

Staff Report 2019-11

Meeting Date: Tuesday, January 15, 2019

Subject: Council Governance Review and Council Committee Appointments

Submitted By: Amanda Fusco, Manager of Legislative Services / Interim Town Clerk

RECOMMENDATION

That the Terms of Reference for the Audit Committee attached as Schedule A to Staff Report 2019-11 and forming part of the Town's Procedural By-law 2015-108 be confirmed;

That the following Members of Council be appointed to the Audit Committee for a term ending November 14, 2022:

1. _____
2. _____
3. _____
4. _____
5. _____

That the Terms of Reference for the Procedural By-law Review Committee attached as Schedule B to Staff Report 2019-11 be confirmed;

That the following Members of Council be appointed to the Procedural By-law Review Committee for a term ending November 14, 2022:

1. _____
2. _____
3. _____

That a Council Code of Conduct Review Committee be established as outlined by the Terms of Reference attached as Schedule C to Staff Report 2019-11; and

That the following Members of Council be appointed to the Council Code of Conduct Review Committee:

1. _____
2. _____
3. _____

REPORT HIGHLIGHTS

- The Town of Caledon's current governance structure, consists of Council, Committees, Advisory Committees, Boards and Task Forces.
- The Audit Committee is a standing committee and the term runs concurrently with the Term of Council. Appointments to the Audit Committee for the 2018-2022 Term are required.

- The previous Council adopted a resolution in January 2018 to refer Procedural By-law updates back to staff for further consideration and that the Procedural By-law Review Committee be established. Staff is recommending that the Procedural By-law Review Committee be established according to the Terms of Reference previously adopted in 2015.
- The previous Council adopted a resolution in February 2018 that the Council Code of Conduct be reviewed by a Committee. Given that the recommendation from February is not binding on the current Council, Staff are seeking direction from Council as to the desire to establish a Code of Conduct Review Committee and its composition. A review of municipal best practices yielded little results for what the mandate, composition and membership of such a Committee may consist of.
- Staff is recommending that if a Council Code of Conduct Review Committee is supported, that the Committee be a Committee of Council Members and include the Integrity Commissioner and Town Staff, this is consistent with the past practices for the Procedural By-law Review Committee.
- Staff is recommending that public engagement and consultation be achieved through an online survey and open house, where citizens can provide constructive feedback on the policy, format and process.

DISCUSSION

The Town of Caledon's current governance structure, like other municipalities across Ontario facilitates the legislative process. It consists of Council, Committees, Advisory Committees, Boards and Task Forces. The governance structure and related processes must remain transparent and accountable to the community at large.

Committees of the Whole

On September 15, 2015 Town Council modified its governance structure to include two Committees of the Whole, one to focus on Planning and Development matters and the other entitled General Committee to focus on all other matters, such as, but not limited to, Parks and Recreation, Administration, Public Works, Human Resources, Corporate Services (Finance) and Fire and Emergency Services. The Committee of the Whole governance structure is a municipal best practice approach and provides a more informal forum in which Council members are able to meet and receive information. At the Committee level, members of Council can deliberate matters before them before final ratification at an upcoming Council Meeting.

Standing Committees

In addition to the Committees of the Whole, the Town's Procedural By-law provides for two standing committees – Audit Committee and the Golf Tournament Committee. A Standing Committee is a permanent committee with a specific mandate. Membership consists of a small number of Council members. Appointments are made for the duration of the Council term.

Audit Committee

Council established an Audit Committee in 2009 to assist Council in maintaining the accountability and financial integrity of the municipality. The Terms of Reference for the Audit Committee are attached as Schedule A to Staff Report 2019-11 and included as part of the Town's Procedural By-law, 2015-108.

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The Audit Committee is comprised of five (5) members of Council who, with the assistance of Town Staff, are responsible for the following:

- To ensure that the corporate financial reporting and the annual financial statements are credible, objective and meet all legislative requirements;
- To ensure the best management practices and controls are developed and implemented by management and staff;
- To create better communication between Council and the external auditors by enhancing the external auditor's independence;
- To provide advice and recommendations with respect to the financial control framework including financial reporting, accounting policies, information systems integrity, approval processes and the safeguard of assets;
- To provide advice and recommendations with respect to the appointment of the External Auditor, the scope and timing of the audit;
- To provide advice and recommendations regarding the annual report and management letter of the External Auditor; and
- Through the Treasurer, prepare an annual report on the previous year's audit to be considered by Council.

Recommendations from the Audit Committee are brought forward to Council for consideration.

As the term of the standing committee is concurrent with the Term of Council, Council has an opportunity to review the Terms and appoint 5 new members.

Golf Tournament Committee

The Golf Committee is comprised of all members of Council who, with the assistance of Town Staff, are responsible for the following:

- To determine the amount to be designated for the purpose of ward councillor constituency grants for the current year;
- To select the date for the tournament for the current year;
- To select the primary recipient of the tournament grant; and
- To provide advice and recommendations regarding the logistics of the operational model for the tournament.
- To approve Secondary Grant Recipients and Recipients of the Doug and Doreen Beffort Legacy Scholarship Award.

As a Committee of all of Council, no additional appointments are necessary.

The Terms of Reference for Standing Committees have been approved as part of the Town's Procedural By-law.

Advisory Committees, Boards and Task Forces

Additionally there are a number of Advisory Committees, Boards and Task Forces that make up the governance structure of the Town. These bodies were the subject of staff reports considered at the December 11 and 18, 2018 General Committee and Council meetings, namely:

- Accessibility Advisory Committee
- Heritage Caledon Committee
- Committee of Adjustment

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- Appeal Board
- Property Standards Committee
- Caledon Public Library Board
- Bolton Business Improvement Area Board of Management
- Seniors' Task Forces
- Active Transportation Task Force

Appointments of Council liaisons to these bodies, where applicable, shall form part of a separate report.

Procedural By-law Review Committee

Currently Staff is reviewing the Town's Procedural By-law in an effort to ensure consistency with legislation and to enhance efficiencies in the coordination and execution of Council and Committee Meetings.

In 2015 and 2017 respectively, Council approved the establishment and use of a Procedural By-law Review Committee to conduct a review of the Town's Procedural By-law, consider best practices, conduct jurisdictional scanning and recommend changes to improve the consistency and processes outlined in the policy document. In 2017 the Committee also considered three notices of motion deferred by Council to the Committee with respect to public question period, recorded votes and motions without notice.

In January 2018 Council considered Staff Report 2018-07 regarding Procedural By-law Amendments to address the three outstanding notices of motion, and in addition, to recommend changes to the By-law to ensure compliance with amendments made to the Municipal Act, 2001 ("the Act") through Bill 68, *Modernizing Ontario's Municipal Legislation Act (MOMLA)*, 2017. The staff report was referred to the Procedural By-law Committee to address concerns raised by delegates and members of Council.

With the 2018 Municipal Election preparations, and the opening of Nomination in July, the Committee did not convene.

Staff is recommending the establishment of a Procedural By-law Review Committee consisting of three (3) members of Council for the sole purpose of assisting staff with the final draft of the Procedural By-law. Attached as Schedule B to Staff Report 2019-11 are the Terms of Reference for the Committee previously adopted by Council in 2015.

Staff have reviewed the existing Terms of Reference for the Procedural By-law Committee and have no changes to recommend. If Council is supportive of resuming the Committee staff recommends that the Terms be confirmed and a recommendation be made to appoint 3 new members.

Council Code of Conduct Review Committee

In February 2018 the previous Council passed a resolution that the current Council Code of Conduct be referred to staff to create a committee to review the Code of Conduct consisting of staff, citizen members and the Integrity Commissioner and report back to the next Term of Council.

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Given that the recommendation from February is not binding on the current Council, Staff are seeking direction from Council as to the desire to establish a Code of Conduct Review Committee and its composition.

A review of municipal best practices yielded little results for what the mandate, composition and membership of such a Committee may consist of. Based on research, much of the review and development of such policy documents occurs between Town Staff in the Clerk's Office and the Integrity Commissioner prior to the policy being presented to Council.

However, Staff feel that the opportunity to hear from Council members and the public on development, format and process of the policy is beneficial to assist with the development of the Code.

Staff is recommending the establishment of a Council Code of Conduct Review Committee consisting of three (3) members of Council, the Integrity Commissioner and Town Staff for the sole purpose of assisting staff with the final draft of the Council Code of Conduct.

Staff is recommending that public engagement and consultation be achieved through an online survey and open house, where citizens can provide constructive feedback on the policy, format and process. Results can then be aggregated and synthesized and shall reflect a more representative view of the community.

The proposed Council Code of Conduct Review Committee Terms of Reference as attached as Schedule C to Staff Report 2019-11 and the proposed Committee format shall follow closely that of the Procedural By-law Review Committee.

Currently Staff is reviewing the current Code of Conduct in an effort to ensure consistency with legislation as amended by Bill 68. The Integrity Commissioner has reviewed the Town's Code and has recommended changes to ensure compliance with new provisions in the Act as of March 1, 2019.

FINANCIAL IMPLICATIONS

There are no immediate financial implications associated with this report.

COUNCIL WORK PLAN

The matter is not relative to the Council Work Plan.

ATTACHMENTS

Schedule A - Terms of Reference for the Audit Committee

Schedule B - Terms of Reference for the Procedural By-law Review Committee

Schedule C - Terms of Reference for the proposed Council Code of Conduct Review Committee

Schedule A to Staff Report 2019-11

Updated on April 2, 2013 as per By-law-2013-038

Audit Committee

TERMS OF REFERENCE

1. ENABLING LEGISLATION

The Town's Procedural By-law provides that Council may at any time as is deemed necessary to establish a Committee for matters within its jurisdiction.

The Audit Committee was established through the adoption of resolution 637-2009 and the passing of By-law 2009-140, as amended by By-law 2013-038.

2. MANDATE

The main role of the Audit Committee is to:

- a) ensure that the corporate financial reporting and the annual financial statements are credible, objective and meet all legislative requirements;
- b) ensure the best management practices and controls are developed and implemented by management and staff;
- c) create better communication between Council and the external auditors by enhancing the external auditor's independence;
- d) provide advice and recommendations with respect to the financial control framework including financial reporting, accounting policies, information systems integrity, approval processes and the safeguard of assets;
- e) provide advice and recommendations with respect to the appointment of the External Auditor, the scope and timing of the audit;
- f) provide advice and recommendations regarding the annual report and management letter of the external auditor; and
- g) through the Treasurer, prepare an annual report on the previous year's audit to be considered by Council.

Deliverables

The Committee will accomplish its mandate by:

1. Providing advice and recommendations to Council with respect to the financial control framework including financial reporting, accounting policies, information systems integrity, approval processes and the safeguard of assets.
2. Providing advice and recommendations to Council with respect to the appointment of the External Auditor, the scope and timing of the audit.
3. Reviewing and providing recommendations to Council regarding the annual report and management letter of the External Auditor.
4. Providing advice and recommendations to Council with respect to any special project or issue as requested by Council.

Timeframe

This will be an on-going Committee until dissolved by resolution of Council.

3. TYPE OF COMMITTEE

Standing Committee

4. MEMBERSHIP AND ROLES AND RESPONSIBILITIES

1. Composition

The Audit Committee will be comprised of five (5) members of Council.

A Members term on the committee shall be concurrent with the Term of Council or until a successor is appointed.

2. Roles and Responsibilities

A Chair and Vice-Chair shall be appointed at the first meeting of the Committee and shall serve in this capacity for a minimum of 2 years.

The Chair's main role is to facilitate meetings.

The Committee will review and confirm at the end of the second year of the each term of Council the appointments of the Chair and Vice-chair.

3. Qualifications

Member of Council

Schedule B to Staff Report 2019-11

Procedural By-law Review Committee

Terms of Reference

1. Purpose

The purpose of the Procedural By-law Review Committee is to serve in an advisory role to provide staff with assistance and advice on the development and implementation of a proposed Procedural By-law for Council's consideration.

2. Delegated Authority

The Procedural By-law Review Committee does not have any delegated authority and has no authority to direct staff. Any recommendations requiring implementation must first be considered by Council through a staff report.

The Committee will be led by the Town Clerk and designated Staff.

3. Membership and Composition

The Committee shall be composed of three (3) members of Town Council.

A Members term on the Committee shall be fulfilled once a proposed Procedural By-law is before Council for consideration.

4. Meetings

The Committee shall meet regularly with specific dates and times for the meetings to be determined by staff and the Committee.

Committee members are expected to regularly attend meetings.

The staff liaison will prepare agendas and meeting materials for distribution to its members in advance of each meeting.

Decisions arising from matters before the Committee shall be made by consensus. Where consensus cannot be achieved, a majority vote will rule.

The Terms of Reference, meeting agendas and meeting minutes shall be placed on the Town's website.

5. Reporting

Recommendations provided by the Committee will be considered by Council through a staff report.

Schedule C to Staff Report 2019-11

Council Code of Conduct Review Committee

Terms of Reference

1. Purpose

The purpose of the Council Code of Conduct Review Committee is to serve in an advisory role to provide staff with assistance and advice on the development of a new Code of Conduct for Council's consideration.

2. Delegated Authority

The Code of Conduct Review Committee does not have any delegated authority and has no authority to direct staff. Any recommendations requiring implementation must first be considered by Council through a staff report.

The Committee will be led by the Town Clerk and designated Staff.

3. Membership and Composition

The Committee shall be composed of three (3) members of Town Council, the Integrity Commissioner and Town Staff.

A Members term on the Committee shall be fulfilled once a proposed Code of Conduct is before Council for consideration.

4. Meetings

The Committee shall meet regularly with specific dates and times for the meetings to be determined by staff and the Committee.

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Recommendations provided by the Committee will be considered by Council through a staff report.