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BUSINESS IMPROVEMENT
AREAS TOOLKIT

2 **Key People, Roles
and Responsibilities**



May 2021

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WHAT IS A BUSINESS IMPROVEMENT AREA?

A Business Improvement Area (BIA) is a specific geographic area of the city in which businesses combine resources and work together, through a formal association, to enhance the economic development of their area.

They do this, with the support of the City of Edmonton, through a variety of activities that provide value to member businesses and that create interesting and attractive places for people to visit, shop, and do business.

A BIA is a *statutory corporation* created under the authority of Alberta's Municipal Government Act (MGA) Business Improvement Area Regulation.

How BIAs operate, along with the services and programs they deliver, is guided by the following:

- The **MGA** and **BIA Regulations**
- City of Edmonton Bylaws that are adopted to create individual BIAs
- **City of Edmonton City Policy C462B – BIA Establishment and Operation**
- Day-to-day operating guidelines of each BIA
- The needs and goals of the area and member businesses.



OVERVIEW OF KEY PLAYERS AND ROLES

- BIA Association** The non-profit organization that works to support a vibrant economy in a BIA and to meet the needs of its members.
- Business Owners** Each business owner in the BIA's geographic area is a member of the BIA association. Members nominate individuals to the board of directors, review the BIA annual budget, and may volunteer to support BIA activities.
- Board of Directors** This board sets the direction for the BIA and oversees work to support economic development and BIA members. Directors are unpaid volunteers, are nominated by the BIA membership and appointed by City Council. They may or may not be business owners in the area.
- Executive Director** Is hired by the BIA Board of Directors to provide programs and services that advance the board's priorities for the area and that provide value for BIA members. The executive director (or ED) oversees the daily operations of the association and may represent the BIA to the community and City Council.

OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

BIA MEMBERS

All businesses operating within a BIA, including professional corporations, pay a BIA tax. This tax is also referred to as a tax levy. Business and professional corporation owners who pay the BIA tax are members of the BIA association. BIA members may influence the operation of their BIA by:

- Serving on the board of directors.
- Working on committees to advance specific BIA goals.
- Volunteering to support BIA programs and events.
- Attending the Annual General Meeting (AGM) and:
 - ✦ Nominating individuals to the BIA's board of directors.
 - ✦ Reviewing the proposed BIA annual budget before the board sends it to City Council for approval.

Only tax-paying businesses are legally recognized as members of the association, and only these members may vote on BIA related matters at AGMs and other meetings where the board of directors may seek direction from the BIA membership. A BIA may choose to build relationships with individuals and organizations that do not pay BIA taxes in their area and to involve them in association activities. However, unless these individuals have been formally appointed to the board by City Council, they are not entitled to vote on matters pertaining to the BIA.

OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

BIA BOARD OF DIRECTORS

The BIA Board of Directors sets the direction for the BIA, including identifying goals and priorities for advancing the economic vibrancy of the area. Each director must be nominated by a business owner in the BIA. An individual who is not nominated by a business owner in the BIA may not be on the board. Each year directors must be re-nominated by members and nominations must be approved by City Council.

The BIA board has three key roles: management, governance, and recruitment of new directors.

The board:

- Makes decisions by voting at board meetings.
- Meets at least four times each year (quarterly).
- Elects a chair who presides over all meetings and provides leadership for the BIA.
- Elects officers such as treasurer and secretary.
- May delegate authority to committees, officers, employees, and others.
- May assign duties to an executive director.

Investing in regular board development to strengthen the skills and effectiveness of directors will benefit the BIA. The Alberta Government provides **board development** in-person and **online workshops** at no cost.

Management Roles and Activities

The BIA directors set the direction of the BIA association based on their knowledge and experience of the unique strengths and challenges of the area. The board also oversees the functioning of the association and ensures that it meets annual operating requirements.

Key activities and responsibilities include:

- Creating a strategic plan to identify and work towards the BIA's goals.
- Creating a financial plan to fund the actions identified in the strategic plan.
- Preparing and submitting an annual budget to City Council for approval, along with a list of people nominated to the BIA board of directors.
- Overseeing the BIA's finances.
- Presenting an annual report and audited financial statements of the previous calendar year to the Executive Committee of City Council.
- Submitting quarterly variance reports to the City.
- Hiring an executive director to oversee the implementation of the strategic plan and the daily administration of the association.
- Representing the BIA to City Council and the community.
- Working to recruit and nominate new directors as needed.

OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

Governance Roles and Mandatory Activities

The board of directors ensures the BIA association complies with its own governing document, operating guidelines and all government laws and regulations that apply to a BIA.

The board of directors must do the following to maintain the status of the organization:

- Create a governing document, operating guidelines, and procedures to address the specific needs of their association.
- Director Responsibilities:
 - + Follow general ethical, conflict of interest, and code of conduct guidelines, and ensure confidentiality of information.
 - + Disclose any conflict or potential conflict of interest prior to a matter coming before the board for discussion.

A conflict of interest exists where a business associated with a director or a limited number of businesses (including one associated with a director or their family member) will benefit from a specific activity of the BIA. General benefits that may result from BIA activities to support the economic vibrancy of an area overall are not conflicts of interest.

- Ensure information retention policies and management procedures are in place to oversee the use, retention and destruction of data, and to comply with the Freedom of Information and Privacy Act of Alberta (**FOIP**).
- Hold an Annual General Meeting (AGM) with BIA members to present a review of the past year's audited financial statements and the proposed budget for the new year and activities.
- The AGM approved budget and board nomination must be submitted to the city for Council's annual review and funding approval by the **middle of October, annually**.

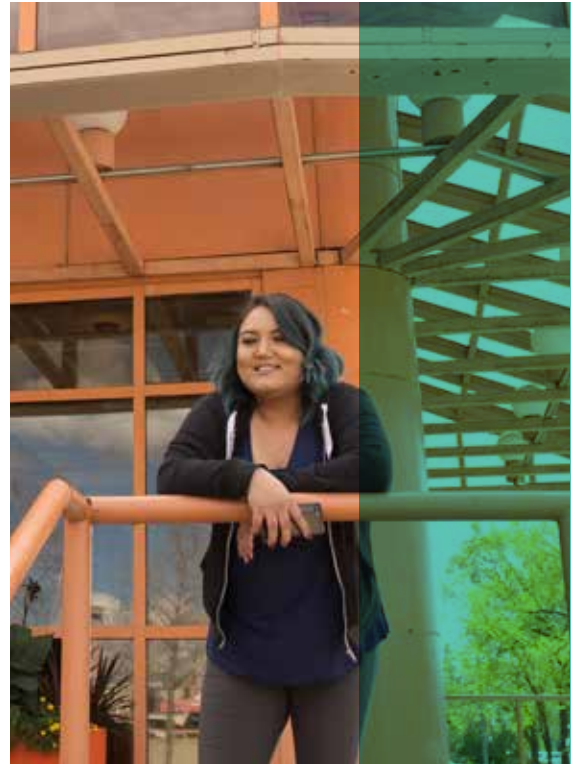
It is recommended that governing documents be reviewed by a lawyer and City of Edmonton staff to ensure they comply with the requirements of the MGA, MGA Regulations, as well as City bylaws and policies related to BIAs.

OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

Recruiting Directors for the BIA Board

Current directors on the BIA board (and also general BIA members) may be involved in the engagement of prospective directors. Prospective directors must be nominated by a business owner in the BIA and must accept the nomination in writing.

Engaging BIA members and others to serve on a BIA board is an ongoing process. A clear understanding of the BIA's approach to economic development and the specific requirements to achieve BIA goals is key to successfully recruiting people willing to invest their time and energy.



OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

BIA COMMITTEES

A board of directors may choose to establish committees to focus on key issues and initiatives.

Committees are usually chaired by a director. Creating committees to meet the specific needs of a BIA can help achieve success and provide many benefits to the BIA.

Engaging members of the BIA association and other interested individuals and organizations requires that the BIA clearly state the following (typically in a Terms of Reference document for the committee):

- The purpose of the committee and how it advances the overall BIA strategic plan.
- The specific skills, experience and/or attributes that members will contribute.
- Time commitment required as a member of the committee: how often will the committee meet? What is the deadline for the action?
- Any delegation of authority by the board to the committee.



OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

BIA EXECUTIVE DIRECTOR

The BIA Executive Director (ED) is hired by the BIA and reports to the board of directors. Having an executive director is strongly recommended, though it is not a legislated requirement.

Directors on the BIA's board are volunteers and may not have the capacity to manage the long-term and daily needs of operating the BIA. An executive director may be a paid employee of the BIA or a contractor.

When an ED is hired, the board assigns their responsibilities and delegates authorities. These often include:

- Helping the BIA board of directors meet its governance requirements.
- Working with the board to create guidelines and procedures to guide the BIA operations.
- Implementing the BIA Strategic Plan
 - + Providing direction and managerial oversight to achieve key short and long term goals.
 - + Implementing action items.
 - + Serving as a liaison to the board to advise of issues and opportunities related to specific goals.
- Creating positive and constructive working relationships with BIA stakeholders
 - + Maintaining relationships with BIA members, keeping them engaged and informed.
 - + Connecting businesses, property owners, community members, City service areas, and partner organizations.
 - + Serving as the primary media spokesperson for the BIA.
 - + Representing the interests of the BIA publically and at BIA Council meetings.
- Managing and operating the BIA
 - + Helping establish and manage the annual budget.
 - + Preparing quarterly financial reports.
 - + Hiring, orientation, termination, and succession planning of BIA staff.
 - + Maintaining BIA records (see Records Management).

OVERVIEW OF KEY PLAYERS AND ROLES *(CONT.)*

Example Executive Director Qualifications

Each BIA board determines the specific requirements they need in their ED.

These may include:

- Degree in business, administration, marketing, or a related field.
- Experience working with small business and understanding business needs.
- Experience working with non-profit organizations and boards of directors.
- Proven experience managing people and finances.
- Knowledge of municipal government structure and operations.
- Strong communication and public relation skills and the ability to work effectively with diverse groups.
- Experience organizing and running effective meetings.
- Ability to develop effective, trusting relationships, and partnerships with community and business leaders, elected officials, City staff, and key influencers.
- Ability to identify emerging issues and opportunities for the board of directors consideration.



BIA COUNCIL

The Council is an alliance of all Edmonton BIA executive directors. The Council meets on a regular basis to address common issues, propose collective solutions, and plan unified advocacy efforts.

Typically, meetings are held quarterly and are chaired by one executive director. The frequency of meetings, items to be discussed, follow-up actions, and how the Council operates overall is determined by the group. City staff and other parties may participate, when requested and as possible.



CITY OF EDMONTON BIA LIASON STAFF

City staff work closely with BIAs and the BIA Council to support their diverse needs.

The City's BIA Liaison and Infrastructure Specialist provide guidance on governance and administration, connect BIAs to other staff and City programs, help to coordinate infrastructure maintenance and operations within BIAs, help to

resolve emergent issues, and share information of interest. For more information on working with the City, see Part 4 of the BIA Toolkit: Working with the City.



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