



C.1 Board Meeting Policy and Procedures

May 5 2022

Board Meeting

BACKGROUND

- Applicable legislation:
 - Ontario Corporations Act (transitioning to Ontario Non-Profit Corporations Act) - general meeting requirements
 - Municipal Conflict of Interest Act (MCIA) – requires declaration of pecuniary interest and entry on register
 - Municipal Freedom of Information and Protection of Privacy Act (MFIPPA) - records exempt from disclosure
- BMAHC Bylaw 3, May 2021
 - Meeting place, notice, regular meetings, quorum, and voting
 - Officer roles
- May 2019: Board endorsed the inclusion of aspects of the Town's Procedural Bylaw with respect to meeting structure in the interest of allowing for public participation, but a policy specific to BMAHC has not been drafted.
- Board meeting structure and procedures should enable directors to effectively conduct business in a way that is consistent with corporate principles of openness and transparency.

MEETING LOCATION, TIMES, NOTICE

Location

- Option to continue to meet virtually, to meet in person, or a hybrid
- Recommended to continue to meet virtually due to lack of dedicated physical meeting space, challenges of effectively managing hybrid meeting participation, and public health factors.

Meeting Times

- Option to continue with regular meeting schedule or on an as-needed basis only.
- Recommended to continue to hold regular meetings the 1st Thursday of each month at 2:30pm and special meetings as needed until such time directors are (re)appointed at the next AGM (to be held no later than Dec 2). May consider a break from regular meetings in summer (July or August)

Notice

- Governed by Bylaw 3

OPEN + CLOSED SESSIONS

Open Sessions

- Meetings should be open to the public. If virtual meetings, public can request to participate virtually as an observer.
- It is recommended that the public can request to make a presentation (not deputation) to the Board, but there be no public comment period as that is specific to a municipality.

Closed Sessions

- It is recommended that closed session exemptions in the Municipal Act with appropriate language for the corporation continue to apply, including a reporting out statement upon returning to open session.

AGENDAS

Order of Business

- It is recommended to simplify the order of business:
 - A. Call to Order (territorial acknowledgement, attendance, agenda, declaration of pecuniary interest, minutes)
 - B. Presentations
 - C. Staff/Other Reports (received for information)
 - D. New and Unfinished Business (discussion and decision items)
 - E. Closed Session
 - F. Notice of Meeting Dates
 - G. Adjournment

Agenda Items

- It is recommended that each open session agenda item has a written report or presentation, preferably provided in advance of the meeting. Verbal reports should be limited.
- The agenda package for regular meetings should be made available to the Board up to 5 days prior to the Board meeting and posted to the website one business day following distribution to the Board.

Minutes

- It is recommended that the minutes only show the number who voted in favor, against, or abstained and a recorded vote be taken only at the request of a director. In the case of a verbal report, a short summary of the discussion should be included.

MEETING RECORDS

Recordings

- Open session virtual meetings are recorded for documentation purposes. It is not clear how in-person meetings may be recorded.
- In January 2022, the board discussed meeting policy and procedures.
- It was not clear as to why recordings were posted, no policy to provide guidance, and a review indicated that most meetings in 2021 were viewed 1 or 2 times, likely by staff.
- There was also discussion about how the posting of recordings may limit the full engagement of directors and staff in board discussions.
- Accordingly, no recordings have been posted until a full review of meeting policy and procedures was completed.
- To enable directors to effectively conduct business while still being open and transparent, it is recommended that recordings are not posted to the website as long as the public has the option to attend meetings as observers, that verbal reports are limited, and meeting materials are posted to the website.