entrusted by the City, subject to the limitations hereinafter set, to address:

a) the improvement, beautification, maintenance and marketing of the LDBIA Area;
b) to promote the Area as a business and/or shopping area;
c) engage in strategic planning necessary to address LDBIA issues;
d) advocate on behalf of the interests of the LDBIA;
e) administer and oversee funds that are collected yearly through the levy.

3.0 Rules of Procedure

3.1 The Board of Management shall operate in accordance with the Lindsay Downtown Business Improvement Area's Procedural By-Law.

4.0 Membership

4.1 All properties within the designated area are assessed for a special levy that is collected by the City to support the activities of the LDBIA.

4.2 LDBIA Membership includes all properties and business tenants in the area outlined in Schedule A.

4.3 All new businesses are to be presented with a 'New Member Package' by either staff or a Director on the Board of Management. At that time their preferred method of communication should be addressed.

4.4 All members of the LDBIA are encouraged to have a participatory role in directing the activities of the Board, via participating in sub-committees and LDBIA events & initiatives.

5.0 Votes

5.1 Only members of the LDBIA have the right to vote for representatives of the Board of Management and to vote on issues brought to a Special Meeting of LDBIA.

5.2 Each member has one vote regardless of the number of properties or businesses owned by any member.

5.3 Associate Members who are voluntary, and do not contribute to the levy, are not entitled to a vote.

6.0 Board Meetings

6.1 Meetings will be at the call of the Chair, a minimum of ten (10) meetings per fiscal year.

6.2 Fifty per cent, plus 1 of the total number of Board Directors then in office must be present to constitute a quorum.

6.3 The Board may retire to an in-camera (closed) session to consider matters of finance and personnel, provided that prior to moving in camera a resolution is passed stating:

a) The fact that the Board is convening into closed session, and;
b) The general nature of the matter to be discussed.

6.4 According to Municipal By-Law 2008-212 the only matters to be considered in-camera are as follows:

a) Security of the property of LDBIA;
b) Personal matters about an identifiable individual/s;
c) Proposed or pending acquisition or disposition of land by LDBIA;
d) Labour relations or employee negotiations;
e) Litigation or potential litigation affecting LDBIA;
f) Advice that is subject to solicitor-client privilege.

6.5 Meetings will be open to any member of LDBIA or the public who may attend, but may not take part in the proceedings unless invited to do so by the Chair.

6.6 Seven (7) calendar days' written notice of request to make any deputations or presentations at a meeting of LDBIA should be given to the Chair to ensure a place on the agenda and to allow time for staff to prepare any supporting documentation and/or to answer information that may be helpful.

6.7 Twenty-four (24) hours' written notice of request to speak to a scheduled agenda item of an LDBIA meeting should be given to the Chair.

6.8 At all meetings of the Board every motion shall be decided by a majority of the votes cast on the questions, done by a show of hands. In case of a tie-vote, the Chair of the meeting shall be entitled to a second or casting vote.

6.9 As a Board of Management, the Board should base their decision-making process and rules of order for meetings on the procedures set out by the Procedural By-Law. Where the by-law is silent, procedures used by City Council (via Robert's Rules of Order) will be referenced as a basis for their proceedings.

6.10 In order to represent the entire interests of LDBIA membership, decisions regarding the business and operation of the BIA are not made in isolation or by individuals (except where explicitly stated elsewhere in this Constitution) but as a result of shared information, discussion and majority agreement by the Board as a whole and when appropriate, in consultation with its members. Executive Committee meetings, when held, should adhere to a similar intent.

6.11 At the beginning of each meeting, as an agenda item, it shall be the duty of every Board Director who is in any way, whether directly or indirectly, interested in a contract or arrangement that may be an item to be discussed by the Board and has some financial benefit to the Board Director, either directly or indirectly, to declare this interest and not participate in the discussion and voting. This applies to a personal self-interest and the interests of spouses, children, parents, parents-in-law or sibling.

7.0 Special Meetings

7.1 The Annual General Meeting (AGM) shall be held annually and be governed as outlined in the Procedural By-Law.

7.2 The Board may call a Special Meeting for the benefit of the membership, for any date and time to be held at a location in Lindsay, as the Board shall determine.

7.3 The notice for the Special Meeting shall indicate the items to be considered at the Special Meeting.

7.4 Notice of the Special Meeting shall be posted on the BIA's website and given to every member listed on the Membership Roll as least two (2) Business Days prior to the meeting, via their preferred method of communication.

7.5 Only the business specified in the notice for the Special Meeting may be transacted at the Special Meeting.

8.0 Board of Directors

ROLE OF BOARD

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

8.2 The Board of Management of LDBIA a standing Board of Management for City of Kawartha Lakes Council.

8.3 Board of Management and sub-committee work is on a volunteer basis. Neither Board Directors nor sub-committee members or their relatives can receive payment for work related to the BIA or its sub-committees apart from budgeted and receipted expenses for materials.

8.4 All Directors must sit on one sub-committee on a volunteer basis to remain seated on the Board of Management.

TERM OF OFFICE

8.5 The term of the Board of Management shall be the same as the term of the Council that appointed them, however, in an election year the Board of Management Directors shall continue until their successors have been appointed.

8.6 The Board of Management shall elect from amongst them a Chair and Vice-Chair who will then appoint a Treasurer who shall serve until the next Annual General Meeting or until he or she is removed from office by resolution of the Board of Management.

RESPONSIBILITIES OF THE BOARD

8.7 The Board is responsible for:

a) Drafting and approving of Policies and Procedures to ensure the effective operation of LDBIA and for amending these Policies and Procedures as necessary;
b) Ensuring that Board Policies and Procedures are implemented effectively;
c) Acting as a legal entity to enter into contracts required by the activities of the Board, such as the maintenance, beautification, promotion and advertising of the downtown designated area;
d) Electing an Executive who will also act as Signing Officers for the Board;
e) Drafting an annual budget for presentation to LDBIA membership, submitting the Board approved budget to the City, and implementing the annual budget as approved by the Municipal Council;
f) Ensuring that financial transactions are appropriately carried out, that records of all financial transactions are maintained and that these records are audited annually by the auditing firm specified by the City;
g) Ensuring that minutes of all Board and Executive meetings are recorded and distributed to the City and the BIA membership;
h) Establishing sub-committees and appointing representatives to those sub-committees as required to address issues and implement initiatives identified by the Board or as requested by the City;
i) Hiring staff to carry out the Board's directives;
j) Maintaining communication with the members regarding its activities, including but not limited to, arranging General Meetings of the membership; and

k) All other activities necessary to the effective operation of the Board and LDBIA.

APPOINTMENT TO THE BOARD

8.8 Council appoints Directors to the Board as outlined in CKL By-Law 2008-212, Section 2.02. Appointed Directors are not elected by the membership, and are instead selected through the application process set out in Section 12 of this Constitution. Board Directors may resign by resignation in writing that shall be effective upon any time or date requested.

8.9 The seat of a Director of the Board of Management may become vacant if the Director is absent for three (3) meetings without sending their regrets, or without being excused by the Board. Upon 30 days' notice in writing to the absent Director, the Board may pass a motion authorizing the removal of such Director and only then will the member cease to be a Director of the Board of Management.

8.10 Where a vacancy on the Board occurs for any reason, a person qualified to be a Director may hold office for the remainder of the term for which his or her predecessor was appointed. Such interim Director must be confirmed by a resolution of the Board of Management and appointed by City Council.

SUB-COMMITTEES

8.11 The Board may establish such committees as it deems advisable to carry out the objectives of the BIA and/or to advise the Board. The Board shall prescribe the duties and mandate of any committee established via a Terms of Reference.

8.12 The Board may appoint such persons to committees as it deems appropriate.

8.13 Ultimate responsibility for their activities rests with LDBIA Board of Management which must therefore receive written reports on sub-committee activities at monthly Board meetings.

8.14 Sub-committees propose recommendations, initiatives and suggest expenditures for approval by the Board.

8.15 Sub-committees must act in accordance with policies and procedures, and the established Terms of Reference for that particular committee.

9.0 Officers

DUTIES OF OFFICERS

9.1 The Executive Officers will be comprised of the elected Chair & Vice-Chair, and appointed Treasurer, as required by By-Law 2008-212. The Chair & Vice-Chair may also, if deemed necessary by the Board, appoint a Secretary. An Appointed Director is not eligible to hold office as Chair, Vice-Chair or Treasurer.

9.2 The Chair shall:

a) Chair the General Board Meeting, follow the agenda and decide on whether motions are in order;
b) Rule on all procedural matters and maintain decorum;
c) Ensure motions and amendments are clearly expressed and, if there is no motion under consideration, summarize the discussion for the purpose of minutes;
d) Have direct supervision of the affairs of the BIA;
e) Unless the Board specifies otherwise, along with the Vice-Chair, sign all by-laws and execute any documents, contracts or agreements;
f) Sit, ex-officio on all committees of the Board;
g) Be the representative of, and spokesperson for, the Board; and
h) Perform any other duties as the Board may assign.

9.3 The Vice-Chair shall:

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

9.4 The Treasurer shall:

a) Keep and maintain the financial records and books of the LDBIA
b) Prepare financial statements for the Board
c) Prepare and distribute the proposed annual budget in accordance with requirements of the City;
d) Perform any other duties as the Board may assign; and
e) Responsibilities may be delegated to another Board Director or hired staff person at any time upon Board approval.

9.5 The Secretary, if appointed, shall:

a) Give notice of each regular and special meeting of the Board together with an agenda of the matters to be considered at least two (2) Business Days in advance of the meeting;
b) Take minutes of all Board of Management and Executive Meetings, to include: The place, time and date of the meeting; the name of the acting chair; the Board Directors present and the Board Directors absent; any correction to, and the adoption of, the minutes of the previous meetings; and all resolutions;
c) Keep or cause to be kept the BIA's records and books, including:
    i) the Constitution; all by-laws, policies and resolutions approved by the Board and/or the Membership;
    ii) the register of Officers and Board Directors;
    iii) the minutes of any AGM or Special Meeting; the minutes of any meetings of the Board or any Committee of the Board and any committee reports.

Responsibilities may be delegated to another Board Director or hired staff person at any time upon Board approval.

10.0 Staffing

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

OTHER STAFF

10.2 Hiring will take place following the Board approved Hiring Policy.

11.0 Finances

11.1 The fiscal year of LDBIA is from January 1st to December 31st. The Operating Year (for budgeting and internal operations) is from February 1st to January 31st.

11.2 The proposed budget, after approval by the Board, will be presented to the membership at the Annual General Meeting, and submitted to the City's Treasurer's Department by their stated deadline.

11.3 All expenditures will be conducted in accordance with the LDBIA's Purchasing Policy.

11.4 The Board of Management shall submit to the City of Kawartha Lakes' Auditor, for auditing, an annual report for the fiscal year on or before February 28 in each year and, after that has been audited, shall submit the annual report to Council of the City of Kawartha Lakes on or before May 31 in each year.

12.0 Elections & Appointed Directors

12.1 Elections shall be conducted in conjunction with the City of Kawartha Lakes' Municipal Elections, and be governed as outlined in the Procedural By-Law.

12.2 Appointed Directors shall not be selected by vote of the Membership. They shall be filled through an open public application process.

12.3 Notice of the open position or positions shall be circulated publicly, including on the LDBIA website and social media channels and through the City's public committee recruitment postings, no less than thirty (30) calendar days before the application deadline. The deadline shall fall no later than seven (7) calendar days before the Board Meeting at which applications are to be reviewed.

12.4 Applications shall be submitted in writing to the Executive Director and shall include the applicant's contact information, confirmation of eligibility, a statement of interest and a summary of relevant experience. The Executive Director shall screen each application for completeness and eligibility before forwarding it to the Board.

12.5 Applications shall be reviewed at the first regularly scheduled Board Meeting following the Annual General Meeting. Applicants shall be considered in camera under Section 6.04(b), with the selection made by resolution in open session and recommended to Council for appointment.

12.6 Where more than one position is to be filled, the Board shall satisfy itself that the resulting composition complies with the limit at CKL By-Law 2008-212, Section 2.02(b)(i) on the number of Appointed Directors who are not owners or operators of a business.

12.7 A person selected under Section 12.05 but not yet appointed by Council may attend Board Meetings and participate in sub-committee work, but shall not vote or be counted for the purposes of quorum until appointed.

12.8 Where no eligible or suitable applicant comes forward, the position shall remain vacant and the Board may re-open the application process at any point during the term.

12.9 An Appointed Director is subject to the same duties and attendance requirements as all other Directors, including Section 8.04, and is not eligible to hold office as an Executive Officer under Section 9.01.

13.0 Policies

As per By-Law 2008-212, as soon as possible after its first directors are appointed by Council of the City of Kawartha Lakes, the Board of Management shall adopt policies dealing with:

13.1 Its sale and disposition of land (the BIA will follow the approved CKL policy; until the time that there is likelihood of the BIA owning or selling land).

13.2 Its hiring of employees.

13.3 Its procurement of goods and services.

13.4 Any other policy of the City which the BIA may be required to follow, pursuant to legislation.

CORRESPONDENCE

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

14.0 Amendment

14.1 Any amendment to this Constitution may be adopted by a two-thirds (2/3) vote of Board Directors present at any Board meeting provided written notice of the proposed amendment and date of such meeting shall have been given to Board Directors at least ten (10) Business Days prior thereto.

14.2 Any amendment approved by the Board is effective until the conclusion of the AGM following its adoption by the Board, but must be ratified by two-thirds (2/3) of votes cast by the members present on the amendment in order to continue in effect after the AGM.

ADOPTED BY THE LINDSAY DOWNTOWN BIA BOARD OF MANAGEMENT ON

<date>

ADOPTED BY THE LINDSAY DOWNTOWN BIA MEMBERSHIP ON

<date>