



Town of Whitby By-law # 7462-18

Procedure By-law

Being a By-law to repeal and replace by-law # 7279-17.

Whereas Section 238(2) of the Municipal Act, 2001, S.O. 2001, c. 25, provides that every municipality shall pass a procedural by-law for governing the calling, place and proceedings of meetings; and,

Whereas Council considered revisions to the Procedure By-law through Staff Report CLK 14-18 at its December 11, 2018 meeting.

Now therefore, the Council of The Corporation of the Town of Whitby hereby enacts as follows:

Section 1 – Definitions

In this by-law,

Advisory Committee means a Committee created by Council to act in an advisory capacity on a specific matter of municipal interest;

By-law means an enactment, in a form approved by Council, passed for the purpose of giving effect to a decision or proceedings of Council;

CAO means the Chief Administrative Officer of the Town of Whitby;

Chair means the Presiding Officer of any Meeting of Council or Committee;

Clerk means the Clerk of the Corporation of the Town of Whitby;

Closed Meeting means a Meeting, or part of a Meeting of Council or a Committee, which is closed to the public as permitted by the Municipal Act;

Committee means any Standing Committee, Advisory Committee, Quasi-Judicial Committee or other committee, subcommittee or similar entity established by Council;

Consent Agenda means a listing of Consent Items being presented to Council and Committee for its consideration and vote;

Consent Item means a report that is presented for approval without debate and with no delegation or presentation and is generally considered routine or time sensitive;

Consent Report means a report from a Standing Committee outlining items approved by the Standing Committee and being forwarded to Council for its consideration;

Council means the Council of the Corporation of the Town of Whitby;

Councillor means a Member of Council, other than the Mayor;

Delegate means any person, group of persons, firm or organization, who is neither a Member of a Committee or Council or an appointed Official of the Town or a consultant or other individual hired by the Town, wishing to address Committee or Council on a specific matter upon request to the Clerk;

Local Board means any board established and exercising any power and a substantial amount of authority over their own operations under any Act with respect to the affairs or purposes of the Town, or the Town and one or more other municipalities;

Majority means for the purpose of voting, unless otherwise specified, more than half the total number of the Members of Council or Committee present at the vote and not prohibited by statute from voting;

Majority Vote means more than one half of the votes cast by Members present (see also Attachment 1);

Mayor means the Mayor of the Corporation of the Town of Whitby;

Meeting shall have the same meaning as Section 238 of the Municipal Act.

Member means a Member of Council, a Committee or a Local Board, as the context requires, and includes the Mayor;

Motion means a proposal moved by a Member and seconded by another Member, for the consideration of Council and a proposal moved by a Member for the consideration of a Committee;

Municipal Act means the Municipal Act, 2001, S.O. 2001, c.25, as amended or replaced from time to time;

Open Meeting means a Meeting which is open to the public;

Quasi-Judicial Committee means a Committee created by Council to exercise a legislative or quasi-judicial power under the Planning Act, Municipal Act or an Act so prescribed, and includes a Property Standards Committee required under the Building Code Act and a Compliance Audit Committee required under the Municipal Elections Act;

Resolution means a Motion that has been carried by Council;

Rules of Procedure means the rules and regulations governing the calling, place and proceedings of Meetings as provided in this by-law;

Special/Ad Hoc Committee means a Committee created by Council, with a defined ending, to report and recommend directly to Council/Committee on a specific matter;

Standing Committee means a Committee appointed by and directly reporting to Council, created from time to time, and currently comprised of the following Committees: the Audit Committee, the Management Committee, the Committee of the Whole;

Town means the Corporation of the Town of Whitby; and,

Two-Thirds Vote means an affirmative vote of at least two-thirds of the votes cast by Members present (see also Attachment 1).

Section 2 – General Provisions

2.1 Addendum Agenda

2.1.1 The Clerk shall prepare an addendum agenda to advise Council or Committee of the names of registered Delegates wanting to speak to matters on the agenda. The addendum agenda for registered Delegates is not re-published and will be provided to Members of Council prior to Committee and Council Meetings.

2.1.2 Items or matters will not be added to the agenda after its publication by inclusion on the addendum unless directed by the Mayor and only if the matter is of an urgent nature and requires a decision prior to the next Council or Committee Meeting. For matters of urgent nature, the agenda will be re-published to provide adequate notice to the public.

2.2 Adjournment

2.2.1 On a Motion, which is non-debateable, approved by the majority of Members present, the Meeting shall adjourn.

2.2.2 No item of business shall be considered at a Meeting of the Council after 11:00 pm unless otherwise decided by a Majority Vote of the Members present.

2.2.3 If the Council is still in session at 11:30 pm, it shall adjourn unless otherwise decided by a Two-Thirds Vote of the Members present.

2.3 Appointment of the Deputy Mayor

2.3.1 Every Member of the Council elected by general vote, with the exception of the Mayor, shall be the Deputy Mayor for one calendar year during the Council term with the Member receiving the fewest votes serving the first full calendar year of the term and the Member receiving the most votes serving for the remainder for the first year of the Council term (November 15th to December 31st) and the final year of the Council Term (January 1st to November 14th).

- 2.3.2 In accordance with the Municipal Act, the Deputy Mayor shall act in the place of the Mayor when the Mayor is absent or refuses to act, or the office of the Mayor is vacant, and the Deputy Mayor shall have all the powers and duties of the Mayor with respect to the role of presiding at meetings.
- 2.3.3 When the Mayor and the Deputy Mayor are absent or refuse to act, the Council shall, by Resolution, appoint one of its Members to act in the place of the Mayor and such Member shall have all the powers and duties of the Mayor with respect to the role of presiding at meetings.

2.4 Closed Meetings

- 2.4.1 A Meeting or part of a Meeting may be closed to the public if the subject matter being considered is a matter permitted to be considered in a Closed Meeting in accordance with Section 239 of the Municipal Act.
- 2.4.2 Prior to holding a Closed Meeting, Council or Committee shall state by resolution the fact of the holding of the Closed Meeting and the general nature of the matter to be considered.
- 2.4.3 Council may maintain a Closed Meeting Policy for the purpose of providing consistent rules and guidelines for Council, Local Board and Committee Meetings that may be closed to the public.
- 2.4.4 A Closed Meeting Policy may exempt certain Local Boards and Committees from the open Meeting requirements as contained in the Municipal Act.

2.5 Conduct of Members of Council

- 2.5.1 No Member shall,
- a) speak disrespectfully of the Reigning Sovereign or of any of the Royal Family or of the Governor General, the Lieutenant Governor of any province or any Member of the Senate, the House of Commons of Canada, the Legislative Assembly of the Province of Ontario or the Region of Durham;
 - b) use offensive words or un-parliamentary language or speak disrespectfully against the Council, a Committee or Local Board or against any Member;
 - c) speak on any subject other than the subject in debate;
 - d) criticize any decision except for the purpose of moving that the question be rescinded, amended or reconsidered; and,
 - e) disobey the Rules of Procedure or decisions on questions of order or practice or upon the interpretation of the Rules of Procedure and

in the case where a Member persists in any such disobedience after having been called to order, the Mayor or the Chair of the Committee or Local Board, as the case may be, may order that such Member leave the Meeting but if the Member apologizes the Member shall be permitted to remain at the Meeting.

2.6 Correspondence

- 2.6.1 Correspondence intended to be presented to the Council shall,
- a) include the author's full name (first and last) and municipal address;
 - b) be legibly written or printed;
 - c) not contain any impertinent or improper matter or language; and,
 - d) be filed with the Clerk.
- 2.6.2 Every item of correspondence relating to a matter on the Council or Committee agenda shall be delivered to the Clerk not later than Wednesday noon before the Meeting.
- 2.6.3 The Clerk shall distribute the correspondence received to the Council or Committee Members prior to the Meeting to which the correspondence pertains.
- 2.6.4 All correspondence on any subject within the purview of a Standing Committee shall be referred directly to that Standing Committee.
- 2.6.5 The Clerk shall prepare a Council Information Index listing all items of correspondence received by the Clerk and not related to an upcoming agenda. The Council Information Index shall be delivered electronically directly to each Member of Council every Friday. A Member of Council may request in writing that an item from the Council Information Index be lifted and included on the next appropriate agenda as determined by the Mayor.

2.7 Declarations of Pecuniary Interest

- 2.7.1 When a Member present at a Meeting has a pecuniary interest as defined in the Municipal Conflict of Interest Act, as amended or replaced from time to time, the Member shall, prior to any consideration or discussion of the matter, disclose the pecuniary interest and the general nature thereof and refrain from discussing, debating or voting on the matter.
- 2.7.2 Every disclosure of pecuniary interest made by a Member shall be recorded in the minutes of the Meeting by the Clerk in accordance with the provisions of the Municipal Conflict of Interest Act, and the Member shall file a written statement of the interest and its general nature with the Clerk.
- 2.7.3 If the matter is being considered or discussed at a Closed Meeting,

the Member declaring a pecuniary interest shall leave the Meeting for the portion in which that matter is discussed, debated or voted on.

2.8 Delegations

- 2.8.1 A Delegate may only address Council with respect to an item on the agenda and verbally present information on matters of fact. To make a request to appear at Council, written notice shall be given to the Clerk no later than noon on the Wednesday prior to the Meeting.
- 2.8.2 Delegations may be heard at Council provided they have first appeared before the Standing Committee responsible for the matter, unless a matter considered by the Council was not previously considered by a Standing Committee.
- 2.8.3 Persons desiring to verbally present information of an urgent nature to the Council and who have not first made representation before the appropriate Committee of the Council, save and except as provided for in Section 2.8.2, may be heard upon a Two-Thirds Vote of the Members present.
- 2.8.4 Persons making delegations to Council or Committee shall not speak more than five (5) minutes unless otherwise provided by a Majority Vote of the Members present.
- 2.8.5 The priority in which delegations shall be considered by the Council or Committee shall be determined by the Mayor or Chair, as applicable.
- 2.8.6 No person, except Members of Council and appointed officials of the Town of Whitby shall be permitted to come within or behind the bar during a Meeting of the Council or Committee without the permission of the Mayor.
- 2.8.7 No person shall make detrimental comments, or speak ill of, or malign the integrity of staff, the public or Council and Committee.
- 2.8.8 Delegates shall not be permitted to appear before Council or Committee for the sole purpose of generating publicity for an event.
- 2.8.9 A Delegate may only address a Standing Committee with respect to an item on the agenda. Delegations have until 10:00 am on the day of the Committee Meeting to notify the Clerk in order to be a registered Delegate or to submit a written statement for the Meeting. These delegations will be added to the addendum agenda in accordance with section 2.1.1.
- 2.8.10 Except on matters of order, the Chair shall not interrupt a Delegate while he or she is addressing Council or Committee.
- 2.8.11 Members may only address a Delegate upon recognition by the Chair and may only ask questions and not express opinions or enter into

debate or discussion.

2.9 Finance/Budget Chair

2.9.1 The Mayor shall appoint a Member to act as the Chair of Finance/Budget, and that Member shall be responsible for consulting with the Treasurer with regard to the preparation of the annual budget, and the presentation of the budget to the Council and public.

2.10 Mayor's Designates and Appointments

2.10.1 Where Council representation is required on a Committee or a Local Board, the Mayor shall designate the Member or Members to represent the Council of such Committee or Local Board and the Mayor's decision shall be final and binding.

2.10.2 The Mayor shall appoint Members to serve as Chair and Vice-Chair of Planning and Development and Chair and Vice Chair of General Government, and those Members shall be responsible for chairing the respective portions of the Committee of the Whole agenda and meeting. The term of appointment shall be for one calendar year.

2.10.3 The Mayor shall appoint a Member to serve as the Vice-Chair of Management Committee, who shall be responsible for chairing Management Committee in the Mayor's absence.

2.10.4 The Mayor shall appoint a Ward Councillor as an alternate member of the upper-tier council, to act in place of a person who is a member of the councils of the local municipality and its upper-tier municipality, when the person is unable to attend a meeting of the upper-tier council for any reason.

2.11 Minutes

2.11.1 The Clerk shall record in the minutes,

- a) the date, time and place of a Meeting;
- b) the Members attending the Meeting;
- c) the reading, if requested, correction and adoption of the minutes of prior Meetings; and,
- d) all other proceedings of the Meeting without note or comment.

2.11.2 It shall be the duty of the Clerk to ensure that the minutes of the last regular Meeting and all special, closed and Standing Committee Meetings held prior to a regular Meeting are included in the next regularly scheduled Council agenda.

2.11.3 The minutes are a legal record of what action was taken and are open for errors and omissions. No debate is permitted.

2.11.4 The minutes may be adopted by the Council without being read by the Clerk.

2.11.5 When the minutes of a Council and Committee Meeting have been adopted, the Mayor and/or Chair and the Clerk shall sign them.

2.12 New and Unfinished Business

2.12.1 Departmental reports of an urgent nature which have not been considered by a Committee shall be listed under the New and Unfinished Business Section of the agenda for the Council's consideration.

2.12.2 A Member may, with the consent of Two-Thirds Majority of the Members present, introduce a Motion under New and Unfinished Business which due to its urgent nature cannot be properly presented at a Meeting of Council in accordance with Section 3.14 or a Meeting of a Committee. Prior to introducing a formal Motion, a Member may provide clarity on the subject.

2.13 Participation of Chair in Debate

2.13.1 The Chair who presides over any part of a Meeting may state relevant facts and the Chair's position on any matter before the Council or Standing Committee without leaving the Chair, which may take place immediately prior to the vote, but it shall not be permissible for the Chair to move a Motion or debate a question without first leaving the chair.

2.13.2 If during a Meeting of Council the Mayor desires to leave the chair to move a Motion or to take part in the debate the Mayor shall call on the Deputy Mayor to preside until the Mayor resumes the chair.

2.14 Presentations

2.14.1 Presentations at Meetings shall be limited to a maximum of 10 minutes.

2.14.2 The following types of presentations shall provide information only and shall be heard at the beginning of a Meeting:

- a) Presentations by outside organizations providing information with no accompanying report or recommendations;
- b) Presentations recognizing achievements; and,
- c) Presentations by staff or Town consultants.

2.15 Public Notice of Meetings

2.15.1 Staff shall give public notice of all regular open and closed Council and Standing Committee Meetings by inclusion on the Town's website at least 72 hours prior to the Meeting.

2.15.2 Staff shall give public notice of all Special Meetings, open and closed, of Council and Standing Committees by:

- a) inclusion on the Town's website as soon as possible after the Meeting is called and no later than 24 hours prior to the Meeting;

2.15.3 Notwithstanding Sections 2.15.1 and 2.15.2, staff shall give further notice as required of items on any agenda, in accordance with applicable legislation and/or Town policy.

2.16 Quorum

2.16.1 A majority of the Members of Council shall constitute a quorum.

2.16.2 For the purposes of a quorum of a Committee:

- three Members of the Management Committee shall constitute a quorum;
- two Members of the Audit Committee shall constitute a quorum, and;
- a Majority of the Members of Council shall constitute a quorum for Committee of the Whole.

2.17 Refreshments at Council and Committee

2.17.1 No Member shall consume food or drink, other than water, in a room in which a Meeting is taking place.

2.18 Video Taping of Council, Committee and Local Board Meetings

2.18.1 Signs, banners, emblems, flags, cameras, audio and video recordings by the public are prohibited in the Council Chambers except by permission of the Chair.

2.18.2 Notwithstanding the above, the provisions of this section shall not apply to Town staff or any telecommunication service provider permitted by Council.

Section 3 – Council Meetings

3.1 By-laws

3.1.1 The Clerk shall submit to Council a summary of all By-laws proposed for adoption, including the By-law number and title.

3.1.2 Unless otherwise requested or separated, all By-laws proposed for adoption shall be passed in one single Motion, duly moved and seconded.

3.1.3 Every by-law when introduced in the Council agenda shall contain no blanks except as may be required to conform to accepted procedure or to comply with the provisions of any Act, and shall be otherwise complete.

3.1.4 The Clerk shall be responsible for their correctness should they be amended at the Council Meeting.

3.1.5 Every By-law passed by Council shall:

- a) be signed by the Mayor, or the presiding Officer at the Meeting;
- b) be signed by the Clerk or Deputy Clerk;
- c) be sealed with the seal of the Town; and
- d) indicate the date of passage.

3.2 Call of the Roll

3.2.1 The Clerk shall report the attendance of the Members of the Council.

3.3 Call To Order

3.3.1 As soon after the hour fixed for holding the Meeting of the Council and provided a quorum is present, the Mayor shall call the Members to order.

3.3.2 In the case of the Mayor not attending within 15 minutes after the hour fixed for holding the Meeting of the Council, and provided a quorum is present the Deputy Mayor shall call the Members to order and shall preside until the arrival of the Mayor.

3.4 Standing Committee Reports

3.4.1 Council shall consider reports of the Committees in the following order:

- a) Committee of the Whole
- b) Management Committee
- c) Audit Committee

3.4.2 Committee reports shall be presented by the Chair of the Committee or, in his or her absence, the Vice-Chair of the Committee, who shall move the adoption of the report.

3.4.3 Council Members shall identify any items contained in a Committee Consent Report, which they wish to speak to and the matter shall be extracted from the Consent report to be dealt with separately.

3.4.4 The balance of items on the Committee Consent report, which have not been extracted, shall be voted on in one Motion.

3.5 Contents of Standing Committee Reports

- 3.5.1 All recommendations of a Standing Committee passed as a Motion shall be placed on the next regular Council agenda as part of the applicable Standing Committee Report, save and except:
- a) A recommendation to Refer (Commit) an item at Standing Committee shall be noted as having been referred on the next regular Council agenda. Notwithstanding referral of a matter at Standing Committee, Council may dispense with or otherwise consider said matter;
 - b) Motions to lift a matter from the Standing Committee's New and Unfinished Business List.

3.5.2 In the event that a recommendation or Motion regarding a Staff Report presented at a Standing Committee is defeated and not replaced with an alternative recommendation or Motion, the subject header for that Staff Report shall be placed on the next regular Council agenda as part of the applicable Standing Committee Report, with the following note in place of a recommendation: "No Committee Recommendation – Council Direction Required".

3.6 Confirmatory By-law

3.6.1 Council may enact a By-law to confirm all actions taken by Council at that Meeting.

3.7 Council Order of Business

The business of the Council shall in all cases be taken up in the following order unless otherwise decided by the majority of the Members present:

- a) Call to Order
- b) Moment of Reflection
- c) Call of the Roll
- d) Disclosure of Interest
- e) Approval of the Minutes
- f) Delegations/Presentations
- g) Correspondence
- h) Committee Reports
- i) Notices of Motion
- j) New and Unfinished Business

- k) By-laws
- l) Closed Session
- m) Confirmatory By-law
- n) Adjournment

3.8 Duties of the Mayor

It shall be the duty of the Mayor,

- a) to preside at all Meetings of the Council;
- b) to open Meetings of the Council by taking the Chair wearing the Chain of Office and calling the Members to order;
- c) to announce the business before the Council in the order in which it is to be acted upon;
- d) to receive and submit to a vote, in the proper manner, all Motions which do not contravene the Rules of Procedure and to announce the result;
- e) to decline to put to a vote Motions which infringe upon the Rules of Procedure;
- f) to restrain the Members, within the Rules of Procedure, when engaged in debate;
- g) to enforce on all occasions the observance of order and decorum among the Members;
- h) to expel any person for improper conduct at a Meeting it being understood that such action shall be at the sole discretion of the Mayor;
- i) to authenticate, by signature when necessary, all By-laws, Resolutions, and minutes of the Council;
- j) to inform the Members of the Council on any point of order; and,
- k) to adjourn the Meeting without the question being put or to suspend or recess the sitting for a time to be named if considered necessary because of grave disorder arising in the Meeting.

3.9 Inaugural Council Meeting

- 3.9.1 The first Meeting of Council following a regular election shall be held on the Monday following November 15th, or if November 15th is a Monday, on that day.

3.9.2 At the inaugural Meeting, each Member present shall make his or her declaration of office and Council shall not proceed with any regular business at this Meeting.

3.10 Meetings of Council

3.10.1 Prior to the end of each year, Council shall adopt a regular Meeting schedule for its Meetings to be held in the following year including the dates, times and locations for such Meetings and the Clerk shall publish the schedule on the Town website.

3.10.2 Despite the provisions of subsection 3.10.1 of this by-law, the date, time and location of regular Meetings of Council may subsequently be amended by consent of Mayor, and the Clerk shall note the change on the Town website and shall give notice of the revised date, time and/or location to all Members and the public in accordance with Section 2.15.

3.11 Moment of Reflection

3.11.1 Council Meetings shall commence with a moment of reflection led by the Mayor.

3.12 Motions

[listed alphabetically for ease of reference]

i. Adjourn

A Motion to adjourn the Council or to adjourn the debate shall always be in order except:

- a) when a Member is speaking or during the taking of a vote;
- b) immediately following the affirmative resolution of a Motion that a vote on the question be now taken;
- c) when a Member has already indicated to the Chair that the Member desires to speak to the question; and
- d) when resolved in the negative, cannot be made again until Council has conducted further proceedings.

ii. Appeal

A Motion to appeal from the decision of the Mayor,

- a) If a Member appeals to the Council, the Member shall have the right to state his or her case, the Mayor shall have the right to reply and the Council shall decide the question without further debate by Majority Vote of the Members present and its decision shall be final.

- b) shall be made only at the time the ruling is made by the Mayor;
- c) shall not be debated, amended or reconsidered; and,
- d) the Chair will give concise reasons for the ruling and will call a vote on the following question; 'Will the ruling of the chair be sustained?', and the decision is final. The Chair may vote on this question.

iii. Beyond Jurisdiction

A Motion in respect of a matter which is beyond the jurisdiction of the Council shall not be in order unless it is a matter which, in the opinion of the Majority of Members present (this question to be decided without debate), has to do with the welfare of the citizens generally.

iv. Failure to Vote

A failure to vote 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.

v. Limit or Extend Limits of Debate

A Motion to limit or extend the limits of debate,

- a) shall not be debatable;
- b) may be amended;
- c) may be reconsidered; and,
- d) shall require a Two-Thirds Vote.

vi. Majority Vote

The vote required to pass a Motion shall be a simple majority except as otherwise provided in this by-law or by Statute and every Member shall have one vote.

vii. Point of Order

- 1) A point of order may be called by a Member to bring attention to,
 - a) any breach of the Rules of Procedure of the Council;
 - b) any defect in the constitution of any Meeting of the Council;
 - c) the use of improper, offensive or abusive language;
 - d) notice of the fact that the matter under discussion is not within the scope of the proposed Motion; or,

- e) any other informality or irregularity in the proceedings of the Council.
- 2) When a Member rises on a point of order, the Member shall ask leave of the Mayor to raise the point of order and after leave is granted the Member shall state the point of order to the Mayor, sit down and remain seated until the Mayor has decided and stated the point of order.
- 3) Thereafter, a Member shall only address the Mayor for the purpose of appealing the Mayor's decision to the Council.
- 4) If no Member appeals, the decision of the Mayor shall be final.

viii. Postpone to a Definite Time

- 1) A Motion to postpone a matter to a definite time shall be debatable, amendable and may be reconsidered.
- 2) If a matter has been postponed to a definite time and a Member wishes to bring it back before the appointed time, the Motion to bring the matter back shall require a Two-thirds vote.

ix. Postpone Indefinitely

A Motion to postpone indefinitely shall be debatable, shall not be amended, requires a Majority Vote and may be reconsidered.

x. Call the Question

A Motion to call the question,

- a) shall not be debatable or amendable;
- b) shall not be proposed when there is an amending Motion under consideration except for the purpose of moving that the amending Motion be put;
- c) when decided in the affirmative shall preclude all further amendments of the main Motion;
- d) when resolved in the affirmative, the original Motion shall be put forward without debate or amendment; and,
- e) shall not be moved by a Member who has spoken on the main Motion.

xi. Question of Privilege

- 1) Where a Member considers that their integrity or the integrity of the Council as a whole has been called into question, the Member may as a matter of privilege rise at any time, with the consent of the Mayor, no debate being allowed, for the purpose of drawing the attention of Council to the question.
- 2) A Motion resulting from a question of privilege shall be treated as a main Motion and shall receive disposition by the Council forthwith and the Motion so interrupted shall be immediately considered at the point where it was interrupted.

xii. Recess

- 1) A Motion to recess when other business is before the Meeting;
 - a) shall specify the length of time of the recess;
 - b) shall not be debatable and shall only be amendable with respect to the length of the recess; and,
 - c) shall not have a Motion to reconsider applied to it.
- 2) A Motion to recess, when no other business is pending, shall be treated as a main Motion. The recess may be taken immediately or at a future time.

xiii. Reconsideration

- 1) After a matter has been decided by Council, it shall only be reconsidered within 12 months following the decision of Council based on new information and if Council decides to do so by a Two-Thirds Vote, unless a regular election has occurred following the decision.
- 2) A Motion to reconsider is debatable.
- 3) No discussion on the matter being reconsidered shall be allowed until the Motion for reconsideration is carried.
- 4) If the Motion to reconsider is decided in the affirmative, such reconsideration shall become the next order of business, and debate on the question to be reconsidered shall proceed as though it had never previously been considered.
- 5) Where a decision of the Local Planning Appeal

Tribunal (LPAT) results in a planning and development matter being referred back to Council for reconsideration, the matter shall be placed as soon as practicable on the Council meeting agenda following the referral from LPAT and the matter shall not be deemed a reconsideration for the purpose of this section.

xiv. Refer (Commit)

A Motion to refer or commit,

- a) shall identify to whom or what body the question or Motion is being referred (i.e. staff or an Advisory Committee);
- b) shall identify the date and time the matter shall be brought back for consideration by the Standing Committee or Council;
- c) shall require instructions or reasons for the referral (i.e. to undertake further investigations or provide additional information); and,
- d) is debatable and amendable.

xv. Rescind

A Motion to rescind,

- a) shall not be used if it is possible to use the Motion to reconsider;
- b) shall require a Two-Thirds Vote; and,
- c) shall be debatable, amendable and may be reconsidered.

xvi. Seconding

Council shall not debate any Motion until it has been seconded. When a Motion has been seconded, it may upon request be read or stated by the Mayor or Clerk at any time during the debate, but not so as to interrupt a speaker.

xvii. Suspension of Rules

- 1) A Motion to suspend the Rules of Procedure required by this by-law shall not be debatable or amendable and shall require a Two-Thirds Vote of the Members present.
- 2) A Motion to reconsider shall not be applied to a Motion to suspend the Rules of Procedure.

xviii. Table

A Motion to lay on the table,

- a) takes precedence over all other subsidiary Motions;
- b) may be applied to main Motions, to appeals, to reconsideration and to Motions that arise out of questions of privilege;
- c) is in order when a Motion to close debate is pending or has been carried;
- d) cannot be debated or amended; and,
- e) cannot apply to any subsidiary Motion and cannot have any subsidiary Motion applied to it.

xix. Take from the Table

A Motion to take from the table,

- a) shall not be in order when another Motion is before the Meeting;
- b) shall not be debatable or amendable;
- c) when resolved in the negative, shall not be presented again until after some intermediate proceedings have been completed by the Council; and,
- d) when resolved in the affirmative the Motion shall become immediately pending, and the Motion taken from the table shall not be laid on the table again until after some intermediate discussion has taken place.

xx. Tie Votes

Any question on which there is a tie vote shall be deemed to be lost, except where otherwise provided by any Act or this by-law.

xxi. Withdrawal

- 1) A request to withdraw a Motion,
 - a) shall only be made by the mover of the Motion;
 - b) may be made without the consent of the seconder of the Motion; and,
 - c) shall be in order up until the vote on the Motion is taken;
- 2) If a Member objects to the withdrawal of a Motion, a withdrawal Motion may be entertained and becomes a main Motion, requires a seconder and a Majority Vote to adopt. If no Member objects to the withdrawal of the Motion, the Motion shall be considered withdrawn

without the necessity of a seconder and a vote.

3.13 Notices of Motion

- 3.13.1 A Member desiring to introduce a Motion at a Meeting regarding a matter that would not otherwise be considered by the Council at such Meeting, shall deliver a written copy of the Motion, with a confirmed mover and seconder, to the Clerk not later than Wednesday noon before the regular Meeting of the Council at which notice of the Motion is to be given.
- 3.13.2 The Clerk, upon receipt of a notice of Motion, shall print the Motion in full in the agenda for the next regular Meeting of the Council.
- 3.13.3 A notice of Motion shall be considered or otherwise disposed of by the Council at the regular Meeting at which it is first introduced, unless a Member objects to its consideration, in which case it shall be considered at the next regular Meeting of the Council.
- 3.13.4 Any Member of the Council may agree to second a notice of Motion if the seconder is absent from the Meeting.

3.14 Precedence of Motions

Except as otherwise provided in this by-law, the order of presentation and disposition of Motions shall be as follows with the lowest ranking Motion being at the bottom of the list and a Motion shall not be in order if a Motion having higher precedence is pending.

3.14.1 Privileged Motions

- 1) Adjourn
- 2) Recess
- 3) Question of Privilege

3.14.2 Subsidiary Motions

- 4) Lay on the Table
- 5) Call the Question
- 6) Limit or Extend Limits of Debate
- 7) Postpone to a Definite Time
- 8) Refer or Commit Amend
- 9) Postpone Indefinitely
- 10) Main Motion
- 11) Take from the Table

12) Reconsideration

13) Rescind

3.14.3 Incidental Motions

14) Appeal

15) Point of Order

16) Withdrawal of Motion

17) Suspension of Rules

18) Motion of Divide

3.15 Rules of Debate

3.15.1 Every Member prior to speaking to any Motion must be recognized first by the Chair. This will be done by the raising of the Member's hand.

3.15.2 When two or more Members request to speak, the Chair shall designate the Member who has the floor first.

3.15.3 When the Chair calls for the vote on a Motion, each Member shall be seated and shall remain seated until the result of the vote has been declared by the Chair, and during such time no Member shall walk across the room to speak to any other Member or make any noise or disturbance and no Member shall speak to the Motion nor shall any other Motion be made until after the vote is taken and the result has been declared.

3.15.4 When a Member is speaking, no other Member shall pass between the Member and the Chair or interrupt the Member except to raise a question of privilege, appeal from the decision of the Chair, raise a point of order or move reconsideration.

3.15.5 Any Member may require a Motion under discussion to be read at any time during the debate but not so as to interrupt a Member while speaking.

3.15.6 No Member shall speak more than once to the same Motion without permission of the Chair, except that a reply shall be allowed to be made only by the Member of the Council who has presented the Motion to the Council.

3.15.7 No Member, without leave of the Council, shall speak to the same Motion, or in reply, for longer than five (5) minutes.

3.15.8 A Member may ask a question only for the purpose of obtaining information relating to the Motion under discussion and such question must be stated concisely and asked only through the Chair. Notwithstanding the

foregoing, when a Member has been recognized as the next speaker, such Member may immediately before speaking, ask a question through the Chair on the Motion under discussion but only for the purpose of obtaining information, following which the Member shall speak.

- 3.15.9 If the Mayor desires a Member to preside over a portion of the Meeting for the purpose of the Mayor taking part in debate or otherwise, the Mayor shall designate the Deputy Mayor, if present, and if not present, any other Member, who will preside over the Meeting.

3.16 Special Council Meetings

- 3.16.1 The Mayor may at any time call a Special Meeting of Council. The Mayor shall also call a Special Meeting of Council when so requested in writing by a Majority of Members of Council.
- 3.16.2 Upon receipt of a petition of the Majority of the Members of the Council, the Clerk shall call a Special Meeting for the purpose and at the time and place mentioned in the petition.
- 3.16.3 The Clerk shall give notice of the time, place and purpose of every Special Meeting to all Members not less than 24 hours prior to the time fixed for the Meeting.
- 3.16.4 The notice calling a Special Meeting of the Council shall state the business to be considered at the Special Meeting and Council shall consider no business other than that stated in the notice of such Meeting.
- 3.16.5 A Special Meeting may be called for the purpose of educating or training Members, it being understood that the purpose of the Meeting is only to educate or train, and delegations shall not be received and decisions shall not be made or considered.
- 3.16.6 On urgent or extraordinary circumstances, the Mayor may call an emergency Special Council Meeting without the notice provided in subsection 2.15.2 and 3.17.3 of this by-law.

3.17 Voting

3.17.1 Open Meeting Voting

- a) The manner of determining the decision of the Council on a Motion shall be by show of hands unless a recorded vote is requested. No vote shall be taken by ballot or by any other method of secret voting, and every vote so taken is of no effect.
- b) A failure to vote 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.

3.17.2 Recorded Vote

- a) If a Member present at a Meeting at the time of a vote requests before the taking of the vote that the vote be recorded, each Member present, except a Member who is disqualified from voting by any Act, shall announce his or her vote openly and the Clerk shall record each vote. The order of voting shall be in alphabetical order by surname, save and except the Mayor who shall vote last.
- b) The Clerk shall record in the minutes the name of any Member of Council who is not present at the Meeting when such recorded vote is taken.

3.17.3 Voting by the Mayor

The Mayor, except when disqualified to vote by reason of interest, may vote with the other Members on all questions.

3.17.4 Voting at Closed Meetings

- 1) In a closed Meeting, Council or Committee shall only vote on Motions pertaining to a procedural matter or for giving directions or instructions to officers, employees or agents of the Town or persons retained by or under a contract with the Town.

Section 4 – Standing Committee Meetings

4.1 Chair and Vice-Chair

- 4.1.1 The Mayor and in his or her absence the Vice Chair shall Chair Meetings of the Management Committee.
- 4.1.2 The Members appointed as Chair and in their absence the Vice Chair shall Chair the portions of Committee of the Whole that respectively consider General Government and Planning and Development matters, and the Mayor and in his or her absence the Deputy Mayor shall chair the remaining portions of the agenda and meeting.

4.2 Committee Meetings

- 4.2.1 Prior to the end of each year, Council shall adopt a regular Meeting schedule for Meetings of the Standing Committees to be held in the following year, including the dates, times and locations for such Meetings and the Clerk shall publish the schedule on the Town website.
- 4.2.2 Despite the provisions of Subsection 4.2.1 of this by-law, the date, time and/or location of regular Meetings of a Standing Committee may be amended by consent of the Mayor and the Clerk shall note the change on the Town website and shall give notice of the revised date, time and/or location to all Members and the public in accordance with Section 2.15.

4.3 Committee Order of Business

The Clerk shall prepare an agenda containing the following:

- a) Disclosure of Interest
- b) Delegations/Presentations
- c) Correspondence
- d) Public Meetings
- e) Staff Reports
- f) New and Unfinished Business
- g) Adjournment

4.4 Committee Secretaries

- 4.4.1 The Clerk or his or her designate shall be the secretary of all Standing Committees.
- 4.4.2 It shall be the duty of the secretary to give notice of each Meeting of a Standing Committee together with an agenda of the matters to be considered so that such notice and agenda will reach the Members not later than the day preceding the day of the Meeting.
- 4.4.3 Despite any provision of this by-law to the contrary, the secretary shall make every effort to publish an agenda with respect to a Meeting of a standing committee at least three (3) business days prior to such Meeting.

4.5 Composition

- 4.5.1 The Audit Committee shall be composed of the Mayor, the Councillor delegated as Chair of Finance/Budget by the Mayor, and the Deputy Mayor.
- 4.5.2 The Management Committee shall be composed of those Members of Council elected by general vote save and except the Deputy Mayor plus one Member of Council elected by ward serving for a one year term starting with the Member representing Ward 1 serving in the first year of the Council term and the Member representing Ward 4 serving in the fourth year of the Council term.
- 4.5.3 Committee of the Whole shall be comprised of all Members of Council.
- 4.5.4 Only Standing Committee Members may make Motions and vote. Members of Council who are non-Members of a Standing Committee may:

- a) attend the Standing Committee Meetings;
- b) sit at the Standing Committee table; and,
- c) speak after Members of the Standing Committee have had the first opportunity to speak.

4.6 Special Standing Committee Meetings

- 4.6.1 The Mayor may call a Special Standing Committee Meeting.
- 4.6.2 The Clerk shall give notice of the time, place and purpose of every Special Standing Committee Meeting in accordance with Section 2.15.
- 4.6.3 The agenda for a Special Meeting of the Standing Committee shall state the business to be considered at the Special Meeting and the Standing Committee shall consider no business other than that stated in the agenda.
- 4.6.4 All recommendations passed at a Special Standing Committee Meeting shall be forwarded to Council for consideration.

4.7 Referral by Mayor

- 4.7.1 The Mayor may refer any matter of an urgent nature to the Council which, due to the time element, cannot be properly presented at the next regular Meeting of a Standing Committee.

4.8 Rules of Procedure for Committee

- 4.8.1 The Rules of Procedure of Council shall be observed in Meetings of Committees in so far as they are applicable, provided that,
 - a) a Motion shall not be required to be seconded;
 - b) the number of times a Member may speak on any question shall not be limited;
 - c) no Member shall speak more than once until every Member who desires to speak shall have spoken;
 - d) no vote on any particular item shall be recorded but a Member, on request, may be recorded as being opposed;
 - e) the rules as to notices of Motion shall not apply.

4.9 Standing Committees

- 4.9.1 There shall be the following standing committees of Council:
 - a) Audit Committee

- b) Management Committee; and,
- c) Committee of the Whole

4.10 Standing Committee Responsibilities

- 4.10.1 The Audit Committee shall generally be responsible for review of the audit statements of the Corporation, prior to submission to Council.
- 4.10.2 The Management Committee shall generally be responsible for matters related to but not limited to, litigation, wages, salaries, benefits and discipline of personnel of the Town; and, collective bargaining.
- 4.10.3 The Committee of the Whole shall be responsible for considering all matters that do not properly fall under the jurisdiction of the Audit or Management Committee, with the Committee of the Whole agendas segregated into matters of general government and matters of planning and development, the latter of which shall generally include those related to the Planning and Development Department.

Section 5 – Advisory Committees Procedure and Reporting

- 5.1. The Town Clerk may establish simplified Rules of Procedure for Advisory Committees, Quasi-Judicial Committees or Local Boards. Where simplified Rules of Procedure are not established, the Committee or Local Board shall be deemed to have adopted this Procedure By-law, save and except Local Boards which may adopt their own Rules of Procedure subject to the approval to the Town Clerk.
- 5.2. Where an Advisory Committee is established to advise Council on a certain matter, recommendations from the Advisory Committee requiring Council endorsement shall be placed on the Council Information Index and may be considered by Council in accordance with section 2.6.5.

Section 6 – Statutory Public Meetings under the Planning Act

Note: Herein and for the purpose of this section only, a statutory public meeting under the Planning Act, R.S.O. 1990, c. P.13 shall be referred to as a “public meeting”.

- 6.1 The Chair and in his or her absence the Vice-Chair of Planning and Development appointed by the Mayor shall Chair public meetings.
- 6.2 The dates and times for hearing public meetings shall be established in the Council and Standing Committee meeting schedule as provided for in Sections 3.10.1 and 4.2.1, and the dates and times of such public meetings may be amended with the consent of the Planning and Development Chair and Commissioner of Planning and Development, provided all notice requirements under the Planning Act are met.

- 6.3 Public meetings are not deemed to be a meeting of the Council or a Standing Committee. The Chair, Commissioner of Planning and Development and designates, and Town Clerk and/or appointed recording secretary shall be permitted to appear on the dais, and no other Member shall be permitted on the dais.
- 6.4 The rules regarding the hearing of a Delegate as provided for in this By-law shall apply to public meetings, including provisions regarding speaking time and decorum, save and except that any person wishing to make an oral submission at a public meeting shall not be required to register with the Clerk prior to appearing. All procedure rulings and interpretation regarding a Delegate shall be at the discretion of the Chair.
- 6.5 The public meeting for each application shall proceed as follows:
- i. Staff shall provide a brief overview of the application;
 - ii. The applicant or their representative may appear and provide information regarding the application;
 - iii. Members of the public and/or stakeholders in attendance and wishing to speak may make an oral submission;
 - iv. The Chair may call on the applicant and/or staff to provide clarification on matters raised by members of the public and/or stakeholders.
- 6.6 The Clerk shall capture oral submissions from the public and stakeholders at the public meeting, and shall forward a copy of the Clerk's minutes capturing such submissions to the Members of Council once prepared.

Section 7 – Administrative Authority of the Clerk

The Town Clerk shall be authorized to make minor corrections to any By-law, Motion, Resolution, minutes or other Council document to eliminate technical or typographical errors.

Section 8 – Short Title

This by-law may be referred to as the Procedure By-law.

Section 9 – Repeal of Existing By-Law

By-law # 7279-17 and # 7305-17 are hereby repealed.

Section 10 – Effective Date

This by-law shall come into force and take effect on the passing thereof.

Appendices

Attachment 1

Table for Determining Majority Vote and Two-Thirds Vote

Attachment 2

Whitby Hydro Energy Corporation – Shareholder Meeting Procedures

By-law read and passed this 11th day of December, 2018.

Original Approved and Signed.

Don Mitchell, Mayor

Original Approved and Signed.

Christopher Harris, Town Clerk

Attachment 1 to By-law 7279-17

Table for Determining Majority Vote and Two-Thirds Vote

Number of Votes Cast	Majority Vote	Two-Thirds Vote
1	1	1
2	2	2
3	2	2
4	3	3
5	3	4
6	4	4
7	4	5
8	5	6
9	5	6
10	6	7
11	6	8
12	7	8
13	7	9
14	8	10
15	8	10

Attachment 2 to By-law # 7279-17

Whitby Hydro Energy Corporation – Shareholder Meeting Procedures

The Corporation of the Town of Whitby, and by default Council, is the 100% Shareholder of Whitby Hydro Energy Corporation (“WHEC”), a corporation incorporated under Ontario’s Business Corporations Act pursuant to Section 142 of the Electricity Act, 1998 and Section 71 of the Ontario Energy Board Act, 1998. As the sole Shareholder, Council appoints a Board of Directors to govern WHEC and make recommendations to Council when required and in accordance with the corporate by-laws (see also By-law No. 1 of WHEC).

Pursuant to Subsection 142(6) of the Electricity Act, 1998, a corporation such as WHEC (incorporated pursuant to Section 142 of the Electricity Act, 1998) is not a local board for the purposes of any Act. As such, the WHEC Board of Directors is not subject to the provisions governing local boards under the Municipal Act, 2001, including those provisions governing the holding of closed meetings (see also Closed Meeting Policy - G 040). However, when acting as the sole Shareholder of WHEC, Council meetings to consider WHEC matters are still subject to the meeting provisions under the Municipal Act, 2001.

The purpose of this document is to provide guidelines for how Council shall meet and make decisions as the Shareholder of WHEC. The guidelines enumerated within this attachment to the Procedure By-law shall be read and interpreted in conjunction with WHEC By-law No. 1 and the Articles of Incorporation for WHEC and its subsidiaries.

1. Definitions

- 1.1. **Board of Directors** shall mean the Board of WHEC comprised of directors appointed by the Shareholder.
- 1.2. **Shareholder** shall mean The Corporation of the Town of Whitby, and by default, Council;
- 1.3. **Shareholder Direction** shall mean a document prepared by the Town Clerk, and signed by the Mayor and Clerk, advising the WHEC Board of Directors of a direction duly authorized and passed at a meeting of the Shareholder;

2. Shareholder and Board’s Responsibilities

- 2.1. The responsibilities of a shareholder are enumerated in law and jurisprudence; however, as guidelines, the Shareholder is responsible to appoint the Board of Directors, approve corporate by-law changes, appoint an auditor, receive the WHEC’s financial statements, and approve major or fundamental changes such as those affecting WHEC’s structure or business activities.
- 2.2. The responsibilities of directors of a corporation are enumerated in law and jurisprudence; however, as guidelines, the WHEC Board of Directors is responsible for overseeing the business of WHEC and maximizing value for the Shareholder.

3. Shareholder Meetings

- 3.1. Shareholder matters of the WHEC shall be considered at a Special Council meeting called and held in accordance with the Procedure By-law.

- 3.2. The Shareholder shall consider recommendations from the WHEC Board of Directors and/or Town Staff at the Shareholder meeting.
 - 3.3. The Shareholder shall hold an Annual General Meeting in accordance with WHEC By-law No. 1 to consider the financial statements, elect Directors, confirm the appoint of auditors, and consider any other business as may properly be brought before the meeting.
4. Shareholder Direction
- 4.1. All directions of the Shareholder shall be directed to the WHEC Board of Directors, and shall be in the form of a resolution or by-law.
 - 4.2. Further to Section 3.1 above, direction to Town Staff and procedural matters shall not be considered formal direction to the WHEC and shall not require a Shareholder Direction prepared by the Town Clerk.
 - 4.3. The effective date of the direction of the Shareholder shall be the date of passage or enactment, unless otherwise noted.
 - 4.4. The Town Clerk shall prepare all Shareholder Directions and forward an original signed copy to the Chair of the WHEC Board of Directors and the WHEC CEO.
 - 4.5. The Town Clerk shall maintain a record of all Shareholder Directions.