



Staff Report

Administration

Report To: Attainable Housing Corporation Board of Directors
Meeting Date: May 21, 2019
Report Number: FAF.19.064
Subject: Attainable Housing Corporation Meeting Structure
Prepared by: Shawn Everitt, Interim Chief Administrative Officer

A. Recommendations

THAT the Attainable Housing Corporation receive Staff Report FAF.19.064, entitled “Attainable Housing Corporation Meeting Structure”;

AND THAT the Attainable Housing Corporation selects Option ____ as substantively outlined in report FAF.19.064.

B. Overview

This report provides options to the Board of Directors of the Attainable Housing Corporation (“Corporation”) regarding the Corporation’s meeting structure moving forward.

C. Background

The Board of Directors of the Corporation is currently reviewing its meeting practices to determine if the will and legal framework exists to move meetings into open, public forum. The Corporation, since establishment, has operated in accordance with its By-laws, Policies, and Procedures which dictate the following in accordance with the *Corporations Act*, R.S.O. 1990, c. C.38:

1. The Corporation’s Objects, being: “To augment the supply of healthy, affordable and sustainable ownership housing units in the Town of The Blue Mountains which are affordable to a larger portion of the population”¹;
2. Head office, and Seal;
3. Directors including: Duties and number, qualifications, term of office and vacancies, vacation of office, election, and removal;
4. Meetings of Directors including: Place of meeting, notice, regular meetings, quorum, and voting;
5. Remuneration of Directors;

¹ By-law No. 1 A by-law relating generally to the conduct of the affairs of The Blue Mountains Attainable Housing Corporation, p.2.

6. Submission of Contracts or Transactions to Members for Approval;
7. Conflict of Interest;
8. For the protection of directors and officers;
9. Indemnities to Directors and Others;
10. Officers including: Appointment, remuneration and removal of officers, powers and duties, President, Vice-President, Treasurer, and vacancies;
11. Members including: Class of membership, resignation, and termination of membership;
12. Dues;
13. Members' meetings including: Annual meeting, general meetings, notice, votes, proxies, and quorum;
14. Committees including: Committee powers and duties, and committee member removal;
15. Cheques, drafts, notes, etc.;
16. Execution of Instruments;
17. On Dissolution;
18. Financial year; and
19. Amendments of By-laws.

The proceedings of the Corporation have taken place in meetings closed to the public. The Corporation has, from time-to-time, permitted members of the public to attend meetings upon request. In addition, the Corporation has received Town staff assistance upon request in the form of administrative support, financial services staff support, communications support, and Senior Management staff support.

The general nature of Corporation meetings has traditionally included regular, annual, and special meetings which are comprised of Chair, Treasurer, Communications, and Secretary appointments, a Financial Position, Marketing and Communications update, New and Unfinished Business, and discussion regarding the existing Down Payment Assistance and Secondary Suite Grant application programs. More recently, regular meetings have also included discussion about possible, long-term solutions to attainable housing needs in The Blue Mountains.

As the Corporation considers possible solutions to address long-term attainable housing needs, it must determine if meeting structure will vary to allow for public participation and input. Town staff sought a legal opinion regarding whether the Corporation is considered a "local board" per the definition in the *Municipal Act, 2001* and whether it is possible for Corporation to adopt the Town's Procedural By-law which governs the calling, place and proceedings of the meetings of the Municipal Council for the Town of The Blue Mountains.

Within the Procedural By-law members of Council, Committees of Council, and local boards are provided procedural framework for conducting meetings including the following:

1. Definitions;
2. Intent of By-law;
3. Locations, Meeting Times and Notice;
4. Meetings of Council;
5. Special Meetings of Council;
6. Role of the Mayor;
7. Role of Council;
8. Conduct of Members;
9. Agenda;
10. Order of Business
11. Council Minutes;
12. Correspondence and Communication;
13. Deputations and Public Comment Periods;
14. Committee of the Whole;
15. By-laws and Agreements;
16. Motions / Resolutions;
17. Notice of Motions;
18. Rule of Debate;
19. Reconsideration;
20. Procedural Appeals;
21. Committees; and,
22. Accessibility

The Procedural By-law states when Council meets in open versus closed session, confirms meeting times and notice, the role of members, the agenda order, and defines public opportunity for input and comment, among other items.

Town staff sought legal counsel to determine if the Corporation can adopt the Town's Procedural By-law 2018-20 as amended from time to time.

D. Analysis

Based on legal counsel's input, the Corporation is not a local board or committee of Council, as defined in the *Municipal Act, 2001*. As such, adoption of the Procedural By-law 2018-20 would not be conducive to the Corporation.

With this information, the Attainable Housing Corporation has the following Options:

1. That The Blue Mountains Attainable Housing Corporation be treated as a separate legal entity [wholly owned and controlled by the Town], and continue to operate in the manner of the past confirming the Corporation:
 - a. acknowledges the *Municipal Act, 2001* and the Town's Procedural By-law do not apply to Corporation proceedings;
 - b. will conduct meetings in accordance with the Corporation's existing by-laws, policies, and procedures which establish the rules respecting the calling and conduct of its meetings;
 - c. will provide notice of meetings to Directors of the Attainable Housing Corporation; and,
 - d. will not include public notification or posting of Corporation meeting materials on the Town's and Attainable Housing Corporation's respective websites;
2. That The Blue Mountains Attainable Housing Corporation be treated as a separate legal entity [wholly owned and controlled by the Town], confirming the Corporation:
 - a. Acknowledges the *Municipal Act, 2001* and the Town's Procedural By-law do not apply to Corporation proceedings;
 - b. will amend the Corporation's by-laws, policies, and procedures which establish the rules respecting the calling and conduct of its meetings to include aspects of the Town's Procedural By-law, including:
 - i. rules around open and closed session meetings;
 - ii. locations, meeting times and notice;
 - iii. special, regular, and annual meetings of the Corporation;
 - iv. role of the Board of Directors;
 - v. conduct of Directors;
 - vi. order of business;
 - vii. deputations and public comment periods, etc.;
 - c. will provide notice of meetings to Directors of the Attainable Housing Corporation and members of the public.

E. The Blue Mountains Strategic Plan

Goal #1: Create Opportunities for Sustainability

Objective #1 Retain Existing Business

Objective #2 Attract New Business

Objective #3 Promote a Diversified Economy

Objective #4 Support Value-Added Agriculture and Culinary Tourism

Objective #5 Improved Visibility and Local Identity

Goal #2: Engage Our Communities & Partners

Objective #1 Improve External Communication with our Constituents

Objective #2 Use Technology to Advance Engagement

Objective #3 Strengthen Partnerships

Goal #3: Support Healthy Lifestyles
Objective #1 Promote the Town as a Healthy Community
Objective #2 Increase the Range of Housing Choices and Promote Housing Affordability
Objective #3 Manage Growth and Promote Smart Growth
Objective #4 Commit to Sustainability

Goal #4: Promote a Culture of Organizational & Operational Excellence
Objective #2 Improve Internal Communications Across our Organization
Objective #3 To Consistently Deliver Excellent Customer Service
Objective #4 To Be a Financially Responsible Organization
Objective #5 Constantly Identify Opportunities to Improve Efficiencies and Effectiveness

Goal #5: Ensure Our Infrastructure is Sustainable
Objective #4 Ensure that Infrastructure is Available to Support Development

F. Environmental Impacts

N/A

G. Financial Impact

There are ongoing financial costs associated with a dedicated staff resource for the Attainable Housing Corporation with Option 1 and Option 2 as outlined previously.

If Option 2 is selected, legal fees will be an additional consideration to update the existing Corporation By-laws to reflect desired rules of procedure.

H. In consultation with

Leo F. Longo, Solicitor, Aird and Berlis

Ruth Prince, Director of Finance & IT Services/Treasurer

Corrina Giles, Town Clerk

I. Public Engagement

The topic of this Staff Report has not been subject to a Public Meeting and/or a Public Information Centre as neither a Public Meeting nor a Public Information Centre are required. However, any comments regarding this report should be submitted to Shawn Everitt, cao@thebluemountains.ca.

J. Attached

None.

Respectfully Submitted,

Shawn Everitt
Interim Chief Administrative Officer

For more information, please contact:
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