



Toronto and Region **Conservation** Authority

Board of Directors Meeting Agenda

Special Meeting of the Board of Directors

April 24, 2020

9:30 A.M.

The meeting will be conducted via a video conference
Members of the public may view the livestream at the following link:

<https://video.isilive.ca/trca/live.html>

Pages

1. ACKNOWLEDGEMENT OF INDIGENOUS TERRITORY
2. DISCLOSURE OF PECUNIARY INTEREST AND THE GENERAL NATURE THEREOF
3. SECTION I - ITEMS FOR BOARD OF DIRECTORS ACTION
 - 3.1 AMENDMENTS TO THE BOARD OF DIRECTORS ADMINISTRATIVE BY-LAW 2
4. ADJOURNMENT

Section I – Items for Board of Directors Action

TO: Chair and Members of the Board of Directors
Special Meeting of the Board of Directors, Friday, April 24, 2020

FROM: John MacKenzie, Chief Executive Officer

RE: **AMENDMENTS TO THE BOARD OF DIRECTORS ADMINISTRATIVE BY-LAW**

KEY ISSUE

Approval of the proposed amendments to the Board of Directors Administrative By-law.

RECOMMENDATION

WHEREAS in response to the novel coronavirus (COVID-19) outbreak, the Government of Ontario has declared an emergency under section 7.0.1(1) of the *Emergency Management and Civil Protection Act* on March 17, 2020;

WHEREAS the Province and local municipalities have issued directions on social gathering limits in an effort to limit the spread of the disease;

WHEREAS section C.12 of the Board of Directors Administrative By-law does not permit electronic participation in the meetings of the Board of Directors, Executive Committee or advisory boards;

AND WHEREAS on March 26, 2020, pursuant to subsection 19.1(7) of the *Conservation Authorities Act*, the Minister of Environment, Conservation and Parks has issued a Direction to conservation authorities enabling them to hold a special meeting to amend their by-law with a purpose of permitting virtual meetings during any period where an emergency has been declared to exist in all or part of conservation authority jurisdiction under section 4 or 7.0.1 of the *Emergency Management and Civil Protection Act*;

THEREFORE, LET IT BE RESOLVED THAT the proposed amendments to sections C.3, and C.12 of the Board of Directors Administrative By-law be approved;

AND FURTHER THAT the approved amended Board of Directors Administrative By-law be forwarded to the Minister of Environment, Conservation and Parks, the Minister of Natural Resources and Forestry, and Conservation Ontario, and be posted on TRCA's website.

BACKGROUND AND RATIONALE

Toronto and Region Conservation Authority's (TRCA) Board of Directors Administrative By-law (henceforth "the By-law") was approved on September 28, 2018 and further amended on October 25, 2019, as a requirement under section 19.1(1) of the *Conservation Authorities Act* (henceforth "the Act"), as amended. The By-law as amended, similarly to by-laws of other conservation authorities, does not permit conduct of electronic meetings.

As the outbreak of novel coronavirus (COVID-19) continues locally and globally and the Province and local municipalities have issued instructions on cancellations of any gatherings in excess of 5 people, on March 26, 2020 the Minister of Environment, Conservation and Parks has issued the Minister's Direction (henceforth "Direction") pursuant to subsection 19.1(7) of the

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Act to ensure conservation authorities can continue to conduct meetings and hearings as necessary (see Attachment 1).

The primary purpose of the Direction is to enable conservation authorities to amend their administrative by-laws to make provisions for emergency situations, such as allowance of virtual meetings. This Direction also applies to conservation authorities when meeting as a source protection authority under the *Clean Water Act, 2006*.

Following the Minister's Direction and to enable the TRCA Board of Directors, Executive Committee and advisory boards to conduct meetings electronically, it is proposed that the By-law is amended as follows, with amendments provided in blue. For clarity, these are Sections C.3 (2) and C.3 (3) and Section C.12 (3), C.12 (4) and C.12 (5) below:

Section C.3 Meetings Open to Public

(1) All meetings of the Board of Directors and Executive Committee shall be open to the public.

(2) During any period where an emergency has been declared to exist in all or part of TRCA's jurisdiction, under section 4 or 7.0.1 of the *Emergency Management and Civil Protection Act* Toronto and Region Conservation Authority shall implement best practices to make meetings of the Board of Directors, Executive Committee and advisory boards or committees open to the public in accordance with subsection 15(3) of the *Conservation Authorities Act*. Where possible, TRCA shall provide for alternative means to allow the public to participate in any meetings electronically.

(3) Subject to subsection (2), in times of technological failure (e.g., Internet outage, system crash), failure to open a meeting to the public through means of electronic meeting participation does not call the meeting into question.

(4) A meeting or a part of a meeting may be closed to the public if the subject matter meets the criteria for a closed meeting as defined in Section C.4 of this By-law.

(5) All meetings of the Board of Directors and Executive Committee will be webcast and be made publicly available for both live streaming and later viewing or be made similarly available using the best available technological systems, except in times of technological failure.

Section C.12 Electronic Participation

(1) A Board Member shall not participate electronically in any Board of Directors, Executive Committee or advisory board meeting.

(2) Staff is never permitted to participate in a meeting electronically. Should the public wish to address the Board of Directors they may not participate by electronic means, except by special permission of the Chair to meet AODA requirements.

(3) During any period where an emergency has been declared to exist in all or part of TRCA's jurisdiction under section 4 or 7.0.1 of the *Emergency Management and Civil Protection Act* that may prevent Board Members from meeting in person despite subsection (1), any Board Member may participate in meetings electronically and shall have the ability to:

- (a) register a vote;
- (b) be counted towards determining quorum; and
- (c) participate in a meeting that is closed to the public;

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(4) During any period where an emergency has been declared to exist in all or part of the TRCA jurisdiction under section 4 or 7.0.1 of the *Emergency Management and Civil Protection Act* and any Board of Directors, Executive Committee or advisory board or committee meeting is to be conducted electronically, despite subsection (2) TRCA staff, external stakeholders and members of public may participate in the meeting electronically.

(5) During any period where an emergency has been declared to exist, in all or part of an area over which the Authority has jurisdiction, under Section 4 or 7.0.1 of the *Emergency Management and Civil Protection Act*, that may prevent the Board Members from meeting in person, any hearing or appeal dealt with in this By-law may be conducted electronically with provisions for applicants and their agents to participate if the Executive Committee decides to hold any such hearing or appeal.

(6) All meetings of the Board of Directors and Executive Committee, and other meetings as directed by the Chair, will be webcast except in times of technological failure (e.g., Internet outage, system crash). Meeting recordings shall be made publicly available for later viewing. Failure to webcast or produce a recording does not call the meeting into question.

Relationship to Building the Living City, the TRCA 2013-2022 Strategic Plan

This report supports the following strategy set forth in the TRCA 2013-2022 Strategic Plan:
Strategy 7 – Build partnerships and new business models

DETAILS OF WORK TO BE DONE

Upon the approval of the amended By-law, it will be posted on the TRCA website.

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Date: April 3, 2020

Attachments: 1

Attachment 1: March 26, 2020 Minister's Direction for Conservation Authorities during the COVID-19 Outbreak

Ministry of the Environment,
Conservation and Parks

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



Office of the Minister

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March 26, 2020

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

SUBJECT: Minister's Direction for Conservation Authorities during the COVID-19 Outbreak

As the COVID-19 outbreak continues to evolve locally and globally, I am writing to provide direction on how conservation authorities can continue operations while maintaining a safe physical distance. To ensure conservation authorities can continue to conduct meetings and hearings as necessary, we are giving conservation authorities the ability to amend their administrative by-laws to allow for virtual meetings, including by teleconference.

As such, I am issuing this Minister's Direction ("**Direction**") pursuant to subsection 19.1 (7) of the *Conservation Authorities Act*. This Direction applies to all conservation authorities in Ontario, listed in **Schedule "A"** as attached. For greater certainty, this Direction also applies to conservation authorities when meeting as a source protection authority under the *Clean Water Act, 2006*.

The *Conservation Authorities Act* requires that, "[e]very meeting held by the authority shall be open to the public, subject to such exceptions as may be specified in the by-laws of the authority." Further, at any meeting that is held, "a quorum consists of one-half of the members appointed by the participating municipalities, except where there are fewer than six such members, in which case three such members constitute a quorum". It has been brought to my attention that the administrative by-laws that conservation authorities have adopted pursuant to subsection 19.1 (1) of the Act may create barriers in meeting these provisions of the Act during this time of emergency, where in-person attendance may not be feasible.

The primary purpose of this Direction is to enable conservation authorities to convene a meeting electronically in order to make the necessary amendments to their by-laws to deal with emergencies. This Direction identifies the minimum areas where the by-laws should be amended, in the manner deemed appropriate by the authority, to make provision for emergency situations. However, each conservation authority, depending on their individual by-laws, may identify the need to make other necessary amendments to respond to emergencies.

Accordingly, I am directing that the conservation authority review and amend their by-laws, as applicable, to ensure they comply with the following Direction and take the other necessary steps as set out in this Direction.

Electronic participation, emergencies

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

Meetings open to the public

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

General, emergency measures

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

Publication of information

4. The conservation authorities listed in Schedule "A" shall make this Direction publicly available on a website or other electronic means.

5. In accordance with subsection 19.1 (4) of the *Conservation Authorities Act*, an authority shall make any by-laws that are amended in accordance with this Direction available to the public in the manner it considers appropriate.

Implementation procedure

6. A conservation authority may hold a special meeting to amend a by-law for the purposes of implementing this Direction.
7. Despite any provision in a by-law made under subsection 19.1 (1) of the *Conservation Authorities Act*, members of the authority can participate electronically in any special meeting that is required to implement this Direction.
8. A member of the authority that is participating electronically in such a special meeting may be counted in determining whether or not a quorum of members is present at any time during the meeting.

Effective date

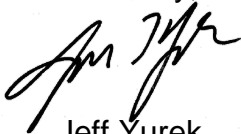
9. This Direction is effective immediately. If it is in the public interest to do so, I will provide further direction or clarification, at a later date, related to the matters set out in this Direction.

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

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

Sincerely,



Jeff Yurek
Minister of the Environment, Conservation and Parks

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

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