

## **BYLAW 21224 - Chinatown and Area Business Improvement Area Bylaw**

### **Recommendation**

That Executive Committee recommend to City Council:

That Bylaw 21224 be given the appropriate readings.

### **Purpose**

The purpose of Bylaw 21224 - Chinatown and Area Business Improvement Area Bylaw (Attachment 1) is to repeal Bylaw 12370 - Chinatown and Area Business Improvement Area Bylaw, which designated the Chinatown and Area Business Improvement Area and established the Chinatown and Area Business Association, and to continue the already designated Chinatown and Area Business Improvement Area and the already established Chinatown and Area Business Association under a new bylaw that aligns with the applicable legislation, while also implementing additional changes.

Bylaw 21224:

- Repeals Bylaw 12370 - Chinatown and Area Business Improvement Area Bylaw.
- Modernizes the language in alignment with the proposed revised Council Policy C462C - Business Improvement Areas and the applicable provincial legislation.
- Updates requirements for reporting in alignment with proposed Council Policy C462C.
- Provides new requirements for governance and direction for the board of directors.

### **Readings**

Bylaw 21224 is ready for three readings.

A majority vote of City Council on all three readings is required for passage.

If Council wishes to give three readings during a single meeting, then prior to moving third reading, Council must unanimously agree “That Bylaw 21224 be considered for third reading.”

### **Position of Administration**

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Administration supports this proposed bylaw.

### **REPORT**

The purpose of Bylaw 21224 is to revise, via a repeal and replace, the bylaw of the Chinatown and Area Business Improvement Area. Similar bylaw reports (UPE02946, UPE03064, UPE03065 and UPE03067 to UPE03075) are being presented concurrently to revise, via a repeal and replace, the bylaws of the other 12 Business Improvement Areas (BIA). This synchronized approach ensures that all BIAs operate under consistent requirements and governing regulations. The revisions specifically aim to modernize the language and requirements in alignment with proposed updates in Council Policy C462C - Business Improvement Areas (UPE02533) and the applicable legislation.

Council approved the designation of the Chinatown and Area Business Improvement Area and the establishment of the Chinatown and Area Business Association on September 26, 2000, under Bylaw 12370.

According to the *Municipal Government Act* (MGA), BIA Regulation (AR 93/2016) and City Policy C462B (Business Revitalization Zone Establishment and Operation), City Council approval is required to repeal and replace the BIA bylaws.

In addition, the BIA Regulation (AR 93/2016) and City Policy C462B state that the process for revising a BIA bylaw requires the following:

- 1) Revisions to the bylaw may be made either by the board of the BIA or by City Administration.
- 2) If initiated by the City Administration, the City Manager notifies the board of the BIAs and/or their agent of the proposed revision.
- 3) The City Manager will consult with representatives of the affected BIAs to obtain feedback regarding the proposed revision.
- 4) The City Manager prepares the bylaw(s) and a report for Council, which itemizes the proposed revision, implications, consultation process and position of the affected BIAs, with copies to affected BIAs.
- 5) The City Manager submits the revised bylaw(s) and council report(s) to Council for its consideration and ultimate decision for approval, amendment or refusal.

Each of these processes have been completed according to the requirements and Administration has received general support from the Chinatown and Area Business Association and BIA Council.

### **Proposed Changes to Bylaw**

Many of the proposed changes to the bylaw involve modernizing language to align with the proposed Council Policy C462C (UPE02533) and the applicable provincial legislation. The other key changes, in Attachment 2, are:

- Updates to the mid-term board member vacancy process.
  - In the event of a vacancy occurring on the board of the BIA, the remaining members of the board may appoint an individual to fill the remaining term of the former member,

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provided they meet all the eligibility criteria for appointment as a director. This appointment will not require further approval from Council.

- This update will allow the board to react to vacancies as they occur and allow the board to continue to function effectively and appropriately with a complete roster of directors.
- This process is in alignment with other jurisdictions (e.g., City of Calgary).
- Updates allowing for the sending of documents to members of the association via electronic means so long as the requirements of section 608 of the MGA are met (that members must consent to receive documents from the sender via electronic means and have provided an electronic address for this purpose).
  - This update will allow the BIA to more efficiently communicate with members and to reduce costs associated with physical delivery options. This change also has the potential to increase delivery reliability as there will be an additional option to ensure member communications are shared in a timely manner.
- Updates to the board nomination process to formalize advance collection of nominations before Annual General Meetings (AGM) and formalizing a need to request nominations during the AGM if sufficient nominations are not secured in advance.
  - Updates to the nomination process will allow the board to focus more on proactive recruitment of directors with an effective skill set for the board and to offer an opportunity for nominees to better understand the requirements and responsibilities of the role in advance of the AGM.
- Confirming eligibility requirements for voting at the AGM or special meetings.
  - Updates will make it clear that only members of the association and those individuals who have been granted a proxy from a member, are allowed to vote on BIA board membership at the AGM or a special meeting.
- The addition of wording to clarify the format for BIA annual reporting to be provided in the format prescribed by the City Manager.
  - This additional wording makes it clear what the requirements will be for the annual reports. Administration will also have the ability to update or modify the structure of the annual report if changes are needed, or if additional information is required.
- Changes to the quarterly reporting description to provide the City Manager with the ability to prescribe the form and content of the report requirements.
  - As per above, this will allow for changes to be made to the quarterly report format.

Overall, the proposed changes aim to modernize the bylaw, improve efficiency and clarify processes and reporting requirements for the BIAs while providing clarity for association members as well as Council.

### **Community Insight**

In updating all 13 of the BIA bylaws, extensive communication with the BIA boards and executive directors and/or Administration team has been crucial in ensuring the proposed bylaw changes were discussed with those most affected. The BIA boards have been consulted and generally support Administration's recommendations, as evidenced by submitted letters.

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An information session was held on March 12, 2025 with the BIA executive directors to discuss the proposed changes and gather feedback. Individual sessions were also held with three BIAs unable to attend the group session. The executive directors further shared the changes with their boards, and final updates were communicated between May 12 and 16, 2025.

Finally, a draft bylaw was shared with the BIA executive directors on May 16, 2025, with instructions to share with their boards. Feedback received from the Chinatown and Area Business Association's executive director and the BIA Council regarding the draft bylaw indicated support for the changes and thereby approval for the updates being recommended.

These proposed changes align with practices and policies in other jurisdictions. Adopting established best practices ensures clear and predictable expectations and incorporates process improvements with a history of success.

## **Legal Implications**

The requirements for making revisions to a BIA bylaw, as set out in the applicable legislation and City policies, have been completed. Although this is a repeal and replace bylaw, the City is not designating a new BIA, but rather is simply continuing the Chinatown and Area Business Improvement Area under a new bylaw that aligns with the applicable legislation and City policies. The boundaries of the Chinatown and Area Business Improvement Area will remain the same. The Chinatown and Area Business Association will continue to exist, with directors already appointed to sit on its board of directors continuing their terms until they expire.

## **Attachments**

1. Bylaw 21224 - Chinatown and Area Business Improvement Area Bylaw
2. Bylaw 12370 REDLINE Copy

## **Others Reviewing the Report**

- M. Gunther, Acting City Solicitor