

Bylaw No. 3009, 2023
Regional District of Okanagan-Similkameen
Procedure Bylaw

Summary of Amendments

DRAFT

REGIONAL DISTRICT OF OKANAGAN-SIMILKAMEEN

BYLAW NO. 3009, 2023

A bylaw to regulate the meetings of the Board of Directors of the Regional District of Okanagan-Similkameen, its Committees, and the conduct thereof.

WHEREAS pursuant to the *Local Government Act*, the Regional District of Okanagan-Similkameen must, by bylaw, provide for the procedure that is to be followed for the conduct of its business and the business of its Committees, including the manner by which resolutions may be passed and bylaws adopted;

AND WHEREAS pursuant to the *Local Government Act*, the Regional District of Okanagan-Similkameen must, by bylaw, provide for advance public notice respecting the time, place and date of board meetings;

NOW THEREFORE the Board of the Regional District of Okanagan-Similkameen in open meeting assembled enacts as follows:

1.0 **GENERAL**

- 1.1 The provisions of this bylaw shall govern the proceedings of the Board and all Committees created by the Board, as applicable.
- 1.2 In cases not provided for under this bylaw, the Board may determine the appropriate rules of procedure, or may follow the most current version of Robert's Rules of Order, so long as those rules are applicable in the circumstance and are not inconsistent with the provisions of this bylaw or with any Provincial Act.
- 1.3 Any enactment referred to herein is a reference to an enactment of British Columbia and regulations thereto, as amended, revised, consolidated or replaced from time to time, and any bylaw referred to herein is a reference to an enactment of the Board of the Regional District, as amended, revised, consolidated, or replaced from time to time.
- 1.4 The headings used in this bylaw are for convenience of reference only. They do not form part of this bylaw and are not to be used in the interpretation of this bylaw.
- 1.5 If any section, paragraph or phrase of this bylaw is for any reason held to be invalid by reason of a Court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of the bylaw.
- 1.6 The bylaw may not be amended or repealed and substituted unless notice of the proposed amendments is given to each Director at least five days before the meeting at which the amendment is to be introduced.

1.7 The provisions of this bylaw governing meetings of the Board apply, with the necessary changes as indicated in a Terms of Reference or Committee bylaw, to all committees created by and responsible to the Board. When in question, this bylaw shall prevail.

2.0 **CITATION**

2.1 This bylaw may be cited for all purposes as **Procedure Bylaw No. 3009, 2023.**

3.0 **DEFINITIONS**

3.1 In this bylaw:

“Act” means the Local Government Act [RSBC 2015] CHAPTER 1

“Administration Office” means the office located at 101 Martin Street, Penticton, British Columbia;

“Audio and video recording devices” means any equipment enabling the capturing, recording and/or transmission of sound and/or visual images;

“Board” means the Board of Directors of the Regional District of Okanagan-Similkameen, and the Okanagan Similkameen Regional Hospital District;

“Bylaw” means the Procedure Bylaw for the Regional District.

“CAO” means the individual appointed by the Board as the Chief Administrative Officer of the Regional District and the Okanagan Similkameen Regional Hospital District;

“Chair” means, where the context requires, the Chair of the Board of the Regional District elected pursuant to the *Act*; and, the Chair of the Board of the Okanagan Similkameen Regional Hospital District elected pursuant to the *Hospital District Act*; or the person appointed as the Chair, or other person presiding at a meeting of the Board or Committee;

“Charter” means the Community Charter [SBC 2003] CHAPTER 26

“Closed Meeting” means a meeting closed to all except the members of the Board and invitees, with agenda items to be discussed restricted to those authorized in the *Community Charter*;

“Committee” means a group of people appointed by the Board with the adoption of a Terms of Reference for a particular advisory function. Is also applicable to RDOS Commissions

“Corporate Officer” means the individual appointed by the Board as the Officer assigned the responsibility of corporate administration of the Regional District or their designate;

“Delegation” means an individual or group of people addressing the Board regarding any

matter that falls within the jurisdiction of the Board, but does not include those speaking to a bylaw for which a public hearing has been held or is scheduled;

“Director” means a member of the Board, whether as a municipal Director under section 198 of the *Act*, or an electoral area Director under section 199 of the *Act* and includes an Alternate when acting in the absence of the Director to whom they are the designated alternate;

“Executive” means the Chair and Vice Chair of the Board;

“Meeting” means a single official gathering of its Members to transact business for a length of time during which there is no cessation of proceedings and the Members do not separate, unless for a short recess.

“Member” means a Director of the Board or a person appointed to a Committee, as the context requires;

“Public Notice Posting Place” means the notice board at the Administration Office;

“Quorum” means the minimum number of Members present for a meeting to conduct substantive business.

“Regional District” means the Regional District of Okanagan-Similkameen;

“Select Committee” means a Committee established by the Board to consider or inquire into any matter and report its findings and opinion to the Board. Persons who are not Directors may be appointed by the Board. At least one Member of the Committee must be a Director;

“Special meeting” means any meeting other than a statutory, regular, or adjourned meeting;

“Standing Committee” means a Committee established by the Chair for matters the Chair considers would be better dealt with by Committee. Persons who are not Directors may be appointed by the Chair. At least one member of the Committee must be a Director;

“Vice-Chair” means, where the context requires, the Vice-Chair of the Board of Directors of the Regional District of Okanagan-Similkameen elected pursuant to the *Act*, and, the Vice-Chair of the Board of Directors of the Okanagan Similkameen Regional Hospital District elected pursuant to the *Hospital District Act*, or, the person appointed as Vice-Chair, or other person presiding at a meeting of the Board or Committee.

“Workshop” means an informal gathering of directors at which formal meeting procedures are not followed, no decisions are made, and those in attendance are gathered strictly to receive information or to receive or provide training.

3.2 Unless otherwise defined in this bylaw, words used herein shall have the meanings defined in the *Interpretation Act*, *the Charter* or the *Act*, as applicable.

4.0 BOARD MEETINGS

Inaugural Meeting

4.1 An inaugural Board Meeting shall be held in accordance with the *Act*.

Election of Chair/Vice Chair

4.2 The Board shall elect a Chair from among its Members at the inaugural Meeting pursuant to the *Act*. The Chair shall fulfill those obligations placed upon this position by legislation and by policy.

- (a) The Corporate Officer shall call for nominations for the position of Chair of the Board and shall do so three (3) times. At the close of nominations, if more than one candidate has been nominated, those candidates or their representatives shall be allowed a maximum of three (3) minutes to address the Board.
- (b) In the event that there are more than two candidates in any such election and no candidate receives a clear majority of votes (i.e. 50% plus one vote) on the first ballot, the candidate receiving the least number of votes shall be deleted and a second ballot shall be taken. Further ballots shall be taken as necessary, repeating the procedure of deleting the candidate that in each preceding ballot received the least number of votes, until a candidate with a clear majority emerges.
- (c) Only those ballots that indicate an officially nominated candidate shall be counted towards the election and be used to determine a clear majority.
- (d) In the event of a tie vote on the last ballot, the election shall be determined by the flip of a coin.
- (e) Voting shall be by secret ballot.
- (f) Notwithstanding subsection (5), a Director may phone the Corporate Officer or their designate to cast their vote if participating remotely and electronic hardware and software are not available. The Corporate Officer shall maintain the confidentiality of the ballot.
- (g) Following declaration of the successful candidate by the CAO, the Corporate Officer must destroy or delete the ballots cast in that election.

4.3 An election of Vice-Chair shall then be conducted pursuant to the subsections above.

4.4 If the office of Chair or Vice Chair becomes vacant, the Members shall elect another Chair or Vice Chair from amongst its membership as soon as reasonably possible after the vacancy occurs.

Schedule of Meetings

4.5 Regular Board and Committee meetings shall be held on the dates each year established by a resolution of the Board prior to December 31 of the preceding year. At the discretion of the Board Chair and Vice Chair, a meeting of the Board may be cancelled or

postponed, providing two consecutive Meetings are not cancelled.

- 4.6** Notification of a cancelled or postponed Meeting must be provided to the Corporate Officer at least 48 hours before the scheduled Meeting, and the Corporate Officer must advise all Board members via email, text message, phone call, or other means and advise the public by posting a notice on the Public Notice Posting Place.

Location of the Board Meetings

- 4.7** All regular Board meetings shall take place within the Administration Office.
- 4.8** Notwithstanding subsection 4.7, at the discretion of the Executive, Board Meetings may take place at other locations. The change in location must be advertised in accordance with the *Act*.

Notice of Regular Board and Committee Meetings

- 4.9** The annual schedule of regular Board and Committee Meetings, established pursuant to subsections 4.5 and 4.6 of this bylaw, shall be available to the public through posting on the Public Notice Posting Place, and notice of the availability of the schedule shall be advertised by January 15 of each year in accordance with the public notice provisions set out in the *Act*.
- 4.10** At least 48 hours before a regular Board or Committee meeting, the Corporate Officer must give notice of the meeting agenda, including confirmation of the time, place and date, by:
- (a) Posting the agenda on the Public Notice Posting Place at the Administration Office;
 - (b) Leaving copies of the agenda, excluding reports, at a public counter at the Administration Office for distribution to Members of the public as requested;
 - (c) Providing an electronic copy to each Member of the Board;
 - (d) Providing the way in which the meeting is to be conducted by means of electronic or other communication facilities and defining the details of how to attend, if applicable;
 - (e) The place where the public may attend to hear or watch and hear the proceedings that are open to the public.
 - (f) When providing an electronic copy is not possible, a paper version shall be provided.
- 4.11** In addition to subsection 4.10, the Corporate Officer may post agendas in another medium.

Notice of Special Meetings

- 4.12** In accordance with *the Act*, a special meeting may be called at the request of the Chair or any two Directors.
- 4.13** Subject to Section 4.15, Notice of Special meeting must be given at least 24 hours before the time of the meeting by
- (a) posting a copy of the notice at the regular board meeting place,

- (b) posting a copy of the notice at the public notice posting places, and
- (c) leaving one copy for each director at the place to which the director has directed notices be sent.

4.14 A notice under 4.13 must include the date, time and place of the meeting, describe in general terms the purpose of the meeting and be signed by the chair or corporate officer.

4.15 Notice of a special meeting may be waived by unanimous vote of all directors in a properly convened meeting. The reason for waiving the meeting must be documented in the minutes.

Electronic Meetings

4.16 Provided the conditions set out in the Electronic Meetings [Regulation 271/2005](#) are met, and the facilities and equipment are available for the chosen location:

- (a) A Meeting may, upon authorization of the Chair, be conducted by means of electronic or other facilities;
- (b) A Member of the Board or Committee who is unable to attend at a Board or Committee meeting, may participate in the meeting by means of electronic or communication facility;
- (c) If authorized by Provincial enactment, Regular Board and Committee Meetings may be held electronically;
- (d) A Member participating by means of electronic or communication facility is deemed to be present at the meeting.

4.17 The facilities must enable the Meeting's participants to hear, or watch and hear, each other.

4.18 The facilities must enable the public to hear, or watch and hear, except for any part of the Meeting that is closed to the public, the Meeting at the specified place, and a designated Regional District officer must be in attendance at the specified place.

4.19 Nothing in this bylaw shall be construed to guarantee any Director or Member electronic access to a meeting. Equipment failure or other occurrence that prevents or limits electronic participation shall not result in Meeting adjournment unless the failure results in loss of quorum.

Use of Audio and Video Recording Devices

4.20 No person shall use or operate any audio or video recording device at a closed Meeting without consent of the Chair.

5.0 PUBLIC ATTENDANCE AT REGIONAL DISTRICT MEETINGS

Meetings to be Open to the Public

5.1 Unless a Meeting or part of a Meeting is authorized to be closed to the public by the Charter or other Provincial legislation, all Meetings of the Board and Committees shall

be open to the public.

Closed Meetings

5.2 A resolution to go into a closed meeting must be passed first in the open meeting and the basis for closing the meeting, under the authority of the *Charter* must be stated while still in open meeting.

5.3 In accordance with section 117(1) of the *Charter*, Closed Meeting agenda documents must not be photocopied, shared or otherwise distributed by any recipient.

5.4 When an item arises during a closed meeting, which, in the opinion of a member does not meet the criteria to be held in a closed meeting, a vote on the matter must be taken if challenged.

5.5 Section 90(1)(n) of the *Charter* provides authority for the consideration of whether a Board meeting should be closed under another subsection of Section 90. Its use is limited to that discussion and no details of specific subject matter should be debated. Once a decision has been made that a specific subject matter should appropriately be discussed in a closed meeting, the Board must return to an open meeting to pass a resolution to do so. It is best practice for this subsection to be the primary way that local governments debate whether it is necessary to close a meeting to discuss a specific subject

5.6 If a member is attending a closed meeting electronically, the member must state at the beginning of the meeting that they have assured adequate privacy for the conversation.

5.7 Alternate Directors will only be afforded items or reports for closed meeting agendas if they are replacing their respective absent Director at the meeting and staff have been advised of the attendance of the alternate.

5.8 A Board Member who cannot, or will not, abide by the requirements of this section concerning the release of confidential information is expected to:

- a) Disclose that Director's inability or intention to the Board before the discussion of the matter begins at the Board Meeting; and
- b) Immediately leave the Board Meeting or that part of it during which the matter is under consideration.

Release of Information from a closed meeting

5.9 Information from a closed meeting will only be released in accordance with section 117(2) of the *Charter*, the content of Closed Meetings shall not be released unless specific authorization to do so has been adopted at a duly constituted Meeting.

5.10 If the Regional District suffers loss or damage because a person contravenes 6.0, and the contravention was not inadvertent, the Regional District may recover damages from the person for the loss or damage.

5.11 As soon as practicable, the Corporate Officer must review and determine whether to seek a board resolution for the release of closed meeting items and related information that would no longer undermine the reason for discussing it in a closed meeting.

5.12 Information protected under the *Freedom of Information and Protection of Privacy Act* will not be released at any time.

Visitors and Delegations to the Board

5.13 A Delegation shall only address the Board during a meeting if that person is providing a report or presentation that has been scheduled to the agenda for the meeting, or if the Board has passed a resolution by two-thirds member vote to hear from that person at that time.

5.14 A Delegation who wishes to have a report or presentation scheduled to a Board Meeting agenda shall request the same through the Corporate Officer. The request shall be processed in accordance with the Board and Committee Delegation Policy.

5.15 The Board is not obligated to deal with any matter presented by a Delegation at the Meeting to which it is presented.

Delegations where Applications are Before the Board for Consideration

5.16 Where an application is before the Board for consideration, a Delegation consisting of either the applicant, the designated agent of the applicant, or both, may address the Board for a period not to exceed five (5) minutes under one of the following circumstances and a public hearing is not a requirement of the application:

- a) where a motion has been moved to deny an application.
- b) where a motion has been moved to add conditions prior to approval of an application.
- c) where a decision by the CAO, or their delegate, is being reconsidered in accordance with the *Chief Administrative Officer Delegation Bylaw*.

a motion to hear from a delegation is passed by a (2/3 vote)

5.17 Delegations under section 5.13 may address the Board in any one of the following forms:

- a) attendance at the Board Meeting by the applicant or their appointed representative.
- b) written correspondence received by the Regional District no later than 4:00 pm the day prior to the meeting at which an application is to be considered by the Board.
- c) teleconference, subject to the following:
 - i) a request for this form of address is received by the Regional District no less than 2 days prior to consideration by the Board;
 - ii) contact information for the delegation is provided to the Regional District no less than two (2) days prior to consideration by the Board;
 - iii) The Delegation is prepared to connect with the Regional District at the time designated on the Board agenda (NOTE: after two (2) attempts to connect with a Delegation during a Board Meeting, the Chair may deem a delegation to be not in attendance).

6.0 RULES OF PROCEDURE AT BOARD MEETINGS

Agenda Preparation and Order of Proceedings

- 6.1** Prior to each Meeting of the Board, the Corporate Officer shall prepare an agenda for approval by the Executive, of all items to be considered by the Board at the Meeting.
- 6.2** Once released, the agenda is considered to be in the possession of the Board and a late item may be approved for addition to an agenda by the Board by a 2/3 vote at the Meeting.
- 6.3** The agendas for all Regular Board Meetings shall contain the following matters where there are items pertaining to them:
- Adoption of Agenda
 - Consent Agenda
 - Delegations
 - Department Reports (listed by Department)
 - Other Business
 - Directors Motions
 - Closed Session
 - Adjournment
- 6.4** The Board may, by resolution, establish a specific period of time in which the order or content of the agenda may be adjusted for the purpose of investigating potential changes to increase the efficiency or effectiveness in the conducting of business. Upon expiry of the specified term, the Board must either revert back to the order determined in this bylaw, or amend the bylaw to reflect changes:
- 6.5** Notwithstanding Section 6.4, the order in which business on the agenda shall be dealt with may vary by vote of the Directors present
- 6.6** No Board Meeting may start or continue past 5:00 p.m. unless the Board passes a vote to start or continue that Meeting past that time.
- 6.7** During discussion, Members of the Board may make motions, pose inquiries and make suggestions upon being recognized by the Chair. Items of new business which are not included in the agendas and are of a complex nature or that may affect existing Regional District bylaws and policies shall be introduced as a "Notice of Motion" for placement on an agenda for a future Meeting. Other items of new business which are not of a complex nature, and do not require a motion may be accepted as verbal reports from any member of the Board and noted under Other Business.
- 6.8** Any Director may give a notice of motion to the Board by:
- (a) Providing the Corporate Officer with a written copy of such motion during a Meeting of the Board and the Corporate Officer shall, upon the Director being acknowledged by the Chair and the notice of motion being read to the Meeting, include it in the minutes of that Meeting as a notice of motion and shall add the

motion to the agenda of the next regular Board Meeting, or to the agenda of a Special Meeting scheduled for that purpose; or

- (b) Providing the Corporate Officer with a written copy of such motion, no later than nine working days prior to the scheduled Meeting, and the Corporate Officer shall add the motion to the agenda for said Meeting.

6.9 Notwithstanding section 6.6, the requirement for a notice of motion for a matter of new business may be waived by a 2/3 vote of the Board when a matter is deemed time sensitive.

Quorum

6.10 Quorum is the majority of Members of the Board.

6.11 As soon after the time specified for a Meeting as there is a quorum present, the Chair, if present, must take the chair and call the Meeting to order. Where the Chair is absent, the member designated in accordance with this bylaw to act in the Chair's place for that Meeting must take the chair and call the Meeting to order.

6.12 If a quorum is present, but neither the Chair nor the member designated in accordance with this bylaw to act in the Chair's place for that Meeting is present within 15 minutes of the time specified for the Meeting, the Chief Administrative Officer, or their designate shall call the Meeting to order and the members of the Board present shall choose one among them to preside at the Meeting.

6.13 If there is no quorum of the Board present within 15 minutes of the time specified for the Board Meeting, the Chief Administrative Officer or their designate shall record the names of the Members present and those absent and shall adjourn the Meeting to the next regular scheduled Meeting.

6.14 A Member is considered present in a meeting, whether attending in person or electronically, when they are in their chair and prepared to vote on a matter when a question has been called.

Voting at Meetings

6.15 When debate on a matter is closed and the Board is ready to vote, the Chair must put the matter to a vote by asking who is in favour of the question and then who is opposed.

6.16 Any Member may rise on a point of order upon the calling of the vote if the motion is unclear or the Member is unclear on the wording of the motion, and the Chair will read the motion before the Board.

6.17 Once the Chair has put the question to a vote, voting shall be by show of hands, by verbal confirmation, or by electronic vote, if facilities are so provided, and a Member of the Board shall not cross or leave the room, make a noise or other disturbance, or interrupt the voting procedure except to raise a point of order

6.18 A Member attending electronically must have their video on to be recorded for the vote or

the chair asks each one if opposed.. If video is unavailable, the Member must advise the Chair prior to the vote.

- 6.19** A Member attending electronically shall raise on a point of order that they are leaving the room
- 6.20** After the Chair has put the question to a vote, a Member shall not speak to the question or make a motion concerning it. The Chair's decision as to whether a question has been finally put is conclusive.
- 6.21** Should the votes on a question, other than an appeal of a decision of the Chair on a point of order, be equal for and against, the motion is defeated.
- 6.22** Whenever a vote of the Board is taken, any Member may call for a recorded vote, and the names of those voting against the motion must be entered into the record. The Chair must declare the result of the voting by stating whether the motion is carried or is defeated.
- 6.23** Where a Member who is present when a vote is taken abstains from voting, that Member shall be deemed to have voted in the affirmative.

Conduct and Debate at Meetings

- 6.24** A Member shall speak at a Meeting only after being recognized by the Chair, except to raise a point of order in accordance with Schedule 'A'
- 6.25** A Member shall address other Members by their title and their surname, as applicable (for example, Chair _____ or Vice-Chair _____ or Director _____).
- 6.26** No member shall interrupt another Member who is speaking, except to rise on a point of order, and Members shall at all times use respectful language and shall not use offensive gestures, expressions or signs.
- 6.27** A Member may make a motion to move the question being debated at a Meeting at any time during the debate. This motion requires a seconder and must be adopted by a 2/3 vote.
- 6.28** Members may be limited to speaking twice only in connection with a single question, by the Chair,
- 6.29** Despite section 5.1 of this bylaw, the Chair at a Meeting may expel and exclude from any Meeting a person, including another Member, whom the Chair considers is engaging in inappropriate conduct.

Motions Generally

- 6.30** A main motion is a proposal placed before a meeting by one Member and then seconded by another, is debatable and may be amended. Once decided, it is the obligation of the organization to accept the decision of the majority.
- 6.31** The following subsidiary motions are neither amendable or debatable:

- (a) to table the main motion;
- (b) to postpone the main motion, either indefinitely or to a specified time;
- (c) to refer the main motion to a Committee or the CAO;
- (d) to move the question; or
- (e) to adjourn.

6.32 If so requested by a Member, the Board or Committee must vote separately on each distinct part of a question that is under consideration at a Meeting.

6.33 A motion must be in written form.

6.34 The Chair may read, or have a staff member read, the proposed motion.

Amendments Generally

6.35 A Member may, without notice, move to amend a motion that is being considered at a Meeting. The amending motion must be relevant to the main motion while the motion is under consideration but must not alter the main motion in a material way or negate the motion.

6.36 A proposed amendment must be produced in writing by the mover if requested by the Chair.

6.37 A proposed amendment must be decided before the motion being considered on the main question is put to a vote.

6.38 An amendment may be amended once only.

6.39 A motion to amend that has been defeated by a vote of the Board cannot be proposed again.

7.0 BOARD MINUTES

7.1 Minutes of the proceedings of the Board or Committee shall not record the Mover, Secunder or votes in favour or opposed of a motion, but

7.2 Minutes of the proceedings of the Board must be legibly recorded, certified as correct by the Corporate Officer, and signed by the Chair or other Member presiding.

7.3 to section 7.4 of this bylaw, the adopted minutes of the proceedings of the Board must be available to the public. Excerpts from draft minutes may be provided upon request.

7.4 Section 7.3 of this bylaw does not apply to minutes of a Board Meeting, or part of a Meeting, from which persons were excluded pursuant to section 5.1 of this bylaw.

8.0 BYLAWS

Copies of Proposed Bylaws to the Board Members

8.1 A proposed bylaw may be introduced at a Board Meeting only if a copy of it has been

made available to each Member and the CAO at least 48 hours prior to the Meeting, or if all Members unanimously agree to waive this requirement.

- 8.2** Notwithstanding subsection 8.1, Procedure Bylaws shall be dealt with in accordance with the *Act*.

Form of Bylaws

- 8.3** A bylaw must be printed, have a distinguishing name and a distinguishing number, and must be divided into relevant sections.

Reading Consideration of Proposed Bylaws

- 8.4** The Board must consider a proposed bylaw at a Board Meeting either:
- (a) separately when directed by the Chair or requested by another Member; or
 - (b) jointly with other proposed bylaws in the sequence determined by the Chair providing the voting entitlement and weighting is the same for all bylaws under consideration.
- 8.5** The Chair of the Meeting may read, or have the CAO read, a synopsis of each proposed bylaw or group of bylaws and may then either request a motion or read a motion which has already been submitted that the proposed bylaw or group of bylaws be given appropriate readings.
- 8.6** A proposed bylaw may be debated and amended at any time during the first three readings unless prohibited by the *Act*.

Bylaws Must be Signed

- 8.7** After a bylaw is adopted and signed by the Corporate Officer and the Chair of the Meeting at which it was adopted, the Corporate Officer must have it placed in the Regional District's records for safekeeping and endorse upon it: the dates of its readings, adoption and any required approvals that have been obtained
- (a) .

9.0 COMMITTEES

Establishment of Committees

- 9.1** The Chair may establish Standing Committees and the Board may establish Select Committees or other Committees in accordance with the provisions of the *Act*.

Duties of Standing Committees

- 9.2** Standing Committees must consider, inquire into, report on, and make recommendations to the Board about any of the following:
- (a) matters that are related to the general subject indicated by the name of the Committee;

- (b) matters that are assigned by the Board;
- (c) matters that are assigned by the Chair.

Duties of Select Committees

- 9.3** Select Committees must consider, inquire into, report on, and make recommendations to the Board about matters of interest to, or referred to, the Committee by the Board, as soon as possible, unless a date and time is established by the Board.

General Duties of Committees are as follows:

- 9.4** All Committees are advisory.
- 9.5** No Committee has the power to pledge the credit of the Board or commit the Board to any particular action.
- 9.6** No Member of a Committee shall give specific direction to any staff member. The responsibility of giving specific direction to administration has been delegated to the CAO.
- 9.7** The minutes of each Committee meeting, along with that Committee's recommendations to the Board, shall be submitted to the Board for consideration at the next Meeting.

Attendance of Non-Committee Members at Committee Meetings

- 9.8** The Board Members who are not Members of a Committee may attend the Meetings of the Committee.
- 9.9** Unless a Meeting or part of a Meeting of a Committee is authorized to be closed to the public by the *Community Charter*, all Meetings of Committees shall be open to the public.

Minutes of Committee Meetings

- 9.10** Whenever a vote of a Committee is taken, any Member may call for a recorded vote, and the names of those voting against the motion must be entered into the record. The Chair must declare the result of the voting by stating whether the motion is carried or is defeated.
- 9.11** Minutes of the proceedings of a Committee Meeting must be legibly recorded, certified as correct by the Corporate Officer or recording secretary in the case of advisory Committees, and signed by the Chair of the Meeting upon adoption.
- 9.12** Minutes of all Committees must be forwarded to the Corporate Officer for inclusion on the Board agenda. Committee Meeting minutes containing recommendations which may impact resources, work plans or may require further legislative or legal research shall not be included on the consent agenda but placed in their entirety on the regular agenda within the appropriate department section for introduction and discussion.
- 9.13** The adopted minutes of the proceedings of Committees must be available to the public

upon adoption in open Meeting, in accordance with the requirements of the *Act*.

Quorum at Committee

9.14 Unless otherwise stated in the terms of reference or establishing bylaw of the Committee adopted by the Board, the quorum for a Committee is a majority of all of its Members.

Ex-Officio attendance

9.15 A Board Member who is attending a Meeting of a Committee of which they are not a Member may participate in a discussion only with the permission of the majority of all Members of the Committee.

9.16 A Board Member who is attending a Meeting of a Committee of which they are not a Member must not vote on a question.

9.17 Section 6 [Rules of Procedure at Board Meetings] of this bylaw applies to a Committee Meeting in the same manner as it does in relation to a Board Meeting, where applicable.

10.0 Public Health Orders

10.1 Where a Public Health Order has been issued regarding public Meetings or gatherings, the Public Health Order shall prevail.

11.0 Schedules

This bylaw contains the following schedules:
Schedule A Point of Order & Privilege
Schedule B Reconsideration
Schedule C Conflict of Interest

READ A FIRST, SECOND, AND THIRD TIME this ____ day of _____, 2022.

ADOPTED BY AT LEAST 2/3 OF THE VOTE this ____ day of _____, 2021.

RDOS Board Chair

Corporate Officer

Schedule A - Point of Order and Privilege

Point of Order

Any Member who believes that the Chair has not enforced the rules may call attention to it by making a Point of Order, or raise a question of order. The point of order must be raised immediately even if it means interrupting a speaker or the Chair.

A Point of Order takes precedence over any pending question out of which it may rise and the Chair must stop proceedings, and call for that Member to rise and state their point of order. The Chair may then make a ruling on whether the point is well taken or not well taken, stating their reasons. Alternatively, the Chair may break for parliamentary ruling, make a brief inquiry for parliamentary inquiry while at the table or put the matter to the Board for vote. If the Board reaches a decision by vote, the original matter is no longer subject to appeal.

Three possible statements a Chair may make:

1. "That is not a point of order" - It is most likely a statement of opinion or similar and should be dealt with quickly.
2. I will accept your point of order and therefore ..." - In this instance the chair will continue the Meeting according to the correct procedure, having had attention drawn to a breach or irregularity.
3. "I do not accept your point or order" - In this case the chair may continue with the Meeting as if there had been no interruption.

Any two Members have the right to appeal the decision of the Chair on a point of order, one by making the motion of appeal and the second by seconding the motion. The question is then taken from the Chair and vested with the Members for a final decision. Members have no right to criticize the decision of the Chair unless they move the appeal.

Examples of valid points of order:

- the speaker is not speaking to the motion.
- the speaker is repeating the same points he has already made.
- the motion contravenes our by-laws.
- the specific facts the speaker is giving are incorrect. (Note: this is not a statement of opinion, but of fact and assumes the person raising the point of order can validate the point)
- the speaker's time limit has expired.
- the language the speaker is using is offensive.
- the Meeting no longer has a quorum.

Examples which are not valid points of order:

- that's not true.
- I disagree with that.
- I want to explain why I said that.
- the speaker shouldn't be allowed to say that.
- how long do we have to listen to this?
- I can't hear what the speaker is saying.

Standard Characteristics of a Point of Order:

- Takes precedence over any pending question out of which it may arise
- Does not require a seconder
- Is not debatable, unless the Chair consents to allow the calling Member to explain their point. If the Chair submits the point to a vote, debate may take place in the same way as an appeal.
- Is not amendable
- Can not be reconsidered
- Is ruled on by the Chair, unless the Chair is in doubt and puts it to a vote, or their ruling is appealed.

An appeal:

- Must be seconded
- Is debatable unless related to indecorum or a transgression of the rules of speaking
- Is not amendable
- Is determined by majority or tie vote
- May be reconsidered

In an ordinary Meeting, it is not desirable to raise a point of order on minor irregularities of a purely technical character if it is obvious no one's rights are being infringed upon and no harm is done to regular business.

Privilege

A matter of privilege includes reference to any of the following motions:

- a. to fix the time to adjourn;
- b. to adjourn;
- c. to recess;
- d. to raise a question of privilege of the Board; and
- e. to raise a question of privilege of a Member of the Board.

A matter of privilege must be immediately considered when it arises at the Board Meeting.

For the purposes of order, a matter of privilege listed above has precedence over those matters listed after it.

A Member may say "I would like to move a matter of privilege and request that we fix the time of 4:00 p.m. to adjourn the Meeting."

Schedule B - Reconsideration

- 1.1 A motion to reconsider may be made by a Member who voted on the prevailing side provided the motion is made at the same Meeting at which the vote sought to be reconsidered was taken.
- 1.2 Without limiting the authority of the Board to reconsider a matter, the Chair may require the Board to reconsider and vote again on a matter that was the subject of a vote.
- 1.3 In exercising the power under subsection 1.2 above, the Chair may return the matter for reconsideration at the same Board Meeting as the vote took place, or at the Meeting of the Board following the original vote.
- 1.4 On a reconsideration, the Board
 - i. must deal with the matter as soon as convenient, and
 - ii. on that reconsideration, has the same authority it had in its original consideration of the matter, subject to the same conditions that applied to the original consideration.
- 1.5 If the original decision was the adoption of a bylaw or resolution and that decision is rejected on reconsideration, the bylaw or resolution is of no effect and is deemed to be repealed.
- 1.6 No resolution shall be reconsidered more than once on the same question, nor shall a vote to reconsider be reconsidered. (RROO)
- 1.7 A matter may not be reconsidered if
 - i. it has had the approval of the electors or the assent of the electors and was subsequently adopted by the Board, or
 - ii. there has already been a reconsideration under this section in relation to the matter, or
 - iii. It has been acted on by an officer, employee or agent of the Regional District.

Schedule C - Conflict of Interest

If a Board Member considers that he or she is not entitled to participate in the discussion of a matter and to vote on a question in respect of a matter because of a conflict of interest, they shall conduct themselves in accordance with the law, including with the provisions of the *Community Charter* and *Local Government Act*.

The *Community Charter* provides a procedure for Board Members to disclose conflicts of interest in public, leave the Meeting and refrain from attempting to influence the voting on the question and is extracted, in part below, for the Board's convenience.

The *Community Charter* sets out disclosure of conflict and restrictions on participating as follows:

- 100** (1) This section applies to council (Board for RD's) Members in relation to
- (a) council Meetings,
 - (b) council Committee Meetings, and
 - (c) Meetings of any other body referred to in section 93 [*application of open Meeting rules to other bodies*].
- (2) If a council Member attending a Meeting considers that he or she is not entitled to participate in the discussion of a matter, or to vote on a question in respect of a matter, because the Member has
- (a) a direct or indirect pecuniary interest in the matter, or
 - (b) another interest in the matter that constitutes a conflict of interest,
- the Member must declare this and state in general terms the reason why the Member considers this to be the case.
- (3) After making a declaration under subsection (2), the council Member must not do anything referred to in section 101 (2) [*restrictions on participation*].
- (4) As an exception to subsection (3), if a council Member has made a declaration under subsection (2) and, after receiving legal advice on the issue, determines that he or she was wrong respecting his or her entitlement to participate in respect of the matter, the Member may
- (a) return to the Meeting or attend another Meeting of the same body,
 - (b) withdraw the declaration by stating in general terms the basis on which the Member has determined that he or she is entitled to participate, and
 - (c) after this, participate and vote in relation to the matter.
- (5) For certainty, a council Member who makes a statement under subsection (4) remains subject to section 101 [*restrictions on participation if in conflict*].
- (6) When a declaration under subsection (2) or a statement under subsection (4) is made,
- (a) the person recording the minutes of the Meeting must record:
 - (i) the Member's declaration or statement,
 - (ii) the reasons given for it, and

- (iii) the time of the Member's departure from the Meeting room and, if applicable, of the Member's return, and
- (b) unless a statement is made under subsection (4), the person presiding at that Meeting or any following Meeting in respect of the matter must ensure that the Member is not present at any part of the Meeting during which the matter is under consideration.

101 (1) This section applies if a council Member has a direct or indirect pecuniary interest in a matter, whether or not the Member has made a declaration under section 100.

(2) The council Member must not

- (a) remain or attend at any part of a Meeting referred to in section 100 (1) during which the matter is under consideration,
- (b) participate in any discussion of the matter at such a Meeting,
- (c) vote on a question in respect of the matter at such a Meeting, or
- (d) attempt in any way, whether before, during or after such a Meeting, to influence the voting on any question in respect of the matter.

(3) A person who contravenes this section is disqualified from holding office as described in section 108.1 [*disqualification for contravening conflict rules*] unless the contravention was done inadvertently or because of an error in judgment made in good faith.

Conflict of Interest Exceptions Regulation B.C. Reg. 91/2016 states:

For the purposes of section 104 (1) (e) [*exceptions from conflict restrictions*] of the Act [*Community Charter*], a pecuniary interest in relation to a representative in the nature of a specified interest that arises as a result of

- (a) the representative being appointed by a governing body to the board of the entity, and
- (b) the representative
 - (i) attending any part of a Meeting during which the specified interest is under consideration by the following:
 - (A) the governing body;
 - (B) a Committee of the governing body;
 - (C) any other body referred to in section 93 [*application of rules to other bodies*] of the Act,
 - (ii) participating in any discussion of the specified interest at such a Meeting, or
 - (iii) voting on a question in respect of the specified interest at such a Meeting is prescribed.