



Sault Ste. Marie Region Source Protection Committee

Procedural Manual

Rules of Order, Code of Conduct and Conflict of Interest Policy

21 January 2008

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1.0 Introduction

Regulation O. Reg. 288/07 requires “written rules of procedures for conducting the business of the Committee that are satisfactory to the Sault Ste. Marie Region Source Protection Authority”. These rules are subject to change by authority of the Committee from time to time.

2.0 Application and Scope

This code applies to all persons appointed to Sault Ste. Marie Region Source Protection Committee under section 7 of the *Clean Water Act, 2006*.

3.0 Rules of Order, Code of Conduct and Conflict of Interest Policy

3.1 Preamble

- 3.1.1.** The Sault Ste. Marie Region Source Protection Committee established by Sault Ste. Marie Region Source Protection Authority, under Section 7 of the *Clean Water Act, 2006* is responsible for the preparation of a Terms of Reference, Assessment Report and Source Protection Plan for the Sault Ste. Marie Region Source Protection Area in accordance with the Act, regulations and Director’s rules.
- 3.1.2.** Members of the Sault Ste. Marie Region Source Protection Committee bring to the Committee a wide range of relevant knowledge and expertise relating to the Committee’s role, acquired because of experience in both the private and public sector. Sault Ste. Marie Region Source Protection Committee Members join the Committee to contribute to the source protection planning process under the *Clean Water Act, 2006*.
- 3.1.3.** The purpose of this Rules of Order, Code of Conduct and Conflict of Interest Policy is to set out the standard of conduct expected of Sault Ste. Marie Region Source Protection Committee Members appointed by Sault Ste. Marie Region Source Protection Authority. It also sets out the procedure to be followed by Members in disclosing conflicts and perceived conflicts, as well as the consequences of failure to comply with that procedure.

4.0 Procedure for Conducting Meetings

4.1 Meetings

- 4.1.1** The Chair of the Source Protection Committee (SPC) shall preside at all meetings of the Committee. If the Chair is absent or unable to act,

or the office of the Chair is vacant, the remaining Members shall appoint an acting Chair from among themselves, and the acting Chair has all the powers and shall perform all duties of the Chair.

- 4.1.2** The Chair of the Source Protection Committee shall determine the time and location of the first meeting of the SPC.
- 4.1.3** The Source Protection Committee shall at its first meeting and every six months thereafter establish a meeting schedule for the following six months.
- 4.1.4** The Source Protection Committee shall give notice of Committee meetings to the public by publishing the current meeting schedule on the Sault Ste. Marie Region Conservation Authority's drinking water source protection web site at <http://www.ssmrca.ca/>.
- 4.1.5** The government of Ontario legislation and regulations governing the procedure of the Source Protection Committee shall be observed in all meetings, as far as they are applicable.
- 4.1.6** The minutes of all meetings of the Source Protection Committee shall be recorded by the Source Protection Committee Administrator.
- 4.1.7** Email notice of all Source Protection Committee meetings shall be sent to each Member and Liaison Member of the SPC.
 - 4.1.7.1** The Agenda for the Source Protection Committee meeting will be e-mailed to the SPC Members, Liaison Members and the Source Protection Authority Drinking Water Source Protection staff one week prior to the meeting.
 - 4.1.7.2** The Agenda for the Source Protection Committee meeting will be posted on the Drinking Water Source Protection website one week prior to the meeting.
- 4.1.8** Within 30 days after any meeting, the Project Manager or his/her designate shall email or send a copy of the minutes of that meeting to the Source Protection Committee Members.
- 4.1.9** All meetings of the Source Protection Committee are open to the public, except where the SPC chooses to close a meeting or part of a meeting to the public to meet obligations under the *Freedom of Information and Protection of Privacy Act* (FIPPA).
- 4.1.10** At any meeting, each voting Member is entitled to one vote, the Chair cannot vote as per Regulation 288/07.

- 4.1.11** A two-thirds majority of the voting Members plus the Chair present at any meeting is required upon all matters coming before the meeting. Abstention from voting upon any matter will be deemed as a blank vote, which is neither for nor against the motion.
- 4.1.12** Delegations to the Source Protection Committee must give two weeks notice of their interest in making a presentation. Presentations are limited to 15 minutes plus discussion time. Delegations with written information for consideration of the SPC will provide the written submission one week prior to the meeting.
- 4.1.13** When a motion is under debate, no motion shall be received other than a motion to amend, to defer action, to refer the question, to take a vote, to adjourn or to extend the hour of closing the procedures.
- 4.1.14** The Chair shall preserve order and decide on questions of order. When the Chair's rule is challenged, the meeting shall forthwith vote to sustain the Chair's ruling or to make a new ruling.
- 4.1.15** After a question has been decided, any Member who voted thereon may, with the majority consent at any regular meeting of the Source Protection Committee, thereafter move for reconsideration of the question.
- 4.1.16** No discussion of the main question shall be allowed until the motion for reconsideration is carried, and no question shall be reconsidered more than once at any one meeting.
- 4.1.17** On an annual basis, the Project Manager of the Drinking Water Source Protection will publish on the website an attendance record of Source Protection Committee Members.
- 4.1.18** Only the Chair, the project manager or their designate should comment to the media on policy matters. This policy is not intended to restrict the ability of Members to express an opinion on non-Source Protection Committee general interest matters, where the Member makes it clear that he is commenting as a private citizen and not in his/her capacity as a Source Protection Committee Member.

4.2 Quorum

- 4.2.1** The business of the Source Protection Committee shall be carried out at meetings of the SPC at which quorum is present. A quorum is two thirds of the voting Members plus the Chair.
- 4.2.2** Quorum of the Sault Ste. Marie Region Source Protection Committee is two thirds of the SPC voting Members plus the Chair or acting Chair (6+1).

4.3 In Camera/Closed Meetings

- 4.3.1** Where a confidential matter arises, in keeping with Section 181818 of O. Reg. 288/07, a resolution closing the meeting to the public shall be passed and it shall state the general nature of the subject matter to be discussed.
- 4.3.2** The In-Camera sessions must have recorded minutes. These minutes will be held in accordance with FIPPA/MFIPPA, thus not made public. The discussions and any decisions by the SPC in the In-Camera sessions must follow the rules of consensus first and then vote in the case that consensus is not achievable.
- 4.3.3** The Source Protection Committee shall not close a meeting or part of a meeting to the public unless it has passed a resolution that:
- i) States that the meeting or part of the meeting is closed to the public
 - ii) States the general nature of the subject matter to be discussed in the absence of the public.

4.4 Decision Making

- 4.4.1** The Source Protection Committee shall attempt to make decisions by consensus among the Members. If the Chair determines that reasonable efforts have been made to achieve consensus but the SPC has been unable to make a decision by consensus, the decision may be made by a vote of the two-thirds of the Members present, excluding the Chair.

4.5 Proxy to Meeting

- 4.5.1** A Member of the Source Protection Committee may participate in the meetings of the SPC by proxy through a voting Member by filling out the proxy notice form – Appendix 1.

4.6 Teleconference

- 4.6.1** A Member of the Source Protection Committee may participate in meeting and votes conducted during meetings of the SPC by teleconference.

5.0 Per Diem

- 5.1** The Chair shall receive compensation from the province in keeping with their terms of office. Voting Members shall receive a per diem allowance for attending Source Protection Committee meetings, and any other such meetings to which they are appointed or directed by the SPC to attend in

advance of the meeting. First Nations Members will be compensated in keeping with Ministry guidance. Voting Members will be paid for expenses incurred on authorized SPC business. First Nations and other Liaison Members will be compensated in keeping with Ministry guidance.

- 5.2 All per diem expenses, travel and allowance to be in accordance with the procedural direction of the Source Protection Authority.

6.0 Freedom of Information and Protection of Privacy Act (FIPPA)

- 6.1 The provisions of the FIPPA/MFIPPA shall govern at the Source Protection Committee Members all times.
- 6.2 In the instance where a Source Protection Committee Member vacates their position on the SPC, they will continue to be bound by *FIPPA* requirements.

7.0 Source Protection Authority

- 7.1 After approval of the terms of reference, the Source Protection Committee Chair will prepare a report quarterly for the Source Protection Authority on progress in meeting the work plan defined in the terms of reference document.

8.0 Term of Appointment and Vacancies

- 8.1 The term of appointment and filling of vacancies shall be done in keeping with Regulation 288/07. Upon a vacancy, due to death, incapacity, resignation or continued absence occurring in any office of the Source Protection Committee, the Source Protection Authority shall fill that vacancy in keeping with the regulations.

9.0 Removal of Members from Office

- 9.1 The Source Protection Committee can request the removal of a Member from office should a Member fail to comply with section 7 of O. Reg. 288/07, which pertains to residing, owning or renting land or being employed within the source protection area or region. The SPC must make the request through the Chair to the Source Protection Authority.
- 9.2 The Source Protection Authority can remove a Member of the Source Protection Committee if the Member is not meeting their responsibilities as an SPC Member or if the Member is in violation of the code of conduct or conflict of interest policy. The Authority must first provide a written statement of the reasons for removal.

- 9.3** The Chair can request that the Source Protection Authority remove a Member from the Source Protection Committee after providing a written statement of the reasons for the request.
- 9.4** The Source Protection Authority can, on request of the Chair, remove the Member from the Source Protection Committee after it has provided the Member with a copy of the Chair's request.
- 9.5** The Source Protection Authority shall provide the Member and the Chair with an opportunity to make submissions to the authority before it makes a decision on removing the Member from the Source Protection Committee.
- 9.6** If a Member is removed from the Source Protection Committee, the Source Protection Authority shall as soon as reasonably possible, appoint the person to fill the vacancy as per O. Reg. 288/07.

10.0 Indemnity

- 10.1** In keeping with section 99 of the *Clean Water Act, 2006*, every Member of the Source Protection Committee and his heirs, executors, administrators and estate and effects respectively shall from time to time and at all times be indemnified and saved harmless from and against all costs charges, and expenses whatsoever which Member of the SPC sustains or incurs in or about any action, suit or proceeding which 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; all other costs, charges and expenses he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own wilful neglect or default.

11.0 Code of Conduct and Conflict of Interest Policy

11.1 Definitions

For the purposes of this code, the following definitions apply:

11.1.1 "Code" means this code of conduct and conflict of interest policy;

11.1.2 "Commercial information" means information that relates solely to the buying selling or exchange of merchandise or services by both profit-making enterprises and non-profit organizations;

11.1.3 "Committee" means the Sault Ste. Marie Region Source Protection Committee established by a Source Protection Authority under section 7 of the *Clean Water Act, 2006*.

11.1.4 “Confidential information” means commercial information, information about a third party, material information about a pending government decision or announcement or any other information that is not in the public domain regardless of whether it is identified as confidential that is obtained by the Member in the course of serving on the Committee. For example, particular care should be exercised in releasing information relating to the following matters:

- Personal information about any individual
- Items under litigation
- Information about suppliers provided for evaluation which might be useful to competitors
- Sources of complaints about a variety of matters where the identity of the complainant is given in confidence
- Items under negotiation
- Information supplied in support of license applications, etc., where such information is not part of the public documentation
- Schedule of prices in contract tenders
- Personal opinions regarding Sault Ste. Marie Region Conservation Authority or Sault Ste. Marie Region Source Protection Authority policies, regulations and programs should not be given to the public.

The preceding is not an exclusive list.

11.1.5 “Gift” includes any money, thing, intangible or personal benefit exceeding \$100.00 in value or anything that may reasonably be seen to compromise the personal judgement or integrity of a Member, but does not include nominal gifts, gratuities, hospitality or favours that do not create a sense of business obligation to the giver.

11.1.6 Harassment may include, but is not limited to the following:

11.1.6.1 Sexual Harassment

- Unwelcome remarks, jokes, and innuendos or taunting about a person's body, attire, sexual orientation or gender;
- Practical jokes of a sexual nature which cause awkwardness or embarrassment;
- Displaying pornographic pictures or other offensive material;
- Leering (suggestive staring) or other gestures;
- Unnecessary physical contact such as touching, patting or pinching;
- Physical assault;
- Demands for sexual favours or repeated unwanted social invitations.

11.1.6.2 Racial or Ethnic Harassment

- Unwelcome remarks, jokes, innuendos or taunting about a person's racial or ethnic background, colour, place of birth, citizenship or ancestry;
- Displaying of derogatory or offensive racist pictures or material;
- Refusing to converse or work with a Member or volunteer because of his or her racial or ethnic background;
- Insulting gestures or practical jokes based on racial or ethnic grounds, which cause embarrassment or awkwardness;

11.1.6.3 Other Harassment

- Unwelcome remarks jokes, innuendo or taunting about a person's age, record of offenses, marital status, family status, handicap or creed.

11.1.7 “Member” means a Member of the Sault Ste. Marie Region Source Protection Committee appointed by the Minister or a Source Protection Authority under section 7 of the *Clean Water Act, 2006*.

11.1.8 “Private interest” includes the financial or material interests of a Member and the financial or material interests of a Member of the Member’s immediate family;

11.1.9 “Prohibited activities” means:

11.1.9.1 Seeking or accepting a gift in connection with their capacity as Member;

11.1.9.2 Attempting to influence Committee decisions in order to further the Member’s private interest or the interests of a third party, including participating in a matter before the Committee, or making representations to another Member about a recommendation or decision that the Member should make and, at the same time, knowing or ought to know that in the recommendation or decision is the opportunity, or the reasonable appearance of an opportunity, for the Member to further his or her own private interest;

11.1.9.3 Using confidential information for any improper purpose, which includes using confidential information to the benefit of the Member’s private interest;

11.1.9.4 Disclosing confidential information to third parties without the consent of the party to whom the information relates;

11.1.9.5 Taking an action in their capacity as a Member that involves dealing with oneself in a private capacity that confers a benefit on oneself;

11.1.9.6 Misrepresenting their role as a Member to a third party to further the Member’s private interest;

- 11.1.9.7 Holding oneself out as an official of the government of Ontario or inferring to a third party that the Member has the capacity to deliver a favourable decision from the government;
- 11.1.9.8 Making representations to a third party that the government of Ontario has endorsed the business activity that the Member is engaged in;
- 11.1.9.9 Using the name, government of Ontario or Ministry of the Environment, for personal purposes or to further the Member's private interest; and
- 11.1.9.10 Failing to disclose a conflict of interest to the Chair or Minister as the case may be.

12.0 Conflict of Interest

- 12.1 A conflict of interest refers to a situation in which the private interests or personal considerations of the Member could compromise, or could reasonably appear to compromise, the Member's judgment in acting objectively and in the best interest of the Committee. It is important to note that a conflict of interest exists if the decision could be, or could appear to be compromised. It is not necessary that compromise take place.
- 12.2 A conflict of interest also includes using a Member's position or confidential information for private gain or advancement or the expectation of private gain or advancement (e.g. direct or indirect financial interest in a matter, a contract or proposed contract with the Source Protection Committee or its agent, the Source Protection Authority). A conflict may occur when an interest benefits any member of the Member's family (spouse, partner, children, parents, and siblings), friends or business associates.
- 12.3 Members should not engage in private employment or render services for any person or corporation where such employment or services are considered a conflict of interest as defined by the Province of Ontario Conflict of Interest legislation. Where a Member is or becomes involved in such private employment, the Member must resign from the Committee.

13.0 Procedure for Disclosing a Conflict of Interest

- 13.1 A Member who has reasonable grounds to believe that he or she may have a conflict of interest or that there may be an appearance of a conflict of interest, in respect of a matter that is before the Committee shall:
 - 13.1.1 Promptly disclose (verbally or in writing) the actual, potential or perceived conflict of interest to the Chair or where the Member is the

Chair, promptly disclose the conflict of interest or to the Committee;
and

- 13.1.2** Excuse him or herself from the Committee meeting while the matter is under consideration. If the Member is participating via telephone or other electronic means, the Chair shall ensure that the Member is not able to listen to or participate in the discussion of the matter.
- 13.2** A Member who has disclosed an actual, potential or perceived conflict of interest to the Chair or the vice-Chair or the Committee, as the case may be, shall refrain from voting or participating in the consideration of the matter, or from commenting on, discussing or attempting to exert his or her personal influence on another Member with respect to the matter.
- 13.3** The minutes of the meeting shall reflect the disclosure of the actual, potential or perceived conflict of interest and whether the Member withdrew from the discussion of the matter.
- 13.4** If it is not entirely clear whether an actual, potential or perceived conflict of interest exists, then the Member with the potential conflict of interest shall disclose the circumstances to the Chair or the SPA Liaison as the case may be.
- 13.5** The Chair or SPA Liaison, as the case may be, will determine if there is a conflict of interest or if the Member's conduct has violated this policy, dependent on the sensitivity of the situations and will communicate his or her decision directly to the Member, in a timely fashion.
- 13.6** A Member who has concerns about the conduct of another Member regarding compliance with this Code should raise those concerns with the Chair. The Chair will follow essentially the same process for addressing complaints as for dealing with declared conflicts of interest with modifications to suit the different circumstances.
- 13.7** A Member who has concerns about the conduct of the Chair regarding compliance with this code should raise those concerns with the SPA liaison or the General Manager of the SPA. They will follow essentially the same process for addressing complaints as for dealing with declared conflicts of interest by the Chair with modifications to suit the different circumstances.
- 13.8** All correspondence between the Chair and the Minister respecting the disclosure of a conflict of interest shall be treated as personal information under the *Freedom of Information and Protection of Privacy Act*.

14.0 Principles and Code of Conduct

14.1 Members of the Committee are expected to:

- 14.1.1** Conduct themselves ethically, lawfully and with integrity;
- 14.1.2** Act in the public interest, serving the mandate of the Committee as a whole, rather than serving the Member's private interest or other interests;
- 14.1.3** Maintain a sense of fairness, independence and objectivity and treat others with respect;
- 14.1.4** Refrain from placing themselves in conflict of interest situations;
- 14.1.5** Disclose any actual, potential or perceived conflict of interest to the Chair, Committee or SPA Liaison as the case may be;
- 14.1.6** Refrain from engaging in any of the prohibited activities as described in this policy;
- 14.1.7** Educate other Members on those matters within their own area of expertise with a goal of having the Committee make decisions collectively;
- 14.1.8** Demonstrate their commitment to the Committee and to the source protection planning process through high levels of attendance and participation at Committee meetings;
- 14.1.9** Every Member of the Committee, the staff or consultants is entitled to work in an environment that is free from discrimination and/or harassment. The Chair will take prompt and appropriate action to prevent, discourage or respond to incidents of discrimination or harassment. Every Member, staff or consultant of the Committee will deal with their fellows in a fair and equitable manner free from discrimination and/or harassment;

A Member or volunteer who feels they are being harassed while doing Committee work should:

- Make it clearly known to the offender that their conduct is unacceptable and should not be repeated; and/or
- Discuss the situation, in confidence, with the Chair or SPA liaison;
- Keep a short written record of dates, incidents and names of witnesses, if any;
- If necessary, prepare a written complaint.

Upon receipt of a verbal or written complaint of harassment, the Chair or project manager will conduct an investigation in confidence as per existing SSMRCA policy. If the investigation concludes that harassment has occurred, appropriate disciplinary action will be taken (this may include suspension or termination). If the investigation concludes that the complaint is unfounded, the complaint and investigation file will be destroyed. The Member who issued the complaint will be informed of the results of the investigation and of any action taken.

14.2 Confidential Information

Members have access to confidential information due to their participation on the Source Protection Committee. Members must not make such information available unless it is public information. Where a Member is unsure of the status of information, before making any release he/she shall discuss it with the SPA liaison.

14.3 All Members appointed to a Committee by a Source Protection Authority have an obligation to raise any concern with the Chair with respect to their compliance with this code. The Chair will determine an appropriate response and communicate this to the Member.

14.4 A Chair of a Committee has an obligation to raise any concern with the Minister and the Chair of the Source Protection Authority with respect to their compliance with this code. The Minister will determine an appropriate response and communicate this to the Chair and the Chair of the Source Protection Authority.

15.0 Procedure Where Member Has Engaged in Prohibited Activities

15.1 Where a Member, other than the Chair, has engaged in a prohibited activity, the Chair may:

15.1.1 Request the Source Protection Authority investigate the matter and report to the Chair with its findings or recommendations;

15.1.2 Request that the Member refrain from participating as a Member of the Committee pending the outcome of the investigation;

15.1.3 Request that the Member resign from the Committee;

15.1.4 Request that the Source Protection Authority revoke the Member's appointment in accordance with O. Reg. 288/07.

15.2 Where the Chair has engaged in a prohibited activity, the Minister may:

- 15.2.1 Request the Source Protection Authority investigate the matter and report to the Minister with its findings or recommendations;
- 15.2.2 Request that the Chair refrain from participating as a Member of the Committee pending the outcome of the investigation;
- 15.2.3 Request that the Chair resign from the Committee;
- 15.2.4 Take steps to revoke the Chair's appointment.

16.0 Acknowledgement

- 16.1 Each Source Protection Committee Member shall be required to review a copy of this code and acknowledge in writing that he or she has done so.
- 16.2 The Source Protection Authority will retain a copy of each Member's signed acknowledgement.

Acknowledgement

I, _____, a Member of the Source Protection Committee for the Sault Ste. Marie Region Source Protection Area, hereby acknowledge that I have reviewed the code of conduct and conflict of interest policy for Source Protection Committee Members dated _____ and further acknowledge that I understand that it is a condition of my appointment to the Source Protection Committee that I will comply with the code of conduct and conflict of interest policy.

Date _____

Witness
Signature: _____

SPC Member
Signature: _____

Name: _____

Name: _____