

THE CORPORATION OF THE CITY OF NORTH BAY

BY-LAW NO. 136-95

**BEING A BY-LAW TO ESTABLISH A NORTH BAY
ECONOMIC DEVELOPMENT COMMISSION**

WHEREAS the Council of The Corporation of The City of North Bay deems it desirable to establish a development commission for the City of North Bay and to determine the purpose of the Commission and establish guiding principles.

NOW THEREFORE THE CORPORATION OF THE CITY OF NORTH BAY HEREBY ENACTS AS FOLLOWS:

BASIC GUIDING PRINCIPLES

- (i) Staff: The Commission should have access to dedicated staff who are supervised directly by the Board.
- (ii) Resources: The Commission should have an independent budget and an agreement with the City for the use of City support services (space, staff, support service, etc.).
- (iii) Independence: The Commission should be seen as operating independently from City Council.
- (iv) Membership: The Commission should be free to establish its own appointment protocol and once the protocol is approved by Council, be free to recommend its own membership.
- (v) By-law: The operation of the Commission shall be dictated by the By-law of The Corporation of The City of North Bay.

1. NAME

The organization will be known as the North Bay Economic Development Commission.

The Commission will be managed by a Board of Directors herein known as the Board.

2. MISSION/GOAL/OBJECTIVES

Mission: Job Creation and Retention, Enhancement of Quality of Life and Prosperity.

Goals: The Commission will accomplish its mandate primarily through planning, priority setting and mobilization of the Community.

- Objectives:
- (i) To ensure broad community involvement.
 - (ii) To involve corporate and public sector leaders in the Commission's operation.
 - (iii) To development a tested North Bay business marketing strategy.
 - (iv) To ensure community awareness of the Commission's actions.
 - (v) To provide evidence of an economic development vision that is understood and communicated to the community.
 - (vi) To establish measures of economic activity in the city.
 - (vii) To continue to develop local venture capital pools.

- (viii) To ensure an active lobby agenda at all political levels.
- (ix) To identify priority sectors for job creation/retention.
- (x) To develop "task forces" to take action on identified sectoral priorities.
- (xi) To develop and initiate an economic development research agenda.

3. OPERATIONS

- (i) The Commission will be an unincorporated body established through a By-law adopted by City Council. The Commission will remain accountable to the City Council by a variety of accountability mechanisms while having the freedom to operate outside of the direct political/administrative influence of City Hall.
- (ii) The City of North Bay will provide the majority of the funding required for the Commission to operate. Funds and other assistance will also be actively sought from the Federal and Provincial Governments and from the private sector.
- (iii) The City of North Bay will provide by agreement for in-kind operating support, i.e. office space, dedicated staff, personnel services, purchasing, telecomputer, financial support systems and other staff support as required. The City can also provide "Corporate" status and "Charitable" donations status as required to the Board.
- (iv) The Commission will administer and be responsible for its own Operations/Programs Expenditure Budget. Monthly Financial Reports will be reviewed and approved by the Board. The Commission will be able to hire such contract staff or consultants as are required.
- (v) The Commission will present to City Council a Program Evaluation together with Annual Operating Budget Estimates for approval by Council on or before February 28th of each calendar year. The Commission will present an Annual Report to City Council on or before June 30th of each calendar year.
- (vi) The Commission will appoint an Executive Director who will act as the Secretary/Treasurer to the Board of Directors, being responsible for Meeting Notices, Agendas, Minutes, Monthly Financial Reports, Annual Reports and Annual Operating Budgets.
- (vii) The first meeting after January 1st of each year will be the Annual General Meeting of the Commission. At this meeting they will elect from amongst themselves the following Executive positions:
 - The Chair
 - The Vice-Chair
 - The Chairs of the Standing Committee
 This meeting or portions thereof will be chaired by the Executive Director.
- (viii) The only Standing Committee of the Commission established by this By-law will be the Executive Committee. Other Standing Committees will be established by the Board of Directors as appropriate to the objectives established by the Commission.

3. OPERATIONS (viii) Cont'd.

Ad Hoc Committees may be established by the Board of Directors from time to time as required to address sectoral priorities or specific tasks and may include members other than regular Board members.

- (ix) The Commission will normally hold regular monthly meetings as approved by the Board of Directors at its Annual Meeting, but not less than every three (3) months.

Additional meetings may be held at the call of the Chair.

- (x) With the majority consent of the Board of Directors, any Board member may participate in a meeting by electronic means.
- (xi) At all meetings, every motion shall be decided by a show of hands unless a recorded vote is requested by a Board member. The Chair will then record the result of the Vote as "Carried " or "Lost". At all meetings of the Commission, every motion shall be decided by a majority of votes cast on the motion.
- (xii) The Chair will, when present, preside at all meetings and shall be charged with the general supervision of the business and affairs of the Commission. He/she shall regulate the order of business at such meetings, receive and put lawful motions and communicate to the meeting what he/she thinks concerns the Board. Except when the Commission has appointed an "Executive Director", the Chair shall also have the powers and be charged with the duties of that office. The Chair shall sign all papers and documents requiring signature on behalf of the Commission, unless someone else is designated by the Board of Directors. He/she shall have such other powers and duties as may be assigned to him/her by the Board of Directors. The Chair will be the official spokesperson for the Commission. He/she will be responsible for all public statements, media releases, policy statements or positions relating to the Commission and its functions. The Chair may delegate at his/her discretion, an Executive Commission Member or the "Executive Director" to perform the above responsibilities when required.
- (xiii) The Vice-Chair will assume the duties of the Chair in his/her absence or inability to perform.
- (xiv) The "Executive Director" will have the general management, control, and direction of the Commission's business, subject to the authority of the Board of Directors and the supervision of the Chair. He/she shall have power to make all the usual contracts, necessary for carrying on the business of the Commission, including power to order goods and services. No contract, purchase or other obligation shall be made by the "Executive Director" of more than \$5,000 without prior consent of the Executive Committee or the Board of Directors.
- (xv) A proposed amendment(s) to the By-law shall be brought forward, discussed and voted upon at any regular meeting of the Commission one month after notice of motion. Such a proposed amendment(s) will be then sent to City Council for consideration and adoption.

4. BOARD MEMBERSHIP

(i) Numbers

The affairs of the Commission will be managed by a Board of Directors comprised of thirteen (13) members:

- The Mayor ex officio
- Three (3) other Members of City Council
- Nine (9) citizens appointed from at large

(ii) Qualifications

Shall be eighteen (18) or more years of age.

Shall be a Canadian citizen

Shall not be an undischarged bankrupt.

(iii) Quorum

Seven (7) members present are required to officially conduct the business of the Commission.

(iv) Appointment Procedures

Prior to January 1st of each year the Board of Directors shall create a Nominating Committee comprised of the Executive Committee of the Board, i.e. the Board Chair, the Board Vice-Chair, the Board Standing Committee Chair(s) and the Mayor. The Board Chair will act as Chair of the Nominating Committee. The Nominating Committee will be charged with the responsibility of providing and suggesting to the Board of Directors the names of persons for the purposes of filling any existing or upcoming vacancies on the Board of Directors. The Nominating Committee will also recommend or not recommend, as the case may be, the reappointment of a Board Member for a further term, provided such Board Member is eligible to be reappointed as a Member of the Board of Directors for a further term. The Nominating Committee will operated in accordance with and be bound to the Commission Appointment Protocol approved by the City Council. The Report of the Nominating Committee will be adopted by the Board of Directors and will be submitted to the City Council for approval. The Striking Committee of City Council will appoint the three (3) members of City Council to the Commission's Board of Directors.

In late 1995 the City Council will have to appoint a Chair and Nominating Committee "Pro Term" to undertake these functions the first time.

(v) Term

Citizen Board Members shall be appointed for a three (3) year term. A maximum of two (2) terms - six (6) years will be permitted.

Elected Council Members will be rotated on a three year basis, except in the year of a Municipal election.

The citizen Board Members will be appointed on a rotational basis - 3/3/3/ so as to support the long-term continuity of the Board's strategy and operating plan. In

4. **BOARD MEMBERSHIP** (v) Term (cont'd.)

1996 three will be appointed for 1 year, 3 for 2 years and 3 for 3 years. In 1996 the Mayor and City Council Members will be appointed for two (2) years and in 1998 to three (3) year terms thereafter.

(vi) Vacancies

A Board Member may vacate office at any time by written resignation addressed to the Chair for consideration at the next regular meeting of the Board following receipt of such resignation. A vacancy shall be automatically created for the reasons set out in (vii) following, or if a Board Member becomes an undischarged bankrupt or if for any reason he/she becomes unable to attend to the Commission's business. So long as a quorum of the Board of Directors exists, any vacancy created on the Board of Directors may be filled. The Board Membership Nominating Protocol will be used to fill a vacancy.

(vii) Removal of Board Members

A Board Member, other than the Mayor and the three City Councillors may be removed from office at any time by resolution passed by at least two thirds of the votes cast at a regular meeting of the Board of Directors of which thirty (30) days written notice specifying the intention to pass this resolution has been given to the Board Member to be so removed.

Reasons for removal may be:

- (a) lack of attendance at meetings;
- (b) lack of interest or participation;
- (c) conflict of interest;
- (d) release of confidential information;
- (e) Board representative needs based on the appointment protocol;
- (f) other actions contrary to the best interest of the Commission and/or The City of North Bay.

(viii) Conflict of Interest

The Provincial Conflict of Interest legislation in effect from time to time will govern the Commission and the Members of the Board of Directors.

(ix) Remuneration

There shall be no remuneration to any of the Board Members. However, the Board Members will be paid such sums in respect of their out of pocket expenses incurred in attending sanctioned Commission functions.

(x) Protection of Board Members and Staff

The City keeps Errors & Omissions and such other general liability and property insurance as is required for the proper operation of The City of North Bay in general and this Board in particular.

5. **STAFFING**

- (i) The following City staff will be assigned to the Commission by City Council with a time allocation as required by and agreed upon with the City:
- The Director of Planning and Economic Development
 - The Director of Tourism, Parks and Recreation
 - The Manager of Economic Development
 - The Economic Development Officer
 - The Business Self-Help Office Consultant
 - Clerical Support Staff
- (ii) The North Bay Economic Development Commission will, on occasion, request the assistance of other staff of The Corporation of The City of North Bay to assist with programs and initiatives of the Commission. Such requests will not be unreasonably denied by The Corporation of The City of North Bay

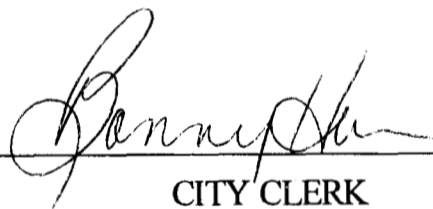
6. This By-law shall come into force upon final passing.

READ A FIRST TIME IN OPEN COUNCIL THE 18TH DAY OF SEPTEMBER, 1995.

READ A SECOND TIME IN OPEN COUNCIL THE 18TH DAY OF SEPTEMBER, 1995.

READ A THIRD TIME IN OPEN COUNCIL AND ENACTED AND PASSED THE 18TH DAY OF SEPTEMBER, 1995.


MAYOR


CITY CLERK