

Section I – Items for Board of Directors Action

TO: Chair and Members of the Board of Directors
Friday, May 23, 2025 Meeting

FROM: John MacKenzie, Chief Executive Officer

**RE: 2025 UPDATES TO TRCA'S BOARD OF DIRECTORS
ADMINISTRATIVE BY-LAW**

KEY ISSUE

Approval of proposed amendments to the Toronto and Region Conservation Authority (TRCA) Board of Directors Administrative By-Law, which address administrative updates, including the removal of TRCA's Hearing Rules as an attachment in exchange for a stand alone Model Hearing Guidelines document endorsed by Conservation Ontario (CO) and the Ministry of Natural Resources (MNR), and other updates to address Conservation Authority Act (CA Act) amendments and regulations.

RECOMMENDATION:

IT IS RECOMMENDED THAT the proposed amendments to the TRCA Board of Directors Administrative By-Law, as outlined within this report, be approved;

AND THAT the Chief Executive Officer (CEO) be authorized to make administrative updates, as required, to the Model Hearing Guidelines as published by Conservation Ontario (CO) and the Ministry of Natural Resources (MNR);

AND FURTHER THAT the approved amended Board of Directors Administrative By-Law be forwarded to the Minister of Environment, Conservation and Parks (MECP), Conservation Ontario, and partner municipalities, and be posted on TRCA's website.

BACKGROUND

A comprehensive review of TRCA's Board of Directors Administrative was completed in September 2022 to reflect CA Act amendments and regulations that were enacted in 2021 and 2022. Additional amendments

reflected the requirement for one-year terms for the Chair and the Vice-Chair, and the ability for the Minister of Natural Resources (and MECP following the cabinet reshuffle on March 19, 2025) to appoint an agricultural sector representative to the Board and the parameters around which that representative can participate in Board activities. The revisions that were adopted in November 2023 reflected governance updates to the Executive to allow for appointments to address vacancies between Annual General Meetings (AGM).

In addition to the minor housekeeping amendment under Section A: Definitions and Appendix 6 – Executive Committee Terms of Reference, the Model Hearing Guidelines as published by CO and the MNR will be adopted by TRCA, with the CEO being given the authority to make administrative updates.

RATIONALE

There are two amendments that require the attention of the Board of Directors. The first amendment is to align the definitions relating to the budget with O. Reg. 402/22 and the second is to amend the Executive Committee Terms of Reference to adjust the Hearing Tribunal Composition for further streamlining.

Once approved, the Administrative By-Law will be amended and formatted accordingly. The two significant amendments to the Administrative By-Law are outlined below:

1. Section A: Definitions

- a. **“Non-Matching Levy”** has been removed as O. Reg. 139/96 and is now included under **“Levy”** (also referred to as **“Apportionment”**). References throughout the Administrative By-Law has also been updated.
- b. **“Weighted Majority”** has been updated with the new O. Reg. 402/22.

2. Appendix 6 - Executive Committee Terms of Reference - Hearing Rules

a. Section 5.5 Hearing Tribunal Composition:

- New section 5 to be added: “The Hearing Tribunal shall be comprised of five (5) members of the Executive and

appointed by resolution at the first Executive meeting held following the AGM, and must include the Chair or Vice-Chair and four (4) members from the Executive; and

- Any of the remaining members of the Executive shall act as an alternate should any of the four (4) appointed members be unable to attend a Hearing.”

Relationship to TRCA’s 2023-2034 Strategic Plan

This report supports the following Pillars and Outcomes set forth in TRCA’s 2023-2034 Strategic Plan:

Pillar 4 Service Excellence:

4.4 Transparent decision making and accountable results

DETAILS OF WORK TO BE DONE

Upon the approval of the amended TRCA Board of Directors Administrative By-Law, it will be posted on TRCA’s website.

Report prepared by: Joanne Hyde, Clerk and Manager, Policy

Email: joanne.hyde@trca.ca

For Information contact: John MacKenzie, (416) 667-6290

Email: John.MacKenzie@trca.ca

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