



REBUILDING DOWNTOWN INFRASTRUCTURE TASK FORCE

TERMS OF REFERENCE

Established by Council:	June 26, 2023
Regular Review Timeframe:	Annually by the Clerk
Date Task Force Ends:	Upon Project Completion

1. REPORTING STRUCTURE

While it is the legislative mandate of Goderich Town Council to make the final decision on all matters that affect the municipality, the role of the Task Force is to discuss and make recommendations regarding the Rebuilding Downtown Infrastructure Project.

2. MANDATE

The Task Force's mandate is to:

- a) Develop a vision for Goderich's Downtown Revitalization/Reconstruction Project.
- b) Engage a design/engineering firm to work with the Task Force to produce a comprehensive "Rebuilding Downtown Infrastructure" plan that includes future state design concepts and options, associated costs with high level phases/milestones.
- c) Facilitate public discussion and input throughout the process, as appropriate.

3. OBJECTIVES

The objective of the Task Force is to develop a vision, consider and choose a design, and recommend to Council a preferred option regarding the Rebuilding Downtown Infrastructure project.

4. TERM OF APPOINTMENT

The Term for Task Force members shall be to completion of the project.

A member may resign from the Task Force at any time by advising of their intention in writing to the Chair of the Task Force, and to the Clerk.

A Task Force member may be re-appointed by Town Council to fill a vacancy.

5. **QUALIFICATION**

Members shall be chosen for their special expertise, experience, dedication, and commitment to the mandate of the Task Force.

6. **COMPOSITION OF MEMBERS**

The Task Force shall be composed as follows:

Town of Goderich Mayor
Town of Goderich Councillor
Town of Goderich Councillor
1 BIA Board Member
1 Chamber of Commerce Board Member
1 Citizen Member
Town Engineer
Chief Administrative Officer
Director of Operations
Clerk/Planning Coordinator

If a Task Force member is unable to complete the term as set in Section 4 above, a new Task Force member will be selected by Town Council.

The Task Force members shall serve without remuneration.

7. **ADVISORY STAFF**

From time to time, the Task Force may request the advice or participation of individuals or organizations with a particular area of expertise.

8. **QUORUM**

Quorum shall be reached with the presence of a majority of the appointed members, at a time no later than fifteen (15) minutes past the scheduled meeting time.

The issuance of an Agenda for a meeting of the Task Force will be considered as notice of that meeting.

9. **FREQUENCY AND LOCATION OF MEETINGS**

The Task Force will meet on an as-needed basis, to be determined or at the Call of the Chair, at a date and time to be determined at the first meeting of the Rebuilding Downtown Infrastructure Task Force. Meetings will be held in hybrid format, both in person in the Menesetung Room, Town Hall, and via an electronic platform. The Length of meetings shall be no more than one hour and a half.

Any member of the Task Force who misses three consecutive meetings, without being excused by the Task Force, may be removed from the Task Force and Council shall advertise for the vacant position.

All meetings shall be open to the public (in accordance with the Town of Goderich's Procedural By-Law and the Municipal Act). A meeting of the Task Force may only be closed to the public if the subject matter being considered meets the criteria established in Section 239 of the Municipal Act. The Task Force shall maintain a record of the Closed meeting and provide it to the Town Clerk.

10. AGENDAS AND MINUTES

The agenda shall be prepared by the Administrative Assistant to the CAO and Clerk/Planning Coordinator with the assistance of the Clerk. The Clerk's office will post the agenda on the Town's website.

Minutes of all meetings of the Task Force shall be provided to members. The Clerk's office will electronically circulate the meeting minutes to all members of Council in the next Council Agenda package for their information and post the meeting minutes on the Town's website.

11. SELECTION OF THE CHAIR

The Chair shall be selected by the Task Force at the inaugural meeting.

12. ROLE OF THE CHAIR

The role of the Chair is to:

- a) Communicate via email or meet with the Task Force Secretary to prepare the upcoming agenda.
- b) Preside at the meetings of the Task Force per the Town's Procedural By-Law, and to keep discussion on topic.
- c) Provide leadership to the Task Force to ensure that its activities remain focused on its mandate.
- d) Recognize each member's contribution to the Task Force's work.

In the absence of the Chair, the Task Force will appoint a Chair for that meeting and will Chair the meetings and act for the Chair as necessary.

13. ROLE OF THE SECRETARY

The role of Secretary is to confirm the meeting date and location with the Clerk's Office, shall keep on file minutes and records of all applications and the decisions thereon and of all other official business of the Task Force, prepare the agenda, take the minutes, and provide a copy of the minutes to the Town Clerk's office and all Task Force members.

14. ROLE OF TASK FORCE MEMBERS

The role of a Task Force member is to:

- a) Ensure that the mandate of the Task Force is being fulfilled.
- b) Provide the Chair with agenda items.

- c) Task Force Members must comply with the:
 - Town of Goderich’s Code of Conduct.
 - Town of Goderich’s Accountability and Transparency Policy.
 - Town of Goderich’s Procedural By-Law.
 - Town of Goderich’s social media Policy.
 - Other applicable Town by-laws and policies.
 - Municipal Act.
 - Municipal Freedom of Information and Protection of Privacy Act.
 - Municipal Conflict of Interest Act.
- d) Notify the Task Force Secretary within 24 hours of the Task Force meeting if they are unable to attend to ensure that quorum will be available for all meetings.

No individual member, nor the Task Force as a whole, has the authority to make direct representations of the Town to Federal and Provincial Governments or the media.

Members shall abide by the rules outlined within the Municipal Conflict of Interest Act and shall disclose any pecuniary interest to the Secretary. This person will absent him/herself for the duration of the discussion at that meeting or subsequent meeting, as well as any voting (if any) with respect to that matter.

The Task Force does not have any delegated authority, it is to serve as an exploration and research Task Force only. Recommendations requiring implementation, expenditures, reports, or staff actions must first be considered by staff and/or Council. Council may cause the Task Force to review and report on matters pertaining to the Task Force’s purpose.

15. **INSURANCE**

The Town of Goderich’s General Liability Policy and Errors and Omissions Liability Policy will extend to the Task Force and its members provided that the Task Force is under the control of, answerable to, or the responsibility of the Town of Goderich and Council. The applicable insurance policies extend to Task Force members while in the performance of his/her duties and to those activities authorized by the Town of Goderich and Council. Members must adhere to the policies and procedures of the Town of Goderich and Council, including these Terms of Reference.

Task Force members are not entitled to any benefits normally provided by the Town of Goderich, including those provided by the Workplace Safety and Insurance Board of Ontario (WSIB) and are responsible for their own medical, disability or health insurance coverage.

16. **EXPULSION OF MEMBER**

The Task Force may recommend to Council the expulsion of a member or Council may remove a member. The reasons may be, but are not limited to, the member being in contravention of the Municipal Act, the Municipal Freedom of Information and Protection of Privacy Act, the Provincial Offences Act, the Municipal Conflict of Interest Act, disrupting the work of the Task Force or other legal issues.

17. **TERMS OF REFERENCE**

Council may, at its discretion, change the Terms of Reference for this Task Force at any time. Any changes to these Terms of Reference by the Task Force shall be recommended to Council via the Clerk through a report to Council.

The Task Force may be dissolved at any time by a resolution of Council.