

AGENDA

Mississippi-Rideau Source Protection Committee (MRSPC)

January 30, 2008 at 6:00 pm
Rideau Valley Conservation Authority
3889 Rideau Valley Drive, Manotick

| | | Pg. |
|-----------|--|-----------------------|
| 6:00 p.m. | 1.0 Welcome (I) a. Agenda Review b. Adoption of the Agenda (D) c. Declarations of Interest | <i>Chair Stavinga</i> |
| 6:10 p.m. | 2.0 Governing Policies (D) a. Review draft Governing Policies | <i>Chair Stavinga</i> |
| 7:40 p.m. | 3.0 Other Business | <i>Chair Stavinga</i> |
| | 4.0 Member Inquiries | <i>Chair Stavinga</i> |
| 7:50 p.m. | 5.0 Next Meeting – February 7, 2008, 1pm, RVCA | <i>Chair Stavinga</i> |
| 8:00 p.m. | 6.0 Adjournment | <i>Chair Stavinga</i> |

(I) = Information (D) = Decision

2.0 Governing Policies

Date: January 28, 2008
To: Mississippi-Rideau Source Protection Committee
From: Janet Stavinga, Chair
Mississippi – Rideau Source Protection Committee

Recommendation:

1. That the Mississippi-Rideau Source Protection Committee approve the attached Governing Policies.
2. That the Mississippi-Rideau Source Protection Committee forward the attached Governing Policies to the Mississippi Valley Source Protection Authority and the Rideau Valley Source Protection Authority for their review and approval.
3. That staff forward the attached Governing Policies to the Ontario Ministry of the Environment once approved by the Source Protection Authorities.

Background

Under the *Clean Water Act* every Source Protection Committee in Ontario must prepare Rules of Procedure, Code of Conduct and Conflict of Interest Policies. These governing policies must be to the satisfaction of the Source Protection Authorities.

Draft governing policies prepared by Conservation Ontario and other Source Protection Committees (SPCs) have been reviewed in the preparation of the attached document. Mississippi-Rideau Source Protection Committee (MRSPC) members reviewed draft documents at their inaugural meeting on January 10, 2008 and provided comments. This feedback has been incorporated into the attached draft Mississippi-Rideau Source Protection Committee Governing Policies.

Although the MRSPC expressed a preference to not include the use of proxies within the Rules of Procedure, as did many other SPCs, the Ontario Ministry of the Environment (MOE) through their legal services recently provided additional clarification and guidance around the definition and use of proxies by SPC members. This guidance is, as follows:

- Section 17 of the Source Protection Committee regulation (Ontario Reg 288/07) states, "A member of a source protection committee who is appointed by a source protection authority may participate in meetings of the committee by proxy and, for that purpose, a reference to a member in the provisions of this Regulation that relate to meetings includes that proxy."
- The intent of the proxy is to act on behalf of a source protection committee member who, for whatever reason, is not able to participate at the meeting in person or by other means (e.g. teleconference). This is an authority that is

provided to a source protection committee member in the regulation and the rules of procedure cannot remove that authority. In addition, the proxy does count for quorum.

While the regulation does not define who the proxy may be, MOE strongly advises that the proxy be another existing member of the source protection committee. The rationale for this guidance is due to the following:

- The Province does not have funding for non-SPC members (either per diems or for training initiatives);
- All those present and able to make decisions should understand and abide by the rules of procedures, code of conduct and conflict of interest policy;
- Committee meetings will have ambitious agendas, all those present should be familiar with the context of the matters (which may have occurred from previous meetings) and able to make decisions without unnecessary delays; and,
- Relationship between the committee members may provide a more trusting environment for those who wish to provide general authority over their opinion to the proxy.

MOE recommends the rules of procedure define the proxy and establish the process for its use. Below are two approaches as suggested by the Ministry:

1. An informal procedure whereby the member who is absent notifies the Chair and informs him/her of the person who will be acting as proxy and the extent by which an opinion for consensus or vote will be provided. This approach is flexible and conditions may be applied on case-by-case bases as determined by the Chair.
2. A formal procedure that requires:
 - A template or form that has to be completed and submitted by a specified time;
 - In the template or form, a detailed outline of what the opinion and/or vote is for particular issues by the absentee member;
 - In the template or form, a description of conditions that apply to the proxy.
 - This approach is more structured but clearly defines expectations for all members who may wish to use a proxy at one point or another.

The attached draft Governing Policies includes proxies as defined by the first approach. Moreover, the Rules of Procedure specify that proxies must be given to another voting member of the MRSPC.

**MISSISSIPPI-RIDEAU SOURCE PROTECTION REGION
SOURCE PROTECTION COMMITTEE**

**GOVERNING RULES OF PROCEDURE,
CODE OF CONDUCT AND CONFLICT OF INTEREST**

Draft Final

30 January 2008

Chair

Project Manager

Approval by Source Protection Committee (Insert Date here)

Effective Date: Approval by Source Protection Authorities (Insert Date here)

TABLE OF CONTENTS

| | | |
|-------|--|----|
| 1 | INTRODUCTION | 1 |
| 2 | RULES OF PROCEDURE | 2 |
| 2.1 | CALLING OF MEETINGS | 2 |
| 2.2 | ELECTIONS AND APPOINTMENTS | 2 |
| 2.3 | FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY | 3 |
| 2.4 | FISCAL YEAR..... | 3 |
| 2.5 | PROCEDURE FOR CONDUCTING MEETINGS | 3 |
| 2.6 | PER DIEM AND EXPENSES | 8 |
| 2.7 | FUNCTIONS AND RESPONSIBILITIES..... | 8 |
| 2.7.1 | Members | 8 |
| 2.7.2 | Chair | 9 |
| 2.7.3 | Project Manager | 10 |
| 2.7.4 | Working Groups..... | 10 |
| 2.7.5 | Signing Officers | 10 |
| 2.8 | INDEMNITY..... | 11 |
| 3 | CODE OF CONDUCT AND CONFLICT OF INTEREST | 12 |
| 3.1 | General | 12 |
| 3.2 | Attendance | 12 |
| 3.3 | Confidential Information..... | 12 |
| 3.4 | Media Relations | 13 |
| 3.5 | Conflicts of Interest..... | 13 |
| 3.6 | Prohibited Activities..... | 14 |
| 3.7 | Gifts and Benefits..... | 14 |
| 3.8 | Anti-Harassment Policy | 14 |
| 3.9 | Personal Conduct (which interferes with performance of duties) | 16 |
| 4 | ACKNOWLEDGEMENT | 17 |
| 5 | SCHEDULE A - Compensation and Expenses | 18 |

GOVERNING POLICIES OF THE MISSISSIPPI-RIDEAU SOURCE PROTECTION REGION SOURCE PROTECTION COMMITTEE

**Final Draft for Consideration by the
Mississippi-Rideau
Source Protection Committee**

1 INTRODUCTION

Drinking water source protection committees established by source protection authorities under the *Clean Water Act, 2006* are responsible for the preparation of terms of reference, assessment reports and source protection plans for source protection areas in accordance with the Act, regulations and Director's rules.

Members of a Committee bring to the committee a wide range of relevant knowledge and expertise relating to the committee's role, acquired as a result of experience in both the private and public sector. Committee Members join the committee to contribute to the source protection planning process under the *Clean Water Act, 2006*.

This governance document is passed under powers conferred on the Committee by the *Clean Water Act, 2006, S.O. 2006*.

The purpose of this document is to set out the standard of conduct expected of Members of the Mississippi-Rideau Source Protection Committee. It also sets out the procedure to be followed by members in disclosing conflicts and perceived conflicts, as well as the consequences of failing to comply with that procedure.

In this document, "Committee" refers to the Mississippi-Rideau Source Protection Committee as defined by Ontario Regulation 288/07.

Definitions of terms used throughout the document correspond to those definitions given in Section (1) of the *Clean Water Act, 2006, S.O. 2006* and Ontario Regulation 288/07.

Upon appointment to the Committee, each Member shall acknowledge in writing that they have received and read this governance document and in particular, to uphold the Code of Conduct and Conflict of Interest Policy. The lead Source Protection Authority will retain a copy of each members signed acknowledgment.

2 RULES OF PROCEDURE

2.1 CALLING OF MEETINGS

1. The Committee shall at its first meeting and every six months thereafter establish a meeting schedule for the following six months and publish this schedule on the internet.
2. The Committee shall meet at least once a month until the proposed Terms of reference is submitted to the Source Protection Authorities.
3. Notice of all Committee meetings shall be conveyed to Members, Liaison Members, municipalities, and to the local media 7 calendar days prior to the date of the meetings via the Mississippi-Rideau Source Protection Region website. The notice shall include the time and place of the meeting and all items to be discussed at the meeting. Delivery of materials to the Committee Members will be to the contact mailing and/or email address provided to the Project Manager.
4. Only under exceptional circumstances may the Committee receive material for an item on the agenda in less than 7 calendar days. Committee may suspend the Rules of Procedure to consider an item either by consensus or the approval of 2/3 - majority vote of the members present.
5. Anyone wishing notice of meetings shall leave their name and address or email address with the Project Manager. The Project Manager or his/her designate shall inform that person, by email, in writing or by telephone, in advance of other meetings.
6. On occasion the Chair may call meetings in addition to the regularly scheduled meetings.

2.2 ELECTIONS AND APPOINTMENTS

1. The Minister appoints the Chair. The fifteen voting members are appointed by the Mississippi-Rideau Source Protection Authorities (MVC and RVCA Boards). The membership of the Committee shall be in accordance with Ontario Regulation 288/07 under the *Clean Water Act, R.S.O. 2006*.
2. The Committee may elect a Chair pro-tempore from among the voting members. The order of procedure for the elections shall be:
 - a. an open verbal nomination, no seconder required
 - b. the calls for nomination
 - c. each nominee has the opportunity to speak to his/ her nomination, stating a willingness to stand
 - d. motion to close nominations

- e. elections shall be held by secret ballot on those accepting the nomination. Ballots will be distributed to qualified members only and no member may vote by proxy. In the event of a tie the names shall be put into a container and the winner drawn.
3. The term of appointment and filling of vacancies shall be done in accordance with Ontario Regulation 288/07.

2.3 FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY

1. In keeping with the *Freedom of Information and Protection of Privacy Act* (FIPPA) and the *Municipal Freedom of Information and Protection of Privacy Act* (MFIPPA), all meetings are open to the public; all matters arising out of Committee meetings, and supporting technical reports shall form part of the public record and shall be available for public review immediately upon request. Exceptions to the foregoing include the following matters:
 - a. Personnel Records or Issues
 - b. On-going Property Negotiations
 - c. Court cases in which the Committee is involved
 - d. Discussions which could adversely affect the interests of a third party
 - e. A personal or financial matter about an identifiable individual
2. Members shall not use confidential information for any improper use which includes, but is not limited to, using confidential information to the benefit of the member's private interest or disclosing confidential information to third parties without the consent of the party to whom the information relates. Any such activity will result in disciplinary action for the member.

2.4 FISCAL YEAR

The fiscal year of the Committee shall be the calendar year.

2.5 PROCEDURE FOR CONDUCTING MEETINGS

1. These procedures, other than those procedures required by Provincial Statute or Regulation, are established to provide guidance to the Committee, and any non compliance shall not necessarily invalidate the proceedings of the Committee.
2. The regulations governing the procedure of the Committee shall be observed in all meetings, as far as they are applicable.
3. The Chair of the Committee shall preside over all Committee meetings. He/She shall call the meeting to order promptly at the time designated, or as soon thereafter as a quorum is present. He/She shall preserve order and decorum and decide upon all questions of order.

4. If any member, however, challenges the Chair on a ruling, other than that based on the rules of order, the member shall explain his/her basis for the objection, and the question shall be put in the form of a motion, duly moved and seconded, and debated if required, and voted on. A simple majority vote in favour of the motion carries the motion and the ruling is defeated or overturned.
5. The Project Manager or his/her designate will record the names of members present and members absent.
6. In the event of the absence of the Chair from any meeting, the members present shall, upon receiving notice of the absence, or after a waiting period of fifteen (15) minutes from the time of the duly called meeting, elect a Chair pro-tempore from the Committee members present, who, for the purposes of that meeting, has all the powers and shall perform all duties of the Chair. The Chair pro-tempore shall preside over the meeting for so long as the Chair remains absent from the meeting and until the immediate business at hand is completed. The Project Manager or his/her designate shall preside over the election of the Chair pro-tempore. The Chair pro-tempore shall not vote on any matter
7. The Committee shall conduct business only when a quorum is present. One or more vacancies in the membership of the Committee does not prevent the Committee from conducting business as long as the number of members in office is sufficient to maintain quorum.
8. A quorum for any meeting of the Committee shall consist of the Chair or Chair pro-tempore, plus two-thirds of the fifteen members of the Committee (10 members). Participation by teleconference, when necessary in extenuating circumstances, may count toward quorum. If no quorum is present one-half hour after the time appointed for a meeting of the Committee, the Project Manager records the names of those present and the meeting shall stand adjourned until the next meeting.
9. The minutes of all meetings of the Committee shall be recorded by the Project Manager or his/her designate.
10. Email notice of all Committee meetings shall be sent to each Member and Liaison Member of the Committee.
11. At a minimum of one week before a meeting the Project Manager or his/her designate shall email or send a copy of the minutes of the previous meeting to the Committee. Approved minutes will be posted on the website.
12. Delegations to any Committee meeting will be considered for matters not on the agenda, if requested in writing at least fourteen (14) days prior to a meeting, or if otherwise approved by the Chair. Such written request must

state the purpose of the delegation. The Chair may limit the number of delegations per meeting.

13. Delegations speaking to matters on an agenda will be encouraged to notify the Project Manager or his/her designate of their interest to make a submission as early as possible prior to the Committee meeting.
14. Delegations to any meeting of the Committee will be limited to one key spokesperson and will be allotted a maximum of five (5) minutes for their related presentation. Delegations will be encouraged to provide written material for consideration of the Committee.
15. Where an evening meeting is being held, every effort should be made to adjourn the meeting by 10:00 p.m. The Chair shall not permit the meeting to continue beyond 10:00 p.m. without the consent of the majority of the members present.
16. The Committee shall attempt to make decisions through consensus. If the Chair determines that reasonable efforts have been made to achieve consensus but the Committee has been unable to make a decision by consensus, the decision may be made by a vote of two-thirds (2/3) majority of the members present, not counting the Chair.
17. At any meeting, each Voting Member is entitled to one vote; the Chair cannot vote as per Ontario Regulation 288/07.
18. A voting member may participate by proxy, with the exception of election votes. The member who is absent notifies the Chair and informs him/her of the person who will be acting as proxy and the extent by which an opinion for consensus or vote will be provided. Proxies must be another voting member of the Committee.
19. A minimum of ten (10) members present including proxies is required upon all matters coming before the meeting, with two thirds (2/3) majority vote to pass a motion.

| PRESENT | MINIMUM AFFIRMATIVE |
|---------|---------------------|
| 10 | 7 |
| 11 | 8 |
| 12 | 8 |
| 13 | 9 |
| 14 | 10 |
| 15 | 10 |

20. Where a confidential matter arises, in keeping with Section 2.3 of this regulation (Freedom of Information and Protection of Privacy), a resolution closing the meeting to the public shall be passed and it shall state the general nature of the subject matter to be discussed.

21. The lead Conservation Authority will provide the following services to the Committee:
 - a. an auditor qualified under Section (38) of the *Conservation Authorities Act*
 - b. a solicitor(s)
 - c. a bank(s) with which the Committee will conduct its financial business during the current fiscal year
 - d. signing authorities for legal and financial instruments
22. The minutes of the previous meeting shall not be read unless the reading thereof is requested by resolution.
23. The Agenda of the meeting shall be taken up in the order in which it stands on the Agenda unless otherwise decided by the Committee.
24. Written notice of motion may be given by any Voting Member of the Committee and shall be forthwith placed on the Agenda of the next meeting.
25. When a motion is under debate, no motion shall be received other than a motion to amend, to defer action, to refer the question, to take a vote, to adjourn or to extend the hour of closing the procedures.
26. When a motion is proposed, then an amendment and subsequently an amendment to the amendment (sub-amendment), the vote of the members shall first be taken on the sub-amendment, then on the amendment, and finally on the main motion. Only two (2) amendments (an amendment and a sub-amendment) may be proposed at the same time to a question. When one or both amendments have been disposed of, a further amendment or sub-amendment may be entertained by the Chair. When either an amendment or a sub-amendment has been carried, the question is put on the motion (or amendment) as amended.
27. The Chair, when the meeting is ready for the decision on any question, shall read the question (motion) before calling for the vote. He/she shall first call for those who favour the question, and next for those who oppose it.
28. Voting shall be by show of hands. Any member may request a recording of the vote by calling of the vote. A member has a right to abstain from voting. Abstention from voting upon any matter will be deemed as a blank vote which is neither for nor against the motion.
29. Every member may speak once for no more than five (5) minutes on each motion amendment or sub-amendment. Additional time or additional opportunities to speak on the same motion, amendment or sub-amendment may be granted by the Chair after all members have had an opportunity to speak.

30. When a member desires to speak, he/she shall address the Chair and confine himself/herself to the question under debate. No member shall interrupt another while speaking.
31. When a member transgresses the rules, the Chair shall call him/her to order; in that case the member so called to order shall come to order, unless permitted to explain by the Chair.
32. Every motion must be put in writing by the recording secretary and seconded. It shall then be in the possession of the Committee, and can be disposed of only by a vote, unless the Committee unanimously allows the mover to withdraw it. A single voice can prevent such withdrawal.
33. Any member may require the motion under discussion to be read at any period of the debate, but not so as to interrupt the speaker.
34. When a motion is under debate, no motion shall be received other than a motion to amend, to defer action, to refer the question, to take a vote, to adjourn or to extend the hour of closing the procedures.
35. After the motion has been put by the Chair, no debate shall be allowed, nor shall any other motion be made until the question under discussion has been decided, and the decision of the Chair as to whether the question has been put shall be conclusive.
36. At a subsequent meeting, any member may move to have reconsidered any motion which has already been decided. A motion to reconsider is not debatable, but shall be voted upon immediately. If a motion to reconsider a resolution is carried by 2/3 majority, then the meeting must reconsider said resolution immediately.
37. No person, other than a member of the Committee, shall be allowed to address the Chair without permission of the Chair, except the liaison representatives appointed by the Source Protection Authority or Ministry of the Environment.
38. Every substantive motion shall require five (5) days notice before it will be considered. This requirement may be waived with the consent of 2/3 of all members of the Board. A substantive motion is one which sets or alters Committee policy.
39. Any inquiry made at a meeting of the Committee shall be submitted in writing and referred to the Project Manager for response. The Project Manager or his/her designate shall respond in writing to the inquiry and the response shall be distributed to all members of the Committee.
40. The Chair is a member ex-officio of Working Groups established by the Committee.

41. On an annual basis, the Project Manager will publish an attendance record of Members on the website.
42. The Committee will deal only with matters that appear on the agenda unless the matter is of an emergency nature and with the approval of two-thirds (2/3) majority vote of the members present, and all pertinent information is made available.
43. Any Administrative Policy or Procedure of the Committee may be temporarily suspended when two-thirds (2/3) majority of the members present determine to do so by vote, and if it is in the best interests of transacting certain business.

2.6 PER DIEM AND EXPENSES

1. The Chair shall receive remuneration and expenses from the province in keeping with their letter of appointment.
2. Committee members will receive a per diem for their participation at Committee meetings, and any other such meetings to which they are appointed to or directed by the Committee to attend in advance of the meeting as outlined in Schedule A. Liaison representatives may be compensated in keeping with Ministry guidance.
3. If no quorum is present, one-half of the per diem rate will be paid for those members in attendance.
4. It is the intent of the Province that members not be paid twice for their involvement with the Committee. Should the member wish to collect the per diem, their employer may need to be made aware so that the intent of the Province can be followed.
5. All per diem expenses, mileage and other allowable expenses are to be in accordance with the procedural direction and policies of the Mississippi Valley and Rideau Valley Source Protection Authorities as outlined in Schedule A.

2.7 FUNCTIONS AND RESPONSIBILITIES

2.7.1 Members

As per Section 2 of Ontario Reg 288/07, the Committee members consist of 15 members, as follows:

- 1/3 of the members must reflect the interests of the local municipalities;
- 1/3 of the members must reflect the interests of agriculture , commerce, industry, and small business;
- 1/3 of the members must reflect other interests including environmental and other public interests.

The members' primary responsibilities are to the Committee. It is understood that members bring the viewpoints of various sectors to the Committee; however their primary responsibility is to meet the legislated requirements of the Committee. Ultimately the Committee must develop Source Protection Plans to protect sources of drinking water from significant risks. These plans must be based on best available science.

Subject to the *Clean Water Act* and attending Regulations, the Members are responsible to:

- a. Oversee the preparation of rules of procedure including a code of conduct and conflict of interest policy within the required timeframe;
- b. Oversee the preparation and submission of a Terms of Reference in the prescribed manner and in keeping with Ontario Regulation 287/07 within the required timeframe;
- c. Provide notice of a drinking water hazard in keeping with Ontario Regulation 286/07;
- d. Oversee the preparation and submission of the Assessment Report in keeping with the Regulations, and technical guidance modules within the prescribed timeframe;
- e. Oversee the preparation and submission of Source Protection Plans in keeping with the Regulations within the prescribed timeframe;
- f. Undertake public consultation as required by Regulation.

2.7.2 Chair

The Chair of the Committee shall provide direction for all phases of the Committee's activities and shall see that all business of the Committee is conducted in a fair and just manner and shall in particular:

- a. Represent the Committee at such functions as warrant the interest of the Committee, except where this responsibility is specifically assigned to some other person;
- b. Direct the Project Manager in the day-to-day operation and administration of the Committee;
- c. Ensure that all financial activities of the Committee are carried out correctly and with strict observance of all legal requirements and regulations;
- d. Be "ex-officio", a member of all Working Groups, sub-committees and ad hoc Working Groups;
- e. Preside over the Source Protection Committee meetings;
- f. Provide a quarterly report of progress to the Source Protection Authorities, after completion of the Terms of Reference.

2.7.3 Project Manager

The Project Manager of the Committee shall represent the Committee in such capacity as and when required, subject to the direction of the Chair of the Committee:

- a. To administer and coordinate the total program of the Committee and to give or cause to be given all notices required by this document;
- b. To keep or cause to be kept accurate records of meetings and accounts of the Committee;
- c. To provide direction and instructions for the consultants, contractors and other individuals engaged to assist in the program of the Committee;
- d. Direct the preparation of material or projects to be undertaken by the Committee and to provide such reports as might be from time to time requested by the Committee;
- e. To be responsible for all documentary requirements necessary to obtain approval under the *Clean Water Act*;
- f. To direct the preparation of budget estimates in accordance with the requirements of the Committee;
- g. To carry out or cause to be carried out required financial transactions on behalf of the Committee.
- h. To communicate all instructions from the Committee and its various committees and to supervise the carrying out of all such communications;
- i. To be responsible for the preparation of reports and correspondence to other agencies, governments and individuals dealing with the policy of the Committee on particular items.

2.7.4 Working Groups

1. The Committee may establish Working Groups or Sub-committees from time to time to consider and recommend policy direction and actions on specific issues, programs, projects, etc. to advance drinking water source protection. Summaries of these meetings will be circulated to the Committee.
2. These working groups will be expected to follow the same Rules of Procedure, Code of Conduct, and Conflict of Interest Policies as the Committee. The Chair is an ex-officio member of Sub-committees or Working Groups established by the Committee.

2.7.5 Signing Officers

The signing officers of the Committee shall be the signing officers of Rideau Valley, the lead Conservation Authority.

2.8 INDEMNITY

In keeping with Section 99 of the *Clean Water Act, 2006*, every member of the Committee and the member's heirs, executors, administrators and estate and effects respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the Committee from and against all costs charges, and expenses whatsoever which Member of the Committee sustains or incurs in any or about any action, suit or proceeding which is brought, commenced, or prosecuted against the member for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by the member in or about the execution of the duties of the member's office; all other costs, charges and expenses the member sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by the member's own wilful neglect or default.

3 CODE OF CONDUCT AND CONFLICT OF INTEREST

3.1 General

As duly appointed members of the Committee, members are responsible to:

- a. regularly attend Committee meetings;
- b. become aware and knowledgeable of programs, projects, and activities of the Committee;
- c. work collaboratively with their fellow members in developing Source Protection Plans;
- d. keep the sectors and organizations which they represent informed of Committee programs, projects and activities;
- e. be prepared to discuss issues and make decisions at all Committee meetings.

Members shall abide by and be governed by the Rules of Procedure Code of Conduct, and Conflict of Interest Policies, as set by the Committee to the satisfaction of the Source Protection Authorities.

3.2 Attendance

Members are expected to attend all meetings. The Chair may approach the Source Protection Authorities to have a member removed if the Chair believes that the absence of a member is having an impact on the Committee.

3.3 Confidential Information

1. The Committee is bound by the Freedom of Information and Protection of Privacy Act (FIPPA). Members have access to confidential information by reason of their participation on the Source Protection Committee and shall conduct themselves in keeping with FIPPA. Where a Member is unsure of the status of information, before making any release he/she shall discuss it with the Project Manager who may see fit to consult with the Chair.

For example, particular care should be exercised in releasing information relating to the following matters:

- personal information about any individual
- items under litigation
- personnel matters
- information about suppliers provided for evaluation which might be useful to competitors
- sources of complaints about a variety of matters where the identity of the complainant is given in confidence
- items under negotiation

- information supplied in support of license applications, etc., where such information is not part of the public documentation
- schedule of prices in contract tenders
- personal opinions regarding the Committee's policies, regulations and programs should not be given to the public.

The preceding is not an exclusive list.

2. Although the business of the Committee is to be open and transparent, it will be important that personal privacy is maintained throughout the development of the Plans. For this reason, among others, portions of the business of the Committee will be considered private and will be conducted 'In Camera'. Discussions of the Committee, Working Groups, or Sub-committees undertaken in camera, and information related to such discussions, are to be treated with the strictest of confidence. Committee members will continue be bound by FIPPA requirements after they are no longer on the Committee.

3.4 Media Relations

Only the Chair or the Project Manager or his/her designate should comment to the media on behalf of the Committee on policy matters. This policy is not intended to restrict the ability of Members to express an opinion where the Member is not commenting on behalf of the Committee.

3.5 Conflicts of Interest

1. A Member will be considered to have a conflict of interest where he or she or a member of his or her family (spouse, partner, children, parents, or siblings) has a direct or indirect financial interest in a matter, a contract or proposed contract with the SPC or its agent, the Lead SPA, and where the Member could influence the decision made by the SPC with respect to the matter or contract.
2. If a potential conflict exists because of a Member's personal or family interest in a property matter, a business dealing with the SPC, or similar circumstance, the Member must advise the SPC of the situation, either verbally or in writing, and this shall be reflected in the minutes. If it is not clear that a conflict exists, then the member should seek independent legal advice.
3. Where a Member declares a conflict, they must refrain from comment and withdraw from the room during the deliberations and voting on the matter.
4. Members should not engage in private employment or render services for any person or corporation where such employment or services are considered a conflict of interest as defined by the Province of Ontario Conflict of Interest legislation. Where a Member is or becomes involved in such private employment and fails to declare a conflict of interest, the Member must resign from the Committee.

5. The conflict of interest policies do not limit members from voting on issues which apply to all areas of the Source Protection Region or voting on matters which result in the issuing of a request for proposals.

3.6 Prohibited Activities

Members shall not:

1. Use the property of Committee, Conservation Authorities, or their agents for personal use.
2. Misrepresent their role as a Member to a third party to further the Member's private interest.
3. Hold oneself out as an official of the Government of Ontario or infer to a third party that the Member has the capacity to deliver a favourable decision from the government.
4. Make representations to a third party that the Government of Ontario has endorsed the business activity that the Member is engaged in.
5. Members shall not use their position or confidential information for private gain or in anyway that benefits the private interest of the Member or a third party.

Partaking in a prohibited activity will result in disciplinary action.

3.7 Gifts and Benefits

1. In order to preserve the image and integrity of the SPC, members shall not accept any gifts, payments, services, privileges or favours from any person or business or organization that has dealings with the Committee except in cases where the value of such item is nominal, received very infrequently, and acceptance of such items does not impair the ability (in fact or appearance), to perform one's duties in an objective and impartial manner. Such gifts, if any, must always be of a form and substance that an impartial observer could not construe them as an improper incentive. All gifts should be reported to the Chair or Project Manager.
2. The "gifts" policy does not apply to gifts received in connection with services to professional organizations or non-profit community groups.

3.8 Anti-Harassment Policy

Every Member of the Committee, the staff or consultants are entitled to work in an environment that is free from discrimination and/or harassment. The Chair will take prompt and appropriate action to prevent, discourage or respond to incidents of

discrimination or harassment. Every Member, staff or consultant of the Committee will deal with their fellows in a fair and equitable manner free from discrimination and/or harassment.

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

a. Sexual Harassment

- unwelcome remarks, jokes and innuendos or taunting about a person's body, attire, sexual orientation or gender;
- practical jokes of a sexual nature which causes awkwardness or embarrassment;
- leering (suggestive staring) or other gestures;
- unnecessary physical contact such as touching
- physical assault;
- demands for sexual favours or repeated unwanted social invitations

b. Racial or Ethnic Harassment

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

c. Other Harassment

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

d. A Member or volunteer who feels they are being harassed at work should:

- i. make it clearly known to the offender that their conduct is unacceptable and should not be repeated; and/or
- ii. discuss the situation, in confidence, with the Chair or Project Manager;
- iii. keep a short written record of dates, incidents and names of witnesses, if any;
- iv. if necessary, prepare a written complaint.

e. Investigation

Upon receipt of a verbal or written complaint, the Chair or Project Manager will conduct an investigation in confidence. The Chair or Project

Manager may make use of advice from Human Resources or legal experts as may be deemed necessary. If the investigation concludes that harassment has occurred, appropriate disciplinary action will be taken (this may include suspension or termination). If the investigation concludes that the complaint is unfounded the complaint and investigation file will be destroyed. The Member or staff who issued the complaint will be informed of the results of the investigation and of any action taken.

3.9 Personal Conduct (which interferes with performance of duties)

1. Members are expected to conduct themselves in an appropriate manner and any conduct that deliberately frustrates the work of the committee may result in termination of the members' appointment.
2. A member may be removed by the Source Protection Authorities (SPAs), on its own initiative or at the request of the Chair.
3. Pursuant to Ontario Reg. 288/07, s. 7(4) appointments are subject to the condition that members attend meetings and abide by the Code of Conduct and Conflict of Interest Policy. Failure to abide by these conditions is grounds for the removal of the member from the Committee. The SPAs may also remove a member if the Authority is of the opinion that the member does not meet the conditions of appointment described Section 7 of the Regulation which pertains to residing, owning or renting land, or being employed within the Mississippi-Rideau Source Protection Region.
4. The source protection authorities shall provide the member and the chair with an opportunity to make in-person submissions to the authority before it considers the request, either publicly or in-camera, to remove the member from office, and further, the member and chair will be entitled to be present to receive the Authorities' decision, including the reasons for the final decision.
5. A Member who has concerns about the conduct of another Member regarding compliance with the Code of Conduct or Conflict of Interest Policy should raise concerns with the Chair. The Chair will conduct an investigation following Section 3.8 e of this document.
6. A Member who has concerns about the conduct of the Chair regarding compliance with the Code of Conduct or Conflict of Interest Policy should raise those concerns with the Minister. The Minister will conduct an appropriate process to determine compliance.
7. Procedures to be followed in dealing with the removal of a member from office are as described in section 22 of Ontario Regulation 288/07.

4 ACKNOWLEDGEMENT

I, _____, a Member of the Source Protection Committee for the Mississippi-Rideau Source Protection Region, hereby acknowledge that I have reviewed the Governing Rules of Procedure, Code of Conduct and Conflict of Interest Policy for Members of the Source Protection Committee dated _____ and further acknowledge that I understand that it is a condition of my appointment to the Source Protection Committee that I will comply with the Governance Document and, in particular, the Code of Conduct and Conflict of Interest policy.

Date: _____

Print Name

Signature of Member

Print Name

Signature of Witness

Code of Conduct

SPC members and staff of the project will conduct themselves in a manner that:

- Supports the objectives of the Committee
- Brings credibility and goodwill to the Committee.
- Respects fair play and due process
- Demonstrates respect for individuals in all manifestations of their cultural diversity and life circumstances
- Respects and gives fair consideration to diverse and opposing viewpoints
- Demonstrates due diligence and dedication in preparation for an attendance at meetings, special events and in all other activities on behalf of the Committee
- Demonstrates good faith, prudent judgment, honesty, transparency and openness in their activities on behalf of the Committee
- Avoids real or perceived conflicts of interest
- Publicly demonstrates acceptance, respect and support for decisions legitimately taken in transaction of Committee business

5 SCHEDULE A - Compensation and Expenses

The Chair shall receive remuneration and expenses from the province in keeping with their letter of appointment.

All per diem expenses, mileage and other allowable expenses of the Members of the Source Protection Committee are to be in accordance with the procedural direction and policies of the Mississippi-Rideau Source Protection Authorities as follows:

Per Diem Rate for MRSPC Members: \$200

- “per diem” is the amount payable for work periods in excess of three hours; when less than three hours of work is involved; one-half of the per diem rate will be paid.
- Only one per diem payment can be paid to an individual for each calendar day. The per diem base is deemed to be seven and a half hours.
- Committee members will receive a per diem for their participation at Source Protection Committee and working group meetings, public consultation sessions, and training workshops, and they will receive mileage expenses to and from those events

Mileage Rate for MRSPC Members: \$0.40 per kilometre