



3889 Rideau Valley Drive  
PO Box 599, Manotick ON K4M 1A5  
T 613-692-3571 | 1-800-267-3504  
F 613-692-0831 | www.rvca.ca

**Board of Directors Meeting**  
Thursday, September 24, 2020  
6:30 pm

**Meeting Will be Held Electronically due to COVID-19 State of Emergency**

**AGENDA**

<b>Meeting 6/20</b>	<b>Page</b>
<b>1.0 Agenda Review</b>	
<b>2.0 Adoption of Agenda</b>	
<b>3.0 Declaration of Interest</b>	
<b>4.0 Approval of Minutes from August 27, 2020</b>	
<b>5.0 Business Arising from Minutes</b>	
<b>6.0 Revised Approval Process for Section 28 Regulatory Mapping</b> Staff Report Attached (Glen McDonald) .....	1
<b>7.0 COVID-19 Pandemic Response Update</b> Staff Report Attached (Sommer Casgrain-Robertson) .....	6
<b>8.0 Administrative By-law Amendment (Electronic Meeting Participation)</b> Staff Report Attached (Sommer Casgrain-Robertson) .....	13
<b>7.0 2021 Budget and Work Plan Preliminary Discussion</b> Staff Report Attached (Sommer Casgrain-Robertson) .....	58
<b>8.0 Meetings</b>	
a) Provincial CA General Managers: September 10, 2020	
Upcoming	
b) RVC Foundation AGM and Board of Directors Meeting: September 9, 2020	
c) Conservation Ontario Council: September 28, 2020	

**Proudly working in partnership  
with our 18 watershed municipalities**

Athens, Augusta, Beckwith, Central Frontenac, Clarence-Rockland,  
Drummond/North Elmsley, Elizabethtown-Kitley, Merrickville-Wolford, Montague,  
North Dundas, North Grenville, Ottawa, Perth, Rideau Lakes, Smiths Falls, South Frontenac, Tay Valley, Westport

- d) Ontario East Municipal Conference: October 21-22, 2020
- e) RVCA Board of Directors Meeting: October 22, 2020

**9.0 Member Inquiries**

**10.0 New Business**

**11.0 Adjournment**



**6.0 Revised Approval Process for Section 28 Regulatory Mapping  
Report #: 1-200924**

To: RVCA Board of Directors  
From: Glen McDonald MCIP RPP  
Director of Science and Planning  
Date: September 14, 2020

<input type="checkbox"/>	For Information
<input type="checkbox"/>	For Direction
<input checked="" type="checkbox"/>	For Adoption
<input type="checkbox"/>	Attachment – 0 pages

---

**Recommendation:**

**That the Board of Directors of the Rideau Valley Conservation Authority adopt a revised process for new and updated hazard land and wetland regulation limits mapping whereby:**

**Hazard land mapping comes into force and effect after public consultation has been completed and the mapping and associated technical report has been approved by the Board;**

**Provincially Significant Wetlands and the 120 metre adjacent lands be subject to regulation upon receipt of mapping from the Ministry of Natural Resources and Forestry and confirmation that public notification has been undertaken in accordance with the Ministry’s standard protocol.**

---

**Purpose**

To formalize and adopt an updated protocol for the approval of regulatory mapping for the purposes of administering Ontario Regulation 174/06 (*Regulation of Development, Interference with Wetlands and Alterations to Shorelines and Watercourses*) under Section 28 of the Conservation Authorities Act.

**Background**

Since 1976, the RVCA has regulated hazard lands under the Conservation Authorities Act to ensure public safety and prevent property damage due to natural hazards such as flooding and erosion. The regulation of wetlands was added through a new provincial regulation in 2006 and is applied primarily to Provincially Significant Wetlands (PSWs) in the Rideau watershed.

Ontario Regulation 174/06 enables the RVCA to regulate development within hazard lands like floodplains and unstable slopes as well as wetlands (including 120 metre adjacent lands). To administer its “Development, Interference with Wetlands and

Alterations to Shorelines and Waterways” regulation, the RVCA uses regulatory mapping schedules to define areas that are subject to the regulation. These maps are subject to Board approval and are used extensively by RVCA and municipal staff, proponents and the public to understand and show where the regulation applies. Property owners must obtain permission from the RVCA before beginning any development, site alteration, construction, or placement of fill within a regulated area. Permits are also required for any wetland interference, or for straightening, changing, diverting or interfering in any way with the existing channel of a watercourse.

The Province also made conservation authorities responsible for commenting on planning files with respect to natural hazards. Under the Planning Act, municipalities must circulate official plans, comprehensive zoning bylaws and site-specific planning applications to conservation authorities who then provide comments on behalf of the province relating to Section 3.1 of the Provincial Policy Statement (natural hazards). As directed by the Ministry of Municipal Affairs and Housing and the Ministry of Natural Resources and Forestry, conservation authorities provide comments with respect to flooding, riverine erosion and unstable slopes, soils and bedrock. The RVCA relies on the regulatory mapping schedules to inform these comments.

The RVCA continually works at adding to and updating its collection of regulatory mapping to achieve effective and consistent administration and enforcement of its local regulation (Ontario Regulation 174/06) and to inform land use planning decisions. Conservation authorities are responsible for identifying hazard land boundaries while the Ministry of Natural Resources and Forestry is responsible for mapping and designating Provincially Significant Wetlands.

## **Analysis**

### Hazard Land Mapping

RVCA’s current process for adopting new or updated hazard land mapping follows the steps below:

- A technical report and associated maps are made available to the RVCA Board of Directors for review and approval.
- Upon approval by the Board, the report and maps take effect and are used in providing planning advice to municipalities and regulating development. The report and maps are published by the RVCA and made available on the RVCA web site. Hard copies are also available on request.
- As soon as possible, the RVCA arranges a public open house to explain how the regulation limits were derived and how they are being administered. RVCA and municipal staff work closely on this.
- A final report is then provided to the Board to inform them of the outcome of the public open house. If any feedback from the open house warrants any change to the report or maps it is done promptly and brought to the Board for approval.

This process was first adopted by the Board at their January 28, 2010 meeting (Motion 8) in response to a situation in which a landowner undertook extensive modifications to a

floodplain that was mapped by the RVCA, but not yet subject to regulation because public consultation was not complete and the study had not been approved by the Board. This process was intended to minimize the opportunity for floodplain modifications to be undertaken in advance of new mapping being adopted by having the regulation take effect immediately. This process was reconsidered and upheld by the Board at their February 23, 2017 meeting (Motion 7-170223).

During the past year, staff have revisited this approach and recommend to the Board that the RVCA's current process be revised. The new process recommends staff undertake public consultation on new or revised mapping before bringing it to the Board for approval after which it would be in force and effect. The process would therefore be:

- RVCA works with municipal staff to arrange a public open house to present new or updated draft regulation limit mapping and explain how the hazard limits were derived and how they will be administered.
- If any feedback from the open house warrants any change to the report or maps the changes will be done promptly.
- A final draft technical report, associated maps and summary of public consultation is brought to the Board of Directors as soon as possible for review and approval.
- Upon approval by the Board, the report and maps take effect and are used in providing planning advice to municipalities and regulating development.

The reasons staff are now recommending this change to the process are:

- To be consistent with Conservation Ontario's guidance for public consultation which is similar to consultation requirements under the Planning Act (i.e. public consultation before final approval)
- To align with Conservation Ontario's "*Client Service Standards for Conservation Authority Plan and Permit Review*", December 2019, which emphasizes transparency in all Conservation Authority regulatory and planning processes
- To align with public expectations for consultation on matters that affect private property interests
- To recognize that the situation that resulted in the adoption of the current policy has not reoccurred.

### Wetland Mapping

Most PSWs and 120 meter adjacent lands in the Rideau watershed were brought under regulation in 2006 with the adoption of Ontario Regulation 174/06. Extensive public consultation was undertaken by RVCA at that time. Additional PSWs have been brought into regulation since then following designation by the MNRF as part of information provided to municipalities when they update their official plans. As part of that process, MNRF provided notification to affected landowners by participating in the municipalities' public meetings as part of the official plan consultation process. More recently, MNRF has adopted a process whereby notification to affected landowners is provided by direct mail. Upon receipt of confirmation from MNRF that the public has been notified and the

wetland mapping updated, RVCA staff report to the Board that these additional PSWs are now subject to regulation.

Staff are not proposing a change to the RVCA's process for the regulation of wetlands, rather they are seeking to formalize a standard protocol for integrating new or updated mapping from MNRF into our regulation schedules. Wetland mapping is a MNRF product, which the RVCA is obligated to use for the regulation of wetlands and the 120 metre adjacent lands under Section 28 of the Conservation Authorities Act and Ontario Regulation 174/06. The Board adopted Motion 12 at their August 27, 2009 meeting whereby all PSWs would be subject to the regulation. Staff are therefore recommending that the Board formalize that:

- All new or revised PSWs that have been subject to public consultation and designated by MNRF be automatically incorporated into RVCA's regulation.
- Staff will provide an annual summary to the Board identifying changes to PSW wetland boundaries by MNRF which have been brought under regulation.

### **Input from Other Sources**

Staff consulted with Conservation Ontario and other Conservation Authorities regarding practices for the adoption of regulatory mapping. Staff also reviewed standards for public consultation, recent guidance from Conservation Ontario regarding transparency for planning and regulation processes and feedback received at RVCA open houses for regulatory mapping. Input from all of these sources supports the recommended changes.

### **Financial Considerations**

The recommended changes to our processes for regulatory mapping do not have any financial implications since the changes only affect the order in which the components of the process are undertaken. Additional resources and staff time are not required.

### **Legal Considerations**

As outlined in the Background section, the RVCA requires natural hazard and regulation limit mapping to fulfill its provincially delegated responsibilities including:

- Administering and enforcing its *Development, Interference with Wetlands and Alterations to Shorelines and Watercourses Regulation* (Ontario Regulation 174/06) under Section 28 of the *Conservation Authorities Act*
- Providing comments on planning files to municipalities on behalf of the province relating to Section 3.1 of the Provincial Policy Statement (natural hazards).

### **Adherence to RVCA Policy and Technical Standards**

The engineering and cartographic procedures used for the delineation of hazard lands and wetlands subject to Ontario Regulation 174/06 will continue to be consistent with the standards defined in MNR's Natural Hazards Technical Guide (MNR, 2002) and Conservation Ontario (2005) guidelines.

**Link to Strategic Plan**

This report supports Priority #6 under Strategic Direction #2 as well as Priority #2 under Strategic Direction #3:

- *Focus new or updated regulatory mapping in areas where there is development pressure.*
- *Help municipalities implement their environmental policies, strategies, projects and initiatives.*

**Attachments**

N/A





**7.0 COVID-19 Pandemic Response Update  
Report #: 2-200924**

To: RVCA Board of Directors  
From: Sommer Casgrain-Robertson  
General Manager  
Date: September 14, 2020

<input type="checkbox"/>	For Information
<input type="checkbox"/>	For Direction
<input checked="" type="checkbox"/>	For Adoption
<input type="checkbox"/>	Attachment

---

**Recommendation:**

**THAT the Board of Directors of the Rideau Valley Conservation Authority receive this report for information and approve RVCA’s ongoing response to the COVID-19 pandemic.**

---

**Purpose**

To seek approval of RVCA’s ongoing response to the COVID-19 pandemic.

**Background**

The RVCA continues to monitor the COVID-19 pandemic and implement measures to address the outbreak as it evolves locally and provincially. This staff report provides an update since Report #2-200827, presented to the Board on August 27, 2020.

The following update summarizes actions taken by the RVCA to protect the health and safety of staff and the public, as well as a summary of how the ongoing pandemic could impact RVCA’s operations, programs and budget. The RVCA has kept clients, partners and the public informed of our COVID-19 response through emails, phone calls, social media posts, signage as well as a special section on our website: [www.rvca.ca/covid-19](http://www.rvca.ca/covid-19)

The RVCA continues to make decisions regarding COVID-19 based on the advice and recommendations of government and public health officials. As Ontario reopens, the goal remains to:

- Protect employee health and safety first and foremost;
- Protect the health and safety of clients and the public;
- Maintain delivery of programs and services where possible; and
- Protect the legal and financial interests of the RVCA.

**Analysis**

**Ontario Remains In Stage 3**

Ontario remains in stage three of reopening as the province monitors recent increases in the number of COVID-19 cases in Ottawa, Peel and the GTA. Under stage 3, gatherings of up to 50 people are permitted indoors and 100 people outdoors. Nearly all

businesses and public spaces are permitted to reopen with the exception of a few places and activities considered high-risk (includes amusement parks, water parks, buffets, dancing at restaurants and bars, overnight camps for children, karaoke rooms, prolonged or deliberate contact while playing sports, saunas, steam rooms, bath houses, oxygen bars, table games at casinos and gaming establishments). All other business can reopen as long as they follow public health advice and workplace safety guidance, including physical distancing and disinfection and sanitation protocols. Health units across eastern Ontario also made it mandatory for people to wear masks in enclosed public spaces effective July 7, 2020. “Enclosed public space” is defined as indoor public spaces of businesses and organizations, accessed by the public.

The Ontario Government also ended its Declared State of Emergency on July 24, 2020. However, legislation was passed “*Reopening Ontario (A Flexible Response to COVID-19) Act, 2020*” that allows the government to extend or amend existing emergency orders for up to one year to enable them to continue managing Ontario’s recovery. The Province also emphasized that businesses are strongly encouraged to continue to allow people to work remotely along with other continued measures to reduce the spread of the virus including:

**Everyone can make Stage 3 a success by:**

	Maintaining physical distancing of at least two metres from people outside of your household or social circle		Wearing a face covering in indoor and outdoor public spaces where physical distancing is a challenge
	Washing your hands frequently with soap and water		Using an alcohol-based hand sanitizer if soap and water are not available
	Practising good hygiene (covering a cough and sneeze and avoiding touching your face)		Cleaning frequently touched surfaces more often
	Limiting indoor gatherings to a maximum of 50 people, or less, to maintain physical distancing		Limiting outdoor gatherings to a maximum of 100 people, or less, to maintain physical distancing
	Staying at home and away from others if you are feeling ill or have symptoms of COVID-19		Downloading the COVID Alert app, when launched, to be notified if you have been in contact with anyone with COVID-19
	Working from home or remotely as much as possible		Minimizing travel and self-isolating for 14 days after all international travel
	Protecting the most vulnerable by following public health advice		Getting tested if you are worried you have or have been in contact with someone who has COVID-19

On June 12, 2020, most of Ontario (including eastern Ontario) moved into stage two of reopening. This allowed social gatherings of up to 10 people as well as permitting provincial beaches and campgrounds, public swimming pools, outdoor water facilities, shopping malls, outdoor restaurant patios, places of worship and certain personal services to reopen, some with limited capacity. Childcare centres and day camps were also permitted to gradually reopen following strict provincial guidance.

Under stage one which began on May 19, 2020, retail stores with a street entrance, seasonal businesses as well as health and community service providers were permitted to open or expand their services. The government also permitted the reopening of some outdoor recreational amenities, including outdoor sports facilities and multi-use fields, off-leash dog areas, and outdoor picnic sites, benches and shelters in parks and recreational areas. Ontario also announced that certain seasonal services and activities could reopen such as golf courses, marinas, boat clubs and public boat launches, as well as private parks and campgrounds to begin preparations for the season.

#### RVCA's Health and Safety Measures

With a recent increase in the number of COVID-19 cases in Ottawa, the RVCA will continue to implement numerous measures to protect the health, safety and wellbeing of staff, clients and the public. These measures will continue to include:

- Allowances for staff to work remotely
- Maintaining a maximum on the number of staff permitted at indoor workplaces at one time
- Limiting the maximum number of staff permitted in vehicles
- Enhanced protocols for staff working at indoor workplaces (hygiene and sign-in protocols)
- Allowing staff to hold in-person meetings with clients at indoor workplaces following strict protocols (maximum number of people, sign-in and disinfection procedures, physical distancing)
- Enhanced disinfection protocols for common touch surfaces
- Assigning equipment and vehicles to specific staff where possible
- Disinfection protocols where equipment or vehicles must be shared
- Limiting in-person interaction with contractors and the public, and in some cases, requiring contractors to have their own COVID-19 procedures
- Requiring the use of personal protective equipment
- Developing revised Standard Operating Procedures for programs and workplaces as the pandemic evolves

These practices are in line with the following guidance and advice that was issued by the Province of Ontario for Stage 3 of reopening:

**Workplaces and businesses can help make Stage 3 a success by developing a COVID-19 safety plan that includes:**

	Enabling physical distancing by redesigning spaces/interactions and implementing flow management		Cleaning and disinfecting equipment and high-touch surfaces as frequently as is necessary to maintain a sanitary environment
	Consider recording each patron's name and contact information to support effective contact tracing that helps keep everyone safe		Consider requiring all customers to book an appointment in advance, wherever possible, for the purposes of physical distancing, flow management and contract tracing
	Assigning seating or spaces where possible to ensure physical distancing		Following sector-specific workplace safety guidance and tips available at <a href="https://Ontario.ca/COVIDsafety">Ontario.ca/COVIDsafety</a>

Staff also continue to be required to follow all public health recommendations including:

- Staying home if feeling sick
- Maintaining a distance of 2 metres or 6 feet from one another
- Wearing a mask where physical distancing is not possible or when in an enclosed public space
- Washing hands frequently and for 20 seconds
- Not touching their face and sneezing into their sleeve
- Self isolating if exhibiting symptoms of COVID-19, having been exposed to COVID-19 or after returning from being out of the country

### Conservation Areas

All outdoor amenities are now open with the exception of interpretive centres. All picnic areas, shelters, picnic tables, benches, lookouts, boat launches, docks, beaches, outhouses and change rooms have reopened at all conservation areas. One directional walking on trails continues to be encouraged to facilitate physical distancing (directional signage and physical distancing signage has been posted in some areas). Outhouses and change rooms are now officially open and a cleaning schedule has been developed based on usage (outhouses at our most heavily used conservation areas are cleaned once a day while outhouses at conservation areas with lower use are cleaned one to three times a week). Staff are also in the process of finalizing revised operating procedures to enable rentals to begin again of conservation area facilities.

### Conservation Education

Forest school is now underway at both Foley Mountain and Baxter Conservation Areas following strict COVID-19 protocols. There is a maximum number of 16 children per day at each site and children come one day a week for 12 weeks. Currently, Baxter is fully booked at 4 and a half days a week (1/2 day Kinder Program ages 3 to 5 and 4 regular

program days ages 4 to 10). Foley Mountain still has a few spots left with 2 and a half days booked (1/2 day Kinder program and two regular program days). Foley Mountain also has a free drop-in forest school program one Saturday a month funded by the Township of Rideau Lakes (partnership with the Country Roads Community Health Centre). Before delivering forest school in September, staff reviewed provincial and health unit guidance to develop tailored COVID-19 operating procedures. This document is provided to parents when registering their child and they are required to read and sign it to ensure they understand the expectations, safety protocols and risk. Daily health check screenings of children and staff are also underway.

### Business Continuity

The RVCA has been able to deliver nearly all programs and services during the pandemic by implementing alternative operating procedures or delaying the start of field season:

- Planning and Regulation Services
  - Septic and Section 28 permit applications remained high
  - Plan review also remained steady
- Stewardship Services
  - Tree planting and shoreline naturalization programs rolled out this spring
  - Septic re-inspection site visits began in June
  - Rural clean water grants are being issued
- Watershed Science and Engineering Services
  - Most programs and services have continued remotely
  - Scaled back monitoring programs began in June (some monitoring will not be undertaken because of physical distancing requirements or the inability to use volunteers)
- Conservation Land Management Services
  - Conservation areas remained open with key maintenance being undertaken
  - All outdoor amenities reopened once allowed by the province.
  - Summer day camps were cancelled but forest school began in September at both Foley and Baxter in lieu of school groups
  - Rentals will also resume once adequate safety protocols can be put in place.
- Corporate Services
  - All services have continued, mostly remotely

### **Input From Other Sources**

As the province reopens, the RVCA continues to have discussions with other conservation authorities, watershed municipalities, health units and other partners to discuss public health recommendations, emergency orders and local responses. RVCA also continues to seek legal counsel as needed regarding the pandemic and employment implications.

## Financial Considerations

The RVCA reviewed its 2020 budget to identify revenue streams that may be impacted by COVID-19. Currently, self-generated revenue at our conservation areas (user fees for parking, education programs and rentals) is the only area that has been significantly impacted by a decline in revenue. Conservation Land Management Services budgeted \$337,000 in self-generated revenue for 2020 (which is 3% of RVCA's budget).

- We projected a loss of \$15,000 per month while education programs, camps and rentals remain closed (April through August). This loss was partially offset by a reduction in payroll expenses as casual outdoor education interpreters were temporarily laid off due to insufficient work. There were also other vacancies in conservation lands that were not filled to help offset the loss in revenue.
- User fees for parking has since rebounded after RVCA reinstated parking fees at conservation areas at the beginning of the summer. The purchase of day passes for July and August was 30% higher than in 2019 indicating a significant increase in the number of visitors at our conservation areas. Registrations for Forest School have also been strong and will help offset the loss of revenue from school groups.

Depending on the nature and duration of COVID-19 restrictions, the financial impact on the RVCA could change. Staff will continue to monitor the situation and report changes to the Board of Directors. In the meantime, RVCA is undertaking additional steps to help mitigate financial losses due to COVID-19 including:

- Applying the 10% Temporary Wage Subsidy for Employers – \$25,000 savings
- Receiving a reduction in benefits premiums – \$4000 / month (April, May)
- Receiving funding through Canada Summer Jobs - \$31,000
- Reducing staffing levels – 8 summer students instead of 16, other vacancies
- Pursuing a reduction in insurance costs through Conservation Ontario
- Realizing costs savings within the organization due to COVID-19
- Finding other cost savings to offset revenue loss

## Legal Considerations

Under the *Occupational Health and Safety Act*, employers have a range of legal duties to protect the health and safety of employees. Employees also have the right to refuse unsafe work and the right to be informed about actual and potential dangers in the workplace.

Under the *Emergency Management and Civil Protection Act*, the Province of Ontario declared a State of Emergency due to COVID-19 and has issued orders including:

- Ontario Regulation 51/20 – Closure of Establishments;
- Ontario Regulation 52/20 – Organized Public Events, Certain Gatherings;
- Ontario Regulation 82/20 – Closure of Places of Non-Essential Businesses; and
- Ontario Regulation 104/20 – Closure of Outdoor Recreational Amenities.

The *Employment Standards Act* also provides minimum standards for most employees working in Ontario, setting out the rights and responsibilities of employees and employers including new COVID-19 job-protected unpaid leaves.

In light of these legal considerations, the RVCA has been working, and will continue to work, with legal counsel and other conservation authorities to develop Standard Operating Procedures, protocols and practices to protect the health and safety of staff, follow Ontario's emergency orders and comply with the *Employment Standards Act*.

**Adherence to RVCA Policy**

In 2009, the RVCA prepared a Pandemic Policy which included a Pandemic Plan and Payroll Continuity Plan. This policy and associated plans were a good starting point but did not anticipate current government measures such as workplace closures and physical distancing orders. This policy will be updated to reflect the measures that have been implemented by the RVCA in response to COVID-19.

**Link to Strategic Plan**

N/A

**Attachments**

N/A





**8.0 Administrative By-Law Amendment – Electronic Participation  
Report #: 3-200924**

To: RVCA Board of Directors  
From: Sommer Casgrain-Robertson  
General Manager  
Date: September 16, 2020

<input type="checkbox"/>	For Information
<input type="checkbox"/>	For Direction
<input checked="" type="checkbox"/>	For Adoption
<input checked="" type="checkbox"/>	Attachment – 41 pages

---

**Recommendation:**

**THAT the Board of Directors of the Rideau Valley Conservation Authority approves the attached amended Administrative By-Law which amends Section C “Meeting Procedures” by removing clause 1B “Declared State of Emergency” and revising clause 10. “Electronic Participation”.**

---

**Purpose**

To amend the RVCA’s Administrative By-Law to enable electronic participation outside of a declared state of emergency when deemed appropriate by the conservation authority.

**Background**

In 2017, the *Conservation Authorities Act* was amended to include Section 19 (1) which provided direction for conservation authorities to make by-laws for its administration. In September 2018, the RVCA adopted an Administrative By-Law that complied with Section 19(1) of the Act.

Section C. 10 of RVCA’s initial Administrative By-Law stated:

**Electronic Participation**

Members may participate in a meeting that is open to the public by telephonic or other electronic means that permits all participants to communicate adequately with each other during the meeting. A Member participating in a meeting electronically shall not be counted in determining quorum.

A Member shall not participate electronically in a meeting that is closed to the public.

## Analysis

### April 2020 Amendments

Under Ontario's COVID-19 State of Emergency, conservation authorities were not able to hold in-person Board meetings due to physical distancing requirements and limits on the number of people who could gather. This presented an operational challenge as electronic participation by members did not count towards quorum and members could not participate electronically in closed sessions.

On March 26, 2020, the Minister of the Environment, Conservation and Parks issued a Direction to all conservation authorities enabling amendments to Administrative By-Laws to allow for electronic participation during declared states of emergencies. For greater certainty, the Minister stated that this Direction also applied to conservation authorities when meeting as a source protection authority under the *Clean Water Act, 2006*.

Specifically, the Minister's Direction directed conservation authorities to amend their Administrative By-Laws as follows:

1. During any period where an emergency has been declared to exist, in all or part of an area over which a conservation authority has jurisdiction, under section 4 or 7.0.1 of the *Emergency Management and Civil Protection Act*, that may prevent members of the authority from meeting in person, the by-laws provide:
  - a. That members of the authority be permitted to participate in meetings electronically, which shall include the ability of those members participating electronically to register votes.
  - b. That any member of the authority who is participating electronically in a meeting may be counted in determining whether or not a quorum of members is present at any point in time during the meeting in accordance with the requirement in subsection 16 (2) of the *Conservation Authorities Act*.
  - c. That any member of the authority can participate electronically in a meeting that is closed to the public.
  - d. That any hearing or appeal that is dealt with in the by-laws can be conducted electronically with provisions for applicants and their agents to participate, if the conservation authority holds any such hearing or appeal during any period where an emergency has been declared to exist.

The Minister's Direction also stipulated that:

2. Conservation authorities must continue to implement best practices to make board meetings open to the public in accordance with subsection 15 (3) of the *Conservation Authorities Act*. Where possible, conservation authorities must provide for alternative means to allow the public to participate in any meetings electronically.

3. If there is anything that is required to be done under the by-laws during the emergency, including the holding of an annual general meeting, that the by-laws permit postponement to a later date.

At their April 23, 2020 meeting, RVCA's Board of Directors amended RVCA's Administrative By-Law to reflect this directive adding Section C 1B. "Declared State of Emergency".

### September 2020 Amendments

While Ontario's response to the COVID-19 pandemic has moved into Stage 3 of reopening (enabling gatherings of up to 50 people indoors), physical distancing requirements are still in place which can make it challenging for large groups to meet in-person. People who are vulnerable are also still being advised to limit their interactions with people outside their social bubble and a second wave is possible should positive cases continue to increase in areas like Ottawa. There are also circumstances unrelated to the pandemic when conservation authorities could benefit from electronic meeting participation such as inclement weather (currently RVCA is forced to cancel meetings if members are not able to travel safely). This summer the Province of Ontario amended the Municipal Act under Bill 197 to enable municipal councils to use electronic meeting participation beyond states of emergency in circumstances deemed appropriate by the municipality. Following this change, conservation authorities received the attached amended directive from Minister Yurek which states in part:

*"It has come to my attention that certain conservation authorities amended their by-laws to allow virtual meetings only during declared emergencies. Now that the provincially declared state of emergency has ended and municipally declared state of emergencies have or may end, conservation authorities may be prevented from continuing to be able to meet virtually. As such, I am amending the Direction that I issued on March 26, 2020 to remove this barrier. I am directing the conservation authorities listed in Schedule "A" to meet virtually for the purpose of reviewing and amending their by-laws, as applicable, to **allow for members of a conservation authority to participate electronically in meetings when it is deemed appropriate by the conservation authority to do so**. For greater certainty, the other provisions of the Direction continue to apply".*

In response to this amended Directive, staff have attached a revised version of RVCA's Administrative By-Law to reflect this new direction. Recommended revisions were provided by Conservation Ontario.

### **Input From Other Sources**

Conservation Ontario circulated recommended changes to the Conservation Authority Administrative By-Law template to reflect the September 10, 2020 Amended Minister's Directive.

**Financial Considerations**

N/A

**Legal Considerations**

The *Conservation Authorities Act* states:

19.1 (7) The Minister may give an authority a written direction to make or amend a by-law on any matter described in subsection (1), in accordance with the direction, within such period of time as may be specified in the direction. 2017, c. 23, Sched. 4, s. 16.

The Minister's Direction received from Minister Yurek on September 10, 2020 is pursuant to Section 19.1 (7) of the *Conservation Authorities Act*.

**Adherence to RVCA Policy**

N/A

**Link to Strategic Plan**

N/A

**Attachments**

- Amendment to the Minister's Direction for Conservation Authorities during the COVID-19 Outbreak (September 10, 2020)
- Proposed Administrative By-Law Amendment (September 16, 2020)

Ministry of the Environment,  
Conservation and Parks

Ministère de l'Environnement,  
de la Protection de la nature et des  
Parcs

Office of the Minister

Bureau du ministre

777 Bay Street, 5th Floor  
Toronto ON M7A 2J3  
Tel.: 416-314-6790

777, rue Bay, 5<sup>e</sup> étage  
Toronto (Ontario) M7A 2J3  
Tél. : 416.314.6790



September 10, 2020

**TO:** Conservation Authorities as listed in the attached **Schedule “A”**

**SUBJECT:** Amendment to the Minister’s Direction for Conservation Authorities during the COVID-19 Outbreak

---

On March 26, 2020, I issued a Minister’s Direction (“**Direction**”) pursuant to subsection 19.1 (7) of the *Conservation Authorities Act* that applied to all conservation authorities in Ontario, listed in **Schedule “A”** as attached. The Direction enabled conservation authorities to convene a meeting electronically in order to make the necessary amendments to their administrative by-laws to deal with both provincial and municipal emergencies. It identified the minimum areas where the by-laws should be amended, in the manner deemed appropriate by the CA, to make provision for emergency situations (e.g., electronic participation in meetings and hearings and achieving quorum while participating electronically). The Direction also identified that each conservation authority, depending on their individual by-laws, may identify the need to make other necessary amendments to respond to emergencies.

It has come to my attention that certain conservation authorities amended their by-laws to allow virtual meetings only during declared emergencies. Now that the provincially declared state of emergency has ended and municipally declared state of emergencies have or may end, conservation authorities may be prevented from continuing to be able to meet virtually. As such, I am amending the Direction that I issued on March 26, 2020 to remove this barrier. I am directing the conservation authorities listed in Schedule “A” to meet virtually for the purpose of reviewing and amending their by-laws, as applicable, to allow for members of a conservation authority to participate electronically in meetings when it is deemed appropriate by the conservation authority to do so. For greater certainty, the other provisions of the Direction continue to apply.

## Effective Date

This amendment to the March 26, 2020 Direction is effective immediately. If it is in the public interest to do so, I will provide further direction or clarification at a later date related to the matters set out in this Direction.

If you have any questions related to this Direction, please contact:

Chloe Stuart  
Assistant Deputy Minister, Land and Water Division  
Ministry of the Environment, Conservation and Parks  
Robinson Pl South Tower, 6<sup>th</sup> Floor  
300 Water Street  
Peterborough, ON, K9J 3C7  
(705) 755-5341  
chloe.stuart@ontario.ca

To learn more about how the province continues to protect Ontarians from COVID-19, please visit [www.ontario.ca/coronavirus](http://www.ontario.ca/coronavirus).

Sincerely,



Jeff Yurek  
Minister of the Environment, Conservation and Parks

c: Steve Clark, Minister of Municipal Affairs and Housing  
John Yakabuski, Minister of Natural Resources and Forestry  
Kim Gavine, General Manager, Conservation Ontario

## **SCHEDULE "A" CONSERVATION AUTHORITIES**

### **Ausable Bayfield CA**

R.R. #3  
71108 Morrison Line  
Exeter  
N0M 1S5  
Brian Horner  
bhorner@abca.on.ca

### **Cataraqui Region CA**

Box 160  
1641 Perth Road  
Glenburnie  
K0H 1S0  
Katrina Furlanetto  
kfurlanetto@crca.ca

### **Catfish Creek CA**

R.R. #5  
8079 Springwater Road  
Aylmer  
N5H 2R4  
Chris Wilkinson  
generalmanager@catfishcreek.ca

### **Central Lake Ontario CA**

100 Whiting Avenue  
Oshawa  
L1H 3T3  
Chris Darling  
cdarling@cloca.com

### **Credit Valley CA**

1255 Old Derry Rd  
Mississauga  
L5N 6R4  
Deborah Martin-Downs  
deb.martindowns@cvc.ca

**Crowe Valley CA**

Box 416  
70 Hughes Lane  
Marmora  
K0K 2M0  
Tim Pidduck  
tim.pidduck@crowevalley.com

**Essex Region CA**

Suite 311  
360 Fairview Ave West  
Essex  
N8M 1Y6  
Richard Wyma  
rwyma@erca.org

**Ganaraska Region CA**

Box 328  
2216 County Road 28  
Port Hope  
L1A 3V8  
Linda Laliberte  
llaliberte@grca.on.ca

**Grand River CA**

Box 729  
400 Clyde Road  
Cambridge  
N1R 5W6  
Samantha Lawson  
slawson@grandriver.ca

**Grey Sauble CA**

R.R. #4  
237897 Inglis Falls Road  
Owen Sound  
N4K 5N6  
Tim Lanthier  
t.lanthier@greysauble.on.ca

**Halton Region CA**

2596 Britannia Road West  
Burlington  
L7P 0G3  
Hassaan Basit  
hbasit@hrca.on.ca

**Hamilton Region CA**

P.O. Box 81067  
838 Mineral Springs Road  
Ancaster  
L9G 4X1  
Lisa Burnside  
lisa.burnside@conservationhamilton.ca

**Kawartha Region CA**

277 Kenrei (Park) Road  
Lindsay  
K9V 4R1  
Mark Majchrowski  
mmajchrowski@kawarthaconservation.com

**Kettle Creek CA**

R.R. #8  
44015 Ferguson Line  
St. Thomas  
N5P 3T3  
Elizabeth VanHooren  
elizabeth@kettlecreekconservation.on.ca

**Lake Simcoe Region CA**

Box 282  
120 Bayview Parkway  
Newmarket  
L3Y 3W3  
Mike Walters  
m.walters@lsrca.on.ca

**Lakehead Region CA**

Box 10427  
130 Conservation Road  
Thunder Bay  
P7B 6T8  
Tammy Cook  
tammy@lakeheadca.com

**Long Point Region CA**

4 Elm Street  
Tillsonburg  
N4G 0C4  
Judy Maxwell  
jmaxwell@lprca.on.ca

**Lower Thames Valley CA**

100 Thames Street  
Chatham  
N7L 2Y8  
Mark Peacock  
mark.peacock@ltvca.ca

**Lower Trent Region CA**

R.R. #1  
714 Murray Street  
Trenton  
K8V 5P4  
Rhonda Bateman  
rhonda.bateman@lrc.on.ca

**Maitland Valley CA**

Box 127  
1093 Marietta Street  
Wroxeter  
N0G 2X0  
Phil Beard  
pbeard@mvca.on.ca

**Mattagami Region CA**

100 Lakeshore Road  
Timmins  
P4N 8R5  
David Vallier  
david.vallier@timmins.ca

**Mississippi Valley CA**

10970 Highway 7  
Carleton Place  
K7C 3P1  
Sally McIntyre  
smcintyre@mvc.on.ca

**Niagara Peninsula CA**

250 Thorold Road West, 3rd Floor  
Welland  
L3C 3W2  
Chandra Sharma  
csharma@npca.ca

**Nickel District CA**

199 Larch St  
Suite 401  
Sudbury  
P3E 5P9  
Carl Jorgensen  
carl.jorgensen@conservationsudbury.ca

**North Bay-Mattawa CA**

15 Janey Avenue  
North Bay  
P1C 1N1  
Brian Tayler  
brian.tayler@nbmca.ca

**Nottawasaga Valley CA**

8195 Line 8  
Utopia  
L0M 1T0  
Doug Hevenor  
dhevenor@nvca.on.ca

**Otonabee Region CA**

250 Milroy Drive  
Peterborough  
K9H 7M9  
Dan Marinigh  
dmarinigh@otonabeeconservation.com

**Quinte CA**

R.R. #2  
2061 Old Highway #2  
Belleville  
K8N 4Z2  
Brad McNevin  
bmcnevin@quinteconservation.ca

**Raisin Region CA**

PO Box 429  
18045 County Road 2  
Cornwall  
K6H 5T2  
Richard Pilon  
richard.pilon@rrca.on.ca

**Rideau Valley CA**

Box 599  
3889 Rideau Valley Dr.  
Manotick  
K4M 1A5  
Sommer Casgrain-Robertson  
sommer.casgrain-robertson@rvca.ca

**Saugeen Valley CA**

R.R. #1  
1078 Bruce Road #12, Box #150  
Formosa  
N0G 1W0  
Jennifer Stephens  
j.stephens@svca.on.ca

**Sault Ste. Marie Region CA**

1100 Fifth Line East  
Sault Ste. Marie  
P6A 6J8  
Corrina Barrett  
cbarrett@ssmrca.ca

**South Nation River CA**

38 Victoria Street  
P.O. Box 29  
Finch  
K0C 1K0  
Angela Coleman  
acoleman@nation.on.ca

**St. Clair Region CA**

205 Mill Pond Crescent  
Strathroy  
N7G 3P9  
Brian McDougall  
bmcdougall@scrca.on.ca

**Toronto and Region CA**

101 Exchange Avenue  
Vaughan  
L4K 5R6  
John MacKenzie  
john.mackenzie@trca.ca

**Upper Thames River CA**  
1424 Clarke Road  
London  
N5V 5B9  
Ian Wilcox  
wilcoxi@thamesriver.on.ca





# **Rideau Valley Conservation Authority**

## **By-law No. 1**

### **Administrative By-Law**

Adopted:	September 27, 2018
Revised:	April 25, 2019
Revised:	April 23, 2020

# Rideau Valley Conservation Authority Administrative By-Law

---

## Contents

Introduction .....	4
A. Definitions.....	7
B. Governance.....	8
1. Members.....	8
2. Officers.....	10
3. Absence of Chair and Vice-Chair.....	10
4. Maximum Term for Chair and Vice-Chair .....	11
5. Election of Chair and Vice-Chair.....	11
6. Representatives to Conservation Ontario Council.....	11
7. Appointment of Auditor.....	11
8. Appointment of Financial Institution.....	11
9. Appointment of Solicitor.....	11
10. Appointment of Officers to Enforce Section 28 and 29 of the Act .....	11
11. Financial Statements and Report of the Auditor .....	11
12. Borrowing Resolution .....	11
13. Levy Notice.....	11
14. Signing Officers .....	12
15. Executive Committee .....	12
16. Advisory Boards and Other Committees .....	12
17. Remuneration of Members.....	12
18. Records Retention.....	13
19. Records Available to Public.....	13
20. By-law Review .....	13
21. By-law Available to Public.....	13
22. Enforcement of By-laws and Policies.....	13
23. Indemnification of Members, Officers and Employees .....	14

C.	Meeting Procedures.....	15
1.	Rules of Procedure.....	15
2.	Notice of Meeting.....	15
3.	Meetings Open to Public.....	15
4.	Agenda for Meetings.....	15
5.	<b>Quorum</b> .....	16
6.	Order of Business.....	16
7.	Debate.....	17
8.	Matters of Precedence .....	17
9.	Members’ Attendance .....	17
10.	Electronic Participation.....	18
11.	Delegations .....	18
12.	Annual Meeting.....	19
13.	Meetings with Closed “In Camera” Sessions .....	19
14.	Voting.....	20
15.	Notice of Motion.....	21
16.	Duties of the Meeting Chair.....	21
17.	Conduct of Members .....	21
18.	Polls.....	22
19.	Minutes of Meetings.....	22
D.	Approval of By-law.....	23
E.	Appendices to the Administrative By-law.....	24
	Appendix 1 – Member Code of Conduct.....	24
	Appendix 2 – Member Conflict of Interest Policy.....	27
	Appendix 3 – Procedure for Election of Officers .....	29
	Appendix 4-A – Terms of Reference for Executive Committee .....	31
	Appendix 4-B – Terms of Reference for Audit Committee .....	32

## Introduction

The Rideau Valley Conservation Authority is a non-share corporation, established under Section 3 of the *Conservation Authorities Act*, with the objects to provide, in the area over which it has jurisdiction, programs and services designed to further the conservation, restoration, development and management of natural resources other than gas, coal and minerals.

Under the Act, municipalities within a common watershed are enabled to petition the province to establish a conservation authority. The purpose of the Act is to provide for the organization and delivery of programs and services that further the conservation, restoration, development and management of natural resources in watersheds in Ontario.

The Authority is comprised of its Members, appointed as representatives by the Participating Municipalities:

- Township of Athens
- Augusta Township
- Township of Beckwith
- Township of Central Frontenac
- City of Clarence-Rockland
- Township of Drummond/North Elmsley
- Township of Elizabethtown-Kitley
- Village of Merrickville-Wolford
- Township of Montague
- City of Ottawa
- Township of North Dundas
- Municipality of North Grenville
- Town of Perth
- Township of Rideau Lakes
- Town of Smiths Falls
- Township of South Frontenac
- Tay Valley Township
- Village of Westport

### **Vision**

The RVCA's vision is a thriving watershed with clean abundant water, natural shorelines, rich forests and wetlands, diverse habitat and sustainable land use that is valued and protected by all.

### **Mission**

The RVCA's mission is to understand, manage, restore and enhance the Rideau watershed through science, stewardship, education, policy and leadership.

The Members of the Conservation Authority form the General Membership of the Conservation Authority. The Members are bound by the Act and other applicable legislation. The Authority must always act within the scope of its powers. As a non-share corporation, the Authority has the capacity and, subject to the Act and other applicable legislation, the rights, powers and privileges of a natural person. The powers of a conservation authority to accomplish its objects are set out in the Act, including those identified under subsection 21(1):

### **Powers of authorities**

21 (1) For the purposes of accomplishing its objects, an authority has power,

(a) to study and investigate the watershed and to determine programs and services whereby the natural resources of the watershed may be conserved, restored, developed and managed;

(b) for any purpose necessary to any project under consideration or undertaken by the authority, to enter into and upon any land and survey and take levels of it and make such borings or sink such trial pits as the authority considers necessary;

(c) to acquire by purchase, lease or otherwise and to expropriate any land that it may require, and, subject to subsection (2), to sell, lease or otherwise dispose of land so acquired;

(d) despite subsection (2), to lease for a term of five years or less land acquired by the authority;

(e) to purchase or acquire any personal property that it may require and sell or otherwise deal therewith;

(f) to enter into agreements for the purchase of materials, employment of labour and other purposes as may be necessary for the due carrying out of any project or to further the authority's objects;

(g) to enter into agreements with owners of private lands to facilitate the due carrying out of any project;

(h) to determine the proportion of the total benefit afforded to all the participating municipalities that is afforded to each of them;

(i) to erect works and structures and create reservoirs by the construction of dams or otherwise;

(j) to control the flow of surface waters in order to prevent floods or pollution or to reduce the adverse effects thereof;

(k) to alter the course of any river, canal, brook, stream or watercourse, and divert or alter, as well temporarily as permanently, the course of any river, stream, road, street or way, or raise or sink its level in order to carry it over or under, on the level of or by the side of any work built or to be built by the authority, and to divert or alter the position of any water-pipe, gas-pipe, sewer, drain or any telegraph, telephone or electric wire or pole;

(l) to use lands that are owned or controlled by the authority for purposes, not inconsistent with its objects, as it considers proper;

(m) to use lands owned or controlled by the authority for park or other recreational purposes, and to erect, or permit to be erected, buildings, booths and facilities for such purposes and to make charges for admission thereto and the use thereof;

(m.1) to charge fees for services approved by the Minister;

*Note: On a day to be named by proclamation of the Lieutenant Governor, clause 21 (1) (m.1) of the Act is repealed. (See: 2017, c. 23, Sched. 4, s. 19 (3))*

(n) to collaborate and enter into agreements with ministries and agencies of government, municipal councils and local boards and other organizations and individuals;

(o) to plant and produce trees on Crown lands with the consent of the Minister, and on other lands with the consent of the owner, for any purpose;

(p) to cause research to be done;

(q) generally to do all such acts as are necessary for the due carrying out of any project or as may be desirable to further the objects of the authority.

## A. Definitions

“**Authority**” means the Rideau Valley Conservation Authority.

“**Act**” means the *Conservation Authorities Act*, R.S.O. 1990, chapter C.27

“**Chair**” means the Chairperson as referenced in the Act as elected by the Members of the Authority.

“**General Manager**” means the General Manager of the Authority, and which may, by resolution of the Authority, include the responsibilities of the Secretary-Treasurer if so designated by resolution of the Authority.

“**Fiscal Year**” means the period from January 1 through December 31.

“**General Membership**” means all of the Members, collectively.

“**Levy**” means the amount of costs apportioned to Participating Municipalities in accordance with the Act and Regulations under the Act.

“**Majority**” means half of the votes plus one.

“**Members**” shall mean the Members appointed to the Authority by the Participating Municipalities in the Authority’s area of jurisdiction.

“**Non-matching Levy**” means that portion of an Authority’s levy that meets the definition of non-matching levy as found in Ontario Regulation 139/96.

“**Officer**” means an officer of the Authority empowered to sign contracts, agreements and other documents on behalf of the Authority in accordance with section 19.1 of the Act, which shall include the Chair, Vice-Chair, and General Manager/Secretary-Treasurer.

“**Participating Municipality**” means a municipality that is designated by or under the Act as a participating municipality in a conservation authority.

“**Pecuniary Interest**” includes the financial or material interests of a Member and the financial or material interests of a Member of the Member’s immediate family.

“**Secretary-Treasurer**” means Secretary-Treasurer of the Authority with the roles specified in the Act.

“**Staff**” means employees of the Authority as provided for under Section 18(1) of the Act.

“**Vice-Chair**” means the Vice-Chairperson as elected by the Members of the Authority.

“**Weighted Majority**” means the votes of 51 per cent of those represented after the votes are weighted by the percentage that applies under Ontario Regulation 139/96 for Municipal Levies.

## B. Governance

### 1. Members

#### a) *Appointments*

Participating Municipalities within the jurisdiction of the Rideau Valley Conservation Authority may appoint Members in accordance with Section 14 of the Act.

Appointed Members must reside in a Participating Municipality in which the Authority has jurisdiction and may include citizens as well as elected members of municipal councils.

Collectively, the appointed Members comprise the Authority, and for the purposes of this by-law are also referred to as the General Membership.

#### b) *Term of Member Appointments*

In accordance with Section 14 of the Act, a Member shall be appointed for a term of up to four years at the discretion of the appointing municipal council; such term beginning at the first meeting of the Authority following his or her appointment and ending immediately before the first meeting of the Authority following the appointment of his or her replacement. The Secretary-Treasurer shall notify the appropriate municipality in advance of the expiration date of any Member's term, unless notified by the municipality of the Member's reappointment or the appointment of his or her replacement. A Member is eligible for reappointment. A Member can be replaced by a Participating Municipality at the municipality's discretion prior to the end of their term.

#### c) *Powers of the General Membership*

Subject to the Act and other applicable legislation, the General Membership is empowered without restriction to exercise all of the powers prescribed to the Authority under the Act. In addition to the powers of an authority under s.21 of the Act for the purposes of accomplishing its objects, as referenced in the introduction of this by-law, the powers of the General Membership include but are not limited to:

- i. Approving by resolution, the creation of Committees and/or Advisory Boards, the members thereof and the terms of reference for these Committees and/or Advisory Boards;
- ii. Appointing a General Manager and/or Secretary-Treasurer;
- iii. Terminating the services of the General Manager and/or Secretary-Treasurer.
- iv. Approving, establishing and implementing regulations, policies and programs;
- v. Awarding contracts or agreements where the approval of the Authority is required under the Authority's purchasing policy.
- vi. Appointing an Executive Committee and delegating to the Committee any of its powers except:
  - i. The termination of the services of the General Manager and/or Secretary-Treasurer,
  - ii. The power to raise money, and
  - iii. The power to enter into contracts or agreements other than those contracts or agreements as are necessarily incidental to the works approved by the Authority.
- vii. Approving by resolution, any new capital project of the Authority;
- viii. Approving by resolution, the method of financing any new capital projects;
- ix. Approving details on budget allocations on any new or existing capital projects;

- x. Approving of the total budget for the ensuing year, and approving the levies to be paid by the Participating Municipalities;
- xi. Receiving and approving the Financial Statements and Report of the Auditor for the preceding year;
- xii. Authorizing the borrowing of funds on the promissory note of the Authority in accordance with subsection 3(5) of the Act;
- xiii. Approving by resolution, any proposed expropriation of land or disposition of land, subject to the requirements under the Act;
- xiv. Delegating to the General Manager and other staff by resolution, the issuance of permits as may be required under any regulations made under Section 28 of the Act.
- xv. Delegating to the Executive Committee the holding of hearings as may be required under any regulations made under Section 28 of the Act.

#### **d) Member Accountability**

Participating Municipalities appoint Members to the Authority as their representatives. Members have the responsibilities of Directors of the corporation that is the Authority. While the administration is responsible for the day-to-day operations, the General Membership is responsible for matters of governance, ensuring compliance with applicable legislation, and ensuring appropriate policies are in place and for financial soundness of the Authority.

All Members have the responsibility to be guided by and adhere to the Member Code of Conduct (Appendix 1) and Member Conflict of Interest Policy (Appendix 2), as adopted by the Authority.

Members are responsible for:

- i. Attending all meetings of the Authority;
- ii. Understanding the purpose, function and responsibilities of the Authority;
- iii. Being familiar with the Authority's statutory and other legal obligations;
- iv. With the administration, setting strategic direction for the Authority.

#### **e) Applicable Legislation**

In addition to the Act, the Members are subject to other legislation including, but not limited to:

- *Municipal Conflict of Interest Act*
- *Municipal Freedom of Information and Protection of Privacy Act*

If any part of the by-law conflicts with any provision of the *Municipal Conflict of Interest Act* or the *Municipal Freedom of Information and Protection of Privacy Act* or a provision of a regulation made under one of those acts, the provision of that act or regulation prevails.

#### **f) Relationship Between Members and Staff**

The General Membership relies on the General Manager/Secretary-Treasurer to manage the operations of the organization, including all employees of the Authority. The General Manager/Secretary-Treasurer is accountable to the Authority, working cooperatively to achieve the goals established by the Authority.

The General Membership will ensure that a process exists for regular performance appraisals of the General Manager/Secretary-Treasurer.

## 2. Officers

The Officers of the Authority, and their respective responsibilities, shall be:

### Chair

- Is a Member of the Authority;
- Presides at all meetings of the General Membership and Executive Committee;
- Calls special meetings if necessary;
- Acts as a public spokesperson on behalf of the General Membership;
- Serves as a signing officer for the Authority;
- Ensures relevant information and policies are brought to the Authority's attention;
- Keeps the General Membership apprised of significant issues in a timely fashion;
- Performs other duties when directed to do so by resolution of the Authority.

### Vice-Chair

- Is a Member of the Authority;
- Attends all meetings of the General Membership and Executive Committee;
- Carries out assignments as requested by the Chair;
- Understands the responsibilities of the Chair and acts as Chair immediately upon the death, incapacity to act, absence or resignation of the Chair until such time as a new Chair is appointed or until the Chair resumes his/her duties;
- Serves as a signing officer for the Authority.

Responsibilities of the General Manager/Secretary-Treasurer as assigned by the Authority include, but are not limited to the following:

- Is an employee of the Authority;
- Fulfills the requirements of the Secretary-Treasurer as defined in the Act;
- Attends all meetings of the General Membership or designates an acting General Manager if not available;
- Attends meetings of advisory boards and other committees as required;
- Works in close collaboration with the Chair and Vice-Chair and keeps them apprised of relevant information and significant issues in a timely fashion;
- Develops a strategic plan for approval by the General Membership and Implements short and long-range goals and objectives;
- Is responsible for the management of the operations of the Authority, including all staff and programs of the Authority;
- Ensures resolutions of the Authority are implemented in a timely fashion;
- Develops and maintains effective relationships and ensures good communications with Participating Municipalities, federal and provincial government ministries/agencies, Indigenous communities, other conservation authorities, Conservation Ontario, stakeholders, community groups and associations;
- Is the custodian of the Corporate Seal;
- Serves as a signing officer for the Authority.

## 3. Absence of Chair and Vice-Chair

In the event of the absence of the Chair and Vice-Chair from any meeting, the Members shall appoint an Acting Chair who, for the purposes of that meeting has all the powers and shall perform all the duties of the Chair.

#### **4. Maximum Term for Chair and Vice-Chair**

The term for Chair and Vice-Chair shall be limited to five consecutive years. A Member shall not be eligible for re-election to Authority Chair or Vice-Chair for a period of one year following completion of the maximum term.

#### **5. Election of Chair and Vice-Chair**

The election of the Chair and Vice-Chair shall be held at the first meeting of the General Membership each year in accordance with the Authority's Procedures for Election of Officers (Appendix 3).

#### **6. Representatives to Conservation Ontario Council**

The Authority shall appoint up to three Representatives to Conservation Ontario Council at the Annual meeting of the General Membership. Appointment of Voting Delegate and Alternate(s) to Conservation Ontario Council shall be made by the Chair, subject to approval by the General Membership.

Conservation authorities may appoint up to three Representatives to Conservation Ontario Council ("Council"), designated as Voting Delegate and Alternate(s). Council will consist of the Voting Delegates appointed by each Member Conservation Authority. The Voting Delegate and Alternates shall be registered with Conservation Ontario annually.

#### **7. Appointment of Auditor**

The General Membership shall appoint an auditor for the coming year at the Annual Meeting in accordance with Section 38 of the Act.

#### **8. Appointment of Financial Institution**

The General Membership shall appoint a financial institution to act as the Authority's banker as required.

#### **9. Appointment of Solicitor**

The General Membership shall appoint a solicitor(s) to act as the Authority's legal counsel for the coming year at the Annual Meeting.

#### **10. Appointment of Officers to Enforce Section 28 and 29 of the Act**

The General Membership shall appoint staff as officers to enforce any regulations made under Section 28 or 29 of the Act. Such appointments will be made as required.

#### **11. Financial Statements and Report of the Auditor**

The General Membership shall receive and approve the Audited Financial Statements and Report of the Auditor by March 31 of each year for the previous year.

The Authority shall forward copies of the Audited Financial Statements and Report of the Auditor to Participating Municipalities and the Minister in accordance with Section 38 of the Act and will make the Audited Financial Statements available to the public.

#### **12. Borrowing Resolution**

If required, the Authority shall establish a borrowing resolution by March 31 of each year and such resolution shall be in force until it is superseded by another borrowing resolution.

#### **13. Levy Notice**

The levy due to the Authority from Participating Municipalities shall be communicated to those municipalities in accordance with the Act and any applicable Regulations.

#### **14. Signing Officers**

All deeds, transfers, assignments, contracts, and obligations entered into by the Authority shall be signed by the signing officers of the Authority. The General Membership shall appoint signing officers for the coming year at the Annual Meeting.

Signing authority that was authorized by any previous Administration Regulation or by-law is superseded by this by-law.

#### **15. Executive Committee**

The Authority shall appoint an Executive Committee at the Annual meeting of the General Membership each year in accordance with Section 19 of the Act and Section 1(c)(vi) of this by-law.

Resolutions and policies governing the operation of the Authority shall be observed in all Executive Committee meetings.

Terms of Reference for the Executive Committee are attached in Appendix 4-A.

#### **16. Advisory Boards and Other Committees**

In accordance with Section 18(2) of the Act, the Authority shall establish such Advisory Boards as required by regulation and may establish such other Advisory Boards or committees as it considers appropriate to study and report on specific matters.

The General Membership shall approve the terms of reference for all such Advisory Boards and committees, which shall include the role, the frequency of meetings and the number of members required.

Terms of Reference for current Advisory Boards and committees include:

- Audit Committee (Appendix 4-B).

Appointment of members to Advisory Boards and committees shall be made by the Chair, subject to approval by the General Membership.

Resolutions and policies governing the operation of the Authority shall be observed in all Advisory Board and committee meetings.

Each Advisory Board or committee shall report to the General Membership, presenting any recommendations made by the Advisory Board or committee.

#### **17. Remuneration of Members**

The Authority shall establish a per-diem rate from time to time to be paid to Members for attendance at General Meetings, Executive Committee meetings and Advisory Board or other Committee meetings, and at such other business functions as may be from time to time requested by the Chair, through the Secretary-Treasurer. In addition, an honorarium may be approved by the Authority for the Chair as compensation for their additional responsibilities. A single per-diem will be paid for attendance at more than one meeting if they occur consecutively on the same day.

The Authority shall reimburse Members' reasonable travel expenses incurred for the purpose of attending meetings and/or functions on behalf of the Authority. A per-kilometre rate to be paid for use of a personal vehicle shall be approved by Resolution of the General Membership from time-to-time. Requests for such reimbursements shall be submitted within a timely fashion and shall be consistent with Canada Revenue Agency guidelines.

## 18. Records Retention

The Authority shall keep full and accurate records including, but not limited to:

- i. Minutes of all meetings of the Authority, including registries of statements of interests in accordance with the *Municipal Conflict of Interest Act*;
- ii. Assets, liabilities, receipts and disbursements of the Authority and Financial Statements and Reports of the Auditors;
- iii. Human Resources Files for all employees and Members as applicable;
- iv. Workplace Health and Safety documents including workplace inspections, workplace accidents, investigations, etc.;
- v. Electronic Communications including emails
- vi. Contracts and Agreements entered into by the Authority;
- vii. Strategic Plans and other documents providing organizational direction
- viii. Projects of the Authority;
- ix. Technical Studies and data gathered in support of Programs of the Authority;
- x. Legal Proceedings involving the Authority;
- xi. Incidents of personal injury or property damage involving the Authority and members of the public.

Such records shall be retained and protected in accordance with all applicable laws and the Records Retention Policy of the Authority as approved by the General Membership from time-to-time.

## 19. Records Available to Public

Records of the Authority shall be made available to the public, subject to requirements of the *Municipal Freedom of Information and Protection of Personal Privacy Act* (MFIPPA).

## 20. By-law Review

In accordance with the Act, these by-laws shall be reviewed by the Authority to ensure the by-laws are in compliance with the Act and any other relevant law. The General Membership shall review the by-laws every four years to ensure best management practices in governance are being followed to comply with Section 19.1 of the Act.

## 21. By-law Available to Public

In accordance with the Act, the Authority shall make its by-laws available to the public on the Authority's website. By-laws shall also be available for review by any member of the public at the Authority's administration centre or provided in alternative formats, in accordance with the *Accessibility for Ontarians with Disabilities Act*, if requested by interested parties.

## 22. Enforcement of By-laws and Policies

The Members shall respect and adhere to all applicable by-laws and policies (for example, the Member Code of Conduct and Member Conflict of Interest Policy). The Authority may take reasonable measures to enforce its by-laws and policies, including the enforcement mechanisms under the *Municipal Act* or the *Municipal Conflict of Interest Act*. The procedure for enforcement shall include:

- i. An investigation will be conducted regarding the alleged breach;
- ii. An opportunity will be provided to the affected Member to respond to the allegation;
- iii. The findings of the investigation and the affected Member's response will be communicated to the General Membership in a closed meeting;
- iv. The appointing municipality shall be notified of the outcome of the investigation

### **23. Indemnification of Members, Officers and Employees**

The Authority undertakes and agrees to indemnify and save harmless its Members, Officers and Employees and their heirs and legal representatives, respectively, from and against all costs, charges and expenses, including all amounts paid to settle an action or satisfy any judgement, reasonably incurred by any such Member, Officer or Employee in respect of any civil, criminal or administrative action or proceeding to which any such Member, Officer or Employee is made a party by reason of being a Member, Officer or Employee of the Authority (except in respect of an action by or on behalf of the Authority to procure a judgment in its favour) if;

- Such Member, Officer or Employee acted honestly, in good faith with a view to the best interests of the Authority and within the scope of such Member's, Officer's or Employee's duties and responsibilities, and,
- In the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty that such Member, Officer or Employee had reasonable grounds for believing that the conduct was lawful.

## C. Meeting Procedures

The Meeting Procedures below governing the procedure of the Authority shall be observed in committee and Advisory Board meetings, as far as they are applicable, and the words committee or Advisory Board may be substituted for the word Authority as applicable.

### 1. Rules of Procedure

In all matters of procedure not specifically dealt with under the Act and this By-law, the current edition of Robert's Rules of Order shall be binding.

The Authority may choose to conduct its business as a committee of the whole.

### 2. Notice of Meeting

The General Membership shall approve a schedule for regular meetings in advance. The Secretary-Treasurer shall send Notice of regular meetings to all Members at least five calendar days in advance of a meeting. Notice of all regular or special meetings of the General Membership or its committees shall be made available to the public as soon as possible after its delivery to General Membership.

Notice of any meeting shall indicate the time and place of that meeting and the agenda for the meeting.

All material and correspondence to be dealt with by the Authority at a meeting will be submitted to the Secretary-Treasurer 14 days in advance of the meeting where it is to be dealt with, if it is to be included in the published agenda, or two days if it is to be introduced at the meeting.

The Chair may, at his/her pleasure, call a special meeting of the Authority as necessary on three calendar days notice in writing or email. That notice shall state the business of the special meeting and only that business shall be considered at that special meeting. Any Member, with 50% support of the other Members, may also request the Chair to call a meeting of the Authority and the Chair will not refuse.

The Chair or the Secretary-Treasurer may, by notice in writing or email delivered to the Members so as to be received by them at least 24 hours before the hour appointed for the meeting, postpone or cancel any meeting until the next regularly scheduled meeting date.

The Chair or the Secretary-Treasurer may, if it appears that a storm or like occurrence will prevent the Members from attending a meeting, postpone that meeting by advising as many Members as can be reached. Postponement shall not be for any longer than the next regularly scheduled meeting date.

### 3. Meetings Open to Public

All meetings of the General Membership and its committees shall be open to the public.

A meeting or part of a meeting may be closed to the public if the subject matter being considered is identified in the closed meeting section of the Agenda and the subject matter meets the criteria for a closed meeting as defined in this by-law.

### 4. Agenda for Meetings

Authority staff, under the supervision of the Secretary-Treasurer and in consultation with the Chair, shall prepare an agenda for all regular meetings of the Authority that shall include, but not necessarily be limited to, the following headings:

- Agenda Review
- Adoption of Agenda
- Declaration of Interest
- Approval of Minutes of Previous Meeting
- Business Arising from Minutes
- Staff Reports / Activity Reports
- Meetings: Past and Upcoming
- Member Inquiries
- New Business
- Closed Session
- Adjournment

The agenda for special meetings of the Authority shall be prepared as directed by the Chair.

Agendas for meetings shall be forwarded to all Members at least five calendar days in advance of the meeting. Such agendas shall be made available to the public on the Authority's website at the same time, unless the meeting is closed to the public in accordance with this by-law. Such agendas shall also be available in alternative formats, in accordance with the *Accessibility for Ontarians with Disabilities Act*, if requested by interested parties.

## 5. Quorum

At any meeting of the General Membership, a quorum consists of one-half of the Members appointed by the Participating Municipalities, except where there are fewer than six such Members, in which case three such Members constitute a quorum. At any Executive Committee, Advisory Board or committee meeting, a quorum consists of one-half of the Members of the Executive Committee, Advisory Board or committee.

If there is no quorum within one half hour after the time appointed for the meeting, the Chair for the meeting shall declare the meeting adjourned due to a lack of a quorum, or shall recess until quorum arrives, and the recording secretary shall record the names of the Members present and absent.

If during an Authority or Advisory Board or Committee meeting a quorum is lost, then the Chair shall declare that the meeting shall stand recessed or adjourned, until the date of the next regular meeting or other meeting called in accordance with the provisions of this by-law. Agenda items including delegations present may be covered and presented and issues discussed, but no formal decisions may be taken by the remaining Members which do not constitute a quorum.

Where the number of Members who are disabled from participating in a meeting due to the declaration of a conflict of interest is such that at that meeting the remaining Members are not of sufficient number to constitute a quorum, the remaining number of Members shall be deemed to constitute a quorum, provided such number is not less than two.

## 6. Order of Business

The business of the Authority shall be taken up in the order in which it stands on the agenda unless otherwise decided by a majority of those Members present.

No Member shall present any matter to the Authority for its consideration unless the matter appears on the agenda for the meeting of the Authority or leave is granted to present the matter by the affirmative vote of a majority of the Members present.

## **7. Debate**

The Authority shall observe the following procedures for discussion/debate on any matter coming before it:

- a) A Member shall be recognized by the Chair prior to speaking;
- b) Where two or more Members rise to speak, the Chair shall designate the Member who has the floor, who shall be the Member who in the opinion of the Chair was first recognized;
- c) All questions and points of discussion shall be directed through the Chair;
- d) Where a motion is presented, it shall be moved and seconded before debate;
- e) No Member shall speak more than once to the same question without leave from the Chair, except in explanation of a material part of the speech;
- f) No Member shall speak more than five minutes without leave of the Chair;
- g) Any Member may ask a question of the previous speaker through the Chair;
- h) The Member who has presented a motion, other than a motion to amend or dispose of a motion, may speak again to the motion immediately before the Chair puts the motion to a vote;
- i) When a motion is under debate, no motion shall be received other than a motion to amend, to defer action, to refer the question, to take a vote, to adjourn, or to extend the hour of closing the proceedings;
- j) When a motion is under consideration, only one amendment is permitted at a time.

## **8. Matters of Precedence**

The following matters shall have precedence over the usual order of business:

- a) A point of order;
- b) Matter of privilege;
- c) A matter of clarification;
- d) A motion to suspend a rule of procedure or to request compliance with the rules of procedure;
- e) A motion that the question be put to a vote;
- f) A motion to adjourn.

## **9. Members' Attendance**

The Authority shall provide a listing of Members' attendance at scheduled meetings of the Authority to the Participating Municipalities at least annually.

Upon a Member's vacancy due to death, incapacity or resignation occurring in any office of the Authority, the Authority shall request the municipality that was represented by that Member appoint a Member replacement.

If a Member is unable to attend any meeting and wishes to bring any additional information or opinion pertaining to an agenda item to the General Membership, the Member shall address in writing or email to the Chair or Secretary-Treasurer such correspondence prior to the start of the meeting. The correspondence shall be read aloud by the Secretary-Treasurer without comment or explanations.

## 10. Electronic Participation

During any circumstance that may prevent some or all of the General Membership from meeting in person, Members may participate in a meeting electronically when it is deemed appropriate by the Authority to do so.

A Member participating electronically shall have the ability to:

- Register a vote;
- Be counted towards determining quorum; and
- Participate in meetings closed to the public.

When participating electronically, Members shall participate by telephonic or other electronic means that permits all participants to communicate adequately with each other during the meeting.

When meeting electronically, the Authority shall implement best practices to make meetings of the Authority open to the public in accordance with Subsection 15(3) of the Act. Where possible, the Authority will provide for alternative means for the public to participate in meetings electronically.

During any circumstance that may prevent the General Membership from meeting in person, any date or timeline requirement established under any Section in this By-law may be postponed until such time as the General Membership can reasonably address the issue.

Any hearing or appeal dealt with in this By-law may be conducted electronically with provisions for applicants and their agents to participate if the Authority decides to hold any such hearing or appeal.

## 11. Delegations

Any person or organization who wishes to address the Authority may make a request in writing or email to the Secretary-Treasurer. The request should include a brief statement of the issue or matter involved and indicate the name of the proposed speaker(s). If such request is received 14 days in advance of a scheduled meeting, the delegation shall be listed on the published agenda.

Any person or organization requesting an opportunity to address the Authority, but not having made a written request to do so in the timelines specified above, may appear before the meeting if approved by a majority of Members present, or shall be listed on the published agenda for the following meeting.

Any person or organization who wishes to address the Authority regarding an item on the published agenda may make a request in writing or email to the Secretary-Treasurer. The request should indicate the agenda item to be addressed and the name of the proposed speaker(s). If such request is received two days in advance of a scheduled meeting, the delegation shall be permitted.

Any person or organization requesting an opportunity to address the Authority regarding an item on the published agenda, but not having made a written request to do so in the timelines specified above, may appear before the meeting if approved by a majority of Members present. Delegations shall provide twenty-three copies of any handouts and one

electronic copy of any electronic presentation to the Secretary-Treasurer 15 minutes prior to the start of the meeting.

Except by leave of the Chair or appeal by the leave of the meeting, delegations shall be limited to one (1) speaker for not more than 10 minutes.

Speakers will be requested not to repeat what has been said by previous speakers at the meeting. A returning delegation will only be allowed to speak again if new, relevant information has become available since their previous presentation. The Chair may choose to end a returning delegation's presentation if, in the opinion of the Chair, the new information being presented is not relevant to a decision facing the General Membership.

## **12. Annual Meeting**

The Authority shall designate one meeting of the General Membership each year as the annual meeting and shall include the following items on the agenda, in addition to the normal course of business:

- Appointment of auditor
- Appointment of solicitor(s)
- Appointment of signing officers

## **13. Meetings with Closed "In Camera" Sessions**

Every meeting of the General Membership, Executive Committee, Advisory Board or other committee, if applicable, shall be open to the public as per Section 15(3) of the Act, subject to the exceptions set out below. Meetings may be closed to the public if the subject matter being considered relates to:

- a) The security of the property of the Authority;
- b) Personal matters about an identifiable individual, including employees of the Authority;
- c) A proposed or pending acquisition or disposition of land by the Authority;
- d) Labour relations or employee negotiations;
- e) Litigation or potential litigation, including matters before administrative tribunals (e.g. Local Planning Appeal Tribunal), affecting the Authority;
- f) Advice that is subject to solicitor-client privilege;
- g) A matter in respect of which the General Membership, Executive Committee, Advisory Board or committee or other body may hold a closed meeting under another act;
- h) Information explicitly supplied in confidence to the Authority by Canada, a province or territory or a Crown agency of any of them;
- i) A trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the Authority, 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;
- j) A trade secret or scientific, technical, commercial or financial information that belongs to the Authority and has monetary value or potential monetary value; or
- k) A position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Authority.

The Authority shall close a meeting if the subject matter relates to the consideration of a request under MFIPPA. The General Manager is the head of an institution for the purposes of MFIPPA.

Before holding a meeting or part of a meeting that is to be closed to the public, the Members shall state by resolution during the open session of the meeting that there will be a meeting closed to the public and the general nature of the matter to be considered at the closed meeting. Once matters have been dealt with in a closed meeting, the General Membership shall reconvene in an open session.

The General Membership shall not vote during a meeting that is closed to the public, unless:

- a) The meeting meets the criteria outlined in this by-law to be closed to the public; and
- b) The vote is for a procedural matter or for giving directions or instructions to Officers, employees or agents of the Authority.

Any materials presented to the General Membership during a closed meeting shall be returned to the Secretary-Treasurer prior to departing from the meeting and shall be treated in accordance with the Authority's procedures for handling confidential material.

A meeting of the Authority, Executive Committee, Advisory Board or other committee may also be closed to the public if:

- a) The meeting is held for the purpose of educating or training the Members, and
- b) At the meeting, no Member discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the authority, the Executive Committee, Advisory Board or other committee.

#### 14. Voting

In accordance with Section 16 of the Act:

- a) Each Member, including the Chair, is entitled to one vote, and
- b) A majority vote of the Members present at any meeting is required upon all matters coming before the meeting.

If any Member who is qualified to vote abstains from voting, they shall be deemed to have voted neither in favour nor opposed to the question, which will not alter the number of votes required for a majority.

On a tie vote, the motion is lost.

Interrelated motions shall be voted on in the order specified in Robert's Rules of Order.

Unless a Member requests a recorded vote, a vote shall be by a show of hands or such other means as the Chair may call.

If a Member present at a meeting at the time of the vote requests immediately before or after the taking of the vote that the vote be recorded, each Member present taken by alphabetical surname with the Chair voting last, except a Member who is disqualified from voting by any Act, shall announce his or her vote openly answering "yes" or "no" to the question, and the Secretary-Treasurer shall record each vote.

At the meeting of the Authority at which the Non-Matching Levy is to be approved, the Secretary-Treasurer shall conduct the vote to approve of Non-Matching Levy by a Weighted Majority of the Members present and eligible to vote, in accordance with Ontario Regulation 139/96 with the weighting for the City of Ottawa capped at 50%.

Where a question under consideration contains more than one item, upon the request of any Member, a vote upon each item shall be taken separately.

Except as provided in Section B, Paragraph 6 of this By-law (Election of Chair and Vice-Chair), no vote shall be taken by ballot or by any other method of secret voting, and every vote so taken is of no effect.

### **15. Notice of Motion**

Written notice of motion to be made at an Authority, Executive Committee, Advisory Board or committee meeting may be given to the Secretary-Treasurer by any Member of the Authority not less than seven business days prior to the date and time of the meeting and shall be forthwith placed on the agenda of the next meeting. The Secretary-Treasurer shall include such notice of motion in full in the agenda for the meeting concerned.

Recommendations included in reports of Advisory Boards or committees that have been included in an agenda for a meeting of the General Membership or Executive Committee (if applicable), shall constitute notice of motion for that meeting.

Recommendations included in staff reports that have been included in an agenda for a meeting of the General Membership or Executive Committee (if applicable), shall constitute notice of motion for that meeting.

Notwithstanding the foregoing, any motion or other business may be introduced for consideration of the Authority provided that it is made clear that to delay such motion or other business for the consideration of an appropriate Advisory Board or committee would not be in the best interest of the Authority and that the introduction of the motion or other business shall be upon an affirmative vote of a majority of the Members of the Authority present.

### **16. Duties of the Meeting Chair**

It shall be the duty of the Chair, with respect to any meetings over which he/she presides, to:

- a) Preserve order and decide all questions of order, subject to appeal; and without argument or comment, state the rule applicable to any point of order if called upon to do so;
- b) Ensure that the public in attendance does not in any way interfere or disrupt the proceedings of the Members;
- c) Ask any individual that is disrupting the proceedings of the Members to leave;
- d) Adjourn the meeting without question, in the case of grave disorder arising in the meeting room;
- e) Receive and submit to a vote all motions presented by the Members, which do not contravene the rules of order or regulations of the Authority;
- f) Decline to put to a vote motions which infringe upon the rules of procedure, or which are beyond the jurisdiction of the Authority;
- g) Enforce on all occasions the observance of order and decorum among the Members;
- h) Announce the results of the vote on any motions so presented;
- i) Adjourn the meeting when business is concluded.

### **17. Conduct of Members**

Members shall maintain a high standard for conduct and at all times comply with applicable laws and the Authority's Member Code of Conduct (Appendix 1).

No Member at any meeting of the Authority shall:

- a) Speak in a manner that is discriminatory in nature based on an individual's race, ancestry, place of origin, citizenship, creed, gender, sexual orientation, age, colour, marital status, family status or disability;
- b) Leave their seat or make any noise or disturbance while a vote is being taken or until the result is declared;
- c) Interrupt a Member while speaking, except to raise a point of order or a question of privilege;
- d) Speak disrespectfully or use offensive words against the Authority, the Members, staff, or any member of the public;
- e) Speak beyond the question(s) under debate;
- f) Resist the rules of order or disobey the decision of the Chair on the questions or order or practices or upon the interpretation of the By-laws.

### 18. Polls

Polls of Members may be undertaken with permission from the Chair for items of business considered to be urgent or an emergency and where it is considered impractical to convene a special meeting. Such polls may be conducted via conferencing methods (e.g. teleconference) or individual notices (e.g. electronic survey methods).

### 19. Minutes of Meetings

The Secretary-Treasurer shall undertake to have a recording secretary in attendance at meetings of the Authority, Executive Committee, Advisory Boards or committees. The recording secretary shall make a record in the form of minutes of the meeting proceedings and in particular shall record all motions considered at the meeting.

If a recording secretary is not present in a closed session, the Secretary-Treasurer shall take notes of any direction provided, for endorsement by the Chair and Vice-Chair.

Minutes of all meetings shall include the time and place of the meeting and a list of those present and shall state all motions presented together with the mover and seconder and voting results.

The Secretary-Treasurer or designate shall include draft minutes of the previous meeting available to each Member of the Authority at the same time as agendas for the next meeting are distributed.

After the minutes have been approved by resolution, original copies shall be signed by the Chair and Secretary-Treasurer and copies of all non-confidential minutes shall be posted on the Authority's website. Such minutes shall also be available for review by any member of the public at the Authority's administration centre or provided in alternative formats, in accordance with the *Accessibility for Ontarians with Disabilities Act*, if requested by interested parties.

## D. Approval of By-law

The following motion was passed at the Authority meeting of September 27, 2018:

**Motion: 3-180927**

Moved by: Sharon Mousseau

Seconded by: Judy Brown

That the Board of Directors of the Rideau Valley Conservation Authority repeal RVCA's *Administrative Resolutions and Procedures for Board Meetings* and adopt By-Law No. 1 (Administrative By-Law) including Appendices 1, 2, 3, 4-A and 4-B (Member Code of Conduct, Member Conflict of Interest Policy, Procedure for Election of Officers, Terms of Reference for Executive Committee and Terms of Reference for Audit Committee).

**CARRIED**

The following motion was passed at the Authority meeting of April 25, 2019:

**Motion: 2-190425**

Moved by: George Darouze

Seconded by: Anne Robinson

THAT the Board of Directors of the Rideau Valley Conservation Authority approve the attached revised Terms of Reference for the RVCA's Executive Committee which is Appendix 4-A of RVCA's By-law No. 1 (Administrative Bylaw).

**CARRIED**

## E. Appendices to the Administrative By-law

### Appendix 1 – Member Code of Conduct

#### 1. Background

The Rideau Valley Conservation Authority demands a high level of integrity and ethical conduct from its General Membership. The Authority's reputation has relied upon the good judgement of individual Members. A written Code of Conduct helps to ensure that all Members share a common basis for acceptable conduct. Formalized standards help to provide a reference guide and a supplement to legislative parameters within which Members must operate. Further, they enhance public confidence that Members operate from a base of integrity, justice and courtesy.

The Member Code of Conduct is a general standard. It augments the laws which govern the behaviour of Members, and it is not intended to replace personal ethics.

This Member Code of Conduct will also assist Members in dealing with confronting situations not adequately addressed or that may be ambiguous in Authority resolutions, regulations, or policies and procedures.

#### 2. General

All Members, whether municipal councillors or appointed representatives of a municipality, are expected to conduct themselves in a manner that reflects positively on the Authority.

All Members shall serve in a conscientious and diligent manner. No Member shall use the influence of office for any purpose other than for the exercise of his/her official duties.

It is expected that Members adhere to a Code of Conduct that:

- i. Upholds the mandate, vision and mission of the Authority;
- ii. Considers the Authority's jurisdiction in its entirety, including their appointing municipality;
- iii. Respects confidentiality;
- iv. Approaches all Authority issues with an open mind, with consideration for the organization as a whole;
- v. Exercises the powers of a Member when acting in a meeting of the Authority;
- vi. Respects the democratic process and respects decisions of the General Membership, Executive Committee, Advisory Boards and other committees;
- vii. Declares any direct or indirect pecuniary interest or conflict of interest when one exists or may exist; and
- viii. Conducts oneself in a manner which reflects respect and professional courtesy and does not use offensive language in or against the Authority or against any Member or any Authority staff.

#### 3. Gifts and Benefits

Members shall not accept fees, gifts, hospitality or personal benefits that are connected directly or indirectly with the performance of duties, except compensation authorized by law.

#### **4. Confidentiality**

The Members shall be governed at all times by the provisions of the *Municipal Freedom and Information and Protection of Privacy Act*.

All information, documentation or deliberations received, reviewed, or taken in a closed meeting are confidential.

Members shall not disclose or release by any means to any member of the public, either in verbal or written form, any confidential information acquired by virtue of their office, except when required by law to do so.

Members shall not permit any persons, other than those who are entitled thereto, to have access to information which is confidential.

In the instance where a Member vacates their position on the General Membership they will continue to be bound by MFIPPA requirements.

Particular care should be exercised in protecting information such as the following:

- i. Human Resources matters;
- ii. Information about suppliers provided for evaluation that might be useful to other suppliers;
- iii. Matters relating to the legal affairs of the Authority;
- iv. Information provided in confidence from an Aboriginal community, or a record that if released could reasonably be expected to prejudice the conduct of relations between an Aboriginal community and the Authority;
- v. Sources of complaints where the identity of the complainant is given in confidence;
- vi. Items under negotiation;
- vii. Schedules of prices in tenders or requests for proposals;
- viii. Appraised or estimated values with respect to the Authority's proposed property acquisitions or dispositions;
- ix. Information deemed to be "personal information" under MFIPPA.

The list above is provided for example and is not exhaustive.

#### **5. Use of Authority Property**

No Member shall use for personal purposes any Authority property, equipment, supplies, or services of consequence other than for purposes connected with the discharge of Authority duties or associated community activities of which the Authority has been advised.

#### **6. Work of a Political Nature**

No Member shall use Authority facilities, services or property for his/her election or re-election campaign to any position or office within the Authority or otherwise.

#### **7. Conduct at Authority Meetings**

During meetings of the Authority, Members shall conduct themselves with decorum. Respect for delegations and for fellow Members requires that all Members show courtesy and not distract from the business of the Authority during presentations and when others have the floor.

## **8. Influence on Staff**

Members shall be respectful of the fact that staff work for the Authority as a whole and are charged with making recommendations that reflect their professional expertise and corporate perspective, without undue influence.

## **9. Business Relations**

No Member shall borrow money from any person who regularly does business with the Authority unless such person is an institution or company whose shares are publicly traded and who is regularly in the business of lending money.

No Member shall act as a paid agent before the Authority, the Executive Committee or an Advisory Board or committee of the Authority, except in compliance with the terms of the *Municipal Conflict of Interest Act*.

## **10. Encouragement of Respect for the Authority and its Regulations**

Members shall represent the Authority in a respectful way and encourage public respect for the Authority and its Regulations.

## **11. Harassment**

It is the policy of the Authority that all persons be treated fairly in the workplace in an environment free of discrimination and of personal and sexual harassment. Harassment of another Member, staff or any member of the public is misconduct. Members shall follow the Authority's Workplace Violence and Harassment Policy as approved from time-to-time.

Examples of harassment that will not be tolerated include: verbal or physical abuse, threats, derogatory remarks, jokes, innuendo or taunts related to an individual's race, religious beliefs, colour, gender, physical or mental disabilities, age, ancestry, place of origin, marital status, source of income, family status or sexual orientation. The Authority will also not tolerate the display of pornographic, racist or offensive signs or images; practical jokes that result in awkwardness or embarrassment; unwelcome invitations or requests, whether indirect or explicit and any other prohibited grounds under the provisions of the *Ontario Human Rights Code*.

## **12. Breach of Member Code of Conduct**

Should a Member breach the Code of Conduct, they shall advise the Chair in writing, with a copy to the Secretary-Treasurer, as soon as possible after the breach.

Should a Member allege that another Member has breached the Code of Conduct, the said breach shall be communicated to the Chair in writing, with a copy to the Secretary-Treasurer. In the absence of the Chair, or if a Member alleges that the Chair has breached the Code of Conduct, the said breach shall be communicated to the Vice-Chair in writing, with a copy to the Secretary-Treasurer.

Should a member of the public or a municipality allege that a Member has breached the Code of Conduct, the party making the allegation will be directed to follow the notification procedure outlined above.

Any breach, or alleged breach, of the Code of Conduct shall be investigated in accordance with the Enforcement of By-laws and Policies procedure outlined or referred to in the Authority's Administrative By-law.

## Appendix 2 – Member Conflict of Interest Policy

### 1. *Municipal Conflict of Interest Act*

The Authority Members commit themselves and the Authority to ethical, businesslike, and lawful conduct when acting as the General Membership. The Authority is bound by the *Municipal Conflict of Interest Act*. This appendix to the by-law is intended to assist Members in understanding their obligations. Members are required to review the *Municipal Conflict of Interest Act* on a regular basis.

### 2. *Disclosure of Pecuniary Interest*

Where a Member, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a meeting of the Authority, Executive Committee, Advisory Board or committee at which the matter is the subject of consideration, the Member:

- a) Shall, prior to any consideration of the matter at the meeting, disclose the pecuniary interest and the general nature thereof;
- b) Shall not take part in the discussion of, or vote on any question in respect of the matter; and,
- c) Shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

### 3. *Chair's Conflict of Interest or Pecuniary Interest*

Where the Chair of a meeting discloses a conflict of interest with respect to a matter under consideration at a meeting, another Member shall be appointed to chair that portion of the meeting by Resolution.

### 4. *Closed Meetings*

Where a meeting is not open to the public, a Member who has declared a conflict of interest shall leave the meeting for the part of the meeting during which the matter is under consideration.

### 5. *Member Absent*

Where the interest of a Member has not been disclosed by reason of their absence from the particular meeting, the Member shall disclose their interest and otherwise comply at the first meeting of the Authority, Executive Committee, Advisory Board or Committee, as the case may be, attended by them after the particular meeting.

### 6. *Disclosure Recorded in Minutes*

The recording secretary shall record in reasonable detail the particulars of any disclosure of conflict of interest or pecuniary interest made by Members and whether the Member withdrew from the discussion of the matter. Such record shall appear in the minutes/notes of that particular meeting of the General Membership, Executive Committee, Advisory Board or committee, as the case may be.

### 7. *Breach of Member Conflict of Interest Policy*

Should a Member breach the Conflict of Interest Policy, they shall advise the Chair in writing, with a copy to the Secretary-Treasurer, as soon as possible after the breach.

Should a Member allege that another Member has breached the Conflict of Interest Policy, the said breach shall be communicated to the Chair in writing, with a copy to the Secretary-Treasurer.

In the absence of the Chair, or if a Member alleges that the Chair has breached the Conflict of Interest Policy, the said breach shall be communicated to the Vice-Chair in writing, with a copy to the Secretary-Treasurer.

Should a member of the public or a municipality allege that a Member has breached the Conflict of Interest Policy, the party making the allegation will be directed to follow the notification procedure outlined above.

Any breach, or alleged breach, of the Conflict of Interest Policy shall be investigated in accordance with the Enforcement of By-laws and Policies procedure outlined or referred to in the Authority's Administrative By-law.

## Appendix 3 – Procedure for Election of Officers

### 1. Voting

Voting shall be by secret ballot and no Members may vote by proxy.

### 2. Acting Chair

The General Membership shall appoint a person, who is not a voting Member, as Acting Chair or Returning Officer, for the purpose of Election of Officers.

### 3. Scrutineer(s)

The appointment of one or more scrutineers is required for the purpose of counting ballots, should an election be required. All ballots shall be destroyed by the scrutineers afterwards. The Acting Chair shall call a motion for the appointment of one or more persons, who are not Members of the Authority, to act as scrutineers.

### 4. Election Procedures

The Acting Chair shall advise the Members that the election will be conducted in accordance with the Act as follows:

- a) The elections shall be conducted in the following order:
  - i. Election of the Chair, who shall be a Member of the Authority
  - ii. Election of the Vice-chair, who shall be a Member of the Authority.
- b) The Acting Chair shall ask for nominations to each position;
- c) Only current Members of the Authority who are present may vote;
- d) Nominations shall be called three (3) times and will only require a mover;
- e) The closing of nominations shall require both a mover and a seconder;
- f) Each Member nominated shall be asked to accept the nomination. The Member must be present to accept the nomination unless the Member has advised the Secretary-Treasurer in writing or by email in advance of the election of their willingness to accept the nomination.

If one Nominee:

- g) If only one nominee, the individual shall be declared into the position by acclamation.

If More than One Nominee:

- h) In the event of an election, each nominee shall be permitted not more than three (3) minutes to speak for the office, in the order of the alphabetical listing by surnames.
- i) Upon the acceptance by nominees to stand for election to the position of office, ballots shall be distributed to the Members by the scrutineers for the purpose of election and the Acting Chair shall ask the Members to write the name of one individual only on the ballot.
- j) The scrutineers shall collect the ballots, leave the meeting to count the ballots, return and advise the Acting Chair who was elected with more than 50% of the vote.

A majority vote shall be required for election. If there are more than two nominees, and upon the first vote no nominee receives the majority required for election, the name of the person with the least number of votes shall be removed from further consideration for the office and new ballots shall be distributed. In the case of a vote where no nominee receives the majority required for election and where two or more nominees are tied with the least number of votes, a special vote shall be taken to decide which one of such tied nominees' names shall be dropped from the list of names to be voted on in the next vote.

Should there be a tie vote between two remaining candidates, new ballots shall be distributed and a second vote held. Should there still be a tie after the second ballot a third vote shall be held. Should there be a tie after the third vote, the election of the office shall be decided by lot drawn by the Acting Chair or designate.

## Appendix 4-A – Terms of Reference for Executive Committee

### 1. Purpose

The Authority shall maintain a standing Executive Committee to:

- Hold hearings under Section 28 of the Act. The Executive Committee shall evaluate the information presented at a hearing by both Conservation Authority staff and the applicant and decide whether the application will be approved with or without conditions or refused, or if a permit will be cancelled. Applicants can appeal decisions of the Executive Committee to the Minister.
- Undertake an annual performance appraisal of the General Manager / Secretary-Treasurer. The Executive Committee shall work collaboratively with the General Manager / Secretary-Treasurer to set annual performance objectives and then review the General Manager / Secretary-Treasurer's performance in achieving those objectives.

### 2. Membership

The Executive Committee shall consist of the Chair, Vice-Chair and three other Members, such that the Committee is comprised of at least one Member from the City of Ottawa. The Chair and Vice-Chair of the Authority shall be the Chair and Vice-Chair of the Executive Committee in accordance with Section 19(2) of the Act.

Appointment of Members to the Executive Committee shall be made by the Chair, subject to approval by the General Membership.

The Authority shall appoint an Executive Committee at the Annual meeting of the General Membership each year.

### 3. Meeting Procedures

Resolutions and policies governing the operation of the Authority shall be observed in all Executive Committee meetings.

The Executive Committee shall hold hearings in accordance with the Authority's Rules of Procedure for hearings as approved by the General Membership from time-to-time as well as other applicable laws including the *Statutory Powers Procedure Act* under which the Executive Committee is considered an Administrative Tribunal.

### 4. Frequency of Meetings

Meetings shall generally be held the second Thursday of the month as required.

## Appendix 4-B – Terms of Reference for Audit Committee

### **1. Purpose**

The Authority shall maintain a standing Audit Committee to ensure adequate financial systems, internal controls and reporting are in place for financial soundness of the Authority, to meet annually with the auditors before the General Membership receives and approves the Financial Statements and Report of the Auditor for the preceding year, and to address other specific financial matters as required.

The Audit Committee shall report to the General Membership, presenting any recommendations made by the Committee.

### **2. Membership**

The Audit Committee shall consist of the Chair, Vice-Chair and three other Members, such that the Committee is comprised of at least one Member from the City of Ottawa. The Chair and Vice-Chair of the Authority shall be the Chair and Vice-Chair of the Audit Committee.

Appointment of Members to the Audit Committee shall be made by the Chair, subject to approval by the General Membership.

The Authority shall appoint an Audit Committee at the Annual meeting of the General Membership each year.

### **3. Meeting Procedures**

Resolutions and policies governing the operation of the Authority shall be observed in all Audit Committee meetings.

### **4. Frequency of Meetings**

Meetings shall be held at the call of the Chair. The Committee shall normally meet in February or March with the Auditors to review draft Financial Statements and Report of the Auditor, and thereafter as required.



**9.0 2021 Budget and Workplan Preliminary Discussion  
Report #: 4-200924**

To: RVCA Board of Directors  
From: Sommer Casgrain-Robertson  
General Manager / Secretary-Treasurer  
Date: September 16, 2020

<input type="checkbox"/>	For Information
<input checked="" type="checkbox"/>	For Direction
<input type="checkbox"/>	For Adoption
<input type="checkbox"/>	Attachment – page

---

**Purpose**

To have a preliminary discussion about the preparation of RVCA’s 2021 workplan and budget and seek high level direction from the Board of Directors.

**Background**

Each fall, the RVCA prepares an annual budget and workplan for the coming year based on priorities from our Strategic Plan and other guidance documents.

- September – staff outline key budget and workplan considerations for the coming year and seek high level direction from the Board
- October – staff present a preliminary draft budget and workplan for Board review and input
- November – staff present a revised draft budget and workplan for Board consideration. If approved for circulation, this draft budget and workplan is circulated to all member municipalities for review and comment. Presentations to council are also offered.
- February – all comments received from municipalities are considered by the Board before approving a budget at their February meeting.

**Analysis**

Heading into 2021, conservation authorities are monitoring a number of factors that could affect workplans and budgets. Key considerations for 2021 that will be expanded upon and discussed at our meeting include:

- Impact of COVID-19 on municipalities and other sectors
- Anticipated legislative and regulatory changes to the *Conservation Authorities Act* from both MNRF (natural hazards work) and MECP (governance, mandate).
- Anticipated implementation of Ontario’s Flooding Strategy stemming from the Provincial Flood Advisor’s Report.
- Continued implementation of Conservation Ontario’s Streamlining and Client Service initiative regarding planning and regulation services

- Continued review of RVCA programs and services to improve efficiency, effectiveness, client service and address priority issues like climate change.
- Factors impacting wages (cost of living, grid movement, payroll taxes and contribution rates for OMERS and benefits).
- Assessment growth in the watershed and direction on fee and municipal levy increases. In recent years, RVCA, MVCA and SNC have implemented an annual increase to their fees of 2% to keep pace with cost of living. They have also implemented an annual increase to their municipal levy of 2% plus assessment growth to keep pace with cost of living and reflect budget direction from Ottawa Council and some surrounding municipalities.

In 2020, RVCA's approved budget totaled \$10,736,338 and was broken down into the following components:

		2019 Budget	2020 Budget
<b>Operating Costs</b>			
	Staffing Costs		
	Salary	\$ 4,521,557	\$ 4,681,787
	Payroll taxes and benefits	\$ 1,232,977	\$ 1,258,118
	Subtotal of Staffing Costs	\$ 5,754,534	\$ 5,939,906
	Non-Labour Operating Costs	\$ 2,981,924	\$ 3,260,356
	Rideau River Ice Management	\$ 675,059	\$ 996,215
	<b>Total Operating Costs</b>	<b>\$ 9,411,517</b>	<b>\$ 10,196,477</b>
<b>Capital Costs</b>			
	Water Control Infrastructure TCA's	\$ 860,000	\$ -
	Other TCA's	\$ 55,000	\$ 45,000
	Reserve Transfers (net)	\$ 199,018	\$ 239,293
	Office Building Debenture Repayment	\$ 274,667	\$ 255,568
	<b>Total Capital Costs</b>	<b>\$ 1,388,685</b>	<b>\$ 539,861</b>
<b>Total</b>		<b>\$ 10,800,202</b>	<b>\$ 10,736,338</b>

### **Input from Other Sources**

A draft budget and workplan is circulated to all member municipalities in November for review and comment prior to the board considering the budget for approval in February. RVCA also offers to attend a meeting of council to present the draft budget and answer questions.

### **Financial Considerations**

The annual budget sets revenues and expenditures for all RVCA programs and services and sets the general and special levies for municipalities. Actual expenditures and revenues are tracked throughout the year by managers and reported on three to four times a year to the Board.

### **Legal Considerations**

RVCA prepares an annual budget and municipal levies in accordance with:

- *Conservation Authorities Act*, R.S.O. 1990, c. C.27
- O. Reg. 670/00: Conservation Authority Levies
- O. Reg. 139/96: Municipal Levies

### **Adherence to RVCA Policy**

RVCA prepares an annual budget in accordance with its Administrative By-law.

### **Link to Strategic Plan**

RVCA's annual budget and workplan are designed to support the implementation of multiple priority actions in its Strategic Plan.

### **Attachments**