

THE CORPORATION OF THE VILLAGE OF MERRICKVILLE-WOLFORD

BY-LAW 30-17

**A BY-LAW TO GOVERN THE CALLING, PLACE AND PROCEEDINGS OF MEETINGS
FOR THE VILLAGE OF MERRICKVILLE-WOLFORD**

WHEREAS every municipality and local board shall pass a procedure by-law for governing the calling, place and proceedings of meetings, pursuant to Section 238 (2) of the *Municipal Act*;

AND WHEREAS the procedure by-law shall provide for public notice of meetings, pursuant to Section 238 (2.1) of the *Municipal Act*;

AND WHEREAS Council deems it expedient to adopt a new by-law to govern the order and proceedings of Council and Committees of the Corporation of the Village of Merrickville-Wolford;

NOW THEREFORE the Council of the Corporation of the Village of Merrickville-Wolford enacts as follows:

TABLE OF CONTENTS

Part 1 - GENERAL	3
1.1 Short Title	3
1.2 Definitions	3
1.3 Rules of Procedure	4
1.4 Amendment	5
Part 2 - ROLES AND DUTIES	5
2.1 Role of the Council	5
2.2 Role of the Mayor (Head of Council)	5
2.3 Role of Deputy Mayor	6
2.4 Duties of the Chair	6
2.5 Duties of the Clerk	7
2.6 Role of the Chief Administrative Officer	7
2.7 Role of the Municipal Administration	7
Part 3 - MEETINGS	7
3.1 Location of Meetings	7
3.2 Notice of Meetings	7
3.3 Cancellation and Rescheduling of Meetings	8
3.4 Staff Participation	8
3.5 Inaugural Meeting	8
3.6 Regular Meetings	8
3.7 Special Meetings	8
3.8 Closed Meetings	9
3.9 Meetings in the Event of a Declared Emergency	10

Part 4 - MEETING PROCEDURES	10
4.1 Agendas	10
4.2 Call to Order and Quorum	11
4.3 Disclosures of Pecuniary Interest	11
4.4 Adoption of Minutes	12
4.5 By-laws	12
4.6 Public Question Period	13
4.7 Adjournment	13
Part 5 - COMMUNICATIONS, DELEGATIONS AND PETITIONS	13
5.1 Written submissions for Council	13
5.2 Delegations	14
5.3 Conduct of Members of the Public	15
Part 6 - RULES OF CONDUCT AND DEBATE	15
6.1 Rules of Conduct and Debate - General	15
6.2 Points of Order	16
6.3 Point of Privilege	16
Part 7 - MOTIONS	17
7.1 Motions - General	17
7.2 Motions Introduced Orally	17
7.3 Dispensing with Notice	17
7.4 Request to Divide a Question	17
7.5 Notice of Motion	17
7.6 Request for permission to Withdraw or Modify a Motion	18
7.7 Motion to Amend	18
7.8 Motion to Refer	18
7.9 Motion to Postpone or Defer	19
7.10 Motion to Postpone Indefinitely	19
7.11 Motion to Reconsider	19
7.12 Ultra Vires Motion	19
7.13 Motion to Adjourn	20
Part 8 - VOTING	20
8.1 Voting - General	20
8.2 Recorded Vote	20
Part 9 - COMMITTEES OF COUNCIL	21
Part 10 - APPENDIXES	21
Appendix "A" - Council/Staff Protocol	22
Appendix "B" - Council Code of Conduct	26
Part 11 - ENACTMENT	21

PART 1 - GENERAL

1.1 Short Title

a) This By-law shall be referred to as the 'Procedure By-law'.

1.2 Definitions

"Advisory Committee" means a committee established by Council which is advisory or consultative in nature with jurisdiction for providing advice and recommendations to Council regarding a specific subject.

"Agenda" means the written order of business.

"Ad hoc Committee" means a special purpose committee with a limited duration, appointed by Council to carry out a specific task and which is dissolved automatically upon submitting its final report to Council, unless otherwise directed by Council.

"CAO" means the Chief Administrative Officer of the Corporation of the Village of Merrickville-Wolford.

"Chair" means the Mayor or designated presiding officer at a Council, committee or local board meeting.

"Clerk" means the Clerk of the Corporation of the Village of Merrickville-Wolford or his/her designate pursuant to section 228 of the *Municipal Act, 2001*.

"Committee" means a committee established by Council, including advisory committees, and as defined in the Committee's Terms of Reference.

"Communications" means all forms of communication with Council including, but not limited to, the following: correspondence, memorandum, report, notice, email, facsimile, petition, brochure, newspaper/magazine article, etc.

"Council" means the Council of the Corporation of the Village of Merrickville-Wolford.

"Councillor" means a Member of Council of the Corporation of the Village of Merrickville-Wolford, but does not include the Mayor.

"Delegation" means an appearance by a person, group of persons, firm or organization to address Council or a Committee.

"Deputy Mayor" means a member of Council who is not the Mayor who is appointed by a majority vote of Council at their first meeting in a term.

"In Camera" or "Closed Session" means a meeting or portion thereof, which is closed to the public pursuant to Section 239 of the *Municipal Act, 2001*, as amended.

"Majority" means more than half of the votes cast by Members present and eligible to vote.

"Mayor" means the Head of Council of the Corporation of the Village of Merrickville-Wolford.

“Meeting” means any regular, special, committee or other meeting of Council, Committee or local board.

“Member” means a Member of Council or a Committee, a person duly elected or appointed to serve on Council, a committee or local board for the Corporation of the Village of Merrickville-Wolford.

“Municipality” means the Corporation of the Village of Merrickville-Wolford.

“Municipal Office” means the building located at 317 Brock Street West, Merrickville, Ontario.

“Notice of Motion” means an advance notice to Members on a matter which Council will be asked to take a position.

“Pecuniary Interest” means a direct or indirect pecuniary (monetary) interest within the meaning of the *Municipal Conflict of Interest Act*, R.S.O. 1990, Chapter M.50, as amended.

“Point of Order” means a matter that a Member considers to be departure from or contravention of the rules, procedures or generally accepted practices of the Council.

“Point of Personal Privilege” means a matter that a Member considers to impugn his/her rights, integrity or that of Council, a committee or local board.

“Prevailing Member” means any member who voted with the majority on an issue or question that was dealt with by a resolution.

“Quorum” means the majority of the total voting Members required to constitute Council or a Committee.

“Recorded Vote” means recording in the Minutes, the name and vote of each Member present on any matter or question where any Member requests that the vote be recorded.

“Rules of Procedure” means the applicable procedural rules and rules of conduct contained in this by-law.

“Two-Thirds Vote” means the affirmative vote of two-thirds (2/3) of the Members present and eligible to vote.

1.3 Rules of Procedure

- a) The rules of procedure contained in this by-law shall be observed in all proceedings of Council, committees and local boards. For purposes of interpreting this by-law or determining a proper course of action for matters that may arise that are not specifically contemplated by this by-law, the most recent edition of *Robert's Rules of Order* in existence at the time shall be referred to.
- b) Except as provided elsewhere in this by-law, the rules and regulations contained in this by-law may be temporarily suspended by a two-third majority vote of the Members present.

1.4 Amendment

- a) Any provision contained in this by-law shall only be amended or repealed by two-thirds vote of the Members present at any meeting of Council, provided that notice of the proposed amendment or repeal is given at a preceding regular meeting, and such notice may not be waived.

PART 2 - ROLES AND DUTIES

2.1 Role of Council

As defined within the *Municipal Act*, Section 224, it is the Role of Council:

- (a) to represent the public and to consider the well-being and interests of the municipality;
- (b) to evaluate the policies and programs of the municipality;
- (c) to determine which services the municipality provides;
- (d) to ensure the administrative policies, practices and procedures and controllership policies, practices and procedures are in place to implement the decisions of Council;
- (d.1) to ensure the accountability and transparency of the operations of the municipality, including the activities of the senior management of the municipality;
- (e) to maintain the financial integrity of the municipality; and
- (f) to carry out the duties of Council under the *Municipal Act, 2001*, as amended, or any other Act.

2.2 Role of the Mayor (Head of Council)

As defined within the *Municipal Act*, Section 225, it is the role of the Head of Council:

- (a) to act as chief executive officer of the municipality;
- (b) to preside over Council meetings so that its business can be carried out efficiently and effectively;
- (c) to provide leadership to the Council:
- (c.1) without limiting clause (c), to provide information and recommendations to the Council with respect to the role of Council described in clauses 224(d) and (d.1) of the *Municipal Act*;
- (d) to represent the municipality at official functions; and
- (e) to carry out the duties of the Head of Council under the *Municipal Act, 2001*, as amended, or any other Act.

As defined within the *Municipal Act, 2001*, as amended, Section 226.1, it is the role of the head of council as chief executive officer of a municipality to:

- (a) uphold and promote the purposes of the municipality;
- (b) promote public involvement in the municipality's activities;
- (c) act as the representative of the municipality both within and outside the municipality, and promote the municipality locally, nationally and internationally; and
- (d) participate in and foster activities that enhance the economic, social and environmental well-being of the municipality and its residents.

The Mayor, by virtue of his/her office, shall be an ex-officio Member of all Committees of Council and shall be a non-voting member of such Committees and is not counted in the quorum.

2.3 Role of the Deputy Mayor

- a) In the absence of the Mayor, the Deputy Mayor shall preside at meetings.
- b) The Clerk shall prepare a resolution for the first regular meeting of Council following a regular election to appoint a Deputy Mayor from the Members of Council, not including the Mayor, who reside/own property in the ward that the mayor does not reside in, to act in the absence of the Mayor for the duration of that term.

2.4 Duties of the Chair

- a) The duties of the Chair are:
 - (1) To open the meeting by taking the Chair and calling the Members to order;
 - (2) To announce the business before the Council in the order in which it is to be acted upon;
 - (3) To receive and submit, in the proper manner, all motions presented by the Members;
 - (4) To put to a vote all questions which are moved and seconded or which necessarily arise in the course of the proceedings, and to announce the results of such vote;
 - (5) To decline to put to a vote motions which infringe upon the rules of procedure;
 - (6) To enforce on all occasions the observance of order and decorum among the Members and guests;
 - (7) To call by name any person persisting in breach of the rules of order of the Council, committee or local board thereby ordering the person to vacate the Council Chamber or other place of meeting, as the case may be;
 - (8) To authenticate by signature all by-laws, resolutions and minutes of Council;
 - (9) To inform the Council, committee or local board when necessary, or when referred to for the purpose, on a point of order;
 - (10) To represent and support the Council, declaring its will and implicitly obeying its decisions in all things;
 - (11) To ensure that the decisions of Council are in conformity with the laws and by-laws governing the activities of the Corporation, committees and local boards;
 - (12) To order any person or group in attendance at the meeting to cease and desist any behaviour which disrupts the order and decorum of the meeting;
 - (13) To expel from a meeting any person or group who continues to disrupt the meeting after being so warned and who engages in improper conduct;
 - (14) To adjourn the meeting without question in the case of grave disorder arising in the Council Chamber or other place of meeting, as the case may be;
 - (15) To adjourn the meeting without question in the case of any person or group who refused to vacate the place of meeting after being ordered to do so by the Chair.
- b) The Chair may state the relevant facts on any matter, including his/her position on any matter either before the commencement of debate on any matter or, without entering into further debate, may speak to close the debate on any matter after all Members wishing to speak have spoken.
- c) If the Chair wishes to take part in the debate, the Chair must leave the chair and call on another Member to act in the Chair's place until the debate is closed and, in such case, the Chair waives his/her privilege to close the debate. The Member acting in the Chair's place may close the debate.

2.5 Duties of the Clerk

- a) As defined within the *Municipal Act, 2001*, Section 228(1), a Municipality shall appoint a Clerk whose duty it is:
 - (a) to record, without note or comment, all resolutions, decisions and other proceedings of the Council;
 - (b) if required by any member present at a vote, to record the name and vote of every member voting on any matter or question;
 - (c) to keep the originals or copies of all by-laws and of all minutes of the proceedings of the Council;
 - (d) to perform the other duties required under this Act or under any other Act; and
 - (e) to perform such other duties as are assigned by the Municipality.

2.6 Role of the Chief Administrative Officer

- a) The Chief Administrative Officer shall be appointed by by-law and is responsible to Council for the efficient management and general control of the administration of the Corporation's various administrative departments.
- b) All reports and recommendations of department heads shall be coordinated through the Chief Administrative Officer.

2.7 Role of the Municipal Administration

As defined within the *Municipal Act, 2001*, Section 227, it is the role of the officers and employees of the municipality:

- (a) to implement Council's decisions and establish administrative practices and procedures to carry out Council's decisions;
- (b) to undertake research and provide advice to Council on the policies and programs of the municipality; and
- (c) to carry out other duties required under this or any Act and other duties assigned by the municipality.

PART 3 - MEETINGS

3.1 Location of Meetings

- a) Council Meetings shall be held in the Council Chambers in the Municipal Office located at 317 Brock Street West, Merrickville, Ontario, or in such other location as determined by the Council.
- b) Council may, by resolution passed by a majority of the Members present, dispense with or alter the date, time or place of a meeting, provided that notice of the change is posted at the Municipal Office and provided that the location be within the boundaries of the Municipality.

3.2 Notice of Meetings

- a) The schedule of Council Meetings shall be prepared by the Clerk and published on the municipal website.
- b) Notice of a meeting shall be provided in the form of an Agenda. The Agenda shall be posted on the bulletin board at the Municipal Office and on the municipal website by the no later than five full days in advance of a regularly scheduled meeting. Closed meeting

agenda items and background materials are to be provided to Council members only on this same time schedule.

3.3 Cancellation and Rescheduling of Meetings

- a) The Clerk, in consultation with the Mayor, is hereby authorized to cancel or reschedule any regular or special council meeting.
- b) The Mayor may cancel any meeting if notice has been given that a quorum will not be available to conduct a meeting.

3.4 Staff Participation

- a) Officers and employees shall attend meetings as required by the Chief Administrative Officer in order to assist and support the Members and may leave the meeting after their presentation.
- b) Members shall, whenever possible, communicate their concerns, raise questions or clarify issues with staff in advance of discussing them at a meeting. Requests for reports or direction to employees shall be by resolution of Council. See also the Council/Staff Protocol attached as Appendix 'A'.

3.5 Inaugural Meeting

- a) The Inaugural Meeting of Council shall be held at 7:00 p.m. in the Council Chamber of the Municipal Office on the first day of the Term of Council following an Election. If this date falls on a Saturday, Sunday or Statutory Holiday, the meeting shall be held on the next business day.
- b) At the Inaugural Meeting, each Member present shall make his/her declaration of office and sign the Council's Code of Conduct, and Council shall not proceed with any regular business at this meeting.

3.6 Regular Meetings

- a) Regular Meetings of Council shall be held on the second (2nd) Monday of each month at 7:00 p.m., except as altered by way of Council resolution.
- b) The Clerk shall prepare the regular meeting Agendas to their discretion, but the Agenda shall include, but is not limited to, the following headings:
 - 1. Call to Order;
 - 2. Adoption of the Agenda;
 - 3. Disclosure of Pecuniary Interest;
 - 4. Notice of Motion;
 - 5. Public Question Period to Council; and
 - 6. Adjournment

3.7 Special Meetings

- a) The Mayor may at any time call a Special Meeting of Council by providing written direction to the Clerk stating the date, time and purpose for the special meeting.
- b) Upon receipt of a petition of the majority of the Members of Council, the Clerk shall call a Special Meeting of Council for the purpose, date and time as stated in the petition.

- c) In either circumstance, the Clerk shall give notice of a special meeting and its purpose to the public and all Members at least twenty-four (24) hours prior to holding the meeting.
- d) On urgent or extraordinary occasions, the Mayor or Clerk may call a special/emergency meeting without the notice provided in Section 3.8 (c).

3.8 Closed Meetings

1. All meetings of the Council and its Committees shall be open to the public. Council may, by resolution, close a meeting or part of a meeting to the public in accordance with s. 239 (2) of the *Municipal Act, 2001*:

- (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.

2. On January 1, 2018, the day named by proclamation of the Lieutenant Governor, s. 239 (2) of the *Municipal Act, 2001* will be amended. As such, this portion of the by-law will come into effect on that date. The amendment will add the following clauses:

- (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.

3. As per the *Municipal Act, 2001*, as amended, s. 239 (3), a meeting or part of a meeting shall be closed to the public if the subject matter being considered is,

- (a) a request under the *Municipal Freedom of Information and Protection of Privacy Act*, if the council, board, commission or other body is the head of an institution for the purposes of that Act; or
- (b) an ongoing investigation respecting the municipality, a local board or a municipally-controlled corporation by the Ombudsman appointed under the *Ombudsman Act*, an Ombudsman referred to in subsection 223.13(1) of the *Municipal Act, 2001*, or the investigator referred to in subsection 239.2 (1) of the *Municipal Act, 2001*.

4. As per the *Municipal Act, 2001*, as amended, s. 239 (3.1), a meeting of a council or local board or of a committee of either of them 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.
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.

5. When a closed session is required, it may be held prior to 7:00 p.m. Except for opening the meeting, approving the agenda, obtaining declarations of pecuniary interest and the holding of a closed session, all other matters on the agenda shall not be addressed prior to 7:00 p.m.

6. Prior to moving into a closed meeting, Council, a committee or local board shall state by resolution the fact of the holding of the closed meeting and the general nature of the matter to be considered. All persons not specifically invited to attend the closed meeting shall exit the Council Chambers, or other location of the meeting. When in Closed Session, no one shall leave and re-enter the meeting room without the approval of the Chair.

7. Minutes of the closed meetings shall be kept in the form of Minutes, as those kept for open sessions and shall be adopted at the next scheduled closed meeting and kept in a secure location by the Clerk.

8. Voting shall take place in open session, however, Council may vote during a closed meeting if the meeting was permitted or required by s. 239(2) or (3) of the *Municipal Act* and the vote is for a procedural matter or for giving directions or instructions to officers, employees or agents of the Municipality or to persons retained by the Municipality. All votes under s. 239(6) of the *Municipal Act, 2001* shall be taken in accordance with the voting process set out in this by-law, as applicable, including the requirement of a mover and seconder and a written resolution.

9. Members shall not release, make public or in any way divulge any confidential information or any aspect of Closed Session deliberations, unless expressly authorized or required by law.

3.9 Electronic Meetings

- a) As per Section 238 (3.1) of the *Municipal Act, 2001*, members of Council, of a local board or of a committee of either of them may participate electronically in a meeting.
- b) As per Section 238 (3.3) (a) of the *Municipal Act, 2001*, a member of Council, of a local board or of a committee or either of them who is participating electronically in a meeting may be counted in determining whether or not quorum of members is present at any point in time.
- c) As per Section 238 (3.3) (b) of the *Municipal Act, 2001*, a member of council, of a local board or of a committee or either of them can participate electronically in a meeting that is closed to the public. Members will be responsible to take all reasonable measures to ensure security of confidential information in the event that a closed meeting is held electronically.

- d) All votes shall be recorded during an electronic meeting. Each member present, including the presiding officer, except a member who is disqualified from voting by any Act, shall announce his/her vote verbally when called, and the clerk shall record each member's name and vote.

PART 4 - MEETING PROCEDURES

4.1 Agendas

- a) The Clerk may accept items for any Agenda from Staff, the Mayor or Chair, and from Members of Council or Committees up to the Agenda deadline, seven (7) full days before the meeting date.
- b) The Clerk shall prepare and distribute the Agenda, along with supporting material, for Council Meetings (as much as feasibly possible) to Council Members and to all Department Heads and the public not less than three (3) days before the meeting date with the exception of any "In Camera" Agendas or items and documents protected under the *Freedom of Information Act*. Committee Agendas, insofar as practicable, shall be posted two (2) days prior to the meeting.
- c) The items on the Agenda of each meeting shall be taken in the order in which they stand on the Agenda, however, the Chair, with the general agreement of the majority of the Members present may vary the order in which the items are presented.
- d) All items on the Agenda not dealt with at a meeting shall be placed on the Agenda for the next meeting unless otherwise decided by resolution passed by a majority of the Members present.
- e) Amendments and/or additions to the proposed Agenda presented after the closing of the deadline for preparation of the Agenda and prior to the meeting, which are considered as being urgent and/or require the immediate attention of Council shall be considered during the Approval of the Agenda and require a two-thirds majority vote to be added. Items added to the Agenda shall be added under the respective area of the agenda.

4.2 Call to Order and Quorum

- a) The Chair shall call the Members to order as soon as there is quorum after the time set for the start of the meeting. Once the Chair has called the meeting to order, the Clerk shall record in the minutes those Members who were present, and those Members absent. If a member arrives after the roll call, the Clerk shall note the time of arrival in the minutes.
- b) The Mayor shall Chair meetings unless he/she is unavailable or has a conflict in which case the Deputy Mayor will Chair. If the Mayor, or in the case where a quorum is present and the Mayor has not attended within ten (10) minutes after the time appointed, the Deputy Mayor shall call the Members to order and assume the Chair during the meeting for as long as the Mayor is absent.
- c) In the absence of the Mayor and the Deputy Mayor, and if a quorum is present, the Clerk shall call the Members to order. An Acting Chair shall be chosen from the Members by the Members, who shall preside during the meeting or until the arrival of the Mayor or the Deputy Mayor.

- d) In the event that a quorum is not present within thirty (30) minutes after the designated start time of the meeting, the Clerk shall indicate that no quorum is present and record the names of the Members present and the meeting shall stand adjourned until the next meeting called in accordance with the provisions of this by-law.
- e) Members of Council should notify the Clerk, or designate, when the Member is aware that he/she will be absent from any meeting of Council.

4.3 Disclosures of Pecuniary Interest

- a) When a Member present at a Meeting has a pecuniary interest, direct or indirect, as defined by the *Municipal Conflict of Interest Act*, the member shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature thereof and not take part in the discussion of or vote on any question in respect of the matter, and not attempt in any way, whether before, during, or after the meeting, to influence the voting on any such question.
- b) The Clerk shall record in the minutes the particulars of any disclosure a pecuniary interest and for what reason.
- c) In addition to complying with the requirements of Section 4.3 (a), if the matter is considered or discussed at a Closed Meeting, the Member shall leave the meeting for the part of the meeting during which the matter is under consideration.
- d) Section 4.3 (c) does not apply if the matter under consideration is to consider whether to suspend remuneration paid to the Member under subsection 223.4 (5) or (6) of the *Municipal Act, 2001*, as amended. Where this is the case, the Member may attend the meeting or part of the meeting and take part in the discussion of the matter, including making submissions to Council or the local board, as the case may be, and may attempt to influence the voting on any question in respect of the matter, whether before, during or after the meeting, however, the Member is not permitted to vote on any question in respect of the matter.
- e) Where the interest of a Member has not been disclosed, by reason of absence from the particular meeting, the Member shall disclose the interest and otherwise comply at the first meeting of Council or Committee, as the case may be, attended by the Member after the particular meeting.
- f) At a meeting at which a Member discloses a pecuniary interest, or as soon as possible afterwards, the Member shall file a written statement of the interest and its general nature with the Clerk of the municipality or the secretary of the committee or local board, as the case may be.
- g) The Clerk of the municipality and the secretary of a local board shall establish and maintain a registry which shall include a copy of each written statement filed as per the *Municipal Conflict of Interest Act*, as amended, Section 5.1, and a copy of each declaration as recorded in the minutes of a meeting.
- h) If the Chair has made a disclosure of pecuniary interest on any matter before Council or Committee, the Chair shall withdraw from the chair during the deliberations on that matter.

4.4 Adoption of Minutes

- a) It is the duty of the Clerk to duly record, without note or comment, all resolutions, decisions and other proceedings of the Council or Committee, the place, date and time of the meeting, the names of the Members in attendance and the absence of any Members and the reason for their absence, if known.
- b) The Clerk shall present the minutes of previous meetings to Council for adoption. During the adoption of the minutes of a previous meeting, no changes can be made in the action taken at previous meetings of Council or Committee, except for changes in the form of errors. Omissions in the recording of any action taken at the previous meeting may be made in adopting the minutes.

4.5 By-laws

- a) Every proposed by-law presented to Council shall include the title, number, the number of required readings if more than one is mandated by statute and the authority under which the by-law is being proposed or a descriptive recital setting out the by-law's purpose.
- b) Every by-law:
 - (1) shall be introduced by motion specifying the title of the by-law and its purpose;
 - (2) shall be presented in printed format and shall contain no blanks except as may be required to conform to accepted procedure, or to comply with provisions of any Act;
 - (3) shall have three readings previous to it being passed;
 - (4) shall have the first and second reading decided without amendment or debate;
 - (5) shall be open to debate and amendment before it is ordered for third reading; and
 - (6) may be given three readings on the same day except when requested otherwise by a resolution passed by a majority of the Members present, or unless provided by law or if the Clerk has received statements from members of the public contesting the by-law.
- c) A majority of Council present may request that the Clerk read a by-law or by-laws for clarification or benefit of the public. If reading is not required, all by-laws will be considered to have been read.
- d) All amendments to a by-law shall be presented in the form of a resolution and shall be voted on before the by-law is ordered for the third reading. The Clerk shall be authorized to provide a copy of the by-law, as amended.
- e) Every by-law enacted by Council shall be numbered, indicate the date of passage, be signed by the Mayor and the Clerk, and be affixed with the corporate seal of the municipality.
- f) A Confirmation By-law shall be passed at each regular and special meeting of Council to confirm the decisions of Council.

4.6 Public Question Period

- a) Questions may be asked by the public with the permission of the Chair. The Public Question Period allows an opportunity for the public to ask questions of Council through the Chair.
- b) The Public Question Period section of the Agenda may be cancelled, at the discretion of Council, without notice, by resolution passed by two-thirds of the Members present.

4.7 Adjournment

- a) All regular meetings shall stand adjourned when the Council has completed all items as listed on the Agenda or at 10:00 pm. In the event the business before Council has not been completed by 10:00 pm., then Council, by resolution passed by a majority of the Members present may approve an extension of the meeting to the hour of 10:30 p.m. At 10:30 pm. the unfinished business shall be deferred to the next regular Council meeting of Council, unless continued by the unanimous consent of all Members present.

PART 5 - COMMUNICATIONS, DELEGATIONS AND PETITIONS

5.1 Written submissions for Council

- a) Every petition, communication or correspondence intended to be presented to Council shall be delivered to the Clerk by 12:00 p.m. seven (7) working days prior to the meeting date. If it is not received by the said deadline, it shall be placed on the Agenda of the following meeting. It must be legible and not contain any defamatory allegations and shall be signed by the author(s). All submissions for Council will be made available to the general public.

5.2 Delegations

- a) A delegation may be heard at a Committee Meeting or at a Regular Council Meeting provided that the following requirements are complied with:
 - (1) A written request on the prescribed Delegation Request Form is submitted to the Clerk at least seven (7) days prior to the meeting at which the delegation is requested; and
 - (2) Submission of documentation supporting the request to be presented to Council and provided to the Clerk at least seven (7) days prior to the meeting at which the delegation is requested.
- b) The Clerk shall make a determination as to deferral of delegations to subsequent meetings or referral to the appropriate Committee or Department Head and shall reply to such delegation requests in writing or by telephone, as time permits, indicating approval, refusal, deferral or referral of the delegation and reasons thereof.
- c) A delegation shall have up to ten (10) minutes to make its presentation. The Clerk shall monitor the time at the commencement of the delegation presentation. The Chair shall, at the conclusion of the ten minutes, inform the delegation that the time limit has been reached. The time limit may be extended by such amount of time as the Council or Committee deems advisable upon general agreement.
- d) A maximum of two (2) persons shall be permitted to address the Members for each delegation representing a group or organization. Delegations shall not repeat information presented by an earlier delegation.
- e) No more than two (2) delegations shall be allowed at any meeting. Delegations will be provided in the order in which they were received by the Clerk.
- f) Delegations shall abide by the Rules of Conduct as set out in Section 5.3 and shall:
 - (1) not speak on any subject other than the subject for which they have received approval to address;
 - (2) not enter into cross debate with other delegations, administration, Members or the Chair;

- (3) not appear for the purpose of publicly announcing a local event; and
 - (4) refrain from public outbursts, shouting, or behavior intended to disrupt the debate, discussion and/or general proceedings of the Meeting
- g) If a delegation does not comply with the Rules of Conduct, the Chair may restrict any delegation, any questions of a delegation or debate during a delegation. The person or persons appearing shall withdraw from the delegation table, and the decision of the Chair shall not be subject to challenge.
- h) Upon the completion of a presentation by a delegation, any discourse between Members and the delegation shall be limited to Members asking questions for clarification and obtaining additional, relevant information only. Members shall not enter into debate with the delegation respecting the presentation. Once a motion has been moved and seconded, no further representation or questions of the delegation shall be permitted.
- i) The Clerk is given authority to refuse delegations that are not permitted under the following circumstances:
- (1) The request is not submitted within the time required in Section 5.2 (a);
 - (2) No written submission together with handouts or materials is provided with the request to appear;
 - (3) The subject matter is deemed to be beyond the jurisdiction of Council;
 - (4) The issue is specific to a labour/managerial dispute, or other matter properly held in Closed Session;
 - (5) The issue has been or is to be considered by the Committee of Adjustment; or
 - (6) Council has previously made a decision on the issue.
- j) In the event a delegation request is refused, the Clerk shall provide to the person(s) in writing, with a copy to Council, the reasons for the refusal.

5.3 Conduct of Members of the Public

- a) No person at a meeting shall:
- (1) speak aloud at a meeting or address Members without first receiving permission of the Chair to do so;
 - (2) speak disrespectfully of any persons;
 - (3) use profane or offensive words or insulting expressions against the Council or Committee or against any Member, staff or guest;
 - (4) resist the rules of Council or Committee or disobey the decisions of the Chair or of Council or Committee on questions of order or practice or upon the interpretation of the rules of Council;
 - (5) cause any disturbance to the Council or Committee or staff or guest or any person in attendance;
 - (6) interrupt any member while speaking through speaking out, noise or disturbance;
 - (7) be permitted to attend another meeting of Council or Committee after being ordered to vacate, having committed a breach of any rule of Council, and without having first met with the Mayor or Chair and the Chief Administrative Officer, and having satisfied the Mayor that their conduct at future meetings will be in conformity to the rules of this by-law.

PART 6 - RULES OF CONDUCT AND DEBATE

6.1 Rules of Conduct and Debate - General

- a) Council and Committee Members shall govern themselves according to Council's Code of Conduct.
- b) Members shall:
 - (1) act in accordance with their Declaration of Office;
 - (2) refrain from speaking to a question or motion, until the Member has been recognized by the Chair;
 - (3) not use indecent, offensive, or insulting expressions, at any time, toward other Members, members of the administration, delegations or members of the public;
 - (4) not speak in a manner that is discriminatory in nature based upon an individual's race, ancestry, place of origin, ethnic origin, creed, gender, sexual orientation, age, colour, marital status or disability;
 - (5) speak only to the subject under debate;
 - (6) not leave their seat, or make any noise or disturbance while a matter is being considered or discussed by Council, while a vote is being taken or until the results are declared;
 - (7) not disturb another Member, staff or guest, or conduct themselves in a disorderly manner disturbing the speaker or the assembly;
 - (8) not interrupt any Member while speaking by speaking out, making noise or creating a disturbance except to raise a point of order or point of personal privilege;
 - (9) not leave a meeting without first obtaining permission from the Chair; and
 - (10) obey the rules of the Council or a decision of the Chair, or Council, on a question of order, or upon the interpretation of the Rules of Council.
- c) A Member who is called to order shall immediately cease to speak. Any Member persisting in a breach of this by-law may be ordered to leave the meeting by the Chair.
- d) The Member will be permitted to retake his/her seat provided the Member has apologized to Council.
- e) The Member who moves a main motion has the first right of speaking on that motion, and the seconder has the right of speaking second on the motion.

6.2 Point of Order

- a) The Chair shall preside over the conduct of the meeting, including the preservation of good order and decorum, ruling on points of order and deciding all questions relating to the orderly procedure of the meeting.
- b) Any Member may at any time raise a Point of Order to call attention to what the Member believes to be a violation of the rules of procedure.
- c) The member shall, when once recognized by the Chair, state the point of order with concise explanation and the Chair shall rule upon the point of order.
- d) When a Point of Order is acknowledged by the Chair, any Member speaking at the time shall cease doing so until the point has been dealt with.

- e) Unless a Member immediately appeals the ruling of the Chair, the Chair's ruling shall be final.
- f) If an appeal is made, the Member appealing shall state the reasons for the appeal and the Chair may offer reasons in favour of upholding his or her ruling and the Members shall vote on the appeal without debate.
- g) If the appeal is upheld, then the Chair shall change his/her ruling accordingly or if the appeal is rejected, then the Chair's ruling stands and no further avenues of appeal are allowed.

6.3 Point of Privilege

- a) Where a Member considers that the Member's rights, immunities or integrity or the rights, immunities or integrity of the Council as a whole has been impugned, the Member may, as a matter of privilege, rise at any time, with the consent of the Chair, but not so as to interrupt a speaker who has the floor, for the purpose of drawing the attention of the Council to the matter.
- b) Upon being recognized by the Chair, the Member shall state the question of privilege and the Chair shall rule whether the question is properly one of privilege and admissible. The Chair's ruling shall be final and subject only to appeal to the Council.
- c) An appeal to the Council will be by verbal Motion duly seconded and requires a majority vote to overturn the Chair's ruling. The appeal Motion is not debatable and the result of the vote is final.

PART 7 - MOTIONS

7.1 Motions - General

- a) Members of Council or Committee, the Clerk and other officers may introduce matters to be dealt with by motion, subject to the notice provisions in this by-law.
- b) All motions shall be read, moved and seconded before prior to any debate on the question.
- c) Any member may require a motion under discussion to be read by the Chair at any time during the debate but not so as to interrupt another member who is speaking.
- d) A motion properly before the Council for consideration must receive disposition before any other motions can be received, unless it is a motion to amend, to refer, to defer indefinitely or to a specified time, to adjourn the meeting or that the vote be now taken.

7.2 Motions Introduced Orally

- a) The following matters may be introduced orally, without written notice and without leave:
 - (1) a point of order or personal privilege;
 - (2) a motion to defer;
 - (3) a motion to amend;
 - (4) a motion to refer;
 - (5) a motion to table the question;
 - (6) a motion to vote on the question;
 - (7) a motion to suspend the rules of procedure;

- (8) a motion to recess; and
- (9) a motion to adjourn.

7.3 Dispensing with Notice

- a) A motion may be introduced without notice, if Council, without debate, dispenses with notice, on the affirmative two-thirds vote of the Members present.

7.4 Request to Divide a Question

- a) When the motion under consideration contains several distinct propositions, a Member may require that each proposition be voted on separately (known as 'splitting the motion'), provided the Member receives the support of a majority of the Members present.
- b) If a Member objects to the division, the Chair will call the vote on the question or whether the motion should be divided. A simple majority is required to divide the question and is not debatable.

7.5 Notice of Motion

- a) Notice of all new motions, except motions listed in Section 7.2, shall be given in writing in the appropriate motion format and delivered to the Clerk prior to the Monday preceding the date of the Council meeting at which the matter is to be considered. Such notices shall be included in the Agenda for that meeting under the item "Notice of Motion".
- b) A Notice of Motion, in writing, may also be received by the Clerk prior to the closing of the meeting and in this event, the Chair or Clerk shall read the motion and it shall be duly recorded in the minutes without debate, and shall form part of the Agenda for the subsequent meeting under the item "Notice of Motion".
- c) A motion for which notice was given in accordance to this by-law must be moved and seconded at the meeting on which it appears on the Agenda for debate.

7.6 Request for permission to withdraw or modify a Motion

- a) Before the motion is stated by the Chair, it belongs to the mover of the motion and he/she can withdraw it or modify it without the permission of Council.
- b) If the Member who seconds the motion withdraws his/her second from the modified form, the Chair can ask for another seconder to the motion.
- c) Before the Chair opens the discussion and/or debate on the motion, another member can ask the chair if the mover of the motion will accept a change in the motion. The mover can either accept or reject the proposed change. If the mover rejects the proposed change, the member suggesting the change can propose a formal amendment after the motion has been open for discussion and/or debate by the Chair.
- d) Once a motion has been stated, it shall be deemed to be in possession of Council, but at any time, the member who moved a motion may request permission of the Council to withdraw or modify the motion before a decision or an amendment. Permission to withdraw is not debatable. If there is no objection, the motion is withdrawn with general consent. If there is an objection, anyone may second the motion to withdraw and the Chair puts it to a vote.

- e) A withdrawn motion is not recorded in the minutes unless the motion has been properly moved and seconded.

7.7 Motion to Amend

- a) An amendment is designed to alter or vary the main motion without materially changing its intent or meaning. It may propose certain words be omitted, replaced or added. Only one amendment at a time can be presented to a main motion, and only one amendment to an amendment can be presented. A motion to amend a motion in possession of Council shall;
 - (1) be made only to a previous question or to amend an amendment to the question;
 - (2) be relevant to the motion not contrary to the main intention of the motion;
 - (3) be voted on first, prior to the main motion;
 - (4) not be in order if, in essence, it constitutes a rejection of the main question.

7.8 Motion to Refer

- a) A motion to refer the question should include;
 - (1) the name of the body or official to whom the question is to be referred;
 - (2) instructions respecting the terms upon which the question is to be referred.
- b) A motion to refer the question shall not be debatable except where instructions are included, in which case, only the instructions shall be debatable.

7.9 Motion to Postpone or Defer

- a) A motion to defer shall:
 - (1) include a reason for the deferral, and a fixed date to which the matter is deferred;
 - (2) takes precedence over any motion or amendment except a motion to adjourn;
 - (3) be debated, however, the debate must be limited to the advisability of the proposed postponement; and
 - (4) only be amended to change the length of the postponement.

7.10 Motion to Postpone Indefinitely

- a) The motion to “Postpone Indefinitely” allows Council to avoid making a decision on a main motion by delaying the decision to an undetermined time beyond the current meeting.
- b) If the motion to “Postpone Indefinitely” is carried, the matter may not be brought back at the same meeting. If the motion is defeated, discussion on the main motion continues.
- c) The motion is debatable (only to outline the reasons why the motion should or should not be dealt with immediately) but not amendable and requires a majority vote.

7.11 Motion to Reconsider

- a) When a Council or Committee has decided either for or against a certain question, it shall not reconsider the same question for a period of one (1) year.
- b) Notwithstanding the above paragraph, only a Member on a prevailing side can make a motion to reconsider. In the event of a resolution that was defeated due to an equality of votes, both sides shall be considered as prevailing.
- c) A motion to reconsider is not amendable and debate must be confined to reasons for or against reconsideration and requires a two-thirds (2/3) vote of the Members present.

- d) No discussion of the main question which is proposed for reconsideration shall be allowed until the motion to reconsider is carried.
- e) A member may give notice of reconsideration of a matter at any meeting following the meeting when the matter was considered.
- f) If the motion to reconsider the vote is carried, the motion being reconsidered is taken up immediately as if it had never been voted on. Procedurally, it is considered a newly made main motion and all rights of the Members are renewed with regard to debate.
- g) No more than two motions to reconsider the same questions shall be permitted in the same calendar year.

7.12 Ultra Vires Motion

- a) A motion in respect of a matter which is beyond the scope of power (ultra vires the jurisdiction) or legislative authority of Council shall not be in order.

7.13 Motion to Adjourn

- a) A motion to adjourn the Council or to end the debate (Call the Question) shall always be in order, except:
 - (1) when a Member is speaking;
 - (2) during the taking of a vote;
 - (3) immediately following the affirmative resolution of a motion that a vote on the question now be taken;
 - (4) when a Member has already indicated to the Mayor or Chair, that he or she desires to speak on the question; or
 - (5) when resolved in the negative, cannot be made again until Council has conducted further proceedings.

PART 8 - VOTING

8.1 Voting - General

- a) Every Member present at a meeting shall vote on the question unless prohibited by statute or this by-law. If prohibited from voting, the Clerk shall record in the minutes the name of the Member and the reason that he or she is prohibited from voting. If a Member present refuses to vote or fails to vote, the Member shall be deemed to vote against the question.
- b) Voting shall be by way of a 'show of hands' in favor or against, except when a recorded vote is requested by any Member.
- c) The Chair, except where disqualified to vote, may vote on all questions and when it could affect the result of the vote, and when so doing, shall vote last.
- d) The Chair shall announce the results of the vote once the vote is completed and the Clerk shall record as follows:
 - (1) if passed, "Carried";
 - (2) if not passed, "Defeated"; or
 - (3) if tied (equal votes), "Defeated".

- e) After the Chair commences to take a vote on a question, no member shall speak to such question or present any other motion until a vote has been taken on such question.
- f) When the Chair calls for a vote on a question, each Member shall occupy his or her seat and shall remain in his or her seat until the result of the vote has been declared by the Chair. A Member who is not at the Council table when the Chair calls for a vote shall not be entitled to vote.
- g) If there is no request for a recorded vote, a Member may request the Clerk to record his/her vote only, either for or against the question, as the case may be.

8.2 Recorded Vote

- a) Any Member may request a recorded vote immediately before or after the taking of a vote. The Clerk shall call by name the Members present in random order except for the Chair whose name shall be called last. Each Member present who is not disqualified from voting by statute or this By-law shall announce his vote openly. The Clerk shall record each Member's vote in favour or against the question and announce the result of the vote.

PART 9 - COMMITTEES OF COUNCIL

- a) Council may, from time to time, establish Committees in response to specific issues requiring immediate or long-term attention. No Committee shall have departmental jurisdiction.
- b) When establishing a Committee, Council shall adopt Terms of Reference that shall define the following provisions:
 - (1) the name of the Committee;
 - (2) the type of Committee;
 - (3) the composition of the Committee;
 - (4) the method in filling vacancies;
 - (5) the purposes and objectives of the Committee; and
 - (6) the term of the Committee, which shall not exceed the term of Council unless required by statute.
- c) At the first regular meeting of the new term of Council, or as soon thereafter as is reasonable, Council shall appoint Members to the Committees as required. Stakeholders and citizens shall be recruited in a public and transparent manner.
- d) The Minutes of the Committees of Council shall be adopted by each respective Committee and shall be forwarded to Council in a timely manner, to be received by resolution, as information only and not discussed.
- e) Reports and recommendations of Committees shall be received and considered by Council through motions brought forward by Council liaison.

PART 10 - APPENDIXES

Appendix "A" - Council/Staff Protocol

Appendix "B" - Council Code of Conduct

PART 11 - ENACTMENT

That By-Law 1-98 and any and all other by-laws not in conformity with this by-law are hereby repealed.

This by-law shall come into force and take effect immediately upon the final passing thereof.

READ A FIRST AND SECOND TIME this ____ day of _____, 2017.

READ A THIRD TIME AND FINALLY PASSED this ____ day of _____, 2017.

David Nash, Mayor

John Regan, CAO/Clerk

APPENDIX “A” to By-Law 30-17 COUNCIL/STAFF PROTOCOL

Preamble

This protocol has been developed by staff members and reviewed by the Council of The Village of Merrickville-Wolford, in order to clarify roles and expectations and to support highly effective working relationships. It is intended to be reviewed at the beginning of each term of a new Council (at least once every four years).

This Council/Staff Protocol augments the existing Oath of Office sworn by each Council member, the Code of Conduct for Municipal staff, Council Code of Conduct and other related Municipal policies and procedures.

1. ROLES

Role clarification and sensitivity are fundamental to the success of our working relationship and there are some shared aspects of Council/Staff protocol. Both Council and Staff are expected to enhance public education about the political process by providing context and process information about decision making. Policy making and implementation move along a continuum, with different roles at different times. Both Council and municipal staff are required to have a solid understanding of the following:

1.1 Roles of Council and Staff:

- demonstrate commitment to communication and consultation among ourselves and with the general public;
- show leadership, relying on our knowledge and judgment, and respond based upon our areas of expertise; and
- maintain confidentiality and ensure confidential issues will be dealt with *in camera* at Committee and Council meetings.

1.2 Council Role:

- To govern and provide political direction;
- To ensure that management systems work properly, establishing vision, goals, determining needs and outcomes to be achieved, and empowering effective staff performance;
- To determine corporate policy and make decisions about issues following consultation with municipal staff and community residents; and
- To respond to constituent concerns, to keep municipal staff informed, to be open to discussion, and to ask when clarification is needed.

Elected representatives do not have an administrative managerial role in the day to day business of the organization.

1.3 Municipal Staff Role:

- To provide timely reports to Council outlining factors that will assist in their decision-making process, research policy issues as required, provide sufficient information based upon analysis and best professional expertise and judgment. Timely information ensures that Council Members are provided information early enough to allow for review and consultation. Timeliness also ensures that deadlines and

commitments requiring adjustment are communicated proactively, rather than after the fact.

- To implement Council's decisions;
- To manage and identify the means for achieving corporate goals and outcomes;
- To provide appropriate follow-up to Council inquiries, to keep Members of Council up to date and informed, to be open to discussion, and to ask when clarification is needed.

Municipal staff does not have a political role.

2. HIGHLY EFFECTIVE WORKING RELATIONSHIPS

Given that staff and the elected representatives are all individuals with different personalities and styles, there must be some flexibility within the guidelines for working relationships. In all cases, we commit to the following requirements of a highly effective working relationship together:

2.1 Respect

A formal relationship exists between municipal staff and Members of Council. This will ensure that all members of staff and Council are treated equitably without favouritism. A chain of command exists to deal with issues of significance. Council Members are encouraged to discuss clarification of reports and related information directly with the author of the report. Issues, additions, changes and/or challenges to the content of any report are to be addressed to the CAO in order to ensure an appropriate department response. The CAO may suggest direct consultation with other staff members and/or continue open communication through the department heads. All staff should feel comfortable responding appropriately to straightforward Council requests, advising their supervisors of the inquiry. Any response to a request for information from a member of Council between Committee and Council meetings on a subject will be answered in writing and circulated to all Council Members.

2.2 Consultation and Community Responsiveness

We share a commitment to communication and consultation among ourselves and with the general public. We believe in community involvement in decision making and accept our shared responsibility to ensure effective community responsiveness.

Staff is encouraged to provide information memos and reports for inclusion in Agenda packages distributed to Council Members. Department heads also receive the Agenda package which eliminates the need for additional copies of memos and reports. Confidential information will be provided on blue paper.

3. EXPECTATIONS

The expectations outlined here are intended to enhance trust in our staff/Council relationships. Staff directions are expected when Municipal-wide issues are being discussed. Open lines of communication are essential.

3.1 It is Expected that Council Members Will:

- Request staff input prior to making important policy decisions and convey feedback to staff;

- Discuss issues with staff and advise staff of questions prior to meetings, whenever possible;
- Request advice from the CAO/Clerk about the appropriate wording of motions, amendments, and formal staff directions in accordance with the Procedural By-law; and
- Consult with staff prior to making commitments to constituents.

3.2 It is Expected that Staff Will:

- Ensure that council is apprised of any issues that may impact upon their decision-making process;
- Present a departmental or corporate perspective, in writing or in person, at Council or at Committee.
- Notify Council of changes to legislation and any unintended or unexpected impacts of policy decisions through written reports and/or presentations in a timely fashion; and
- Through senior staff, convey feedback to Council Members who may not be aware of existing policy or other workload demands and related issues.

3.3 Time is valuable

Priorities and timelines must be respected. All must make good use of time, be understanding the other's demands, be well prepared for meetings, and communicate if there are changes to the timelines. When asked to complete a task, clarify the timeline.

4. PROTOCOL

4.1 Forms of Address

Delegations will be addressed formally as "Mr., Mrs., or Ms." at Committee and Council meetings and all will be addressed by first initial and last name or last name only in minutes.

At any public function, including social events to which members of the public are invited, the terms "elected representatives", "Councillors" or "Mayor" and formal address are expected. Sensitive or difficult situations may also suggest formal address. In an informal situation where members of the public are not present or during a work group meeting that has established a relationship among the members, Council and municipal staff may wish to communicate on a first name basis. All written correspondence requires formal titles.

Be aware that while a close working relationship of staff and elected representatives is important, Councillors and the Mayor are elected symbols of democracy and fill public office. There is a line between the staff role and the elected representative role and the distinction is important to keep in mind at all times.

4.2 Office Environment

Council Members will announce their presence upon arrival at the municipal office. Appointments are recommended to ensure that both parties are able to meet prepared, and able to give their undivided attention to the contents of the meeting.

4.3 Invitations

Invitations for Municipal officials to attend functions should be provided at least three (3) weeks in advance of the Mayor's or Councillor's requested attendance. Ideally, contact should be in the planning stages to ensure that the desired representatives will be available.

4.4 Social Events

Various social events take place which municipal employees and Members of Council jointly attend. Staff are to ensure that all Members of Council, or none, are invited to social functions, whether municipally sponsored, staff or other in nature.

When the general public attends a social function, both municipal staff and Council Members are representatives of the Municipality. The openness of these events helps build rapport and fosters a team/partnership feeling when handled appropriately. In any social venue, all are encouraged to enjoy themselves, keeping in mind their "professional hats".

**APPENDIX “B”
to Procedure By-law 30-17**

Council Code of Conduct

Preamble

The Council of the Village of Merrickville-Wolford considers it desirable to augment the Oath of Office sworn by each member of Council, with a Council Code of Conduct. A written Code of Conduct helps to ensure that the Members of Council share a common basis for acceptable conduct. The Code is intended to provide guidance to individual Members of Council in acting at all times in a manner that will enhance public trust and confidence in their Municipal Council. ("**Member**" means a Member of the Council of the Village of Merrickville-Wolford, elected in accordance with *The Municipal Elections Act*.)

General

The Member must discharge with integrity all duties owed to Council, the Village of Merrickville-Wolford, and the public.

The Member shall serve her/his constituents in a conscientious and diligent manner.

Confidentiality

It is every Council Member's responsibility to ensure that all information collected, produced or obtained in the course of his/her duties, whether in reports, memos, oral communication, or electronic format, is as accurate as possible. No Council Member shall willfully mislead other Council Members, municipal employees, or the public about any issue of municipal concern.

It is the responsibility of each member of Council to ensure that confidential information, provided through administration, other Council Members, developers, investors, the public or through any other party, is kept strictly confidential and not released without the approval of Council.

The following information must not be disclosed, except in accordance with the *Municipal Freedom of Information and Protection of Privacy Act*.

- Information which is personal;
- Information that constitutes the proprietary information of a third party, individual or group;
- Information that might reasonably be regarded as having been disclosed to an employee or member of Council in confidence;
- Is sensitive in nature, or
- Imparts to the person in possession of such information an advantage not available to the public generally.

The Member has a duty to hold in strict confidence all information concerning matters dealt with *in camera* by Council. The Member shall not release, make public or in any way divulge any such information or any aspect of the *in-camera* deliberations, unless expressly authorized or required by law to do so.

Information acquired through the Council member's position with the Municipality may not be used or disclosed in any personal external activity.

No Council member shall benefit, either directly or indirectly, from the use of information acquired during the course of official duties, which is not generally available to the public.

Business Relations

- The Member must not borrow money from any person who regularly does business with the Village of Merrickville-Wolford unless such person is a bank or trust company, or is a company whose shares are publicly traded and is regularly in the money-lending business.
- No member of Council shall act as a paid agent before Council or a committee of Council, or any agency, board, or committee of the Municipality.

Conduct At Council

- In Committee and Council meetings, the Member shall treat the Chair, other Members, staff and delegates from the public with courtesy and respect and good faith.
- The Member shall not criticize or blame staff or any other member in public. Criticism will be dealt with in private through the CAO. Should the criticism be of the CAO, it will be dealt with by the Mayor or his or her designate.
- The Member shall make every effort to participate in the Boards and Committees of Council to which he/she is appointed, and shall always be forthright with Council regarding the affairs of the Board or Committee.
- Where the Member is involved in an issue outside the Member's own ward, the Member shall inform the Ward Councillor(s) of such involvement and shall make reasonable efforts to invite the Ward Councillor to any meetings in conjunction therewith unless:
 - The issue is clearly of Municipality-wide significance, or:
 - The Member is the Chair of the Committee handling the matter or the Mayor, and the involvement does not go to the merits of the issue but rather involves only procedural aspects.

Municipal By-laws & Policies

- The Member shall encourage public respect for, and try to improve the administration of the by-laws and policies of the Municipality.

Harassment

- Harassment of another Member, staff, or any member of the public is misconduct.
- It is the policy of The Village of Merrickville-Wolford that all persons be treated fairly in the workplace, in an environment free of discrimination and of personal and sexual harassment.

Influence on Staff

The Member shall be respectful of the tradition that staff are expected to make recommendations to Committee and Council that reflect professional and corporate management, judgment, and opinions and which are not unduly influenced by any single member of Council.

It is expected that Members of Council will discuss Municipality business with staff and the CAO. These discussions, however, should never involve any comments or action that would in any way threaten or intimidate staff in the conduct of their duties.

Gifts and Benefits

Members should make responsible efforts to maintain a favour for a favour insofar as expenses associated with meetings with persons doing business with the Municipality are concerned.

It is acknowledged that, on occasion, discussions with persons doing business with the Village of Merrickville-Wolford may take place outside the Municipal Office where there is some form of hospitality. The Member may, from time to time, meet persons involved in doing business with the Municipality to discuss such business in such manner although this should not become a regular practice with the same person. The Member should make efforts to split the costs associated with such meetings or where it is reasonably anticipated that subsequent meetings may be held with the same person, the Member may choose to host the next meeting. In no event should a Member attend a meeting where the setting is so extravagant that the Member could not reciprocate or such that it is clear that the principal function of the meeting is to enjoy the social setting as opposed to discussing business in a related atmosphere.

Members should not solicit or accept gifts or other benefits whether it be money, services, loan, travel entertainment, hospitality, promise or any other gift/benefit from persons or companies who are or may be doing business with the Municipality or who are clients of the Municipality if:

- It could be reasonably inferred or expected that the gift was intended to influence them in the performance of their official duties; or
- The gift was intended to serve as a reward for any official action on their part.

There are some limited circumstances where the acceptance of a gift or benefit is acceptable. Low value gifts may be accepted where it would be poor business practice or would cause offence not to accept it, for example, ball-point pen, coffee mug, cap or the like, commemorating an official opening, or a gift or benefit given as part of the formal and public protocol of the Member performing his/her duties as a Member of Council, such as a gift from a twin municipality given as part of a formal exchange visit. There are also receptions, open houses, charitable events and the like to which Members are invited and expected to attend as public figures by virtue of their being Members of Council. Members should avoid participation in events where the location or setting is unduly extravagant.

Use of Municipal Property

Where a member of Council makes use of any Village of Merrickville-Wolford property, equipment, supplies, or services of consequence, other than for the purpose connected with the discharge of Council duties, it is incumbent upon the member to make restitution for any additional expenses which are incurred by the Municipality for the use of said equipment, supplies or service.

No member shall use information gained in the execution of his or her duties, which is not available to the general public, for any purposes other than his or her official duties.

No member of Council shall use Municipal facilities, services, or property for his or her re-election campaign. No member of Council shall use the services of municipal employees for his or her re-election campaign, during hours in which the employees are in the paid employment of the Municipality.

No member shall seek or obtain, by reason of his or her office, any personal privilege or advantage with respect to the Municipality's services not otherwise available to the general public and not consequent to his or her official duties.