

Grand River Conservation Authority

Report number: GM-12-23-96

Date: December 15, 2023

To: Members of the Grand River Conservation Authority

Subject: Proposed By-law 2-2023

Recommendation:

THAT By-law 2-2023 be read a first, second, and third time and adopted by the General Membership, to take effect on December 15, 2023;

AND THAT By-law 2-2023 be repealed on December 15, 2023;

AND THAT a copy of By-law 2-2023 be forwarded to the Ministry of the Natural Resources and Forestry, and posted publicly on the Grand River Conservation Authority's website.

Summary:

There have been many legislative changes impacting Conservation Authorities in the past few years. Some of the more recent changes include changes to the regulations under the Conservation Authorities Act (CA Act) and the proclamation of the Ontario Not-for-Profit Corporations Act (ONCA). The Grand River Conservation Authority's By-law has been reviewed and edited to ensure compliance, as applicable.

There is one issue that requires specific Board direction related to the budget vote. Ontario Regulation 402/22: Budget and Apportionment requires that the vote on apportionment be a weighted vote. The vote on the budget can be a weighted vote if specified in the bylaw, otherwise, it is approved based on a majority of votes. Before this new regulation, the GRCA combined the apportionment and budget in one vote, which was a weighted vote.

Report:

On July 1, 2023, Ontario Regulation 402/22: Budget and Apportionment came into effect. This regulation prescribes the budget process, including consultation, voting, and notification. The terms levy and non-matching levy are no longer in legislation or regulations, and the By-law has been updated to reflect the change to the use of the term "apportionment".

The Ontario Not-for-Profit Corporations Act (ONCA) was proclaimed into force in 2021 with a three-year transition period to come into compliance. Conservation Ontario formed a committee to review the impacts of ONCA on the Conservation Authorities' administrative by-law and the GRCA participated on this committee. Conservation Ontario facilitated a legal review of the changes and they have been incorporated into this draft, as applicable. If there is a conflict between ONCA and the CA Act, given that Conservation Authorities are special act corporations, the CA Act prevails

The current By-law 1-2023 has been updated to reflect these changes and is included as Attachment B, By-law 2-2023. A summary of the changes is as follows:

Section	Explanation of Change
Introduction	<p>The wording has been modified for clarity and to reflect that, for the purposes of ONCA, Members of the Authority are also Directors.</p> <p>The Powers of Authorities have been updated to reflect the current wording in the CA Act.</p>

Section	Explanation of Change
A. Definitions	Several definitions have been modified to reflect ONCA and changes to the Act and Regulations.
B.1.a. Members Appointments	The wording has been amended to reflect that the GRCA appoints members as per an Order-in-Council.
B.1.b. Terms of Appointments	Wording about the member representing the agricultural sector that may be appointed by the Minister was clarified
B.1.c. Powers of the General Membership	Added wording to clarify the voting limitations for the member appointed by the Minister as per O.Reg.402/22
B.1.d. Member Accountability	Added wording about members and officers acting in the best interests of the Authority. Additional wording about the member appointed by the Minister being required to follow the provincial ethical framework
B.1.e. Applicable Legislation	ONCA is added to the list of applicable legislation. Where ONCA and the CA Act may conflict, the CA Act prevails.
B.16. Records Available to the Public	Added O.Reg.400/22 Information Requirements to the list of legislation governing records of the Authority.
C.2. Declared State of Emergency	This section has been deleted as electronic meetings have been incorporated elsewhere in the by-law and the subsequent sections will be renumbered as a result.
C.5. Meetings Open to Public	Added wording that meetings will be webcast unless there is a technological issue preventing it.
C.6. Agenda for Meetings	Items deleted from listing as they have not been occurring at regular meetings for the past several years.
C.11 Electronic Meetings and Participation	As directed at a previous meeting of the Members, wording was added that in-person attendance at meetings is preferred.
C.13 Delegations	Updated wording about registered and unregistered delegations.
C.17 Voting	Deleted duplicate wording about questions not being voted on more than once at any meeting unless a recorded vote is requested. TO BE DECIDED: should this section be amended to add that a weighted vote will be used for the budget vote?
C.22 Minutes of Meetings	Added wording about meeting recordings being available for later viewing, unless there is a technological issue preventing it.
Appendix 1 – Code of Conduct	Added wording specific to the member that may be appointed by the Minister.
Appendix 3 – Procedure for Election of Officers	A qualifier was added to the election procedures that the Chair or Vice-Chair(s) must be a member appointed by a participating municipality. Thus, if a member was appointed by the Minister, they would not be eligible for those roles.

Section B.14 of the By-law is also referenced on the Per Diems and Honorariums summary sheet that is provided to the Members in this month's report GM-12-23-97. This document will also be updated as applicable to reflect the modified wording in that section.

In addition to the changes noted above, several minor edits to improve clarity, and correct typos and grammar have been made.

Financial Implications:

There are no additional costs incurred because of these changes.

Other Department Considerations:

Once the Board approves the updated By-law, it will be forwarded to MNRF and posted publicly on the GRCA's website.

Prepared by:

Karen Armstrong
Deputy CAO, Secretary-Treasurer

Approved by:

Samantha Lawson
Chief Administrative Officer