Amended by By-law 2026-65

THE CORPORATION OF THE TOWN OF MIDLAND

BY-LAW 2026-14

A By-law to provide rules governing the proceedings of its Council, Council Committees, and its Members' Conduct and to repeal By-law 2022-2, as amended.

WHEREAS Section 238 (2) of the *Municipal Act, 2001*, S.O. 2001, c. 25 ("*Municipal Act*, 2001") provides that a Council shall adopt a procedure by-law governing the calling and location of meetings, and meeting procedures;

AND WHEREAS Section 238 (2.1) of the *Municipal Act*, *2001*, S.O. 2001, c. 25, requires that the procedure by-law shall provide for public notice of meetings;

AND WHEREAS Council has reviewed By-law 2022-2, as amended, and now deems it expedient to establish new provisions that reflect current legislative requirements and best practices;

NOW THEREFORE THE COUNCIL OF THE CORPORATION OF THE TOWN OF MIDLAND HEREBY ENACTS AS FOLLOWS:

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1. Short Title

1.1. This By-law may be referred to as the Procedure By-law of the Town of Midland.

2. Definitions

In this By-law:

2.1 **Abstain** means to refrain from voting. Members who abstain for reasons other than a declared conflict of interest shall be deemed to vote in opposition of the question or matter.

2.2 **Act** means the *Municipal Act, 2001*, S.O. 2001, c.25 as amended, superseded or re-enacted from time to time.

2.3 **Acting Mayor** is not considered the Head of Council for the purposes of Part VI.1 Special Powers and Duties of the Head of Council of the Act.

2.4 **Ad Hoc Committee** means a Committee established to review a specific matter or to undertake a specific initiative within a specified timeframe, which is dissolved automatically upon completion of its mandate, unless otherwise directed by Council.

2.5 **Advisory Committee** means a Committee established by Council, with a specific mandate of an ongoing nature, which meets regularly to advise Council and which is dissolved by Council at its discretion.

2.6 **Addenda** means the addition of revised or updated information to an Agenda about an item or items of business, which was not available at the time of the original publication of the Meeting Agenda.

2.7 **Agenda** means the order in which business is to be conducted at a Meeting as published.

2.8 **Alternate Member – County Councillor** means the Councillor appointed by By-law as an alternate Member to the Simcoe County Council to act in place of the Mayor at County Council if the Mayor is unable to attend a Meeting for any reason.

2.9 **Amending Motion** means a formal Motion put forth during a Meeting that amends another Motion on the floor, which is under debate.

2.10 **By-law** means a By-law passed by Council.

2.11 **Chair** means the person presiding at a Council or Committee Meeting.

2.12 **Chief Administrative Officer (CAO)** means the Chief Administrative Officer of the Corporation of the Town of Midland or his or her designate.

2.13 **Clerk** means the Clerk of the Corporation of the Town of Midland or designate.

2.14 **Closed Meeting** means a Meeting or part of Meeting where the public is excluded from attending as the subject matter fits within one of the exceptions listed under Section 239(2) and (3) of the *Municipal Act*, *2001*.

2.15 **Committee** means any Advisory, Ad Hoc, or other Committee, sub-Committee or similar entity of which at least 50 per cent of the Members are also members of one or more councils or Local Boards in accordance with Section 238(1) of the *Municipal Act, 2001.* Notwithstanding this statutory definition, all Statutory, Advisory, and Ad Hoc Committees appointed by Council are considered Committees for the purposes of this By-law.

2.16 **Committee of the Whole (COW)** means a Committee consisting of all Members of Council.

2.17 **Council** means Council for the Corporation of the Town of Midland.

2.18 **Council Code of Conduct** means the Code of Conduct adopted by Council under By-law 2019-10, or any successor Bylaw, which establishes the general standards of conduct for Members of Council in order to provide good governance and a high level of public confidence.

2.19 **Committee Code of Conduct** means the Code of Conduct adopted by Council under By-law 2019-11, or any successor Bylaw, which establishes the general standards of conduct for Members of the Local Boards and Committees in order to provide good governance and a high level of public confidence.

2.20 **Confirmatory By-law** means a By-law of Council that adopts the proceedings of the Council Meeting and authorizes its execution.

2.21 **Consent Agenda** means the portion of the Agenda that may be approved by Council without debate.

2.22 **Conflict of Interest** means a perceived direct or indirect vested interest in a matter to be debated that raises a question of whether a Member's actions, judgment or decision-making can be unbiased within the meaning of the *Municipal Conflict of Interest Act*, R. S. O. 1990, c.M.50, as amended.

2.23 **Correspondence** means a communication addressed to the Mayor, Council or to the Clerk that includes but is not limited to the following: letter, memorandum, report, notice, electronic mail (email), facsimile (fax), petition, or other similar document as determined by the Clerk.

2.24 **Council** means the Council of the Corporation of the Town of Midland.

2.25 **Council Information Package** (CIP) means information submitted to Council (or via the Clerk) for the purpose of informing Council of matters of potential municipal interest.

2.26 **Councillor** means an elected or, pursuant to the *Municipal Act, 2001*, appointed representative of Council.

2.27 **Defer** means to postpone all discussion on a particular matter until later in the same Meeting, or to a future date.

2.28 **Deputation** means an address to Council or Committee of the Whole or other Standing Committee by one or more persons who are not Members of Council or Town Staff.

2.29 **Deputy Mayor** means the Member of Council elected to that position during a Municipal Election who shall act in the place of the Mayor when the Mayor is absent, refuses to act or declares a Conflict of Interest, and who shall exercise all the rights, powers and authority of the Mayor during those specific circumstances, save and except for Strong Mayor Powers.

2.30 **Direction** means a formal Resolution passed by Council that instructs Staff to proceed with a specific action.

2.31 **Division Head** means a Staff member who manages a departmental section, division or unit of a department and reports directly to a head of department.

2.32 **Electronic Device** means recording equipment and any other device of a mechanical, electronic or similar nature used for transcribing or recording proceedings by auditory or visual means or both.

2.33 **Electronic Meeting** means a Meeting called and held in full or in part via electronic means (including, but not limited to, audio teleconference, video teleconference, or via means of the internet), and with or without in person attendance.

2.34 **Electronic Meeting Participation** means the participation of a Council Member remotely, via electronic means, who shall have the same rights and responsibilities and restrictions as if the Member was in physical attendance, with additional applicable considerations.

2.35 **Emergency** means a situation or pending situation within the meaning of the Town of Midland's Emergency Response Plan, or any other similar unforeseen circumstance that presents an urgent or extraordinary matter which is required to be dealt with in the most expedient manner as determined by the Mayor or a majority of Council or the Chief Administrative Officer (CAO) or his/her designate.

2.36 **Ex-officio** means that, by virtue of his or her office or position, a person has the right to participate in a Committee or Local Board.

2.37 **Friendly Amendment** means a minor change to the Main Motion under debate with the consent of the mover and seconder which does not alter the intent of the Motion and which is made without the requirement for an Amending Motion.

2.38 **Inaugural Meeting** means the first Meeting of the new Council after a Municipal Election where the declarations of office are made.

2.39 **Holiday** means a holiday as defined by Section 88 of the *Legislation Act*, S.O. 2006, c.21, Schedule F.

2.40 **Information Report** means a written or verbal transmittal of information to Council provided strictly for information and for which debate or consent is not required.

2.41 **Local Board** – Pursuant to Sections 1(1) and 238(1) of the *Municipal Act, 2001,* Local Board means a service board, commission, Committee, body or local authority established or exercising any power under any Act with respect to the affairs or purposes of one or more municipalities, excluding a school board and a conservation authority. For the purposes of this By-law, Local Board does not include police services boards or public library boards.

2.42 **Majority vote of all Members** means a vote of more than half of all the Members elected/appointed to the Council/Committee/Local Board.

2.43 **Majority vote of all Members present** means the vote of more than half of the Members present at a properly constituted Meeting at which a Quorum is present.

2.44 **Mayor** means the Head of Council.

2.45 **Mayoral Decision** means a decision issued by the Mayor in writing as prescribed in the Act.

2.46 **Mayoral Direction** means a direction given by the Mayor to Staff in writing as prescribed by the Act.

2.47 **Mayoral Veto** means those veto powers included in the Strong Mayor Powers and described in Section 284.11 of the Act.

2.48 **Meeting** - Pursuant to s.238(1) of the *Municipal Act*, 2001, Meeting means any regular, special or other Meeting of Council, a Local Board or of a Committee or either of them where a Quorum of Members is present, and Members discuss or otherwise deal with any matter in a way that materially advances the business or decision-making of the Council, Local Board or Committee.

2.49 **Member** means a Member of Council, a Committee or Local Board of the Town of Midland.

2.50 **Minutes** means a record of the proceedings of Council or Committee or Local Board that records the actions taken and decisions made by Members at the Meeting without note or comment in accordance with Section 239(7) of the *Municipal Act, 2001.*

2.51 **Motion** means a question to be considered by Council or a Committee which is moved, seconded and presented, read and is subject to debate. When a Motion is carried, it becomes a Resolution.

2.52 **Municipal Election** means a Municipal Election held pursuant to the *Municipal Elections Act, 1996*, S.O. 1996, c.32, as amended.

2.53 **New Information** means information that has not been previously presented or considered during the original debate and vote on a decided matter. The information must be new; credible; otherwise not known nor available at the time of the original presentation, debate or decision. What constitutes New Information shall be determined by the Clerk and/or CAO, whose decision is final and binding.

2.54 **Notice** means notice provided to Members and to the public which advises of the time and place of a Meeting.

2.55 **Notice of Motion** means an advance notice, including the name of the mover, advising Council that the Motion described therein will be brought to the next regular Meeting, unless otherwise stated by the mover.

2.56 **Open Forum** means the portion of the Regular Council Meeting where members of the public may express their concerns and comments regarding Council Agenda items only.

2.57 **Open Meeting** means a Meeting where the public is permitted to attend.

2.58 **Other Committees and Boards** means a Committee established by Council to advise on matters which Council has deemed appropriate for the Committee to provide recommendations for Council's review, or as established as a municipal services board or a Local Board.

2.59 **Point of Order** means a matter that a Member considers to be a departure from or contravention of the rules and procedures contained in the Procedure By-law.

2.60 **Point of Privilege** means a matter where a Member expresses a concern in which he/she considers that a question of his/her integrity has been impugned.

2.61 **Presentation** means a presentation as listed within the Council Agenda.

2.62 **Public Meeting** means a Meeting of Council held for the purpose of providing information to the public and obtaining public comments and shall include public

meetings on planning matters as per the *Planning Act*, R.S.O. 1990, as amended.

2.63 **Published** means to electronically post to the Town's website the Agenda, Reports, minutes or other supporting documents available to the Clerk for the purpose of Council's consideration at an upcoming Meeting.

2.64 **Quorum** is a majority of the total number of voting Members, meaning 50% + one (1) whether in-person or present via an electronic means.

2.65 **Recess** means a short break taken during a Meeting and is of a duration established by the Chair.

2.66 **Reconsider** means to reopen debate on a prior decision of Council, as if the decision had never been made, in strict accordance with the requirements of this By-law.

2.67 **Recorded Vote** means the recording of the name and vote of every Member on a Motion.

2.68 **Recommendation Report** means a written or verbal transmittal of information to Council that requires consideration and a decision.

2.69 **Refer** means to send a report matter or issue to staff or to a committee for their consideration with a report back to Council at a later date.

2.70 **Regular Meeting** means a scheduled Meeting held in accordance with the approved calendar/schedule of meetings.

2.71 **Resolution** means the decision of the Council or Committee on any Motion.

2.72 **Special Meeting of Council** means a Meeting that is arranged outside of the annual approved calendar/schedule of meetings to deal with only specific item(s) of business.

2.73 **Staff** means officers and employees of the Town of Midland.

2.74 **Standing Committee** means a Committee composed entirely of Members of Council, but not the whole of Council.

2.75 **Statutory Committee** means a Provincially legislated Committee appointed by Council with a specific mandate of an ongoing nature, that fulfills a regulatory requirement which meets regularly to provide recommendations to Council.

2.76 **Strong Mayor Powers** means the additional powers and duties of the Head of Council as per Part VI.1 of the Act being s. 284.2 through 284.17.

2.77 **Terms of Reference** means the document approved by Council which governs a Committee and which sets out the Committee’s mandate, scope of authority, and procedural requirements.

2.78 **Town** means the Corporation of the Town of Midland.

2.79 **Town Website** means the domain name www.midland.ca.

2.80 **Veto** means the use of veto powers granted to the Head of Council under the Act.

2.81 **Veto Override** means a vote of two-thirds (2/3) of Council and not just the members present, requiring a total of 5 votes cast in favour to override a Veto of the Head of Council. The requirement of 5 votes in favour, in reference to a two-thirds vote, is only when the vote is associated with the strong mayor powers as indicated under Part VI.1 of

the Act (Strong Mayor Powers).

2.82 **Virtual Meeting** means a Council or Committee Meeting held using electronic platforms which meet all statutory and accessibility requirements.

3. Interpretation

3.1 Headings and Parts for Convenience
The division of this By-law into parts and the insertion of headings are for convenient reference only and shall not affect the interpretation of the By-law.

3.2 Plural/Singular
References to words in the plural include the singular, as applicable.

3.3 Statutes
References to laws in this By-law are meant to refer to the *Statutes of Ontario*, as amended from time to time.

3.4 Severability
If a court or tribunal of competent jurisdiction declares any portion of this By-law to be illegal or unenforceable, that portion shall be considered to be severed from the balance of the By-law, the remainder of which shall continue to operate in full force and effect.

3.5 Prevailing Legislation
In the event of a conflict between the provisions of this By-law and the *Municipal Act, 2001* or any other legislation, the provisions of the legislation shall prevail.

3.6 Parliamentary Authority – Robert's Rules of Order
Where any matter of procedure is not provided for in this by-law, *Robert's Rules of Order*, as revised, may be followed. The rules of procedure under this By-law shall be interpreted in accordance with the principles of parliamentary procedure set out in Section 5.

3.7 Decisions Binding
Decisions binding the Town may only be made at Council meetings unless authority has been specifically delegated. Committees may only make recommendations to Council for its consideration unless delegated by Council.

4. Application

4.1 Regular and Special Meetings
The procedures contained in this By-law shall be observed in all Meetings of Council.

4.2 Local Boards and Committees
The procedures contained in this By-law shall be observed in meetings of all Local Boards and Standing, Statutory, Advisory and Ad Hoc Committees of Council, as defined in this By-law, with necessary modifications, and where a specific By-law exists for a Local Board or Committee, it shall prevail over this By-law.

Unless decided otherwise by the Mayor, in accordance with the provisions of Part VI.1. of the *Municipal Act, 2001*, wherein the Mayor shall establish the committee structure and

appoint chairs and vice-chairs, in regard to committees comprised entirely of members of Council, the following Standing Committee provisions prevail.

4.3 Emergency Meetings

In Emergency meetings, the Chair shall preside and preserve decorum, applying the rules set out in this By-law at the Chair's discretion.

5. Parliamentary Principles

The procedures set out in this By-law are based on the following parliamentary principles:

- All Members have equal rights, privileges and obligations;
- Meetings shall be conducted with order, fairness, respect for all attendees, and in good faith;
- Only one item of business is to be considered at one time;
- The majority vote of Members rules;
- The rights of Members in minority must be protected; and
- Members have a right to relevant information to help make informed decisions.

6. General Provisions

6.1 Open to the Public

a) Subject to Clause b), all Meetings shall be open to the public, and no person shall be excluded from a Meeting except for improper conduct.

b) Closed Meetings are not open to the public and are addressed in Section 13.3 of this Procedure By-law.

6.2 Suspend Procedures – Two-thirds Vote

The rules of procedure contained in this By-law may be temporarily suspended by a vote of two-thirds (2/3) of the Members present, with the exception of the following:

a) Any statutory requirements with respect to proceedings;

b) Contractual agreements binding the Town;

c) Quorum requirements;

d) Amending this Procedure By-law; and

e) Extension of a Regular or Special Meeting time.

A Motion to suspend the rules of procedure shall not be debatable or amendable.

6.3 Holidays

Where a Regular Meeting falls on a public or civic holiday, said Regular Meeting shall be held on an alternate date at the call of the Chair.

6.4 Meeting – Cancel

The Mayor or Clerk may cancel any Meeting if, in his/her opinion, weather conditions and/or an Emergency warrants such cancellation for public safety or similar reasons. The Clerk will take appropriate steps to communicate a cancellation to Members in a timely fashion and to advise the public via the Town's website.

The Mayor or Clerk may, with appropriate notice, cancel a Meeting if there are insufficient Agenda items for the Meeting or it is determined prior to the Meeting that there will not be a Quorum.

6.5 Staff Report – Motion

A request to have Staff prepare a formal Staff Report on a particular matter shall be presented in the form of a written Motion.

6.6 Member Unable to Attend

If a Member is aware he/she will be unable to attend a scheduled Meeting, he/she shall provide notice of same to the Clerk prior to noon on the scheduled Meeting date in order to ensure that a Quorum will be present for the Meeting.

6.7 Mayor Ex-Officio

The Mayor is a non-voting *ex-officio* member of all Committees and may count towards quorum if required and may participate in the discussion or debate. The Mayor may only vote if they have been appointed by Council as a voting member, or if they are acting as replacement for the Council representative(s) should they be unable to attend a meeting.

6.8 Division Heads – Attend Regular Meetings

Division Heads or designates shall attend Regular Meetings of Council if they have submitted Agenda items or as deemed appropriate by the Chief Administrative Officer and shall advise the Chief Administrative Officer if unable to attend. Division Heads also reporting to a Board or Committee, shall attend from time to time as deemed necessary by the Chief Administrative Officer, Council or the relative Board or Committee as the case may be.

6.9 Use of Recording Equipment

All Council/Committee of the Whole Meetings and Special Meetings shall be audio and/or video recorded, broadcast and/or streamed publicly by the Town, or any entity officially retained by the Town, provided the process does not disrupt the proceedings of the Meeting.

The inability to record broadcast and/or stream a Meeting will not prohibit the Meeting from commencing or continuing.

Committee, Board and Closed Meetings shall not be audio or video recorded or streamed.

Meeting attendees may record all, or portions of open meetings, provided that doing so is not disruptive to the Meeting or other attendees.

No member of the public shall make use of cameras or recording devices in a manner that creates a hazard, obstructs the view of others, or may be reasonably perceived as an attempt to intimidate, harass, or impede any person's participation in the Meeting.

6.10 Signing Authority

The Mayor or, in his/her absence, the Deputy Mayor and the Clerk are hereby authorized to sign and seal all agreements and other municipal documents that have been approved by Council, unless otherwise provided or as prescribed in the Delegation of Administrative/Signing Authority By-law 2026-46, as amended.

7. Notice of Meetings

7.1 Annual Schedule/Calendar

The Clerk shall submit a schedule/calendar of regular meetings for the following year at the Council meeting in December for consideration and adoption by Council. Upon adoption, the schedule will be posted on the Town's website.

No regular meetings of Council or Standing Committees shall be scheduled in the month of October of the year of a regular Municipal Election.

7.2 Notice – Regular Meetings

The Clerk shall give notice to Members and to the public of all regular meetings by posting an Agenda on the Town's website the Wednesday one week prior to the Meeting.

7.3 Notice – Special Meetings

The Clerk shall give notice to Members and to the public of all special meetings by posting an Agenda on the Town's website at least forty-eight (48) hours prior to the Meeting.

7.4 Notice – Closed Meeting

Public notice of a Closed Meeting, that is not to be considered of an Emergency nature by the Mayor or Clerk shall be provided through the posting of an Agenda on the Town's website forty-eight (48) hours in advance of the Meeting.

7.5 Notice – Meeting Change

In the event a Meeting date, time or location changes, the Clerk shall provide notice to Members via email and to the public through a posting on the Town's website.

7.6 Notice – Emergency Meetings

An Emergency Meeting may be held without notice to the public provided that an attempt has been made by the Clerk to notify all Members about the Meeting as soon as possible and in the most expedient manner available. An Agenda for the Meeting will be posted on the Town's website as soon as practicable.

7.7 Notice Requirements

Each Agenda notice shall include the following:

- The date, time and location of the Meeting; and
- List the items of business and order of proceedings.

7.8 Notice Irregularity
Notice which is substantively given but which is irregular or not otherwise in strict compliance with this By-law will not invalidate the holding of a Meeting or any proceeding taken at a Meeting.

7.9 Notice of Electronic Meeting
A public notice of an Electronic Meeting shall include sufficient information as to provide the public with a means to electronically access the open session of such Electronic Meeting.

8. Roles and Duties

8.1 Role of Council
It is the role of Council, pursuant to Section 224 of the Act:

a) To represent the public and to consider the well-being and interests of the Municipality;

b) To develop and evaluate the policies and programs of the Municipality;

c) To determine which services the Municipality provides;

d) To ensure that administrative policies, practices and procedures and controllership policies, practices and procedures are in place to implement the decisions of Council;

e) To ensure the accountability and transparency of the operations of the Municipality, including the activities of the senior management of the municipality;

f) To maintain the financial integrity of the Municipality; and

g) To carry out the duties of Council under this or any other Act.

8.2 Role of the Mayor
It is the role of the Mayor as Head of Council, pursuant to Sections 225 and 226.1 of the Act:

a) To act as Chief Executive Officer of the Municipality;

b) To preside over Council meetings so that its business can be carried out efficiently and effectively;

c) To provide leadership to Council;

d) Without limiting the generality of Clause (c), to provide information and recommendations to Council with respect to the role of Council as described in Section 8.1 of this By-law;

e) To represent the Municipality at official functions;

f) To carry out the duties of the Head of Council under the Act or any other Act, with the exception of *MFFIPA* as noted in Section 13.3;

g) To uphold and promote the purposes of the Municipality;

h) To promote public involvement in the Municipality's activities;

i) To act as the representative of the Municipality both within and outside the Municipality, and promote the Municipality locally, nationally and internationally; and

j) To participate in and foster activities that enhance the economic, social, and environmental well-being of the Municipality and its residents.

The Mayor shall be the official spokesperson on matters, although this provision does not release the Mayor from the confidentiality requirements of Closed Sessions.

The Mayor shall sit on the Council of the County of Simcoe as County Councillor.

The Mayor is a non-voting *ex-officio* member of all Committees and may count towards quorum if required and may participate in the discussion or debate. The Mayor may only vote if they have been appointed by Council as a voting member, or if they are acting as replacement for the Council representative(s) should they be unable to attend a meeting.

8.3 Chain of Office

Only the Mayor may wear the Chain of Office at Council Meetings and at formal events when the Mayor is called upon to represent the Municipality.

8.4 Role of the Deputy Mayor

The Deputy Mayor shall act as the Head of Council and assume certain duties of the Mayor outlined in Section 8.2 for the duration requested by the Mayor, should the Mayor be absent from the Municipality, and notice is provided to the Clerk by the Mayor.

Notwithstanding the previous section, the Deputy Mayor shall act as the Head of Council and assume the necessary duties of the Mayor for the necessary duration, should the Mayor be unable to perform his/her duties as a result of illness, incapacity, or the office of the Mayor becomes vacant.

The Deputy Mayor, in the absence of the Mayor is not considered the Head of Council for the purposes of Part VI.1 of the Act (Strong Mayor Powers).

8.5 Role of Chair

The Chair shall:

a) Open the Meeting by taking the Chair and calling the Members are to order, and ensure Quorum is maintained throughout the course of the Meeting;

b) Announce the business before Council and the order in which it is to be considered and acted upon;

c) Receive and submit, in the proper manner, all Motions presented by the Members of Council;

d) Direct discussion in such a manner that all questions and comments shall be presented through the Chair, designate the Member who has the floor when two or more Members wish to speak, and modulate Members engaged in debate in

accordance with this Procedure By-law;

e) Put to a vote all Motions which are moved and seconded when required, or which necessarily arise in the course of the proceedings, announce the result of each vote, and vote on all matters;

f) Vacate the Chair to speak in discussion or debate on a specific Motion or topic and shall call upon the Deputy Mayor, or in the absence of the Deputy Mayor, another Member, to temporarily assume the Chair. The Chair then sits with the Members until the matter is decided;

g) Decline to put to a vote any Motion that infringes upon this Procedure By-law;

h) Uphold and enforce this Procedure By-law and, on all occasions, maintain order and decorum among Members and attendees, including the authority to:

- Determine the length of time a Motion shall be considered before a vote is called;
- Rule on Points of Order;
- Require a recorded vote upon the request of a Member, provided the request is made prior the commencement of voting or immediately thereafter;
- Call by name any Member persisting in a breach of this Procedure By-law and order the Member to vacate the Meeting; and
- Order any individual or group in attendance to cease disruptive behaviour and, where such behaviour persists, order the individual or group to vacate the Meeting.

i) Undertake all matters required to permit the Meeting to proceed in an orderly and efficient manner;

j) Announce a recess to be known as a “health break” of not less than ten (10) minutes after two (2) hours have passed since the commencement of the Meeting or the last recess;

k) Where it is not possible to maintain order, adjourn or suspend the Meeting to a time to be named by the Chair, without the necessity of a Motion;

l) Permit questions to be asked through the Chair of any Officer of the Municipality in order to provide information to assist in debate, where deemed appropriate;

m) Provide information to Members of Council on matters relating to the business of the Municipality;

n) Represent and support the Council, declaring its will and obeying its decisions in all matters;

o) Authenticate by signature all applicable By-laws enacted by Council; and

p) Adjourn the Meeting when the business is concluded or at the designated time.

8.6 Role of the Committee and Board Chairs

The Chair of a Committee, unless otherwise prescribed by Council Resolution or set out in the Committee's Terms of Reference, is chosen by the members of the Committee and shall rotate on an annual basis.

The Chair shall preside over the conduct of the Meeting as outlined in this By-law and Committee Members shall respect the Chair's efforts to do so. A Chair's ruling stands unless a Member appeals it.

A Chair does not need to vacate the Chair role for the purpose of taking part in the debate or otherwise, however should the Chair decide to vacate the Chair they shall call on the Vice Chair, or in the absence of the Vice Chair on another Member, to temporarily fill the Chair role.

8.7 Duties of Members

It shall be the duty of all Members:

a) To prepare for Meetings including reviewing the Agenda and background information prior to the meeting;

b) To speak only to subject matter under debate;

c) To vote on Motions;

d) To attend meetings;

e) To attend all meetings of a Committee, other Committees and Boards to which the Member has been appointed by Council;

f) To disclose an interest under Section 5 of the *Municipal Conflict of Interest Act* (*MCIA*) at a meeting or as soon as possible afterwards and submit to the Clerk a written statement not later than 72 hours after declaring the pecuniary interest on the prescribed Declaration on Interest Form. The written statements shall be posted on the Municipal website and form the *MCIA* Registry. This shall be applicable to Members of Council and Local Boards and apply only to matters pertaining to the *MCIA*';

g) To state questions to be asked through the Chair;

h) To follow the Procedure Bylaw and maintain the decorum of the Meeting;

i) To comply with Town By-laws, and the laws of the Province of Ontario and the laws of Canada applicable therein;

j) To comply with the Council and/or Committee Code of Conduct at all times;

k) To maintain the confidentiality of all Closed Meeting matters; and

l) To refrain from criticizing decisions of Council.

8.8 Duties of Alternate Member – County Council

Pursuant to the By-law appointing the alternate Member to Simcoe County Council, it shall be his/her duty to act in the place of the Mayor at County Council if the Mayor is unable to attend a Meeting for any reason. The alternate Member shall not sit on behalf of the Mayor at an inaugural Meeting of County Council.

8.9 Role of the Clerk

The Clerk shall be appointed by By-law and shall be deemed a Municipal Officer in accordance with the Act, and for any other purpose as required.

In addition to those roles and duties specified under Section 228 of the Act, the Clerk (or designate) shall have the following responsibilities:

a) Retain the official records of the Town, including the minutes of the proceedings of Council, and Committees, original by-laws, and executed agreements;

b) Attend all Meetings (whether closed or open to the public) of Council and ensure that a record of the proceedings is kept and that all resolutions, decisions and other proceedings are recorded without note or comment;

c) Make such minor clerical, typographical or grammatical deletions, additions or other changes to any By-law, Motion, Resolution, or Minutes as may be required for the purpose of ensuring correct and complete implementation of Council direction;

d) For the time period referenced in the Town Records Retention By-law, retain any audio and/or visual recording made of Council and Public Meetings, which are not intended to replace the official public record adopted by Council;

e) Prepare an agenda for all meetings of Council;

f) To ensure that all Resolutions and By-laws submitted to Council or a Committee accurately reflect the goals and objectives of the Town;

g) Facilitate the efficient management of Council meetings by determining the suitability and eligibility of delegations on the basis of the presentation subject and/or request for action or support for Council;

h) Include all reports of committees on the agenda of the next Regular Meeting;

i) Effect notice to each Member and the public of every Regular Meeting and Special Meeting of Council with the publication of the agenda;

j) Provide administrative support to committees as required;

k) Notify appropriate Staff of any resolution passed by Council that is to be acted or reported upon by Staff, as well as other individuals or groups that have expressed their desire to be notified of a particular subject matter and that have provided e-mail contact information for same;

l) Appoint Deputy Clerk(s) and assign duties to same as required, pursuant to Subsection 228(2) of the Act;

m) All powers and duties under the *MFIPPA* are delegated to the Clerk including ‘Head’; and

n) Perform such other duties as are prescribed by law, regulation, By-law or by direction

of Council.

8.10 Role of CAO

The CAO shall be appointed by By-law.

In addition to those roles and duties assigned by Council and specified in Sections 227 and 229 of the Act, the CAO shall have the following responsibilities:

a) Review and guide all policy recommendations prior to submission to Council;

b) Assist Council in discharging its responsibilities, and in a non-partisan manner, to aid Members in carrying out their duties;

c) Attend all Council Meetings, including Closed Meetings with the right to speak, subject to the consent of the Chairperson, but not to vote;

d) Exercise general control and management of the affairs of the municipality to ensure its efficient and effective operation;

e) Review all Staff Recommendations and Reports prior to their submissions to Council or a Committee and provide their comments on the said Reports when deemed necessary;

f) To remind the Chair that certain subject matter under discussion is inappropriate or in breach of the Procedure By-law, or should be discussed in a Closed Meeting, when the Chair fails to recognize same; and

g) Without limiting the generality of the foregoing, to perform such other duties as may be necessary to fulfill the intent of the CAO Appointment By-law and to exercise the powers which, from time to time, may lawfully be assigned by the Council.

8.11 Remuneration/Compensation

No member of Council shall receive a stipend, remuneration or compensation for any Committee or Local Board that they are appointed to by Council, unless otherwise authorized by the Chief Administrative Officer (CAO). Such compensation authorized by the CAO shall be reported in the annual remuneration Report.

If payment is required to be provided and not authorized by the CAO, those funds shall go into general revenues and will form the basis of the funds available for Council grants and donations. Travel expenses shall be exempt from this provision.

8.12 Absence of Mayor

In the absence or inability of the Mayor to act, or if he/she refuses to act as Chair or if a vacancy in the Office of the Mayor occurs, the Deputy Mayor shall act in the place and stead of the Mayor and shall have all the rights, powers and authority of the Mayor, save and except for the Strong Mayor Powers. In the absence of the Deputy Mayor, the Member who received the highest votes will act in the place of the Deputy Mayor in the absence of the Mayor, and so on.

In the absence of the Mayor for the purposes of the Town of Midland Emergency Plan, the Deputy Mayor shall act in the place and stead of the Mayor and shall have all the rights, powers and authority of the Mayor as prescribed in the Plan, save and except for

the Strong Mayor Powers. In the absence of the Deputy Mayor, the Member who received the highest votes will act in the place of the Deputy Mayor in the absence of the Mayor, and so on.

The actions provided for above shall apply to any other protocol or procedure that includes the role of the Mayor in the event that he/she is absent.

9. Council Meeting Order of Proceedings – Agenda and Minutes

9.1 Quorum

Quorum is required for every Meeting and shall be a majority of the total number of Members, except when a majority of Members have disclosed a Conflict of Interest to a matter wherein the remaining number of Members present shall be deemed to constitute a Quorum, provided that such number is not less than two (2).

There shall be no meetings without Quorum. If a Quorum is not present ten (10) minutes after the time appointed for the Meeting, the Members shall stand adjourned until the date and time of the next Meeting and the Clerk shall record the names of the Members present upon such adjournment.

Quorum shall be maintained for the entirety of a Meeting. Where Quorum is lost during a Meeting, the Clerk shall inform the Chair who may call a recess for a maximum of ten (10) minutes to regain Quorum. If Quorum cannot be regained, the Members shall stand adjourned until the date and time of the next Meeting.

9.2 Agendas and Supporting Material

The Clerk or designate shall prepare the Agenda for Council meetings.

The Clerk, the Mayor and Chief Administrative Officer (CAO), or his/her designate shall conduct an Agenda review on the Tuesday, one week prior to a Regular Meeting.

Agendas shall be distributed to Members and posted on the Town website by the end of the day one week prior to a Regular Meeting. After posting the Agenda for a Meeting, the Clerk in her or his sole discretion may, on an exception basis, add an item to the published Agenda or provide revised or updated information about an item or items of business which was not available at the time of the original publication of the Meeting Agenda. Items added to the Agenda after posting shall be reflected as an Addenda item.

The business of each Meeting shall be taken up in the order in which it stands on the Agenda for that Meeting, unless otherwise decided by discretion of the Chair or a two-thirds (2/3) vote of the Members present at the Meeting.

An item of business not listed on the Agenda is not permitted to be introduced at a Meeting unless authorized by a two-thirds (2/3) vote of the Members present at the Meeting or if deemed to be an Emergency as defined in Section 2.35 in this By-law and subject to Sections 4.3 and 7.6 of this By-law respecting proceedings, notice and calling of Emergency meetings.

For Closed Meetings during a Regular Meeting, the Mayor, after the Agenda is posted and before the commencement of the Meeting, may direct that an item be added to the

Agenda where the Emergency nature of the matter requires that it be considered prior to the next Meeting of the Members. Once in a Closed Meeting, no item shall be added to the Agenda.

For Special and Emergency meetings, no business except the business dealing directly with the purpose mentioned in the notice shall be transacted.

The order of the Council Meeting shall be as follows, but necessary modifications to the matters to be included on the order of business may be made without requiring an amendment to this By-law:

REGULAR COUNCIL

1. Call to Order
2. Declarations of Conflict of Interest
3. Motion to move into Closed Meeting

CLOSED MEETING

4. Closed Meeting Items
5. Motion to rise to Open Session

OPEN SESSION – 2:00 P.M.

6. O' Canada/Mayor's Introductory Remarks/Land Acknowledgement Statement/ Moment of Silent Reflection
   - Open Forum
7. Declarations of Conflict of Interest
8. Motions arising from Closed Meeting discussions
9. Approval of Agenda
10. Consent Agenda
    - Correspondence for consideration.
    - Council minutes for adoption
    - Council Information Packages for receipt
    - All Reports
11. Motion to suspend Council into Committee of the Whole

COMMITTEE OF THE WHOLE

12. Public Meeting/Hearing
13. Presentations
14. Integrity Commissioner - Recommendation Report
15. Deputations/Petitions
16. Committee/Local Board Delegation or Memo
17. Reports and other items withdrawn from Consent Agenda for Council's consideration (includes presentations by consultants regarding a report under consideration.)
18. Notices of Motion (Motions to be considered at the next regular Meeting)
19. General Announcements
20. Motion to close Committee of the Whole and to resume formal Council session

FORMAL SESSION

21. Motion to adopt actions of Committee of the Whole
22. Motions for which Notice was given
23. By-laws
24. Confirmatory By-law
25. Adjournment

9.3 Call to Order

As soon after the hour of Meeting there is a Quorum present, the Mayor shall call the Members present to order. In the case of the Mayor not being in attendance within ten (10) minutes of the hour appointed for the Meeting of the Council, or when the Mayor is absent, or refuses to act, or the office being vacant, the Deputy Mayor shall act in the place of the Mayor and shall call the Meeting to order. While so acting, the Deputy Mayor has and may exercise all the rights, powers and authority of the Mayor, until the arrival of the Mayor or, in the event of the continued absence or refusal to act by the Mayor, for the duration of the Meeting.

In the case of the Mayor and Deputy Mayor not being in attendance within ten (10) minutes of the hour appointed for the Meeting, or when they are absent or refuse to act or the offices being vacant, the Clerk shall call the Meeting to order and a Chair shall be chosen by the Members present who shall preside until the arrival of the Mayor or Deputy Mayor or, in the event of their continued absence or refusal to act, for the duration of the Meeting.

9.4 Motion to move into Closed Meeting

Before all or part of a Meeting is closed to the public, the Council or Committee or Local Board or Committee shall state by Resolution:

a) The fact of the holding of the Closed Meeting; and

b) The general nature of the matter to be considered at the Closed Meeting.

9.5 Mayor's Introductory Remarks/Land Acknowledgement Statement/ Moment of Silent Reflection

Upon calling a Regular Meeting of Council to order, the Chair shall make Introductory Remarks including safety and conduct and read the Land Acknowledgement Statement. The Chair shall request the Members and those in attendance to stand, if able, and pause for a moment of silent reflection.

9.6 Open Forum

a) Open Forum allows for comments from Midland residents relating to any item appearing on the current Regular Council Meeting Agenda.

b) All comments are to be addressed through the Mayor or Chair.

c) Individuals must sign the Open Forum Register with the Clerk prior to being permitted to speak to Council.

d) Open Forum may be made by electronic participation. In the event of any type of connection/service disruption, all other registered speakers will be provided two minutes, and then the Chair will ask the Clerk if the participant has reconnected before Open Forum is completed.

e) Open Forum shall last no longer than ten (10) minutes. The length of time each individual has to address Council shall be at the discretion of the Mayor or Chairperson, but as a general practice shall not be longer than two (2) minutes.

f) Individuals may verbally address Council however presentation or distribution of any materials is not permitted at the meeting.

g) Members and Staff shall not be engaged in a debate or discussion during Open Forum.

h) No Motions shall be made or Direction provided during Open Forum as a result of comments made during Open Forum other than matters of procedure.

i) Comments made during Open Forum will not form part of the Minutes of the Meeting.

j) During Open Forum **no member of the public shall**:

- Speak disrespectfully of any person including Council or Staff;
- Use offensive language;
- Disobey the rules of procedure or a decision of the Mayor or Chair; or
- Speak to Council about matters:
  - ❖ Involving current or pending litigation;
  - ❖ Involving insurance claims;
  - ❖ Administrative complaints that have not been reported and investigated through the applicable process;
  - ❖ Beyond the jurisdiction of Council;
  - ❖ Contrary to MFIPPA;
  - ❖ *Planning Act* matters that are subject to Public Meetings

k) In an Election year, Open Forum shall be suspended effective May 1 once the Nomination Period opens and shall remain suspended until the first Regular Meeting of Council in the new Council term. For the duration of this suspension period, participation in Open Forum shall not be permitted or accepted.

9.7 Declarations of Conflict of Interest

a) It is the sole responsibility of the Member to understand and comply with his/her legal obligations under the *Municipal Conflict of Interest Act*;

b) Prior to a particular matter being addressed, Members shall declare aloud any Conflict of Interest they may have, and the general nature thereof, in connection with that matter. Such Members shall then be precluded from participating in any way regarding the matter in question. If the matter is discussed in a Closed Meeting, the Member shall leave the Meeting room during that discussion;

c) Disclosures of Conflict of Interest made during a Closed Meeting shall include the declaration and its general nature. At the same Meeting open to the public after the Closed Meeting, or at the next regular open Meeting, every declaration of interest made during the Closed Meeting, but not the general nature of the interest, shall be made and recorded in the minutes of the open Meeting;

d) Where the Conflict of Interest of a Member is not disclosed at a Meeting due to the absence of the Member, the disclosure shall be made at the next open Meeting at which the Member is present;

e) Upon declaring a Conflict of Interest at a Meeting of Council or at a Local Board or Committee, a Member shall provide a written statement of the interest and its general nature to the Clerk. The Clerk will include the statement in a registry maintained in accordance with the *Municipal Conflict of Interest Act;*

f) A Member who has declared a Conflict of Interest in a matter shall not participate in any way in a Motion to adopt multiple items if the matter that is the subject of the Conflict of Interest is contained therein. The Member may request to divide such a Motion in order to vote on those items in which there is no Conflict of Interest;

g) The Clerk shall record the particulars of any disclosure of Conflict of Interest in the minutes; and

h) Notwithstanding Section 9.7 f), a Member who has declared a Conflict of Interest in a matter may move, second and vote on:

- The Confirmatory By-law for the Meeting in which the interest was declared; and
- The Motion adopting the minutes of the Meeting in which the interest was declared.

9.8 Approval of Agenda

Council shall approve the Agenda at the commencement of every meeting. The Chair shall announce any amendments/additions to the Agenda. A vote of the majority of the Members present is required to approve the Agenda.

The Clerk has the sole discretion to add item(s) to the Agenda under Approval of the Agenda section where the Clerk is of the opinion that the matter is sufficiently urgent to violate the fundamental principle of providing prescribed public notice and the late submission item(s) must meet one of the following time-sensitive conditions:

a) Provide additional information to an existing Agenda item;

b) Required to meet government/agency deadlines;

c) Delay would have legal or financial implications; or

d) Matters under the authority of the Mayor to add under Part VI.1 of the *Municipal Act*.

Council shall consider the late submission item (s) during Approval of the Agenda and these items require a two-thirds (2/3) vote of Council to be added, with the exception of matters under the authority of the Mayor to add under Part VI.1 of the *Municipal Act*.

Items approved for addition shall be added to their respective areas of the Agenda with a notation to indicate that the item has been added.

9.9 Consent Agenda

Items of business shall be listed as consent items, with recommendations included, and shall be approved collectively by way of a single Motion.

Consent Agenda items may include, but not be limited to the following:

- Correspondence for receipt;
- Committee and agency minutes for receipt;
- Council minutes for adoption;
- Council Information Packages for receipt; and
- All Reports.

A Member may make brief comments to a consent item, without formally removing that item from the Consent Agenda, prior to the consideration of the adoption of the matters listed. Any questions regarding an item on the Consent Agenda shall be submitted to the Clerk in writing no later than 12 noon two days in advance of the Council Meeting to give the author of the report an opportunity to prepare a fulsome response.

If a Member wishes to debate or amend the recommendation of an item listed on the Consent Agenda, the Member shall request that the item be removed from the Consent Agenda and dealt with as a separate item. The Member wishing to have the item removed from the Consent list to allow for debate or amendment of the recommendation shall provide the Clerk notice of same not later than 4:00 p.m. on the Monday prior to the Council Meeting.

Where prior notice has not been provided in accordance with this section, a Member wishing to remove an item from the Consent Agenda for the purpose of debate or amendment shall seek the approval of the Mayor in order that the item may be removed from the Consent Agenda and added to the Reports and other Items withdrawn from Consent Agenda for Council's consideration.

9.10 Reports

Staff Reports shall be presented under the Consent Agenda in the formal Council Session portion of the Agenda and adopted in one Motion. At the request of any Member, any report item may be withdrawn from this Motion and voted upon separately.

9.11 Correspondence Requiring Council Direction

All Correspondence requiring the direction of Council shall:

a) Be legibly written or printed and signed;

b) Anonymous Correspondence will not be placed on an Agenda;

c) Include contact information for at least one person; and

d) Be filed with the Clerk in sufficient time to be included on a Meeting Agenda.

9.12 Motion to move Council into Committee of the Whole

Council shall state by resolution that it will move into the portion of the Meeting that will be conducted in Committee of the Whole to consider Public Meetings, Deputations, matters arising from Correspondence, Reports, Notices of Motions, General Announcements.

9.13 Public Meetings and Hearings

Public Meetings will be held on matters where directed by Council, Town By-law or Provincial Statute, and may be held in the Committee of the Whole portion of the Regular Council Meeting or via a Special Meeting.

The Chair shall advise of the procedures to be followed at the commencement of the Public Meeting.

The purpose of the Public Meeting is to receive input from the public on a particular matter. Accordingly, Members shall not enter into debate or discussion of the matter during the Public Meeting.

Members of the public are limited to a maximum of five (5) minutes to speak on a particular matter. The time limit for a spokesperson representing taxpayers is ten (10) minutes. Time limits may be adjusted at the discretion of the Chair based on the subject matter, but in any event are not to exceed fifteen (15) minutes.

Members of the public wishing to speak at a Public Meeting are encouraged to pre-register at least one week prior to the desired Council Meeting.

If unable to attend the Meeting for which they are registered, they may provide their written submission to the Clerk.

Each person making public representations at a Public Meeting will be required to provide his/her name and address for purposes of the public record.

After all members of the public have been given an opportunity to speak to the matter under consideration, the Chair shall adjourn the public portion of the Meeting.

Where the Public Meeting is held as part of a Council Meeting, the Minutes of the Council Meeting shall include the Minutes of the Public Meeting.

Statutory hearings shall be conducted in accordance with the legislation requiring such hearing. In the event specific procedures for the conduct of the hearing are not set out in legislation, the Public Meeting procedures, insofar as they are applicable, shall be followed.

9.14 Budget Meetings – in accordance with Part VI.1 of the Act (Strong Mayor Powers)
The Budget may be considered by Council at a Regular meeting of Council or at a designated Special Council – Budget Meeting.

As required by the Act, the Mayor shall prepare and propose a Budget for Council to consider. The Budget must be proposed on or before February 1 of each year.

If the Mayor does not propose a Budget to Council by February 1, in accordance with that Act, Council shall prepare and adopt a Budget.

After receiving the Mayor's proposed Budget, Council may, within thirty (30) days, pass Motion(s) to amend the proposed Budget.

Council may pass a Resolution to reduce the thirty (30) day amendment period. If Council does not approve amendments within the thirty (30) day amendment period, the budget is deemed to be adopted as proposed.

Within 10 days of the expiry of the Council amendment period, the Mayor may Veto any amendments by way of Mayoral Decision. The Mayor may shorten the ten (10) day Veto period.

Within fifteen (15) days of the expiry of the Mayor's veto period, Town Council may vote to override the Mayor's Veto and is subject to the requirements found under definitions within this By-law as indicated under Part VI.1 of the Act.

If multiple amendments have been vetoed, each Veto is to be considered and voted on separately. Council may pass a resolution to reduce the fifteen (15) day Veto Override period.

An approved Veto Override cannot be further vetoed by the Mayor.

Once all processes have been satisfied, the Budget is deemed to have been adopted.

9.15 Presentations
Presentations shall be received in the Committee of the Whole portion of the Council Meeting and may include the following:

a) Individuals appearing before Council to accept an award or receive recognition from the Town; and

a) Presentations to the Town of Midland.

Members shall not engage in discussion with respect to the presentation other than to request clarification and may not engage in negotiations or debate with the presenter or other Members or otherwise use this time to engage in furthering the business of the Town.

9.16 Deputations
Deputations shall be received in the Committee of the Whole portion of the Council Meeting. A ten (10) minute time limit applies.

Any person desiring to provide a Deputation shall submit a "Request for Deputation" form to the Clerk's office no later than twelve (12) noon on the Tuesday one (1) week in advance of the Council Meeting, for inclusion on the Council Meeting Agenda. Applicants will be notified to provide any printed materials for inclusion in the Agenda Package.

Persons addressing Council shall confine their remarks to the stated business.

No printed material may be distributed without leave of the Chair. Any printed material is to be provided directly to the Clerk for distribution and/or inclusion with the Agenda.

Every communication to be presented to Council, shall be legibly written or printed and shall not contain any impertinent or improper matter or language.

Individuals addressing Council shall provide a copy of the presentation and/or speaking notes to the Clerk on the Monday prior to the Council Meeting for the record.

Deputations may be provided in alternative formats including video conferencing, telephone and written submission at the discretion of the Clerk in consultation with the Mayor.

A person wishing to address the Council concerning an item on the Agenda may request an Emergency Deputation only the first time the matter is on a Council Agenda through the Clerk before the Council Meeting begins. The Clerk will advise the Mayor of the request. Emergency Deputations shall not be considered if a matter has been deferred to a further Council Meeting, or if the business of Council carries over to a further Meeting.

When a request for an Emergency deputation has been given to the Mayor by the Clerk, the Mayor will call for a vote of the Council to waive the rules for deputations to allow the person to speak and upon a majority vote in the affirmative the person will be permitted to address Council.

Each Deputation shall be limited to a maximum of ten (10) minutes, which timing shall be strictly adhered to and governed by the Chair. This time limitation may be extended for as much time as the Chair deems necessary for presentations provided by consultants or other individuals retained by the Town.

No more than two (2) Deputations shall be scheduled for any Council Meeting, subject to the necessity to deal with matters of an urgent nature. The Clerk shall make a reasonable determination as to deferral of any requested deputations to a subsequent Meeting.

Where an individual in making a Deputation to Council does not adhere to the rules as outlined within this section, the Mayor or Chair has the right to require the Deputation to cease and has the authority to have the individual ejected from the Council Chambers. Council may require that future Deputations from the individual be in a written format only for the duration of the term of Council.

Persons addressing Council shall direct their comments and questions to the Mayor or Chair and shall not be permitted to direct inquiries to other Members or to Staff in attendance.

Members shall address the persons(s) making a Deputation or presentation only to ask questions or to provide thanks but not to enter into debate or discussion of the matter. Council may direct the information provided by the person or persons making the Deputation be referred to Staff for the purpose of review, investigation and future report.

The Clerk shall deny a request for a Deputation where:

- The subject matter of the Deputation is beyond the jurisdiction of the Town of Midland or there is an existing administrative process (including but not limited to: planning, procurement, contract negotiation, claims) to be followed;
- The subject matter that the person wishes to address, or the outcome that the person seeks from Council while in the Committee of the Whole, is not within the Town's authority;
- The person wishes to address Council while in the Committee of the Whole to request financial support for a purpose which falls within the criteria of the Town's established financial assistance programs;
- The subject matter involves litigation or potential litigation with the Town, or an existing claim or future claim against the Town;
- The subject matter has already been presented to the Committee by the Deputant or an organization to which they belong, unless new information is being presented;
- The person seeks to have a prior decision of Council reconsidered which is inconsistent with Section 16.10;
- The person wishes to address a matter which was the subject of the Public Meeting under the *Planning Act*; or
- The subject matter is of a personal, business promotion or derogatory nature relating to Municipal officials or personnel in the employ of the Town.

9.17 Petitions

Petitions shall be received in the Committee of the Whole portion of the Council Meeting.

Each petitioner must print and sign his or her own name. A paper petition must contain original signatures only, written directly on the petition and the petitioner must provide their full address.

For electronic petitions, petitioners must provide their name, address and a valid e-mail address.

The petition must clearly disclose on each page that it will be considered a public document at the Town of Midland and that information contained in it may be subject to the scrutiny of the Town and the general public.

Every communication, including a petition designed to be presented to the Council, shall be legibly written or printed, shall not contain any impertinent or improper matter or language and shall be signed by at least one person and filed with the Clerk.

Petitions which are unsigned, or which contain obscene or defamatory language, shall not be distributed to Council, or at the discretion of the Clerk the language may be redacted and personal information severed in accordance with the *Municipal Freedom of Information & Protection of Privacy Act*.

No printed material may be distributed without leave of the Chair. Any printed material is to be provided directly to the Clerk by noon on Tuesday the week prior to the Meeting for distribution and/or inclusion with the Agenda.

A petition must be addressed to the Town of Midland and request a particular action within the authority of Council and persons addressing Council shall confine their remarks to the stated business.

9.18 General Announcements

The General Announcements portion of the Council Meeting is an opportunity for Council Members to make announcements, recognize achievements, promote events or recognize matters of community-wide interest. The Announcements provided by individual Council Members are for information purposes only and in accordance with the *Municipal Act*, detailed notes, comments or discussion arising from this section will not be recorded in the Minutes.

General Announcements may not be used for:

- General discussions;
- To ask questions of or provide direction to Staff;
- To discuss Agenda items;
- To discuss Town business (past, present or future);
- To discuss prior Council decisions;
- To make private or personal announcements;
- To discuss Staff performance; and
- For individual Members of Council to advance personal views, opinions, promote personal websites, chats, groups or discussions.

9.19 Notices of Motion

A Member may present a written Notice of Motion at any Regular Meeting of Council and the Clerk shall place it on the next Council Agenda under the heading, Motions for Which Notice has been Given.

Notices of Motion received during the Council Meeting for future consideration shall be received without comment or debate.

A written notice of Motion submitted to the Clerk by noon one week prior to a Regular Council Meeting and included in the Agenda package shall also be considered as adequate notice to be debated at the next regular Meeting under the heading, Motions for Which Notice has been Given.

The Clerk may, in consultation with the Mayor and CAO, refuse the inclusion of a Notice of Motion if it is deemed inappropriate or otherwise a matter that falls within the authority of the CAO or which circumvents an existing administrative process or procedure.

A Member who presents a Notice of Motion shall be present during the reading and debate of the Motion.

If not moved at the Meeting for which it is scheduled by the Member who gave notice, the Motion shall be deemed to be withdrawn unless an alternative time for presentation is given.

Once adopted, the Clerk shall add the recommendation resulting from adoption of the Resolution to the “Council Initiated Recommendations Tracking Sheet”. The Tracking Sheet shall be circulated to the Senior Leadership Team and a specific timeline shall be assigned indicating when a report and/or action shall be undertaken. Resolutions that fall within Council’s Strategic Priorities shall be given priority. The tracking sheet shall be updated following each Meeting and made available to Members of Council upon request.

Any Notice of Motion with potential budget implications shall not be considered until such time as the financial impact has been determined.

Any Motion to Suspend the Rules in order to allow for discussion of a Notice of Motion at the same Meeting shall only be considered in the event of an Emergency or the potential for missing a crucial timeline or a time sensitive requirement.

9.20 Adjournment

All Regular Meetings, Special Meetings and Emergency Meetings shall end when:

a) The business of the Meeting has been concluded;

b) A Motion to adjourn is carried;

c) Quorum is lost and cannot be regained;

d) The hour of 6:00 p.m. has been reached, subject to the provisions of Section 6.2 e);

e) An Emergency exists; or

f) Disorder arises and order cannot be restored.

Adjournment for Regular Council Meetings shall be no later than 6:00 p.m., unless this rule is temporarily suspended by two-thirds (2/3) vote of the Members present, in which the Motion to extend the meeting is approved. Unfinished business as a result of an adjournment pursuant to the previous section shall be automatically deferred to the Regular Council Meeting.

10. Committee and Local Boards Meeting Order of Proceedings – Agenda and Minutes

10.1 Quorum

Quorum is required for every Meeting and shall be a majority of the total number of Members, except when a majority of Members have disclosed a Conflict of Interest to a matter wherein the remaining number of Members present shall be deemed to constitute a Quorum, provided that such number is not less than two (2).

There shall be no meetings without Quorum. If a Quorum is not present ten (10) minutes after the time appointed for the Meeting, the Members shall stand adjourned until the date and time of the next Meeting and the Clerk shall record the names of the Members present upon such adjournment.

Quorum shall be maintained for the entirety of a Meeting. Where Quorum is lost during a Meeting, the Clerk shall inform the Chair who may call a recess for a maximum of ten (10) minutes to regain Quorum. If Quorum cannot be regained, the Members shall stand adjourned until the date and time of the next Meeting.

10.2 Agendas and Supporting Material

The Clerk or designate shall prepare the Agenda for Committee meetings.

Agendas shall be distributed to Members and posted on the Town website by the end of the day one week prior to the Meeting. After posting the Agenda for a Meeting, the Clerk in her or his sole discretion may, on an exception basis, add an item to the published Agenda or provide revised or updated information about an item or items of business which was not available at the time of the original publication of the Meeting Agenda. Items added to the Agenda after posting shall be reflected as an Addenda item.

The business of each Meeting shall be taken up in the order in which it stands on the Agenda for that Meeting, unless otherwise decided by discretion of the Chair or a two-thirds (2/3) vote of the Members present at the Meeting.

An item of business not listed on the Agenda is not permitted to be introduced at a Meeting unless authorized by a two-thirds (2/3) vote of the Members present at the Meeting.

The order of the Committee Meeting shall be as follows:

REGULAR COMMITTEE

1. Call to Order
2. Declarations of Conflict of Interest
3. Approval of Agenda
4. Motion to move into Closed Meeting

CLOSED MEETING

5. Closed Meeting Items
6. Motion to rise to Open Session

OPEN SESSION
7. Motions arising from Closed Meeting discussions
8. Presentations
9. Reports
10. Adjournment

10.3 Call to Order

As soon after the hour of Meeting there is a Quorum present, the Chair shall call the Members present to order. In the case of the Chair not being in attendance within ten (10) minutes of the hour appointed for the Meeting the Clerk shall call the Meeting to order and a Chair shall be chosen by the Members present who shall preside until the arrival of the Chair in the event of their continued absence or refusal to act, for the duration of the Meeting.

10.4 Approval of Agenda

The Chair shall announce any amendments/additions to the Agenda. A vote of the majority of the Members present is required to approve the Agenda.

10.5 Declarations of Conflict of Interest

It is the sole responsibility of the Member to understand and comply with his/her legal obligations under the *Municipal Conflict of Interest Act*.

Prior to a particular matter being addressed, Members shall declare aloud any Conflict of Interest they may have, and the general nature thereof, in connection with that matter. Such Members shall then be precluded from participating in any way regarding the matter in question. If the matter is discussed in a Closed Meeting, the Member shall leave the Meeting room during that discussion.

Disclosures of Conflict of Interest made during a Closed Meeting shall include the declaration and its general nature. At the same Meeting open to the public after the Closed Meeting, or at the next regular open Meeting, every declaration of interest made during the Closed Meeting, but not the general nature of the interest, shall be made and recorded in the minutes of the open Meeting.

Where the Conflict of Interest of a Member is not disclosed at a Meeting due to the absence of the Member, the disclosure shall be made at the next open Meeting at which the Member is present.

Upon declaring a Conflict of Interest at a Meeting of a Local Board or Committee, a Member shall provide a written statement of the interest and its general nature to the Clerk. The Clerk will include the statement in a registry maintained in accordance with the *Municipal Conflict of Interest Act.*

A Member who has declared a Conflict of Interest in a matter shall not participate in any way in a Motion to adopt multiple items if the matter that is the subject of the Conflict of Interest is contained therein. The Member may request to divide such a Motion in order to vote on those items in which there is no Conflict of Interest.

The Clerk shall record the particulars of any disclosure of Conflict of Interest in the Minutes.

A Member who has declared a Conflict of Interest in a matter may move, second and vote on the Motion adopting the Minutes of the Meeting in which the interest was declared.

10.6 Motion to move into Closed Meeting

Before all or part of a Meeting is closed to the public, the Committee or Local Board shall state by Resolution:

a) The fact of the holding of the Closed Meeting; and

b) The general nature of the matter to be considered at the Closed Meeting.

10.7 Presentations

Presentations shall be received.

Members shall not engage in discussion with respect to the presentation other than to request clarification and may not engage in negotiations or debate with the presenter or other Members or otherwise use this time to engage in furthering the business of the Committee.

10.8 Agenda

All items of business shall be listed with recommendations included and shall be approved collectively by way of a single Motion.

10.9 Adjournment

All Regular Meetings, Special Meetings and Emergency Meetings shall end when:

- The business of the Meeting has been concluded;
- A Motion to adjourn is carried;
- Quorum is lost and cannot be regained;
- An Emergency exists; or
- Disorder arises and order cannot be restored.

11. By-laws

11.1 By-law – Subject Matter Previously Considered

Subject to the Delegation of Authority By-law, or Town policy, no By-law, except a Confirmatory By-law, shall be presented to Council unless the subject matter has been considered and approved by Council.

11.2 By-laws – Number, Titles

The Clerk shall make available to the Members a listing of all By-laws proposed for adoption that includes the By-law number and titles. The By-laws will be linked to the Agenda. Full details of the By-laws shall be made available to Council Members and the public upon request.

11.3 By-laws Passed in One Motion

Unless otherwise requested, all By-laws proposed for adoption shall be passed in one Motion. Council shall at the request of a Member, deal separately with any By-law.

All Amendments to any By-law approved by Council shall be deemed to be incorporated into the original By-law and if the Amendment is enacted and passed by Council, it shall be inserted therein by the appropriate Staff person in consultation with the Clerk, creating the consolidated version of the By-law.

Every by-law passed by Council shall be:

- Approved by Council Resolution;
- Approved by Mayoral decision or in accordance with Part VI.1 of the Act;
- Signed by the Mayor or the presiding officer;
- Signed by the Clerk;
- Indicate the date of passage; and
- Every By-law enacted by Council shall be numbered, dated, affixed with the Town, signed by the Clerk and the Head of Council, and its safekeeping shall be assured by the Clerk.

The Mayor and Clerk are required to sign any formal Agreement binding the Corporation other than those authorized under the Town's procurement policy or Delegation of Authority By-law. Council shall approve a By-law to confirm all actions taken by Council.

As required by the Act, a By-law will come into effect once it has been:

- Approved by Council Resolution; and
- Approved by Mayoral Decision.

or

- Approved by Council Resolution; and
- Two days have passed following the date of the Council resolution without any Mayoral decision issued to the contrary.

or

- Approved by Council Resolution;
- Vetoed by Mayoral Decision; and
- Overridden by a two-thirds (2/3) (six (6) Members) vote by Council.

As required by the Act, the following timelines will be in effect for a Council approved By-law:

- The Mayor has two days to issue a Mayoral Decision approving the By-law;

or

- The Mayor has two (2) days to issue a Mayoral Decision noting their intention to Veto the By-law. If so, then the Mayor has fourteen (14) days from the date in which Council originally approved the By-law to issue a Mayoral Decision to approve or Veto the By-law. If no decision is provided in fourteen (14) days, the By-law is deemed to be approved.

or

- The Mayor has two (2) days to issue a Mayoral Decision to Veto the By-law. If so, then the Clerk must provide notice of the Mayoral Decision to Veto the By-law to Council by the next business day.
- Council has twenty-one (21) days after the day the Clerk provides notice to override Mayoral Decision to Veto. This override vote requires two-thirds (2/3) (six (6) Members) of Council to be approved.

As required by the Act, Part VI.1, the Mayor may propose By-law(s) for adoption that could potentially advance a prescribed Provincial priority. Such By-laws must be voted on by Council and are passed if more than one-third (1/3) of the Members of Council (four (4) members) vote in favour of the By-law. The Mayor solely determines if a By-law potentially advances a prescribed Provincial priority.

Where a By-law is required to be considered and voted on by Council, the following motions are not permitted:

- A Motion to adjourn the meeting;
- A Motion to refer without direction or instructions;
- A Motion to defer;
- A Motion to suspend the Rules of Procedure;
- A Motion to table the questions with direction or instruction; and
- A Motion to amend.

11.4 Confirmatory By-law

Council shall enact a By-law to confirm all actions taken by Council at each regular, and special Meeting. A confirmatory By-law shall be listed separately on the regular Agenda as the last item for Council consideration prior to adjournment.

11.5 Signed, Sealed, Indexed

Every By-law enacted by Council shall be signed by the Mayor and Clerk, sealed with the corporate seal and indexed in the By-law Registry.

11.6 Editorials and other Changes to By-laws

The Clerk, in consultation with the Chief Administrative Officer, may make the following changes to By-laws:

- Correct spelling, punctuation or grammatical errors, or errors which are clerical, typographical or similar in nature;

- Alter the style or presentation of text or graphics to improve electronic or print presentation;
- Replace a description of a date or time with an actual date or time;
- If a provision provides that it is contingent on the occurrence of a future event and the event occurs, remove text referring to the contingency and make any other changes that are required as a result;
- Correct errors in the numbering or provisions or other portions of a By-law and make any changes in cross-references that are required as a result;
- If a provision of a transitional nature is contained in a By-law, make any changes that are required as a result; and
- Make a correction, if it is obvious both that an error has been made and what correction should be taken to more fully represent the documented intention of Council.

12. Minutes

12.1 Adoption – Consent Agenda

A record of every Meeting shall be kept in the form of Minutes. Council Minutes shall be presented for adoption as part of the Consent Agenda, and, subject to any corrections, they shall be signed by the Chair and the Clerk and filed in the Clerk's Office.

12.2 Record – Without Note or Comment

Minutes of open meetings shall record, without note or comment:

- The place, date and time of the Meeting;
- The names of the Chair and the record of the attendance of Members and staff;
- The adoption of the Minutes;
- Declarations of Conflict of Interest;
- Motions considered and votes taken by Council. Once adopted, each Resolution shall be assigned a chronological number prefaced by the year which shall be recorded in the Minutes; and
- The Clerk shall be authorized to make such minor clerical, typographical or grammatical deletions, additions or other changes in form to any By-law, Motion, Resolution and/or Minutes as may be required for the purpose of ensuring correct and complete implementation by Council.

12.3 Closed Meeting – Record

The Closed Meeting portion of the minutes shall record:

- The time of going into Closed Meeting and the time of going out;

- The names of the Chair and the record of the attendance of Members and staff and any other attendees;
- A description of substantive and procedure matters discussed, including specific reference to any documents considered;
- Any procedure votes taken or direction given; and
- A Motion to rise and report to open Council or to rise without report to open Council.

13. Council Meetings

13.1 Inaugural Council Meeting

The Inaugural Meeting of Council after a regular Municipal Election:

- Shall be held on a date and time determined by the Clerk not later than 31 days after the commencement of its term;
- Shall not proceed with business until after the declarations of office have been made by all Members who present themselves for that purpose; and
- Shall deem the newly elected Council to be organized within the meaning of the *Municipal Act, 2001* when the declarations of office have been made by a majority of the Members; and it may be deemed organized, and business may be proceeded with notwithstanding the failure of any of the other Members to make such declarations.

Prior to the Inaugural Meeting, the Mayor-elect shall determine the order of seating of the Members in the Chambers.

13.2 Regular Council Meetings

The Council shall meet in the Council Chambers, or in such other place as designated. Meetings shall take place every three (3) weeks on Wednesdays, unless otherwise ordered, and commence at 2:00 p.m. Where an alternate location is required, it shall be within the boundaries of the Town or an adjacent municipality at a venue which is accessible to the public.

A Special Meeting of Council may be called to address matters of an urgent or special nature.

All meetings shall adjourn by 6:00 p.m. Any unfinished business shall be adjourned to the next regular Meeting or Special Meeting, unless the Members attending determine otherwise prior to the adjournment and pass a Procedure Motion by a two-thirds (2/3) vote of Members present, to extend the adjournment time beyond 6:00 p.m.

The time and date of individual regular meetings may be changed by the Mayor, subject to appropriate notice being given pursuant to Section 7.

13.3 Council in Closed Meeting (per Section 239 of the Act)

Unless otherwise stated, a Closed Meeting may be scheduled by the Clerk on the date of a Regular Council Meeting at a time to ensure that reasonable deliberation of the matter(s) can be provided.

Council in Closed Meeting may be called by the Mayor on an as-needed basis.

Other than for the purpose of participating in an Electronic Meeting, Council Members are not permitted to bring cell phones, iPads or other Electronic Devices into a Closed Meeting.

Council shall convene in Open Session and adopt a Motion to move into Closed Meeting if the subject matter being considered relates to:

a) The security of the property of the Town or Local Board;

b) Personal matters about an identifiable individual including municipal or Local Board employees;

c) A proposed or pending acquisition or disposition of land by the municipality or Local Board;

d) Labour relations or employee negotiations;

e) Litigation or potential litigation, including matters before administrative tribunals, affecting the Municipality or Local Board;

f) Advice that is subject to solicitor-client privilege, including communications necessary for that purpose;

g) A matter in respect of which a Council, Local Board, Committee or other body may hold a closed meeting under another Act;

h) Information explicitly supplied in confidence to the municipality or Local Board by Canada, a Province or Territory or a Crown agency of any of them;

i) A trade secret or scientific, technical, commercial, financial or labor relations information, supplied in confidence to the municipality or Local Board, which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization;

j) A trade secret or scientific, technical, commercial or financial information that belongs to the municipality or Local Board and has monetary value or potential monetary value; or

k) A position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality or Local Board.

Other Criteria

l) (3) A meeting or part of a meeting shall be closed to the public if the subject matter being considered is,

- A request under the *Municipal Freedom of Information and Protection of Privacy* Act, if the council, board, commission or other body is the head of an institution for the purposes of that Act;
- An ongoing investigation respecting the municipality, a local board or a Municipally-controlled corporation by the Ombudsman appointed under the *Ombudsman* Act, an Ombudsman referred to in Subsection 223.13 (1) of this Act, or the investigator referred to in Subsection 239.2 (1); or

Educational or training sessions

m) (3.1) A Meeting of a Council or Local Board or of a Committee of either of them may be closed to the public if the following conditions are both satisfied:

- The Meeting is held for the purpose of educating or training the Members; and
- At the Meeting, no Member discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the Council, Local Board or Committee.

n) A Meeting shall not be closed to the public during the taking of a vote, except where:

- Section 13.3. d) or e) permits or requires that the Meeting be in Closed Meeting; and
- The vote is for a Procedure matter or for giving direction or instructions to officers, employees, and/or agents of the Municipality and/or Local Board or persons retained by, or under contract to, the Municipality or Local Board.

The Clerk shall advise the Chair, if in his/her opinion, the issue (or portion thereof) being discussed at a Closed Meeting falls outside the permitted issues that may be discussed in a closed session.

Upon completion of the Closed Meeting, Council shall consider a Motion to rise and report to open session.

The open portion of the Council Meeting shall reconvene, and matters discussed in Closed Meeting shall be reported out in the form of Motions presented.

Minutes from the closed portion of the Meeting shall become part of the Council Meeting minutes.

Members:

- Shall not disclose any information provided to them related to a Closed Meeting item to anyone outside of the Closed Meeting;

- Shall not discuss any aspect of a Closed Meeting item with anyone outside of the Closed Meeting;

- If in person, shall be required to return all printed materials pertaining to the confidential matters, including any notes taken, to the Clerk before exiting the Closed Meeting;

- If the Member is attending via Electronic Attendance, shall not take any notes of any kind (including without limitation: paper or via the use of any Electronic means), make any recordings (audio, visual, or both) or otherwise communicate with anyone (including family) outside of the Closed Meeting.

- If the Member is attending via Electronic Attendance, must ensure that NO individuals (including, without limitation, family members) are present or within hearing distance in order to maintain confidentiality;

- Are permitted to participate in a Meeting remotely via Electronic Attendance (e.g. video or audio teleconference), and such Members shall have all the same rights, responsibilities and restrictions as if they were in physical attendance;

- Must, during a Closed Meeting held via audio and video, keep their video on and MUST be visible at all times; and

- Members may not use any other Electronic Devices during a Meeting.

13.4 Special Council Meeting

The Mayor may at any time call a special Meeting of Council upon proper notice to Members.

Upon the receipt of a petition signed by a majority of the Members of Council, the Clerk shall call a Special Meeting, upon proper written notice, for the purpose and at the time specified on the petition.

Business listed in the notice of Meeting shall be the only business conducted at a Special Meeting of Council.

An Emergency Special Council Meeting may be called by the Mayor at any time and at any location as determined by the Mayor or Clerk. For the purposes of this section, an Emergency Meeting may be called for an Emergency within the meaning of the Town's Emergency Response Plan or any other similar unforeseen circumstance.

14. Electronic Participation at Meetings

Members are permitted to participate in a Meeting remotely via electronic means (e.g. video or audio teleconference), and such Members shall have all the same rights, responsibilities and restrictions as if they were in physical attendance.

A Member who is participating electronically in a Meeting shall be counted in determining whether or not a Quorum of Members is present at any point in time and may participate electronically in any portion of a Meeting that is closed to the public.

Members must keep their video on and must be visible at all times.

Members must not carry on private discussions with members of the public or other Council members during the proceedings of Council by any means (including, without limitation, verbal, texting, email, etc.).

Members must ensure that their faces are visible at all times and may not shut off their video or otherwise remove themselves from public view during a Meeting.

Members must ensure that they do not have other individuals, including family members, visible during a Meeting.

Only appointed Members, Staff and invited individuals or groups shall be permitted to participate electronically in Council or its Committee meetings.

Public Meetings and Deputations – Public participation in an Electronic Meeting may be permitted.

Application and Conflict – Notwithstanding the foregoing, the Procedure By-law shall continue to apply to an Electronic Meeting held pursuant to this section, except that this section and any Emergency Electronic Meeting Protocol approved by Council and any Provincial legislation or order shall prevail to the extent of any conflict.

15. Rules of Conduct and Debate

15.1 Conduct of Council at Meetings

No individual shall:

- Use offensive words or unparliamentary language in or against the Council or against any Members, staff or the public;
- Speak without being recognized by the Chair or cause a disturbance while another Member is speaking;
- Resist the rules of Council or disobey the decisions of the Mayor or Chair or of Council on questions of order or practice or upon the interpretation of the rules of Council;
- Criticize any decision of the Members, except for the purpose of moving that the question be Reconsidered;
- Leave his or her seat or make noise or disturbance while a vote is being taken or until the result is declared; or
- Carry on private discussions with members of the public or other Council members during the proceedings of Council by any means (including, without limitation, verbal, texting, email, etc.).

15.2 Member Called to Order

A Member called to order by the Chair shall immediately cease further comment and may appeal the Call to Order. The Members, if appealed to, shall vote on the appeal without

debate and the decision shall be final. If there is no appeal, the decision of the Chair shall be final.

Where a Member has been called to order by the Chair for disregarding the rules of procedure and the Member persists in any such conduct, the Chair may put the following question, no amendment, adjournment or debate being allowed, "that Councillor [name of Member] be ordered to leave his/her seat for the duration of this Meeting"

Where the Member apologizes, the Member, by vote of the majority of the Members of Council present, may be permitted to retake his/her seat.

15.3 Member Recognized
Any Member desiring to speak shall signify the intent in such a manner as the Chair may direct and shall refrain from speaking until the Chair has recognized him/her.

15.4 Member to Speak
When a Member has been recognized by the Chair to speak, the Member shall direct his/her questions or comments to the Chair and speak only to the matter under consideration.

15.5 Chair – Order of Speaking
The Chair shall recognize the Members who wish to speak in the order that they come to his/her attention.

15.6 No Interruption
When a Member is speaking, no other Members shall interrupt, except to raise a Point of Privilege or Point of Order.

15.7 Speaking Once to Motion
A Member shall not speak more than once to the same Motion until all other Members have had the opportunity to speak to the matter for the first time, except for the purpose of providing an explanation of a material part of his/her speech which may have been misunderstood and in doing so he/she shall not introduce new matters. No Member shall speak to the same Motion more than twice without leave of Council.

15.8 Speaking – Five Minutes
A Member shall not speak to the same Motion, or in reply, for longer than five (5) minutes, without leave of Council.

15.9 Questions Related to Motion
A Member shall be restricted to asking questions related directly to the Motion under discussion. The Member may ask a concisely worded question of another Member or appropriate staff person, through the Chair, prior to the Motion being put to a vote.

15.10 Request to Read Motion
Any Member may require the Motion under consideration to be read at any time during debate but not so as to interrupt a Member who is speaking.

15.11 Chair – Speaking to Motion

The Chair may express an opinion on Motions under debate; however, should the Chair wish to take an active part in any matter under debate, he/she shall leave the Chair and appoint the Deputy Mayor or, in the absence of the Deputy Mayor, another Member, to assume the Chair.

15.12 Electronic Devices

Members present at a Meeting shall ensure that all Electronic Devices are set to silent mode so as not to be a distraction.

Members are not permitted to use personal or issued devices for communication during meetings. Members must communicate only through, and at the discretion of, the Chair. These restrictions reflect the principle that the public must be able to observe all decision-making activity during open meetings.

15.13 Conduct of the Public

Members of the public attending a Meeting shall respect the formal and professional decorum of Council and its Committees and shall not address Council, except with the permission of the Chair.

No person shall display signs or placards, applaud participants in debate or engage in conversation or other behaviour which may disrupt the proceedings of Council. The Mayor or Chair may allow appropriate clapping in recognition of celebration.

Any cellular telephones, pagers or other Electronic Devices which emit a sound shall be turned off or otherwise set to non-audible.

No person shall use indecent, offensive or insulting language or speak disrespectfully of any Member of Federal, Provincial government, any Member of Council or any employee of the Town, Local Board or Committee.

Any person addressing Council as a deputant shall focus his/her comments on the subject matter before Council.

Any person who is not conducting themselves in a proper and appropriate manner, will be asked to do so by the Chair. Any person who continues to conduct themselves in an improper manner will be directed to leave the Meeting and may be removed from the Meeting if necessary. Any person who is conducting themselves in a manner which poses a threat to the safety of themselves, or others shall be ordered from or removed from the Meeting without warning. In the event of gross or repetitive misconduct, Council may by resolution suspend the privileges of a member of the public to attend Council meetings for the duration of the term of Council.

No person, other than Members of Council or Town Staff, shall enter the Council floor area during a Meeting without the permission of the Chair.

No person, other than a Member of Council or the Clerk shall, before or during a Meeting, place on the desks of Members or otherwise distribute any material without the

permission of the Chair.

Any member of the public participating in a Meeting by electronic participation may be removed by Staff should they exhibit any of the above noted behaviors. The Mayor or Chair may unilaterally suspend the meeting until order is restored.

16. Motions and Order of Putting Questions

16.1 Motions in Writing

Except as provided elsewhere in this By-law, all Motions shall be in writing and shall be signed by the mover and seconder. This may be done electronically using digital signatures.

16.2 Motions Introduced Without Leave

The following motions do not require advance or written notice as they may occur as a matter of meeting procedure:

- Point of Order;
- Point of Personal Privilege;
- To suspend a rule of procedure in this By-law;
- For a ruling by the Mayor or Chair as to whether an action is in compliance with a rule of procedure;
- To overturn a ruling by the Mayor or Chair with respect to a matter of procedure;
- To call the question, which is not debatable; or
- To adjourn, which is not debatable.

The following Motions may be introduced without notice and without leave except as otherwise provided by this By-law:

- To Defer;
- To Refer;
- To Table;
- To Divide the Question;
- To Amend;
- To Suspend a provision of this By-law unless otherwise prohibited; or
- To resolve itself into the Committee of the Whole, which is not debatable.

16.3 Motion – Read before Discussion

Prior to discussion, the Chair shall read the Motion presented.

16.4 Motion – To Divide the Question

Any Member may request that the Mayor or Chair divide the question (also known as “splitting the Motion”) where there are separate clauses contained in a Motion.

If there is no objection, the Mayor or Chair shall facilitate the debate and the vote shall be called on each clause separately. If a Member objects to the division, the Mayor or Chair will call the vote on the question of whether the Motion should be divided. In that case, a simple majority is required to divide the question.

A Motion to divide the question is not debatable.

16.5 Motion – Amend

A Motion to amend the main motion shall:

- Be moved, seconded and then the amendment shall be dictated in a manner that highlights the change(s);
- Receive disposition of Council or the Committee before a previous amendment or the question;
- Not be further amended more than once, although further amendments may be made to the main Motion;
- Be relevant to the main Motion;
- Not propose a direct negative to the main motion, although it may propose a separate and distinct disposition of a question; and
- Be put to a vote in the reverse order to that in which amendments were moved.

The vote on a Motion to amend determines only whether the amendment is adopted. The next step will usually involve a vote on the main motion as amended (with the amendments incorporated) unless that has become unnecessary as the amendment was not adopted.

A Member other than the mover and seconder may suggest a clarification amendment to the current motion where it does not change the core substance and is intended to aid clarity and grammatical correctness. The mover and seconder shall either accept or reject such minor changes immediately and without debate. This is known as a "**Friendly Amendment**."

16.6 Motion – Not seconded

A Motion that has not been seconded shall not be recorded in the minutes.

16.7 Motion – Ruled Out of Order

When the Chair is of the opinion that a Motion is contrary to the rules of procedure the Chair shall rule the Motion out of order.

16.8 Motion – Not Within Jurisdiction of Council

A Motion which requires the exercise of a power or powers by Council which are not within its jurisdiction shall not be in order.

16.9 Motion – Budget Implications

Any Motion having budgetary implications shall be referred to staff or the appropriate Standing Committee for a report regarding such budgetary implications prior to the Motion being debated at Council or Committee.

16.10 Motion – Reconsideration

A Motion to reconsider a Motion that was previously decided by the Council shall only be introduced by way of a Notice of Motion put forward by a Member who originally voted with the prevailing side. Such Motion shall pass by a majority vote and no Motion shall be reconsidered more than once during the term of Council.

Notwithstanding these provisions, the above Reconsideration rule shall not apply to the following:

- A Motion passed by previous Councils;
- A Motion that, while pertaining to a previously decided Motion, does not alter the core purpose or intent of the previously decided Motion;
- A Motion presented in respect of a previously decided matter for the purpose of strengthening or clarifying the original decision; or
- A Motion presented in respect of a previously decided matter for the purpose of moving a matter through a series of necessary steps or phases.

A Motion to Reconsider:

- Is not debatable or amendable; however, the mover and seconder of a Motion to Reconsider may provide a brief and concise statement outlining the reasons for proposing such reconsideration;
- Shall only be made at the same Meeting or a Meeting subsequent to the Meeting at which the original Motion was decided;
- Shall be submitted in writing to the Clerk and printed on the Agenda;
- Shall not be in order if the action approved in the Motion to Reconsider cannot be reversed or if the original Motion has been implemented, resulting in a legally binding commitment that is in place on the date that a Motion to Reconsider is being debated;
- Shall, if considered at a subsequent Meeting, be declared lost, two-thirds (2/3) of the Council votes therefore and must be moved by a Member who voted with the majority in the original decision; and
- Suspends action on the Motion to which it applies until the Motion to Reconsider has been decided.

If a Motion to Reconsider carries, reconsideration of the decided matter shall be the next order of business. Debate on the matter being reconsidered shall proceed as though it had never previously been considered.

A notice of reconsideration from the Ontario Land Tribunal (or any replacement thereof) shall not be deemed a reconsideration of a Council decision for the purposes of this By-law.

16.11 Schedule A" – Standard Characteristics of Motions

Schedule “A” – Standard Characteristics of Motions - forms part of this By-law and shall describe the form and standard descriptive characteristics of the most common types of Motions together with a table summarizing the ranking of Motions, in accordance with *Robert's Rules of Order.*

17. Voting

Unless otherwise described within this Procedure By-law, the Act or other legislation, a motion of Council is approved when the majority of the members (more than 50%) present at a meeting vote in the affirmative. In some cases, a two-thirds (2/3) vote may be required and may have different requirements as per the Act and this By-law. The following chart may be used to determine if the requirements have been met.

Members present	Majority	Two-thirds (2/3)	Veto by Council
5*	3	4	6
6	4	4	6
7	4	5	6
8	5	6	6
9	5	6	6

* This vote would fail as it does not meet the minimum two-thirds (2/3) of Council regarding Veto Override as per Part VI.1 of the Act. Every Member, including the Mayor and Chairperson, shall have one vote.

Every Member present at a Meeting who is required to vote on a question, but in fact does not vote thereon, shall be deemed to be voting in the negative and, when required, shall be so recorded, subject to the provisions of this By-law.

Any Member who is not present during the vote will have his/her name added to a procedural notation regarding that item within the Minutes.

When a vote is called, every Member shall immediately:

- Occupy their seat and shall remain there until the result of the vote has been declared;
- Not traverse the room;
- Cease all discussion on the matter immediately; and
- Not speak to any other member or make any noise or disturbance.

Any question on which there is a tie vote result shall be deemed to be lost.

The Mayor or Chair shall have the discretion to either announce that the motion has carried or been defeated or may provide the number of votes in favour and the number of those opposed after each and every vote, unless it is by way of a recorded vote, or it is unanimous.

17.1 Majority Vote
Unless otherwise specified in this By-law, all votes shall be decided by way of a majority vote of the Members present and eligible to vote at the Meeting.

17.2 Time of Vote
A Motion shall be put to a vote by the Chair immediately after all Members desiring to speak on the Motion have spoken, in accordance with this By-law.

17.3 Speaking During Vote
No Member shall speak to a Motion once the Motion is put to a vote and the results are announced except for clarification on procedural matters.

17.4 Show of Hands
Unless a recorded vote is called for, all voting shall be done by a show of hands. No vote shall be taken in a Meeting by ballot or by any other method of secret voting. The Chair shall first ask for those in favour of the Motion and then ask for those opposed.

17.5 Mandatory Vote
Every Member present shall vote on every Motion unless the Member declares a Conflict of Interest, in which case the Member shall refrain from participating in the vote.

17.6 Deemed Negative Vote
Every Member who is present for a vote and has not declared a Conflict of Interest shall be deemed to be voting against a Motion if he or she abstains from voting on that Motion.

17.7 Result Marked on Motion
The result of the vote on each Motion shall be marked in the Minutes by the Clerk.

17.8 Division of Question
When the Motion under consideration contains distinct recommendations, a Member may request a separate vote upon each recommendation. The mover and seconder of the original Motion shall be considered the mover and seconder of each distinct recommendation. The Chair shall have the discretion to determine if the Motion can be appropriately split for the purpose of separate votes. The Motion is not debatable.

17.9 Recount
The Mayor may, and shall, when requested to do so by a Member, order and conduct a recount of votes before announcing the decision of the Council on any Motion. Where a recount of votes is ordered and conducted by the Mayor, the results of the recount shall be announced by the Mayor and shall be deemed to be the decision of the Council.

17.10 Recorded Vote
A request by a Member for a recorded vote shall be made immediately prior to the taking of the vote or immediately thereafter prior to proceeding to the next item of business.

Upon such request the Clerk shall ask each Member to announce his/her vote openly and shall record such vote and declare the results.

The order of voting for a recorded vote shall be in random order drawn by the Clerk, except the Chair who shall vote last. The Clerk shall call the names of the Members and announce the results. The names of those who voted for and against shall be noted in the Minutes.

Where a Member abstains, the record voted shall read “opposed”, except where the abstention is for reasons of a declared conflict of interest, in which case the vote shall read “abstain”.

Recorded votes are permitted in Standing Committees.

18. Repeal By-law 2022-2

That By-law 2022-2 and amendments thereto are hereby repealed.

19. Failure to Comply

Any omissions or failure to strictly comply with this By-law or any other Legislation (including any notice which is substantively given but is irregular) will not invalidate the holding a of a meeting or any proceeding or decision taken at the meeting.

20. Force and Effect

That this By-law shall come into force and effect as of March 18, 2026.

BY-LAW PASSED AND ENACTED THIS 18TH DAY OF MARCH 2026.

THE CORPORATION OF THE TOWN OF MIDLAND

_____

BILL GORDON - MAYOR

_____

SHERRI EDGAR – CLERK

Written approval of this By-law was given by Mayoral Decision MDE-2026-4 dated March 18, 2026.

Schedule "A" - Standard Characteristics of Motions

Part A – Categories of Motions
Part B – Standard Characteristics of Common Motions
Part C – Motions that take a Majority Vote and Motions that take a Two-thirds Vote
Part D – Parliamentary Procedures Chart – (Clerks on Call)

Part A – Categories of Motions

Main Motions
- Brings new business before the assembly.

Privileged Motions (lowest to highest)
- Adjourn (End Meeting Now)
- Recess (Take a Break)

Subsidiary Motions (lowest to highest)
- Previous Question (Stop Debate)
- Postpone to a Certain Time (Refer)
- Refer to a Committee (Let a Committee Investigate)
- Amend (Change a Motion)
- Notice of Motion

Incidental Motions (no rank -- must be taken up immediately)
- Point of Order (To Correct a Breach in the Rules)
- Appeal From The Decision of The Chair or Appeal (To Disagree with the Chair's Ruling)
- Suspend the Rules (To Set Aside a Rule of the Assembly)
- Divide Question.
- Recorded Vote

Motion that Brings a Question Again Before the Assembly (when no other business is pending)
- Reconsider (To Reconsider the Vote on a Motion)

Part B – Standard Characteristics of Common Motions

Adjourn

- Purpose: To end the Meeting NOW! Needs a second.
- Not amendable.
- Not Debatable.
- A majority vote to adopt.
- Can't be reconsidered but can be made again after some progress in the Meeting.
- Result: It ends the Meeting, and the business halts at the point where the Members adjourned. If the Members are in the middle of discussing a Motion, this Motion will come up at the next Meeting under unfinished business.

Recess

- Purpose: To take a short intermission and then resume business where the Members left off. As a privileged Motion, a Motion to recess is made when other business is pending.
- Needs a second.
- Length of recess is amendable.
- Not debatable.
- Majority vote to adopt.
- Can't be reconsidered.
- Result: Members take a short break.

Postpone to a Certain Time

- Purpose: To put off or delay a decision. Needs a second.
- The time element is amendable.
- Debatable. Debate goes only to the merits of postponing.
- Majority vote to adopt.
- Can be reconsidered.
- Result: Discussion and decision are put off until later in the Meeting or until the next Meeting when no business is pending.

Close Debate

- Purpose: To bring to an immediate vote (call the question) Needs a second
- Not debatable
- Not amendable
- Takes a two-thirds (2/3) vote.
- Result: To end debate on a pending proposal

Refer to a Committee

- Purpose: Have a small group investigate a proposal. Needs a second.
- Any variable in the Motion is amendable.
- Debatable. Debate goes only to the merits of referring the Motion to a Committee.
- Majority vote to adopt.
- Can be reconsidered if the Committee hasn't begun discussion of the Motion.

- Result: If adopted, the Motion goes to the Committee to investigate and does not return to the Membership until the Committee is ready to report or until the Membership has adopted a time for the Committee to report back to the assembly.

Amend

- Purpose: To change the Motion; proposed amendments must be germane to the main Motion.
- Needs a second
- Is amendable, but it must be germane or related to the amendment.
- Debatable. Debate goes only to the amendment.
- Majority vote to adopt. If amending a Motion or document that takes two-thirds (2/3) vote to adopt, the proposed amendment takes only a majority vote.
- Can be reconsidered.
- Result: If adopted, the proposed change becomes part of the main Motion.

Notice of Motion

- Purpose: To allow a Member of Council the opportunity to bring a matter of business before the assembly for consideration at the next Regular Meeting of Council.
- Needs a second
- Is debatable.
- Is amendable
- Majority vote to adopt
- Result: Adoption of the Motion confirms Council support on the matter.

Point of Order

- Purpose: To correct a breach in the rules. No second.
- Not debatable.
- Chair rules on the point.
- Cannot be reconsidered.
- No vote required.
- Result: The Chair's ruling stands unless someone appeals it.

Appeal from the Decision of the Chair or Appeal

- Purpose: To disagree with the Chair's ruling and let the Members decide the disagreement by taking a vote.
- Needs a second.
- Must be made at the time the ruling was made.
- Debatable. However, it is not debatable if it relates to rules of speaking, relates to the priority of business (order of business), or applies to a ruling on an undebatable Motion.
- Not amendable.
- Majority or tie vote sustains the decision of the Chair.
- Can be reconsidered.
- Result: If adopted, it upholds the Chair's ruling.

Suspend the Rules

- Purpose: To set aside a rule of the assembly (except bylaws or the corporate charter).
- Needs a second.
- Not debatable.

- Not amendable.
- Takes a two-thirds (2/3) vote.
- Cannot be reconsidered.
- Result: Rules are set aside so that Members can do something contrary to the rules.

Divide Motion
- Purpose: To allow a Motion to be split into separate Motions.
- Yes.
- Not debatable.
- Is amendable.
- Takes a majority vote.
- Result: Various parts of the Motion are debated and voted on separately.

Recorded Vote
- Purpose: To record the votes (for or against) of each Member
- No second
- Not debatable
- Not amendable
- None
- Result: A record of how each Member voted is recorded.

Reconsider
- Purpose: To reconsider the vote on a Motion.
- Only a Member who voted on the prevailing side can make the Motion.
- Needs a second.
- Debatable if the Motion it reconsiders is debatable.
- Takes a two-thirds (2/3) vote.
- Cannot be reconsidered.
- Can be made but not considered when other business is pending.
- Result: If adopted, the Motion is again before the assembly as if it had not been voted on.

Part C – Motions that take a Majority Vote

- Adjourn
- Recess
- Refer to a Committee
- Amend
- Main Motion
- To Reconsider

Part C – Motions that take a Two-thirds Vote (Any Motion that takes away rights from Members)

- Previous Question (Close Debate)
- Object to the Consideration of a Question
- Suspend the Rules

Part D – Parliamentary Procedures Chart – (Clerks on Call)

Parliamentary Procedures – What Motion Do I Use?

Action	You Say	Interrupt Speaker	Second Needed	Debatable	Amendable	Votes Needed
Adjourn the meeting	I move that we adjourn	No	Yes	No	No	Majority
Take a break	I move that we recess for…	No	Yes	No	Yes	Majority
Suspend the rules	I move to suspend the rules	No	Yes	No	No	2/3
Amend a motion	I move that this motion be amended by…..	No	Yes	Yes	Yes	Majority
Postpone the matter to a certain time (Defer)	I move to postpone the matter (include time, place and purpose)	No	Yes	No (time and place only)	No	Majority
Refer to a Committee or Staff	I move to refer the motion to … (include specifics of who to, terms and timeline)	No	Yes	Yes	Yes	Majority
Close debate	I move to call the question	No	Yes	No	No	2/3
Divide a motion being discussed	I move to divide the motion…	No	Yes	No	Yes	Majority
Table a Motion	I move to table the item…	No	Yes	No	No	Majority
Enforce the rules or point out incorrect procedure	Point of Order or I rise to a question of privilege	Yes	No	No	No	Chair decides

**The above motions have no established order or precedence per the procedural by-law. You may not introduce another motion when one of these motions is on the floor.

Complain about noise, room temp., etc.	"Point of privilege"	Yes	No	No	No	Chair Decides
Delay a report during the meeting (suspend further consideration of something)	"I move that we table it"	No	Yes	No	No	Majority
End debate	"I move the previous question"	No	Yes	No	No	2/3
Postpone consideration of something	"I move we postpone this matter until…"	No	Yes	Yes	Yes	Majority
Amend a motion	"I move that this motion be amended by…"	No	Yes	Yes	Yes	Majority
Introduce business (a primary motion)	"I move that…"	No	Yes	Yes	Yes	Majority

**The above listed motions and points are listed in established order of precedence. When any one of them is pending, you may not introduce another that is listed below, but you may introduce another that is listed above it.

To:	You say:	Interrupt Speaker	Second Needed	Debatable	Amendable	Vote Needed
Object to procedure or personal affront	"Point of order"	Yes	No	No	No	Chair decides
Request information	"Point of information"	Yes	No	No	No	None
Ask for vote by actual count to verify voice vote	"I call for a division of the house"	Must be done before new motion	No	No	No	None unless someone objects
Object to considering some undiplomatic or improper matter	"I object to consideration of this question"	Yes	No	No	No	2/3
Take up matter previously tabled	"I move we take from the table…"	Yes	Yes	No	No	Majority
Reconsider something already disposed of	"I move we now (or later) reconsider our action relative to…"	Yes	Yes	Only if original motion was debatable	No	Majority
Consider something out of its scheduled order	"I move we suspend the rules and consider…"	No	Yes	No	No	2/3
Vote on a ruling by the Chair	"I appeal the Chair's decision"	Yes	Yes	Yes	No	Majority

The motions, points and proposals listed above have no established order of preference; any of them may be introduced at any time except when meeting is considering one of the top three matters listed from the first chart (Motion to Adjourn, Recess or Point of Privilege).