



## DRAFT MINUTES

### Annual General Meeting (Fiscal 2021) Marda Loop BIA and Festival Society of Marda Loop

Monday, November 28, 2022, at ATB Board Room

#### Board Attendees:

MB – Mike Bruni (Pres) Bruni Law  
WT – Whitney Titheridge (VP) Crabapple Clothing  
SA – Shelley Anderson, Anderson and Co.  
MdJ – Mike de Jonge (Sec), Marda Loop Brewing Company  
NK – Nova Kane (Tres), ATB Financial  
PM - Paul Morissette, Fresh Kitchen YYC  
DA - Doug Anderson, Ballistic Echo  
RF – Renee Fawcett, Natural Way Chiropractic

#### Merchant Members:

Jan Bruni, Bruni Law  
Stephanie Davis, 360 Brainbody  
Jon Green, Leonard Development Group  
Susan Roberts, Studio Jewellers  
Jonathan Kane, Naked Leaf Tea  
Seamus Smyth, Diner Deluxe  
Rupert Matilla, ATB Financial  
Saravanan Senniapan and Sudha Thangacal, Big Fish & Open Range

#### Staff and Support:

BvW- Bob van Wegen, Executive Director  
MH – Margaret Hope, Minutes  
Dakota Kidby, Social Centric Inc  
Shannon McNally, Marda Gras manager

\*\*\*Many Thanks to ATB Financial for the use of their boardroom

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1. **Call to order** – 6:43 pm
  2. **Introductions & Comments (Mike Bruni, Bob VW)**
    - Many thanks to current and outgoing board and committee members for their efforts and contributions
  3. **Approval of Agenda;**
    - Whitney T. moves, Mike dJ seconds – Passed



4. **Approval of Minutes of 2021 (fiscal 2020) Marda Loop AGM:**

- Shelley A. moves, Paul M. seconds – no omissions or errors; Passed

5. **2021 Audited Financials (Nova Kane - Treasurer):**

Two sets of Financials:

- **Marda Loop BIA and Festival Society of Marda Loop**
- History/relationship of Festival Society described.
- Festival Society is inactive but remains in place
- Festival Society financials are reviewed by two members per the Societies Act.
  - Thanks to Dr. Brady Turner of The Eye Gallery and Charmain Chen of Marda Loop Braces
- BIA Financials are audited by Sihota Taylor CPA and have been submitted to City of Calgary

BIA Financials

- Major revenue source of \$220,000 from BIA levy, followed by City grants and Marda Gras revenue
- Major costs: management/admin, marketing and events, street maintenance and décor, Marda Gras expenses
- Unbudgeted grants and better than expected Marda Gras resulted in surplus of approx. \$29K
- Unrestricted net assets ~169K (end 2021) up from 137K (end 2020)

Festival Society of Marda Loop financials

- Transfer of \$3000 from previous Marda Gras surpluses to BIA to support Marda Gras
- Balance at end of 2021: \$87.14

**1) MOTION** to accept Marda Loop BIA 2021 Financials; Paul moves, Renee seconds, all approve

**2) MOTION** to accept Festival Financials; Mike DJ moves, SA seconds, all approve

**3) MOTION** to enable the Board of Directors to appoint the Auditors of the Marda Loop BIA and the Festival Society of Marda Loop. Whitney T. moves, Doug A. seconds, all approve

6. **2022 Update: Mike Bruni/Bob VW**

- Excellent rebound from COVID
- Membership grown to 170+ businesses, up 20% in last 5yrs, expected to still increase
- Strategic planning ongoing
  - Continue to employ customer and business surveys
  - Employ Marda Loop history as part of our story



- Digital Newsletter a success
- History Project launched and well received
- Ongoing Main Streets planning with City
  - Need for enhanced marketing and partnerships to mitigate impacts of construction
  - Ongoing work with City on potential future operating costs related to new planters, electricity for decor lighting, ETC
- Expanding BIA borders **(Mike B.):**
  - Expansion of BIA to approximately 17<sup>th</sup> Street to include Harrison, etc. was discussed. We have already involved some of the new businesses in events (Spook the Loop) and they have been reaching out to us re. membership.
  - Board has already passed a motion to do this.
  - There was general consent to support the Board's expansion efforts.

#### Marketing Updates:

##### **Whitney T. and Dakota Kidby:**

- Marketing Strategy implemented in 2022 (handout on status presented)
- Successful year-round events
- 80% more business engagement
- Assessing interest in Marda Card – discount card for neighbours
- See handout for more details

##### **Shannon McNally:**

- Marda Gras #37, now longest running in YYC
  - 180 vendors
  - 40,000 attendees
- Night Markets
  - 10,000 attendees over two dates
  - 140 vendors
  - Three dates set for 2023

#### **7. Financial Update 2022 – Nova Kane, Treasurer**

- See attached handout for all details
- Higher than budgeted events grants
- Better than budgeted Marda Gras
  - Has enabled higher marketing/events spending
  - Insurance costs higher
- Higher returns on reinvested GICs
- Expecting small surplus again this year

#### **8. Summary 2023 Budget Main Points – Nova Kane, Treasurer:**

- No change to BIA levy
  - Expect levy rate to close to 10-year average



- Will access Reserve Funds to support enhanced marketing while not raising the levy during Main Streets construction in 2023
- Further income expected from grants, sponsors, partners related to events and promotions
- Amortized expense related to replacing old and failing Marda Gras overpass banners

#### 9. **Bylaw Amendments – Mike Bruni, President**

- Bylaw Amendment relating to Nominations for the BIA board of Directors for Marda Loop (attached)
- Purpose of the amendment is to improve Board member recruitment, and to ensure the new Board Members are prepared for the role by enabling a Nominating Committee
- If passed, will be in effect for next AGM in 2023
  - **MOTION:** Accept Proposed Bylaw Amendments; Paul motions, Doug seconds, all approve

#### 10. **Elections – Bob van Wegen**

- Board has 10 member seats with 2-year terms
- Officers selected at subsequent meeting
- Thank you to departing Nick Ossais for his contributions
- 2022 Elections:
  - 4 members continuing 2-year terms
  - 6 vacancies
  - 6 candidates stepped forward before nomination deadline:
    - Doug Anderson, Ballistic Echo (re-election)
    - Shelley Anderson, Anderson & Co (re-election)
    - Mike de Jonge, Marda Loop Brewing (re-election)
    - Nova Kane, ATB Financial (re-election)
    - Stephanie Davis, 360 Brainbody (new)
    - Jonathon Green, Leonard Development (new)
  - There were no nominees from the floor
    - **MOTION:** to accept above as elected, Seamus Smyth (Diner Deluxe) moves, Jonathon Kane (Naked Leaf Tea) seconds, all approve

#### 11. **Other Business:** none

#### 12. **Adjourned** at 7:44

- **MOTION** to adjourn: Mike DJ moves, Shelley A. seconds, all approve

Post-meeting presentation on Main Streets project,  
Josh Workman of Stantec and Dylan Jones, City of Calgary



**MARDA LOOP**  
where life connects

Marda Loop BIA 2023 Summary Budget draft as of Nov. 15, 2022. Using City template. Note: May change prior to year end based on new info.

REVENUES	2023 Budget (\$)	2022 Budget (\$)	2022 Projections (\$)	Budget to Budget (\$) Variance (INC./DEC.)	Explanation (re. variance)
BIA Levy	\$ 220,000.00	\$ 220,000.00	\$ 220,000.00	\$ -	Event grant expectations lowered
City of Calgary Grants/Funds	\$ 10,500.00	\$ 15,000.00	\$ 31,499.00	\$ (4,500.00)	Potential support for heritage and other projects
Grants- Other Sources	\$ 4,000.00				Close to 2022 actuals
Festival & Events Income	\$ 64,000.00	\$ 58,000.00	\$ 66,805.00	\$ 6,000.00	Interest rates on GICs
Interest Revenue	\$ 4,000.00	\$ 500.00	\$ 3,000.00	\$ 3,500.00	Sponsorship (non-Marda Gras), support from partners on projects, etc.
Miscellaneous Revenue	\$ 8,000.00		\$ 5,000.00	\$ 8,000.00	A: 25K to support marketing during disruptive Main Street construction who raised the BIA levy. B: New capital expenditure, 12K for MLD banners (to be amortized).
Transfer from Reserves	\$ 37,000.00			\$ 37,000.00	
<b>Total Revenues</b>	<b>\$ 347,500.00</b>	<b>\$ 293,500.00</b>	<b>\$ 326,304.00</b>	<b>\$ 54,000.00</b>	
<b>EXPENDITURES</b>					
Administration	\$ 132,320.00	\$ 126,900.00	\$ 128,392.00	\$ 5,420.00	Explanation (2023) including higher insurance rates, other costs
Marketing/Communications	\$ 107,000.00	\$ 70,800.00	\$ 92,400.00	\$ 36,200.00	increased investment in marketing and events, esp. during Main Streets construction
Urban Devel. & Strategic Planning				\$ -	
Streetscape Improvements	\$ 34,300.00	\$ 37,800.00	\$ 34,300.00	\$ (3,500.00)	Expecting slightly lower cost through construction
Festivals & Events (Marda Gras specifically)	\$ 61,500.00	\$ 58,000.00	\$ 57,799.39	\$ 3,500.00	inflation, enhancement
Public Safety & Social Issues				\$ -	
Capital Assets	\$ 12,000.00		\$ 7,000.00	\$ 12,000.00	Replace Marda Gras overpass banners (long lasting, 5-10 yrs)
Other- BIA Specific				\$ -	
Transfer to Reserves	\$ 380.00		\$ 6,413.00	\$ 380.00	
<b>Total Expenditures</b>	<b>\$ 347,500.00</b>	<b>\$ 293,500.00</b>	<b>\$ 326,304.39</b>	<b>\$ 54,000.00</b>	



## **Bylaw Amendments relating to Nominations for the BIA Board of Directors**

The purpose of this amendment is to improve Board member recruitment, and to ensure that new Board members are prepared for the role, by enabling a Nominating Committee.

**5.1 Annual General Meeting** - The BIA shall hold an Annual General Meeting... (and) shall conduct the following business:

~~d) nominate Directors for appointment by vote;~~

**Bylaws 5.1 d)** rescinded to read:

*Conduct voting for Directors as per Bylaw 6.5*

~~**6.2 Election of Directors** - The Board of Directors shall be nominated from amongst the Ratepayers at the Annual General Meeting. Each Ratepayer shall be entitled to have a maximum of one person nominated. Should more than one person from one Ratepayer be nominated and elected, the person with the least amount of votes shall be disqualified as a Board member.~~

**Bylaw 6.2** rescinded to read:

*The Board of Directors shall be nominated as per Bylaw 6.5(b).*

### **6.5 Election and Nomination Procedures**

~~**(b)** Nominations from the floor shall be received at the Annual General Meeting and recorded by the Secretary or designated representative. Nominations must be seconded by another Ratepayer.~~

**Bylaw 6.5 (b)** rescinded to read:

*Nominations shall be submitted to the Nominating Committee 30 days prior to the AGM. Nominees must be a ratepayer and be seconded by another ratepayer. Each ratepayer shall be entitled have a maximum of one person nominated. Nominations will only be accepted from the AGM floor if there are not enough nominees to fill all the vacancies.*

**8.2 Standing Committees** - Standing Committees are established by the Board and include, but are not limited to, the Streetscape Committee, Marketing Committee and Civic Affairs (or Development) Committee.

**Bylaw 8.2** amended to include the *Nominating Committee*