CONSOLIDATED
TOWN OF RENFREW PROCEDURAL BY-LAW
BY-LAW 34-2011

A by-law to govern the proceedings of Council and Committees
of the Town of Renfrew

PASSED SEPTEMBER 12, 2011

AMENDMENTS

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<td>July 16, 2012</td>
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The Corporation of the Town of Renfrew

**BY-LAW NO. 34-2011**

Being a by-law to govern the proceedings of the Council and Committees of the Town of Renfrew

2011
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CORPORATION OF THE TOWN OF RENFREW
BY-LAW NO. 34-2011

Being a by-law to govern the proceedings of the Council and Committees of the Town of Renfrew and to repeal By-Law No. 64-98 in its entirety.

WHEREAS pursuant to Section 238 of the Municipal Act, S.O., 2001, c.25, as amended, requires municipalities to pass a procedural by-law governing the calling, place and proceedings of meetings; and

NOW THEREFORE the Council of the Corporation of the Town of Renfrew hereby enacts as follows:

1. SHORT TITLE:

1.1 This by-law may be referred to as the “Procedural By-Law”.

2. GENERAL:

2.1 The proceedings of Council and of its Committees, the conduct of the Members, and the calling of meetings will be governed by the rules and regulations contained in this by-law.

2.2 These Rules of Procedure shall be deemed to apply to all Standing Committees, Sub-Committees of Council and to the extent possible for Ad-Hoc Committees.

2.3 Where the term “Committee” is used in this by-law, the provision applies only to Committee meetings and related Committee matters.

2.4 Notwithstanding subsection 2.1, any section of this by-law may be temporarily suspended by a two-thirds vote of Council.

2.5 The majority of Council shall decide on all points of order not provided for herein.

3. DEFINITIONS:

3.1 “Abstain” means to refrain from voting. Failing to vote is considered an abstention and shall be considered a negative vote unless the member is not participating in the vote due to a declared pecuniary interest.

3.2 “Acting Mayor” means the Reeve, when the Mayor is temporarily unable to act, or alternatively another Member of Council chosen by the Mayor. The Acting Mayor shall have all the rights, powers and authority of the Mayor while acting in the Mayor’s stead.

3.3 “Adjournment” means to terminate a meeting.

3.4 “Appointed Official” includes those employees of the municipality appointed by by-law.
3.5 "By-Law" means a local law. A by-law is enacted by Council to exercise a power provided in an Act. It is the most formal document used for complex and legal matters providing authority and direction for the corporation to act on its own affairs.

3.6 "Chair" is the person presiding over a meeting who is charged with the responsibility to decide questions and points of order or practice, preserve order and maintain decorum in the proceedings of Committee(s) of the Council.

3.7 "Civic or Public Holiday" means those days listed as holidays in the Retail Business Holidays Act.

3.8 "Clerk" means the Municipal Clerk of the Corporation of the Town of Renfrew who is duly appointed by by-law.

3.9 "Closed Session" means a meeting or part of a meeting that is closed to the public in accordance with the Municipal Act.

3.11 "Committee" means a Committee of Council and includes Standing Committees, Sub-Committees and Ad-Hoc Committees.

3.11.1 "Confirming By-Law" means a by-law to confirm the proceedings of the Council of the Corporation of the Town of Renfrew.

3.12 "Council" means the Council of the Corporation of the Town of Renfrew.

3.13 "Emergency" means a situation that poses, in the opinion of the Council, an immediate threat to the municipality.

3.14 "Improper Conduct" means conduct which offers any obstructions to the deliberations of proper action of Council or Committees of the Council.

3.15 "Head of Council" means the Mayor.

3.16 "Local Board" means a local board as defined by the Municipal Act.

3.17 "Majority Vote" means more than 50 percent.

3.18 "Meeting" means any regular, special, committee, or other meeting of Council.

3.19 "Member of Council" means a person duly elected or appointed to serve on the Council for the Corporation of the Town of Renfrew.

3.20 "Minutes" shall mean the record of the proceedings of a meeting.

3.21 "Motion" means the basic form by which the introduction of a substantive question as a new subject brings business before the members for consideration.

3.22 "Municipality" means the Corporation of the Town of Renfrew.

3.23 "Notice of Intent" means an advance notice to members and the public on a matter on which Council will be asked to take a position.

3.24 "Pecuniary Interest" means a financial interest, direct or indirect, in any matter within the meaning of the Municipal Conflict of Interest Act.
3.25 **Presiding Officer** shall mean the Mayor or alternate presiding at a Council meeting (Acting Mayor).

3.26 "Quorum" is the minimum number of members required to be present at a meeting in order to legally transact business, and it means the majority (half of the total members rounded up to the next whole number) of the total number of members. The quorum for the purposes of the Town of Renfrew Council meetings shall be 4 members.

3.27 "Recorded Vote" means the recording of the names and votes of every Member voting on any matter or question.

3.28 "Regular Meeting" means a scheduled meeting held in accordance with the approved calendar/schedule of meetings.

3.29 "Rules" or "Rules of Procedure" or "Rules of Order" means the rules and regulations provided in this by-law.

3.30 "Senior Management Team" means the collective group of Clerk, Treasurer, Director of Development & Works, Director of Parks & Recreation and the Fire Chief.

3.31 "Special Meeting" means a meeting not scheduled in accordance with the annual approved calendar/schedule of regular meetings.

3.32 "Standing Committee" includes Administration, Finance, Human Resources, Development & Works, Planning Advisory, Committee of Adjustment/Property Standards, Parks & Recreation and Fire.

3.33 "Two-thirds Vote" means at least two-thirds of those members voting. Two-thirds for the purposes of the Town of Renfrew Council shall mean at least 5 members.

4. **ROLES OF COUNCIL MEMBERS:**

4.1 **Council**

The Council’s role shall be that as prescribed by the Municipal Act, including, but not limited to the following:

4.1.1 represent the public and consider the well-being and interests of the municipality.

4.1.2 develop and evaluate the policies and programs of the municipality.

4.1.3 determine which services the municipality provides.

4.1.4 ensure that the administrative policies, practices and procedures and controllership policies, practices and procedures are in place to implement the decisions of Council.

4.1.5 ensure the accountability and transparency of the operation of the municipality, including the activities of the senior management of the municipality.

4.1.6 maintain the financial integrity of the municipality.
4.2 Head of Council

The Head of Council's role shall be that as prescribed by the Municipal Act, including, but not limited to the following:

4.2.1 act as Chief Executive Officer of the municipality.

4.2.2 preside over council meetings so that its business can be carried out efficiently and effectively.

4.2.3 provide leadership to Council.

4.2.4 to represent the municipality at official functions.

4.3 Head of Council as Chief Executive Officer

The Head of Council's role as Chief Executive Officer shall be that as prescribed by the Municipal Act, including, but not limited to the following:

4.3.1 uphold and promote the purposes of the municipality.

4.3.2 promote public involvement in the municipality's activities.

4.3.3 act as the representative of the municipality both within and outside the municipality, and promote the municipality locally, nationally and internationally.

4.3.4 participate in and foster activities that enhance the economic, social and environmental well-being of the municipality and its residents.

4.4 Reeve

4.4.1 The position of Reeve, in addition to the duties of Council set out in Section 4.1, shall be Council's elected representative on County Council and shall represent the Town of Renfrew in County Council business.

4.4.2 The Reeve shall report any relevant information stemming from County Council business in a timely manner to Town Council. To this end, Council may consider requesting a Reeve's Report from County Council to be presented to Town Council at a Regular Council Meeting.

4.4.3 That Town Council may request the Reeve to relay its position on a particular matter to County Council.

4.5 Clerk

4.5.1 Duty: Refer to the Municipal Act and other pertinent legislation.

4.5.2 Prepare the agenda/order of business for Council meetings.

4.5.3 Provide advice and clarification regarding the interpretation of this by-law and other parliamentary issues.
4.5.4 Provide advice on and be responsible for the process of information going to Council.

4.5.5 Coordinate and review all staff reports being presented to Council for completeness.

5. **DUTIES OF THE PRESIDING OFFICER/CHAIR:**

5.1 Open all meetings by taking the Chair and calling the Members to order.

5.2 Make such remarks as is fitting for the information or assistance of the Members of Council/Committee.

5.3 Receive and submit in the proper manner all motions presented by Members of Council/Committee.

5.4 Put to vote all questions which are regularly moved and seconded or necessarily arise in the course of the proceedings and announce the result.

5.5 Decline to put to vote motions which infringe upon the Rules of Procedure.

5.6 Enforce on all occasions the observance of order and decorum among the Members.

5.7 Authenticate by his/her signature, when necessary, all by-laws, resolutions, and minutes of Council/Committee.

5.8 Represent and support Council or committee, declaring its will and implicitly obeying its decisions in all things.

5.9 Ensure that the decisions of Council/Committee conform to the laws and by-laws governing the activities of Council/Committee.

5.10 Adjourn the meeting when the business is concluded.

5.11 The Presiding Officer/Chair may state relevant facts and his/her opinion on any matter before Council/Committee without leaving the chair, but to move a motion the Presiding Officer/Chair must first leave the chair.

5.12 If the Presiding Officer/Chair desires to leave the chair to move a motion, the Presiding Officer/Chair will call upon a Member (Acting Mayor/Chair) to preside until the issue is resolved.

6. **MEETINGS:**

6.1. **Orientation of New Members of Council**

6.1.1 **Orientation for New Councillors:** An orientation meeting shall be held with new members of Council. This meeting shall allow an opportunity to provide new members with an overview of the expectations of their elected office.

6.2.1 **First Council Meeting:** The inaugural meeting of Council following a Municipal Election shall be held at 7:00 p.m. on the first Monday in December in the Council Chambers of the Town of Renfrew, or in any case in accordance with the provisions of the Municipal Act.
6.2 **Inaugural Meeting**

6.2.2 **Business Discussed:** No other business shall take place other than the Declaration of Office.

6.3 **Regular Meetings**

6.3.1 **Meeting Schedule:** The regular meetings of Council shall be held on the second and fourth **Tuesdays** of every month, at 7:00 p.m., unless otherwise determined by Council. (By-Law 7-2015)

6.3.2 **Statutory Holidays:** When the regular meeting is a statutory holiday according to law, then the Council shall meet on the following evening.

6.3.3 **Schedule Determination:** A proposed meeting schedule will be presented by the Mayor and Clerk by December of each year, detailing the dates of all regular meetings in the subsequent year.

6.3.4 **Meeting Location:** Regular meetings shall be held in the Council Chambers, Town Hall, in accordance with the Council Meeting Schedule.

6.3.5 **Cancellation of Meetings:** The Clerk, in consultation with the Mayor, has the authority to cancel any regular meeting of Council if it is determined that there is not sufficient business to be conducted provided notification has been given at a prior meeting or within forty-eight (48) hours (not including weekends or holidays), of the meeting. Notice of cancellation shall be sent to all regular recipients on the agenda distribution list.

6.3.6 **Open to the Public:** Meetings of the Council and any Committee of the Council shall be open to the public except as provided for in the Municipal Act.

6.4 **Special Meetings**

6.4.1 **Call of Special Meetings:** In addition to regular scheduled meetings, the Mayor or Acting Mayor may at any time call a special meeting of Council by providing written direction to the Clerk stating the date, time and purpose for the special meeting. Forty-eight (48) hours (not including weekends or holidays) of written notice shall be given.

In addition, a majority of Council members may, at any time, petition the Clerk to call a special meeting of Council by providing the written petition to the Clerk stating the date, time and purpose for the special meeting. Forty-eight (48) hours (not including weekends, or holidays) of written notice shall be given.

6.4.2 **Restriction of Business:** No other business than that stated in the written direction or petition shall be considered at such a meeting, except with the unanimous consent of all members present at such a meeting.

6.5 **Emergency Meetings**

6.5.1 **Call of Emergency Meeting:** Notwithstanding this section, the Mayor or Acting Mayor may in the event of an emergency (Sec. 3.13), call an emergency meeting of Council without giving the forty-eight (48) hours written
notice of the meeting provided that the Clerk has diligently attempted to advise all members of Council, staff and media immediately upon being advised of the intention of the Mayor or Acting Mayor to hold an emergency meeting.

6.5.2 **Meeting Location:** In the case of an emergency, Council in its sole discretion may hold its meetings and keep its public offices at any convenient location within or outside the municipality.

### 6.6 Closed Sessions

6.6.1 **Meetings Open to Public:** All meetings shall be open to the public except as provided for in Section 239 of the *Municipal Act, S.O., 2001.*

6.6.2 **Resolution - Enter Closed Session:** A resolution to close a meeting or part of a meeting to the public shall state the fact of holding a closed session and the general nature of the matter(s) to be considered during the closed session.

6.6.3 **Agendas:** The Clerk/Recording Secretary shall have the Closed Session agenda prepared, identifying the subject and qualifying section of the Municipal Act under which each matter is to be considered in the closed session.

6.6.4 **Record of Meeting:** The Clerk/Recording Secretary shall record without note or comment all resolutions, decisions and other proceedings at a meeting.

6.6.5 **Closed to Whom:** For the purpose of this section “Closed Session” shall mean closed to any person not appointed or elected to the body calling the meeting. The sitting body may invite any person deemed appropriate to the closed portion of the meeting for a specific item of business.

6.6.6 **Discussion - Limited:** Discussion during a “Closed Session” shall be limited to that stated by resolution prior to holding the closed session.

6.6.7 **Votes Taken in Closed Session:** A meeting shall not be closed to the public during the taking of a vote except as provided in *Section 239 of the Municipal Act.* Votes may also be taken for giving directions or instructions to staff or agents or persons retained by or under a contract.

6.6.8 **Collection of Documents:** All documents handed out during a closed session shall be returned to the Clerk/Recording Secretary at the end of the closed session.

6.6.9 **Confidentiality:** Members, staff and invited guests shall keep confidential any information disclosed or discussed at a meeting that was closed to the public. The obligation to keep information confidential applies even if the member ceases to be a member. This extends to information received in confidence verbally in preparation of the closed session meeting.

6.6.10 **Response to Enquiries:** The response of Members to enquiries about any matter dealt with by Council or Committee at a closed session shall be "no comment" as the matter was dealt with in closed session or words to that effect. No Member shall release or make public any information considered at a closed session or discuss the content of such a meeting with persons other than Members or relevant staff members.
6.6.11 **Securing Minutes**: Minutes shall be kept in a secure and confidential location under the control of the Clerk/Recording Secretary. These minutes shall only be open to those in attendance at the meeting, to others approved by the Council, or as legislated.

6.6.12 **Return to Open Session**: Once the closed session has ended, a motion to rise and report progress must be approved. The members shall return to open session and the Clerk/Recording Secretary shall record the time in the minutes. The release of any information about matters dealt with by Council at a closed session shall be by the Mayor or his/her designate only.

7. **GENERAL RULES OF MEETINGS**:

7.1 **Rules of Order**: Shall be as provided for in this by-law and where not provided, as near as may be to that followed under the current version of Robert’s Rules of Order Newly Revised.

7.2 **Addressing - Members of Council**: All members, except the Mayor and Reeve are to be addressed as "COUNCILLOR" (surname inserted).

7.3 **Addressing - Mayor**: The Mayor shall be addressed as "MAYOR" (surname inserted) or as "YOUR WORSHIP*".

7.4 **Addressing - Reeve**: The Reeve shall be addressed as "REEVE" (surname inserted).

7.5 **Addressing - Chair**: Members will address the Chair as "Mr. / Madame Chair".

7.6 **Attendance**: Every Member of Council shall attend all required meetings and other Committee(s) of the Council. Department Heads shall attend meetings of Council and Committee(s) as directed by Council, or as required.

Every member of other Committee(s) of Council shall attend each meeting.

7.7 **Members of Council/Committee(s) and Municipal Staff**: No member shall speak disrespectfully of nor shall they use offensive language against any member of Council, Committee(s) or Municipal Staff.

7.8 **Speaking - Subject in Debate Only**: No member shall speak on any subject other than the subject in debate.

7.9 **Pecuniary Interest**: If a Member of Council, or Committee, present at a meeting desires to refrain from voting by reason of a pecuniary interest, he/she shall abide with the provisions of the applicable Conflict of Interest legislation. It shall be the duty of the Clerk/Recording Secretary to record in the minutes of the meeting every oral declaration of pecuniary interest.

7.10 **Criticism**: No member shall criticize any other member or decision of Council/Committee(s) except for the purpose of moving that the question be reconsidered.

7.11 **Breach of Conduct**: No member shall disobey the rules of procedure. In the case where a member persists in any such disobedience after having been called to order
by the Presiding Officer/Chair, the Presiding Officer/Chair shall order that such member leave his/her seat for the duration of the meeting.

7.12 **Vacating Seat During Meeting:** A member shall not leave his/her seat or the meeting at any time without advising the Presiding Officer/Chair and shall be recorded as absent for that period of time.

8. **RULES OF DEBATE:**

8.1 **Addressing the Presiding Officer/Chair:** Any member, prior to speaking on any question or motion, shall indicate his/her desire to speak and be acknowledged by and address the Presiding Officer/Chair.

8.2 **Order of Speaking - Determination:** The Presiding Officer/Chair shall recognize the members in the order they indicate their desire to speak.

8.3 **Speaking - Interruption:** When a member is speaking, no member shall interrupt the speaker except to raise a question of privilege or to raise a point of order.

8.4 **Speaking - Motion Read Upon Request:** Any member may require a motion under discussion to be read at any time during debate but not so as to interrupt a member while speaking.

8.5 **Speaking Duration:** No members shall, without leave of the Presiding Officer/Chair, speak to the same question or in reply for longer than 5 minutes.

8.6 **Speaking Limit:** No member shall speak more than three times to the main question without leave of the Presiding Officer/Chair, except in explanation of a material part of his/her speech which may have been misunderstood, but they may not introduce new information.

8.7 **Question - Integrity of Staff:** A member, while asking questions through the Presiding Officer/Chair, shall at no time put into question the personal or professional integrity of a staff member of the Corporation.

9. **VOTING:**

9.1 **Requirement to Vote:** Every member shall have one vote and is required to vote at the meeting, except as otherwise legislated.

9.2 **Member Not In Seat - Deemed Absent:** A member not in their seat when the question is called by the Presiding Officer/Chair is not entitled to vote on that question and in the case of a recorded vote, shall be recorded as absent.

9.3 **Severability of Question:** When the matter under consideration contains distinct recommendations or propositions, upon the request of any Member, a vote upon each recommendation or proposition shall be taken separately, when so requested.

9.4 **Show of Hands:** The manner of determining the vote on a motion, other than a recorded vote, shall be by a show of hands.

9.5 **Recorded Vote:** Where a vote is taken for any purpose and a member requests that the vote be recorded immediately prior to the taking of the vote, each member present, except where the member has declared a pecuniary interest in the matter or
the question, shall when called by the Clerk/Recording Secretary, make his/her vote openly. The Clerk/Recording Secretary shall record each vote.

9.6 Failure to Vote: A failure to vote under subsections 9.4 and 9.5 by a member who is present at the meeting at the time of the vote and who is qualified to vote shall be deemed to be a negative vote.

9.7 Tie Vote: Any question on which there is a tie vote shall be deemed to be lost, except where otherwise provided by any Act.

9.8 Disagreement with the Result of the Vote: If a member disagrees with the announcement of the Presiding Officer/Chair, that a question is Carried or Lost, he/she may immediately object to the declaration and request a vote be retaken, for purpose of clarification.

10. QUORUM/CALL TO ORDER:

10.1 Quorum - Call to Order: As soon as there is a quorum after the time set for the start of the meeting, the Presiding Officer/Chair shall take the chair and call the meeting to order.

10.2 No Quorum - Meeting Adjourned: The minimum number of officers to conduct a meeting is the Presiding Officer or Chair and the Clerk or Recording Secretary. In the event that a quorum is not present within fifteen (15) minutes after the designated start time of the meeting, the Presiding Officer/Chair shall take the chair and call the meeting to order, announce the absence of a quorum, and immediately adjourn the meeting. The Clerk/Recording Secretary shall record the names of the members present and the meeting shall stand adjourned.

10.3 Council Meeting - Presiding Officer Absent: In the case where a quorum is present at a Council Meeting and the Presiding Officer has not attended within fifteen (15) minutes after the time appointed, the Reeve (or most senior Member of Council in the absence of the Reeve) shall assume the Chair, call the members to order, and shall chair the meeting for as long as necessary in absence of the Presiding Officer.

10.4 Committee Meeting - Chair Absent: In the case where a quorum is present at a meeting and the Chair has not attended within fifteen (15) minutes after the time appointed, the Deputy Chair (or most senior member of the Committee in the absence of the Deputy Chair) shall assume the Chair, call the members to order, and shall chair the meeting for as long as necessary in absence of the Chair.

10.5 Meeting Adjourned - Not Ended: If during the course of a meeting a quorum is lost, then the meeting will stand adjourned, not ended, to reconvene at a time and place as called by the Presiding Officer/Chair.

11. AGendas:

11.1 Agenda: The business of each meeting will be considered in the order set forth on the agenda.

11.1.1 Staff Reports: All staff reports will be delivered to the Clerk prior to 12:00 p.m. (noon), three days in advance of the meeting (not including weekends or holidays) to ensure inclusion on the agenda and timely publication of the agenda.
a) A new item being brought before Council by a member for consideration shall be given in writing, in the form of correspondence, to the Clerk prior to the end of day Friday preceding the Council meeting in order that it is included on the agenda under New and Unfinished Business. This will allow time for both members and staff to prepare for the matter prior to the meeting.

11.1.2 Regular Meetings: The Clerk shall deliver an agenda including all associated reports and notice of closed session, for each meeting by 1:00 p.m. on the Friday preceding the date of the Council meeting. If the Friday falls on a holiday, the agenda shall be distributed on the Thursday. The agenda shall be distributed to Council Members, staff and the media. A copy of the agenda shall be left at the Renfrew Public Library and the coversheets posted on the Town website for access by the public.

11.1.3 Special Meetings: The Clerk shall deliver an agenda, including all associated reports and notice of closed session, for each meeting to Council Members, staff and the media forty-eight (48) hours in advance of the meeting. A copy of the agenda shall be left at the Renfrew Public Library and the coversheets posted on the Town website for access by the public.

11.1.4 Copy of Agenda: Any person may be provided, upon request to the Clerk, with a copy of the agenda.

11.1.5 Further Information Required: Where further information or reports are necessary for Council to properly review an item of business, the Clerk may postpone the placement of an item to a future agenda in order to arrange for the provision of the necessary information.

11.1.6 Clerk Authorized to Determine: The Clerk shall be authorized to determine the appropriate meeting at which items of business shall be considered in accordance with this by-law.

12. PRESENTATIONS/DELEGATIONS:

12.1 Ceremonial Presentations/Awards: Ceremonial presentations and/or awards can be made at a Council meeting. A presentation or award may be given by the Presiding Officer, Town Staff, a representative from another government or government agency, or, any person/organization invited by Council to make a presentation as may, from time to time, be considered appropriate.

12.2 Delegation - Presenting at a Meeting:

12.2.1 Delegation - Council Meeting: Persons wishing to address Council shall make application in writing to the Clerk prior to 12:00 noon, three days preceding the regular meeting (not including weekends or holidays). Such application shall contain the subject matter to be discussed and the name, address and telephone number of the spokesperson(s) chosen by the delegation to make the presentation.

12.2.2 Delegation - Committee Meeting: Delegations requesting to appear at a meeting shall be limited to the issues on the agenda and shall make application in the same manner as provided for in Section 12.2.1.
12.3 **Delegation - Limit One Appearance:** Delegations shall be limited to one appearance, unless providing additional information and approved by the Presiding Officer.

12.4 **Delegation Refused - Clerk:** The Clerk is given the authority to refuse delegations under the following circumstances:

a) The request is not submitted within the stated time limits;
b) The subject matter is deemed to be beyond the jurisdiction of Council;
c) The issue is specific to a matter properly held in closed session.

12.5 **Delegation - Not to Repeat:** Delegations taking the same position on a matter shall be encouraged to select a spokesperson(s) to present their views collectively.

12.6 **Delegation - Limited to Subject Matter:** Delegations shall be limited to the subject matter indicated in their application for a delegation.

12.7 **Restrictions on Delegations:** Delegations shall not:

a) Address members directly without permission;
b) Display or have in their possession picket signs or placards in the Council Chamber or meeting room;
c) Speak disrespectfully of any person or use offensive language;
d) Enter into cross debate with other delegations, staff, members or the Presiding Officer/Chair.

12.8 **Delegation - Time Limit:**

a) The delegation shall be permitted a maximum of 10 minutes to make the presentation;
b) The Presiding Officer/Chair, in consultation with the members, may extend the 10 minute time limit.

12.9 **Questions by Members:** Upon completion of a presentation by a delegation, any dialogue between members and the delegate shall be limited to members asking questions for clarification and obtaining additional, relevant information only. Questions from members shall be addressed by the spokesperson to the best of their ability. Members shall not enter into debate with the delegation respecting the presentation.

13. **APPROVAL OF MINUTES:**

13.1 **Record of Meeting:** The Minutes of a meeting of Council/Committee of Council shall record:

a) The date, place and time of meeting;
b) The name of the Presiding Officer/Chair and the attendance of the members present at the call of the meeting;
c) The names of the appointed staff;
d) Arrival and departure of members after the call of the meeting;
e) A member who has declared a pecuniary interest on the matter or question and the nature thereof;
f) All motions and the number of Yeas and Nays for each recorded vote taken;
g) For meetings of:
Council: Other proceedings of the Council without note or comment
Committee: Decisions and other proceedings;
h) Time of adjournment.

13.2 Approval of Minutes: The draft minutes of the last regular meeting and any special meetings held since the last regular meeting shall be presented for final approval at the next regular scheduled meeting of Council/Committee(s) of Council, when possible.

13.3 Amendments to Minutes: If any member disagrees with any item printed in the minutes, that member shall state their objection and the reason therefore. The members shall determine the accuracy of the minutes and the Clerk/Recording Secretary shall note, in the minutes of the present meeting, both the existing text and changes requested and make the necessary amendments thereto to the minutes being adopted. If amendments are required, the question put by the Presiding Officer/Chair shall be to adopt the minutes of ______ meeting, held on _____, as amended.

13.4 Clerk/Recording Secretary Authorized to Make Corrections: The Clerk/Recording Secretary shall be authorized to make minor corrections to the minutes resulting from technical, or typographical errors provided the intent of the minutes are not changed prior to the minutes being signed.

13.5 Signature of Authentication: The Presiding Officer/Chair and Clerk/Recording Secretary shall authenticate the minutes with their signatures.

14. RECEIVING CORRESPONDENCE AND OTHER COMMUNICATIONS:

14.1 Correspondence - Signed/Legible:
   a) All correspondence addressed to members of Council shall be considered public information, except as prohibited by legislation;
   b) All correspondence addressed to all members of Council or all members of any Committee (letter, petition, resolution, or other communication) shall be legible, signed by the author(s) and include a return address. Correspondence that does not include the above or that includes any illegible or defamatory allegations or derogatory remarks shall not be included on the agenda or responded to.

14.2 Correspondence - Circulated: The Clerk, in consultation with the Presiding Officer/Mayor, shall determine what correspondence is to be included on the Council agenda or otherwise circulated as general information.

14.3 Correspondence - Submission: Every petition, letter or other written communications shall be deposited with the Clerk not later than 12:00 p.m. (noon) three days (not including weekends or holidays) before the date of the Council meeting in order that it can be considered for inclusion on the agenda.

14.4 Correspondence - Late Submission Consideration: A petition, letter or other written communication that is received by the Clerk later than 12:00 p.m. (noon) three days (not including weekends or holidays) prior to the regularly scheduled Council meeting may be brought before members of Council, if in the Clerk's opinion, the matter is urgent.
15. RECEIVING STAFF REPORTS:

15.1 Council - Staff Reports: All staff reports shall be:

a) In written format using the Report Template.
b) Include a recommendation in the form of a motion unless the report is for information purposes only.
c) Signed by the Department Head or his/her designate.
d) Delivered to the Clerk no later than 12:00 p.m. (noon) three days (not including weekends or holidays) prior to the regularly scheduled Council meeting.

16. MOTIONS:

16.1 Motions – Presentation:

16.1.1 Motions - Staff Items: Items shall be presented to Council for their consideration in the form of a report. (Ref. s. 15.1)

16.1.2 Motion – Committee(s) of Council: Committee(s) of Council reporting directly to Council as approved by their terms of reference, shall provide a report and a copy of the motion(s) to be considered by Council, as recommended by the Committee of Council to the Clerk no later than 12:00 p.m. (noon) three days (not including weekends or holidays) prior to the regularly scheduled Council meeting.

16.1.3 Member’s Own Motion: Before a motion created by a member has been read aloud by the Presiding Officer/Chair, it shall be the property of the mover, who may withdraw it or modify it. Another member may ask that the mover of a motion accept a change or withdraw the motion. The mover may accept or reject. After the motion has been read by the chair, the motion becomes the property of the assembly, and the wording may be changed by the process of amendment.

16.2 Signature for Motion – Mover and Seconder:

16.2.1 Council Meeting: Council motions shall be signed by a mover and a seconder, who may not agree with the motion but do agree that the motion should come before the members for discussion.

16.2.2 Other Committees of Council: Other committees of Council shall require a mover and a seconder for a motion.

16.3 Read the Motion – no debate until read: The Presiding Officer/Chair shall state the name of the members moving and seconding the motion and shall read the motion. A motion so put shall be considered the main motion.

16.4 Motion Ruled Out of Order: The Presiding Officer/Chair shall decline to put to vote, motions which are not within the jurisdiction of Council/ Committees of the Council or which infringe on the rules of order.

16.5 Motion Open to Debate: After the motion has been read, it shall be deemed to be in possession of the members and, if applicable, immediately be open to debate or
amendment. The originator of the motion is entitled to speak to the issue first if so desired.

17. BY-LAWS:

17.1 By-Laws - Title: The title of every by-law being presented to Council shall be provided on the agenda of the meeting at which the by-law is being considered.

17.2 Subject Matter - Previously Considered: No by-law shall be presented to Council unless the subject matter has been previously discussed/considered by Council or Committee.

17.3 Reading of By-Laws - (1st and 2nd Reading) & (3rd and Final Reading):

a) Every by-law shall be introduced by written motion, and shall be considered to have been read a first time and be deemed to have been read a second time.

b) Every by-law shall be introduced again by written motion and shall be considered read a third and final time.

17.4 Amendment - Debate on Motion: Debate shall be limited to the subject matter of the by-law. Amendments shall be made in writing by motion.

17.5 Amended By-Law Passed - Correction by Clerk: After an amended by-law has been adopted by Council, the Clerk shall be responsible for its correctness should it be amended.

17.6 By-Law Passed - Deposit in Secure Location: Every by-law which has been passed by the Council shall, immediately after being signed by the Head of Council and the Clerk and sealed with the seal of the Corporation, be deposited by the Clerk in a secure location and scanned electronically for deposit on the server.

17.7 Clerk Authorized to Make Corrections: The Clerk shall be authorized to make minor corrections to any by-law resulting from technical, formatting or typographical errors provided the intent of the by-law is not changed prior to the by-law being signed.

18. NEW BUSINESS:

18.1 New Item - Council: A notice of a new item being brought before Council shall not be debated and shall be referred to either the appropriate Committee for discussion and recommendation or to a subsequent Council Meeting for deliberation.

18.2 Urgent Item - Council: New items of an urgent nature may be considered if in the opinion of the Council they require immediate decision.

19. ADJOURNMENT:

19.1 Adjournment - Motion: In a meeting a standard motion to adjourn shall be in order at the request of the Presiding Officer/Chair.

20. SUSPENSION OF RULES:

20.1 Suspension of Rules: In rare instances, Council may suspend the rules of the Procedural By-Law with a two-thirds vote of Council. In no circumstances may Council suspend any statutory procedures from the Act incorporated into this by-law.
21. **AMENDMENT/REPEAL TO THIS BY-LAW:**

21.1 **Amendment:** From time to time, amendments to this by-law, or any part thereof, may be considered at any meeting of Council provided Notice is given at a prior meeting of Council.

21.2 **Repeal:** No repeal of this by-law shall be considered at any meeting of Council unless notice of intention of the proposed repeal has been given per the Town’s Notice By-Law.

22. **SEVERABILITY:**

22.1 **Provisions - Severable:** The provisions of this by-law are severable. If any provision, section or word is held to be invalid or illegal, such invalidity or illegality shall not affect or impair any of the remaining provisions, sections or words.

22.2 **Conflict:** Where the terms of any by-law passed prior to this by-law conflict with this by-law, the terms of this by-law shall prevail.

23. **REPEAL:**

23.1 **Repeal:** By-Law No. 64-98 is hereby repealed in its entirety.

Read a first and second time this day of , 2011.

Read a third and final time this day of , 2011.

________________________________________  ______________________________________
William A. Ringrose, Mayor                  Kim R. Bulmer, Clerk
PART TWO - INFORMATION FLOW AND LINES OF COMMUNICATION

The procedural by-law sets out the manner in which Council of the Town of Renfrew plans to provide residents of Renfrew with an efficient, economical and effective level of service.

1. Council:

   The following descriptions of the Standing Committees, Boards and Commissions, sets out the lines of communication.

   a) Council has final authority on all municipal matters unless such authority is vested in Boards and Commissions by Legislative authority.
   b) Council may request information from any Standing Committee by way of motion for discussion by Council.
   c) Should there be any financial implication in any Department, the request will also be referred to the Treasurer.
   d) Council direction by motion of Council to Department Heads flows through the Clerk, as set out in the Municipal Act.
   e) Council members will communicate with supervisory and other staff via the Department Head or through lines of direction established through the Department Head.
   f) Council Agendas will be prepared in the format appended (see Schedule A).
   g) All internal reports will be submitted in the format appended (see Schedule B).
   h) Closed Sessions - Refer to Section 6.6 of the Procedural By-Law.

2. Standing Committee:

   a) A Standing Committee is a Committee of Council made up of elected officials and, where approved by by-law, members of the public.
   b) Standing Committee agendas and minutes will follow the format appended (see Schedule C).
   c) Elected officials will be appointed to Standing Committees by the Mayor.
   d) Members of the public will be appointed to a Standing Committee by Council after discussion at an “in Camera” meeting – based on Department Head input and evaluation of candidates on an objective basis.
   e) All Standing Committees shall meet on a regularly scheduled basis.
   f) Communication and relationship between any Standing Committee and Council will be via the respective Chairperson after consultation by the Department Head.
   g) Standing Committees will provide advice and public input to respective Department Heads.
   h) All Committees will keep the Treasurer apprised of financial implications via a report from the Department Head.
   i) Standing Committees will seek input of other Department Heads, by a motion of the Committee through its respective Department Head.
   j) Committee members will only communicate with staff below the level of the Department Head through the Department Head.
   k) Closed Sessions - Refer to Section 6.6 of the procedural By-Law.

3. Commissions and Boards:

   a) Communicate directly with Council.
   b) All requests for Council authority will be via written report through the Clerk.
   c) The Treasurer and Human Resource Committee will be consulted on all labour negotiations and human resource issues, as per working agreements.
d) The Treasurer will be advised of all financial matters and on policy pertaining to specific mandate.

e) Communicate through Senior Management Team for major requests and when more than one Department Head is involved. Minor requests direct to Department Head.

f) Provide the Clerk with all Agendas and Minutes of meetings. These Agendas and Minutes will be received by Council via the Council Agenda.

g) All items needing Council consideration flow to Council via the Clerk.

4. **Senior Management Team/Department Heads:**

   a) Members of the Senior Management Team communicate directly with Council.

   b) Each Department Head works cooperatively as a member of the Senior Management Team.

   c) Members of the Senior Management Team communicate to other Committees through the respective Department Head.

   d) Members of the Senior Management Team communicate to Commissions/Boards directly through the Chairperson.

   e) Members of the Senior Management Team communicate with Supervisory and other staff through the Department head.

   f) Department Heads will coordinate respective Department Committee agendas.

   g) Department Heads will prepare comprehensive written reports to Council, complete with financial comments.

   h) Department Heads will consult with respective Committee on policy advice and Community input.

   i) The Treasurer will provide financial comment on all Department Head written reports.

   j) Treasurer will be apprised of all financial matters.

   k) Treasurer will provide financial advice and overview of corporate situations to the Senior Management Team.

   l) Treasurer will provide the lead role in Contract Negotiations with the appropriate Department Heads, as per the "Organizational Chart".

   m) Treasurer will keep members of Council informed of upcoming Negotiation meetings.

   n) Clerk will advise Department Heads on Council administrative policy.

   o) Supervisory staff communicate directly to own Department Head.

5. **Other Staff:**

   a) Communicate through supervisory personnel to Department Head.

   b) Communicate to other staff in own Department as established by Department Head.

6. **Committees of Council:**

6.1 **Procedure:** Except as otherwise provided herein, a Committee will conform to the Rules of Procedure governing the protocol and procedures of Council.

6.2 **Establishment/Appointment:**

   a) The Mayor shall appoint Members of Council who will serve on the various Standing Committees of Council for the ensuing year, including the appointed Chair of each Committee.

   b) For Committees where the composition includes members of the public, the Clerk will place an advertisement in the local newspaper seeking applicants for available positions. Council will review the applications and make appropriate appointments using the By-law process. Appointments are usually
made concurrent with the term of the existing Council, unless otherwise specified. The Clerk shall notify the successful applicants.

c) Applicants must reside in the Town of Renfrew.

6.3 General Role and Powers: Council shall ascribe to Standing Committees a general role of policy formulation and program monitoring. More specifically, the role of any Standing Committee includes the following:

a) to guide the Department Head on the direction and nature of the policy development, fact-finding, analysis, and generation of alternatives required;
b) to receive public delegations and establish mechanisms to receive further public input on vital public policy matters;
c) to provide guidance and direction to the Department Head where policy interpretation or clarification is required during the administration or implementation of policy; and
d) To provide direction and guidance on policy and level of service priorities so the programs within the Committee’s purview may be refined to meet established budget targets.

6.4 Duties of the Committee Chair: The Chair of the Committee shall:

a) ensure that the Committee deals with policy issues effectively;
b) ensure public dialogue and communication on policy matters are effective and coordinated;
c) ensure the needs of the Committee for administrative support, analysis, and advice are provided;
d) ensure that each member of the Committee receives a copy of this procedural document;
e) ensure that all Committee Members are fully informed on all matters within the jurisdiction of the Committee;
f) liaise and communicate any matter that the Chair knows is required to be communicated to the Mayor, or to another Committee; and
g) ensure that there is a quorum present before the meeting proceeds.

6.5 Duties of Committees:

a) It will be the responsibility of each Committee to adhere to the rules governing the procedures of Council as prescribed by this By-law.
b) When a point of order is raised or when a Member is called to order in a Committee, the same procedure will be adopted as in Council, except that the question will be decided by the Committee Chair, subject to an appeal to the Members of the Committee.
c) Should the Chair neglect or refuse to call meetings of the Committee at such times or with such frequency as to properly dispatch the Committee’s business or conduct the business of the Committee without the knowledge or consent of its Members or contrary to their wishes or sanction, the Committee may report such neglect, refusal, or action to the Mayor which may remove such Chair from office and appoint another Member as Chair.
d) Should any Lay Member fail to attend three consecutive regular or special meetings without being authorized to do so by agreement of the Committee, the Committee may certify such failure and the membership of such person on the Committee is terminated. Council may appoint another lay member in his/her place. Receipt of a written notice of regret by the Committee or Council will constitute authorization for the purposes of this subsection.
e) Should any Committee neglect or refuse to give due attention to any matter before it, Council may, by resolution, discharge such Committee and appoint another in its place.

f) When an Ad Hoc Committee has completed its work and submitted its final report, it dissolves automatically unless otherwise directed by Council.

g) Except as may be provided for in the Municipal Act and herein, no Member will have precedence or seniority over any other Member.

h) Should a Lay Member of a Committee resign, or be otherwise disqualified, Council may, by by-law, declare his/her seat vacant and appoint another Member to fill the vacancy.

6.6 Committee Meetings:

a) Committees will meet at such time and place as has previously been established, or alternatively, is most convenient for the majority of the Committee Members.

b) Special meetings of the Committee shall be called by the Chair.

c) A quorum for any Committee is the majority of the voting members of that Committee as appointed by Council, unless legislation dictates otherwise.

d) In the absence of the Committee Chair for a period of fifteen (15) minutes after the time appointed for holding a Committee meeting, one of the other Members of the Committee, if there be a quorum present, may be appointed and discharge the duties of the Committee Chair during the meeting, or until the arrival of the Chair.

e) The Chair of the Committee may vote on any question before the Committee. In the event of an equality of votes, the Committee Chair will not have an extra casting vote, and the question being voted upon will be deemed lost.

f) If there is no quorum present thirty (30) minutes after the time appointed for the meeting, the meeting will stand adjourned at the call of the Committee Chair.

g) The Committee Chair will preside. In the absence of the Committee Chair, a member of the Committee may be appointed by the concurring vote of a majority of the Members of the Committee present.

h) The Committee will consider and report on such matters only as have been referred to them by Council, or such matters as come within their jurisdiction.

i) Meetings will be open to the public, pursuant to Procedural By-Law (Part One) Sections 6.3.6, 6.6.1 and 6.6.5.

6.7 Committee Agenda:

a) The Chair or the relevant Department Head shall have prepared and printed or electronically distributed for the use of the Members at regular Committee meetings, an agenda, setting forth the business to be considered at such meeting.

b) The following headings will be used in preparing the agenda for regular Committee meetings:

i) Call to Order

ii) Deputations

iii) Approval of Minutes

iv) New Business

v) Business in Progress & Standing Items

vi) Other Business

vii) Next Meeting Date

viii) Adjournment.
c) The business of the Committee shall be considered in the order set forth on the agenda, provided that the Chair, with the approval of the Committee, may vary the order of business to better deal with matters before the Committee.

6.8 Information Reports:

a) A report may be forwarded to a Committee for information.

b) Notwithstanding that a report has been forwarded for information, motion(s) may be made by Member(s) of the Committee for action to be taken on matters that arise from or are discussed in the report.

c) Motions made under Subsection (2) may be made at any meeting where the report is presented to the Committee.

6.9 Confidential Reports:

(a) Confidential reports distributed with the agenda or handed out at the meeting shall be returned to the Clerk/Recording Secretary.

6.10 Committee Reports:

a) All Committees including Ad Hoc Committees shall submit written reports on any matter referred to it by Council or dealt with between meetings of Council by a Committee.

b) When it is desired that Council authorize, approve, confirm, and cause to be implemented that which a Committee has recommended, the motion shall be “That the report be adopted”.

c) Notwithstanding subsection (b), when a report deals with more than one subject matter and Council is not prepared to adopt all the report, a separate vote should be taken with respect to each subject matter. Any matter which is not adopted may be referred back to a Committee for further consideration.

d) Any Member of Council can request that items be separated for the purpose of the votes, or that items within the report can be separated from discussion for the purpose of declaring potential pecuniary interest.
SCHEDULE A

CORPORATION OF THE TOWN OF RENFREW
AGENDA

A regular meeting of the one-hundredth Council of
the Corporation of the Town of Renfrew to be held
in the Council Chambers on ________________
at ____________.

I. CALLING THE ROLL

II. DECLARATION OF PECUNIARY INTEREST
AND THE GENERAL NATURE THEREOF

III. PETITIONS AND DEPUTATIONS

IV. CONFIRMING OF MINUTES

V. COMMUNICATIONS

VI. REPORTS
   A. PLANNING
   B. ADMINISTRATION & FINANCE
   C. FIRE
   D. DEVELOPMENT & WORKS
   E. RECREATION
   F. REEVE'S REPORT
   G. OTHER
VII. BOARDS AND COMMISSIONS
A. POLICE SERVICES BOARD
B. PUBLIC LIBRARY
C. OTHER

VIII. BY-LAWS

IX. NEW AND UNFINISHED BUSINESS

X. CLOSED SESSION

XI. CONFIRMING BY-LAW

XII. ADJOURNMENT

NOTE: If there is a Public Meeting of Planning scheduled, the first items on the Council Agenda will be:

PUBLIC MEETING OF PLANNING

ADJOURN PUBLIC MEETING
SCHEDULE B

CORPORATION OF THE TOWN OF RENFREW

INTERNAL REPORT FORMAT

DATE:

SUBJECT:

RECOMMENDATION:

ORIGINATOR:

FINANCIAL COMMENT:

INTERNAL REVIEW:

COMMITTEE REVIEW:

OTHER (Senior Management Team):

EXTERNAL REVIEW:

BACKGROUND:

ALTERNATIVES CONSIDERED:

DISCUSSION:
SCHEDULE C

CORPORATION OF THE TOWN OF RENFREW

STANDING COMMITTEE

AGENDA

Date:
Time:
Place:

1. ATTENDANCE:

2. DECLARATION OF PECUNIARY INTEREST:

3. DELEGATIONS/DEPUTATIONS:

4. CONFIRMATION OF MINUTES:

5. AGENDA ITEMS:

6. NEW AND UNFINISHED BUSINESS:

7. CLOSED SESSION AGENDA ITEMS:

8. ADJOURNMENT:
SCHEDULE D

CORPORATION OF THE TOWN OF RENFREW

COMPOSITION OF STANDING
COMMITTEES/BOARDS & COMMISSIONS

FINANCE & ADMINISTRATION COMMITTEE (includes Animal Control/Parking Enforcement)
3 Members of Council

DEVELOPMENT & WORKS COMMITTEE
3 Members of Council

PLANNING ADVISORY COMMITTEE
2 Members of Council
3 Members of the Public

COMMITTEE OF ADJUSTMENT/
PROPERTY STANDARDS COMMITTEE
2 Members of Council
3 Members of the Public

PARKS & RECREATION COMMITTEE
3 Members of Council
2 Members of the Public

FIRE AND EMERGENCY MANAGEMENT COMMITTEE
3 Members of Council

LABOUR RELATIONS/HUMAN RESOURCE COMMITTEE
3 Members of Council

RENFREW POLICE SERVICES BOARD
2 Members of Council
1 Member appointed by Council
2 Members appointed by the Province

RENFREW PUBLIC LIBRARY BOARD
2 Members of Council
5 Members of the Public

COUNTY COUNCIL
Reeve

VOTING SHAREHOLDERS OF RENFREW HYDRO INC.
All of Council

VOTING SHAREHOLDERS OF RENFREW HYDRO GENERATION INC.
All of Council
RENFREW & AREA HEALTH SERVICES VILLAGE INC.
Elected Mayors of Renfrew, Admaston/Bromley, Greater Madawaska, and Horton

RENFREW ECONOMIC DEVELOPMENT & TOURISM COMMITTEE
3 Members of Council

NOTES:  
1) The Mayor will be ex-officio on all Committees.
2) Ad Hoc Committees may be struck by the Mayor from time to time as required. Members of Council will be requested to sit on these ad hoc Committees in addition to their current Committee workload.
3) All Committee appointments are subject to change at the discretion of the Mayor.
SCHEDULE E

CURRENT COMMITTEES AND
POTENTIAL SCOPE OF THEIR INVOLVEMENT

A. Standing Committees are:
   - Finance & Administration (includes Animal Control/Parking Enforcement)
   - Development & Works Committee
   - Planning Advisory Committee
   - Committee of Adjustment/ Property Standards Committee
   - Parks & Recreation Committee
   - Fire and Emergency Management Committee
   - Labour Relations/Human Resource Committee
   - Renfrew Economic Development & Tourism Committee

Standing Committees will:
   - Provide advice and public input to Department Head in regard to the mandate of the specific Department.
   - Act in an advisory capacity to the Department Head and Council.
   - As a courtesy to the individuals who devote their time freely to serve on these committees, in cases when their advice is not taken, the Committee should be provided with the rationale which has prompted an alternate course of action.

B. Boards and Commissions are:
   - Renfrew Police Services Board (Police Service Act)
   - Renfrew Public Library Board (Ontario Public Libraries Act)
   - Renfrew Hydro Inc. (Power Corporations Act)
   - Renfrew Hydro Generation Inc. (Power Corporations Act)
   - Renfrew & Area Health Services Village Inc. (Independent Corporation)
   - Renfrew Industrial Commission (Independent Corporation)

Boards and Commissions will:
   - Perform their mandate as directed by specific legislation.
   - Provide the Clerk with all Agendas and Minutes of meetings on a regular basis, when applicable
   - Relate to Council in a manner agreed to by both parties in the form of a Working Agreement or a Memorandum of Understanding.
Finance & Administration Committee (including Animal Control/Parking Enforcement):

Examines and reviews the annual budget, providing advice and guidance.
Makes recommendations to council on adoption of the budget, and on all other matters pertaining to Municipal finance.
Makes recommendation for engagement of auditors.
Prepares recommendations for Council which are consistent with best efforts to achieve a reasonable tax rate.
Monitors budget expenditures periodically throughout the year to ensure that sufficient funds are available to meet established targets.
Assists in the review of existing procedures and the implementation of new or revised parking control measures and provides advice on specific problem resolution.
Assists in the review of current animal control measures and procedures. Makes recommendations to Council on any changes/additions under consideration.

Provides support and advice to resolve matters assigned or referred to the Clerk by forwarding recommendations to Council, including review and update of the Procedural by-law at the beginning of the term of a new council, deletion of redundant by-laws, preparation of new by-laws, creation of new policies, periodic reviews of procedures pertaining to property sales and purchases.

Regular meetings are held on a monthly basis. Special meetings are held as required.

Development & Works Committee:

Provides guidance and advice to Council and the Department on policy and level of service priorities so that the programs delivered by the Department may be refined to meet established budget targets.
Advise on matters requiring resolution with respect to infrastructure, and all activities under the Development and Works Department.
More specifically, reviews operations of the Development and Works department including transportation, waste management services, roads, waste collection and recycling services, water/wastewater treatment contracts, and solar power agreements.
Helps to ensure delivery of projects that best serve the needs of the community.
Assists in the review of existing procedures and the implementation of new or revised parking control measures and provides advice on specific problem resolution.

Regular meetings are held on a monthly basis. Special meetings are held as required.
Planning Advisory Committee:

This Committee will provide a thorough review of all issues and considerations with a focus on the needs of development within the Town of Renfrew. The Committee will provide recommendations to Council for proposed Zoning By-Law amendments, Official Plan amendments, and other planning matters including Plan of Sub-Division Agreements and Site Plan Control Agreements. The Planning Advisory Committee will also advise Council in the preparation of new Official Plan and Comprehensive Zoning By-Law documents, in addition to property standards development.

Meetings are held on a regular basis as set out by the Town Planner. Special meetings are held as required.

Committee of Adjustment/ Property Standards Committee:

Committee of Adjustment:

Appointed under authority of the Planning Act, the Committee of Adjustment considers the merits of applications under Section 45 of the Planning Act (e.g. minor variance, permission) for the Town of Renfrew. Approvals do not require Council endorsement, but can be appealed.

Part 3 of the Procedural By-Law contains the Town’s procedural by-law for this Committee.

Meetings are held on a regular basis as set out by the Town Planner. Special meetings are held as required.

Property Standards:

Hears appeals from an owner or occupant who has been served with an order due to non adherence to the Property Standards Bylaw, and who is not satisfied with the terms or conditions of the order.
On an appeal, the Committee has all the powers and functions of the officer who made the order. The Committee may confirm, modify or rescind the order to demolish or repair, or, extend the time for complying with the order, if, in the Committee’s opinion, doing so would maintain the general intent and purpose of the by-law, and of the official plan or policy statement.

Meetings are held as required.
Parks and Recreation Committee:

The Parks & Recreation Committee provides advice to the Department on all aspects of leisure and recreation services offered through the Department by the Town and other agencies under the auspices of the Town.
Advises on the conceptual planning of park services, the creation of park development policies, including public open spaces and their acquisition, and the development and review of agreements that provide for the usage of parks and other Town recreational facilities.
Advises on the development of programs aimed at celebrating current and historic cultural strengths of the community.
Creates policies to ensure the most effective and efficient delivery of parks and recreation services.
Consults on the provision and use of recreation facilities.
Determines the recreational needs and wants of community groups, and establishes priorities for future development.
Assists, encourages and provides advisory services on request to all groups, organizations or persons carrying on recreational activities in the Town.
Keeps the residents of the Town aware of the recreational opportunities which are available.
Provides liaison with volunteer recreation committees.
Advises on park planning and development, parking at recreational areas, planning and organization of summer programs. Provides direction and guidance to the staff through the Director and Council, so that programs may be refined to meet established target levels.

Regular meetings are held on a monthly basis. Special meetings are held as required.

Fire and Emergency Management Committee:

Provides advice and support on requirements for the Fire Hall, fire fighting and related equipment and clothing (including fire trucks).
Recommends programs designed to enhance public relations through fire prevention, fire inspection programs, training programs, mutual aid, Fire protection agreements, Fire Department communications (including dispatch), emergency plan preparation and updates, 911 response system, building inspection services.

Regular meetings are held on a monthly basis. Special meetings are held as required.

Labour Relations/Human Resource Committee:

Prepares proposals for Council to deal with the resolution of Human resource issues.
Makes recommendations to deal with all other personnel matters (including performance review, wages, benefits, etc.).

Regular meetings are held on a monthly basis. Special meetings are held as required.
Renfrew Economic Development & Tourism Committee:

The Committee is established to provide advice and strategic direction to Council concerning business promotion and development matters. The Committee will advise Council on policies, procedures and strategic directions that should be considered for the purposes of fostering and advancing economic and business opportunities and the promotion of the Town of Renfrew. The Committee will promote the Town of Renfrew and Area as a destination that offers the friendship and hospitality of rural Ontario. The Committee will research any available grants to help promote economic development and tourism.
PART THREE - COMMITTEE OF ADJUSTMENT

Attached are the following documents:

- Procedural By-law 2-2010
- Guidelines for Committee (Appendix “A” to B/L 2-2010)
- Preamble – to be read at Committee of Adjustment meetings
CORPORATION OF THE TOWN OF RENFREW
BY-LAW NO. 2-2010

Being a by-law to establish procedures for the
Committee of Adjustment for the Town of
Renfrew.

WHEREAS Council for the Town of Renfrew recommended the enactment of a
procedures by-law for governing the calling, place and proceedings of the Committee of
Adjustment; and

WHEREAS the Town of Renfrew has most recently passed By-Law No. 22-2007 to
constitute and appoint a Committee of Adjustment; and

WHEREAS Section 239(2) of the Municipal Act, 2001, S.O. 2001, c. 25 (the "Municipal
Act"), as amended, requires that every municipality and local board adopt a procedures
by-law for governing the calling, place and proceedings of hearings; and

WHEREAS Section 239(1) and Section 239(5) of the Municipal Act requires all meetings
to be open to the public and states that a meeting shall not be closed to the public during
the taking of a vote; and

WHEREAS the Committee of Adjustment has been established pursuant to the Planning

NOW THEREFORE the Council of the Corporation of the Town of Renfrew hereby
enacts as follows:

PART I - APPLICATION

The procedures contained in this By-law shall be observed at all proceedings of the
Committee of Adjustment and shall be the procedures for the order and dispatch of
business conducted by the Committee of Adjustment.

PART II - CALLING OF HEARINGS

All hearings of the Committee of Adjustment shall be called by the Secretary-Treasurer
of the Committee of Adjustment and notice of any hearing shall be given in accordance
with the Planning Act, R.B.O. 1990, c.P.13, as amended, and in accordance with
applicable regulations.

PART III - LOCATION OF HEARINGS

The location of all hearings of the Committee of Adjustment shall be identified on the
Notice of Public hearing as circulated by the Secretary-Treasurer of the Committee of
Adjustment.

PART IV - QUORUM

1. Fifty percent (50%) of the Committee members shall be present to constitute a
quorum.

2. Subject to Subsection (1) above, the inability of a member to act due to a declared
conflict does not impair the powers of the committee or of the remaining members.

3. As soon as there is a quorum after the time appointed for the start of the hearing,
the Chair of the Committee of Adjustment shall call the hearing to order.

4. If no quorum is present thirty (30) minutes after the time appointed for the hearing
of the Committee, the Secretary-Treasurer shall record the names of the members
present and the meeting will stand adjourned until the next appointed time.
PART V - HEARING PROCEDURES

1. (a) The meeting is called to order by the Chair.

(b) The Secretary-Treasurer reads a prepared preamble to provide an idea of the proceedings to the applicants.

(c) The chair calls for any declarations of conflict of interest. Each member must take responsibility for declaring a conflict of interest if he/she stands to gain from a pecuniary interest in the matter being considered. The decision whether or not to declare a conflict is a personal issue.

When a conflict is declared, the member must state the nature of the conflict, which in turn must be made a matter of record in the minutes.

After declaring an interest, a committee member must excuse himself/herself from the table. He/she must not comment on the application, and should not discuss the matter before, during or after the decision is made.

Copies of the agenda should be made available to everyone attending the hearing.

All correspondence should be read out loud at the hearing.

2. For each application being considered, the Secretary/Treasurer will provide pertinent details.

The applicant/agent will then be asked to provide a brief outline of their application to the Committee members and may be asked to clarify details for the members or answer any questions they may have.

The Chair will then ensure that any other interested party has an opportunity to express their support, objections, concerns, or comments regarding the application.

The Chair will allow the applicant time to respond.

Once the members have determined that sufficient information has been provided to render a decision, the Chair will ask for a motion to be tabled.

A show of hands will be used to determine whether the motion has received a majority vote. The Chair only votes if required to break a tie.

If the motion is passed, the Chair will announce such and include any conditions imposed.

Should the motion fall, further discussion may occur in an attempt to reach a compromise acceptable to the majority of the Committee.

If necessary, the Committee may adjourn the hearing of an application to a later date if more information is required, or the Committee may reserve the decision if clarification is needed from staff. Information relating to when the reserved decision will be addressed should be communicated to the public.

PART VI - NOTICE OF DECISION

When a motion receives a majority vote, the decision will subsequently be mailed to the applicant.

Others wishing to be notified of the decision may submit a written request to the Secretary-Treasurer of the Committee of Adjustment.

If conditions are attached to the decision, the Director of Development and Works will assign appropriate staff to ensure that all conditions are met.

Decisions and/or any condition imposed by the Committee can be appealed to the Ontario Municipal Board.
PART VII - APPEALS

The Notice of Appeal for a minor variance must be filed with the Secretary-Treasurer within 20 days of the date of the decision.

The Notice of Appeal for a severance application must be filed within 20 days of the mailing date of the notice.

In each case, the Notice of Appeal must set out the reasons for the appeal, and must be accompanied by the prescribed appeal fee.

AND FURTHER THAT the ‘Guidelines for the Committee of Adjustment’, attached hereto as Appendix “A”, shall form a part of this by-law as if it were recited herein in full; and

THAT this By-Law shall come into force and take effect immediately upon the passage thereof.

Read a first and second time this 11th day of January, 2010.

Read a third and final time this 11th day of January, 2010.

Sandra J. Heins, Mayor

Kim R. Bulmer, Clerk
Guidelines for the Committees of Adjustment:

Official Plan (OP)
Zoning Bylaw (ZBL)
Provincial Policy Statement (PPS)

All Committee members are appointed by Council. Some of the Committee members are also members of Council.

The Committee elects the chair from the membership.

The Planner serves as Secretary/Treasurer and as such is responsible for setting the agenda for hearings. He/she is also responsible to confirm that a quorum of members will be present at the hearing.

The Committee is expected to meet as required to make decisions on minor variance and/or consent applications.

All meetings are public, and are advertised according to the requirements of The Planning Act, at least 14 days prior to the date of the hearing.

The Planner prepares the documentation for the Committee to consider, and ensures that all appropriate departments/department heads have reviewed the application to ensure that no regulations would be compromised by the application under review.

Minor variances and consent decisions must meet the intent of the Official Plan (OP) and must conform to the policies of the Provincial Policy Statement (PPS).

There are 4 tests which must be satisfied before a minor variance is granted:
- Is the general intent and purpose of the Official Plan maintained?
- Is the general intent and purpose of the Zoning By-Law maintained?
- Is the change minor in nature?
- Is the change desirable for the appropriate development of the land, building or structure?

The applicant has a right to a decision with reasons. The ensuing decision must also clearly state how each test is met or not met.

The OP designates in a general manner, certain areas of the municipality for certain types of development (i.e. residential, commercial, industrial, open space, etc.). It is not as restrictive as a zoning by-law.

The committee considers whether or not each application which is brought before them for a decision, meets the general intent of the OP and is in conformity with the PPS.

The reports provided by the municipal Planning Staff, explaining the OP’s designation and the PPS policies for the subject lands, and how the applications relate to them, will assist the committee member’s to make a decision.

Each committee member should acquaint themselves with the OP and the PPS, since this direction has been agreed upon by the municipal council and the provincial government.

The OP and the ZBL should be considered together. Before a ZBL can be approved, it goes through a process to ensure that its provisions conform to the broader provisions set out in the OP. Once approved, it is the ZBL which governs the use of land and is legally enforceable.

ZBL provisions narrow the broad designations of the OP into much more detailed and specific development restrictions. For instance, the OP may designate an area for residential development. The ZBL further allocates the residential designations into more defined areas which would only permit single detached development, or multiple unit residential development, or townhouse development, etc.
The ZBL sets standards for such things as setbacks to lot lines, lot coverage, lot area, frontage, height of buildings, the number of parking spaces required, and a myriad of other development requirements which comprise the development standards for specific areas. Committee decisions must meet the general intent of these ZBL standards.

If development standards have been established in a general manner in the OP and in a specific manner by the ZBL, why are Committees and Consent Authorities necessary? OP’s and ZBL’s cannot possibly address every unique design problem encountered when a parcel of land is being created or made ready for development. There will always be an odd shaped lot, or a special need for access to a building, or an addition to an existing dwelling that won’t fit into the required setbacks. The list of special circumstances would be endless.

A mechanism has been established to help property owners obtain relief from development standards and have their requests considered on a site specific basis. That mechanism is what the Committee of Adjustment is all about. It allows further consideration to be given to proposed development which doesn’t quite fit the ZBL.

Similarly, not all division of land should require subdivision approval; hence the consent process came into effect. The process for obtaining an approved plan of subdivision is onerous, expensive and time consuming. Creating lots through the consent process is quicker and cheaper, and allows small scale development to be considered on the merits of each individual application.

Committees of Adjustment and Consent Authorities are governed for the most part by the provisions of the Planning Act and its related Ontario Regulations. It covers such things as how a committee is to be formed, how to process applications, time frames for making decisions, how to ensure that proper notice has been given, etc.

Staff of the Development & Works Department (e.g. Planner, Building inspector) can be invaluable in helping a committee.

A relatively small investment of time to become better informed would also prove useful for members of the Committee.

The Committee has the right to request any documentation they require to make a decision.

The onus is on the applicant to provide accurate information.

Each member will be provided with the particulars of all applications prior to the meeting. The job requires that each application be studied and understood.

The Secretary-Treasurer should be consulted about any issues that are unclear. The applicant or their agent should not be contacted directly by members of the Committee.

It is recommended that Committee members view each subject property individually, but must not trespass in order to perform this duty. If some aspect pertaining to the application is not visible from public lands, the Committee member should contact the Secretary/Treasurer to arrange with the landowner to enter the property.

No discussion with the landowner about the application should occur (including email communication).

Group inspections are not “best practice”. It is likely that the members would discuss the application and draw some conclusions as to whether approval of the application would be appropriate.

Matters relating to the application should be discussed in the presence of the applicant and all other interested parties at the meeting.

Committee members should assume a cordial but professional attitude at the hearing toward applicants or agents with whom they are well acquainted.

Procedures must be fair and must also seem to be fair.

Everyone has the right to be heard. There must be no evidence of bias.
Since the decision made will be in effect long after the property is sold to subsequent owners, the Committee should concentrate on whether the proposal is appropriate for the development of the land—not on whether the person applying deserves to have the application approved.

Each application should be considered on its own merits. The “minor” nature of the application should be evaluated in terms of its impact on the community.

Decisions are not required to be unanimous—majority rules.

Council has been elected to oversee the operation of the municipality. They have every right to be kept in the loop.

A copy of all decisions of the Committee of Adjustment will be circulated to all Members of Council for information purposes.

Under terms of the Town of Renfrew General Insurance Policy the following relevant areas of coverage exist:

Public Officials (Errors and Omissions) Liability—Insures against claims arising from “Wrongful Acts”, including errors, omissions, misleading statements or neglect or breach of duty. Insured Include Council, Employees, Committee Members, Appointees, Statutory Officers, Fire Fighters and Boards, Commissions and Committees, including Officers and Employees of same.

Legal Expense for Statute Law (Including Conflict of Interest) — Provides for the reimbursement of costs of defending Legal Proceedings against any Insured, even if any of the allegations of the action are groundless, false or fraudulent. Insured includes Council, all employees of the Municipality and members of Boards, Committees and Commissions.
THIS IS A HEARING OF THE COMMITTEE OF ADJUSTMENT FOR THE TOWN OF RENFREW. THE COMMITTEE MEMBERS HAVE BEEN APPOINTED BY COUNCIL TO CONSIDER APPLICATIONS FOR MINOR VARIANCES AND CONSENTS WITHIN THE JURISDICTION OF THE PLANNING ACT.

THE APPLICANTS OR THEIR AGENTS WILL BE GIVEN OPPORTUNITY TO SPEAK ON BEHALF OF THEIR SUBMISSIONS AND TO RESPOND TO QUESTIONS ARISING FROM THE DISCUSSION OF THESE APPLICATIONS. INTERESTED MEMBERS OF THE PUBLIC WILL BE GIVEN OPPORTUNITY TO SPEAK IN FAVOUR OF, OR IN OPPOSITION TO THE APPLICATIONS BEING DEALT WITH AT THIS HEARING.

DECISIONS WILL BE MAILED TO THE APPLICANT. IF OTHERS WISH TO BE NOTIFIED OF A DECISION, YOU MUST SUBMIT A WRITTEN REQUEST TO THE SECRETARY-TREASURER OF THE COMMITTEE OF ADJUSTMENT.

THE DECISION AND/OR ANY CONDITION IMPOSED BY THE COMMITTEE CAN BE APPEALED TO THE ONTARIO MUNICIPAL BOARD.

* THE NOTICE OF APPEAL FOR A MINOR VARIANCE MUST BE FILED WITH THE SECRETARY-TREASURER WITHIN 20 DAYS OF THE DATE OF THE DECISION.

* THE NOTICE OF APPEAL FOR A SEVERANCE APPLICATION MUST BE FILED WITH THE SECRETARY-TREASURER WITHIN 20 DAYS OF THE MAILING DATE OF THE NOTICE.

IN EACH CASE, THE NOTICE OF APPEAL MUST SET OUT THE REASONS FOR THE APPEAL AND MUST BE ACCOMPANIED BY THE PRESCRIBED APPEAL FEE.

THE SECRETARY-TREASURER OF THE COMMITTEE IS ____________________________

_________________________ IS THE PLANNER
Attached is the following document:

- Incorporation documentation
APPLICATION FOR INCORPORATION OF A CORPORATION WITHOUT SHARE CAPITAL
REQUÊTE EN CONSTITUTION D'UNE PERSONNE MORALE SANS CAPITAL-ACTIONS

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
   Dénomination sociale de la société : (Écrire en LETTRES MAJUSCULES SEULLEMENT)

   | RENFREW & VILLAGE INC. | AREA HEALTH SERVICES |

2. The address of the head office of the corporation is:
   Adresse du siège social:

   1 INNOVATION DRIVE
   (Street & Number or R.R. Number & if Multi-Office Building give Room No.)
   (Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau)

   RENFREW Ontario K7V 3Z4
   (Name of Municipality or Post Office) (Postal Code)
   (Nom de la municipalité ou du bureau de poste) (Code postal)

3. The applicants who are to be the first directors of the corporation are:
   Requérants appelés à devenir les premiers administrateurs de la personne morale :

<table>
<thead>
<tr>
<th>First name, middle names and surname</th>
<th>Address for service, giving Street &amp; No. or R.R. No., Municipality. Province, Country and Postal Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sandra Jean Heins</td>
<td>240 Wade Ave. Renfrew, Ontario K7V 2N4</td>
</tr>
<tr>
<td>Robert Andrew Johnston</td>
<td>408 Castleford Rd. R. R. 5 Renfrew, Ontario K7V 3Z8</td>
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<tr>
<td>Peter Roy Emon</td>
<td>94 Jim Wallace Rd. R. R. 2 Calabogie, Ontario K0J 1H0</td>
</tr>
<tr>
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<td>204 Pinnacle Rd. R. R. 3 Renfrew, Ontario K7V 3Z6</td>
</tr>
<tr>
<td>Karen Lorraine Maxwell</td>
<td>585 Raglan St. S. Renfrew, Ontario K7V 1R9</td>
</tr>
<tr>
<td>A. J. Kent Tubman</td>
<td>368 McAndrew Ave. Renfrew, Ontario K7V 3X5</td>
</tr>
<tr>
<td>David Kenneth Lemkay</td>
<td>823 King St. Douglas, Ontario K0J 1S0</td>
</tr>
</tbody>
</table>
Barbara Elizabeth Desilets

12 Raccoon Lane Renfrew, Ontario K7V 3Z4

1A
4. The objects for which the corporation is incorporated are:
   Objet pour lesquels la personne morale est constituée:

   To develop and promote public health in Renfrew and area by assisting in the recruitment of health care professionals.
5. The special provisions are:
Dispositions particulières:

The corporation shall be carried on without the purpose of gain for its members, and any profits or other accretions to the corporation shall be used in promoting its objects.

La personne morale doit exercer ses activités sans rechercher de gain pécuniaire pour ses membres, et tout bénéfice ou tout accroissement de l’actif de la personne morale doit être utilisé pour promouvoir ses objets.

(A) The Corporation shall be carried on without the purpose of gain for its members and any profits or other accretions to the corporation shall be used in promoting its objects.

(B) The corporation shall be subject to the Charities Accounting Act and the Charitable Gifts Act.

(C) The directors shall serve as such without remuneration and no director shall directly or indirectly receive any profit from their positions as such, provided that directors may be paid reasonable expenses incurred by them in the performance of their duties.

(D) The borrowing power of the corporation pursuant to any by-law passed and confirmed in accordance with section 59 of the Corporations Act shall be limited to borrowing money for current operating expenses, provided that the borrowing powers of the corporation shall not be so limited if it borrows on the security of real or personal property.

(E) If it is made to appear to the satisfaction of the Minister, upon report of the Public Guardian and Trustee, that the corporation has failed to comply with any of the provisions of the Charities Accounting Act or the Charitable Gifts Act, the Minister may authorize an inquiry for the purpose of determining whether or not there is sufficient cause for the Lieutenant Governor to make an order under subsection 317(1) of the Corporations Act to cancel the letters patent of the corporation and declare them to be dissolved.

(F) Upon dissolution of the corporation and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to charities registered under the Income Tax Act (Canada), in Canada.

(G) To invest the funds of the Corporation in such manner as determined by the directors, and in making such investments the directors shall not be subject to the Trustee Act, but provided that such investments are reasonable, prudent and sagacious under the circumstances and do not constitute, either directly or indirectly a conflict of interest.

(H) For the above objects, and as incidental and ancillary thereto, to exercise any of the powers as prescribed by the Corporations Act, or by any other statutes or laws from time to time applicable, except where such powers is limited by these letters patent or the statute or common law relating to charities.
a) Power of Accumulate
To accumulate from time to time part of the fund or funds of the corporation and
income therefrom subject to any statutes or laws from time to time applicable.

b) Power to Solicit Donations and Grants
To solicit and receive donations, bequests, legacies and grants, and to enter into
agreements, contracts and undertakings incidental thereto;

c) Power to Receive Personal Property
To acquire by purchase, contract, donation, legacy, gift, grant, bequest or
otherwise, any personal property and to enter into and carry out any agreements,
contracts or undertakings incidental thereto, and to sell, dispose of and convey the
same, or any part thereof, as may be considered advisable;

d) Power to Hold and Dispose of Real Property
To acquire by purchase, lease, devise, gift or otherwise, real property, and to hold
such real property or interest therein necessary for the actual use and occupation
of the corporation or for carrying on its charitable undertaking, and, when no
longer so necessary, to sell, dispose of and convey the same or any part thereof;

e) Power to Cooperate with any Other Charitable Organizations
To cooperate, liaise, and contract with other charitable organizations, institutions
or agencies which carry on similar objects to that of the corporation;

f) Power to Issue Cheques
To draw, make, accept, endorse, execute and issue cheques and other negotiable
or transferable instruments;

g) Power to Pay Costs of Incorporation
To pay all costs and expenses of, or incidental to, the incorporation;

h) Restriction on Powers
Provided that it shall not be lawful for the corporation directly or indirectly to
transact or undertake any business within the meaning of the Loan and Trust
Corporations Act.
6. The names and address for service of the applicants:
Nom et prénoms et domicile élu des requérants :

<table>
<thead>
<tr>
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</tr>
</tbody>
</table>

This application is executed in duplicate.
Le présente requête est faite en double exemplaire.

Signatures of applicants
Signature des requérants

[Signatures Present]
A by-law relating generally to the transaction of the business and affairs of

RENFREW & AREA HEALTH SERVICES VILLAGE INC.

CONTENTS OF ARTICLES

One—Interpretation
Two—Business of the Foundation
Three—Directors
Four—Officers
Five—Protection of Directors and Officers
Six—Members
Seven—Meetings of Members
Eight—Notices
Nine—Auditors
Ten—Effective Date

BE IT ENACTED as a by-law of the Foundation as follows:

ARTICLE ONE

INTERPRETATION

1.01 Definitions.—In this by-law and all other by-laws and special resolutions of the Foundation, unless the context otherwise requires:

"Act" means the Corporations Act of Ontario, and any Act that may be substituted for it, as from time to time amended;

"board" means the board of directors of the Foundation;

"by-laws" means this by-law and all other by-laws of the Foundation from time to time in force and effect;

"Foundation" means the foundation incorporated as a corporation without share capital under the Act by letters patent dated the 1st day of October, 2010;

"letters patent" means the letters patent incorporating the Foundation, as from time to time amended and supplemented by supplementary letters patent;

"meeting of members" includes an annual meeting of members and a special meeting of members;

words importing the singular number include the plural and vice versa; words importing the masculine gender include the feminine and neuter genders; and words importing persons include individuals, corporations, partnerships, trusts and
unincorporated organizations.

ARTICLE TWO

BUSINESS OF THE FOUNDATION

2.01 Head Office.—Until changed in accordance with the Act, the head office of the Foundation shall be in the Town of Renfrew, in the County of Renfrew.

2.02 Corporate seal.—Until changed in accordance with the Act, the corporate seal of the Foundation shall be in the form impressed on this page.

2.03 Financial year.—Until otherwise ordered by the board, the financial year of the Foundation shall end on the last day of in each year.

2.04 Execution of instruments.—Deeds, transfers, assignments, contracts, obligations, certificates and other instruments may be signed on behalf of the Foundation by the president or a vice-president or a director and by the secretary or the treasurer or an assistant secretary or an assistant treasurer or another director. In addition, the board may from time to time direct the manner in which and the person or persons by whom any particular instrument or class of instruments may or shall be signed. Any person authorized to sign an instrument on behalf of the Foundation may affix the corporate seal to it.

2.05 Banking arrangements.—The banking business of the Foundation shall be transacted with such banks, trust companies or other firms or corporations as may from time to time be designated by or under the authority of the board. Banking business or any part of it shall be transacted under such agreements, instructions and delegations of powers as the board may from time to time prescribe or authorize.

2.06 Voting rights in other companies.—The proper signing officers of the Foundation may execute and deliver instruments of proxy and arrange for the issuance of voting certificates or other evidence of the right to exercise the voting rights attaching to any shares or other securities held by the Foundation. These instruments, certificates or other evidence shall be in favour of such person or persons as may be determined by the officers signing them or arranging for their signing. In addition, the board may from time to time direct the manner in which or the person or persons by whom any particular voting rights or class of voting rights may or shall be exercised.

ARTICLE THREE

DIRECTORS

3.01 Number of directors and quorum.—The affairs of the Foundation shall be managed by its board of directors. Until changed in accordance with the Act, the number of directors shall be nine of whom six shall constitute a quorum for the
transaction of business.

The Mayors of the Town of Renfrew and the Townships of Admaston/Bromley, Horton and Greater Madawaska shall be ex officio directors of the Foundation.

One director shall require the approval of the member representing the Renfrew Industrial Commission and one director shall require the approval of the Renfrew Victoria Hospital Foundation.

Despite vacancies the remaining directors may act if constituting a quorum.

3.02 Qualification.--No person shall be qualified as a director unless he shall be eighteen or more years of age and shall at the time of his election and throughout his term of office be a member of the Foundation; provided that a person who is not a member of the Foundation may be a director if he is otherwise qualified and if he becomes a member of the Foundation within ten days after his election, subject to the provisions of the Act.

3.03 Election and term.--The whole board (save and except for the ex officio directors) shall be elected at each annual meeting of members to hold office until the next annual meeting, but if a new board is not elected thereat the directors then in office shall continue in office until their successors are duly elected. Retiring directors shall be eligible for re-election. The election may be by a show of hands or by resolution of the members unless a ballot be demanded by any member.

3.04 Removal of directors.--The members may, by resolution passed by at least two-thirds of the votes cast thereon at a general meeting of members called for the purpose, remove any director before the expiration of his term of office and may, by majority vote at that meeting, elect any person in his stead for the remainder of his term.

3.05 Vacation of office.--The office of a director shall be vacated upon the occurrence of any of the following events: (a) if a receiving order is made against him or if he makes an assignment under the Bankruptcy Act; (b) if an order is made declaring him to be a mentally incompetent person or incapable of managing his affairs; (c) if he ceases to be qualified as provided in section 3.02; (d) if he shall be removed from office by resolution of the members as provided in section 3.04; or (e) if by notice in writing to the Foundation he resigns his office and such resignation, if not effective immediately, becomes effective in accordance with its terms.

3.06 Vacancies.--Vacancies on the board may be filled for the remainder of its term of office either by the members at a general meeting of members called for the purpose or by the board if the remaining directors constitute a quorum. If the number of directors is increased, a vacancy or vacancies on the board to the number of the authorized increase shall thereby be deemed to have occurred which may be filled in the manner above provided.
3.07 Calling of meetings.--Meetings of the board shall be held from time to time at the call of the board or the president or any two directors. Notice of the time and place of every meeting so called shall be given to each director not less than 48 hours (excluding Saturdays, Sundays and bank holidays) before the time when the meeting is to be held, save that no notice of a meeting shall be necessary if all the directors are present or if those absent waive notice of or otherwise signify their consent to such meeting being held.

3.08 First meeting of new board.--Provided a quorum of directors be present, each newly elected board may without notice hold its first meeting immediately following the meeting of members at which such board is elected.

3.09 Regular meetings.--The board may appoint a day or days in any month or months for regular meetings at a place and hour to be named. A copy of any resolution of the board fixing the place and time of regular meetings of the board shall be sent to each director forthwith after being passed, but no other notice shall be required for any such regular meeting.

3.10 Place of meeting.--Meetings of the board shall be held at the head office of the Foundation or elsewhere in Ontario or, if the board so determines or any absent directors consent, at some place outside Ontario.

3.11 Chairman.--The president or, in his absence, a vice-president who is a director shall be chairman of any meeting of directors. If no such officer be present, the directors present shall choose one of their number to be chairman.

3.12 Votes to govern.--At all meetings of the board every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes the chairman of the meeting shall be entitled to a second or casting vote.

3.13 Interest of directors in contracts.--Subject to the provisions of the Act, no director shall be disqualified by his office from contracting with the Foundation nor shall any contract or arrangement entered into by or on behalf of the Foundation with any director or in which any director is in any way interested be liable to be avoided nor shall any director so contracting or being so interested be liable to account to the Foundation or any of its members or creditors for any profit realized from any such contract or arrangement by reason of such director holding that office or the fiduciary relationship thereby established.

3.14 Declaration of Interest.--It shall be the duty of every director of the Foundation who is in any way, whether directly or indirectly, interested in a contract or arrangement or proposed contract or proposed arrangement with the Foundation to declare such interest to the extent, in the manner and at the time required by the Act.

3.15 Remuneration.--The directors shall serve as such without remuneration but shall be entitled to be paid their travelling and other expenses properly incurred by them
in attending meetings of the board or of the members. Nothing herein contained shall preclude any director from serving the Foundation in any other capacity and receiving compensation therefor.

3.16 Executive committee.--Whenever the board consists of more than six directors, the board may elect from its number an executive committee consisting of not less than three, which committee shall have power to fix its quorum at not less than a majority of its members and may exercise all the powers of the board, subject to any regulations imposed from time to time by the board.

3.17 Other committees.--The board of directors may by resolution create one or more other committees which may but need not include members of the board. Until otherwise provided, the president shall be a member ex officio of all committees. Other committees created by the board of directors shall be given written terms of reference by the board.

ARTICLE FOUR
OFFICERS

4.01 Election of president.--From time to time the board shall elect from among its members a president.

4.02 Appointment of other officers.--From time to time the board shall appoint a secretary and may appoint one or more vice-presidents, a treasurer and such other officers as the board may determine. The officers so appointed may but need not be directors and one person may hold more than one office, save that the president may not hold the office of secretary.

4.03 Terms of office and remuneration.--The terms of employment and remuneration of officers appointed by the board shall be settled by it from time to time. The board may remove at its pleasure any officer of the Foundation, without prejudice to such officer's rights under any employment contract. Otherwise each officer elected or appointed by the board shall hold office until his successor is elected or appointed, except that the term of office of the president shall expire if and when he shall cease to be a director.

4.04 President.--The president shall have the general management and direction, subject to the authority of the board, of the business and affairs of the Foundation and the power to appoint and remove any and all employees and agents of the Foundation not elected or appointed by the board and to settle the terms of their employment and remuneration.

4.05 Vice-president.--During the absence or disability of the president, his duties shall be performed and his powers exercised by the vice-president or, if there are more than one, by the vice-presidents in order of seniority.
4.06 Secretary.—The secretary shall attend and be the secretary of all meetings of members and directors and shall enter or cause to be entered in books kept for that purpose minutes of all proceedings thereat. He shall give or cause to be given, as and when instructed, all notices to members and directors. He shall be the custodian of the stamp or mechanical device generally used for affixing the corporate seal of the Foundation and of all books, papers, records, documents and other instruments belonging to the Foundation except when some other officer or agent has been appointed for that purpose.

4.07 Treasurer.—The treasurer shall keep full and accurate books of account in which shall be recorded all receipts and disbursements of the Foundation and, under the direction of the board, shall control the deposit of money, the safekeeping of securities and the disbursement of the funds of the Foundation. He shall render to the board whenever required an account of all his transactions as treasurer and of the financial position of the Foundation.

4.08 Other officers.—The duties of all other officers of the Foundation shall be such as the terms of their engagement call for or as the board or the president may prescribe. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant, unless the board or the president otherwise directs.

4.09 Variation of duties.—From time to time the president may add to the duties of any other officer and may vary or limit such additional duties. From time to time the board may vary, add to or limit the powers and duties of any officer.

4.10 Agents and attorneys.—The board shall have power from time to time to appoint agents or attorneys for the Foundation in or out of Canada with such powers of management or otherwise (including the power to subdelegate) as may be thought fit.

4.11 Fidelity bonds.—The board may require such officers, employees and agents of the Foundation as the board deems advisable to furnish bonds for the faithful discharge of their duties, in such form and with such surety as the board may from time to time prescribe.

ARTICLE FIVE

PROTECTION OF DIRECTORS AND OFFICERS

5.01 Limitation of liability.—No director or officer of the Foundation shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Foundation through the insufficiency or deficiency of title to any property acquired by order of the board for or on behalf of the Foundation, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Foundation shall be invested, or for any loss or damage arising from the
bankruptcy, insolvency or tortious act of any person with whom any of the moneys, securities or effects of the Foundation shall be deposited, or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto unless the same are occasioned by his own wilful neglect or default.

5.02 Indemnity.—Every director and officer of the Foundation and his heirs, executors and administrators and estate and effects, respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the Foundation from and against:

(a) all costs, charges and expenses whatsoever that such director or officer sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of his office; and

(b) all other costs, charges and expenses that he sustains or incurs in or about or in relation to the affairs of the Foundation except such costs, charges or expenses as are occasioned by his own wilful neglect or default.

5.03 Validity of actions.—No act or proceeding of any director or board of directors shall be deemed invalid or ineffective by reason of the subsequent ascertainment of any irregularity in regard to such act or proceeding or the qualification of such director or board of directors.

5.04 Directors' reliance.—Directors may rely upon the accuracy of any statement or report prepared by the Foundation's auditors and shall not be responsible or held liable for any loss or damage resulting from acting upon such statement or report.

ARTICLE SIX

MEMBERS

6.01 Members.—The members shall consist of the applicants for incorporation of the Foundation, the Mayors of the Town of Renfrew and the Townships of Admaston/Bromley, Horton and Greater Madawaska and of such other individuals as are admitted as members by resolution of the board of directors. One member shall be approved by the Renfrew Industrial Commission and one member by the Renfrew Victoria Hospital Foundation. Each member shall promptly be informed by the secretary of his admission as a member.

6.02 Term of membership.—The interest of a member in the Foundation is not transferable and lapses and ceases to exist upon his death or when he ceases to be a
member by resignation or otherwise in accordance with the by-laws of the Foundation.

6.03 Resignation.—Members may resign by resignation in writing which shall be effective upon any date or time on or after the execution of the instrument of resignation. In the case of resignation, a member shall remain liable for payment of any assessment or other sum levied or which became payable by him to the Foundation prior to acceptance of his resignation.

6.04 Removal.—Upon thirty days' notice in writing to a member of the Foundation, the board may pass a resolution authorizing the removal of such member from the register of members of the Foundation and thereupon such person shall cease to be a member of the Foundation. Any such member may re-apply for membership in the Foundation.

ARTICLE SEVEN

MEETINGS OF MEMBERS

7.01 Annual meetings.—The annual meeting of the members shall be held at such time and on such day in each year as the board or the president may from time to time determine, for the purpose of receiving the reports and statements required by the Act to be placed before the annual meeting, electing directors, appointing auditors and fixing or authorizing the board to fix their remuneration, and for the transaction of such other business as may properly be brought before the meeting.

7.02 Special meetings.—The board or the president shall have power to call a special meeting of members at any time.

7.03 Place of meetings.—Meetings of members shall be held at the head office of the Foundation or elsewhere in the municipality in which the head office is situate or, pursuant to section 7.05 or if the board shall so determine, at some other place in Ontario.

7.04 Notice of meetings.—Notice of the time and place of each meeting of members shall be given in the manner hereinafter provided not less than ten days before the day on which the meeting is to be held to each member of record at the close of business on the day on which the notice is given who is entered in the books of the Foundation. Notice of a special meeting of members shall state the general nature of the business to be transacted at it. The auditors of the Foundation are entitled to receive all notices and other communications relating to any meetings of members that any member is entitled to receive.

7.05 Meetings without notice.—A meeting of members may be held at any time and place without notice if all the members entitled to vote thereat are present in person or represented by proxy, or if those not present or represented by proxy waive notice or otherwise consent to such meeting being held, and at such meeting any business may
be transacted which the Foundation at a meeting of members may transact.

7.06 Chairman, secretary and scrutineers.—The president or, in his absence, a vice-president who is a director of the Foundation shall be chairman of any meeting of members. If no such officer be present within fifteen minutes from the time fixed for holding the meeting, the persons present and entitled to vote shall choose one of their number to be chairman. If the secretary of the Foundation be absent, the chairman shall appoint some person, who need not be a member, to act as secretary of the meeting. If desired, one or more scrutineers, who need not be members, may be appointed by a resolution or by the chairman with the consent of the meeting.

7.07 Persons entitled to be present.—The only persons entitled to attend a meeting of members shall be those entitled to vote thereat, the auditors of the Foundation and others who, although not entitled to vote, are entitled or required under any provision of the Act or the letters patent or by-laws to be present at the meeting. Any other person may be admitted only on the invitation of the chairman of the meeting or with the consent of the meeting.

7.08 Quorum.—A quorum for the transaction of business at any meeting of members shall be two persons present in person and each entitled to vote thereat.

7.09 Right to vote.—At any meeting of members every person shall be entitled to vote who is at the time of the meeting entered in the books of the Foundation as a member.

7.10 Proxies.—At any meeting of members a proxy duly and sufficiently appointed by a member shall be entitled to exercise, subject to any restrictions expressed in the instrument appointing him, the same voting rights that the member appointing him would be entitled to exercise if present at the meeting. A proxy need not be a member. An instrument appointing a proxy shall be in writing and, if the appointer is a corporation, shall be under its corporate seal, subject to the Act. An instrument appointing a proxy shall be acted on only if, prior to the time of voting, it is deposited with the secretary of the Foundation or of the meeting or as may be directed in the notice calling the meeting.

7.11 Votes to govern.—At any meeting every question shall, unless otherwise required by the letters patent or by-laws of the Foundation or by law, be determined by the majority of the votes duly cast on the question.

7.12 Show of hands.—Any question at a meeting of members shall be decided by a show of hands unless, after a show of hands, a poll thereon is required or demanded as hereinafter provided. Upon a show of hands every person who is present and entitled to vote shall have one vote. Whenever a vote by show of hands shall have been taken upon a question, unless a poll thereon is so required or demanded, a declaration by the chairman of the meeting that the vote upon the question has been carried or carried by a particular majority or not carried and an entry to that effect in the
minutes of the meeting shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against any resolution or other proceeding in respect of the said question, and the result of the vote so taken shall be the decision of the members upon the said question.

7.13 Polls.—After a show of hands has been taken on any question, the chairman may require or any person entitled to vote on the question may demand a poll thereon. A poll so required or demanded shall be taken in such manner as the chairman shall direct. A demand for a poll may be withdrawn at any time prior to the taking of the poll. Upon a poll each member present in person or represented by proxy and entitled to vote shall have one vote and the result of the poll shall be the decision of the members upon the said question.

7.14 Casting vote.—In case of an equality of votes at any meeting of members either upon a show of hands or upon a poll, the chairman of the meeting shall be entitled to an additional or casting vote.

7.15 Adjournment.—The chairman at a meeting of members may, with the consent of the meeting and subject to such conditions as the meeting may decide, adjourn the meeting from time to time and from place to place.

ARTICLE EIGHT

NOTICES

8.01 Method of giving notices.—Any notice (which term in this Article 8 includes any communication or document) to be given (which term in this Article 8 includes sent, delivered or served) pursuant to the Act, the letters patent, the by-laws or otherwise to a member, director, officer or auditor shall be sufficiently given if delivered personally to the person to whom it is to be given or if delivered to his last address as recorded in the books of the Foundation or if mailed by prepaid ordinary or air mail addressed to him at his said address or if sent to him at his said address by any means of wire or wireless or any other form of transmitted or recorded communication. The secretary may change the address on the Foundation's books of any member, director, officer or auditor in accordance with any information believed by him to be reliable. A notice so delivered shall be deemed to have been given when it is delivered personally or at the address aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice sent by any means of wire or wireless or any other form of transmitted or recorded communication shall be deemed to have been given when delivered to the appropriate communication company or agency or its representative for despatch.

8.02 Computation of time.—In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included.
other event shall be included.

8.03 Omissions and errors.—The accidental omission to give any notice to any member, director, officer or auditor or the non-receipt of any notice by any member, director, officer or auditor or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

8.04 Waiver of notice.—Any member (or his duly appointed proxy), director, officer or auditor may waive any notice required to be given to him under any provision of the Act, the letters patent, the by-laws or otherwise and such waiver, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in giving such notice.

ARTICLE NINE

AUDITORS

9.01 The members shall at each annual meeting appoint an auditor to audit the accounts of the Foundation, to hold office until the next annual meeting, provided that the directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the board of directors.

ARTICLE TEN

EFFECTIVE DATE

10.01 Effective date.—This by-law shall come into force when confirmed by the members in accordance with the Act.

PASSED by the directors and sealed with the corporate seal the day of , 2010.

President

CONFIRMED by the members the day of , 2010.

Secretary

Secretary
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