

MASTER COPY

ONE JOINT INVESTMENT BOARD

PROCEDURE BY-LAW

Dated as of May 19, 2020

As updated to September 6, 2023

EXPLANATORY NOTES

Procedure By-law

1. Section 238(2) of the *Municipal Act* requires each municipal council and local board to pass a procedure by-law. The ONE Joint Investment Board is a “local board” as defined by the *Municipal Act*.

At its inaugural meeting of May 19, 2020, the ONE Joint Investment Board passed Procedure By-law No. 2020-1. The By-law contained two amendments to the draft by-law recommended by the Board Secretary.

The first amendment was that the Board Chair and Vice-Chair be appointed annually after their initial three-year term. This amendment was reflected in sections 4(1) and 4(2) of By-law No. 2020-1. The second amendment was that the Board Secretary and alternate Secretary are to be appointed by the Board, acting on the advice of ONE Investment. This amendment was reflected in section 7 of By-law No. 2020-1.

2. In July 2020, the Province amended the *Municipal Act* to provide that a member of a local board may participate electronically in both open and closed meetings and be counted in determining quorum, whether or not a state of emergency (such as that in the COVID-19 pandemic) has been declared. This was so long as the local board’s procedure by-law contains such provisions.

At its meeting of September 16, 2020, the ONE Joint Investment Board passed By-law No. 2020-2. This by-law contained three amendments to Procedure By-law No. 2020-1, as follows:

1. It permitted electronic participation of members in meetings of the Board, whether they are open or closed to the public, when there is no declared state of emergency
2. It provided that members of the Board who participate electronically in such meetings of the Board are counted in determining quorum, and
3. It permitted amendments to the procedure by-law so long as notice of the proposed amendment is given at a previous meeting of the Board.

The first two amendments listed above were reflected in the deletion of sections 9(5), 9(6) and 9(7) of Procedure By-law No. 2020-1, and replacing them with new sections 9(5) and 9(6).

The third amendment listed above was reflected by the deletion of section 41(2) of Procedure By-law No. 2020-1 and replacing it with a new section 41(2).

3. At its meeting of June 1, 2023, the ONE Joint Investment Board amended section 4.11 of its Terms of Reference to provide for three-year terms for the Board Chair and Vice-Chair.

At its meeting of September 6, 2023, the Board passed By-law No. 2023-1 to provide for three-year terms for the Board Chair and Vice-Chair consistent with section 4.11 of the Terms of Reference. The three-year terms for the Board Chair and Vice-Chair were provided by deleting sections 4(1) and 4(2) of By-law No. 2020-1 and replacing them with new sections 4(1) and 4(2).

ONE JOINT INVESTMENT BOARD
PROCEDURE BY-LAW (CONSOLIDATED)

**BY-LAW NO. 2020-1,
AS AMENDED**

To govern the proceedings of the ONE Joint Investment Board

WHEREAS section 238(2) of the *Municipal Act, 2001* (“the Act”) provides that every municipality and local board shall pass a procedure by-law for governing the calling, place and proceedings of meetings,

The Board enacts:

A. Definitions

1. Definitions

Board means ONE Joint Investment Board that has been established under section 202(1) of the Act in accordance with Part II of O. Reg. 438/97, as constituted from time to time, acting pursuant to the ONE Joint Investment Board Agreement.

Chair means the Chair of the Board.

Committee means a committee or sub-committee of the Board.

Meeting means a meeting of the Board or a Committee where a Quorum of the Members is present and the Members discuss or otherwise deal with any matter in a way that materially advances the business or decision-making of the Board.

Member means a Member of the Board, including the Chair.

Motion means a proposal moved by a Member to adopt, amend, or otherwise deal with a matter before the Board or a Committee.

Motion to Defer means a Motion to delay a decision on a matter by postponing its consideration:

- (1) indefinitely;
- (2) until, or within, some specified time or time period;

- (3) until a specified event happens; or
- (4) until a report or communication is presented.

Motion to Receive for Information means a motion to acknowledge a matter or part of a matter including the main motion or amendment, to take no current action on the matter, and to place the matter in the Board's records for future reference.

Motion to Refer means a motion to send a matter, including a main motion or amendment, to a Committee or person for more information or recommendation.

ONE Investment means the not-for-profit corporation founded by CHUMS Financing Corporation and Local Authority Services which provides certain management, administrative and other services to the Board under the ONE Joint Investment Board Services Agreement made between the Board and ONE Investment.

Participating Municipality means each municipality for whom the Board acts as the Joint Investment Board under the terms of the ONE Joint Investment Board Agreement from time to time.

Point of Order means bringing to the attention of the Chair and Members that a person has broken a rule or made an error in procedure and asking that the Board follow the rules or that the error in procedure be corrected.

Point of Privilege means a request to the Chair and to the Board to immediately consider and take action to remedy a situation where a Member believes that another Member has spoken disrespectfully towards that Member or another Member, or who considers that his or her integrity or that of a Member or official has been impugned or questioned by a Member.

Recorded Vote means a vote for which the Secretary records all Members present and how they voted.

Secretary means the Secretary of the Board, or alternate Secretary of the Board.

Special Meeting means a meeting of the Board other than a regular Meeting, a continued Meeting, or a reconvened Meeting.

B. Conduct of Business

2. Principles of the procedure by-law

- (1) The following are the principles upon which the procedure by-law is based:
 - (a) The majority of Members have the right to decide;
 - (b) The minority of Members have the right to be heard;

- (c) All Members have the right to information to help make decisions unless otherwise prevented by law;
 - (d) Members have a right to an efficient Meeting;
 - (e) All Members have the right to be treated with respect and courtesy; and
 - (f) All Members have equal rights, privileges and obligations.
- (2) This procedure by-law is to be interpreted in accordance with these principles.

3. Business conducted according to the by-law

The Board shall observe the rules in this by-law in all proceedings of the Board and its Committees.

C. Board Chair and Vice Chair

4. Appointment of Chair and Vice Chair

- (1) The Members shall appoint the Chair of the Board from among the Members of the Board every three years in accordance with section 4.11 of the Board's Terms of Reference and upon the resignation, death, disqualification, or removal of the current Chair. The Chair shall hold office for a three-year term and until a successor is appointed. *(amendment – By-law No. 2023-1, September 6, 2023)*
- (2) The Members shall appoint a Vice-Chair of the Board from among the Members of the Board every three years following the appointment of the Chair, and upon the resignation, death, disqualification or removal of the current Vice-Chair. The Vice-Chair shall hold office for a three-year term and until a successor is appointed. *(amendment – By-law No. 2023-1 September 6, 2023)*

5. Duties of the Chair

The Chair of the Board:

- (1) shall preside at all Meetings of the Board;
- (2) may cancel and/or reschedule a regular Meeting of the Board or call a Special Meeting or Special Emergency Meeting of the Board as necessary;
- (3) shall represent the Board at public or official functions or designate another Member to do so; ~~and~~

(4) shall conduct the election of the Vice Chair of the Board; and

(5) shall set the Agenda for Board meetings, in consultation with the Secretary and ONE Investment staff.

6. Duties of Vice Chair

The Vice Chair of the Board has all the powers and shall perform all the duties of the Chair of the Board in the absence or inability or refusal of the Chair of the Board to act, or if the Chair's office is vacant, together with any additional powers and duties as may be assigned by the Board from time to time.

D. Secretary of the Board

7. The Board Secretary

The Secretary of the Board and the alternate Secretary of the Board shall be appointed by the Board acting on the advice of ONE Investment.

8. Duties of the Secretary

The Secretary:

- (1) shall give notice of each regular Meeting of the Board together with an agenda of the matters to be considered so that the notice and agenda will reach the Members at their addresses as recorded in the Board's records at least five days in advance of the Meeting, where feasible;
- (2) shall give notice of each Special Meeting of the Board;
- (3) shall ensure that the Chair and Members, ONE Investment staff, the Treasurers of the Participating Municipalities and the public are given notice of all the Board and Committee Meetings;
- (4) shall record the Minutes of all the Board Meetings and the reports of all Committee Meetings;
- (5) shall forward the draft Minutes of all the Board Meetings to the Chair and Members, ONE Investment staff and the Treasurers of the Participating Municipalities;
- (6) shall arrange for posting of the Board's Minutes on the appropriate web site;
- (7) shall maintain records of the Board's terms of reference, minutes and reports of Meetings, copies of materials, by-laws and reports provided to and by the Board; and

- (8) shall disclose the Board's records as required under the *Municipal Freedom of Information and Protection of Privacy Act*.

Failure to give notice in accordance with Subsection 8(1) shall not affect the validity of the proceedings taken at the Meeting.

E. Board Meetings

9. Regular Meetings

- (1) Meetings of the Board shall be called by the Chair in consultation with ONE Investment and the Secretary.
- (2) Meetings of the Board shall be held at such place in Ontario (or any other place agreed to by the Board and ONE Investment) as is designated in the notice of meeting, or any other location deemed suitable by the Chair, acting on the advice of the Secretary and ONE Investment.
- (3) The Board shall hold a minimum of four Meetings each calendar year.
- (4) All Meetings shall be open to members of the public except when they are permitted to be closed under the Act.
- (5) If the Chair of the Board is of the opinion that there are exceptional circumstances pertaining to a Meeting of the Board or a Committee of the Board, the Chair of the Board may determine that a Member or Members of the Board may participate electronically in a Meeting of the Board or a Committee of the Board that is open or closed to the public. (*amendment – By-law No. 2020-2, September 16, 2020*)
- (6) A Member of the Board who is participating electronically in a Meeting of the Board or a Committee of the Board pursuant to Subsection 9(5) shall have all of the usual rights and obligations of Members of the Board, including the right to speak, ask questions, make motions, and vote and shall be counted in determining whether or not a quorum of Members of the Board is present at any point in time during such a Meeting. (*amendment – By-law No. 2020-2, September 16, 2020*)
- (7) (*deleted by By-law No. 2020-2, September 16, 2020*)

10. Absence of Chair and Vice Chair

In the absence of both the Chair and the Vice Chair for a period of more than fifteen minutes after the appointed time of the Meeting, if a Quorum is present, the Board shall appoint one of the other Members as Acting Board Chair. ~~She or he~~ The Acting Board Chair shall discharge the duties of the Chair during the Meeting, or until the arrival of the Board Chair or Vice Chair.

11. Special Meetings

Special Meeting called by the Chair:

- (1)** The Chair may call a Special Meeting of the Board provided that:
 - (a)** Members are notified at least 48 hours before the scheduled beginning of the Special Meeting;
 - (b)** the notice for the Special Meeting includes the time, date, and location of the Meeting;
 - (c)** the notice states the purpose of the Meeting; and
 - (d)** the notice is delivered either in person or sent by electronic mail to each Member.

No other Business Considered

- (2)** At a Special Meeting, the Board shall consider only the business in the Notice of Special Meeting and no other business.

Special Meeting by Petition of the Members

- (3)**
 - (a)** If the Secretary receives a petition signed by the majority of Members requesting a Special Meeting, the Secretary shall call a Special Meeting for the purpose, date and time the petition requests.
 - (b)** A petition under clause (a) of Subsection 11(3) must contain:
 - (1)** the original signatures of the signing Members;
 - (2)** a clear statement of the Meeting's purpose; and
 - (3)** the time and date for the Meeting.
 - (c)** The Secretary shall give at least 48 hours' notice of the Special Meeting by Petition of the Members and the notice for this Meeting must be delivered in person or sent by electronic mail to each Member.
 - (d)** Failure of the Secretary to give the notice provided for in clause (a) of Subsection 11(1) or clause (c) of Subsection 11 (3) does not affect the validity of the proceedings taken in a Special Meeting.

Special Emergency Meeting

- (4) Despite Subsection 11(1), the Chair ~~of the Board~~ may call a Special Emergency Meeting of the Board without giving 48 hours' notice, whenever ~~he or she~~ the Chair considers it necessary to do so, if:
 - (a) all the Board Members are notified of the Meeting either personally, by electronic mail, or by any other means available, and
 - (b) a majority of the Board Members agree to the Meeting by giving written consent to the Secretary personally before the beginning of the Meeting.

12. Public Meetings and Closed Meetings

- (1) Subject to Subsection 12(2), all the Board and Committee Meetings shall be open to the public.
- (2) The Board or one of its Committees may close a Meeting to the public to discuss:
 - (a) the security of the property of the Board;
 - (b) personal matters about an identifiable individual, including a ONE ~~Investment Board~~ employee;
 - (c) a proposed or pending acquisition or disposition of land by the Board;
 - (d) labour relations or employee negotiations;
 - (e) litigation or potential litigation, including matters before an administrative tribunal, affecting the Board;
 - (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - (g) education or training of the Members, provided that no Member discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the Board or Committee;
 - (h) a matter in respect of which the Board or any Committee may hold a closed Meeting under the Act;
 - (i) information explicitly supplied in confidence to the Board by Canada, a province or territory or a Crown agency of any of them;
 - (j) a trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the Board, which, if

disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization;

- (k) a trade secret or scientific, technical, commercial or financial information that belongs to the Board and has monetary value or potential monetary value; or
- (l) a position, plan, procedure, criterion or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Board.

(3) The Board shall close a Meeting to the public to discuss:

- (a) a request under the *Municipal Freedom of Information and Protection of Privacy Act*; or
- (b) an ongoing investigation respecting the Board by the Ombudsman appointed under the *Ombudsman Act* or the Investigator appointed under subsection 239.2(1) of the Act.

(4) Meetings always begin and end in public

All Meetings shall begin and end in public.

(5) Motion details for closed Meetings

Before holding a closed Meeting, the Board shall pass a Motion to hold a closed Meeting.

The Motion shall state:

- (a) that the Meeting is a closed Meeting;
- (b) the general nature of the matter to be considered;
- (c) the specific provision of the Act under which each item is permitted to be considered in the closed Meeting; and
- (d) where the purpose is for education or training, that the Meeting is closed pursuant to section 239 (3.1) of the Act.

(6) When a closed Meeting becomes public

If the matter the Board is considering at a closed Meeting no longer falls into one of the categories set out in Subsection 12(2), the Meeting shall no longer be closed and shall continue in public.

(7) Voting and minutes in closed Meeting

The Members shall not vote in a closed Meeting and the Secretary shall not keep minutes except for:

- (a) a procedural matter; or
- (b) giving directions or instructions to an official of the Board ~~or her or his~~ or the official's designate.

All other actions taken in a closed Meeting shall be subsequently authorized by Motions and votes conducted in public at the same Meeting.

F. Board Agenda

13. (1) Agenda

The Secretary shall establish agenda deadlines and shall prepare, publish and distribute the agenda for regular Meetings of the Board, which shall include:

- (a) any declarations of interest pursuant to the *Municipal Conflict of Interest Act*;
- (b) confirmation of minutes (if available); and
- (c) agenda Items.

(2) Agenda order

Unless otherwise decided by the Board, the Board shall consider the items on the agenda in the order in which they are listed on the agenda.

(3) Changes to agenda

The Board, without debate, may by a majority vote, make any alteration to the order of the agenda but may not delete any item from the agenda.

(4) Delivery ~~to Members~~ of agenda

The Secretary shall make the agenda available to the public after delivery of the agenda to the Members.

(5) Notice given by publishing agenda

The published agenda for the Board Meeting shall constitute notice of all business included in that agenda subject to other notice provisions in this by-law and any applicable legislation.

14. (1) Deadlines and content of the Board agenda

If the Secretary receives any of the following materials by the agenda deadline and the matters to which they relate are within the Board's mandate, the Secretary shall place them on the agenda for the next regular Board Meeting:

- (a) communications from Members;
- (b) communications from a Participating Municipality;
- (c) reports from agents, including consultants and advisors appointed by the Board and/or ONE Investment officials; and
- (d) communications related to a matter on the agenda.

(2) Supplementary Agenda

The Secretary shall add any report or communication after the regular agenda deadline to form a supplementary agenda if the Secretary decides that it either relates to or supplements the regular agenda business.

15. Late new business reports or communications

- (1) Subject to Subsection 15(2), if after the regular agenda deadline for the Board Meeting, the Secretary receives any of the following, the Secretary shall add them to the agenda for the next regular Board Meeting:
 - (a) new business reports from the Board or ONE Investment officials; and
 - (b) new business communications from a Member, a Committee or a Participating Municipality.
- (2) By majority vote of the Board, the Secretary shall add to the agenda new business reports or communications the Secretary receives after the agenda deadline for the Board Meeting.

16. Members' options for presenting communications

- (1) Members may present communications to the Board about:
 - (a) any matter on the Meeting agenda; or
 - (b) matters not on the Meeting agenda but within the Board's mandate.
- (2) In submitting communications under clause (b) of Subsection 16(1), Members must comply with any applicable notice requirements and must meet agenda deadlines.

G. Quorum

17. Quorum

- (1) A quorum of the Board is a majority of its Members.
- (2) If no Quorum is present fifteen minutes after the time appointed for a Meeting, the Secretary shall call the roll and record the names of the Members present. The Meeting shall then be adjourned until the next scheduled day of Meeting, or the next regular Meeting, or a Special Meeting at the call of the Chair in accordance with Section 11.

18. Absence of Quorum during a Meeting

If a Quorum is lost and is not present during a Board or Committee Meeting for a period of more than fifteen consecutive minutes, the Secretary shall record the names of those Members present and the Meeting shall stand adjourned until the next scheduled day of Meeting, or the next regular Meeting, or a Special Meeting at the call of the Chair in accordance with Section 11, and the Meeting shall not continue on an informal basis.

H. Order and Decorum and Conduct of Members

19. Chair to maintain order

The Chair:

- (1) shall maintain order and preserve the decorum of the Meeting;
- (2) shall rule upon points of order and points of privilege without debate or comment;
- (3) shall rule upon all other procedural matters, acting on the advice of the Secretary where necessary;
- (4) shall determine which Member has the right to speak;
- (5) shall determine when all Members who wish to speak on a Motion have spoken and that the Members are ready to vote, and shall then put the Motion to a vote;
- (6) shall rule whether a Motion or proposed amendment is in order;
- (7) may call a Member to order; and
- (8) if considered necessary because of grave disorder, may adjourn or recess the Meeting for a specified time.

20. Improper conduct

The Chair has the right to expel, or exclude, from any Meeting, any person who disrupts the proceedings of the Meeting.

21. Members' responsibilities during a Meeting

Members are responsible for:

- (1) attending scheduled Meetings;
- (2) carefully considering and making decisions about Board business;
- (3) voting on Motions put to a vote;
- (4) respecting the rules of this by-law;
- (5) speaking respectfully at all times;
- (6) listening attentively, participating in a Meeting, and not interrupting the proceedings;
- (7) refraining from using any offensive, disrespectful or unparliamentary language about any Member, any member of the public, any Board or ONE Investment official, or the Board as a whole;
- (8) speaking only on the matter under debate or related Motions during debate; and
- (9) respecting the confidentiality of matters discussed in closed Meetings and not disclosing the subject or substance of those discussions, unless authorized to do so by the Board.

22. Removing and reinstating a disciplined Member

- (1) In addition to the right to remove any Member in accordance with section 2.13.2 of the Board's terms of reference, in the event that any Member persists in a breach of Section 21 after having been called to order by the Chair, the Chair has the right to not recognize that Member, except for the purpose of receiving an apology from the Member tendered at that Meeting or any subsequent Meeting.

I. Rules of Debate

23. (1) Order of speaking

The Chair shall maintain a list of Members who have requested to speak or to ask questions, and the Chair shall call on Members to speak or to ask questions in the order in which they appear on the list.

(2) Time Limit

No Member may speak for longer than five minutes on a question without the Chair's permission.

(3) Questioning not to be statements

Questions must be clear and concise and may not be used to make statements or assertions.

(4) Questioning of Members and Officials

Members may question only:

- (a)** the Chair;
- (b)** an official of the Board or ONE Investment;
- (c)** the previous speaker, if that speaker has moved a Motion, for clarification of the Motion only; and
- (d)** members of the public, for clarification purposes.

(5) Member not to ask the same question

The Chair may rule a question out of order if a Member has already asked substantially the same question in the same form.

(6) Every Member has a chance to speak before a second round

A Member may speak or ask questions only once until every Member who wishes to speak or ask questions has done so.

J. Points of Order and Privilege

24. Permitting statements by an Official of the Board when integrity questioned

When the Chair or a Member considers the integrity of an official of the Board or ONE Investment has been impugned or questioned by a Member, the Chair may

permit the official of the Board or ONE Investment to make a statement to the Meeting.

25. Point of Order or Privilege

(1) Member May Present

If the Chair agrees, a Member may present a Point of Order or a Point of Privilege at any time and must sit back down or remain in ~~his or her~~the Member's seat after doing so.

(2) No Debate or Amendment

The Board or a Committee shall not debate or amend a Point of Order or a Point of Privilege.

(3) Chair to Immediately Rule

(a) The Chair shall immediately rule on the Point of Order or the Point of Privilege and shall give reasons for the ruling.

(b) The Chair's ruling shall be deemed final unless it is appealed.

(4) When a Member may Appeal the Chair's Ruling

Immediately following the Chair's ruling, a Member may make a Motion to appeal that ruling, despite another Member having the floor.

(5) No Debate or Amendment on Motion to Appeal

Members shall not debate or amend a Motion to appeal.

(6) Steps Taken After Motion to Appeal

When a Member makes a Motion to appeal, the Chair:

(a) shall ask the Members, "Is the ruling of the Chair upheld?"; and

(b) shall immediately put the Motion to appeal to a vote.

The Board's decision is final if the Chair's decision is upheld.

(7) Chair's statement of authoritative rules is final

If the Chair states or reads a rule from this procedure by-law or legislation, the Chair has not made a ruling and no Member shall make a Motion to appeal.

K. Public Presentations at Board Meetings

26. (1) Any person may address the Board

Subject to Subsection 26(2), any person may address the Meeting on an item on the Board's agenda.

(2) Register to speak

Any person may address the Meeting on any agenda item by notifying the Secretary by 12:00 p.m. on the day before the Meeting. If other persons wish to speak to an item on the Board's agenda, the Board may hear from them without additional notice.

(3) Time allotted for speaking

Unless the Chair decides otherwise, a person may only address the Meeting for a maximum of five minutes.

L. Motions

27. General rules on making Motions

(1) Purpose of Motions

A Member may make a Motion that:

- (a)** affects the Meeting's procedures, as set out in this by-law; or
- (b)** proposes action on the matter that is currently before the Meeting for debate.

(2) Withdrawing a Motion

After a Member has made a Motion, the Member may only withdraw it with the consent of the Chair.

(3) No seconder required

A Motion does not require a seconder.

(4) Motions not in mandate of the Board

A Motion relating to a matter not within the jurisdiction of the Board is out of order.

(5) Motions and their order

(a) A Member may make any Motion listed in clause (b) of Subsection 27(5) at any time when the Member has the floor.

(b) The Board shall consider Motions in the following order:

- (1) Motion to amend the agenda;
- (2) Motion to adjourn;
- (3) Motion to recess;
- (4) Motion to end debate;
- (5) Motion to extend debate;
- (6) Motion to limit debate;
- (7) Motion to fix a time for a reconvened Meeting;
- (8) Motion to reopen or reconsider;
- (9) Motion to refer;
- (10) Motion to defer;
- (11) Motion to amend; and
- (12) Main motion.

(6) Procedural Motions voted on first

A procedural Motion shall take precedence over any other Motion and shall be put immediately to a vote following its debate.

28. Motion to adjourn

(1) When a Motion to adjourn is not in order

A Motion to adjourn a Board or Committee Meeting shall always be in order except:

- (a) when another Member is speaking;
- (b) when a vote has been called;
- (c) when the Members are voting; or
- (d) when a Member has indicated to the Chair ~~his or her~~ the Member's desire to speak on the matter before the Board.

(2) Motion to adjourn to be voted on immediately

The Members shall vote immediately on a Motion to adjourn and any amendments to that Motion, without debate.

(3) Motion to End Debate

- (a)** A Member who has the floor may make a Motion to end debate on the matter then under debate at any time during debate.
- (b)** A Motion to end debate:
 - (1)** is not debatable;
 - (2)** cannot be amended; and
 - (3)** is carried by a two-thirds vote of Members present.
- (c)** A Motion to end debate shall be put to a vote immediately.
- (d)** If a Motion to end debate passes, the matter before the Board, including the main Motion and any amendment, shall immediately be put to a vote.
- (e)** If a Motion to end debate fails to pass, the Member who made the Motion to end debate shall not speak again on the matter.

29. Motion to refer or defer - limited debate

The Members may debate a Motion to refer, or a Motion to defer, only on the desirability of referring or deferring and the terms of the referral or deferral.

30. Motion to refer or defer

- (1)** A Member who makes a Motion to refer shall include in the Motion:
 - (a)** the name of the Committee, body or official to whom the Motion is to be referred;
 - (b)** the subject matter or question to be investigated; and
 - (c)** the time period within which the matter will be reported back to the Board or Committee.
- (2)** A Member who makes a Motion to defer shall include in the Motion:
 - (a)** the time to which the matter is to be deferred, or a description of circumstances that cause the Motion to be brought back; and

- (b) an explanation of the Motion's purpose.

31. Motion to consider matter previously deferred requires two-thirds vote

A Motion that the Board consider a matter which is solely within its jurisdiction and that has been previously deferred indefinitely or to a time or eventuality which has not yet been reached or occurred, shall be presented only if the Board decides in favour, by a two-thirds vote of the Members present and voting. Only the Board, and not a Committee, can vote on such a motion.

32. Reconsideration of matter previously decided by the Board

- (1) Subject to Subsection 32(2), once a decision has been made at a Meeting, no Member may make a Motion that would change the decision within the twelve-month period following the decision.
- (2)
 - (a) A Member who voted with the prevailing side on a matter may make a Motion to reconsider the matter originally decided at the same Meeting, or at a subsequent Meeting at which the matter is to be reconsidered.
 - (b) A Motion to reconsider made under clause (a) of Subsection 32(2) requires the consent of the Board on a two-thirds vote of the Members present to pass. Only the Board, and not a Committee, can vote on this matter.
- (3) A Motion to reconsider a matter:
 - (a) is not debatable; and
 - (b) may not be amended.
- (4) If a Motion to reconsider a matter passes, all previous decisions on the matter remain in force, unless a majority of the Members present at the Meeting decides otherwise.

M. Votes

33. (1) (a) Members present must vote

Every Member present at a Meeting must vote on every matter put to a vote, except any Member who declares a conflict of interest and ~~then removes himself or herself~~abstains from the vote.

(b) Not voting is a negative vote

The Secretary shall record as voting in the negative any Member present at a Meeting who does not vote, except a Member who has declared a conflict of interest.

(2) Majority vote required for Motion to pass

Unless this by-law specifies otherwise, a Motion passes when a majority of Members present vote for it.

(3) Motion fails with tied votes

A Motion does not pass if the same number of Members vote for it as vote against it.

(4) Recorded vote

- (a)** A Member may request a recorded vote on any matter and must make the request immediately before or after the vote is taken.
- (b)** If the request for a recorded vote is made immediately after the vote is taken, the first vote is nullified and a second, recorded vote must be held.
- (c)** When a Member requests a recorded vote the Secretary shall record the name and vote of every Member on the matter.

34. Separate votes

- (1)** If a matter under consideration contains distinct proposals, a Member may request that Members vote on each proposal separately.
- (2)** If the Chair agrees that the matter contains distinct proposals, the Chair shall rule that Members vote on each proposal separately.

35. Order of voting

Unless the Chair decides otherwise, when a vote is taken the order of the vote shall be as follows:

- (1)** Motion to Refer;
- (2)** Motion to Defer;
- (3)** Motion to Receive for Information;

- (4) Amendments in the reverse order of presentation, dealing with an amendment to an amendment immediately before the amendment it proposes to amend; and
- (5) Motion to adopt or Motion to adopt as amended, if any amendments have carried

N. Disclosures of Pecuniary Interest

36. Member's Duty to Disclose a Pecuniary Interest

- (1) Where a Member, either on ~~his or her~~ the Member's own behalf or while acting for, by, with or through another person, including the Member's Spouse, Parent or Child, has any pecuniary interest, direct or indirect, in any matter and is present at the Meeting at which the matter is the subject of consideration, the Member shall, in accordance with the *Municipal Conflict of Interest Act*:
 - (a) prior to any consideration of the matter at the Meeting, disclose the Member's interest and the general nature thereof;
 - (b) not take part in the discussion of, or vote on any question in respect to the matter; and
 - (c) not attempt in any way, whether before, during or after the meeting, to influence the voting on the matter.
- (2) Members shall provide a written statement of the interest and its general nature to the Secretary either at the Meeting in which the interest is disclosed or as soon as possible thereafter.
- (3) Where a Meeting is closed, in addition to complying with the requirements of the *Municipal Conflict of Interest Act*, the Member shall forthwith leave the Meeting or the part of the Meeting during which the matter is under consideration.
- (4) Where the interest of the Member has not been disclosed by reason of the Member's absence from a particular Meeting, the Member shall disclose the Member's interest and otherwise comply at the first Meeting of the Board or Committee, as the case may be, attended by the Member after the particular Meeting.
- (5) The Secretary shall record in reasonable detail the particulars of any disclosure of pecuniary interest made by a Member, and that record shall appear in the Minutes or Record of that Meeting.

- (6) The Secretary shall maintain a registry of statements filed under Subsection 36(2) and records made under Subsection 36(5) of this by-law which shall be available for public inspection.

O. Committees of the Board

37. (1) The Chair may recommend the establishment of Committees. The~~The~~ Board ~~may~~shall establish Committees as necessary and assign duties to them.
- (2) The Chair may recommend the Members of Committees. The Board shall appoint the Committee Members. The Chair shall be an *ex officio* Member of all the Board's Committees.
- (3) The Chair shall nominate the Chair and Vice-Chair of Committees. ~~The~~and the Board shall appoint each Committee's Chair and Vice-Chair. The Chair of each Committee shall be a Member of the Board.
- (4) Committees may make recommendations to the Board on all matters relating to the duties assigned to them. Reports of all Committees shall be submitted to the Board for consideration at its next meeting, if feasible.

P. Minutes of Board Meetings

38. (1) **Secretary submits minutes to next regular Meeting**

The Secretary shall prepare the minutes of every Board Meeting for submission for confirmation or approval as amended, at the next Meeting of the Board, or as soon as is reasonably feasible, and after the Meeting adopts the minutes, the Chair shall sign them.

(2) **Publication of the Draft Minutes and Sending of Correspondence**

The Secretary may post the draft minutes on the Board's website as soon as possible after the Meeting and may prepare and send correspondence based on the draft minutes.

39. **Security of Records of Board and Committee Proceedings**

The Secretary shall maintain the records of the Board and Committee proceedings in a safe and convenient place connected with the Secretary's office.

Q. Waiving of By-law Provisions

40. Waiver of rules

- (1) Subject to Subsection 40(2), a Motion to waive, or not to follow a rule of procedure established by this by-law on a one-time basis requires a two-thirds vote of the Members present.

Rules that cannot be waived

- (2) The Board cannot waive the following rules:
- (a) Meetings open to the public and closed meetings (Section 12);
 - (b) Quorum necessary for the Board and Committee Meetings (Section 17);
 - (c) Reconsidering decisions (Section 32);
 - (d) Two-thirds vote required to waive the rules (Section 40); and
 - (e) Amending or repealing this by-law (Section 41).

R. Amendments to By-law

41. Two-thirds vote required

- (1) A Motion to amend or repeal this by-law requires a two-thirds vote of the Members present to carry.

Notice to be given at previous Board Meeting

- (2) The Board shall only consider amendments or repeal of this by-law at a Meeting if notice of the proposed amendment or repeal was given at a previous regular or Special Meeting. (*amendment – By-law No. 2020-2, September 16, 2020*)

S. Effective Date

42. This by-law shall come into force on May 19, 2020.

Enacted and passed on May 19, 2020.

Bill Hughes

Chair

Denis Kelly

Secretary