

November 8, 2022

SVCA Member Municipalities
Attention: Clerk and CAO

Re: New Term of Council and Appointment of SVCA Board Members

Dear Member Municipalities,

With the recent municipal election, I wanted to provide you with the following information regarding municipal appointments to the Saugeen Valley Conservation Authority's Board of Directors. This information also contains some new legislative requirements pertaining to Board appointments that resulted from recent changes to the *Conservation Authorities Act*.

Appointment of Members

Under Section 14 of Ontario's *Conservation Authorities Act*, your municipal Council is entitled to appoint one (1) member to the Saugeen Valley Conservation Authority to represent your municipality except for the Municipality of Kincardine, the Town of Saugeen Shores, and the Municipality of West Grey. For these municipalities, two (2) members can be appointed to the Saugeen Valley Conservation Authority.

- Appointed members are for a term of up to four years;
- Appointed members must be a resident of a municipality in the authority's jurisdiction; and
- The *Conservation Authorities Act* now requires that at least 70 percent of a municipality's appointees be selected from among the members of the municipal council. This means that if your municipality has one member appointment, the member appointed by your municipality must be a member of Council unless your Council requests an exception from the Minister to appoint a citizen representative.

Should your municipality wish to apply for an exception please let us know as soon as possible and we will assist you with the process, otherwise please inform us at your earliest convenience which member of Council has been appointed as your representative to our Board of Directors.

Transition

As per the *Conservation Authorities Act*, your current member(s) will continue to serve on SVCA's Board of Directors until your municipality has appointed or reappointed a member for the new term. **We hope your municipality will be able to advise us of your appointment by mid-December to enable new and returning members to attend an important orientation session on December 15, 2022.**

Background Information

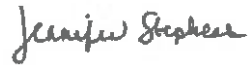
To assist you with the appointment of a new member we have provided some key information below pertaining to meetings and the role of members:

- Board meetings are generally held at 1:00 pm on the third Thursday of most months.
- Members are reimbursed for eligible expenses such as mileage and they currently receive a per diem of \$75 per meeting.
- SVCA is a municipally based organization that delivers programs and services to manage water and other natural hazards and resources across the Saugeen Valley watershed.
- SVCA promotes an integrated approach to natural resource management, one that balances human, environmental and economic needs.
- The Board of Directors is responsible for SVCA and oversees its management under the *Conservation Authorities Act*. All members of the Board shall:
 - Attend all meetings of the Authority;
 - Understand the purpose, function, and responsibilities of the Authority;
 - Be familiar with the Authority's statutory and other legal obligations;
 - With the administration, set strategic direction for the Authority; and
 - Keep the represented municipal council informed of Authority projects, programs, and activities.
- Each appointee to the SVCA Board of Directors must also adhere to the attached Code of Conduct and Conflict of Interest Policy.
- We also encourage all potential appointees to review SVCA's Administrative Bylaws which can be found [here](#).

If you have any questions about appointing a member, or if we can provide you with any further information or assistance, please don't hesitate to contact me at 519-369-7206 or j.stephens@svca.on.ca.

Best wishes for your new term of council, and we look forward to continuing to work with you and your municipality over the next four years.

Sincerely,

A handwritten signature in cursive script that reads "Jennifer Stephens".

Jennifer Stephens

General Manager / Secretary-Treasurer

Attachments:

- SVCA's Member Code of Conduct
- SVCA's Member Conflict of Interest Policy

D. Appendices to the Administrative By-law

Appendix 1 - Code of Conduct

1. *Background*

The Saugeen Valley Conservation Authority demands a high level of integrity and ethical conduct from its General Membership. The Authority's reputation has relied upon the good judgement of individual Members. A written Code of Conduct helps to ensure that all members share a common basis for acceptable conduct. Formalized standards help to provide a reference guide and a supplement to legislative parameters within which Members must operate. Further, they enhance public confidence that Members operate from a base of integrity, justice, and courtesy.

The Code of Conduct is a general standard. It augments the laws which govern the behaviour of Members, and it is not intended to replace personal ethics.

This Code of Conduct will also assist Members in dealing with confronting situations not adequately addressed or that may be ambiguous in Authority resolutions, regulations, or policies and procedures.

2. *General*

All Members, whether municipal councillors or appointed representatives of a municipality, are expected to conduct themselves in a manner that reflects positively on the Authority.

All Members shall serve in a conscientious and diligent manner. No Member shall use the influence of office for any purpose other than for the exercise of his/her official duties.

It is expected that Members adhere to a code of conduct that:

- a) Upholds the mandate, vision and mission of the Authority;
- b) Considers the Authority's jurisdiction in its entirety, including their appointing municipality;
- c) Respects confidentiality;
- d) Approaches all Authority issues with an open mind, with consideration for the organization as a whole;
- e) Exercises the powers of a Member when acting in a meeting of the Authority;
- f) Respects the democratic process and respects decisions of the General Membership, Executive Committee, advisory boards and other committees;
- g) Declares any direct or indirect pecuniary interest or conflict of interest when one exists or may exist; and
- h) Conducts oneself in a manner which reflects respect and professional courtesy and does not use offensive language in or against the Authority or against any Member or any Authority staff.

3. *Gifts and Benefits*

Members shall not accept fees, gifts, hospitality, or personal benefits that are connected directly or indirectly with the performance of duties, except compensation authorized by law.

4. Confidentiality

The Members shall be governed at all times by the provisions of the *Municipal Freedom and Information and Protection of Privacy Act*.

All information, documentation or deliberations received, reviewed, or taken in a closed meeting are confidential.

Members shall not disclose or release by any means to any member of the public, either in verbal or written form, any confidential information acquired by virtue of their office, except when required by law to do so.

Members shall not permit any persons, other than those who are entitled thereto, to have access to information which is confidential.

In the instance where a Member vacates their position on the General Membership they will continue to be bound by MFIPPA requirements.

Particular care should be exercised in protecting information such as the following:

- a) Human Resources matters;
- b) Information about suppliers provided for evaluation that might be useful to other suppliers;
- c) Matters relating to the legal affairs of the Authority;
- d) Sources of complaints where the identity of the complainant is given in confidence;
- e) Items under negotiation;
- f) Schedules of prices in tenders or requests for proposals;
- g) Appraised or estimated values with respect to the Authority's proposed property acquisitions or dispositions;
- h) Information deemed to be "personal information" under MFIPPA.

The list above is provided for example and is not exhaustive.

5. Use of Authority Property

No member shall use for personal purposes any Authority property, equipment, supplies, or services of consequence other than for purposes connected with the discharge of Authority duties or associated community activities of which the Authority has been advised.

6. Work of a Political Nature

No member shall use Authority facilities, services or property for his/her election or re-election campaign to any position or office within the Authority or otherwise.

7. Conduct at Authority Meetings

During meetings of the Authority, Members shall conduct themselves with decorum. Respect for delegations and for fellow Members requires that all Members show courtesy and not distract from the business of the Authority during presentations and when others have the floor.

8. Influence on Staff

Members shall be respectful of the fact that staff work for the Authority as a whole and are charged with making recommendations that reflect their professional expertise and corporate perspective, without undue influence.

9. Business Relations

No Member shall borrow money from any person who regularly does business with the Authority unless such person is an institution or company whose shares are publicly traded and who is regularly in the business of lending money.

No Member shall act as a paid agent before the Authority, the Executive Committee or an advisory board or committee of the Authority, except in compliance with the terms of the *Municipal Conflict of Interest Act*.

10. Encouragement of Respect for the Authority and its Regulations

Members shall represent the Authority in a respectful way and encourage public respect for the Authority and its Regulations.

11. Harassment

It is the policy of the Authority that all persons be treated fairly in the workplace in an environment free of discrimination and of personal and sexual harassment. Harassment of another Member, staff or any member of the public is misconduct. Members shall follow the Authority's Harassment Policy as approved from time-to-time.

Examples of harassment that will not be tolerated include: verbal or physical abuse, threats, derogatory remarks, jokes, innuendo or taunts related to an individual's race, religious beliefs, colour, gender, physical or mental disabilities, age, ancestry, place of origin, marital status, source of income, family status or sexual orientation. The Authority will also not tolerate the display of pornographic, racist, or offensive signs or images; practical jokes that result in awkwardness or embarrassment; unwelcome invitations or requests, whether indirect or explicit and any other prohibited grounds under the provisions of the *Ontario Human Rights Code*.

12. Breach of Code of Conduct

Should a Member breach the Code of Conduct, they shall advise the Chair and Vice-Chair, with a copy to the Secretary Treasurer, as soon as possible after the breach.

Should a Member of the Authority allege that another Member has breached the Code of Conduct, the said breach shall be communicated to the Chair, with a copy to the Secretary-Treasurer, in writing. In the absence of the Chair, or if a Member alleges that the Chair has breached the Code of Conduct, the said breach shall be communicated the Vice-Chair, with a copy to the Secretary-Treasurer, in writing.

Any breach, or alleged breach, of the Code of Conduct shall be investigated in accordance with the Enforcement of By-laws and Policies procedure outlined or referred to in the Authority's Administrative By-law.

Appendix 2 - Conflict of Interest

1. *Municipal Conflict of Interest Act*

The Authority Members commit themselves and the Authority to ethical, businesslike, and lawful conduct when acting as the General Membership. The Authority is bound by the *Municipal Conflict of Interest Act*. This by-law is intended to assist Members in understanding their obligations. Members are required to review the *Municipal Conflict of Interest Act* on a regular basis.

2. *Disclosure of Pecuniary Interest*

Where a Member, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a meeting of the Authority, Executive Committee, Advisory Board or committee at which the matter is the subject of consideration, the Member:

- a) Shall, prior to any consideration of the matter at the meeting, disclose the pecuniary interest and the general nature thereof;
- b) Shall not take part in the discussion of, or vote on any question in respect of the matter; and,
- c) Shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

3. *Chair's Conflict of Interest or Pecuniary Interest*

Where the Chair of a meeting discloses a conflict of interest with respect to a matter under consideration at a meeting, another Member shall be appointed to chair that portion of the meeting by Resolution.

4. *Closed Meetings*

Where a meeting is not open to the public, a Member who has declared a conflict of interest shall leave the meeting for the part of the meeting during which the matter is under consideration.

5. *Member Absent*

Where the interest of a Member has not been disclosed by reason of their absence from the particular meeting, the Member shall disclose their interest and otherwise comply at the first meeting of the Authority, Executive Committee, advisory board or committee, as the case may be, attended by them after the particular meeting.

6. *Disclosure Recorded in Minutes*

The recording secretary shall record in reasonable detail the particulars of any disclosure of conflict of interest or pecuniary interest made by Members and whether the member withdrew from the discussion of the matter. Such record shall appear in the minutes/notes of that particular meeting of the General Membership, Executive Committee, advisory board or committee, as the case may be.

7. *Breach of Conflict-of-Interest Policy*

Should a Member breach the Conflict-of-Interest Policy, they shall advise the Chair and Vice-Chair, with a copy to the Secretary-Treasurer, as soon as possible after the breach.

Should a Member of the General Membership allege that another Member has breached the Code of Conduct, the said breach shall be communicated to the Chair, with a copy to the Secretary-Treasurer, in writing. In the absence of the Chair, or if a Member alleges that the Chair

has breached the Conflict-of-Interest Policy, the said breach shall be communicated to the Vice-Chair, with a copy to the Secretary-Treasurer, in writing.

Should a member of the public or a municipality allege that a Member has breached the Conflict-of-Interest Policy, the party making the allegation will be directed to follow the notification procedure outlined above.

Any breach, or alleged breach, of the Conflict-of-Interest Policy shall be investigated in accordance with the Enforcement of By-laws and Policies procedure outlined or referred to in the Authority's Administrative By-law.