



THE CORPORATION OF THE TOWN OF GODERICH

BY-LAW NO. 118 OF 2024

BEING A BY-LAW TO GOVERN THE PROCEEDINGS AND THE CONDUCT OF THE MEETINGS OF THE COUNCIL AND COMMITTEES OF THE CORPORATION OF THE TOWN OF GODERICH AND TO REPEAL BY-LAW 22 OF 2012, 89 OF 2012, 14 OF 2015, 5 OF 2018, 90 OF 2019, 46 OF 2020, 87 OF 2020 AND 1 OF 2021

WHEREAS Section 238 subsection 2 of the Municipal Act, S.O. 2001, c. 25 as amended, (“the Act”) as amended states that every municipality and local board shall pass a procedure by-law for governing the calling, place, and proceedings of meetings and that the by-law shall provide for public notice of meetings;

NOW THEREFORE the Council of the Corporation of the Town of Goderich enacts as follows:

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PART ONE – GENERAL

1. Short Title

This By-law shall be sited as the “Procedure By-law”.

2. Purpose

Council shall observe the rules of procedure contained in this By-law in all proceedings of Council and any Committee, Board or Task Force appointed by Council. This By-law shall be used to guide the order of business and the open and transparent decision-making process of Council.

3. Conflict

In the event of conflict between the provisions of this By-law and the Municipal Act or federal or provincial legislation, the provision of the legislation shall prevail.

4. Rules and Regulations

In the case for which provision is not made in this By-law, the procedure to be followed shall be as near as may be that followed in the most current edition of **Roberts Rules of Order**. In such cases that require the arbitration of the Chair of the Meeting, the decision of the Chair shall be final and accepted without debate, subject only to an appeal to the Majority of Council or Committee.

5. Suspension or Amendment of the Rules

- 5.1 Any provision under this By-law that is discretionary and not mandatory under legislation may be suspended by a majority vote of all Members present.
- 5.2 These rules may be amended, or new rules adopted by a Majority vote of all Members of Council, provided that the proposed amendments or new rules shall have been introduced into the record at a prior Council Meeting.

6. Definitions

In this By-law:

- 6.1 “Act” means the Ontario Municipal Act, S.O. 2001, c. 25 as amended from time to time.
- 6.2 “Agenda” means the order of proceedings for a Meeting, setting out the business to be conducted at the Meeting.
- 6.3 “Adjourn” means to end the Meeting. This Motion requires a second, is not debatable, not amendable, requires a majority vote for adoption and cannot be reconsidered.
- 6.4 “Advisory Committee” means a Committee established by Council to advise on matters which Council has deemed appropriate for the Committee to consider.
- 6.5 “Board” means a local board as defined in Section 269 of the Act.

- 6.6 “Chair” means the Mayor or the person presiding at a Committee, Task Force or Board Meeting.
- 6.7 “Chief Administrative Officer" means the Chief Administrative Officer or designate of the Town of Goderich, appointed by By-law.
- 6.8 “Clerk” means the Clerk or designate of the Town of Goderich, appointed by By-law.
- 6.9 “Closed Session Meeting” means a Meeting, or portion thereof, closed to the public in accordance with Section 239 of the Act and Section 12 of this By-law.
- 6.10 “Committee” means an Advisory Committee or Joint Committee, established by Council from time to time, of which at least fifty (50) percent of the Members are also Members of one or more Councils or Local Boards (Section 238 of the Act).
- 6.11 “Confirming By-Law” mean a by-law of Council that confirms the actions of Council taken at the meeting and any previous meetings which did not have a Confirming By-Law, in respect to each Resolution and other action taken, so that every decision of Council at that Meeting shall have the same force and effect as if each and every one of them had been the subject matter of a separately enacted by-law.
- 6.12 “Correspondence” includes, but is not limited to a letter, memorandum, report, notice, electronic mail, facsimile, etc., that may require action or decision of Council, Committee, Task Force or Board.
- 6.13 “Council” means the Council of the Corporation of the Town of Goderich.
- 6.14 “Councillor” means a person elected or appointed as a Member of Council.
- 6.15 “Declared Emergency” means a declaration under the Emergency Management and Civil Protection Act, R.S.O. c. E. 9, as amended from time to time.
- 6.16 “Defer” means to remove a main motion from consideration of Town Council until such time as provided for in the deferral motion.
- 6.17 “Delegation” means a person, group, firm, or organization, who is neither a Member of Council or a member of staff, who addresses Council or a Committee, Task Force or Board, for the purpose of making a presentation.
- 6.18 “Deputy Mayor” means a Member of Council who is duly elected under the Municipal Elections Act, 1996, S.O. 1996, c. 32, as may be amended from time to time, or appointed by Council, to represent the electors of the Town and to act in the absence of the Mayor in accordance with the Act and this By-law.
- 6.19 “Electronic Device” means computer, cell phone, smartphone, personal digital assistant, smart watch, tablet, voice recording, camera or any other similar device.
- 6.20 “Electronic Means” means an Electronic Device or other interactive method whereby Members, staff and the public are able to hear the Member(s) participating by Electronic Means and the Member(s) participating by Electronic Means are able to hear other Members, staff and the public.
- 6.21 “Electronic Meeting” means a Meeting where any Member is not physically present but participates via Electronic Means of communication, adhering to legislative requirements.
- 6.22 “Electronic Participation” shall mean participation in a Meeting via Electronic Means. A Member that participates via Electronic Means has the same rights and responsibilities as if they were in physical attendance, including the right to be counted towards Quorum and to vote.

- 6.23 “Emergency Meeting” means a Meeting to deal with a matter which, if not dealt with, may have serious ramifications, including but not limited to, the inability to address or influence the matter at a later date.
- 6.24 “Head of Council” means the Mayor of the Corporation of the Town of Goderich.
- 6.25 “Hybrid Meeting” means a Meeting which is held both in-person and through Electronic Means, where some Members may choose to participate in-person, and some may participate electronically.
- 6.26 “Inaugural Meeting” means the first meeting of Council in any Council term, as defined by the Municipal Elections Act, 1996, S.O. 1996, c. 32, as may be amended from time to time.
- 6.27 “Joint Committee” or “Joint Board” means a Committee or Board established by Council where Members are appointed by Council and any combination of the Members or neighbouring municipalities, as considered appropriate.
- 6.28 “Livestreaming” means the process of delivering multimedia content in real time via the internet, in audio and/or video format from a single content source to multiple listeners/viewers.
- 6.29 “Majority Vote” means the affirmative vote of a majority of Members who are qualified to vote, after a quorum has been declared to be present at a meeting.
- 6.30 “Mayor” means the Head of Council for the Town of Goderich.
- 6.31 “Meeting” means any regular, special or other Meeting of Council, of a local Board or of a Committee of either of them, where,
- (a) a Quorum of Members is present, and
 - (b) Members discuss or otherwise deal with any matter in a way that materially advances the business or decision-making of the Council, local Board or Committee.
- 6.32 “Member” means a Member of the Council of the Corporation of the Town of Goderich or when referred to a Committee, Task Force or Board, a Member which has been appointed by Council.
- 6.33 “Minutes” means record of a Meeting, without note or comment, but including the date, time, attendance, evidence of Quorum, all Motions, Resolutions, decisions and other proceedings of the Meeting, in accordance with Section 239(7) of the Act.
- 6.34 “Motion” means a proposal by a Member to adopt, amend or otherwise deal with a matter at a Meeting. When a Motion passes, it becomes a Resolution.
- 6.35 “Notice” means a notice that includes the time and place of a Meeting, in the instance of a Special or Emergency Meeting, shall include the purpose of the Meeting.
- 6.36 “Notice of Motion” means a written statement, given by a Member, advising Council that a Motion generally described, will be brought forward on a future Agenda at a subsequent Meeting.
- 6.37 “Obscene” means language, gestures or images which are, or which are likely to be received as being, degrading or dehumanizing of an individual or group, particularly but not limited to on the basis of grounds protected under the Ontario Human Rights Code.
- 6.38 “Pecuniary Interest” means a direct or indirect financial interest of a Member and a financial interest deemed to be that of a Member, in accordance with Sections 2 and 3 of the Municipal Conflict of Interest Act, 1990, R.S.O. 1990, c. M. 50 as may be amended from time to time.

- 6.39 “Petition” means a document requesting Council’s consideration of a matter to which multiple individuals have signed or otherwise agreed with as a petitioner and presented in a form and according to the process outlined in this By-law and corporate policy.
- 6.40 “Point of Order” means a matter that a Member considers to be a departure from or contravention of the rules, procedures and/or generally accepted practices of Council or a Committee, Task Force or Board.
- 6.41 “Point of Privilege” means a concern about the honour, dignity, character or rights of the Mayor, or of a Member of the Council or challenge of the Chair.
- 6.42 “Public Meeting” means a Meeting held under the provisions of the Planning Act, 1990, R.S.O. 1990, c. P. 13, as may be amended from time to time, or as required by any other statute.
- 6.43 “Quorum” means the number of Members required to be present in order for a Meeting to convene, according to the Act.
- 6.44 “Recess” means a short break taken during a Meeting and is of a duration established by the Mayor or Chair.
- 6.45 “Reconsideration” means revisiting a previously decided motion of the Council for the purpose of rescinding the motion or changing the core purpose and intent of the motion.
- 6.46 “Recorded Vote” means a vote in Council, Committee, Task Force or Board where the names of the Members and the position in favour or against a Motion are recorded in the Minutes, and according to the process outlined in this By-law and corporate policy.
- 6.47 “Recording Device” means any device used for the purpose of recording whether it be analogue, digital or other means of recording, including but not limited to computers, cell phones, smart phones, tablets, voice recorders, cameras or any other similar device.
- 6.48 “Recording Secretary” means the staff person charged with recording, processing and distributing the Agenda and Minutes for a Meeting.
- 6.49 “Regular Meeting” means a scheduled Meeting held at regular intervals in accordance with an approved schedule.
- 6.50 “Resolution” means a Motion that has been approved by Council, a Committee, Task Force or Board.
- 6.51 “Staff Report” means a written document prepared by a municipal employee, consultant, solicitor, Committee, Task Force, Board or other individual retained or appointed for the purpose of providing advice, alternatives, information and/or recommendations on various matters to Council.
- 6.52 “Special Meeting” means a Meeting which is in addition to the regular Meeting schedule which is focused on one or more specific items or subjects.
- 6.53 “Task Force” means a Committee, established by Council to work on a defined task, project or activity outlined in the approved Terms of Reference; the composition of the Task Force may or may not fall within the definition of a Committee under this By-law and the Act, but shall nonetheless follow all open and closed Meeting rules established in this By-law and the Act.
- 6.54 “Town” means the Corporation of the Town of Goderich.
- 6.55 “Two-Third (2/3) Vote” means the affirmative vote of two-thirds of the Members of the Council who are present at a meeting.

- 6.56 “Unanimous Vote” means the affirmative vote of all of the Members of the Council who are present at a meeting.
- 6.57 “Unfinished Business” means matters listed on an Agenda which have not been dealt with by curfew or the adjournment of the Meeting, or a matter that has been deferred for further consideration.
- 6.58 “Vice Chair” means a Member of a Committee, Task Force or Board who shall have all the powers and duties of the Chair in their absence.

PART TWO – MEETINGS

7. Inaugural Council Meeting

- 7.1 The Inaugural Meeting of Council shall be held at 57 West Street, Goderich, in the Council Chambers.
- 7.2 Under extenuating circumstances, as determined by the Clerk, the Inaugural Meeting may be held in another location or may be an Electronic Meeting.
- 7.3 Following a regular municipal election, the Inaugural Meeting shall be held on the first Monday following the day the new term of office commences, as established by the Municipal Elections Act, 1996, at a time to be determined by the Clerk. In the case of inclement weather, the Inaugural Meeting shall be held on the first suitable day following, at the same hour.
- 7.4 The Inaugural Meeting shall be chaired by the Clerk.
- 7.5 The Mayor Elect, Chief Administrative Officer and the Clerk shall be responsible for all arrangements for the inaugural proceedings. The content and format of the agenda for the Inaugural Meeting shall include:
- Call to Order
 - Clerk to Declare Candidates as Elected as a result of the Municipal Election.
 - Oath of Office and Oath of Allegiance by each Member, commencing with the Mayor
 - Presentation of the Gavel and Chain of Office
 - Inaugural Address by the Mayor
 - Remarks of the Members (2-minute time limit each)
 - Adjournment

8. Regular Meeting of Council

- 8.1 Regular Meetings of Council shall be held at 57 West Street, Goderich, in the Council Chambers or in such location as may be determined by Council, by Resolution, or may be an Electronic Meeting.
- 8.2 Regular Meetings of Council shall be held in accordance with the annual Meeting schedule prepared by the Clerk, in consultation with the Chief Administrative Officer, and approved by Council.
- 8.3 Council may alter the date and/or time of a Regular Meeting provided that adequate Notice of such change has been given.
- 8.4 A Budget Meeting shall be considered a Regular Meeting of Council. The Agenda will be prepared by the Clerk, in consultation with the Treasurer.
- 8.5 No Regular Meeting of Council is a properly constituted Meeting until the Clerk or designate is present.

9. Special Council Meeting

- 9.1 The Mayor may, at any time, call a Special Council Meeting and in accordance with Section 240 of the Act, upon receipt of a petition of the Majority of the Members of Council, the Clerk shall call a Special Council Meeting for the purpose and at the time mentioned in the petition.
- 9.2 Special Council Meetings shall be held at 57 West Street, Goderich, in the Council Chambers or in such location as may be deemed appropriate or may be an Electronic Meeting.
- 9.3 No business may be transacted at a Special Council Meeting other than that specified in the Notice or published Agenda.
- 9.4 No Special Council Meeting is a properly constituted Meeting until the Clerk or designate is present.

10. Emergency Council Meeting

- 10.1 An Emergency Council Meeting may be called by the Mayor, or the Chief Administrative Officer or the Clerk, at any time, without Notice to deal with an emergency or urgent matter.
- 10.2 Emergency Council Meetings shall be held at 57 West Street, Goderich, in the Council Chambers or in such location as may be determined by the Mayor, Chief Administrative Officer or the Clerk, or may be an Electronic Meeting.
- 10.3 Only business dealing directly with the emergency or urgent matter shall be dealt with at the Emergency Council Meeting.
- 10.4 No Emergency Council Meeting is a properly constituted Meeting until the Clerk or designate is present.

11. Committee, Board and Task Force Meetings

- 11.1 In accordance with the Act, a Committee means any advisory Committee, Board or Task Force to Council, or similar entity of which at least fifty per cent (50%) of the Members are also Members of one or more Councils or local boards;
- 11.2 Council may, from time to time, establish Committees, Task Forces and/or Boards to consider specific matters.
- 11.3 Committees, Task Forces and Board Members shall be appointed, by By-law, in accordance with corporate policy.
- 11.4 Committee, Tasks Force and Board meetings shall be held at 57 West Street, Goderich, in the Council Chambers or Menesetung Room, or in such location as may be determined by the Committee by Resolution or may be an Electronic Meeting.
- 11.5 Each Committee, Task Force and Board may, in consultation with the Clerk, establish an annual Meeting schedule.
- 11.6 All Committees, Task Forces and Boards shall report directly to Council.
- 11.7 Council may, by By-law, appoint Members of Council and/or Non-Members of Council to various Committees, Task Forces and Boards.
- 11.8 Council may, by Resolution, appoint representatives to serve on any outside or joint Committee or Board, or any other body to which Council is required or empowered to appoint a representative.
- 11.9 The Mayor is “Ex Officio”, a Member of every Committee of Council. The Mayor is not considered part of the Committee Quorum (See Section 15.3). However, the Mayor may

participate fully in any Meeting, without restriction, including voting and shall have the same rights and privileges as other Members of the Committee.

11.10 No Committee, Task Force or Board Meeting is a properly constituted Meeting until a Recording Secretary or designate is present.

11.11 Council shall adopt, by By-law, Terms of Reference for every Committee, Task Force and Board in accordance with corporate policy.

12. Closed Session Meetings – Council, Committees, Boards and Task Force

12.1 All Council, Committee, Task Force and Board Meetings shall be open to the public except as provided for in Section 239 of the Act.

12.2 A Meeting that is not open to the public shall be called a “Closed Session Meeting.”

12.3 Council may, by Resolution, close a Meeting or part of a meeting to the public if the subject matter to be considered is:

- (a) the security of the property of the municipality or local board;
- (b) personal matters about an identifiable individual, including municipal or local board employees;
- (c) a proposed or pending acquisition or disposition of land by the municipality or local board;
- (d) labour relations or employee negotiations;
- (e) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board;
- (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
- (g) a matter in respect of which a council, board, committee or other body may hold a closed meeting under another Act;
- (h) information explicitly supplied in confidence to the municipality or local board 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 municipality or local board, which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization;
- (j) a trade secret or scientific, technical, commercial or financial information that belongs to the municipality or local board 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 municipality or local board.

12.4 Council shall, by Resolution, close a Meeting or part of a Meeting to the public where the subject matter to be considered is:

- (a) a request under the Municipal Freedom of Information and Protection of Privacy Act, 1990; or
- (b) an ongoing investigation respecting the Town, a local board or a municipally controlled corporation by the Ombudsman appointed under the Ombudsman Act,

1990, an Ombudsman referred to in subsection 223.13 (1) of the Act and/or Meeting Investigator.

- 12.5 A Meeting of Council, Committee, Task Force or Board may be closed to the public if the following conditions are both satisfied:
1. The Meeting is held for the purpose of educating or training the Members; and
 2. 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 Council, local Board or Committee.
- 12.6 The published Agenda for Council, Committee, Task Force or Board shall indicate the fact that a Closed Session Meeting is required. The Agenda will provide as much detail as possible regarding the nature of business to be conducted in Closed Session without jeopardizing the intent of Section 239 of the Act.
- 12.7 Before holding a Meeting or part of a Meeting that is to be closed to the public, the Council, Committee, Task Force or Board shall state by Resolution,
- (a) the general nature of the matter to be considered at the Closed Session Meeting; or
 - (b) in the case of an Educational or Training Meeting, the general nature of its subject matter and that it is to be closed as an Educational or Training Meeting.
- 12.8 A vote shall not be taken during a Meeting or Part of a Meeting that is closed to the public where to do so would be in contravention of any Act. For clarity, no vote shall be taken during a Closed Session Meeting:
- (a) unless the meeting is allowed to be closed based on one of the exceptions in the Act; and
 - (b) unless the vote is for a procedural matter or for giving directions or instructions to officers, employees or agents of the municipality, local board or committee of either of them or persons retained by or under a contract with the municipality or local board.
- 12.9 Where a Meeting or Part of a Meeting is closed to the public, attendance in closed meetings will be limited to the Members of Council, Chief Administrative Officer, Clerk, and those specifically invited to remain by Council. All persons not invited to remain shall leave the Meeting room or Electronic Meeting. Any Person required to leave the Closed Session Meeting must take all personal belongings with them.
- 12.10 Any Member of the Council, Committee, Task Force or Board for which the Closed Session Meeting is being held is entitled to be present, unless such Member has an interest which the Member is obligated to disclose pursuant to relevant legislation.
- 12.11 Immediately following the adjournment of the Closed Session Meeting, the Chief Administrative Officer, Clerk or designate shall state to the open Meeting:
- (a) the matters which were considered; and
 - (b) as much information about the nature of the Closed Session Meeting as possible without jeopardizing the intent of Section 239 of the Act.
 - (c) confirmation that no Motions were passed in the Closed Session Meeting other than procedural Motions or directions to staff.
- 12.12 Closed Session Meeting Minutes shall record:
- (a) Where the Meeting took place;

- (b) When the meeting started and adjourned;
- (c) Who chaired the meeting;
- (d) Who was in attendance, including the Clerk or designate, responsible for taking Minutes;
- (e) Whether any participants arrive or leaves while the Meeting was in process and if so, at what time this occurred;
- (f) A detailed description of the substantive and procedural matters discussed, including specific reference to any documents considered;
- (g) Any Motions/Resolutions, including the mover and seconder;
- (h) All votes taken, and all directions given.

12.13 In accordance with the Act and the most current Town of Goderich Code of Conduct, Members and staff shall respect the confidentiality of all matters discussed in a Closed Session Meeting.

12.14 The Clerk is responsible for maintaining a confidential copy of all original documentation distributed and confidential minutes of all closed meetings.

13. Education and Training Meetings

13.1 Council may decide, at a Meeting open to the public, to convene an informal gathering of its members to receive and discuss information or advice of a general nature involving subject matters of interest to the Members, at a time and place designated at that time by the Council.

13.2 The Council, in deciding to convene an Education and Training meeting, shall designate the general purpose or purposes for which the session is to be held.

13.3 An Education and Training meeting may be held at any place designated by the Council at the time at which it makes its decision to convene the session, whether or not it is within the boundaries of the Town or elsewhere.

13.4 All Members of Council respectively are entitled to attend the session, together with designated staff or consultants retained by the Town, but the Council, in deciding to convene the session, may decide to exclude the public therefrom.

13.5 No Motion, Resolution, By-law, debate, agreement in principle, consensus, straw-vote, report, recommendation, or other action or decision may be proposed, discussed, decided upon, adopted, taken, or made at an Education and Training meeting.

13.6 The Recording Secretary shall take notes describing in general terms each subject matter dealt with at the Education and Training meeting and after the conclusion of the meeting, will be maintained as a public record under the control of the Clerk.

14. Electronic Meetings

14.1 Subject to the provisions of the Act and/or current legislation and Town Policy, the Town shall permit the holding of Electronic Meetings and Electronic Participation for Council, Committee, Task Force, Board Meetings and Closed Session Meetings in the manner set out in this By-Law.

14.2 Due to special circumstances as decided by the Mayor or the Chair, some Meetings may be held in-person only, rather than as a Hybrid Meeting, without the option for Electronic Participation.

- 14.3 Electronic Participation shall be done using a Town approved technology that enables participation using an audio or audio/visual interface.
- 14.4 There shall be no restriction on how often a Member attends a Meeting by Electronic Means.
- 14.5 A Member attending a Meeting by Electronic Means shall be considered present and counted towards Quorum.
- 14.6 A Member attending a Meeting by Electronic Means shall be permitted to vote.
- 14.7 Any person attending a Closed Session Meeting by Electronic Means must ensure confidentiality is maintained at all times during the Meeting.
- 14.8 In accordance with Section 35 of this By-law and the Municipal Conflict of Interest Act, 1990, Members who have declared a Pecuniary Interest regarding a matter being discussed, and are participating electronically, shall be placed in the electronic waiting room and not participate in any way with respect to the matter in question.
- 14.9 Any person attending a Meeting by Electronic Means that loses their electronic connection to a Meeting, or cannot participate in real time, will be deemed to have left the Meeting.
- 14.10 In the event that the Mayor or the Chair, participating by Electronic Means, loses their electronic connection to a Meeting, or the electronic connection impedes the ability of the Mayor or Chair to participate in the Meeting in real time, in accordance with Section 37 of this By-law, the Deputy Mayor, an alternate or Vice Chair shall preside over the remainder of the meeting.
- 14.11 In the event that a Member participating by Electronic Means loses their electronic connection to a Meeting, or the electronic connection impedes the ability of a Member(s) to participate in the Meeting in real time, the Meeting will continue with attempts by either staff or the Member(s) to reconnect and the meeting will not be delayed while the reconnection attempts are made.
- 14.12 In accordance with Section 15.7 of this By-law, if Quorum is lost during a Meeting, the Mayor or Chair shall recess the meeting temporarily until Quorum is restored or adjourned until the next Regular or Special Meeting is called.
- 14.13 In accordance with the Act and this By-law, the Clerk or designate must be present at a Council Meeting. If the Clerk or designate loses their electronic connection to a Council Meeting, the Meeting must stop until the connection is restored.
- 14.14 If a Recording Secretary loses their electronic connection to a Meeting, either another member of staff present at the Meeting will continue with recording duties or the Meeting must stop until the Recording Secretary's connection is restored.
- 14.15 In the event that an electronic connection or other IT disruption compromises participation by Electronic Means or livestreaming of an Electronic Meeting, the Mayor or Chair may recess the Meeting temporarily until the electronic connection is restored or may adjourn until the next Regular or Special Meeting is called.
- 14.16 Procedures for Electronic Meeting – The Clerk may, from time to time, establish or amend procedures relating to Electronic Meetings, provided that such procedures do not conflict with the provisions of the Hybrid Meeting Policy.
- 14.17 Notwithstanding the foregoing, the Procedure By-law shall continue to apply to an Electronic Meeting held pursuant to this Section, except that this Section and any procedures as established by the Clerk or their designate, related thereto and any Provincial legislation or order shall prevail to the extent of any conflict.

15. Call to Order and Quorum

- 15.1 The Mayor or Chair shall call the Members to order as soon after the hour fixed for holding the Meeting and Quorum is present.
- 15.2 The Majority of Members of Council or the Committee, Task Force, or Board shall constitute a Quorum and be necessary for a Meeting to proceed.
- 15.3 When the Mayor attends a Committee or Task Force Meeting as an "Ex Officio" participant (See Section 11.9), their attendance will not be considered part of Quorum.
- 15.4 If Quorum is not present fifteen (15) minutes after the time appointed for the commencement of the Meeting, the Meeting will be automatically adjourned until the next Regular Meeting or Special Meeting is called.
- 15.5 The Clerk, Recording Secretary or their designate shall indicate in the Minutes that Quorum was not present, the names of those Members in attendance and the draft Minutes shall appear on the next Meeting Agenda.
- 15.6 Where the number of Members who are unable to attend a Meeting by reason of the provisions of the Municipal Conflict of Interest Act, 1990, are such that, at the Meeting, the remaining members are insufficient to constitute a Quorum, the remaining Members shall be deemed to constitute a Quorum, provided that number is not less than two (2).
- 15.7 If during a Meeting a Quorum is lost, the Mayor or Chair shall recess the Meeting temporarily or adjourn until the next Regular or Special Meeting is called.
- 15.8 If in the event of a Declared Emergency, Council is not able to achieve Quorum, then the use of the Emergency Governance Committee may be enacted (See Section 38).

16. Recording and Live Streaming of Meetings

- 16.1 As per Town Policy, the use of Electronic or Recording Devices for communication and/or recording is permitted during a Meeting, except where, in the view of the Mayor or Chair, such use is disruptive due to excessive noise or other distractions.
- 16.2 The Town may Record and Live Stream all open Meetings of Council, Committees, Task Force and Boards.
- 16.3 Any Meeting held outside of the Council Chambers and Menesetung Room will be exempt from Live Streaming or audio recording.
- 16.4 A Closed Session Meeting shall not be audio or video recorded by the Clerk, Recording Secretary or any person.
- 16.5 The Municipality will make every reasonable effort to ensure that Live Streaming and video/audio recordings are available to the public. However, there may be situations where due to technical difficulties the Live Streaming and video/audio recordings may be unavailable or delayed. Technical issues may include, but are not limited to, the availability of the internet connection, device failure or malfunction, unavailability of website platform or power outages. Meetings will not be cancelled, postponed, or delayed due to technical issues with Live Streaming or recording of meetings if the physical Council Chambers or Menesetung Room is open and accessible to the public.

PART THREE – NOTICE OF MEETINGS

17. Notice – Regular Council, Committee, Task Force and Board Meetings

- 17.1 Council shall adopt an annual Regular Meeting of Council schedule. The schedule shall include the date, time and location of the Meetings and shall be posted on the municipal website. The schedule is subject to change as necessary.

- 17.2 The published Agenda for a Regular Meeting of Council, Committee, Task Force or Board Meeting shall be considered as adequate Notice of Meeting, except for Meetings held on at a date or time different than what is provided for in this By-law. The published Agenda shall include the date, time, and location of the Meeting.
- 17.3 The Agenda for a Regular Meeting of Council, Committee, Task Force or Board Meeting shall be posted on the municipal website no later than 4 PM on the Thursday preceding the Meeting.
- 17.4 Notice for a Meeting held by Electronic Means shall including sufficient information as to provide Members, participants, and the public with a means to electronically access the Meeting.
- 17.5 The Agenda for a Regular Meeting of Council shall be available to Members of Council no later than 4 PM on the Wednesday preceding the Meeting. In the event of a Statutory Holiday falling on a Monday, the Agenda shall be available no later than 4 PM on the Thursday preceding the Meeting.
- 17.6 The Regular Meeting of Council, Committee, Task Force or Board Meeting Agenda and accompanying documents, shall be distributed to Members by Electronic Means.

18. Notice – Special Council Meetings

- 18.1 The Clerk shall ensure that Notice of a Special Council Meeting is provided to each Member at least twenty-four (24) hours in advance of the Meeting.
- 18.2 Notice for a Special Meeting held by Electronic Means shall include sufficient information as to provide Members, participants, and the public with a means to electronically access the Meeting.
- 18.3 Where special circumstances and/or time constraints do not allow for the Clerk to provide an Agenda for the Special Council Meeting twenty-four (24) hours in advance, the Agenda will be provided to Members at the start of the Meeting.
- 18.4 The Clerk shall provide Notice of the Special Council Meeting to the public by publishing the Agenda on the municipal website and/or updating the Meeting schedule posted on the municipal website.

19. Notice – Emergency Council Meetings

- 19.1 An Emergency Council Meeting may be held as soon as practical following the notification of Members.
- 19.2 The Clerk, Chief Administrative Officer, or designates shall attempt to notify all Members and appropriate staff about the Emergency Council Meeting, in the most expedient manner available and as soon as possible.
- 19.3 The Clerk shall make a reasonable effort to provide public Notice of the Meeting by publishing the Agenda and/or updating the Meeting schedule posted on the municipal website. Where proper Notice was not possible due to the circumstances of the emergency, the Clerk will endeavour to make the fact of the Meeting public as soon as possible after the meeting has taken place.
- 19.4 Only business dealing directly with the emergency or urgent matter shall be dealt with at the Emergency Council Meeting.

20. Cancel or Postpone – Council, Committee, Task Force and Board Meetings

- 20.1 In consultation with the Mayor or the Chair, and the Chief Administrative Officer, any Regular or Special Council, Committee, Task Force or Board Meeting may be postponed or cancelled in the following circumstances:

- (a) Quorum can not be achieved;
- (b) By Resolution of Council or the Committee, Task Force or Board;
- (c) The Meeting is no longer required;
- (d) Inclement weather, unforeseen circumstances, emergency or significant events including:
 - Safety concerns for Members, participants and/or the public;
 - Declared or impending declaration of a state of emergency;
 - Lack of utilities including heat, hydro, internet or other service;
 - Inability of the Clerk or designate to attend;
 - Inability of required or invited participant(s) to attend.

The final decision will be made by the Mayor or Chair or designate.

- 20.2 In consultation with the Mayor or the Chair, any Regular or Special Council, Committee, Task Force or Board Meeting may move to Electronic Means only. The said Meeting shall be held at the same date and time as stated on the published Agenda.
- 20.3 Notice of the Meeting cancellation, postponement or move to Electronic Means shall be provided in the same form as Notice for the Meeting was made. Every effort will be made to notify all Members, known participants and the public.
- 20.4 In the event of a postponement, the Meeting may be moved to a day named in:
 - (a) a Notice given twenty-four (24) hours in advance of the Meeting; or
 - (b) a Resolution passed by the Majority of Members.

PART 4 – ORDER OF PROCEEDINGS – AGENDA, MINUTES AND BY-LAWS

21. Agenda – Regular Meeting of Council

- 21.1 The Clerk or designate shall prepare an Agenda for all Regular Meeting of Council consisting of the following order of business:
 - Call to Order
 - Disclosure of Pecuniary Interest
 - Confirmation of the Agenda and Adoption of Minutes
 - Public Meeting(s)
 - Delegations and Presentations
 - Mayor’s Remarks
 - Councillor Remarks
 - Public Comments Relating to Agenda Items
 - Staff Reports
 - Correspondence Received and Copied for which the Direction of Council is Required
 - Correspondence Received for Information
 - Correspondence Received and Recommended Action Noted
 - Unfinished Business
 - By-laws
 - Motions and Notice of Motions
 - New Business
 - Closed Session
 - Reporting Out of Closed Session
 - Confirming By-law
 - Adjournment
- 21.2 The business of Council shall be taken in the order in which it stands on the published Agenda, unless otherwise decided by the Majority of Council.

22. Agenda – Public Presentation, Delegations and Petitions

- 22.1 Any person or organization requesting to attend a Regular Meeting of Council to make a presentation, appear as a Delegation or present a Petition shall register with the Clerk by providing a completed Council Delegation Request Form by 4 PM the Monday prior to the Meeting.
- 22.2 An electronic copy of any presentation, document, materials, and/or Petition to be provided to Council, or presented at the Meeting, must be submitted as part of the Council Delegation Request Form. If no supporting presentation, documentation, or materials are submitted by the prescribed submission deadline date and time, the applicant shall forfeit their delegation to address Council at the Meeting.
- 22.3 All presentations, documents, materials and/or Petitions submitted as part of the Council Delegation Request Form shall be published as part of the Meeting Agenda and be subject to full disclosure under the Municipal Freedom of Information and Protection of Privacy Act, 1990.
- 22.4 Presenters will have one opportunity to present to Council on a subject matter.
- 22.5 No Delegation or presentation to Council shall be made if:
- (a) The presentation, documents, materials and/or Petitions are not legible, authored by the applicant, or contain obscene or defamatory language.
 - (b) The matter is deemed to be routine, administrative in nature or can be referred to staff, Committee, Task Force or Board for consideration and/or resolution;
 - (c) The matter is not within the statutory jurisdiction of Council;
 - (d) The request is repetitive, vexatious or frivolous in nature;
 - (e) The matter is relating to litigation or potential litigation, including those matters which are before and under the jurisdiction of any court or administrative tribunal, unless the matter is referred to Council by the said court or tribunal.
- 22.6 The Clerk shall consult with the Mayor when considering Item 22.4, and the Mayor's decision is final. The Clerk shall notify all Members of Council and the Chief Administrative Officer in writing, when a person or organization has been denied the opportunity to make a presentation, appear as a Delegation or present a Petition.
- 22.7 No person, except Members of Council and staff are permitted to come within the Council rail during the Meeting without the permission of the Mayor.
- 22.8 A Delegation or presentation shall be limited to a maximum of ten (10) minutes. Council may limit or extend the ten (10) minute time allowed for a presentation/delegation by a majority vote.
- 22.9 The allotted presentation/delegation time does not include answering questions from Members. Members may address a delegate only to ask questions of clarification and not to express opinions or enter into debate or discussion. If there are numerous delegates taking the same position on a matter, the Clerk will encourage them to select one spokesperson to present their views within the ten (10) minute time allocation.
- 22.10 The time limitation for delegations speaking at a Public Meeting to hear applications under the Planning Act, shall not exceed ten (10) minutes. Council may extend the ten-minute time period by a majority vote of the Council Members present without debate.
- 22.11 Presenters/Delegates must abide by the rules of procedure and public conduct at meetings. They will accept any decisions of the Mayor or Chair and not enter into cross debate with members, other delegations or staff. Any discourse between Members and the delegate will be limited to Members asking questions for clarification and obtaining

additional, relevant information only. The Mayor or Chair may curtail/halt a presentation or delegation for contravention of this By-law.

22.12 A maximum of two presentations and/or Delegations shall be permitted at a Regular Council Meeting.

23. Agenda – Committee and Board Meetings

23.1 The format of the Agenda for Committee, Task Force and Board Meetings shall be similar to that of Council (Section 21.1) with adjustments to certain sections on approval of the Clerk provided that the following remain:

- Call to Order
- Confirmation of Agenda and Adoption of the Minutes
- Disclosure of Pecuniary Interest
- Consideration of Business for Which Notice was Given
- Closed Session (if applicable)
- Reporting Out of Closed Session (if applicable)
- Adjournment

23.2 Only matters relating to the mandate of the Committee, Task Force or Board, as set out in the Terms of Reference, shall be placed on the Agenda.

23.3 Presentations, Delegations and/or submission of Petitions may be made at a Committee, Task Force or Board Meeting and Section 23.2, shall apply.

23.4 The business of the Committee, Task Force or Board shall be taken in the order in which it stands on the published Agenda, unless otherwise decided by the Majority of Members.

24. Agenda – Special and Emergency Council, Committee and Board Meetings

24.1 The Clerk, or Recording Secretary, where reasonably possible, shall prepare and publish an Agenda for a Special or Emergency Council, Committee, Task Force or Board Meeting which includes the following orders of business:

- Call to Order
- Unanimous Motion
- Confirmation of Agenda
- Disclosure of Pecuniary Interest
- Consideration of Business for Which Notice was Given
- Closed Session (if applicable)
- Reporting out of Closed Session (if applicable)
- Adjournment

25. Minutes

25.1 Minutes of Council, Committee, Task Force or Board Meetings, whether closed to the public or not, shall record:

- The date, time and place of the meeting;
- Whether the meeting was conducted by Electronic Means;
- The record of attendance of the Member(s), if they attended by Electronic Means and the arrival and/or leaving Member(s) throughout the meeting;
- The correction and adoption of Minutes of the prior meeting(s);
- A list of all business items discussed;
- All Motions/Resolutions and decisions;
- All proceedings of the meeting, recorded without note or comment, in accordance with Section 239(7) of the Act;
- All Disclosures of Pecuniary Interest.

- 25.2 The Clerk or Recording Secretary shall ensure that draft Minutes of the previous Meeting are circulated on the next Meeting Agenda, for consideration and adoption by Council, Committee, Task Force or Board.
- 25.3 Unless a reading of the previous Meeting Minutes is requested by a Member, Minutes shall be adopted without reading if the Clerk or Recording Secretary included a copy as part of the published Meeting Agenda.
- 25.4 After Meeting Minutes have been adopted, they will be signed by the Mayor or Chair and by the Clerk or Recording Secretary and filed with the Clerk.
- 25.5 Minutes of all Council, Committee, Task Force and Board Meetings, with the exception of Closed Session Meetings, shall be posted on the municipal website and available to the public in accordance with the Act.
- 25.6 The most recent (draft or adopted) minutes of a Committee, Task Force or Board Meeting shall be included, for information purposes, on the next Regular Meeting of Council Agenda.

26. Reports – To Council, Committee and Boards

- 26.1 Staff Reports of departments (including recommendations resulting from Committee, Task Force or Board Meetings) shall be submitted to the Clerk or Recording Secretary no later than 4 PM on the Monday preceding the Meeting.

27. By-laws

- 27.1 In accordance with Section 5(3) of the Act, a municipal power shall be exercised by By-law unless the municipality authorized to do otherwise;
- 27.2 Council shall not consider any By-law not listed on the Meeting Agenda and circulated to each Member as part of the Agenda package.
- 27.3 Every by-law being considered will be listed in the Council agenda by an identifying number, followed by a brief description of the intention of the by-law.
- 27.4 Every By-law shall be introduced by Motion and receive three readings prior to it being passed.
- 27.5 Unless separated at the request of a Member to the Mayor, all By-laws being considered shall be adopted collectively in a single Motion.
- 27.6 Every By-law adopted by Council shall be:
(a) Approved by Council Resolution;
(b) Dated and signed by the Mayor and Clerk, or their designates, sealed with the Town Seal and filed with the Clerk.
- 27.7 Council shall approve a By-law to confirm all actions taken by Council. The proceedings of every Special or Emergency Meeting of Council shall be confirmed by By-law at the next Regular Meeting of Council.

27.8. Public Comments Relating to Agenda Items

A person may provide comments to Council Members during the Public Comments Relating to Agenda Items section provided that all persons participating adhere to the following practices:

- The Person (Speaker) providing comments must give their name prior to the Chair of Council prior to speaking;
- Speakers comments must be related to an item on the current agenda; and
- Speakers are limited to a time period of three (3) minutes.

The Chair may curtail any speaker for disorder or any other breach of this by-law.

Members of Council and staff will hear the comments, and Council will be given an opportunity to respond if desired. This section of the agenda will be allotted a 30 (thirty) minute total time limit.

PART 5 – RULES OF CONDUCT AND DEBATE

28. Conduct of Proceedings for Council and Committees

- 28.1 The Mayor or Chair, shall open a Meeting by calling the Members to order.
- 28.2 The Mayor or Chair shall announce the business before the Members in the order in which it is to be called.
- 28.3 The Mayor or Chair shall receive and submit, in the proper manner, all Motions presented by the Members.
- 28.4 The Mayor or the Chair shall put to a vote all Motions which are regularly moved and seconded or necessarily arise in the course of proceedings and announce the results.
- 28.5 The Mayor or Chair shall preserve order and decorum and decide on questions of order, subject to the appeal to the Members, and this decision may be overruled by a Majority vote thereof.
- 28.6 The Mayor or Chair shall ensure that all decisions of the Members are in conformity with the laws and By-laws governing the activities of the Town.
- 28.7 The Mayor or the Chair shall adjourn the Meeting when business is concluded.
- 28.8 The Mayor or the Chair shall adjourn the Meeting, without question, in the case of grave disorder arising during the Meeting.
- 28.9 The Mayor or the Chair shall ensure that any person attending a Meeting, either in person or by Electronic Means:
- Maintains order and quiet during a Meeting;
 - Only speaks with the permission of the Mayor or the Chair;
 - Does not interrupt any speech or action during a Meeting;
 - Does not display any sign, placard, or poster during a Meeting;
 - Stops any behaviour that interrupts speech or action of a Meeting, and vacates the Meeting where such behaviour persists;
 - Turns off or sets to silent mode, any Electronic Device;
 - Uses any Electronic Device Recording Device, broadcasting, or streaming device respectfully and if directed, moves, or ceases to use said device.
- 28.10 In accordance with Section 241(2) of the Act, the Mayor or Chair may expel any person for improper conduct at a Meeting.

29. Resolutions, Motions and Voting

- 29.1 All Motions must be moved and seconded before the Mayor or Chair shall permit debate and put the question.
- 29.2 The following motions may be introduced verbally, without notice and without leave, except as otherwise provided by this by-law:
- a) A point of privilege or order;
 - b) To suspend the rules of procedure;
 - c) To postpone definitely (deferral motion with a specific meeting date);
 - d) To refer;
 - e) To amend;
 - f) To postpone indefinitely (deferral motion without a specific meeting date);

- g) To close debate;
 - h) To adjourn;
 - i) Any other procedural motion.
- 29.2 After a Motion is presented, it is deemed to be in the possession of the Council, Committee, Task Force or Board but may, with the permission of the Council, Committee, Task Force or Board, be withdrawn at any time before decision or amendment.
- 29.3 Amendments to a Motion shall be put in reverse order to that which they are moved. Only one amendment shall be allowed to an amended Motion.
- 29.4 When a Motion under consideration contains two or more statements, the Motion shall be put separately at the request of a Member, prior to the vote being taken.
- 29.5 After a Motion is finally put, no Member shall speak to the Motion, nor shall any other Motion be made until after the vote is taken and the results announced.
- 29.6 Where the Mayor or Chair decides to take part in debate, they shall call on the Deputy Mayor, Vice Chair, or another Member to preside over the Meeting for that portion of the Meeting. The Mayor or Chair may answer questions and comment in a general way, but if they wish to move a Motion, speak to a Motion, or persuade the Members to support a position, they shall leave the chair. The Mayor or Chair does not need to vacate the chair to state support or opposition to a Motion on the floor.
- 29.7 Every Member present at the Meeting when a question is put, shall vote, except where they are disqualified to vote by any Act, or is absent from the Meeting when the question is put.
- 29.8 In accordance with the Act, a failure to vote by a Member who is qualified and present at the Meeting at the time of the vote, shall be deemed to be a negative vote.
- 29.9 On an unrecorded vote, the manner of determining the decision on a Motion shall be at the discretion of the Mayor or Chair and may be by voice or show of hands.
- 29.10 No vote shall be taken by ballot or any other method of secret voting.
- 29.11 Except where expressly provided in statute, any Motion on which there is an equality of votes shall be deemed to be defeated.
- 29.12 The Mayor or Chair shall announce the result of the vote openly, as carried or defeated.
- 29.13 In accordance with the Act, if a Member present at a Meeting at the time of a vote requests immediately before or after the taking of the vote that the vote be recorded, each Member present, except a Member who is disqualified from voting by any Act, shall announce his or her vote openly and the Clerk, Recording Secretary or designate shall record each vote. The Clerk, Recording Secretary or designate shall call the names of the members in a random order and each Member shall respond "Yes" or "No" when called upon. The Clerk shall announce and record the results in the Minutes.

30. Rules of Debate

- 30.1 Every Member, prior to speaking to any question or Motion, shall raise their hand or otherwise obtain permission of the Mayor or Chair to speak. When two or more Members wish to speak, the Mayor or Chair shall name the order of speakers.
- 30.2 When a Member is called to order by the Mayor or Chair, they shall cease speaking unless allowed to explain, and the ruling of Mayor or Chair shall be obeyed, subject to the appeal of the Council, Committee, Task Force or Board, but without debate.

- 30.3 No Member shall speak more than once to the same matter or Motion until all Members have had an opportunity to speak to the matter or question a first time, except in explanation of a material part of their speech and they shall not introduce a new matter.
- 30.4 All Members shall occupy their seat when the Mayor or Chair calls for a vote on a Motion and shall remain in their seat until the results of the vote have been declared.
- 30.5 No Member shall interrupt or distract another Member when they are speaking, except to raise a Point of Order.
- 30.6 A Member may request that the Motion under discussion be read at any time during the debate but not so as to interrupt a Member while speaking.

31. Notice of Motion

- 31.1 Any Member may give a Notice of Motion at a Meeting indicating an intent that the Member will introduce a Motion at the next or a subsequent meeting of Council, Committee, Task Force or Board. The giving of a Notice of Motion requires no seconder and is not, at the time, debatable.
- 31.2 All Notice of Motion shall be provided in writing, signed by the mover, and filed with the Chief Administrative Officer and Clerk.
- 31.3 A Notice of Motion filed with the Chief Administrative Officer and Clerk shall be placed on the next or subsequently scheduled Meeting, as requested by the mover.
- 31.4 A Notice of Motion shall not be considered or otherwise disposed of by Council, Committee, Task Force or Board, unless the mover of the Motion is in attendance at the Meeting.
- 31.5 A Notice of Motion that has been called by the Mayor or Chair at two Meetings and has not been proceeded with shall be removed from the Agenda, unless otherwise directed by the Council, Committee, Task Force or Board.

32. Reconsideration

- 32.1 No Motion to Reconsider shall be in order when the original Motion has been implemented resulting in a legally binding commitment that is in place on the date that a Motion to Reconsider is to be debated.
- 32.2 A Motion to Reconsider made at the same Meeting at which the original Motion was decided shall be introduced under New Business section of the Agenda, unless the Mayor or Chair determined there was a clear misunderstanding of the original Motion, in which case a Motion to Reconsider shall be introduced immediately after the original vote is taken.
- 32.3 A Motion to Reconsider made at a Meeting subsequent to the Meeting at which the original Motion was decided shall require a Notice of Motion to be submitted in accordance with Section 31 (Notice of Motion).
- 32.4 A Motion to Reconsider must be made by a Member who voted with the Majority on the original Motion. A Motion to Reconsider may be seconded by any Member who voted on the original Motion.
- 32.5 No Motion to Reconsider shall be made more than once in the twelve (12) month period from the date the matter was decided unless a regular election has occurred following the decision.
- 32.6 A Motion to Reconsider shall be decided on a two-thirds vote of the whole Council, Committee, Task Force or Board.

- 32.7 If a Motion to Reconsider is decided in the affirmative at a Meeting, the consideration of the original matter shall become the next order of business.
- 32.8 Debate on a Motion to Reconsider must be confined to reasons for or against reconsideration. No discussion of the original Motion shall be allowed until Council has voted on the Motion to Reconsider or upon the Notice of Motion to Reconsider.

33. Adjournment

- 33.1 All Meetings shall remain in session until all business on the Agenda is disposed of.
- 33.2 All Meetings, with the exception of an Education and Training meeting, shall stand adjourned four (4) hours after it is called to order, unless otherwise decided by a Majority vote of the Members present to extend the meeting to complete the business of the day, by one half hour to a maximum meeting length of six (6) hours.
- 33.3 Should a Motion to extend the Meeting fail, the Meeting shall automatically adjourn.
- 33.4 The matters not completed on the Agenda shall be included on the Agenda for the next Regular or Special Council Meeting.

34. Procedural Appeal

- 34.1 Any Member may raise a Point of Order.
- 34.2 The Mayor or Chair shall decide all questions of order and the decision of the Mayor or Chair shall be final, subject to appeal, with the Mayor or Chair retaining the option of putting any question or order to the Members and in such instances the decision the Members shall be final.

PART 6 – DUTY OF MEMBERS

35. Disclosure of Pecuniary Interest

- 35.1 A 'Pecuniary Interest' is defined in the Municipal Conflict of Interest Act, 1990. Where a Member of Council, Committee, Task Force or Board has a Pecuniary Interest in any matter, including that of a spouse, child or parent and **is present** at a Meeting of Council 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, verbally disclose the interest and the general nature;
 - (b) shall, prior to any consideration of the matter at the Meeting disclose the interest and the general nature in a written statement that shall be filed with the Clerk;
 - (c) shall not, at any time, take part in the discussion, or vote on any question in respect of the matter;
 - (d) shall not, at any time, attempt, either on his or her own behalf or while acting for, by or through any other person, in any way whether before, during or after the Meeting to influence the voting on any such question;
 - (e) shall leave the Meeting and Meeting room for the entire time that the item is considered by Council, Committee, Task Force or Board, including any Delegations, presentation or debate on a Motion or be placed in the electronic waiting room if attending via electronic means;
 - (f) where a Member has declared a pecuniary interest on an item, they shall not take part in adopting the Confirming By-law.
- 35.2 Where a Member of Council, Committee, Task Force or Board has a Pecuniary Interest in any matter, including that of a spouse, child or parent and **is not present** at a Meeting of Council or Committee at which the matter is the subject of consideration, the Member:

- (a) shall verbally disclose the interest at the next Council, Committee, Task Force or Board Meeting attended by the Member;
- (b) shall disclose the interest and the general nature in a written statement that shall be filed with the Clerk;
- (c) shall not, at any time, take part in discussion, or vote on any question in respect of the matter; and
- (d) shall not, at any time, attempt, either on his or her own behalf or while acting for, by or through any other person, in any way whether before, during or after the Meeting to influence the voting on any such question.

36. Duties of the Mayor

36.1 Section 225, 226 and 226.1 of the Act set out the role of the Mayor. The Mayor shall:

- (a) act as the Chief Executive Officer of the Town;
- (b) preside over Council Meetings;
- (c) provide leadership to Council;
- (d) without limiting clause (c), provide information and recommendations to Council with respect to the role of Council described in the Act;
- (e) represent the Town at official functions;
- (f) carry out the duties of the Mayor under the Act or any other statute;
- (g) uphold and promote the purposes of the Town;
- (h) promote public involvement in the Town's activities;
- (i) act as the representative of the municipality both within the municipality locally, nationally, and internationally; and
- (j) participate in and foster activities that enhance to economic, social, and environmental well-being of the municipality and its residents.

36.2 The Mayor shall authenticate by signature all By-laws and Minutes.

36.3 The Mayor shall represent and support Council, declaring its will and implicitly obeying its decisions in all matters.

36.4 The Mayor shall decline to put to a vote any Motion which infringes Council's rules of procedure as defined in this By-law.

36.5 The Mayor shall restrain, or cause to restrain, any Member engaged in debate that is out of order and require Members to observe Council's rules of procedure as defined in this By-law.

36.6 The Mayor, in accordance with Section 241(2) of the Act, may expel any person for improper conduct at a Meeting.

37. Absence of the Mayor/Council Vacancy

37.1 In the event that the Mayor is absent, has a conflict under the Municipal Conflict of Interest Act, 1990, refuses to act or the office becomes vacant, the Deputy Mayor shall act in the place and stead of the Mayor, and while so acting, the Deputy Mayor has all the power and duties of the Mayor.

- 37.2 In accordance with Section 238(4) of the Act, in the absence of both the Mayor and Deputy Mayor, and if Quorum is present, the Council shall elect a Chair from amongst its Members present. While presiding, the Member appointed by Council shall have all the powers of the Mayor for the purpose of conducting the Meeting.
- 37.3 If an office on Council becomes vacant, Council shall, in accordance with the Act, declare the office vacant and decide on the method of filling the vacancy.
- 37.4 If Council, by Resolution, decides to fill the vacancy by appointing a person who has consented to accept the office if appointed (Section 263 of the Act), then the process set out in the corporate policy for the Appointment Procedure for Filling Vacancy on Council by Call for Nominees shall be used.

38. Emergency Governance Committee

- 38.1 Section 23 of the Act regulates the delegation of legislative and quasi-judicial powers.
- 38.2 In a Declared Emergency and where the decision-making capability of the Town may be compromised or where normal protocols may be impossible to meet, the Town may establish an Emergency Governance Committee to act in the place of Council.
- 38.3 The Emergency Governance Committee will only be formed if at least four Members of the total seven Member Council are incapacitated through death, injury, or illness and are unable to exercise their powers due to the inability to meet Quorum.
- 38.4 The Emergency Governance Committee is delegated the authority by Council to exercise all legislative, quasi-judicial and administrative powers, subject to the limitations of the Act, with such delegated authority to only be exercised:
- (a) For the duration of an emergency declared in accordance with applicable legislation and the Town's Emergency Management Program;
 - (b) For Council's normal decision-making processes and not for the management of or coordination of emergency response activities.
- 38.5 The Emergency Governance Committee shall be exempt from Special Council Meeting (Section 9) and Emergency Council Meeting (Section 10) requirements.
- 38.6 The Emergency Governance Committee shall, except where specifically noted, conduct itself in accordance with this By-law.
- 38.7 Where in the opinion of the Mayor, in consultation with the Chief Administrative Officer and/or the Clerk, and with such others as the Mayor may determine, the circumstances of the emergency are such that compliance with the Act's open meeting requirements may pose a risk to the public, staff or Members, the Mayor may direct the Clerk to restrict or prohibit physical attendance by the public to the place of the Meeting, subject to the following:
- (a) The Clerk may employ Electronic Means to reasonably facilitate the participation of the public at the Meeting;
 - (b) The Notice of the Meeting will include such information as the Clerk determines, to reasonably inform the public respecting the use of Electronic Means;

39. Role of Council and Duties of Committee, Task Force & Board Members

- 39.1 In accordance with Section 224 of the Act, it is the role of Council to:
- (a) to represent the public and to consider the well-being and interests of the Town;
 - (b) to develop and evaluate the policies and programs of the Town;
 - (c) to determine which services the Town provides;

- (d) to ensure that administrative policies, practices and procedures and controllership policies, practices and procedures are in place to implement the decisions of Council;
 - (e) to ensure the accountability and transparency of the operations of the Town, including the activities of the senior management of the Town;
 - (f) to maintain the financial integrity of the Town; and
 - (g) to carry out the duties of Council under this or any other Act.
- 39.2 Members of Council, Committee, Task Force or Board shall come prepared to every Meeting by having read all the materials supplied.
- 39.3 Member of Council, Committee, Task Force or Board shall make technical inquiries of staff regarding Meeting materials supplied, in advance of the Meeting.
- 39.4 Request for substantive Staff Reports shall be by Council, Committee, Task Force or Board Resolution.
- 39.5 Any Member may bring before Council, a Committee, Task Force or Board, any business that they believe should be deliberated by the Members. In an effort to support the Accountability and Transparency Policy of the Town, it is recommended that the Member contact the Clerk in advance of the publishing of the Meeting Agenda so that the item can be presented in a manner that is consistent with this By-law and Roberts Rules of Order. (See Section 31 – Notice of Motion or Section 32 – Reconsideration)
- 39.6 Any Member making a verbal submission during the “Mayor Remarks” and “Councillor Remarks” sections of the Agenda (See Section 21.1 Agenda Regular Meeting of Council) shall be limited to two (2) minutes. In the interest of time, the Member may provide a written summary of the submission to the Chief Administrative Officer and Clerk, for inclusion with the Agenda. The submission shall be provided to the Chief Administrative Officer and Clerk no later than 4 PM on the Monday preceding the Meeting. The Member shall not use this section of the Agenda to introduce new business (See Section 31 – Notice of Motion or Section 32 – Reconsideration). “Councillor Remarks” will be recorded in accordance with Section 239(7) of the Act.
- 39.7 While in a Meeting, Members of Council, Committee, Task Force or Board shall follow the following rules:
- (a) Members shall only speak when recognized by the Chair;
 - (b) Member shall only speak respectfully of His Majesty the King or any member of the Royal Family, Governor General, Lieutenant Governor General or any Member of the Senate, the House of Commons of Canada or the Legislative Assembly of Ontario;
 - (c) Members shall not use indecent, offensive or insulting language in or against any other Member, staff, public or any other person. Further, no Member will publish any derogatory or demeaning comment or opinion of the Council, Committee, Task Force or Board, staff, or member of the public;
 - (d) Members shall only speak to the question in debate;
 - (e) Members shall not debate any prior decision/Resolution or Motion of Council, Committee, Task Force or Board, except to conclude such remarks with a Motion to Reconsider;
 - (f) Members shall not interrupt or disturb any Member who has the floor except to raise a Point of Order;

- (g) Members shall not disturb a Meeting by disorderly conduct or comments;
- (h) Members shall not leave their seat or make noise or cause a disturbance while a vote is being taken or until the result is declared;
- (i) Members shall not leave the Meeting when they do not intend to return thereto without first advising the Mayor or Chair;
- (j) Members shall abide by the rule of order, obey the decisions of the Council, Committee, Task Force or Board on questions of order or practice or upon the interpretations of the rules of order by the Council;
- (k) In the event that a Member persists in a breach of the rules of this By-law, after having been called to order by the Mayor or Chair, the Mayor or Chair shall put the question "shall the Member be ordered to leave his/her seat for the duration of the Meeting?". The Council, Committee, Task Force or Board shall vote on the question and the question is not debatable;
- (l) If the Council, Committee, Task Force or Board decides the question set out in Section 39.7 (k) of this By-law in the affirmative by a Majority vote of the Members, the Mayor or Chair shall order the Member to leave their seat for the duration of the Meeting;
- (m) If the Member apologizes, the Mayor or Chair, with the approval of Council, Committee, Task Force or Board, may permit them to resume their seat;
- (n) If a Member does not leave their seat after being ordered to do so by the Mayor or Chair (in accordance with Section 39.7(l) and if the Member does not apologize (in accordance with Section 39.7(m) then the Mayor or Chair shall seek appropriate assistance;
- (o) Members must occupy their seat while a vote is being taken and the results are being declared;
- (p) Municipal Councillors shall officially be addressed as Councillor, Deputy Mayor or Mayor.

40. Repeal of By-Laws

That By-Law 22 of 2012, as amended, and By-Laws 89 of 2012, 14 of 2015, 5 of 2018, 90 of 2019, 46 of 2020, 87 of 2020, 1 of 2021 and any other by laws, motions, or resolutions inconsistent with the above, is hereby repealed in its entirety.

41. By-Law Effect

This By-Law shall come into full force and effect on the date of its passing.

READ A FIRST, SECOND AND THIRD TIME AND FINALLY PASSED THIS 16TH DAY OF DECEMBER, 2024.

MAYOR, Trevor Bazinet

CLERK, Andrea Fisher

**TOWN OF GODERICH
PROCEDURE BY-LAW
CONSOLIDATION**

This document is a consolidation of the Town of Goderich Procedure By-Law No. 118 of 2024 and subsequent amendments made thereto. This compilation is for convenience for administrative purposes and does not represent true copies of the by-laws it contains. Any legal interpretation of this document should be verified with the Town Clerk.

This Consolidated Procedure By-Law contains:

By-Law No. 118 of 2024

and the following amendments thereto:

By-Law No. 161 of 2025

Consolidated as of December 2025