



**BOARD OF DIRECTORS & COMMITTEES**

**POLICY & PROCEDURE**

<b>NUMBER: FA-2</b>	<b>Page 1 of 20</b>
<b>CROSS REFERENCE:</b> Advisory Committees FA-1; Purchasing Policy; Expenses Policy	
<b>RECOMMENDED BY:</b> BOD - previously named Administration Regulations, original date u/k	
<b>REVISED BY:</b> Exec. Comm., July 26, 2002 Exec. Comm. Oct. 23/09	
<b>SUBJECT: BOARD OF DIRECTORS ADMINISTRATION REGULATIONS</b>	
<b>POSITION RESPONSIBLE:</b> Board of Directors, CAO/Secretary-Treasurer	<b>APPROVED BY BOD</b> <b>DATE: Nov. 27/09</b>

**PURPOSE:**

Section 30 of the *Conservation Authorities Act, RSO, 1990*, Chapter 27, requires that every Conservation Authority shall make regulations as follows:

- a) providing for the calling of meetings of the Authority and prescribing the procedures at those meetings;
- b) prescribing the powers and duties of the secretary-treasurer;
- c) designating and empowering officers to sign contracts, agreements and other documents on behalf of the authority;
- d) delegating all or any of its powers to the Executive Committee except, (i) the termination of the services of the 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.

**REGULATIONS**

**DEFINITIONS**

**Advisory Committees** shall mean a Committee of Members established at the Annual Meeting from among the members, to study, consider and report back and make recommendations to the Members and Executive Committee on any subject over which the Authority has jurisdiction (refer to FA-1 P&P).

**Annual Meeting** shall be the annual meeting to complete past year's business; for annual elections and appointments; and to start current year's business

**Authority** shall mean the Nottawasaga Valley Conservation Authority

**Board of Directors** shall mean members of the 18 watershed municipalities appointed by the watershed municipality and forming a Board of Directors according to the population of the municipality

**Chair** shall mean the Chairperson elected by the Board of Directors

**Executive Committee** shall mean the Nottawasaga Valley Conservation Authority Executive Committee elected by the Board of Directors

**Member(s)** shall mean a Board member(s) of the Nottawasaga Valley Conservation Authority as appointed by the watershed municipalities

**Past Board Member** shall mean a post NVCA Board Member appointed by the Board of Directors to sit on a specified Committee of the Board

**Past-Chair** shall mean the immediate Past-Chair of the Board of Directors

**Vice-Chair** shall mean the Vice-Chairperson elected by the Board of Directors

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## 1. **BOARD OF DIRECTORS**

1.1 **Membership** of the Nottawasaga Valley Conservation Authority Board of Directors (BOD) includes eighteen (18) municipalities: Adjala-Tosorontio; Amaranth; Barrie; Collingwood; The Blue Mountains; Bradford/West Gwillimbury; Clearview; Essa; Innisfil; Melancthon; Mono; Mulmur; New Tecumseth; Oro-Medonte; Grey Highlands; Shelburne; Springwater; Wasaga Beach.

Membership can be members of Council and/or a community member(s) who reside in the participating municipality in which the authority has jurisdiction. It is the municipality's choice whom they appoint as a member.

Members require a Resolution from Council appointing them to represent their municipality. The appointment should include the duration of the appointment. A maximum duration of appointment is three years at any one time, per *Conservation Authorities Act, Sec. 14(3)*.

### 1.2 **Meetings**

The Board of Directors shall normally meet on the second Friday of a month, or at the call of the Chair.

## 2. **EXECUTIVE COMMITTEE**

2.1 **Membership** of the Executive Committee will consist of seven (7) members of the BOD: the Chair, Vice-Chair, immediate Past-Chair and four Executive Members. In the event that the Past-Chair is no longer an appointed member of the Authority, as outlined in the Conservation Authorities Act R.S.O., 1990, or declines membership on the Executive Committee, the Executive Committee shall consist of the Chair, Vice-Chair and five Executive Committee Members

### 2.2 **Meetings**

The Executive Committee shall normally meet on the fourth Friday of a month at such time and place as the Chair shall decide or at other such times as the Executive Committee shall decide in the event of the Chair's incapacity.

### 2.3 **Resignation or Otherwise**

In the event of a vacancy, by resignation, death or otherwise, by an Executive Committee member, the Board of Directors, shall elect a person to fill the vacant position at the next regularly scheduled meeting of the BOD or at the direction of the BOD.

#### 2.4 **Absent for 50% of Meetings/Notice to Vacate**

In the event that any of the seven members of the Executive Committee is absent for more than 50% of the meetings of the Executive within a consecutive 6 calendar month period, the Executive Committee will notify the BOD, who may, by resolution passed and with 15 days written notice to the member, declare the position of the member vacant, and shall forthwith elect another member to the vacant position in accordance with this section.

##### 2.4.1 **Opportunity to Address the Board**

In the event a member is given notice in accordance with section 2.4, the member shall be given a reasonable opportunity to address the BOD prior to the resolution to declare the position vacant.

##### 2.4.2 **Notify Municipality**

The municipality that the member represents shall also be given notice of the intention of the BOD to declare the position vacant and may by delegation or in writing address the BOD prior to the resolution to declare the position vacant.

##### 2.4.3 **Past-Chair**

In the event that the vacancy in sub-section 2.3 or 2.4 is for the past-Chair, the Board of Directors may either declare the position vacant until the next Annual meeting of the Authority or elect a member to fill the position of the past-Chair.

### 3. **POWERS OF THE BOD & EXECUTIVE COMMITTEE**

Subject to an express intention in this policy to the contrary, the Board of Directors delegate all its powers to the Executive Committee (if applicable):

- a) to oversee the overall general administration of the Authority
- b) to recruit for and recommend the employment of the CAO/Secretary-Treasurer of the Authority to the BOD for approval, who will direct the staff of the Authority to implement approved Authority programs
- c) to enter into contracts or agreements that are necessarily incidental to the erection of works and within the approved budget limits
- d) to purchase the equipment and services necessary for carrying on the work of the Authority within approved budget limits

#### **Except for the following:**

- a) the power to raise money, and set annual budgets
- b) the power to enter into contracts or agreements other than such contracts or agreements as are necessarily incidental to the works approved by the Board of Directors
- c) the establishment/amendment of Authority Policy
- d) the termination of the services of the Chief Administrative Officer/Secretary-Treasurer

#### **4. CHAIR & VICE-CHAIR OF THE AUTHORITY**

The Chair and Vice-Chair of the Authority shall be the Chair and Vice-Chair of the BOD and Executive Committee

##### **4.1 Resignation or Otherwise**

In the event of a vacancy, by death, resignation or otherwise, in the office of the Chair or Vice-Chair, the Board of Directors, shall elect a person to fill the vacant position.

The Board of Directors shall elect that person in accordance with section 6 but said election shall be for the vacant position or positions only and shall not relate to the remaining filled positions of the Executive.

#### **5. MEETINGS**

##### **5.1 Annual Meeting**

An annual meeting shall normally be held on the 2<sup>nd</sup> Friday of January where elections, appointments & annual resolutions for the business of the Authority will take place (see Section 6)

##### **5.2 Meetings of the Board of Directors and the Executive Committee**

Shall be at the call of the Chair, and shall be scheduled before the first meeting of a new year by the Executive Committee and shall include the time and location of the meeting, and shall be forwarded to the Board of Directors before, or at least by, the Annual meeting. The schedule shall be conveyed to municipalities, Ministry of Natural Resources and to local media.

##### **5.3 Special Meetings**

The Chair may, at any time, call a special meeting of the BOD or Executive Committee on seventy-two (72) hours notice; and, shall call a special meeting of the BOD when requested to do so, in writing, by one third of the members.

The notice calling a special meeting of the BOD or Executive Committee shall state the business to be considered and no other business other than that stated in the notice shall be considered at the meeting.

#### **6. ELECTIONS, APPOINTMENTS & RESOLUTIONS AT ANNUAL MEETING**

##### **6.1 Elections**

The election of officers shall be held yearly at the Annual Meeting, and Elections shall be held by secret ballot and no members may vote by proxy.

No member shall be elected to hold more than one office.

A candidate for election may speak for three minutes to the office for which h/she has been nominated.

**The order of procedure for the elections shall be:**

**6.1.1 Election Conductor Procedure – Chair and Vice-Chair**

- 1) The CAO/Secretary-Treasurer will invite someone to act as the Election Conductor and two people to act as Scrutineers for the positions of Chair and Vice-Chair
- 2) The CAO/Secretary-Treasurer will call a motion accepting the Election Conductor and the two Scrutineers

**6.1.2 Election Conductor - Election of Chair**

The Election Conductor will ask for nominations to the position of Chair and upon receipt of a nomination, will ask the nominee if they accept

The Election Conductor will call for nominees THREE times; when none, will call for the nomination of the position of Chair be closed

**If One Nominee**

If only one nominee the individual will be declared Chair by acclamation and election of the Vice-Chair will proceed.

**If More than One Nominee**

If more than one nominee, the Election Conductor will allow the individual(s) three minutes to address the BOD, and then will proceed as follows:

- 1) Will ask the scrutineers to distribute the ballots to the members, and ask the members to name one individual only
- 2) The scrutineers will collect the ballots, leave the meeting to count the ballots, return and advise **the Election Conductor** who was elected as Chair with more than 50% of the vote.

**In the Event Nominees Have less than 50% of the Vote**

- 3) The nominee with the least number of votes will be dropped from the ballot and the ballots will be distributed to members again to name one individual. This will continue until a single nominee receives the majority (greater than 50%) of the votes; and/or

4) **In the event of a tie**

If a tie occurs, another vote will be called and **new** ballots will be circulated to the BOD for completion

5) **In the event of another tie**

Should a tie occur two times, the names of the nominees will be placed in a container and one name will be drawn by the Election Conductor. The name drawn shall be elected the Chair of the Authority

6) The Election Conductor will ask that all ballots for the Chair be destroyed immediately after confirmation of the election of the Chair

6.1.3 **Election Conductor – Election of Vice-Chair**

The election will follow the same procedure as set out for the Chair in 6.1.2

6.1.4 **Election of the Executive Committee**

The Chair will conduct the rest of the meeting including the election for the Executive Committee.

If the Past-Chair was not elected Chair, h/she will become a member of the Executive Committee. In the absence of a Past-Chair, five member shall be elected.

The election of four, or five in the absence of a Past-Chair, Executive members shall be by a single ballot, with up to 4 or 5 names on each ballot. The elected members shall be the four, or five members who receive the greatest number of votes in the single ballot.

6.1.5 **In the Event of a Tie**

If a tie occurs, another vote will be called, for the tied nominees only, and **new** ballots will be circulated to the BOD for completion

**In the event of another tie**

Should a tie occur two times, the names of the nominees will be placed in a container and drawn by the Election Conductor. The name drawn shall be elected the Chair of the Authority

The Chair will ask that all ballots for the Executive Committee be destroyed immediately after confirmation of the election of the Executive Committee

## 6.2 Annual Appointments & Business by Resolution

The following appointments & business will take place at the Annual Meeting:

- appointment of the auditor(s)
- appointment of legal representation
- appointment of one voting delegate and two alternative members to the Conservation Ontario Council
- a borrowing resolution
- the appointment of the Head of the Authority for purposes of the Municipal Freedom of Information and Protection of Privacy Act

## 7. MEETING PROCEDURES – BOD, EXECUTIVE AND ADVISORY COMMITTEES

### 7.1 Quorum

A quorum shall be 50% plus one of its appointed members. A quorum for the Executive Committee shall be 4 members. The Chair and Vice-Chair of the BOD are ex-officio members and shall be counted in making such a quorum.

When a quorum is first present after the hour fixed for a meeting, the Chair shall take the chair and call the members to order.

#### 7.1.1 If No Quorum

If no quorum is present one-half hour after the time appointed for a meeting, the CAO/Secretary-Treasurer shall call the roll and record the names of the members present and the meeting shall stand adjourned until the next meeting.

#### 7.1.2 Quorum Lost During Meeting

If during the course of a meeting a quorum is lost, then the meeting will stand adjourned, not ended, to reconvene at the time and place as the Chair will then announce. A quorum will not be lost due to a declaration of pecuniary interest.

### 7.2 Rules of Procedure

Rules of procedure shall adhere to the current edition of Robert's Rules of Order, unless otherwise described in this Regulation.

### 7.3 Open Meetings

All meetings of the BOD and Executive Committee shall be open to the public. If it is determined that a member of the public is being frivolous or harassing members of the Board or staff, the Chair shall have the power to eject an offending member of the public from the meeting and the said member shall not return to the meeting.

#### 7.4 **In-Camera – Closed Meetings**

At any time during a meeting, members can request that the meeting move into 'In-Camera' closed session to address matters pertaining to:

- security of the property of the Authority
- personal matters about an identifiable individual, including Authority staff
- a proposed or pending acquisition/disposition/leasing of land for Authority purposes
- labour relations or employee negotiations
- litigation or potential litigation, including matters before administrative tribunals, affecting the Authority
- the receiving of advice that is subject to solicitor/client privilege, including communications necessary for that purpose
- a matter in respect of which a council, board, committee or other body has authorized a meeting to be closed under another Act
- the subject matter relates to the consideration of a request under the Municipal Freedom of Information and Protection of Privacy Act

The Chair and/or CAO/Secretary-Treasurer will announce who is permitted to stay in the room and who is asked to leave the room. There will be at least one appropriate staff person asked to stay during an in-camera meeting, and minutes will be recorded

A motion must be passed to have the meeting move into 'In Camera' closed session.

After the discussion, a motion must be passed to have the meeting moved from 'In Camera' to an open session.

Minutes of the meeting will be sealed, with members present at the meeting noted on the sealed envelope. Only under the authorization of the CAO/Secretary-Treasurer through a request from a member present, or the 'Head' of the Authority, through a Freedom of Information Request, will the envelope be opened by an individual present at the meeting.

#### 7.5 **Order at Meetings**

The Chair shall preserve order and decide questions of order.

In all unprovided cases of the proceedings of the Authority, order shall be decided by the Chair, and the Chair shall have the power to eject an offending member from the meeting and the said member shall not return to the meeting until the remaining members record a majority vote to permit h/her return.

**7.6 Absence of the Chair**

In the event of the absence of the Chair from any meeting, the Vice-Chair shall act as Chair and for the purposes of that meeting have all the powers and perform all the duties of the Chair. In the event of the absence of the Chair and Vice-Chair from any meeting, the members present shall appoint an Acting Chair, who, for the purposes of that meeting, shall have all the powers and perform all the duties of the Chair.

**7.7 Conduct of Members at Meetings**

No member at a meeting shall speak disrespectfully.

**7.8 Point of Order**

When a member thinks that the meeting proceedings are being violated, h/she can make a 'point of order', calling upon the Chair for a ruling.

A point of order takes precedence over any pending question out of which it may arise, and must be raised promptly at the time the breach occurs.

The Chair will ask the member to state their point of order and remain seated until the Chair rules on the point of order and thereafter no member shall address the Chair on the point of order except for the purpose of appealing from the Chair's decision.

Before rendering h/her decision, the Chair can consult with the CAO/Secretary-Treasurer and/or request the advice of experienced members but no one has the right to express such opinion in the meeting unless requested to do so by the Chair.

The Chair rules whether 'the point of order is well taken' or 'is not well taken' stating briefly h/her reason, which will be recorded in the minutes.

If the Chair is in doubt as to how to rule on the 'point of order' h/she can submit it to the Board of Directors for decision, thereby making the question debatable.

**7.8.1 Appeal**

An appeal of the Chair's ruling can be made by any two members. Where there is an appeal, the Board of Directors shall decide the question without debate and its decision shall be final.

**7.8.2 No Appeal**

Where there is no appeal, the decision of the Chair shall be final.

## 7.9 Rules of Debate

Every member, before speaking to a question or motion, shall raise h/her hand and address the Chair.

Where two or more members raise their hand to speak, the Chair shall recognize the member who has the floor, which shall be the member who, in the opinion of the Chair, raised h/her hand first.

Every amendment to a motion shall be presented in writing and read allowed by the Chair.

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.

### 7.9.1 Reading of Question

Any member may require the question or motion under debate to be read at any time during the debate, except while a member is speaking

### 7.9.2 Speaking to Question

No member shall speak more than once to the same question without leave of the Chair except to amend or dispose of a motion. Any member may ask a question of the previous speaker, but the question shall be stated clearly and relate to the speaker's remarks.

### 7.9.3 Voting

Every member present at a meeting when a question is put, will vote thereon, unless prohibited by statute, in which case it will be recorded. Any member who refuses to vote will be recorded as voting in the negative.

#### 7.9.3.1. Upon the taking of a Vote

- (a) If all the members present, when the vote is taken, vote unanimously, the CAO/Secretary-Treasurer or the Chair may ask that the vote be so recorded.
- (b) Before a vote is taken, any member may require the vote be by roll call and it shall be taken accordingly, and the CAO/Secretary-Treasurer or designate shall record the name and vote of every member voting.
- (c) After a vote, other than a role call vote, is taken, any member may require that the vote be taken again by roll call vote if h/she disagrees with the Chair's declaration as

to the result of the vote; and h/she states h/her requirement immediately after the Chair's declaration.

- d) While the Chair is putting a question to the vote, no member shall leave h/her seat or make any noise or disturbance until the result of the vote is declared.

#### 7.9.4 **Matters of Precedence**

The following matters may be introduced verbally without written notice and without leave, and shall have precedence over the usual order of business:

- a) a point of order;
- b) a point of privilege;
- c) a point of question;
- 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 now put to a vote;
- f) a motion to adjourn.

A motion to adjourn or put a question to the vote shall take precedence over any other motion and shall be put to vote immediately without debate, except that the vote shall not be taken:

- a) while a member is in possession of the floor, or has previously indicated to the Chair, h/her desire to speak on the matter before the Board of Directors; or,
- b) after it has been decided to put a motion to the vote and before the vote is completed.

#### 7.9.5 **Vote on Question**

No question shall be voted upon more than once at any meeting.

#### 7.9.6 **Splitting of Question**

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.

### 8. **MINUTES, AGENDAS AND RESOLUTIONS OF BOARD OF DIRECTORS & EXECUTIVE MEETINGS**

#### 8.1 **Posting of Meetings & Minutes**

Board of Directors and Executive Committee meeting schedules shall be posted on the NVCA Web Site.

All minutes will be posted on the Authority's web site and shall be available for public review at the Administration building during regular business hours.

## 8.2 **Recording & Distribution of Minutes**

The CAO/Secretary-Treasurer or h/her designate shall ensure that minutes are recorded for all Board of Directors and Executive Committee meetings. Minutes shall normally be distributed within 30 days of the meeting.

The minutes shall contain the attendance, resolutions and other recorded information as directed by the meeting Chair. Every resolution shall be written and headed with the matter referred to therein and signed by the mover and seconder and numbered.

## 8.3 **Signatures**

Upon the adoption of the minutes they will be signed by the appropriate Chair and CAO/Secretary-Treasurer

## 8.4 **Agendas**

The Chief Administrative Officer/Secretary-Treasurer, on instruction from the Chair, shall prepare or cause to be prepared an agenda to be forwarded to the members at least five days prior to the meeting, or as quickly as possible depending on the call of the meeting, listing all matters to come before the meeting.

Agenda for special meetings of the Authority shall be prepared as the Chair may direct.

### 8.4.1 **Posting & Distribution of Agendas**

All members are encouraged to receive their agendas via a password protected "Members" section of the Authority's web site, and will be notified at least 5 days before the meeting is to take place, or as quickly as possible depending on the call of the meeting, when the information is available for viewing.

For members unable to access information electronically, Agendas shall be mailed at least 5 days before the meeting is to take place, or as quickly as possible depending on the call of the meeting, or otherwise provided on-table at the meeting.

### 8.4.2 **Order of Business**

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 on the affirmative vote of not less than two-thirds of the members present.

The business of the Authority shall be taken up in the order in which it stands on the agenda unless otherwise decided by the majority of members at the meeting.

If, in the Chair's opinion, it is not essential that the balance of the agenda be dealt with before the next regularly scheduled meeting, then the Chair will announce that the unfinished business will be taken up at the next regularly scheduled meeting.

#### 8.4.3 **Notice of Motion**

Written notice of motion may be given by any member of the Authority by mailing, e-mailing, or delivering such notice to the CAO/Secretary-Treasurer, and the said motion shall be placed on the agenda of the next meeting.

Where a motion is presented to the Authority in writing and is signed by the mover and the seconder, it shall be read by the Chair before debate, and where the motion is presented orally, it shall be stated by the Chair before debate.

#### 8.4.4 **Deputations**

Deputations will consist of citizen(s), organizations or their representatives who have notified the CAO/Secretary-Treasurer in writing of their desire to appear before the BOD, and, have been recognized by the Chair for inclusion at the meeting.

A Deputations will be limited to a maximum of ten (10) minutes except as directed by the Chair.

Speakers will be requested to speak only to the matter of business as per the request.

#### 8.4.5 **Members of the public**

Members of the public who constitute an audience during an Authority and Executive Committee meeting may not:

- a) address the Authority/Executive without permission;
- b) interrupt any speech or action of the members, or any other person addressing the Authority/Executive;
- c) display or have in their possession any picket signs, placards, or other forms of written messages deemed inappropriate by the Chair

#### 8.4.6 **Communications & Petitions**

Every communication, including a petition, to be presented to the Authority/Executive will be legibly written or printed and will be

signed by at least one person and filed with the CAO/Secretary-Treasurer at least twenty-four (24) hours prior to the start of the meeting for which it is intended.

All communications on any subject may be referred to staff or a committee without any motion or debate unless otherwise ordered by the Authority/Executive.

#### 8.4.7 **Section 28 Hearings**

When a hearing is required under the Conservation Authorities Act Section 28, Subsections 12, 13, and 14, the BOD shall form a tribunal for the purpose of such a hearing, and follow the guidelines and procedures as set out in the Authority's Planning Policy entitled, *Hearing Procedures for Applications Made Under the Conservation Authorities Act*.

### 9. **CHIEF ADMINISTRATIVE OFFICER/SECRETARY-TREASURER**

#### 9.1 **Role & Responsibilities**

The Executive Committee shall appoint a Chief Administrative Officer/Secretary-Treasurer who shall report to the Chair, Executive and Full membership of the Authority. H/she shall be subject only to the direction of the Authority and shall have full charge and direction of all employees of the Authority.

Notwithstanding the Job Description of the CAO/Secretary-Treasurer, as a minimum, the Chief Administrative Officer/Secretary-Treasurer or his/her designate shall:

- a) give or cause to be given, all notices required by this regulation;
- b) keep or cause to be kept, accurate records of meetings and accounts of the Authority, and shall be custodian or delegate custody of the corporate seal;
- c) carry out or cause to be carried out, required financial transactions on behalf of the Authority.

At each meeting of the BOD and Executive Committee, the Chief Administrative Officer/Secretary-Treasurer shall report all unfinished business.

#### 9.1 **Purchasing**

All purchases of goods or services shall be signed for by authorized personnel, and purchased in accordance with the NVCA Purchasing Policy. No person shall have authority to purchase otherwise.

#### 9.2 **Banking**

The CAO/Secretary-Treasurer or Manager of Finance, is authorized to negotiate with, deposit with, or transfer to the bank and branch of the bank appointed by resolution of the Authority, for credit of the Authority's account only, any cheques and other orders for the payment of money and for the purpose to endorse the same on behalf of the Authority either in writing or by stamp.

**9.2.1 Statements of Accounts**

The Chief Administrative Officer/Secretary-Treasurer or the Manager of Finance, is authorized to receive from the bank, statements of the accounts of the Authority, together with all vouchers and all unpaid bills lodged for collection by the Authority, and all items returned unpaid and charged to the account of the Authority, and to sign and deliver to the bank, the bank's form of verification, settlement of balance and release.

**9.2.2 Stocks, Bonds & Securities**

The Chief Administrative Officer/Secretary-Treasurer or the Manager of Finance is authorized to obtain delivery from the bank of all or any stocks, bonds and other securities held by the bank in safe-keeping or otherwise for the account of the Authority, and to give valid and binding receipts therefore.

**9.3 Signing Officers - Cheques**

Any two of the following officers are designated and empowered to sign cheques on behalf of the Authority: Chair, Vice-Chair, Chief Administrative Officer/Secretary-Treasurer, Manager of Finance, Manager, Administration & Human Resources.

**9.4 Signing Officers – Contracts/Agreements and other Documents**

Any two of the following officers are designated and empowered to sign contracts, agreements, and other documents on behalf of the Authority: Chair, Vice-Chair, Chief Administrative Officer/Secretary-Treasurer or his designate in his absence, Manager of Finance, and Manager, Administration & Human Resources.

The Director of Land Operations & Stewardship Services, may only sign contracts, agreement and other documents on behalf of the Authority relevant to landowner/stewardship agreements; i.e., tree planting and stewardship projects.

**10. FREEDOM OF INFORMATION**

10.1 The Authority shall designate a Head to act for the Authority for the purposes of the *Municipal Freedom of Information & Protection of Privacy*

Act by Resolution at the Annual Meeting. The Head shall normally be the Authority's Freedom of Information Coordinator, or the CAO/Secretary-Treasurer.

10.2 All matters arising out of the Authority meetings, and supporting technical reports, shall form part of the public record and shall be available for public review immediately upon request.

10.3 **In-Camera Meetings**

Notwithstanding sub-regulation 10.2, an in-camera meeting may be convened as per sub-regulation 7.4.

11. **MEMBERS PER DIEMS, TRAVEL & EXPENSES**

Subject to the approval of the Ontario Municipal Board (OMB), as provided for in Section 37 of the *Conservation Authorities Act*, Authority members shall be paid a per diem allowance and expenses, as follows:

11.1 **Per Diem Allowance**

A per diem allowance for attendance at any meeting(s) of Authority business, including Board of Directors, Executive Committee, Advisory Committee and Ad Hoc Committees, shall be paid in accordance with the rate, set annually and approved by the members, and subsequently approved by the OMB.

11.2 **Per Diem Meeting Duration**

A meeting duration will be 3 consecutive hours. A Per Diem will be paid for each meeting attended by a member. Should a meeting extend beyond 3 consecutive hours, the per diem can be waived by Resolution, and with the approval of the majority of the members at the meeting.

11.3 **Adjournment for Lack of Quorum**

In the event of a scheduled meeting being adjourned for lack of quorum, those attending a meeting so adjourned shall be entitled to receive the per diem rate and expenses.

11.4 **Travel & Expenses**

Members will be paid for travel to and from meetings of the Authority and/or other Authority business, in accordance with the kilometre rate, set annually and approved by the members, and subsequently approved by the OMB

Meal, accommodation, transportation and conference/workshop/seminar expenses for members while on NVCA business and approved by the Chair, shall be reimbursed in accordance with the Authorities Expense Policy.

The Chair and Vice-Chair of the Authority will be reimbursed for expenses incurred while on Authority business in accordance with the approved budget.

**11.5 Expense Claims**

All members will forward completed Expenses Claim, with an itemized proof of purchase, to the CAO/Secretary-Treasurer, for approval of the Chair.

**11.6 Payment of Per Diem, Travel & Expenses**

Members will be paid Per Diems and travel and reimbursed for approved expenses on a quarterly basis via direct deposit in accordance with a 'void' cheque supplied to the Manager of Finance.

**12. REPEAL**

All regulations signed prior to this date are hereby repealed.

Dated at Utopia, in the Township of Essa this \_\_\_\_\_ day of \_\_\_\_\_, 200.

Nottawasaga Valley Conservation Authority

\_\_\_\_\_  
Authority Chair

\_\_\_\_\_  
Chief Administrative Officer/Secretary-Treasurer