



Town of Aurora Special Meeting of Council Agenda

Date: Tuesday, October 6, 2020
Time: 6:15 p.m.
Location: Video Conference

Pages

1. Procedural Notes

This meeting will be held electronically as per Section 19. i) of the Town's Procedure By-law No. 6228-19, as amended, due to the COVID-19 situation.

This meeting will serve as the Annual General Meeting of the Aurora Economic Development Corporation.

2. Approval of the Agenda

3. Declarations of Pecuniary Interest and General Nature Thereof

4. Delegations

Note: At this time, the Municipal Offices are closed. This meeting will be live streamed at <https://www.youtube.com/user/Townofaurora2012/videos>. Anyone wishing to provide comment on an agenda item is encouraged to visit www.aurora.ca/participation for guidelines on electronic delegation.

5. Consideration of Items Requiring Discussion

5.1 PDS20-063 - Aurora Economic Development Corporation Annual Report 2019

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(Presentation to be provided by Tim Hammill, Chair, Board of Directors, Aurora Economic Development Corporation)

1. That Report No. PDS20-063 be received; and
2. That the Aurora Economic Development Corporation's Director's Report attached hereto as Attachment 1 be received; and
3. That the requirements regarding the appointment and duties of the auditor be exempted for the financial year; and
4. That Council appoint the following two (2) individuals to the Aurora Economic Development Corporation (AEDC) Board of

Directors for a term of three years:

[Insert Name]

[Insert Name]; and

5. That Council approve a special resolution passed by the AEDC Board of Directors to increase the number of local residents or business owners to nine and to decrease the number of Council representatives to two.

6. Confirming By-law

- 6.1 **By-law No. XXXX-20 Being a By-law to confirm actions by Council resulting from a Special Meeting of Council on October 6, 2020**

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7. Adjournment



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Town of Aurora

Special Meeting of Council Report

Subject: **Aurora Economic Development Corporation Annual Report
2019**

Prepared by: Nick Kazakoff, Economic Development Officer

Department: Planning and Development Services

Date: October 6, 2020

Recommendation

- 1. That Report No. PDS20-063 be received;**
- 2. That the Aurora Economic Development Corporation's Director's Report attached hereto as Attachment 1 be received;**
- 3. That the requirements regarding the appointment and duties of the auditor be exempted for the financial year;**
- 4. That Council appoint the following two (2) individuals to the Aurora Economic Development Corporation (AEDC) Board of Directors for a term of three years:**

Insert Name

Insert Name and;

- 5. That Council approve a special resolution passed by the AEDC Board of Directors to increase the number of local residents or business owners to nine and to decrease the number of Council representatives to two.**

Executive Summary

This report seeks Council's approval of the Aurora Economic Development Corporation's 2019 Annual Report including receiving the Director's Report and appointing two new members to the Board.

- The Director's report outlines all the achievements of the Board over the past year.

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Report No. PDS20-063

- The AEDC does not control any finances, it does not have any financial statements and is exempted from providing an auditor's report.
- The AEDC currently has two vacant local resident/business owner Board of Director positions.
- The AEDC Board of Directors passed special resolution to change the composition of the Board.

Background

On December 18, 2018, the Aurora Economic Development Corporation (AEDC) was incorporated under the *Corporations Act*.

Council is the only shareholder of the corporation and Voting Member for the purposes of the annual meeting. According to both legislation and the operating by-law of the AEDC Corporation, being By-law No.1 the following must be presented at the Annual General Meeting:

- The report from the Directors
- The Financial Statements
- The Report of the Auditors
- Election of the Board of Directors
- Appointment of Auditors for the Next Year, if applicable

Analysis

The Director's report outlines all the achievements of the Board over the past year

The Chair of the AEDC, Tim Hammill has submitted a Director's report which has outlined the activities of the board over the past year (see Attachment 1). The report highlights the appointment of the Directors to the Board in early 2019 and the work the AEDC Board did in creating the Town of Aurora's Economic Development Strategic Plan which was adopted by Council on July 23, 2019. The Chair also notes the establishment of three sub-committees in the fall of 2019 that are advancing the prioritized action items in the Strategic Plan.

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The AEDC does not control any finances, it does not have any financial statements and is exempted from providing an auditor's report.

As per the legislation and their By-law No.1, the Board is required to present the financial statements of the corporation, a report of the auditors and appoint next year's auditor at each annual meeting. However, the Town's Finance Department and the Town's Auditor have confirmed that an audit and financial statements will not be required based upon the AEDC's present financial situation as the AEDC does not control any finances. As long as the AEDC continues to not control any finances, it will not require an annual audit, nor the generation of financial statements each year. However, it is required due to its corporation status to submit a tax return to the CRA each year.

The AEDC currently has two vacant local resident/business owner Board of Director positions

There are two vacancies currently on the AEDC Board of Directors, both are local resident/business owner member positions. Both appointed members would serve a three-year term. Following a public recruitment process, the AEDC Board of Directors are recommending the appointment of two candidates. In accordance with the *Municipal Act*, Council will be reviewing the candidates in a closed session meeting and the names will be made public once Council selects the new Board members. The term of the appointment of Directors of the AEDC will be effective starting the day after the October 6, 2020 Annual General Meeting of the Corporation.

AEDC Board of Directors passed a special resolution to change the composition of the Board

In May 2020, Council amended the composition of the Board of Directors in terms of reference by converting the vacant Council representative seat into an additional local resident/business owner member seat (see Attachment 2). Council directed staff to present the special resolution to the Board of Directors at the AEDC's June 23, 2020 board meeting which was passed by the Board (see Attachment 3). As the only shareholder of the Corporation, Council must now confirm the special resolution.

Advisory Committee Review

None

Legal Considerations

The first annual meeting for the AEDC was required to occur no later than 18 months after its incorporation, which would be June 17, 2020. Due to the pandemic, the Province temporarily suspended the time period and amended the legislation so that any annual meetings that were to occur during the declared state of emergency were postponed until the 90th day after the day the emergency is terminated. With the Provincial state of emergency terminated, the AEDC is now required to hold its annual meeting by the middle of October.

Since the AEDC does not control any accounts, the legislation permits Council to exempt the corporation from the requirements of appointing auditors for the upcoming year.

Lastly, in accordance with the legislation, Council, as the only shareholder of the AEDC, is required to confirm the special resolution passed by the Board. Once the special resolution is confirmed, By-law No. 1 of the AEDC will be amended to reflect the change in the composition of the Board.

Financial Implications

As the AEDC does not control any finances, it is not required to engage an auditor to undertake an audit and generate financial statements on an annual basis. A minor annual software cost is required for staff to submit its required annual tax return to the CRA. This cost will be funded out of the Town's existing operating budget.

Communications Considerations

Once public, the Town will recognize all members of the AEDC Board of Directors by way of a public service announcement.

Link to Strategic Plan

Maintaining Ad Hoc and Advisory Committees/ Boards supports the Strategic Plan goal of supporting an exception quality of life for all through the accomplishment in satisfying requirements in the following key objectives within this goal statement:

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Strengthening the fabric of our community: through the identification of new formats, methods and technologies to effectively and regularly engage the community.

Alternative(s) to the Recommendation

1. None.

Conclusions

The Aurora Economic Development Corporation (AEDC) has prepared its annual report as required by both the legislation and By-law No. 1 of the AEDC Corporation for its Annual General Meeting. As Council is the only shareholder in the Corporation that annual general meeting may coincide with the Council date.

Staff recommends approving the AEDC's Annual Report, appointing to the Board of Directors the candidates approved by Council, confirming the special resolution to increase the number of local residents or business owners and to decrease the number of Council representatives.

Attachments

Attachment 1 – AEDC Director's Report

Attachment 2 – Special Resolution (Amendment to By-law No.1)

Attachment 3 – AEDC Board Minutes – June 23, 2020

Previous Reports

General Committee Report No. PDS19-040, dated May 21, 2019

General Committee Report No. PDS19-016, dated March 19, 2019

General Committee Report No. PDS18-074, dated July 10, 2018

Pre-submission Review

Reviewed by the Chief Administrative Officer and Director of Planning and Development Services.

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Report No. PDS20-063

Approvals

Approved by David Waters, Director, Planning and Development Services

Approved by Doug Nadorozny, Chief Administrative Officer

Aurora Economic Development Corporation's 2019 Director's Report

As Chairman of the Aurora Economic Development Corporation, I would like to submit this report to our shareholder of our activities during 2019, our first fiscal year. We were able to accomplish several necessary steps to meet our goal of encouraging increased economic development in the community.

The Aurora Economic Development Corporation was created in December 2018. The first directors of the corporation were appointed in March 2019 as follows:

Mayor Tom Mrakas	Tim Hammill
Councillor Sandra Humfries	Marilee Harris
Councillor Michael Thompson	Steve Hinder
Vern Cunningham	Mae Khamissa
Richard Gong	Craig Youdale

In May, the Board formally appointed the Officers of the Corporation as follows:

Tim Hammill, *Chair of the Board*
 Marilee Harris, *Vice Chair of the Board*
 Doug Nadorozny, *President and CEO*
 Anthony Ierullo, *Executive Director, Secretary and Treasurer*

During the first half of 2019, the AEDC Board initiated the development of the Town of Aurora Economic Development Strategic Plan. McSweeney & Associates were retained to develop the strategy. McSweeney prepared a situational analysis of important demographic and economic trends of the Town. The consultants conducted interviews with stakeholders and a focus group with the Board in February. The Board then hosted a working group session with all economic development stakeholders to develop the action items for the strategy. The Board adopted the Economic Development Strategy in June to be presented to Council. The plan was approved by Council on July 23rd, 2019.

In the summer and fall of 2019, the AEDC Board developed an Implementation Plan and prioritized the Top Ten Action Items from the Strategic Plan. In November the AEDC established three sub-committees to advance three specific action items linked to the Strategic Plan:

1. Target Sector Analysis Sub-Committee
2. Downtown Mix Strategy Sub-Committee
3. C-Suite Residence Outreach Sub-Committee

We ended the year well positioned to make a difference for our community.

I would like to thank our directors for their continuing, enthusiastic commitment to the Board. They have volunteered many hours of their time this year on behalf of this initiative. As well, I would like to recognize the Mayor, Council and Town Staff who have provided us the necessary support to meet our goals throughout the year.

Tim Hammill, *Chairman*

RESOLVED as an amendment to By-Law No. 1 and as a Special Resolution of Aurora Economic Development Corporation (hereinafter called the "**Corporation**") the following:

1. The first two sentence of Section 3 of By-Law No. 1 are amended and the Number of Board Members and Quorum shall be as follows:

"Until changed by special resolution or supplementary letters patent, the number of the Board of Directors of the Corporation shall be eleven (11) Directors of whom two (2) Directors shall be Class 1 Directors and nine (9) Directors shall be Class 2 Directors. Six (6) Directors, which include at least five (5) Class 2 Directors and at least one (1) Class 1 Director shall constitute a quorum for the transaction of business at any meeting of the Board of Directors."

2. The first two sentences of Section 6 of By-Law No. 1 are amended and the categories and number of Class 2 Directors and their respective categories shall be as follows:

"The Class 2 Directors shall be divided into three (3) categories (Category A, Category B and Category C). Category A shall have two (2) Class 2 Directors. Category B shall have six (6) Class 2 Directors and Category C shall have one (1) Class 2 Director."

THIS AMENDMENT to By-Law No. 1 and Special Resolution are passed by the Board of Directors of the Corporation on the date set forth below.

DATED the _____ day of June, 2020.

Tim David Hammill

James Vernon Cunningham

Marilee Gail Harris

Steven William Hinder

Craig Anthony Youdale

Richard Chen Gong

Mehroonnisha Khamissa

Tom Mrakas

Sandra Humfries



**Aurora Economic Development Corporation
Board of Directors**

MINUTES

Date and Time: June 23rd, 2020 at noon to 1:30pm

Location: Zoom Online Meeting

Board Members: Tim Hammill (Chair), Marilee Harris (Vice Chair), Mayor Tom Mrakas, Councillor Sandra Humfryes, Vern Cunningham, Mae Khamissa, Steve Hinder, Richard Gong and Doug Nadorozny (non-voting)

Member(s) Absent: Craig Youdale

Other Attendees: Councillor, Wendy Gaertner, Councillor Rachel Gilliland; David Waters, *Director Planning & Development Services*; and Nick Kazakoff, *Economic Development Officer*

1. Call to Order & Disclosure of Conflict of Interest

The meeting was called to order at 12:05pm by Tim Hammill and quorum was met.

2. Approval of the Agenda

The Agenda for the meeting of the Aurora Economic Development Corporation Board of Directors held on Tuesday, June 23rd, 2020 was distributed for review.

Motion Moved by: Vern Cunningham

Seconded by: Steve Hinder

That the agenda be approved.
Carried.



3. Declarations of Conflict

No conflict of interest was declared.

4. Approval of Previous Minutes

The Board reviewed the minutes of the Board of Directors' meeting held on February 25th, 2020.

Motion Moved by: Mae Khamissa

Seconded by: Vern Cunningham

That the minutes from the February 25th, 2020 board meetings be approved.

Carried.

5. Regular Business

5.1 Board Composition – Special Resolution

Staff presented a Special Resolution directed by Council to amend the AEDC board composition to increase the number of local residents or business owners to nine seats and to decrease the number of Council representatives to two members as well as change the quorum requirement for only one Councillor to be present to have quorum.

Motion Moved by: Steve Hinder

Seconded by: Vern Cunningham

That the Special Resolution to By-Law No.1 be approved

Carried.

5.2 Recruitment of New Board Members

The Board discussed the two vacant director positions and the need to review the skills matrix to identify gaps in the Board. The Board will review and determine candidate criteria at the next meeting followed by the recruitment period and selection in late August and early September.



5.3 ABC Task Force Review and Discussion

The Chair provided a review of the Aurora Business Continuity Task Force which was initiated by the Mayor and the Aurora Chamber of Commerce early on in the COVID pandemic. The Task Force activities included conducting a business impact survey, Shop Aurora marketing campaign and creating reopening guidelines for businesses. The board discussed the potential need for a follow up business survey to gather more information.

5.4 Sub-Committee Reports

5.4.1 Downtown Business Mix Strategy

Steve Hinder informed the Board that discussions had been had with the downtown's major landlord in the winter and would like to have a follow up to see how things are going.

5.4.2 Target Sector Analysis

Marilee Harris informed the Board that the sub-committee met early on during the pandemic and decided to put the target sector analysis on hold due to COVID. Staff will be reporting on the estimates for developing the analysis internally, noting time required and costs for off setting labour required.

5.4.3 C-Suite

Mae Khamissa informed the Board that there was no further update from the C-Suite sub-committee.

5.5 Business Visitation Program and Patio Extension Update

Staff provided an update on the Town's Business Visitation Program which was launched in early June as well as the patio extension program which is providing support for restaurant and bars looking to temporarily extend their patios.



6. New Business

The Chair inquired about the hiring of the Manager, Policy Planning and Economic Development. David Waters informed the Board that the recruitment had paused due to COVID but has now resumed and three candidates have been identified and the Town is currently evaluating and will have a decision by end of the week.

Marilee Harris inquired about Town initiatives. The Mayor provided an update on Town initiatives including the potential for weekend road closures to support local business.

7. Next Meeting

The next meeting of the Aurora Economic Development Corporation Board of Directors will be held on Tuesday July 28th, 2020.

8. Closed Session

Meeting went into Closed Session at 1:00 pm.

9. Adjournment

The meeting was adjourned

The Corporation of The Town of Aurora

By-law Number XXXX-20

**Being a By-law to confirm actions by Council
resulting from a Special Meeting of Council
on October 6, 2020.**

The Council of the Corporation of The Town of Aurora hereby enacts as follows:

1. That the actions by Council at its Special Meeting of Council held on October 6, 2020, in respect of each motion, resolution and other action passed and taken by the Council at the said meeting is hereby adopted, ratified and confirmed.
2. That the Mayor and the proper officers of the Town are hereby authorized and directed to do all things necessary to give effect to the said action or to obtain approvals where required and to execute all documents as may be necessary in that behalf and the Clerk is hereby authorized and directed to affix the corporate seal to all such documents.

Enacted by Town of Aurora Council this 6th day of October, 2020.

Tom Mrakas, Mayor

Michael de Rond, Town Clerk