



Whitby Tourism Development Corporation Board of Directors

Number:	ToR-O-05
Reference:	Council Resolution #51-25
Date Approved:	March 24, 2025
Date Revised:	N/A
Approval:	Council
Point of Contact:	Strategic Initiatives Division

1.0 Enabling Legislation

In order to manage funds raised from a Municipal Accommodation Tax levied in accordance with Ontario Regulation 435/17 (Transient Accommodation Regulation) and Section 400.1 of the Municipal Act, 2001, Council authorized the incorporation of a non-profit, non-share capital Municipal Services Corporation under the Not-for-Profit Corporations Act, 2010 (Ontario) named the Whitby Tourism Development Corporation.

2.0 Mandate and Responsibilities

In accordance with the Articles of Incorporation, the purposes of the Whitby Tourism Development Corporation are:

- to promote and enhance the Town of Whitby's profile as a desirable tourist destination;
- to pursue and implement the objectives set forth in the Whitby Tourism Strategy and any other strategic plans as adopted by the corporation from time to time;
- to develop new and innovative tourism products, experiences, and services;
- to support the development and growth of the local tourism industry;
- to facilitate collaboration and engagement with key tourism stakeholders;
- and such other complementary purposes not inconsistent with these purposes.

3.0 Board Membership

- 3.1 The Board of Directors shall consist of between three (3) and seven (7) directors in accordance with the Whitby Tourism Development Corporation's Organizational By-law No. 1, and the directors shall be appointed and serve for a term length as follows:

Number of Appointees	Director Category	Authority to Appoint Director(s)	Voting Status	Term Length
Up to 3	Town of Whitby Staff	Chief Administrative Officer	Voting	3 years
1	Member of Council	Mayor	Voting	Concurrent with the Term of Council
Up to 3	Industry Stakeholders	Town Council	Voting	3 years

- 3.2 In accordance with Section 3.1 above, the Mayor and Chief Administrative Officer are hereby delegated the authority to appoint the directors noted and shall do so by signing a resolution in lieu of a meeting and shall provide a copy of the resolution to the Town Clerk and the Whitby Tourism Development Corporation.

- 3.3 The power to remove a director before the expiration of the director's term shall be exercised by the same person or body that holds the appointment authority.

4.0 Member Qualifications

To be eligible to serve as an Industry Stakeholder on the Board, an individual must:

- Be 21 years of age or older;
- Have a strong belief in and commitment to enhanced development, growth and future capacity of tourism as an important economic driver in Whitby;
- Be prepared to participate as a member on the Board of Directors contributing expertise on a strategic and operational level;
- Be able to operate within a policy-oriented governance model;
- Have not been found under the Substitute Decisions Act, 1992 (Ontario) or the Mental Health Act (Ontario) to be incapable of managing property;
- Have not been found to be incapable by any court in Canada or elsewhere;
- Not have the status of a bankrupt.

5.0 Board Governance

The responsibilities of Board, its directors, and the requirements for filling

vacancies, calling meetings, and decision making is provided for in Organizational By-law No. 1 as approved by the Whitby Tourism Development Corporation Board of Directors and through any other agreements or governance documents duly approved by the Board and/or Council as applicable.

This Terms of Reference has been endorsed by the Whitby Tourism Development Corporation Board of Directors at its February 18, 2025 meeting and is hereby approved by Council Resolution #51-25 on this 24th day of March, 2025.