

EAST ELGIN COMMUNITY COMPLEX INTERIM BOARD

BY-LAW NO. 2018-01

Being a By-law to establish a policy to govern the calling, place, and proceedings of the East Elgin Community Complex Interim Board of Management and to provide public notice of Board meetings.

WHEREAS pursuant to Section 238 of the Municipal Act, 2001, S.O. 2001, c.25, as amended, every municipality and local board shall pass a procedure by-law for governing the calling, place and proceedings of meetings;

AND WHEREAS Section 238(2.1) of the Municipal Act, S.O. 2001, c. 25 as amended, requires that the Procedural By-law shall provide for public notice of meetings;

NOW THEREFORE the East Elgin Community Complex Interim Board **HEREBY ENACTS AS FOLLOWS:**

1. DEFINITIONS

In this By-law:

- (a) "Act" means the Municipal Act, 2001, S.O. 2001, c. 25, as amended from time to time.
- (b) "Adjourn" means to end the meeting. This motion requires a second, is not debatable, is not amendable, requires a majority vote for adoption and cannot be reconsidered.
- (c) "Board" or "Interim Board" means the East Elgin Community Complex Interim Board.
- (d) "Chair" means the person presiding over a meeting and who is charged with the responsibility to decide questions and points of order or practice, preserve order, and maintain decorum in the proceedings. The Chair, except where disqualified, may vote on all questions.
- (e) "Clerk" means the Clerk or designate of either The Corporation of the Town of Aylmer or The Corporation of the Township of Malahide.

- (f) "Closed Session" means a meeting, or portion thereof, closed to the public in accordance with Section 239 of the Municipal Act, 2001 and Section 7 of this By-law.
- (g) "Committee" means Ad Hoc Committees and Sub-Committees which may be appointed by the Interim Board from time to time.
- (h) "Complex" means the East Elgin Community Complex.
- (i) "Defer" means to postpone all discussion on the matter until later in the same meeting or to a future date which is established as part of the motion.
- (j) "Delegation" means a person or group of persons who address the Interim Board on behalf of an individual or a group for the purpose of making a presentation to the Interim Board.
- (k) "Emergency meeting" means a meeting of the Board held to consider any business of the Board which is deemed by the Chair to be of an emergency or extraordinary situation.
- (l) "Majority" means more than half of the votes cast by members entitled to vote.
- (m) "Meeting" means any regular, special or other meeting of the Board or of a Committee, where
- (i) A quorum of members is present; and
 - (ii) Members discuss or otherwise deal with any matter in a way that materially advances the business or decision-making of the Board or Committee.
- (n) "Members" means all members of both the Town of Aylmer's Municipal Council and the Township of Malahide's Municipal Council.
- (o) "Minutes" mean a record of the proceedings of the Interim Board or Committee that includes the place, date, time, name of Presiding Officer, list of members in attendance, evidence of quorum. Minutes will record the actions taken and decisions made by Members at the meeting without note or comment in accordance with Section 239(7) of the Municipal Act, 2001.
- (p) "Municipalities" means The Corporation of the Town of Aylmer and The Corporation of the Township of Malahide.
- (q) "Pecuniary Interest" includes a direct or indirect financial interest of a Member and a financial interest deemed to be that of a Member, in accordance with Sections 2 and 3 of the Municipal Conflict of Interest Act, 1990.

- (r) "Quorum" means the minimum number of required members to be in attendance to conduct the business of the meeting and vote on any matter or question to achieve a simple majority.
- (s) "Recess" means a short break taken during a meeting and is of a duration established by the Chair.
- (t) "Recorded Vote" means the recording of the name and vote of every Member who is present when the vote is called on any matter of question.
- (u) "Refer" means to direct a matter under discussion by the Interim Board or Committee to a Staff Member for further examination.
- (v) "Reports" means written documents by municipal employees, committees, consultants, solicitors, or other individuals appointed at the pleasure of the Interim Board for the purpose of providing advice, alternatives, and/or recommendations on various matters.
- (w) "Resolution" means a formal state of opinion adopted by the Interim Board in accordance with these rules.
- (x) "Special Meeting" means a meeting not scheduled or held at a regularly scheduled date and time.
- (y) "Town" means The Corporation of the Town of Aylmer.
- (z) "Township" means The Corporation of the Township of Malahide.

2. AUTHORITY

The Municipal Act, 2001 provides that the Interim Board may determine its own rules of procedure for meetings, subject to restrictions and requirements of the Municipal Act, 2001. The following set of rules shall be in effect upon their adoption by the Interim Board, subject to prior approval by the Municipalities, and until such time as they are amended or new rules adopted.

3. GENERAL RULES

- (a) The Rules and Regulations contained in this By-law shall be observed in all proceedings of the Interim Board and shall be the Rules and Regulations for the order and dispatch of business in Interim Board.

- (b) Any procedure under this By-law that is discretionary and not mandatory under statute may be suspended with the consent of a majority of the members present at the meeting.
- (c) In any case for which provision is not made in these Rules and Regulations, the procedure to be followed shall be as near as may be that followed in Roberts Rules of Order.
- (d) The Board may take action by by-law or resolution.
- (e) All recommendations of the Board to the two Municipal Councils shall be by resolution and shall proceed directly to a regular meeting of each Council for their consideration and approval prior to implementation.
- (f) Where a member has any declaration of pecuniary interest, direct or indirect, in any matter and is present at a meeting of the Interim Board, at which the matter is the subject of consideration, the member shall act in accordance with the Municipal Conflict of Interest Act, 1990 and declare a conflict of interest.
- (g) The Board may form ad hoc committees and sub-committees as may be deemed necessary to address specific issues. Such ad hoc committees and sub-committees must have a clear mandate and a defined term.
- (h) These Rules and Regulations shall also apply to all ad hoc committees and sub-committees, where applicable.
- (i) The use of cameras, electric lighting equipment, television cameras, and any other device of mechanical, electronic, or similar nature used for transcribing or recording proceedings by auditory or visual means by accredited and other representatives of any news media may be permitted with the approval of the Chair.
- (j) Cell phones are required to be either turned off or placed on vibrate during Interim Board Meetings. Members of the Interim Board and Municipal Staff shall not communicate by electronic means during a meeting.
- (k) Should the Interim Board be requested to provide a document or information to a person with a disability, the Board will take into consideration the communication needs of the person with a disability and endeavor to provide the information to the person in a format that takes into account the person's disability.

4. CHAIR

At each meeting, the Board will elect a Chair. This position will rotate at each meeting between the Municipalities.

5. MEETINGS

- (a) The Board will generally meet bi-monthly at the East Elgin Community Complex on the first Wednesday of the month at 7:00 p.m., or alternatively, at the call of the Chair. Notwithstanding the foregoing, the Interim Board may, by resolution, alter the date and/or time of a regular meeting provided that adequate notice of such change has been posted and/or published.
- (b) The Clerk, with the approval of the Chair, may cancel a regular meeting of the Interim Board when, in their opinion, there is sufficient cause to do so.
- (c) The Chair may, at any time call a special meeting of the Interim Board or upon receipt of a petition of the majority of the Members of Interim Board, the Clerk shall call a special meeting of the Interim Board for the purpose and at the time mentioned in the petition.
- (d) No business may be transacted at a special meeting other than that specified in the Notice or Agenda.
- (e) In the event of a bona fide emergency as determined by the Chair or the Administrator/CAO of the municipalities, a meeting may be held as soon as practical following receipt of a summons. The summons may be given by a manner as determined by the Clerk.

6. OPEN MEETINGS

All regular, special, and emergency meetings of the Board shall be open to the public, but a meeting or any part thereof may be closed to the public, subject to the provisions of Section 239 of the Municipal Act, 2001, as amended.

7. CLOSED SESSION

- (a) Before holding a meeting or part of a meeting that is to be closed to the public, the Interim Board shall state by resolution the fact of the holding of the closed meeting and the general nature of the matter to be considered at the closed meeting; or in the case of a meeting that is an educational or training session, the fact of the holding of the closed meeting, the general nature of its subject matter and that it is to be closed as an educational or training session.

- (b) A meeting shall not be closed to the public during the taking of a vote except when the meeting is for a purpose as outlined in Section 239 of the Municipal Act, 2001, as amended and the vote is for a procedural matter or for giving directions or instructions to officers, employees or agents of the Town/Township or persons retained by or under contract with the Town/Township.
- (c) Upon the completion of the Closed Session, the Members shall immediately reconvene in Open Session and the Chair shall report the results of the Closed Session.
- (d) It shall be the responsibility of the Interim Board and Staff to respect the confidentiality of all matters disclosed to them and materials provided to them during Closed Sessions that are required to be kept confidential.
- (e) Requests for an Investigation
 - (i) Section 239.1 of the Municipal Act, 2001 permits a person to request an investigation of whether the Interim Board has complied with the requirements of the Municipal Act, 2001 or this Procedural By-law governing a meeting or part of a meeting that was closed to the public.
 - (ii) Upon receipt of a request, the Clerk shall refer the matter to the Investigator for an investigation and report to the Interim Board and to the Councils of the municipalities in accordance with Section 239.2 of the Municipal Act, 2001.
 - (iii) A report of the Investigator shall be made available to the public by a date that is no later than the date of the next regular meeting of the Interim Board following the date that the report is received.
- (f) No meeting of the Interim Board is a properly constituted meeting unless the Clerk or his/her designate is present.

8. NOTICE OF MEETINGS

- (a) The published agenda shall be considered a notice of regular meetings. Notice of next meeting will be given in each agenda. The Agenda shall include the date, time, and place of commencement of the meeting.
- (b) Insofar as is practicable, Board agendas, along with supporting material, shall generally be provided to the Board Members at least three (3) business days prior to the scheduled meeting.
- (c) The Clerk shall ensure that a copy of the Agenda for each regular meeting of the Board is posted for public viewing on the EECC website and on the

municipal websites at least three (3) business days prior to the scheduled meeting.

- (d) Lack of receipt of a Notice or an Agenda by members of the Board shall not affect the validity of holding a meeting nor any action taken at a meeting.
- (e) The three (3) business day notice required by Section 8(b) may be waived in the case of a special meeting or an emergency meeting.
- (f) The Clerk shall provide notice of cancellation to the Board, the Staff, the local media, and all other interested parties, a minimum of three (3) hours in advance of any Board, Committee, Public Meeting, Hearing, or Information Session in the case of severe inclement weather. The public shall receive notice by posting on EECC website and on the municipal websites and/or by posting notice on the main entrance doors at the EECC; or in the event that the meeting is being held at another location, the entrance door of the meeting location.

9. QUORUM

- (a) A quorum shall consist of a minimum of eight (8) members provided that there are four (4) members from each of the Town of Aylmer Council and the Township of Malahide Council in attendance.
- (b) In the event that a quorum of the Board is not present one-half ($\frac{1}{2}$) hour after the time appointed for the commencement of the meeting, due to the absence of a minimum of four (4) members from each of the Councils, such meeting shall be adjourned and shall be reconvened at a future date and time when a quorum can be established.
- (c) Where the number of Members who are unable to participate in a meeting by reason of the provisions of the Municipal Conflict of Interest Act, R.S.O. 1990, such that, at that meeting the remaining members are insufficient to constitute a quorum, the remaining members shall be deemed to constitute a quorum, provided such number is not less than six (6).
- (d) If during the course of a Board meeting, a quorum is lost, the Chair shall declare that the meeting shall stand recessed temporarily or be adjourned until the date of the next regular meeting or other meeting called in accordance with the provisions of this By-law.
- (e) If Members are not going to be in attendance or are going to be late for a meeting, they shall contact the Clerk in advance of the meeting.

10. CONDUCT OF PROCEEDINGS

- (a) The Chair shall call the Members to order as soon after the hour fixed for holding of the meeting that a quorum is present.
- (b) The business of such meeting shall be taken upon the order in which it stands in the Agenda, unless otherwise decided by the Council.
- (c) The Chair shall receive and submit, in the proper manner, all motions presented by the Members of Council.
- (d) The Chair shall preserve order and decorum and decide questions of order subject to an appeal to the Board and this decision may be overruled by a majority vote thereof.
- (e) The Chair shall put to vote all questions which are regularly moved and seconded or necessarily arise in the course of proceedings, and to announce the result.
- (f) The Chair shall authenticate by signature when necessary all By-laws, Minutes, and documents authorized by the Board.
- (g) The Chair shall adjourn the meeting when business is concluded.
- (h) The Chair shall ensure that the members of the public who constitute the audience in the Meeting Rooms:
 - (i) maintain order and quiet;
 - (ii) address the Board only with the permission of the Chair;
 - (iii) do not interrupt any speech or action of the Board Members or any other person addressing the Board; and
 - (iv) cease and desist any behaviour which disrupts the order and decorum of the meeting and vacate the Meeting Room where such behaviour persists.

11. CONDUCT OF BOARD MEMBERS AND GUESTS

- (a) No Board Member shall:
 - (i) use offensive words or unparliamentarily language in or against any Member, staff or guest;
 - (i) speak on any subject other than the subject in debate;
 - (iii) interrupt the member who has the floor except to raise a question of order.

- (b) Unless otherwise authorized by the Chair, all members, staff and guests shall address the Board through the Chair and only when recognized to do so.

12. AGENDAS AND SUPPORTING MATERIAL

- (a) The Clerk, in consultation with the Administrator/CAO of the Town and the Township, shall prepare agendas for Board meetings.
- (b) The agenda for Board meetings shall generally be provided to the Board Members at least three (3) business days prior to the scheduled meeting.
- (c) Agendas shall be generally formatted as follows but modifications to the matters to be included or the order of business may be affected without requiring amendment to this By-law.

Agenda

1. Appointment of Chair
2. Confirmation of Agenda
3. Declaration of Pecuniary Interest
4. Approval of Previous Minutes
5. Delegations
6. Action Items
7. Closed Session
8. Adjournment

13. MINUTES

- (a) Minutes of the Board, whether it is closed to the public or not, shall record:
 - (i) the date, time, and place of the meeting;
 - (ii) the record of attendance of the Members;
 - (iii) the correction and adoption of the minutes of prior meeting(s);
 - (iv) all resolutions and decisions;
 - (v) all the other proceedings of the meeting without note or comment, whether it is closed to the public or not;
 - (vi) a list of other business items discussed.
- (b) The onus shall be upon members attending after commencement of the meeting to inform the Clerk of their arrival in order that the same may be recorded in the Minutes.

- (c) After the minutes have been adopted, they will be signed by the Chair and by the Clerk or designate.
- (d) The Clerk shall ensure that the Minutes of the preceding Regular Meeting and any Public Meetings or Special Meetings are circulated along with the agenda package prepared in accordance with Section 13(c) of this By-law.
- (e) The minutes of Regular, Special, and Emergency Meetings shall be posted on the EECC website and on the municipal websites for public inspection.

14. DELEGATIONS

- (a) Any person wishing to appear before the Board shall notify the Clerk, in writing, no later than 12:00 noon on the Thursday preceding the Board meeting, accompanied by a written brief outlining the subject matter of the presentation.
- (b) The inclusion of a delegation on the agenda shall be determined on a first come, first served basis and regard shall be given to the length of the agenda.
- (c) Any communication or correspondence that is to be presented to the Board shall be legibly written, typed, or printed and shall not contain any obscene or defamatory language and shall be signed by at least one person and filed with the Clerk no later than 12:00 noon on the Thursday preceding the regular meeting.
- (d) The Clerk may, upon receipt, refer any communication or petition to a Staff Member without the prior consideration of the Board.
- (a) The Chair has the discretion to limit delegations on repetitive topics, or topics that are deemed to be frivolous.
- (f) Any person desiring to address the Board by oral communication shall first secure the permission of the Chair, provided, however, that preference will be given to those persons who have notified the Clerk by 12:00 noon on the Thursday immediately preceding the Board meeting of their desire to speak in order that their name may be placed on the agenda and they will be recognized by the Chair without further action.
- (g) Each person addressing the Board shall step up, shall give his/her name and address in an audible tone of voice for the record and, unless further time is granted by the Board, shall limit their address to fifteen (15) minutes, including questions. All remarks shall be addressed to the Board as a body and not to any member thereof. No person, other than

Members and the person having the floor shall be permitted to enter into any discussion, either directly or through the Members. No questions shall be asked to the Board Members, except through the Chair.

- (h) If an organization wishes to address the Board, it is recommended that one person be chosen to speak for the group/organization.
- (i) Delegations appearing before the Board with respect to the same matter on the Agenda will be requested to limit their presentation to reduce repetition of the same points.

15. REPORTS OF STAFF

- (a) Reports of Staff shall be received by the Clerk no later than 12:00 noon on the Thursday that precedes the Board meeting.
- (b) Staff walk-in reports shall be discouraged. Staff reports not included on the agenda may be circulated to the Members at a regular meeting; however consideration of such report shall be given at the next meeting unless otherwise determined by the consent of the majority of the Board.

16. NOTICE OF MOTION

- (a) Submitted Prior to the Meeting
 - (i) Notice of motions, insofar as practicable, shall be given in writing to the Clerk no later than 12:00 noon on the Thursday preceding the next regular Meeting so that the matter may be included in the agenda package.
 - (ii) The Clerk may introduce matters to be dealt with by motion subject to the notice provisions set out above.

- (b) Submitted During Meeting

A notice of motion may be (the) submitted to the Clerk during a meeting, in which case:

- (i) during the "Action Items" portion of the meeting, the Chair shall have the notice of motion read; and
- (ii) the notice of motion shall be recorded in the minutes and placed on the agenda for the next regular meeting; or
- (iii) a motion may be introduced and considered at a meeting without notice if it is duly moved and seconded; and receives a majority vote of the majority of the Members.

- (c) The Member who initiated the notice of motion need not be present when the related motion is read.
- (d) A notice of motion may be withdrawn orally by its originating Member prior to the related motion being read.

17. RESOLUTIONS/MOTIONS

- (a) A motion must be formally seconded before the question can be put on a motion and recorded in the minutes.
- (b) When a motion is presented to the Board, in writing, it shall be read, or, if it is an oral motion, stated by the Chair.
- (c) After a motion is read or stated by the Chair, it shall be deemed to be in possession of the Board but may, with the permission of the Board, be withdrawn at any time before decision or amendment.
- (d) After a motion has been read, a Member may propose a friendly amendment. A friendly amendment is an amendment that is perceived by all parties as an enhancement to the original motion. Friendly amendments may be permitted by the Chair after consent by the original Mover of the motion, and then by all of the Members.
- (e) After a motion is finally put to a vote, no member shall speak to the motion nor shall any other motion be made until after the vote is taken and the result declared.
- (f) Every Board Member shall have one vote.
- (g) The Chair may vote with the other Members on all questions.
- (h) All votes shall be announced openly, as Carried or Defeated, by the Chair. The Clerk shall record the results of the votes as follows:
 - (i) if passed "Carried";
 - (ii) if not passed "Defeated"; and
 - (iii) if tied "Motion Lost".
- (i) On an unrecorded vote, the manner of determining the decision on a motion shall be at the discretion of the Chair and may be by voice or show of hands.
- (j) The Chair shall require a recorded vote to be taken on any question upon request of a member if such request is made prior to commencement of the voting or immediately thereafter. When a member present requests a recorded vote, all members present at the meeting shall vote, unless

otherwise prohibited by statute. The Members shall respond YEA or NAY when called upon. The names of those who voted for and those voted against shall be noted in the minutes.

- (k) Failure to vote by a qualified member shall be deemed to be a negative vote.
- (l) Except where expressly provided in Statute, any question on which there is an equality of votes shall be deemed to be defeated.
- (m) The Chair shall declare the vote on all questions and should his/her declaration be stated by any Member to be in doubt, the Chair shall require the vote to be retaken in an alternative manner and the results of this vote shall be final.
- (n) When the matter under consideration contains distinct recommendations or propositions, any Member may request that a vote upon each recommendation or proposition be taken separately, or a recommendation(s) be removed from the original motion and a new motion created and the Board shall comply with the request for the purpose of dealing with the matter.
- (o) Amendments shall be put in the reverse order to that in which they are moved. Only one amendment shall be allowed to an amendment.
- (p) A Member may present a motion to recess in order to take a short break during a meeting. The duration shall be established by the Chair.

18. RECONSIDERATION

- (a) Despite a previous decision, a Member may ask that a previous motion be reconsidered.
- (b) The Board may only reconsider a matter that has not been acted on by an officer, employee, or agent of the municipality.
- (c) Debate on a motion for reconsideration shall be confined to reasons for or against reconsideration.
- (d) To bring the original motion back to the table for reconsideration, a majority of the Board is required. A Board Member who voted with the majority on the original motion must introduce a motion for reconsideration. In the event that the original motion was not decided by a recorded vote, the Chair shall determine that the motion to reconsider is being appropriately introduced.

19. RESCIND OR AMEND SOMETHING PREVIOUSLY ADOPTED

- (a) A two-thirds (2/3) majority vote of the Board Members without notice or a majority of the members with notice is required to rescind or amend something previously adopted by the Board.
- (b) The motion to amend something previously adopted cannot go beyond the scope of notice, otherwise 2/3 vote of the Members is required.
- (b) When an action of a resolution has been done, such resolution cannot be rescinded or amended.
- (c)

20. BY-LAWS

- (a) The Board shall pass a procedural by-law which shall be subject to prior approval by the Municipalities.
- (b) The Board shall be provided with a draft copy of all By-laws which are on the agenda for consideration. Every By-law shall be introduced by motion and shall receive three readings prior to it being passed. Nothing shall prevent the Board from giving all three readings to a By-law at one sitting of the Board.
- (c) Amendments to separate by-laws may be proposed during the course of the debate.
- (d) Every By-law enacted by the Board shall be numbered and dated and signed by the Clerk and Chair and shall be filed by the Clerk for safekeeping.
- (d) A By-law shall be deemed to have been read upon the title or heading or short description thereof being read or taken as read unless a Member requires the By-law or any portion thereof to be read in full.
- (e)

21. CURFEW

Meetings convened at 7:00 p.m. shall adjourn for 10:00 p.m. Such meetings can be otherwise extended past the aforesaid time by resolution of the Board.

22. ADJOURNMENT

The Board shall adjourn if still in session after a duration of three (3) hours, unless otherwise determined by a resolution of the Board passed by the majority of the Members.

23. ADMINISTRATIVE AUTHORITY OF THE CLERK

The Clerk shall be authorized to make minor corrections to any by-law, minutes or other Council document to eliminate technical or typographical errors prior to the by-law/document being signed.

24. VALIDITY AND SEVERABILITY

It is hereby declared that notwithstanding any section, subsections, clause, paragraph or provision of this By-law or parts thereof, that may be declared by a court of competent jurisdiction to be invalid, unenforceable, illegal or beyond the powers of Council to enact, such section or sections or parts thereof shall be deemed to be severable and shall not affect the validity or enforceability of any other provisions of this By-law as a whole or part thereof and all other sections of this By-law shall be deemed to be separate and independent therefrom and enacted as such.

25. EFFECTIVE DATE

This By-law comes into force and takes effect on the final passing thereof.

READ a **FIRST** and **SECOND** time this 31st day of January, 2018.

READ a **THIRD** time and **FINALLY PASSED** this 31st day of January, 2018.

Chair

Clerk