

Grand River Conservation Authority

To: GRCA Board Composition Committee

Date: May 17, 2023

From: Karen Armstrong, Deputy CAO/Secretary-Treasurer

Subject: GRCA General Membership Composition - Options

As discussed at the February 10, 2023 meeting of the General Member Composition Review Committee, the Committee decided to review the options available in response to the City of Hamilton's request to increase the number of members they appoint to the Board. Legal input was sought to discuss options and some procedural items related to the options.

The options available, and high-level considerations for each option, include:

- **Option 1 – Continue with the status quo Order-in-Council (OIC)**
There is no action required to proceed with this option. The OIC was issued in 1994 and was made, in part, to limit the number of board members for the GRCA, which was unreasonably high at that time due to the large number of municipalities covered by the watershed.
- **Option 2 – Request that the Province Amend the OIC to increase the City of Hamilton's membership from 1 to 2 members**
A resolution from the GRCA Board would be required outlining the new board composition being requested, along with resolutions from all participating municipal councils. This process could lead to requests for other membership appointment increases to the GRCA Board from other municipalities.
- **Option 3 – Cancel the OIC and establish an agreement determining the membership composition as per the CA Act**
To cancel an OIC, a request is to be submitted to the government ministry that has jurisdiction, so in the case of the GRCA, this would be the Ministry of Natural Resources and Forestry. A resolution from the GRCA Board would be required, along with resolutions from all participating municipal councils. This option could allow for a change in the number of members to be appointed by the City of Hamilton, e.g. a request to increase to 2 members appointed. This process could lead to requests for other membership appointment increases to the GRCA Board from other municipalities.
- **Option 4 – Cancel the OIC and follow the population-based methodology in the Conservation Authorities Act (CA Act)**
To cancel an OIC, as noted above, a request would need to be submitted to the Minister of Natural Resources and Forestry. A resolution from the Board would be required indicating the Board's intention to change board composition to the population-based methodology. Following the population-based methodology would result in an increased number of members on the board which is counter to the reasoning applied when establishing the current board composition in 1994. The current grouping of municipalities for the purposes of appointments may continue but this would be subject to Board resolution and resolutions from the participating municipalities in the watershed.

- **Option 5 – Ask the Minister of Natural Resources and Forestry to review the OIC and advise**

This option is recommended by legal counsel who could also provide assistance in drafting the letter. Given the potential implications of any change, the Minister could be asked to provide guidance and their opinion on the preferred approach for the GRCA. A draft letter is attached as Appendix A

The risk of seeking input from the Minister is that they may make a decision that does not feel practical for the GRCA. That could possibly be mitigated by laying out the background, issues, and unique challenges of GRCA Board composition.

APPENDIX A - GRCA General Membership Composition Review Committee Minutes

Dear Minister,

As you are aware, the current board composition for the Grand River Conservation Authority (GRCA) is set out by Order in Council (OIC) 2610/94 dated October 7, 1994. The OIC designates municipal groups and sets out how many members each municipality (or group) may appoint. Recently, a participating municipality raised concerns that the OIC is inconsistent with the population-based member appointment formula as set out in 14 of the *Conservation Authorities Act* and they have requested a review of the current board composition.

Our current board has 26 members as established by the OIC. If the GRCA follows the population-based method set out in the Act, board size could increase to up to 39 Board members. The GRCA has some concerns that this will result in a Board that is so large that it will be difficult to conduct business, and counter to the justification for the board composition set out in the 1994 OIC.

To date, the GRCA has continued to follow the OIC. The Board has considered trying to come to an agreement amongst all participating municipalities to update the number of members, pursuant to 14.(2.1) of the Act, but given our large and diverse composition, this would be a significant endeavour and the GRCA may not obtain the necessary resolutions from each participating municipality. The GRCA is also unclear whether it has the authority to set aside the OIC and switch to the population-based method set out in the Act, in addition to concerns about the resulting significant increase in board size.

The GRCA is seeking guidance from the Minister about Board composition moving forward. We see our options as follows:

- 1) Maintain the status quo, and follow the existing OIC;
- 2) Follow a new OIC, possibly setting out new municipal groups;
- 3) Follow the population-based methods as set out in the Act, with the resulting increase in Board size.

The GRCA would also require guidance from the Minister about how to implement changes to the composition of the Board, if any. Most of our current members began a term of 4 years following the municipal election in November 2022. To avoid significant disruptions, we would propose that no changes take effect until the next municipal election in November 2026, which is the anticipated date when the next Board members would be appointed.

The GRCA would appreciate participating in any meetings or consultations about how to move forward with this issue. If you would like any further details or background on this issue, please contact us at....

Yours truly,

BOARD/ COMMITTEE