



## Clerks Services Memo

To: Council  
From: Alex Smyth, Deputy Clerk  
Subject: Downtown Elmira Business Improvement Area By-law Amendment  
eDocs or File ID: DM#127863  
Meeting Date: September 24, 2024

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### **Recommendation:**

That the Council of the Township of Woolwich, considering a 2024 by-law amendment for the Downtown Elmira Business Improvement Area (BIA) By-law regarding maximum and minimum membership on the board, pass the by-law amendment attached to this memo.

### **Background:**

In July 2024, staff became aware of multiple vacancies on the Downtown Elmira BIA Board resulting in a fall in the membership from seven members to three. The current by-law, 18-1980, as amended, allows for eight members on the board. This change in membership, along with difficulties in recruiting new members, proposed challenges in meeting quorum for board meetings and therefore, being able to further the business of the board.

### **Comments:**

Several committees and boards of Council have a maximum and minimum number of members in their establishing by-laws or terms of reference, including the St. Jacobs BIA by-law. This is an especially useful tool when recruitment efforts are not met and/or memberships are low or fluctuating from term to term, as quorum changes based on the current membership, rather than the membership prescribed by the by-law or terms of reference.

With eight members, as indicated in the Downtown Elmira BIA by-law, quorum is five members. The Downtown Elmira BIA Board currently has 4 members appointed and one councillor appointed, totalling five members. This means that currently, each board member must attend every meeting for any decisions to be made and for the BIA's work to progress.

With the proposed by-law amendment, the Downtown Elmira BIA Board membership will be a minimum of four to a maximum of eight members. With the current membership

being five, quorum would change to three members needing to attend a meeting to continue the business of the board.

By establishing minimum and maximum number of members, there will be more flexibility for the board members and their ability to continue the great work they do in the downtown core of Elmira will not be negatively impacted.

## **Conclusion**

Staff recommend that Council pass the attached by-law to amend the minimum and maximum number of board members for the Downtown Elmira BIA Board.

## **Attachments:**

1. Downtown Elmira Business Improvement Area By-law Amendment