

September 25, 2018

**\*AMENDED\* NOTICE OF  
BOARD OF DIRECTORS' MEETING**

**DATE: TUESDAY, SEPTEMBER 25, 2018**

**TIME: 9:30 A.M – 11:05 A.M**

**LOCATION: WATERSHED CONSERVATION CENTRE  
BOARDROOM**

<b>AGENDA:</b>	<b>TIME</b>
1. Approval of Agenda	9:30am
2. Declaration of Conflicts of Interest	
3. Minutes of the Previous Meeting: Tuesday August 28, 2018	
4. Business Arising from the Minutes	
5. Business for Approval	9:35am
(a) Admin By-Law Best Management Practice – Approval (I.Wilcox/T.Annett)(Doc: Admin #3017) (Report attached)(10 minutes)	
(b) UTRCA Procurement Policy (I.Wilcox/C.Saracino)(Doc: #120407) (Report attached)(5 minutes)	
6. Closed Session – In Camera	9:50am
*7(d) Conservation Services Project Funding Presentation (B.Glasman)(15 minutes)	
(a) Property Acquisition (A.Shivas/C.Harrington)(Doc: L&F #4414) (Report attached)(15 minutes)	
(b) Fanshawe Cottages Update (Verbal)(5 minutes)	
7. Business for Information	10:10am

- (a) Administration and Enforcement - Section 28  
(T. Annett) (Doc: ENVP #6535 )  
(Report attached)(5 minutes)
- (b) Board of Directors Self Evaluation  
(I.Wilcox/M.Viglianti)(Doc: Admin#3010)  
(Report attached)(5 minutes)
- (c) Fanshawe Pioneer Village Update  
(S.Dunlop)(Report attached)(5 minutes)
- \*(d) Conservation Services Project Funding  
Presentation (B.Glasman)(15 minutes)
- (e) Source Protection Committee Member Appointment  
(J.Allain)(Report attached)(10 minutes)
- (f) NDMP Intake Five Funding Proposal Update  
(C.Tasker/E. Lounsbury)(Doc: FC #1350)  
(Report attached)(5 minutes)
- (g) Logistics for October Board Meeting and Tour  
(I.Wilcox)(Doc: #120400 )  
(Report attached)(5 minutes)

- 8. September FYI 11:00am
- 9. Other Business (Including Chair and General  
Manager's Comments)
- 10. Adjournment 11:05am




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Ian Wilcox, General Manager

c.c. Chair and Members of the Board of Directors

T.Annett	G.Inglis	C.Ramsey	M.Snowsell	M.Viglianti
B.Glasman	D.Charles	C.Saracino	P.Switzer	I.Wilcox
C.Harrington	B.Mackie	A.Shivas	C.Tasker	K.Winfield
T.Hollingsworth	S.Musclow	J.Skrypnik	B.Verscheure	S.Dunlop
J.Howley				

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**To:** UTRCA Board of Directors  
**From:** Ian Wilcox  
**Date:** September 17, 2018  
**Subject:** Administrative By-Law - Approval

**Agenda #:** 5 (a)  
**Filename:** ::ODMA\GRPWISE\UT\_MAIN.UT  
RCA\_PO.Administration:3017.1

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**Recommendation:** THAT the Board of Directors approve the new Administrative By-Law as presented in the attached document.

The draft Administrative By-Law was distributed to the Board and staff at the August 28<sup>th</sup> Board of Directors meeting. One comment was received during the meeting to correct the 'ends' (page 10). No other comments were received from Board members. Staff have completed spelling and grammatical error corrections and four noteworthy changes. The following four changes have been highlighted in yellow in the attached version of the Administrative By-Law.

- Page 16, section II.B.11, Borrowing Resolution
- Page 16, section II.B.13, Signing Officers
- Page 17, section II.B.15, Advisory Boards and Other Committees
- Page 18, section II.B.18, Records Available to Public.

Further comments are welcome and can be offered during the September meeting, if needed.

Recommended by:

Ian Wilcox,  
General Manager

Prepared by:

Tracy Annett,  
Manager, Planning & Regulations

Michelle Viglianti,  
Administrative Assistant

# DRAFT ADMINISTRATIVE BY-LAW for the Upper Thames River Conservation Authority



Photo: Tom Arban Photography Inc.



# UPPER THAMES RIVER CONSERVATION AUTHORITY

## Draft Administrative By-Law

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# I. Background

## 1. Amendments to the *Conservation Authorities Act*

The *Conservation Authorities Act*, as amended by the *Building Better Communities and Conserving Watersheds Act, 2017*, provides direction for conservation authorities to make such by-laws as are required for its proper administration. The new bylaws will replace administrative regulations created under the repealed Section 30 of the Act. Current administrative bylaws will cease to be in force upon the earlier of a) December 12, 2018 (one year after Section 19.1 came into force), or b) the day the regulation is revoked by the authority.

Section 19.1 of the Act, sets out the requirements for by-laws as follows:

### By-laws

**19.1** (1) An authority may make by-laws,

- (a) respecting the meetings to be held by the authority, including providing for the calling of the meetings and the procedures to be followed at meetings, specifying which meetings, if any, may be closed to the public;
- (b) prescribing the powers and duties of the secretary-treasurer;
- (c) designating and empowering officers to sign contracts, agreements and other documents on behalf of the authority;
- (d) delegating all or any of its powers to the executive committee except,
  - (i) the termination of the services of the secretary-treasurer,
  - (ii) the power to raise money, and
  - (iii) the power to enter into contracts or agreements other than those contracts or agreements as are necessarily incidental to the works approved by the authority;
- (e) providing for the composition of its executive committee and for the establishment of other committees that it considers advisable and respecting any other matters relating to its governance;
- (f) respecting the roles and responsibilities of the members of the authority and of its officers and senior staff;
- (g) requiring accountability and transparency in the administration of the authority including,
  - (i) providing for the retention of records specified in the by-laws and for making the records available to the public,
  - (ii) establishing a code of conduct for the members of the authority, and
  - (iii) adopting conflict of interest guidelines for the members of the authority;
- (h) respecting the management of the authority's financial affairs, including auditing and reporting on the authority's finances;
- (i) respecting the by-law review required under subsection (3) and providing for the frequency of the reviews; and



(j) respecting such other matters as may be prescribed by regulation.

### **Conflict with other laws**

(2) If a by-law made by an authority conflicts with any provision of the *Municipal Conflict of Interest Act* or the *Municipal Freedom of Information and Protection of Privacy Act* or a provision of a regulation made under one of those Acts, the provision of the Act or regulation prevails.

### **Periodic review of by-laws**

(3) At such regular intervals as may be determined by by-law, an authority shall undertake a review of all of its by-laws to ensure, amongst other things, that the by-laws are in compliance with any Act referred to in subsection (2) or any other relevant law.

### **By-laws available to public**

(4) An authority shall make its by-laws available to the public in the manner it considers appropriate.

### **Transition**

(5) An authority shall make such by-laws under this section as are required for its proper administration,

- (a) in the case of an authority that was established on or before the day section 16 of Schedule 4 to the *Building Better Communities and Conserving Watersheds Act, 2017* comes into force, within one year of that day; and
- (b) in the case of an authority that is established after the day section 16 of Schedule 4 to the *Building Better Communities and Conserving Watersheds Act, 2017* comes into force, within one year of the day the authority is established.

### **Same**

(6) Despite the repeal of section 30 by section 28 of Schedule 4 to the *Building Better Communities and Conserving Watersheds Act, 2017*, a regulation that was made by an authority under that section continues in force after the repeal until the earlier of,

- (a) the day that is one year after the day section 16 of Schedule 4 to the *Building Better Communities and Conserving Watersheds Act, 2017* comes into force; and
- (b) the day the regulation is revoked by the authority.

### **Direction by Minister**

(7) The Minister may give an authority a written direction to make or amend a by-law on any matter described in subsection (1), in accordance with the direction, within such period of time as may be specified in the direction.

### **Compliance**

(8) The authority that receives a direction under subsection (7) shall comply with the direction within the time specified in the direction.

## **Regulation where failure to comply**

(9) If an authority fails to adopt a by-law in accordance with the direction made under subsection (7), the Minister may make regulations in relation to the matters set out in the direction that are applicable in the area of jurisdiction of the authority.

## **Same**

(10) Any regulation made by the Minister under subsection (9) prevails over any conflicting by-law that the authority may have adopted.

## **2. Basis of this Draft Administrative By-law and Appendices**

Conservation Ontario provided a model for an Administrative By-law and the Best Management Practices (Code of Conduct, Conflict of Interest Policy and Election of Officers Procedure) associated with the By-laws required under Section 19.1 of the *Conservation Authorities Act*. It is the guideline which was used as the basis for these governing documents.

The Administrative By-law Model and Best Management Practices for Code of Conduct and Conflict of Interest are designed to ensure compliance with the requirements of Section 19.1.

Some wording in the Administrative By-law Model is suggested, but not required. Other sections are recommended, but the draft wording is specific to the Upper Thames River Conservation Authority.

It is a goal of this Administrative By-law Model and Best Management Practices to ensure a high level of consistency among conservation authorities, with respect to governance. One way to increase this consistency, is for all conservation authorities to adopt Administrative By-laws and Best Management Practices that are based on a single model. The Upper Thames River Conservation Authority draft documents follow the model provided by Conservation Ontario.

## **3. Conservation Ontario's Development of Best Management Practices (BMP) and Administrative By-law Model**

By-laws are considered a legal governing document. In the spirit of best management practices of transparency and accountability, the approach to the language and layout of the Administrative By-law Model is to ensure it is understandable to the general public.

All existing conservation authority by-laws received by Conservation Ontario in July and August 2017 were reviewed during the preparation of the Administrative By-law template. The Conservation Ontario Working Group provided additional input in order to prepare that draft for review by all conservation authorities.

Where municipal legislation conflicts with any part of this by-law (*e.g. Municipal Conflict of Interest Act* or the *Municipal Freedom of Information and Protection of Privacy Act* or a provision of a regulation made under one of those Acts), the provision of that Act or regulation prevails.

Along with the issues identified by the Working Group the following resources were used as reference to research and analyze best management practices:

- Existing conservation authorities By-laws/Members Guidebooks/Policy and Procedures received by Conservation Ontario:
  - Sault Ste. Marie Conservation Authority
  - Toronto Region Conservation Authority
  - Upper Thames River Conservation Authority
  - Central Lake Ontario Conservation Authority
  - Essex Region Conservation Authority
  - Kawartha Region Conservation Authority
  - Hamilton Conservation Authority
  - Lower Thames Conservation Authority
  - Nottawasaga Conservation Authority
  - Saugeen Valley Conservation Authority
  - Catfish Creek Conservation Authority
  - Grand River Conservation Authority
  
- Provincial and other best management practices for board governance: *Ontario Not-for-Profit Corporations Act*, Ministry of Municipal Affairs, Association of Municipalities Ontario, Board of Health Governance Toolkit, other local boards under the Municipal Act, Ontario Ombudsman Municipal Meetings FAQ, Ontario Ombudsman investigations, British Columbia Integrity Office
  
- Not for Profit best management practices for board governance: First Reference Policy Pro, Board Governance Classics, *Canada Not-for-Profit Corporations Act*
  
- Ontario legislation:
  - *Conservation Authorities Act*;
  - *Municipal Act, Municipal Conflict of Interest Act*;
  - *Municipal Freedom of Information and Protection of Privacy Act*; and
  - *Accessibility for Ontarians with Disabilities Act*.

#### **4. Legal Review and Finalization of this Document**

Bill 139, *Building Better Communities and Conserving Watersheds Act*, 2017 came into force on December 12, 2017. Each conservation authority will have until December of 2018 to have Section 19.1 compliant by-laws in place. Due to timing of the 2018 municipal elections (October 22, 2018), conservation authorities should plan on adopting their new By-laws in the late summer or fall of 2018, prior to a significant turnover in their membership.

The draft BMP and Administrative By-law Model was circulated to all 36 conservation authorities in November 2017 and amendments were made further to the comments received. It was presented to Conservation Ontario Council on December 11, 2017, and received endorsement in principle.

South Nation Conservation coordinated a legal review of the document in February 2018.

Ministry of Natural Resources and Forestry staff reviewed the document and sought feedback from the Ministry of Municipal Affairs and the Association of Municipalities of

Ontario. The requested changes resulting from those discussions have been incorporated. A 'final' version of the BMP and Administrative By-law Model was forwarded to MNRF staff on March 7, 2018 and minor edits (e.g. wording changes, elimination of duplication) were undertaken at their request on April 5, 2018. This final version was brought to the April 16, 2018 Conservation Ontario Council meeting for endorsement. Beginning in April 2018, training and assistance will be available to individual conservation authorities so they can adopt their own version of the BMPs and Administrative By-law in 2018.

## II. Administrative By-Law Model

### Introduction

The Upper Thames River Conservation Authority (UTRCA) is a non-share corporation, established under Section 3 of the *Conservation Authorities Act*, with the objects to provide, in the area over which it has jurisdiction, programs and services designed to further the conservation, restoration, development and management of natural resources other than gas, coal and minerals.

Under the Act, municipalities within a common watershed are enabled to petition the province to establish a conservation authority. The purpose of the Act is to provide for the organization and delivery of programs and services that further the conservation, restoration, development and management of natural resources in watersheds in Ontario. The Authority is comprised of its Members, appointed as representatives by the Participating Municipalities

City of London & County of Middlesex

- City of London (four members)
- Township of Middlesex Centre (one member)
- Township of Thames Centre & Township of Lucan-Biddulph (one member)

County of Oxford (five members)

- Township of Blandford-Blenheim & Township of East-Zorra Tavistock
- Town of Ingersoll
- Township of Norwich & Township of South-West Oxford
- City of Woodstock
- Township of Zorra

County of Perth

- Township of Perth East (one member)
- Township of Perth South, Town of St. Marys & Municipality of South Huron (one member)
- City of Stratford (one member)
- Township of West Perth (one member)

*Mission/Vision* - The Members of the Conservation Authority form the General Membership of the Conservation Authority. The Members are bound by the Act and other applicable legislation. The Authority must always act within the scope of its powers. As a non-share corporation, the Authority has the capacity and, subject to the Act and other applicable legislation, the rights, powers and privileges of a natural person. The powers of a conservation authority to accomplish its objects are set out in the Act, including those identified under subsection 21(1)

*Vision of the UTRCA*  
Inspiring a healthy environment.

*Mission of the UTRCA*  
The UTRCA is dedicated to achieving a healthy environment on behalf of the watershed municipalities through leadership, expertise, education, and community collaboration.

*Ends*

1. To protect life and property from flooding and erosion hazards;
2. To protect and improve water quality;
3. To manage and expand natural areas; and
4. To provide outdoor recreation and education opportunities.

*Short term Goals*

The short term goals are presented in the current strategic plan.

<http://thamesriver.on.ca/wp-content/uploads/Targets/EnvironmentalTargets-June2016.pdf>

**Powers of authorities**

21 (1) For the purposes of accomplishing its objects, an authority has power,

(a) to study and investigate the watershed and to determine programs and services whereby the natural resources of the watershed may be conserved, restored, developed and managed;

(b) for any purpose necessary to any project under consideration or undertaken by the authority, to enter into and upon any land and survey and take levels of it and make such borings or sink such trial pits as the authority considers necessary;

(c) to acquire by purchase, lease or otherwise and to expropriate any land that it may require, and, subject to subsection (2), to sell, lease or otherwise dispose of land so acquired;

(d) despite subsection (2), to lease for a term of five years or less land acquired by the authority;

(e) to purchase or acquire any personal property that it may require and sell or otherwise deal therewith;

(f) to enter into agreements for the purchase of materials, employment of labour and other purposes as may be necessary for the due carrying out of any project or to further the authority's objects;

(g) to enter into agreements with owners of private lands to facilitate the due carrying out of any project;

(h) to determine the proportion of the total benefit afforded to all the participating municipalities that is afforded to each of them;

(i) to erect works and structures and create reservoirs by the construction of dams or otherwise;

(j) to control the flow of surface waters in order to prevent floods or pollution or to reduce the adverse effects thereof;

(k) to alter the course of any river, canal, brook, stream or watercourse, and divert or alter, as well temporarily as permanently, the course of any river, stream, road, street or way, or raise or sink its level in order to carry it over or under, on the level of or by the side of any work built or to be built by the authority, and to divert or alter the position of any water-pipe, gas-pipe, sewer, drain or any telegraph, telephone or electric wire or pole;

(l) to use lands that are owned or controlled by the authority for purposes, not inconsistent with its objects, as it considers proper;

(m) to use lands owned or controlled by the authority for park or other recreational purposes, and to erect, or permit to be erected, buildings, booths and facilities for such purposes and to make charges for admission thereto and the use thereof;

(m.1) to charge fees for services approved by the Minister;

*Note: On a day to be named by proclamation of the Lieutenant Governor, clause 21 (1) (m.1) of the Act is repealed. (See: 2017, c. 23, Sched. 4, s. 19 (3))*

(n) to collaborate and enter into agreements with ministries and agencies of government, municipal councils and local boards and other organizations and individuals;

(o) to plant and produce trees on Crown lands with the consent of the Minister, and on other lands with the consent of the owner, for any purpose;

(p) to cause research to be done;

(q) generally to do all such acts as are necessary for the due carrying out of any project or as may be desirable to further the objects of the authority.

## A. Definitions

**“Authority”** means the Upper Thames River Conservation Authority

**“Act”** means the *Conservation Authorities Act*, R.S.O. 1990, chapter C.27

**“Chair”** means the Chairperson as referenced in the Act as elected by the Members of the Authority.

**“Fiscal Year”** means the period from January 1 through December 31.

**“General Manager”** means the General Manager/Secretary-Treasurer as of the Authority, and which may, by resolution of the Authority, include the responsibilities of the Secretary-Treasurer if so designated by resolution of the Authority.

**“General Membership”** means all of the Members, collectively.

**“Levy”** means the amount of costs apportioned to participating municipalities in accordance with the Act and Regulations under the Act.

**“Majority”** means half of the votes plus one.

**“Members”** shall mean the members appointed to the Authority by the participating municipalities in the Authority’s area of jurisdiction.

**“Minister”** means the minister responsible for the administration of the Act.

**“Non-matching Levy”** means that portion of an Authority’s levy that meets the definition of non-matching levy as found in Ontario Regulation 139/96.

**“Officer”** means an officer of the Authority empowered to sign contracts, agreements and other documents on behalf of the Authority in accordance with section 19.1 of the Act, which shall include the Chair, Vice-Chair(s) the General Manager/Secretary-Treasurer.

**“Participating Municipality”** means a municipality that is designated by or under the Act as a participating municipality in a conservation authority.

**“Pecuniary Interest”** includes the financial or material interests of a Member and the financial or material interests of a member of the Member’s immediate family.

**“Secretary-Treasurer”** means General Manager/Secretary-Treasurer of the Authority with the roles specified in the Act.

**“Staff”** means employees of the Authority as provided for under Section 18(1) of the Act.

**“Vice-Chair”** means the Vice-Chairperson as elected by the Members of the Authority. If a first and second Vice-Chair are elected, they shall be called First Vice-Chair and Second Vice-Chair.

**“Weighted Majority”** means the votes of 51 per cent of those represented after the votes are weighted by the percentage that applies under Ontario Regulation 139/96 for Municipal Levies.



## B. Governance

### 1. Members

#### a) *Appointments*

Participating Municipalities within the jurisdiction of the Upper Thames River Conservation Authority may appoint Members in accordance with Section 14 of the Act.

Appointed Members must reside in a Participating Municipality within the Authority's area of jurisdiction and may include citizens as well as elected members of municipal councils.

Collectively, the appointed Members comprise the Authority, and for the purposes of this by-law are also referred to as the General Membership.

#### b) *Term of Member Appointments*

In accordance with Section 14 of the Act, a Member shall be appointed for a term of up to four years at the discretion of the appointing municipal council; such term beginning at the first meeting of the Authority following his or her appointment and ending immediately before the first meeting of the Authority following the appointment of his or her replacement. The General Manager/Secretary-Treasurer shall notify the appropriate municipality in advance of the expiration date of any Member's term, unless notified by the municipality of the Member's reappointment or the appointment of his or her replacement. A Member is eligible for reappointment. A Member can be replaced by a Participating Municipality at the municipality's discretion prior to the end of their term.

#### c) *Powers of the General Membership*

Subject to the Act and other applicable legislation, the General Membership is empowered without restriction to exercise all of the powers prescribed to the Authority under the Act. In addition to the powers of an authority under s.21 of the Act for the purposes of accomplishing its objects, as referenced in the introduction of this By-law model, the powers of the General Membership include but are not limited to:

- i. Approving by resolution, the creation of Committees and/or Advisory Boards, the members thereof and the terms of reference for these Committees and/or Advisory Boards;
- ii. Appointing a General Manager and/or Secretary-Treasurer;
- iii. Terminating the services of the General Manager and/or Secretary-Treasurer.
- iv. Approving establishing and implementing regulations, policies and programs;
- v. Awarding contracts or agreements where the approval of the Authority is required under the Authority's purchasing policy.
- vi. Appointing an Executive Committee and delegate to the Committee any of its powers except:
  - i. The termination of the services of the General Manager and/or Secretary-Treasurer,
  - ii. The power to raise money, and
  - iii. The power to enter into contracts or agreements other than those contracts or agreements as are necessarily incidental to the works approved by the Authority.
- vii. Approving by resolution, any new capital project of the Authority;
- viii. Approving by resolution, the method of financing any new capital projects;
- ix. Approving details on budget allocations on any new or existing capital projects;

- x. Approving of the total budget for the ensuing year, and approving the levies to be paid by the Participating Municipalities;
- xi. Receiving and approving the Financial Statements and Report of the Auditor for the preceding year;
- xii. Authorizing the borrowing of funds on the promissory note of the Authority in accordance with subsection 3(5) of the Act;
- xiii. Approving by resolution, any proposed expropriation of land or disposition of land, subject to the requirements under the Act;
- xiv. Approving permits or refusing permission as may be required under any regulations made under Section 28 of the Act;
- xv. Holding hearings required for the purpose of reviewing permit applications, and advising every applicant of their right to appeal the decision to the Ministry through the Mining and Lands Tribunal;

#### **d) Member Accountability**

Participating Municipalities appoint Members to the Authority as their representatives. Members have the responsibilities of Directors of the corporation that is the Authority. While the administration is responsible for the day-to-day operations, the General Membership is responsible for matters of governance, ensuring compliance with applicable legislation, and ensuring appropriate policies are in place and for financial soundness of the Authority.

All Members have the responsibility to be guided by and adhere to the Code of Conduct (Appendix 1) and Conflict of Interest Policy (Appendix 2), as adopted by the Authority.

Members are responsible for:

- i. Attending all meetings of the Authority;
- ii. Understanding the purpose, function and responsibilities of the authority;
- iii. Being familiar with the Authority's statutory and other legal obligations;
- iv. With the administration, setting strategic direction for the Authority.

#### **e) Applicable Legislation**

In addition to the Act, the Members are subject to other legislation including, but not limited to:

- *Municipal Conflict of Interest Act*
- *Municipal Freedom of Information and Protection of Privacy Act*

If any part of the by-law conflicts with any provision of the Municipal Conflict of Interest Act or the Municipal Freedom of Information and Protection of Privacy Act or a provision of a regulation made under one of those acts, the provision of that act or regulation prevails.

#### **f) Relationship Between Members and Staff**

The General Membership relies on the General Manager and/or Secretary-Treasurer to manage the operations of the organization, including all employees of the Authority. The General Manager and/or Secretary Treasurer is accountable to the Authority, working cooperatively to achieve the goals established by the Authority.

The General Membership will ensure that a process exists for regular performance evaluations of the General Manager and/or Secretary-Treasurer.

1. The Board delegates the complete operation of the Authority to the General Manager.
2. The General Manager is responsible for the operation of the Authority within the guidelines established by the Staff Limitations policies.

3. Decisions of the General Manager, which are consistent with any reasonable interpretation of Board policies related to Ends and Staff Limitations, are acceptable.
4. Only officially passed motions of the Board are binding on the General Manager. (Individual Directors' decisions or instructions are not binding on the General Manager.)
5. If Board Directors wish to make suggestions or requests to staff, they do so through the General Manager. The General Manager reserves the right to manage those requests at his/her discretion.
6. In the event of the resignation, termination, death, disability or otherwise unavailability of the General Manager to perform the responsibilities of the position, the Board appoints an Acting General Manager to assume the responsibilities within five (5) business days.
7. A positive indicator of General Manager success is the attainment of Board-stated Ends and Staff Limitations. The General Manager reports to the Board annually regarding compliance and accomplishments.

## 2. Officers

The Officers of the Authority, and their respective responsibilities, shall be:

### Chair

- a) Is a Member of the Authority;
- b) Presides at all meetings of the General Membership (and Executive Committee if applicable);
- c) Calls special meetings if necessary;
- d) Acts as a public spokesperson on behalf of the General Membership;
- e) Serves as signing officer for the Authority;
- f) Ensures relevant information and policies are brought to the Authority's attention;
- g) Keeps the General Membership apprised of significant issues in a timely fashion;
- h) Performs other duties when directed to do so by resolution of the Authority.
- i) Chair Source Protection Authority meetings
- j) Serve as the Authority's voting representative on Conservation Ontario Council (CO), unless otherwise designated

### Vice-Chair(s)

- a) Is/are a Member(s) of the Authority;
- b) Attends all meetings of the Authority (and Executive Committee if applicable);
- c) Carries out assignments as requested by the Chair;
- d) Understands the responsibilities of the Chair and acts as Chair immediately upon the death, incapacity to act, absence or resignation of the Chair until such time as a new Chair is appointed or until the Chair resumes his/her duties;
- e) Serves as a signing officer for the Authority.
- f) Serves as the Board's representative on the Board of the London Middlesex Heritage Museum (Fanshawe Pioneer Village); and
- g) Serves as the Authority's alternate voting representative on Conservation Ontario Council (CO), in the event the Chair is not available to attend;

## General Manager (GM)

Responsibilities of the CAO as assigned by the Authority include, but are not limited to the following:

- Is an employee of the Authority;
- Attends all meetings of the General Membership (and Executive Committee if applicable) or designates an acting CAO if not available;
- Works in close collaboration with the Chair and Vice-Chair(s) and keeps them apprised of relevant information and significant issues in a timely fashion;
- Develops a strategic plan for approval by the General Membership and Implements short and long-range goals and objectives;
- Is responsible for the management of the operations of the Authority, including all staff and programs of the Authority;
- Ensures resolutions of the Authority are implemented in a timely fashion;
- Develops and maintains effective relationships and ensures good communications with Participating Municipalities, federal and provincial government ministries/agencies, Indigenous communities, other conservation authorities, Conservation Ontario, stakeholders, community groups and associations;
- Serves as a signing officer for the Authority.
- Serve as the Authority's second alternate voting representative on Conservation Ontario Council (CO), in the event the Chair and Vice-Chair are not available to attend;

## Secretary-Treasurer

- Is an employee of the Authority;
- Fulfills the requirements of the Secretary-Treasurer as defined in the Act;
- Attends all meetings of the General Membership (and Executive Committee, if applicable);
- Is the custodian of the Corporate Seal;
- Serves as a signing officer for the Authority.

## General Manager/Secretary-Treasurer

The duties of the Chief Administrative Officer / General Manager and the Secretary-Treasurer have been combined and assigned to a single position, in which case the person is an Officer called the General Manager/Secretary-Treasurer.

### **3. Absence of Chair and Vice-Chair(s)**

In the event of the absence of the Chair and Vice-Chair(s) from any meeting, the members shall appoint an Acting Chair who, for the purposes of that meeting has all the powers and shall perform all the duties of the Chair.

### **4. Maximum Term for Chair and Vice-Chair(s)**

There are no set maximum terms for the positions of Chair or Vice-Chair.

### **5. Representatives to Conservation Ontario Council**

The Authority may appoint up to three Representatives to Conservation Ontario Council ("Council"), designated as Voting Delegate and Alternate(s). Council will consist of the Voting Delegates appointed by each Member Conservation Authority. The Voting Delegate and Alternates shall be registered with Conservation Ontario annually. UTRCA Chair will serve as the Voting Delegate, with the Vice-Chair and General Manager as first and second alternates respectively.

## **6. Election of Chair and Vice-Chairs**

The election of the Chair and one or more Vice-Chairs shall be held at the first meeting held each year in accordance with the Authority's Procedures for Election of Officers (Appendix 3).

## **7. Appointment of Auditor**

The General Membership shall appoint an auditor in accordance with Section 38 of the Act.

## **8. Appointment of Financial Institution**

The General Membership shall appoint a financial institution to provide banking services to the Authority by Resolution as required.

## **9. Appointment of Solicitor**

The General Membership shall appoint a solicitor by Resolution to act as the Authority's legal council by Resolution as required.

## **10. Financial Statements and Report of the Auditor**

The General Membership shall receive and approve the report of the auditor for the previous year at the May meeting.

The Authority shall forward copies of the Audited Financial Statements and Report of the Auditor to Participating Municipalities and the Minister in accordance with Section 38 of the Act and will make the Audited Financial Statements available to the public on the Authority's website, and at the Administrative Offices.

## **11. Borrowing Resolution**

If required, the Authority shall establish a borrowing resolution by March 31 of each year and such resolution shall be in force until it is superseded by another borrowing resolution.

The signing officers are empowered to arrange for the borrowing of the funds necessary for approved projects and programs of the Authority.

## **12. Levy Notice**

The levy due to the Authority from participating municipalities shall be communicated to those municipalities in accordance with the Act and any applicable Regulations.

## **13. Signing Officers**

All deeds, transfers, assignments, contracts and obligations entered into by the Authority shall be signed by the Chair or the Vice Chair and the General Manager/Secretary-Treasurer. These officers are empowered to sign such documents as are necessary for transactions approved by the Authority's Board of Directors.

Notwithstanding the requirement above, the signing officers may delegate signing responsibility to others for operational purposes. Examples of such transactions are issuing payroll, and making payments for purchases. Two authorizers shall verify each payment just as two people shall be involved in executing funding agreements, contracts and investment transactions.

## **14. Executive Committee**

The Authority may appoint an executive committee at the first meeting of the General Membership each year in accordance with the Section 19 of the Act and Section 1(c)(vi) of this by-law.

## 15. Advisory Boards and Other Committees

In accordance with Section 18(2) of the Act, the Authority shall establish such advisory boards as required by regulation and may establish such other advisory boards or committees as it considers appropriate to study and report on specific matters.

The General Membership shall approve the terms of reference for all such advisory boards and committees, which shall include the role, the frequency of meetings and the number of members required.

Resolutions and policies governing the operation of the Authority shall be observed in all advisory board and committee meetings.

Each advisory board or committee shall report to the General Membership, presenting any recommendations made by the advisory board or committee.

The dates of all advisory board and committee meetings shall be made available to all Members of the Authority.

Advisory Boards of the Upper Thames River Conservation Authority are:

- **The Finance & Audit Committee**

The Finance and Audit Committee is a Standing Committee that meets at the call of the Finance and Audit Committee Chair. The Committee consists of the Chair, and no fewer than two, but no more than four other members shall be elected from the Board. A Committee Chair will be elected at the first meeting of the year.

- **Hearings Committee** (this fills the role of the **Executive Committee**)

The Hearings Committee is a Standing Committee that meets at the call of the Chair. The Committee consists of the Chair, Vice-Chair, the Past Chair provided they are a member of the Authority, and two other members shall be elected from the Board. The Hearings Committee may also serve the function of an **Executive Committee** as per the requirement of *The Conservation Authorities Act*, however, the practice of the Board is to deal with all matters before the whole Board rather than an Executive Committee.

- **Source Protection Striking Committee**

The *Clean Water Act, 2006* requires that the Source Protection Authority for each Source Protection Region, form, and maintain, a Source Protection Committee. In the Thames-Sydenham and Region, the Upper Thames River, Lower Thames Valley and St. Clair Region Source Protection Authorities share this role. A Striking Committee was established with two Board representatives from each Source Protection Authority to carry out the responsibilities related to the formation and maintenance of the Source Protection Committee. The Source Protection Authorities' General Managers and the Program Coordinator provide support to the Striking Committee.

## 16. Remuneration of Members

The Authority shall establish a per-diem rate from time to time to be paid to Members for attendance at General Meetings and Advisory Board or Committee meetings, and at such other business functions as may be from time to time requested by the Chair, through the Secretary-Treasurer. In addition, an honorarium may be approved by the Authority for the Chair and Vice-chair(s) as compensation for their additional responsibilities. A single per-diem will be paid for attendance at more than one meeting if they occur consecutively on the same day. If no quorum is present, the per diem rate shall be paid to those in attendance.

The Authority shall reimburse Members' reasonable travel expenses incurred for the purpose of attending meetings and/or functions on behalf of the Authority. A per-kilometre rate to be paid for use of a personal vehicle shall be approved by Resolution of the General Membership from time-to-time. Requests for such reimbursements shall be submitted within a timely fashion and shall be consistent with Canada Revenue Agency guidelines.

### **17. Records Retention**

The Authority shall keep full and accurate records including, but not limited to:

- i. Minutes of all meetings of the Authority, including registries of statements of interests in accordance with the *Municipal Conflict of Interest Act*;
- ii. Assets, liabilities, receipts and disbursements of the Authority and Financial Statements and Reports of the Auditors;
- iii. Human Resources Files for all employees and Members as applicable;
- iv. Workplace Health and Safety documents including workplace inspections, workplace accidents, investigations, etc.;
- v. Electronic Communications including emails
- vi. Contracts and Agreements entered into by the Authority;
- vii. Strategic Plans and other documents providing organizational direction
- viii. Projects of the Authority;
- ix. Technical Studies and data gathered in support of Programs of the Authority;
- x. Legal Proceedings involving the Authority;
- xi. Incidents of personal injury or property damage involving the Authority and members of the public.

Such records shall be retained and protected in accordance with all applicable laws and the Records Retention Policy of the Authority as approved by the General Membership from time-to-time.

### **18. Records Available to Public**

Records of the Authority shall be made available to the public, subject to requirements of the *Municipal Freedom of Information and Protection of Personal Privacy Act* (MFIPPA).

The General Manager/Secretary-Treasurer shall act as head of the Authority for the purposes of MFIPPA.

### **19. By-law Review**

In accordance with the Act, these by-laws shall be reviewed by the Authority to ensure the by-laws are in compliance with the Act and any other relevant law. The General Membership shall review the by-laws at a minimum of every four years to ensure best management practices in governance are being followed.

### **20. By-law Available to Public**

In accordance with the Act, the Authority shall make its by-laws available to the public on the Authority's website. By-laws shall also be available for review by any member of the public at the Authority's administration centre or provided in alternative formats, in accordance with the *Accessibility for Ontarians with Disabilities Act*, if requested by interested parties.

### **21. Enforcement of By-laws and Policies**

The Members shall respect and adhere to all applicable by-laws and policies (for example, the Code of Conduct and Conflict of Interest). The Authority may take reasonable measures to enforce its by-laws and policies, including the enforcement mechanisms under the *Municipal Conflict of Interest Act*.

- an investigation will be conducted regarding the alleged breach;
- an opportunity will be provided to the affected member to respond to the allegation;
- the findings of the investigation and the affected member's response will be communicated to the General Membership in a closed meeting;
- the appointing municipality shall be notified of the outcome of the investigation.

## **22. Indemnification of Members, Officers and Employees**

The Authority undertakes and agrees to indemnify and save harmless its Members, Officers and Employees and their heirs and legal representatives, respectively, from and against all costs, charges and expenses, including all amounts paid to settle an action or satisfy any judgement, reasonably incurred by any such Member, Officer or Employee in respect of any civil, criminal or administrative action or proceeding to which any such Member, Officer or Employee is made a party by reason of being a Member, Officer or Employee of the Authority (except in respect of an action by or on behalf of the Authority to procure a judgment in its favour) if;

- such Member, Officer or Employee acted honestly, in good faith with a view to the best interests of the Authority and within the scope of such Member's, Officer's or Employee's duties and responsibilities, and,
- in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty that such Member, Officer or Employee had reasonable grounds for believing that the conduct was lawful.



## **C. Meeting Procedures**

The Meeting Procedures below governing the procedure of the Authority shall be observed in Executive Committee and Advisory Board meetings, as far as they are applicable, and the words Executive Committee or Advisory Board may be substituted for the word Authority as applicable

### **1. Rules of Procedure**

In all matters of procedure not specifically dealt with under the Act and this By-law, Parliamentary Procedure, as specified in Robert's Rules of Order, Bourinot's Rules of Order or other generally accepted rules of procedure, shall be binding.

The Authority may choose to conduct its business as a committee of the whole.

### **2. Notice of Meeting**

The General Membership shall approve a schedule for regular meetings in advance. The Secretary-Treasurer shall send Notice of regular meetings to all Members at least seven calendar days in advance of a meeting. Notice of all regular or special meetings of the General Membership or its committees shall be made available to the public as soon as possible after its delivery to General Membership

Notice of any meeting shall indicate the time and place of that meeting and the agenda for the meeting.

All material and correspondence to be dealt with by the Authority at a meeting will be submitted to the Secretary-Treasurer ten days in advance of the meeting where it is to be dealt with if it is to be included in the published agenda, or one to seven days if it is to be introduced at the meeting.

The chair may, at his/her pleasure, call a special meeting of the Authority as necessary on three calendar days notice in writing or email. That notice shall state the business of the special meeting and only that business shall be considered at that special meeting. Any member, with 50% support of the other members, may also request the Chair to call a meeting of the Authority and the Chair will not refuse.

The Chair or the Secretary-Treasurer may, by notice in writing or email delivered to the members so as to be received by them at least 12 hours before the hour appointed for the meeting, postpone or cancel any meeting of an Advisory Board or other committee until the next scheduled date for the specific Advisory Board or committee affected.

The Chair or the Secretary-Treasurer may, if it appears that a storm or like occurrence will prevent the members from attending a meeting, postpone that meeting by advising as many members as can be reached. Postponement shall not be for any longer than the next regularly scheduled meeting date.

### **3. Meetings Open to Public**

All meetings of the General Membership and Committees, if applicable, shall be open to the public.

A meeting or part of a meeting may be closed to the public if the subject matter being considered is identified in the closed meeting section of the Agenda and the subject matter meets the criteria for a closed meeting as defined in this by-law.

#### 4. Agenda for Meetings

Authority staff, under the supervision of the Secretary-Treasurer, shall prepare an agenda for all regular meetings of the Authority.

The agenda for special meetings of the Authority shall be prepared as directed by the Chair.

Agendas for meetings shall be forwarded to all Members at least seven calendar days in advance of the meeting. Such agendas shall be made available to the public on the Authority's website at the same time, unless the meeting is closed to the public in accordance with this by-law. Such agendas shall also be available in alternative formats, in accordance with the *Accessibility for Ontarians with Disabilities Act*, if requested by interested parties.

#### 5. Quorum

At any meeting of the General Membership, a quorum consists of one-half of the Members appointed by the Participating Municipalities, except where there are fewer than six such Members, in which case three such Members constitute a quorum. At any Executive Committee (if applicable), advisory board or committee meeting, a quorum consists of one-half of the Members of the Executive Committee (if applicable), advisory board or committee.

If there is no quorum within one half hour after the time appointed for the meeting, the Chair for the meeting shall declare the meeting adjourned due to a lack of a quorum, or shall recess until quorum arrives, and the recording secretary shall record the names of the Members present and absent.

If during an Authority or Advisory Board or Committee meeting a quorum is lost, then the Chair shall declare that the meeting shall stand recessed or adjourned, until the date of the next regular meeting or other meeting called in accordance with the provisions of this by-law. Agenda items including delegations present may be covered and presented and issues discussed, but no formal decisions may be taken by the remaining Members which do not constitute a quorum.

Where the number of Members who are disabled from participating in a meeting due to the declaration of a conflict of interest is such that at that meeting the remaining Members are not of sufficient number to constitute a quorum, the remaining number of Members shall be deemed to constitute a quorum, provided such number is not less than two.

#### 6. Order of Business

The business of the Authority shall be taken up in the order in which it stands on the agenda unless otherwise decided by a majority of those Members present.

No Member shall present any matter to the Authority for its consideration unless the matter appears on the agenda for the meeting of the Authority or leave is granted to present the matter by the affirmative vote of a majority of the Members present.

#### 7. Debate

The Authority shall observe the following procedures for discussion/debate on any matter coming before it:

- a) A Member shall be recognized by the Chair prior to speaking;

- b) Where two or more Members rise to speak, the Chair shall designate the Member who has the floor, who shall be the Member who in the opinion of the Chair was first recognized;
- c) All questions and points of discussion shall be directed through the Chair;
- d) Where a motion is presented, it shall be moved and seconded before debate;
- e) No Member shall speak more than once to the same question without leave from the Chair, except in explanation of a material part of the speech;
- f) No Member shall speak more than 10 minutes without leave of the Chair;
- g) Any Member may ask a question of the previous speaker through the Chair;
- h) The Member who has presented a motion, other than a motion to amend or dispose of a motion, may speak again to the motion immediately before the Chair puts the motion to a vote;
- i) 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 proceedings;
- j) When a motion is under consideration, only one amendment is permitted at a time.

## **8. Matters of Precedence**

Matters of precedence over the usual order of business shall follow Parliamentary procedure.

## **9. Members' Attendance**

The Authority shall provide a listing of Members' attendance as part of each meeting's published minutes.

Upon a Member's vacancy due to death, incapacity or resignation occurring in any office of the Authority, the Authority shall request the municipality that was represented by that Member appoint a Member replacement.

The Board Chair will notify the appointing municipality when a Board Director is absent from three (3) consecutive meetings or five (5) meetings in a year.

If a Member is unable to attend any meeting and wishes to bring any additional information or opinion pertaining to an agenda item to the General Membership, the Member shall address in writing or email to the Chair or Secretary-Treasurer such correspondence prior to the start of the meeting. The correspondence shall be read aloud by the Secretary-Treasurer without comment or explanations.

## **10. Electronic Participation**

Members may participate in a meeting that is open to the public by telephonic or other electronic means that permits all participants to communicate adequately with each other during the meeting. A Member participating in a meeting electronically shall not be counted in determining quorum.

A Member shall not participate electronically in a meeting that is closed to the public.

## **11. Delegations**

Any person or organization who wishes to address the Authority may make a request in writing or email to the Chair. The request should include a brief statement of the issue or

matter involved and indicate the name of the proposed speaker(s). If such request is received 10 days in advance of a scheduled meeting, the delegation shall be listed on the published agenda.

Except by leave of the Chair or appeal by the leave of the meeting, delegations shall be limited to one (1) speaker for not more than 10 minutes.

Delegates will be requested not to repeat what has been said by previous speakers at the meeting. A returning delegation will only be allowed to speak again if new, relevant information has become available since their previous presentation. The Chair may choose to end a returning delegation's presentation if, in the opinion of the Chair, the new information being presented is not relevant to a decision facing the General Membership.

## **12. Annual Meeting**

The Authority shall designate one meeting of the General Membership each year as the annual meeting before March 1<sup>st</sup> and shall include the following items on the agenda, in addition to the normal course of business:

- i. Approvals of the Budgets and Levies
- ii. Annual Health and Safety Summary
- iii. Service Awards

## **13. Meetings with Closed “In Camera” Sessions**

Every meeting of the General Membership, Executive Committee and Advisory Boards, if applicable, shall be open to the public as per Section 15(3) of the Act, subject to the exceptions set out below.

Meetings may be closed to the public if the subject matter being considered relates to:

- a) The security of the property of the Authority;
- b) Personal matters about an identifiable individual, including employees of the Authority;
- c) A proposed or pending acquisition or disposition of land by the Authority;
- d) Labour relations or employee negotiations;
- e) Litigation or potential litigation, including matters before administrative tribunals (e.g. Local Planning Appeal Tribunal), affecting the Authority;
- f) Advice that is subject to solicitor-client privilege;
- g) A matter in respect of which the General Membership, Executive Committee, Advisory Board or committee or other body may hold a closed meeting under another act;
- h) information explicitly supplied in confidence to the Authority by Canada, a province or territory or a Crown agency of any of them;
- i) a trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the Authority, 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 Authority 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 Authority.

The Authority shall close a meeting if the subject matter relates to the consideration of a request under MFIPPA, and the Authority is the head of an institution for the purposes of MFIPPA.

Before holding a meeting or part of a meeting that is to be closed to the public, the Members shall state by resolution during the open session of the meeting that there will be a meeting closed to the public and the general nature of the matter to be considered at the closed meeting. Once matters have been dealt with in a closed meeting, the General Membership shall reconvene in an open session.

The General Membership shall not vote during a meeting that is closed to the public, unless:

- a) the meeting meets the criteria outlined in this by-law to be closed to the public; and
- b) the vote is for a procedural matter or for giving directions or instructions to Officers, employees or agents of Authority.

Any materials presented to the General Membership during a closed meeting shall be returned to the Secretary-Treasurer prior to departing from the meeting and shall be treated in accordance with the Authority's procedures for handling confidential material.

A meeting of the Authority, executive committee, advisory board or other committee may also be closed to the public if:

- a) the meeting is held for the purpose of educating or training the Members, and
- b) 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 authority, the executive committee, advisory board or other committee.

#### 14. Voting

In accordance with Section 16 of the Act:

- a) each Member is entitled to one vote, including the Chair, and
- b) a majority vote of the Members present at any meeting is required upon all matters coming before the meeting.

If any Member who is qualified to vote abstains from voting, they shall be deemed to have voted neither in favour nor opposed to the question, which will not alter the number of votes required for a majority.

On a tie vote, the motion is lost.

Interrelated motions shall be voted on in the order specified by Parliamentary Procedure as outlined in Robert's Rules of Order, Bourinot's Rules of Order or other generally accepted rules of procedure.

Unless a Member requests a recorded vote, a vote shall be by a show of hands or such other means as the Chair may call. No question shall be voted upon more than once at any meeting, unless a recorded vote is requested.

If a member present at a meeting at the time of the vote requests immediately before or after the taking of the vote that the vote be recorded, each member present taken except a member who is disqualified from voting by any Act, shall announce his or her vote openly answering "yes" or "no" to the question, and the Secretary-Treasurer shall record each vote.

At the meeting of the Authority at which the Non-Matching Levy is to be approved, the Secretary-Treasurer shall conduct the vote to approve of Non-Matching Levy by a Weighted Majority of the Members present and eligible to vote, in accordance with Ontario Regulation 139/96.

Where a question under consideration contains more than one item, upon the request of any Member, a vote upon each item shall be taken separately.

Except as provided in Section B, Paragraph 6 of this By-law (Election of Chair and Vice-Chair), no vote shall be taken by ballot or by any other method of secret voting, and every vote so taken is of no effect.

### **15. Notice of Motion**

Written notice of motion to be made at an Authority, executive committee, advisory board or committee meeting may be given to the Secretary-Treasurer by any Member of the Authority not less than seven business days prior to the date and time of the meeting and shall be forthwith placed on the agenda of the next meeting. The Secretary-Treasurer shall include such notice of motion in full in the agenda for the meeting concerned.

Recommendations included in reports of advisory boards or committees that have been included in an agenda for a meeting of the General Membership or Executive Committee (if applicable), shall constitute notice of motion for that meeting.

Recommendations included in staff reports that have been included in an agenda for a meeting of the General Membership or Executive Committee (if applicable), shall constitute notice of motion for that meeting.

Notwithstanding the foregoing, any motion or other business may be introduced for consideration of the Authority provided that it is made clear that to delay such motion or other business for the consideration of an appropriate advisory board or committee would not be in the best interest of the Authority and that the introduction of the motion or other business shall be upon an affirmative vote of a majority of the members of the Authority present.

### **16. Motion to Reconsider**

If a motion is made to reconsider a previous motion, a two-thirds majority vote shall be required in order for reconsideration to take place. If a motion to reconsider is passed, the original motion shall then be placed on the agenda at a future meeting to be debated and voted upon, and the result of that vote, based on a simple majority, shall supersede.

### **17. Duties of the Meeting Chair**

It shall be the duty of the Chair, with respect to any meetings over which he/she presides, to:

- a) Preserve order and decide all questions of order, subject to appeal; and without argument or comment, state the rule applicable to any point of order if called upon to do so;
- b) Ensure that the public in attendance does not in any way interfere or disrupt the proceedings of the Members;
- c) Receive and submit to a vote all motions presented by the Members, which do not contravene the rules of order or regulations of the Authority;
- d) Announce the results of the vote on any motions so presented;
- e) Adjourn the meeting when business is concluded.

### **18. Conduct of Members**

Members shall maintain a high standard for conduct and at all times comply with applicable laws and the Authority's Code of Conduct (Appendix 1).

No Member at any meeting of the Authority shall:

- a) Speak in a manner that is discriminatory in nature based on an individual's race, ancestry, place of origin, citizenship, creed, gender, sexual orientation, age, colour, marital status, family status or disability;
- b) Leave their seat or make any noise or disturbance while a vote is being taken or until the result is declared;
- c) Interrupt a Member while speaking, except to raise a point of order or a question of privilege;
- d) Speak disrespectfully or use offensive words against the Authority, the Members, staff, or any member of the public;
- e) Speak beyond the question(s) under debate;
- f) Resist the rules of order or disobey the decision of the Chair on the questions or order or practices or upon the interpretation of the By-laws.

## 19. Minutes of Meetings

The Secretary-Treasurer shall undertake to have a recording secretary in attendance at meetings of the Authority, the Executive Committee and each advisory board or committee. The recording secretary shall make a record in the form of minutes of the meeting proceedings and in particular shall record all motions considered at the meeting.

If a recording secretary is not present in a closed session, the Secretary-Treasurer shall take notes of any direction provided, for endorsement by the Chair and Vice-Chair.

Minutes of all meetings shall include the time and place of the meeting and a list of those present and shall state all motions presented together with the mover and seconder and voting results.

The Secretary-Treasurer or designate shall include draft minutes of the previous meeting available to each member of the Authority at the same time as agendas for the next meeting are distributed.

After the minutes have been approved by resolution, original copies shall be signed by the Secretary-Treasurer and copies of all non-confidential minutes shall be posted on the Authority's website. Such minutes shall also be available for review by any member of the public at the Authority's administration centre or provided in alternative formats, in accordance with the *Accessibility for Ontarians with Disabilities Act*, if requested by interested parties.

## Approval of By-law and Revocation of Previous By-law(s)

The Board of Directors' Policy Handbook revised February 22, 2018 is hereby repealed on December 30, 2018;

The Administrative By-Law for the Upper Thames River Conservation Authority (UTRCA) shall come into force on December 31, 2018

PASSED BY RESOLUTION

\_\_\_\_\_  
Date

Signed:

\_\_\_\_\_  
Chair

\_\_\_\_\_  
General Manager/Secretary-Treasurer



## D. Appendices to the Administrative By-law

### Appendix 1 - Code of Conduct

#### 1. Background

The Upper Thames River Conservation Authority demands a high level of integrity and ethical conduct from its General Membership. The Authority's reputation has relied upon the good judgement of individual Members. A written Code of Conduct helps to ensure that all Members share a common basis for acceptable conduct. Formalized standards help to provide a reference guide and a supplement to legislative parameters within which Members must operate. Further, they enhance public confidence that Members operate from a base of integrity, justice and courtesy.

The Code of Conduct is a general standard. It augments the laws which govern the behaviour of Members, and it is not intended to replace personal ethics.

This Code of Conduct will also assist Members in dealing with confronting situations not adequately addressed or that may be ambiguous in Authority resolutions, regulations, or policies and procedures.

#### 2. General

All Members, whether municipal councillors or appointed representatives of a municipality, are expected to conduct themselves in a manner that reflects positively on the Authority.

All Members shall serve in a conscientious and diligent manner. No Member shall use the influence of office for any purpose other than for the exercise of his/her official duties.

It is expected that Members adhere to a code of conduct that:

- i. upholds the mandate, vision and mission of the Authority;
- ii. considers the Authority's jurisdiction in its entirety, including their appointing municipality;
- iii. respects confidentiality;
- iv. approaches all Authority issues with an open mind, with consideration for the organization as a whole;
- v. exercises the powers of a Member when acting in a meeting of the Authority;
- vi. respects the democratic process and respects decisions of the General Membership, Executive Committee, Advisory Boards and other committees;
- vii. declares any direct or indirect pecuniary interest or conflict of interest when one exists or may exist; and
- viii. conducts oneself in a manner which reflects respect and professional courtesy and does not use offensive language in or against the Authority or against any Member or any Authority staff.
- ix. Review all related meeting information prepared in advance, attending and fully participate in discussions of the Board, and at all times keeping in mind the best interests of the organization as a whole.

#### 3. Gifts and Benefits

Members shall not accept fees, gifts, hospitality or personal benefits that are connected directly or indirectly with the performance of duties, except compensation authorized by law.

#### **4. Confidentiality**

The members shall be governed at all times by the provisions of the *Municipal Freedom and Information and Protection of Privacy Act*.

All information, documentation or deliberations received, reviewed, or taken in a closed meeting are confidential.

Members shall not disclose or release by any means to any member of the public, either in verbal or written form, any confidential information acquired by virtue of their office, except when required by law to do so.

Members shall not permit any persons, other than those who are entitled thereto, to have access to information which is confidential.

In the instance where a member vacates their position on the General Membership they will continue to be bound by MFIPPA requirements.

Particular care should be exercised in protecting information such as the following:

- i. Human Resources matters;
- ii. Information about suppliers provided for evaluation that might be useful to other suppliers;
- iii. Matters relating to the legal affairs of the Authority;
- iv. Information provided in confidence from an Aboriginal community, or a record that if released could reasonably be expected to prejudice the conduct of relations between an Aboriginal community and the Authority;
- v. Sources of complaints where the identity of the complainant is given in confidence;
- vi. Items under negotiation;
- vii. Schedules of prices in tenders or requests for proposals;
- viii. Appraised or estimated values with respect to the Authority's proposed property acquisitions or dispositions;
- ix. Information deemed to be "personal information" under MFIPPA.

The list above is provided for example and is not exhaustive.

#### **5. Use of Authority Property**

No Member shall use for personal purposes any Authority property, equipment, supplies, or services of consequence other than for purposes connected with the discharge of Authority duties or associated community activities of which the Authority has been advised.

#### **6. Work of a Political Nature**

No Member shall use Authority facilities, services or property for his/her election or re-election campaign to any position or office within the Authority or otherwise.

#### **7. Conduct at Authority Meetings**

During meetings of the Authority, Members shall conduct themselves with decorum. Respect for delegations and for fellow Members requires that all Members show courtesy and not distract from the business of the Authority during presentations and when others have the floor.

#### **8. Influence on Staff**

Members shall be respectful of the fact that staff work for the Authority as a whole and are charged with making recommendations that reflect their professional expertise and corporate perspective, without undue influence.

## **9. Business Relations**

No Member shall borrow money from any person who regularly does business with the Authority unless such person is an institution or company whose shares are publicly traded and who is regularly in the business of lending money.

No Member shall act as a paid agent before the Authority, the Executive Committee or an advisory board or committee of the Authority, except in compliance with the terms of the *Municipal Conflict of Interest Act*.

## **10. Encouragement of Respect for the Authority and its Regulations**

Members shall represent the Authority in a respectful way and encourage public respect for the Authority and its Regulations.

## **11. Harassment**

It is the policy of the Authority that all persons be treated fairly in the workplace in an environment free of discrimination and of personal and sexual harassment. Harassment of another Member, staff or any member of the public is misconduct. Members shall follow the Authority's Harassment Policy as approved from time-to-time.

Examples of harassment that will not be tolerated include: verbal or physical abuse, threats, derogatory remarks, jokes, innuendo or taunts related to an individual's race, religious beliefs, colour, gender, physical or mental disabilities, age, ancestry, place of origin, marital status, source of income, family status or sexual orientation. The Authority will also not tolerate the display of pornographic, racist or offensive signs or images; practical jokes that result in awkwardness or embarrassment; unwelcome invitations or requests, whether indirect or explicit and any other prohibited grounds under the provisions of the *Ontario Human Rights Code*.

## **12. Breach of Code of Conduct**

Should a Member breach the Code of Conduct, they shall advise the Chair and Vice-Chair, with a copy to the Secretary Treasurer, as soon as possible after the breach.

Should a Member allege that another Member has breached the Code of Conduct, the said breach shall be communicated to the Chair, with a copy to the Secretary-Treasurer, in writing. In the absence of the Chair, or if a Member alleges that the Chair has breached the Code of Conduct, the said breach shall be communicated the Vice-Chair, with a copy to the Secretary-Treasurer, in writing.

Should a member of the public or a municipality allege that a Member has breached the Code of Conduct, the party making the allegation will be directed to follow the notification procedure outlined above.

Any breach, or alleged breach, of the Code of Conduct shall be investigated in accordance with the Enforcement of By-laws and Policies procedure outlined or referred to in the Authority's Administrative By-law.

## Appendix 2 - Conflict of Interest

### 1. *Municipal Conflict of Interest Act*

The Authority Members commit themselves and the Authority to ethical, businesslike, and lawful conduct when acting as the General Membership. The Authority is bound by the *Municipal Conflict of Interest Act*. This appendix to the by-law is intended to assist Members in understanding their obligations. Members are required to review the *Municipal Conflict of Interest Act* on a regular basis.

### 2. *Disclosure of Pecuniary Interest*

Where a Member, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a meeting of the Authority, Executive Committee, Advisory Board or committee at which the matter is the subject of consideration, the Member:

- a) shall, prior to any consideration of the matter at the meeting, disclose the pecuniary interest and the general nature thereof;
- b) shall not take part in the discussion of, or vote on any question in respect of the matter; and,
- c) shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

### 3. *Chair's Conflict of Interest or Pecuniary Interest*

Where the Chair of a meeting discloses a conflict of interest with respect to a matter under consideration at a meeting, another Member shall be appointed to chair that portion of the meeting by Resolution.

### 4. *Closed Meetings*

Where a meeting is not open to the public, a Member who has declared a conflict of interest shall leave the meeting for the part of the meeting during which the matter is under consideration.

### 5. *Member Absent*

Where the interest of a Member has not been disclosed by reason of their absence from the particular meeting, the Member shall disclose their interest and otherwise comply at the first meeting of the Authority, Executive Committee, Advisory Board or Committee, as the case may be, attended by them after the particular meeting.

### 6. *Disclosure Recorded in Minutes*

The recording secretary shall record in reasonable detail the particulars of any disclosure of conflict of interest or pecuniary interest made by Members and whether the Member withdrew from the discussion of the matter. Such record shall appear in the minutes/notes of that particular meeting of the General Membership, Executive Committee, advisory board or committee, as the case may be.

### 7. *Breach of Conflict of Interest Policy*

Should a Member breach the Conflict of Interest Policy, they shall advise the Chair and Vice-Chair, with a copy to the Secretary Treasurer, as soon as possible after the breach.

Should a Member allege that another Member has breached the Conflict of Interest Policy, the said breach shall be communicated to the Chair, with a copy to the Secretary

Treasurer, in writing. In the absence of the Chair, or if a Member alleges that the Chair has breached the Conflict of Interest Policy, the said breach shall be communicated the Vice-Chair, with a copy to the General Manager, in writing.

Should a member of the public or a municipality allege that a Member has breached the Conflict of Interest Policy, the party making the allegation will be directed to follow the notification procedure outlined above.

Any breach, or alleged breach, of the Conflict of Interest Policy shall be investigated in accordance with the Enforcement of By-laws and Policies procedure outlined or referred to in the Authority's Administrative By-law.

## Appendix 3 - Procedure for Election of Officers

### 1. *Voting*

Voting shall be by secret ballot and no Members may vote by proxy.

### 2. *Acting Chair*

The General Membership shall appoint a person, who is not a voting Member, as Acting Chair or Returning Officer, for the purpose of Election of Officers.

### 3. *Scrutineer(s)*

The appointment of one or more scrutineers is required for the purpose of counting ballots, should an election be required. All ballots shall be destroyed by the scrutineers afterwards. The Acting Chair shall call a motion for the appointment of one or more persons, who are not Members or Managers of the Authority, to act as scrutineers. A Member, who will not stand for election, may be appointed as an additional scrutineer if requested.

### 4. *Election Procedures*

The Acting Chair shall advise the Members that the election will be conducted in accordance with the Act as follows:

- a) The elections shall be conducted in the following order:
  - i. Election of the Chair, who shall be a Member of the Authority
  - ii. Election of one or more Vice-chairs, who shall be Members of the Authority.
- b) The Acting Chair shall ask for nominations to each position;
- c) Only current Members of the Authority who are present may vote;
- d) Nominations shall be called three (3) times and will only require a mover;
- e) The closing of nominations shall require both a mover and a seconder;
- f) Each Member nominated shall be asked to accept the nomination. The Member must be present to accept the nomination unless the Member has advised the Secretary-Treasurer in writing or by email in advance of the election of their willingness to accept the nomination.

If one Nominee:

- g) If only one nominee the individual shall be declared into the position by acclamation.

If More than One Nominee:

- h) In the event of an election, each nominee shall be permitted not more than three (3) minutes to speak for the office, in the order of the alphabetical listing by surnames.
- i) Upon the acceptance by nominees to stand for election to the position of office, ballots shall be distributed to the Members by the scrutineers for the purpose of election and the Acting Chair shall ask the Members to write the name of one individual only on the ballot.
- j) The scrutineers shall collect the ballots, leave the meeting to count the ballots, return and advise the Acting Chair who was elected with more than 50% of the vote.

A majority vote shall be required for election. If there are more than two nominees, and upon the first vote no nominee receives the majority required for election, the name of the person with the least number of votes shall be removed from further consideration for the office and new ballots shall be distributed. In the case of a vote where no nominee receives the majority required for election and where two or more nominees are tied with the least number of votes, a special vote shall be taken to decide which one of such tied nominees' names shall be dropped from the list of names to be voted on in the next vote.

Should there be a tie vote between two remaining candidates, new ballots shall be distributed and a second vote held. Should there still be a tie after the second ballot a third vote shall be held. Should there be a tie after the third vote, the election of the office shall be decided by lot drawn by the Acting Chair or designate.

### III. Checklist for compliance with Section 19.1

<b>Proposed Conservation Authorities Act Section 19.1(1)</b> <b>An authority may make by-laws:</b>	<b>UTRCA ADMINISTRATIVE BY-LAW</b> <b>Template By-law</b>
(a) respecting the meetings to be held by the authority, including providing for the calling of the meetings and the procedures to be followed at meetings, specifying which meetings, if any, may be closed to the public;	<u>Part II Administrative By-law, Section C – Meeting Procedures</u> <b>1. Rules of Procedure</b> <b>2. Notice of Meeting</b> <b>13. Meetings with Closed “In Camera” Sessions</b>
(b) prescribing the powers and duties of the secretary-treasurer;	<u>Part II Administrative By-law, Section B – Governance</u> <b>2. Officers</b>
(c) designating and empowering officers to sign contracts, agreements and other documents on behalf of the authority;	<u>Part II Administrative By-law, Section B – Governance</u> <b>1(c) Powers of the General Membership</b> <b>2. Officers</b> <b>13. Signing Officers</b>
(d) delegating all or any of its powers to the executive committee except, <ul style="list-style-type: none"> <li>i. the termination of the services of the secretary-treasurer,</li> <li>ii. the power to raise money, and</li> <li>iii. the power to enter into contracts or agreements other than those contracts or agreements as are necessarily incidental to the works approved by the authority;</li> </ul>	<u>Part II Administrative By-law, Section B – Governance</u> <b>1(c) Powers of the General Membership</b> <b>2. Officers</b>
(e) providing for the composition of its executive committee and for the establishment of other committees that it considers advisable and respecting any other matters relating to its governance;	<u>Part II Administrative By-law, Section B – Governance</u> <b>1(c) Powers of the General Membership</b> <b>14. Executive Committee</b> <b>15. Advisory Boards and Other Committees</b>
(f) respecting the roles and responsibilities of the members of the authority and of its officers and senior staff;	<u>Part II Administrative By-law, Section B – Governance</u> <b>1. Members</b> <b>2. Officers</b>
(g) requiring accountability and transparency in the administration of the authority including, <ul style="list-style-type: none"> <li>(i) providing for the retention of records specified in the by-laws and for making the records available to the public,</li> </ul>	<u>Part II Administrative By-law, Section C – Meeting Procedures</u> <b>3. Meetings Open to Public</b>  <u>Part II Administrative By-law, Section B – Governance</u> <b>17. Records Retention</b> <b>18. Records Available to Public</b>



<b>Proposed Conservation Authorities Act Section 19.1(1) An authority may make by-laws:</b>	<b>UTRCA ADMINISTRATIVE BY-LAW Template By-law</b>
(ii) establishing a code of conduct for the members of the authority, and	<u>Appendix 1 – Code of Conduct</u>
(iii) adopting conflict of interest guidelines for the members of the authority;	<u>Appendix 2 - Conflict of Interest</u>
(h) respecting the management of the authority’s financial affairs, including auditing and reporting on the authority’s finances;	<u>Part II Administrative By-law, Section B – Governance</u> <b>10. Financial Statements and Report of the Auditor</b>
(i) respecting the by-law review required under subsection (3) and providing for the frequency of the reviews; and	<u>Part II Administrative By-law, Section B – Governance</u> <b>19. By-law Review</b>
(j) respecting such other matters as may be prescribed by regulation.	To be developed as required

<b>Proposed Conservation Authorities Act Sections 19.1 (2), (3) and (4)</b>	<b>Template By-law</b>
<u>Conflict with other laws</u> (2) If a by-law made by an authority conflicts with any provision of the Municipal Conflict of Interest Act or the Municipal Freedom of Information and Protection of Privacy Act or a provision of a regulation made under one of those Acts, the provision of the Act or regulation prevails.	<u>Part II Administrative By-law, Section B – Governance</u> <b>1(e) Applicable Legislation</b>
<u>Periodic review of by-laws</u> (3) At such regular intervals as may be determined by by-law, an authority shall undertake a review of all of its by-laws to ensure, amongst other things, that the by-laws are in compliance with any Act referred to in subsection (2) or any other relevant law.	<u>Part II Administrative By-law, Section B – Governance</u> <b>19. By-law Review</b>
<u>By-laws available to public</u> (4) An authority shall make its by-laws available to the public in the manner it considers appropriate.	<u>Part II Administrative By-law, Section B – Governance</u> <b>20. By-law Available to Public</b>

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**To:** UTRCA Board of Directors

**From:** Ian Wilcox, General Manager  
Christine Saracino, Supervisor,  
Finance and Accounting

**Date:** September 18, 2018 **Agenda #:** 5 (b)

**Subject:** UTRCA Procurement Policy- For Approval **Filename:** ::ODMA\GRPWISE\UT\_MAIN.UT  
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**Recommendation: That the UTRCA Board of Directors approve the attached Procurement Policy.**

### Discussion

As part of the UTRCA's Finance Modernization Plan, a revised procurement policy has been created to ensure purchasing practices achieve best value with appropriate internal spending controls and timely reporting to assist in future spending decisions. The Board is being asked to approve the attached one-page Procurement Policy.

Also attached for your information is a detailed Draft UTRCA Purchasing Regulations document which will guide staff in appropriate purchasing practices. This document is being shared with the Board for your information and to demonstrate how the policy will be implemented; the Purchasing Regulations do not require Board approval.

If the attached policy is approved, staff will begin implementation of the Purchasing Regulations this fall. A new software module will be purchased and installed, approved vendors will be identified, staff training will be completed and full implementation is expected in the new year.

If you have questions in advance of the meeting, please contact Christine Saracino at ext. 232.

Recommended and Prepared by:

Ian Wilcox,  
General Manager

Christine Saracino,  
Supervisor, Finance & Accounting

# UTRCA Procurement Policy

September 2018

## Purpose of the Policy

This policy ensures that the Authority engages in procurement practices for which it receives **best value** and that procurement is appropriately authorized.

Best value is measured over the life of the product or service. The ultimate cost to the Authority will be estimated with regard to not only acquisition price but also quality, service, level of risk to the procurement, continuing operating costs, training, maintenance, terms and warranties, disposal value, disposal costs among other factors outlined in the Purchasing Procedures.

The objectives of this policy are:

1. to encourage accountability and transparency in use of all funds while protecting the best interests of the organization;
2. to ensure spending is in line with approved budgets;
3. to ensure objectivity and integrity in the acquisition process and to avoid real and perceived conflicts of interest;
4. to encourage due regard to the preservation of the natural environment ensuring procurement aligns with existing Authority sustainability initiatives;
5. to promote the requirements of the *Accessibility for Ontarians with Disabilities Act* for the product being accessible to people with disabilities or being capable of being made accessible when possible;
6. to adhere to best practice guidelines such as the Broader Public Sector Procurement Directive and the code of ethics of the National Institute of Government Purchasing,
7. and to maintain timely and relevant procurement procedures.

## Authorization

The Board of Directors has ultimate authority for all expenditure. Through the annual budget approval process the Board of Directors provides funding for the procurement of goods and services to the organization on the basis of the delivery of programs and services undertaken by the General Manager and staff.

The Board delegates authority to the General Manager to establish the regulations required to administer this policy including procurement authorizations, delegated authorizations, dollar limits, processes for tendering, use of a purchase order system and vendor credit facilities.

Procedures used to administer this policy shall be reviewed annually and amended as required. Exceptions to this policy will be reported to the Board by the General Manager at the first opportunity.

Approved date:

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## SECTION 1 – INTENT

UTRCA wishes to operate in an ethically transparent and fair manner with a focus on the environment foremost. We would like to ensure that our suppliers have a similar commitment and similar responsible policies and practices. These procedures have been prepared to adhere to the Board policy on Procurement and they attempt to ensure that the Authority engages in acquisition practices for which it receives **best value** and that procurement is appropriately authorized.

The objectives of these procedures are:

- a) to encourage accountability and transparency in the use of all funds while protecting the best interests of the organization;
- b) to encourage planning and spending in line with approved budgets;
- c) to ensure objectivity and integrity in the acquisition process and to avoid real and perceived conflicts of interest;
- d) to encourage the procurement of goods or services with due regard to the preservation of the natural environment ensuring procurement aligns with existing Authority sustainability initiatives when possible;
- e) to abide by the requirements of the *Accessibility for Ontarians with Disabilities Act* for the product being accessible to people with disabilities or being capable of being made accessible when possible;
- f) to adhere to best practice guidelines such as the Broader Public Sector Procurement Directive and the code of ethics of the National Institute of Governmental Purchasing. These include but are not limited to the following ethical considerations:
  - i. Gifts and inducements – nothing is taken or any offer accepted
  - ii. Declaration of interest – any relationship with a supplier or a company that is bidding is declared
  - iii. Supplier interactions – are professional and follow standard terms and conditions
  - iv. Openness – all activities, prices and terms are kept confidential until an award or purchase is made
  - v. to maintain timely and relevant procurement procedures.

## SECTION 2 - GENERAL DIRECTIONS

1. The Board of Directors has ultimate authority for all expenditure. Through the Procurement Policy, the Board delegates authority to the General Manager to establish these procedures.
2. The annual budget, approved by the Board of Directors, provides funding for acquisitions of goods and services on the basis of the delivery of programs and services undertaken by the delegates of the General Manager.
3. It is therefore required that no procurement or commitment to procure shall be made and no account shall be paid except as provided by these procedures.
4. An exception is made to 3 above in the case when expenditure is required to maintain service prior to the approval of the current year's budgets. Normal operating purchasing and previously approved capital purchases may continue to be made.
5. Authorized buyers shall purchase the required quality and quantity of goods and services at best value to the Authority. These procedures in no way mandate the purchase of goods or services that do not perform up to the operating specifications required by the Authority or that are not available at a commercially competitive cost.
6. Suppliers and prospective suppliers when seeking to establish or renew contracts with the Authority must not try to gain improper advantage or preferential treatment for other relationships they may have with the Authority.
7. Because the Authority is committed to the Health and Safety of its employees, contractors, visitors and the general public, there exists a commitment to Health and Safety in the procurement process. If you have a question about a safe product, please see your supervisor who will check with the Health and Safety Specialist.
8. Purchasers will endeavor to include specifications in bid solicitations that provide for energy efficient products; reusable goods, products that contain the maximum level of post-consumer waste and/or recyclable content, solar-powered, biodegradable, low-water, or low-impact products which will not significantly affecting the intended use of the product or service. It is recognized that cost analysis is required in order to ensure that the products are competitively priced.
9. These guidelines are directed primarily to the acquisition of goods and services rather than the payment for those goods and services.

### 2.1 Best value

Best value is measured over the life of the product or service and considers the total cost of the product or service not solely the acquisition cost. It is assessed by looking at factors including:

- a) The relative risk of the proposed purchase; it's timing, sequence, value
- b) The product quality, level of service, continuing operating costs and training requirements
- c) Fitness for purpose or suitability
- d) The performance history of the supplier

- e) The location of the supplier which may not necessarily be in the watershed but if outside Canada, may entail hidden costs
- f) All direct and indirect financial costs and benefits over the life of the acquisition, such as maintenance costs
- g) Terms of sale and warranties
- h) The flexibility of the proposed purchase in adapting to possible change
- i) The anticipated price that could be obtained, or cost incurred, at the time of disposal.
- j) Environmental considerations

## 2.2 Assistance in Purchasing

The Authority filled a role, the Acquisitions and Assets Administrator in the finance team, to coordinate purchasing, tender submissions, access to the employee portal for requisitions and the purchase order system. The Administrator will use these regulations to help you with the purchasing you need to complete and will follow up on difficulties you have, vendors you might deal with, documentation and tracking of purchases and assets we might acquire.

Use the Acquisitions and Assets Administrator for help and questions you might have in following these regulations and determining if your planned purchase from outside Canada is really best value or not.



## SECTION 3 - AUTHORIZATIONS

### 3.1 General Information

1. Authorized Buyers need not be Signing Officers.
2. Authorized Buyers not adhering to these Purchasing Regulations shall be subject to disciplinary actions specified by the General Manager which may include loss of purchasing privileges and dismissal.
3. Authorized Buyers are those people responsible for a program or project (see the following table). Managers shall ensure that their staff is in compliance with the provisions of these procedures. From time to time, managers and senior staff may delegate buying to others, in which case they will be required to approve the requisition before the purchase is made.
4. Dollar amounts discussed in these procedures do not include sales taxes, any early payment discounts and tax rebates.
5. For purchases of goods and services where delivery is expected over a long period of time, or at irregular intervals (under blanket purchase orders), the purchase amount is deemed to be the total estimated cost for the lesser of 1 year or the contract period.
6. When acquiring goods and services staff shall consider the feasibility to incorporate environmental considerations into solicitations for goods and services. The purchaser shall take into account best purchasing practices for responsible environmental procurement. See the Green Goods and Services page under Tools for green procurement help and product scorecards at <https://www.tpsgc-pwgsc.gc.ca/app-acq/ae-gp/index-eng.html>.
7. Material changes in purchases must be reported immediately to the next higher approval authority and arrangements made to amend the purchase order.

### 3.2 Approval Limits

Approval Authority	Maximum Self – Approved Purchase Amount <b>within Budget</b>	All Expenditures <b>Beyond Budget</b>
General Manager	Any	Request to Board ( <a href="#">see budget approval process document here</a> )
Unit Managers	Up to \$50,000	See the General Manager
Others as defined by their job description	Up to \$30,000	See your Manager

## SECTION 4 - PURCHASING PROCESS GUIDELINES

### 4.1 Characteristics of the Purchasing Process

#### 4.1.1 Corporate Efficiency

Combining orders to eliminate duplication of effort and multiple separate purchases can be achieved when all purchase requirements are logged through the requisition and purchase order system. Purchases must all be planned so as to leave sufficient time to secure the goods or services and enable the supplier to deliver the goods without rush charges.

#### 4.1.2 Competitiveness

Seeking a source of goods or services from a number of suppliers is good practice. A minimum of 3 bids are desired although more than 3 can be sought for best competitive pricing. The lowest bid need not be chosen because best value is used as the defining criteria (see 2.1). Care must be taken as to how goods and services are sought, what information is provided to the possible supplier and how competition is encouraged. Alternate strategies or solutions will not be considered unless explicitly requested in the communication between the buyer and supplier.

#### 4.1.3 Open Process

Unit needs should be fully communicated to suppliers, who are able to bid on goods and services they are qualified to provide. There should be no limitation of bids but the supplier's information must be received by the Authority in good time so the purchasing process can proceed.

#### 4.1.4 Transparency

The process is undertaken based on a clear definition of the product or service requirement and a clear outline of the review and criteria to be undertaken. If a bid does not meet with mandatory requirements, it will be disqualified.

#### 4.1.5 Fairness

The process will be fair such that no action is undertaken by Authority staff to allow any given bidder an unfair advantage. If a bidder contacts any member of the Authority in an attempt to influence the award of a purchase or contract, the bidder will be disqualified.

#### 4.1.6 Insurance and Risk Management

If the acquisition involves on-site services, the bidder must be aware that should they be chosen, they will need to provide proof of insurance and a WSIB certificate of clearance. These must be maintained and updated throughout the work period.

#### 4.1.7 Right to accept or reject

The Authority reserves the right to accept or reject any submission or to not award any contract to any bidder and it may, in its sole discretion, disqualify a supplier from bidding on any bid request or reject a bid if a supplier:

- a) has, at any time, threatened, commenced or engaged in legal claims or litigation against the Authority;
- b) is involved in a claim or litigation initiated by the Authority;
- c) previously provided goods or services to the Authority in an unsatisfactory manner;
- d) has failed to satisfy an outstanding debt to the Authority;
- e) has a history of illegitimate, frivolous, unreasonable or invalid claims;
- f) provides incomplete, unrepresentative references, or receives unsatisfactory external and/or internal references in a reference check undertaken by the Authority;
- g) has engaged in conduct that leads the Authority to determine that it would not be in its best interests to accept the bid.

#### 4.2 Purchase Value and Process Table

Purchase value	Process Required	Documentation required for PO	Purchase Order Required
Less than \$100	If purchasing from an authorized vendor	Requisition to secure the PO	Yes
Less than \$100	If purchasing from a vendor not on the authorized list, use P-card	<b>P-card reconciliation by the buyer is mandatory</b>	No
Up to \$5,000	No quotes required – See Section 8	Requisition to secure the PO	Yes
\$5,000 - \$9,999	5.1 Phone quotes are acceptable	Quotes noted and submitted with requisition to purchase	Yes
\$10,000 - \$49,999	5.2 Written quotes are required (email is fine)	Written quotes submitted with requisition to purchase	Yes
\$50,000 - \$99,999	5.3 Request for Quotation (RFQ) or letter (simplified bid process)	Copies of all correspondence with suppliers	Yes
Over \$100,000	5.4 Tendering (formal bid process)	Copies of all correspondence with suppliers including bid opening records	Yes, and a contract is required over \$100,000
Unknown cost or unknown solution	5.5 REOI, RFPQ and RFP (formal bid process)	Copies of all correspondence with suppliers including proposal opening records	Yes, and a contract is required over \$100,000

## SECTION 5 – PURCHASING PROCEDURES

The table above should guide you in knowing which set of instructions to follow. The key points to remember are that:

- a) we should be thinking ahead about purchasing,
- b) shopping around for best value is appropriate, and
- c) documenting why we choose to buy from a prospective supplier is a necessary step.

These three things will help ensure we are efficient and transparent in what we do.

Finally, all purchases over \$100 need to have a purchase order prepared in *advance* of the purchase.

### 5.1 Purchases up to \$10,000 – Quotes by Phone

1. The buyer will identify the goods or services to be purchased, making note of the requirements.
2. He or she will contact likely suppliers to ask for prices, delivery times and any other pertinent information about the purchase which needs to be known.
3. The buyer should note the quotes on a form ([sample file here](#)) before determining the supplier to use and in order to complete a requisition to secure a purchase order.
4. A requisition to buy needs to be completed. It will require the supplier's company name, address, contact information, details of the item(s) bought with their price, and the account code the purchase is to be charged to. Include or attach the quote form you completed with your requisition for a purchase order.
5. The buyer will provide the purchase order number to the supplier to complete the purchase.
6. When the goods or services are received, the buyer is responsible for remitting the packing slip and/or confirming the order has been completed.

### 5.2 Purchases up to \$50,000 – Written Quotes

1. The buyer will identify the goods or services to be purchased, making note of these requirements.
2. Identify organizations or companies that fit the needs to provide the goods and services. Attempt to find a Canadian supplier. The bid request may be done by phone, but the supplier may want some documentation in order to prepare a quote.
3. The buyer receives written quotes, perhaps by email, from each of 3 or more vendors which could supply the goods or services. Any information missing from those quotes should be verified so as to determine which supplier will provide best value (see 2.01)
4. A requisition to buy needs to be completed. It will require the vendor's company name, address, contact information, details of the item(s) bought with their price, and the account code the purchase is to be charged to. Include or attach the three quotes you received with your requisition for a purchase order.

5. Supply the purchase order number to the vendor to complete the purchase.
6. When the goods or services are received, the buyer is responsible for remitting the packing slip and/or confirming the order has been completed.

#### 5.3 Purchases up to \$100,000 – By Invitation letter or RFQ

1. The buyer will identify the goods or services to be purchased.
2. A letter request or simplified Request for Quotation (RFQ) ([see sample here](#)) is prepared which contains, at a minimum, the requirements or specifications, terms of delivery or completion date, terms of payment and an indicator of the evaluation method to be used.
3. At the same time, an evaluation method is determined under which each quote will be judged. It need not be comprehensive, but it must be documented. The evaluation method should be communicated to the bidders or potential suppliers.
4. The RFQ is issued to a minimum of 3 potential suppliers with a deadline for response. You may wish to include in your RFQ an invitation to visit the Authority in order to provide the supplier(s) with a better understanding of your needs.
5. The results of the quotes must be reviewed by at least 2 people engaged in the project for which the purchase is being made. In the evaluation of each quote, it will first be assessed to ensure it complies with all of the requirements in the RFQ or invitation letter. The submitted bids or quotes are then assessed against the pre-determined set of criteria. This process should be conducted fairly and honestly and in a manner that is free from bias or favour. The offer that best meets all of the requirements outlined in the request, and provides best value for money should win the contract. This will also ensure that a system to ensure best value will be clear.
6. If this request process fails to result in any suitable bids, the requester may cancel the request and commence with a new bid process utilizing the most appropriate procurement process.
7. Where bids are received in response to a bid request that exceed the expected amount and the Authority is not able to provide additional budget funds for the expenditure, the bid request will be cancelled. Options for changing the scope of the project or purchase may then be considered.
8. The successful bidder will be notified.
9. If requested by the supplier, a contract will be prepared between the Authority and the successful bidder.
10. A requisition is made for a purchase order once the supplier has been chosen. The quotes or bids are submitted with the requisition for purchase order.

#### 5.4 Purchases over \$100,000 – Tenders and RFPs

If the goods or services in question are not clearly defined, follow Section 5.4.6 RFP.

For purchases of goods and services over \$100,000, a more formal and open process is demanded. Public tendering involves more than a request for the price or a written quote from your choice of supplier. It is required due to the degree of complexity of the goods or services being procured, the lengthy timelines of the procurement and delivery of goods or services, the technical nature of the procurement being complex or the ability of various firms to deliver what you need.

Purchases over \$100,000 carry additional risk to the Authority in terms of the choice of supplier and his qualifications to provide the goods or services; it therefore requires more diligent attention. The Authority follows an open tendering process for the utmost in transparency.

#### 5.4.1 Tendering Known Requirements (Calling or Issuing a Bid Request)

If the goods or services in question are not clearly defined, go to information in Section 5.4.6 RFP.

##### 5.4.1.1 The Tender Document

The buyer prepares a tender document – sometimes called a Bid Request or Terms of Reference - which contains the relevant specifications, terms and conditions for the purchase of goods, services or construction. It describes for the supplier all that you need them to be aware of regarding your need so that they may fulfil it accordingly and the bids you receive should be comparable. Begin the tender document well in advance of your desired delivery date as you will need to advertise the tender.

The following information should guide you in the development of a bid request. You may also refer to [file here](#). It is a comprehensive guide to creating a tender document.

- a) Specify the terms which must be met in creating or calling the bid, otherwise known as issuing the tender. This may include terms such as delivery deadlines, performance requirements or the need to consider holdbacks.
- b) Inform the bidders that bids will be received up to your chosen closing time and date.
- c) Tell them that they can submit more than one bid, but the one closest to the closing time will be the only one considered. Also include information that they may also withdraw their bid at any time prior to the closing time.
- d) The bidder must ensure all conditions, addendums and qualifications have been met when bid is submitted. You may also ask for a list of sub-contractors to be employed on the project when they submit their bid.
- e) Include the clause that the Authority has the right to cease the bid process and reject any offer.
- f) Include the duration that the bid is valid. “Good for 120 days” from the opening is suggested to allow for delays in proceeding with any project.
- g) You should require that a WSIB certificate be included with the bid for any services you require. You will then already have it if a contract or purchase of service proceeds.
- h) You should request that bids be submitted by deadline to [Purchasing@thamesriver.on.ca](mailto:Purchasing@thamesriver.on.ca) which is under the control of the Acquisitions and Assets Administrator. If you are using a two-envelope system, ask that two files be submitted (see 5.4.7)
- i) The **best value** criteria must be made known to the bidders as the basis to award the bid.

#### 5.4.1.2 Advertising the Tender

The tender document should be issued in a publicly open manner, visible to potential vendors to be aware that we are seeking the supply. It may be placed by advertisement in a public newspaper or trade journal catering to such suppliers and it must be posted on our own website (see our Communications staff). Ensure the deadline for bids is included in the advertisement.

#### 5.4.1.3 Submission and Evaluation of Bids

Bids shall be opened in the presence of a group of 3; two of whom will verify the date and time-stamp the receipt of bids and the date and time of their review. The bids should be reviewed and evaluated immediately following the deadline if possible.

Approval of the bid opening group is required before awarding the successful bid and the reasons for accepting the bid must be documented. A summary of the bids and the reasons for accepting the bid must be retained on file. It is recommended that you include the Acquisitions and Assets Administrator in your tendering process.

Bid irregularities are handled by the process described in section 5.4.2 below.

You may also wish to refer to 4.1.7 describing the right to accept or reject bids.

If all bids received exceed budget or are not responsive to the requirement or do not represent best value, the buyer can:

- a) revise the bid request and send out requests for re-bids, or
- b) adjust the request if the change will not impair the general nature of the requirement described in the original bid request, or
- c) cancel the project

If only one bid is received,

- a) and if it is felt that there should have been more bids, the buyer can issue another tender and additional bids may be called. The original bidder will be advised of the change.
- b) or if it is felt that no other bidders will be forthcoming, that one bid will be evaluated. If it is not acceptable, another bid may be called. If it is acceptable, the bid will be awarded to the one bid.

The successful bidder is formally notified in writing and this documentation retained. Then, the successful bidder is identified on our website.

All awards shall require the issuance of a purchase order. A contract is also recommended.

## 5.4.2 Bid Irregularities

### 5.4.2.1 Major Irregularity

Late Bid	Bid received after the closing date and time specified in the bid document.	Bid Returned Unopened
Site Visit	Bidder did not attend a mandatory site visit.	Bid Returned Unopened
Unsigned Bid	Bidder has not signed the bid form of offer.	Bid Declared Non-Compliant
Addendum Not Acknowledged	Where the Addendum has financial implications, unless it is clearly evident the bidder has taken the addendum into account in the prices quoted.	Bid Declared Non-Compliant
Format	Bid not on the form supplied or not in the format specified in the bid document.	Bid Declared Non-Compliant
Bid Price Form	Prices not legible, prices not type written or written in ink, price changes not initialled.	Bid Declared Non-Compliant
Pre-Qualification	Bidder has not previously qualified under a related pre-qualification process (if applicable)	Bid Declared Non-Compliant
Bidder Security	Supplier does not have adequate financial security	Bid Declared Non-Compliant
Bidder Registration	Supplier is not licensed to conduct business in Ontario.	Bid Declared Non-Compliant
Contact	When contact is made with any person at UTRCA related to the bid other than the individuals outlined in the instructions.	Bid Declared Non-Compliant
Qualified Bid	Where the bid has been qualified by changes to specification or major requirements and acceptance would allow an unfair advantage over competitors.	Bid Declared Non-Compliant
Conditional Bid	Conditional bids are bids that are qualified, based on a bidder's condition or restricted by an appended statement	Rejection unless, in the opinion of the buyer, the qualification or restriction is minor and would not adversely affect an award decision
Failure to Execute	Fails to execute a contract or supply supplementary documents after Intent to Award letter has been issued.	Bid Set Aside

### 5.4.2.2 Minor Irregularity

Clerical Errors	Minor Clerical Errors including minor changes to information not initialled (not price).	Bidder Allowed 48 Hours to Correct
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Qualified Bid	When qualified by a minor correction.	Bidder Allowed 48 Hours to Correct
Addendum Not Acknowledged	Where the Addendum has no financial implications or it is clearly evident the bidder has taken the addendum into account in the bid submission.	Bidder Allowed 48 Hours to Correct
Envelope Template Missing	Where the envelope is clearly marked with the bid number and bidder's name.	Bid Shall be Accepted and Opened
Performance or Material/Labour Bonds	Where errors are found in the submission of performance or labour / material bonds submitted after intent to award.	Bidder Allowed 48 Hours to Correct
Copies	Where the bidder not submitted the required number of copies.	Bidder Allowed 48 Hours to Correct

#### 5.4.2.3 Mathematical Errors

Extension Errors	Where the calculation of quantity multiplied by unit price is not correct. <b>Note: Unit prices may not be corrected.</b>	Will be Corrected by bidder
Addition/Subtraction Transposition Errors	Where the addition or subtraction of extended prices is not correct or numbers have accidentally been transposed.	Will be Corrected by bidder
Tax	Where tax is required to be calculated by the bidder and has been calculated incorrectly.	Will be Corrected by bidder
Written / Words	Variation in the price when required to be bid in writing and in numbers.	Written Price Will Prevail

#### 5.4.2.4 Unbalanced Bids

Bids Underestimated	Where the bid does not accurately reflect the value of the supplies or service, i.e. not representative of the scope of supply.	Bid Declared Non-Compliant
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#### 5.4.3 Dispute Resolution

The Authority encourages competitive bidding through an open, accountable and transparent process for the purchase of goods or services.

To maintain the integrity of the bid process, suppliers who believe they have been treated unfairly in a bid process shall submit a Substantive Objection to the Acquisitions and Assets Administrator providing sufficient detail regarding their complaint within the later of 7 days from the conclusion of the bid opening process or their notification of the tender award. He/she will then,

1. Arrange a debriefing with the supplier to explain the bid process that led to the selection of the successful supplier.
2. Investigate the complaint and will make a recommendation as appropriate.
3. To ensure that the dispute resolution process for the particular bid process is seen to be fair and impartial, staff and Board members shall not advocate on behalf of suppliers who have submitted a Substantive Objection,
4. Should a supplier continue to have concerns respecting the award and the decision, the supplier may then request, in writing to the approved mediator, to assist in resolving any outstanding issues between the supplier and the Authority.
5. The recommended mediator will be approved by both the Supplier and the Authority.
6. The mediator shall make his/her best efforts to assist the parties to reach a mutually acceptable solution.
7. Costs for the mediator shall be equally shared by the supplier and the Authority.
8. Any resolution reached through the mediation process shall remain confidential if requested by either of the parties.

#### 5.4.4 Request for Expression of Interest (REOI)

In the early stages of a large value project, it may be advisable to seek expressions of interest from a variety of possible suppliers or professionals in order to create a short list of those interested or able to submit a proposal. A simple and cost effective way is a phone call or email asking if they are interested in the possibility of submitting a proposal.

The REOI is most useful in the pre-project development stage when it is used to test and refine the vision, mission and mandate of a project or purchase and to gain an understanding of the spatial and technical requirements for the project. This provides an opportunity to communicate the preliminary ideas for a project to a relevant audience and solicit responses that help shape those ideas into a clearly-defined vision and an outline for the acquisition or project solution. You may discover during the REOI process your preferred supplier is simply too busy to take on more work. Alternatively, REOI responses may actually seem to fulfil an RFP, but strictly speaking they do not, in which case an RFP must be prepared following an REOI process.

#### 5.4.5 Request for Pre-Qualification (RFPQ)

When undertaking large value projects, you need to be confident that the supplier you choose for the work is qualified to deliver the goods or services and fulfill your requirements as expected. Pre-qualification is required with each new vendor with whom the Authority has no prior experience.

Verifying the supplier's qualifications is an important step in the search for the right solution. You will therefore want to assess their qualifications prior to opening any bid submission from them.

Other circumstances which may require pre-qualification include:

- a) the work will require substantial project management by the Authority and could result in substantial cost to the Authority if the supplier is not appropriately experienced

- b) the goods and services to be purchased must meet national safety standards
- c) the work involves complex, multi-disciplinary activities, specialized expertise, equipment, materials or financial requirements
- d) the potential for substantial impact on the Authority's operations if the work is not satisfactorily performed the first time

An RFPQ shall be provided to the potential suppliers setting out the criteria for pre-qualification which may include, but are not limited to:

- a) experience on similar work (firm and staff assigned);
- b) references provided from other customers for similar work;
- c) verification of applicable licenses and certificates;
- d) health and safety policies and staff training; and
- e) financial capability

Supplier submissions will be evaluated and ranked on qualifications so that a short list of pre-qualified suppliers will be invited to participate in the bid process. An RFPQ is not a legal offer but only an invitation to suppliers that may assure you they would be capable of completing any work under contract.

#### 5.4.6 Request for Proposal (RFP)

Professionals are often in the best position to determine the work which is required to achieve the desired outcome and to determine how much effort is necessary for each task. Sometimes we need help in determining if a project is feasible at all. It may be that an REOI is useful prior to an RFP. You may also want to 'build in' to your RFP any pre-qualification requirements you desire. In any such case, when you know roughly what you need but perhaps not how it can be achieved, or specifically what has to happen to get your desired result, an RFP is used.

##### 5.4.6.1 The RFP Document

The document is similar to a tender document (see 5.4.5.1) because it describes the need, purpose and/or objectives of the requested purchase and the form of contract you wish to engage. It will include an outline of the anticipated scope of work, generally identifying what should be included and what should be excluded but leaving it to the professional to determine the methodology, the level of effort and any additional work they might foresee is required. The request for proposal outlines what requirements are known and how to respond. Proposal requests are invitations to suppliers to provide a competitive offer on the project and their recommended solution as to how they would complete the project.

This kind of procurement request is developed outlining the project needs and defining the scope, and assembling all relevant information. Many forms of RFP are available for use. Our recommended starting point is [NAME A FILE HERE](#).

1. The proposal document may vary but common elements will include:
  - a) overall concept of the project,

- b) conditions of the proposal stipulating such terms as requirements that must be met in order to be considered for the project or contract. There may be technical qualifications, experience, licensing, legal or financial conditions that must be met in order to be eligible.
  - c) evaluation criteria: this outlines how the proposal will be assessed and evaluated.
  - d) process rules and information: this may include things such as the deadline for submission; where or how it should be submitted; and what should be included in the submission.
  - e) the deadline for submissions
2. Proposals are invited from organizations or companies that fit the needs of the project.
  3. Suppliers respond by preparing a proposal outlining the offer that they are making, including a list stating their approach to the planned project and often their experience and knowledge of projects of a similar nature. Also included will be a schedule of fees, methodology and timeline to complete the project as well as their eligibility for the project or procurement.
  4. If the process fails to result in any proposals, the proposal requester may cancel the request and commence with a new request utilizing the most appropriate procurement process.
  5. Evaluation and selection: The proposal will first be assessed to ensure it complies with all of the requirements of the proposal documents.
  6. The submitted proposals are then evaluated with regard to defined criteria. This process should be conducted fairly and honestly and in a manner that is free from bias or favour. The offer that best meets all of the requirements outlined in the request, and provides value for money should win the contract.
  7. Where proposals are received in response to a RFP that exceed the specific budget and the Authority may not be able to provide additional budget funds for the expenditure, the RFP may be cancelled, not awarded or rewritten (see 4.1.7).
  8. Continue with procedures for bid process (section 5.4) and establishing a contract (see 5.4.8) between the Authority and the successful bidder.

#### 5.4.7 Two Envelope System of Evaluation

In order to best evaluate the proposals under the best value criteria, a two envelope system of evaluation is recommended. This may reduce the potential that cost will unduly affect the assessment of each proposal against needs.

1. Each proponent is asked to submit his proposal in a sealed envelope containing two other envelopes; A and B. If the submission is electronic, there should be two separate files.
2. **Envelope A** contains everything other than cost. It should include the proponent's understanding of the needs, objectives, and capabilities (if not already submitted as part of an expression of interest or pre-qualification). It will also contain, in the case of professional services, a description of the methodology, the level of effort and any additional work required to meet the stated needs.

3. **Envelope B** contains the cost. A breakdown of the cost components is also desired and in the case of professional services, the level of effort (e.g. hours of work) of each task, the name of the staff member completing each task and the hourly rate.
4. Each envelope A is evaluated first without the opening of its corresponding envelope B. Each proposal in envelope A is scored with points against a set of pre-determined criteria. *In developing the evaluation criteria it is important to ensure that there is enough degree of separation between possible points so as to avoid receiving multiple submissions which would all score very closely.*
5. Those proposals which do not meet a 70% point threshold are set aside (group 2 proposals). They less clearly meet the needs than those scoring above the threshold (group 1 proposals) and their envelope B will only be opened if group 1 proposals all exceed the budget for the project. Only those proposals meeting the threshold score of 70% of the total possible points (group 1 proposals) are taken into the next step.
6. Envelope B from each group 1 proposal is now opened and the cost is evaluated in conjunction with the points scored from envelope A.

#### 5.4.8 Awarding a Contract

1. Notify the proponent of the results of the RFP and begin to execute a contract. It is recommended that you do not formally reject the other proposals until a contract with the successful bidder is completed. It may be necessary to have a viable back-up proposal on hand if you can't agree on a contract or can get necessary clarifications, confirmations or assurances of what is covered by the scope of the project, if there are any questions.
2. Initiate a purchase order for the work and communicate it to the supplier.
3. Make the award public by posting it on the Authority's website.

## SECTION 6 - SUPPLIERS

### 6.1 Approved Suppliers

Suppliers must abide by applicable employment, labour, non-discrimination and human rights legislation. Where local laws do not prohibit discrimination or where these permit differential treatment, suppliers must be committed to non-discriminatory practices in their operations.

Suppliers must be able to demonstrate, if asked, that in their workplaces:

- a) Employees are able to associate freely and are capable of self-determination in choosing collective representation
- b) Child, forced, or bonded labour is not used
- c) Discrimination and harassment in operations and employment are prohibited
- d) Clear and uniformly applied employment standards are used that meet or exceed legislative and legal requirements
- e) Employees are free to raise concerns without fear of reprisal and
- f) Appropriate, reasonable, and legally compliant background screenings have been done in a sufficient manner to ensure the integrity and good character of the supplier's employees.

Each aspect of the organization's policies and practices must meet or exceed the Authority's own policies, practices and procedures in these areas. Where the information provided does not meet Authority standards, the buyer and or Acquisitions Administrator will consult with management and legal staff.

The list of approved suppliers with whom we have established credit and are pre-qualified is regularly updated and available [HERE](#).

### 6.2 Requirement at the Time of Execution of Work

All contractors shall be asked to provide to the Authority prior to starting the project:

- Certificate of clearance from the Workplace Safety and Insurance Board
- proof of liability insurance coverage with the UTRCA as a named insured. For small projects with minimal liability, \$2M is required; for larger projects with increased liability \$5M is recommended.

These must be maintained and updated throughout the contract or work period.

### 6.3 Performance of Vendors

The Authority buyer shall monitor and document the performance of suppliers providing goods and services and shall advise the Acquisitions and Asset Administrator in writing when the performance of a supplier has been unsatisfactory so that it may be noted in the supplier's file.

Certificates of completion will be required from the buyer before a contract over \$100,000 may be paid, in part or in full.

## SECTION 7 - SPECIFIC TYPES OF PURCHASING

### 7.1 Professional or Consulting Services

Consulting services may be required under any of the following circumstances:

- a) The project requires specialized knowledge, skills, expertise, experience or available resources that the Authority does not possess in-house
- b) Another organization is partially or wholly funding the project and strict deadlines have been placed on the funding or,
- c) The nature of the project is such that there is not appropriate knowledge or experience in understanding the requirements.

Consulting services rely on the experience of professionals such as engineers to scope and define the work as part of their proposal. All proposals will not be equal and to establish best value, a proposal must be evaluated in its entirety, considering many factors in addition to cost. A good design by experienced consultants helps in ensuring good value for the overall project. The additional time and cost spent on design often results in project efficiencies, decreased construction costs and better overall value.

Care must be taken in consulting professionals for their advice and recommendations. It could be construed on the part of the consultant that seeking advice constitutes continuing involvement in the project with a tacit commitment they will be hired to fulfil the needs. It could equally result that if the consultant's advice seems sound, and therefore no other tendering might be required or completed. Both these situations would run contrary to these procedures.

It is therefore recommended that you consider hiring and paying for advice, if required, quite separately from proceeding with a project using a tender process. This will help avoid any apparent conflict from arising and help maintain the integrity of the purchasing process.

In addition, for regular professional services provided to the Authority, a tender or RFP should be called, not exceeding every ten years; every five years is better. Such services might include audit services, banking services, print companies, office suppliers, cleaning supplier or services provided. See section 5.4 for tendering these services.

### 7.2 Emergency Purchasing

Emergency situations may arise where normal procurement requirements would put the health or safety of people at risk, or cause a risk of significant property damage. Emergencies include, but are not exclusive to:

- a) An imminent or actual danger to the life, health or safety of an official or an employee while acting on behalf of the Authority
- b) An imminent or actual danger to the life, health or safety of the public due to a flood, a spill, a pollutant, a fire, extreme weather or other occurrence
- c) An unexpected and serious failure of a flood or erosion control structure owned or operated by the Authority;
- d) an unexpected interruption of an essential public service that poses a serious risk to the public, such as flood forecasting and warning system, or
- e) An imminent or actual danger of destruction of real property belonging to the Authority or others.

Purchase dollar limits and timelines are therefore lifted in these cases.

If the goods or services are under \$25,000, work or purchases may be approved by the authorized buyer. The General Manager, or designate, is authorized to enter into a purchase agreement for goods or services whose value is greater than \$25,000 but less than \$150,000, without the formal requirement for bids, bidding or proposals. Emergency purchasing for greater than \$150,000 will require General Manager approval as above, but notification to the Board of Directors by means of electronic communication is also required. This may be done following resolution of the emergency situation.

Correcting the emergency situation takes priority. Proceed with the purchase and requisition a purchase order after the fact. Pre-qualified suppliers ([link HERE](#)) will be used whenever possible.

### 7.3 Non-Competitive Purchases

Non-competitive purchase of goods and services occurs without comparing pricing or product and service information from multiple suppliers.

- a) *Sole sourcing* is the procurement of a good or service that is unique to a particular vendor and cannot be obtained from another source. A sole source purchase means that only one supplier, to the best of the buyer's knowledge and belief, based on thorough research, is capable of delivering the required product or service.
- b) *Single sourcing* is the procurement of a good or service from a particular vendor rather than through solicitation of bids from other vendors who can provide the same item.

Non-competitive purchasing is allowed under the following circumstances:

- a) When there is a statutory- or market-based monopoly on the item, such as a utility
- b) Where there is an absence of competition and the goods, services or construction can only be supplied by a particular supplier and no alternative exists
- c) Where only one source of supply would be acceptable and cost effective (transparency is essential in this case)
- d) When no quotes or bids were received in a competitive process
- e) When it is necessary to ensure compatibility with existing products or to avoid violating warranty/guarantee requirements when service is required
- f) When the required goods, services or construction is in short supply due to market conditions
- g) Where the nature of the requirement is such that it would not be in UTRCA interest to solicit competitive bids as in the case of security or confidentiality matters;
- h) When an urgent purchase is necessary for fulfilling an emergency situation, as defined in Section 7.2.

### 7.4 Purchases from Nurseries for Tree Planting Programs

Due to the relatively small number of tree nurseries with sufficient capacity to service UTRCA's needs, and the need to grow nursery stock in advance of the tree-planting season, the purchasing procedure for the procurement of trees will be as follows:

1. Staff will invite appropriate pre-qualified nurseries to participate in this program based on a five-year rolling forecast of the Authority's requirements.
2. Purchase orders will be placed each year for the following year's planting requirements, subject to minor adjustments each year.
3. Trees will be priced at market value, based on published prices from other nurseries.
4. The market price analysis will be retained with the Purchase Orders for backup.



#### 7.6 Co-operative Purchasing

The Authority may participate with other government agencies or public authorities in co-operative purchasing arrangements when it is deemed that these arrangements provide best value. The policies of the co-operating agency calling a bid will be the accepted policy of that particular bid only.

#### 7.7 International Purchasing

Although purchasing is not restricted to suppliers in the watershed, foreign purchasing is discouraged unless there are no other comparable Canadian suppliers found after a thorough search. International purchasing of restricted or controlled goods are not allowed regardless of the value of the goods. When purchasing from an international supplier, the unit price must be converted to CAN\$ and other factors such as brokerage, shipping time, extra delivery charges need to be included in the cost comparison. Monthly subscriptions or charges from international sources should be converted to an annual charge and paid through the regular vendor accounts payable process. Purchasing using a P-card is discouraged for international purchases, due to the unknown currency exchange rate that will be charged to the card. P-card use may be restricted to Canadian sources. Purchasing using a Visa card is also discouraged due to the additional exchange fees charged. Whenever possible, credit accounts should be established with regular foreign suppliers.

Please see the Acquisitions and Assets Administrator for assistance with international purchases.

## SECTION 8 - USING THE ELECTRONIC PURCHASE SYSTEM

Use of a purchase order system allows for a measure of control over buying, tracking of the value of commitments made and knowledge of the payments which will need to be made by the Authority. In addition, use of such a system should enable the Authority to develop better vendor relationships over time.

Advantages for using an electronic purchase system include:

- a) Reduction of costs
- b) Enforcement pre-purchase approvals
- c) Elimination of paperwork, reduction of errors and time savings
- d) Increased control over spending – elimination of unwanted spending by reducing maverick purchasing and lowering the prices that you are paying for the goods and services that are needed
- e) Improvement in visibility of your spending
- f) Improvement in budget compliance and comparison against budget

Features of an electronic purchase system:

- a) Purchasing – create, approve and send professional quality purchase orders in seconds
- b) Receiving – receive directly to the purchase order when goods or services are delivered
- c) Bills and Expenses – manage bills and expenses including any approvals electronically
- d) Roles – set up roles and define user access to features and transactions
- e) Budgets – create budgets and track against spending incurred and goods still on order
- f) Reports – find reports to help track spending, unfilled orders and commitments

### 8.2 Electronic Purchase Requisitions Process

1. Need to buy is established -----→ Requisition initiated

Requisitions are an indication that certain goods or services need to be purchased. They're used by employees to communicate the things they need to those who monitor procurement. Requisitions are internal orders; they never leave the organization. Multiple requisitions may result in a single purchase order if there is more than one supply to be made from a single supplier.

Planning in advance for purchases generally ensures more efficient buying. Only those requisitions that are within the annual budget (both capital and operating) will have a purchase order issued. The requisition must be complete with details of the purchase required, the cost, the GL account code it will be charged to, and an indication of the vendor likely to be used. The staff member initiating the electronic purchase requisition identifies the next approver in the chain of approvals (if required) and the system will forward it to the appropriate staff member. Approvals must proceed through the chain of approval limits if the buying limit of the buyer will be exceeded.

The Authority is implementing a web-based employee self-service portal called Resource Manager. Those people whose job description requires them to purchase will be registered in that system. They will create a requisition online in advance of the purchase. They may start and save requisitions which are never fulfilled.

2. Requisition is approved -----→ Purchase order created

Purchase orders are sent to suppliers to indicate intent to purchase goods or services. They are the external document in the procurement process.

Resource Manager is tied to the purchase order module in Sage where the purchase order number is created. When a requisition is submitted and it meets the approval levels, a purchase order is generated. It will be accessible online as well.

A purchase order duly approved and coded to an expense account must be created BEFORE the purchase is made. Purchase orders will contain most of the information on a purchase requisition, and more. It will also be verified against the GL account to ensure that adequate budget is available for the purchase.

3. Purchase is Made -----→

Goods or services are purchased with the PO number provided to vendor. All vendors with whom a credit account has been established will be asked to not ship or deliver goods without a purchase order number. If the supplier is new to the Authority, establishing a credit account can be easily done with the assistance of either the Payments Administrator or the Acquisitions Administrator.

4. Goods delivered or service is rendered -----→Purchase 'received'

Once the PO has been completely fulfilled and/or the goods received, the documentation such as the final supplier invoice and other packing slips and confirmations, must be forwarded it to the Payments Administrator to ensure payment is made. Without the buyer identifying that the goods have been received (i.e. by submitting a packing slip) or confirming the goods have arrived, the vendor will not be paid. Recording receipts is a necessary part of the acquisition process.

## 8.2 Changes to Purchase Orders

Material changes to purchases may include such things as price, quantity, delivery, scope or other terms. Changes are subject to the identification and availability of sufficient funds in the appropriate accounts within the approved budget. If you become aware that a purchase order needs to change, please contact the Acquisitions Administrator.

Because all expenditure is governed through the budget approval process, and material changes to large dollar amount or complex contracts may occur from time to time, it may happen that a contract and its associated purchase order value may need to be amended. It is therefore prudent to include a contingency amount in an approved contract for such a case.

If the revised total expenditure (i.e. the original purchase amount or contract including contingency and the proposed amendment) exceeds the purchase order, you will require new approval for the total expenditure. A report prepared by the unit manager will be submitted to the Board of

Directors recommending an amendment of the purchase total. The report will also recommend the source of financing for the cost extension. Once approved a revised purchase order and/or revised contract is required. Please see the Acquisitions Administrator for assistance.

### 8.3 Blanket Purchase Orders

Blanket purchase orders may be used for the purchase of goods or services that will be required frequently or repetitively but where the exact quantity may not be precisely known or the time period during which the goods or services are to be delivered may not be precisely determined. In all cases, a blanket purchase order expires in 1 year. See the list below.

Blanket purchase orders can also be used when the total dollar amount is known and complies with the budgeted expenditure. An example of this would be a monthly charge for mat rentals. Where practical, unit prices and quantities should be indicated on the purchase order.

Situations where Blanket (or Recurring or On-Going) purchase orders can be used:

- towels and mats rental where charges come in on a weekly, biweekly or monthly basis
- Weekly/monthly cleaning services
- Photocopier rental/usage charges
- Seasonal uniform purchases
- Fuel purchases
- Sewage removal
- Water testing lab fees
- Firewood
- Coffee service
- Office supplies, unless they are other than regular supplies

It is understood that the goods and services listed above will have been tendered at least every fifth year.

Blanket Purchase Orders are valid up to a maximum of one year and must be renewed each year on their anniversary date.

### 8.4 Conditions When Purchase Orders Are Not Required

- a) purchases of less than \$200 and paid by cash or using a P-card
- b) real property purchase and sale,
- c) recurring utility or tax charges where they are charged to approved accounts, such as telephone, hydro and gas,
- d) payroll and employee benefits, statutory employee costs such as WSIB and EHT
- e) membership dues and subscriptions,
- f) audit, legal and other professional expenses where an alternative agreement exists such as a signed contract or agreement for a specific service, an engagement letter, etc.,
- g) travel expenses,
- h) staff expense claims for meals, accommodation and mileage while on UTRCA business,
- i) postage,
- j) transfer of goods in inventory that are suitable for the intended end use; or transfer of items from one unit to another. These items will be transferred at cost, as an expense to both the original and receiving units.

**SECTION 9 - DISPOSAL OF SURPLUS GOODS AND SURPLUS ASSETS**

Staff will notify the Acquisitions and Asset Administrator when items become obsolete or surplus to their requirements by submitting, from time to time and upon request, a list of such assets. The Acquisitions and Assets Administrator shall assist in the sale or disposal of all surplus assets, by sealed bid, public auction or any other public sale. Items not sold may be offered to area municipalities, agencies and charitable organizations within the watershed.

If the surplus item will be replaced, options for trade-in allowance should be considered when purchasing new equipment.

DRAFT

## SECTION 10 – PURCHASES FROM EMPLOYEES

For the purposes of these procedures, employees shall include Authority staff members, their immediate family and any relative, whether by blood or marriage, residing with the staff member or their immediate family, and any business, incorporated or not, with which any of the above hold either alone or collectively more than ten percent (10%) interest.

Purchases from employees may be allowed if approved by the General Manager, who will ensure that all other purchasing procedures have been adhered to.

The General Manager shall NOT approve a purchase from an employee if in their discretion:

- a) It can be reasonably assumed the completing of a purchase contract would detract from a staff member's ability to carry out his/her normal duties under the contract of employment
- b) The contract is similar in nature to responsibilities and duties contained in the staff member's employment contract
- c) It can reasonably be assumed an Employee had particular knowledge that would allow the competitive process to be undermined.

## SECTION 11 – PURCHASES BY EMPLOYEES

Purchasing goods and services under the auspices of the Authority are only for the use of the Authority. Purchasing goods for personal use runs contrary to public sector purchasing guidelines, would constitute a taxable benefit and lacks fairness and integrity. It is therefore to be avoided.

As a result, items for personal use cannot be purchased through the Authority unless specific authorization is obtained from the General Manager and the purchase is made under the auspices of the employee loan program for computers or bicycles and fitness equipment only.

## SECTION 12 - PROVIDING ASSISTANCE

The UTRCA has the authority, provided there is no adverse impact upon the operations of the UTRCA, to lend, lease, rent or otherwise provide any vehicle, equipment or other goods owned by the Authority to any federal, provincial or municipal body, ministry, agency, board, corporation or other public authority when such action is reasonably justified due to unforeseen conditions, and shall report such action to the Lands and Facilities Manager forthwith.

## SECTION 13 - EXCEPTIONS

Exceptions to this policy must be reviewed and approved, in writing, by the General Manager before any commitments to the vendor may be made, including making purchases and/or signing service contracts.

## SECTION 14 - REVIEW PROCESS

These procedures are to be reviewed annually by the Management team and revised as required.

## SECTION 15 - ACKNOWLEDGEMENT and AGREEMENT

I, (Employee Name), acknowledge that I have read and understand these Purchasing Regulations. Further, I agree to adhere to this policy and will ensure that employees working under my direction adhere to this policy. I understand that if I violate the procedures outlined in these regulations, I may face disciplinary action, up to and including termination of employment.

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

**APPENDIX A - GLOSSARY**

Authorized Buyers	UTRCA staff that are responsible for a program or project
Best value	is measured over the life of the product or service and the total costs of the product or service - not solely the acquisition cost
Bid	An offer or submission from a supplier in response to a bid request, which is subject to acceptance or rejection
Blanket Purchase Order	Used for purchase of goods or services that is required frequently or repetitively over a period of a year or season. It is not necessarily known exactly when or exact cost.
Consulting and professional services	Includes architects, engineers, designers, surveyors, planners, lawyers, accountants, auditors, management and financial consultants, brokers and any other consulting and professional services rendered on behalf of the Authority
Contract	Any formal or deliberate agreement for the purchase of goods, services, equipment or construction. The essential elements of a contract are an offer and an acceptance of that offer; the capacity of the parties to contract; consideration to support the contract; a mutual identity of consent; legality of purpose; and sufficient certainty of terms.
Cooperative purchasing	The participation of 2 or more public agencies or organizations in a bid request
Emergency Purchasing	Emergency situations that arise where the health and safety of people are at risk or there is a risk of significant property damage. Correcting the emergency situation takes priority and purchase procedures can be completed after the fact.
Evaluation Criteria	Means a benchmark or standard against which accomplishment, conformance, performance and suitability of an individual, alternative, activity, product or plan is measured to select the best supplier through a competitive process. Criteria may be qualitative or quantitative in nature.
Irregular Result	In a procurement process where competitive bids are submitted and any of the following has occurred or likely to occur: <ul style="list-style-type: none"> <li>• The lowest bid or proposal exceeds the estimated cost or budget allocation</li> <li>• The award of the contract or purchase from is procedurally</li> </ul>



	<p>inappropriate or not in the best interests of UTRCA</p> <ul style="list-style-type: none"> <li>• The specifications of the RFP cannot be met by 2 or more suppliers</li> <li>• Section 5.4.2 – Bid Irregularities; or</li> <li>• Concurrence cannot be achieved by the Bid Opening Committee</li> </ul>
Procure-to-Pay Cycle	<ul style="list-style-type: none"> <li>• Identification of requirement</li> <li>• Authorization and approval of purchase request</li> <li>• Procurement</li> <li>• Identification of suppliers</li> <li>• Bid procedures</li> <li>• Selection of vendor</li> <li>• Issuance of purchase order</li> <li>• Receipt of goods or services</li> <li>• Invoice matching and recording</li> <li>• Payment to supplier</li> </ul>
Procurement	Deals with the sourcing activities, negotiation and strategic selection of goods and services that are of importance to an company
Proposal	Means an offer from a vendor in response to a RFP, acceptance of which may be subject to further negotiation. The selection of the successful supplier is based on the effectiveness of the proposed solution rather than on price alone, and is measured against a standard set of evaluation criteria
Purchasing	Purchasing is the process of how goods and services are ordered. It can be described as the transactional function of procurement for goods or services – a subset of procurement. Although purchasing generally refers to the buying of goods or services, it often includes receiving and payment.
Purchase Order	POs are sent to suppliers to indicate intent to purchase goods or services. Purchase orders are tools for acting on purchase requisitions by making those purchases from suppliers.
Purchase requisition	This is an indication that certain goods or services need to be purchased. They are used by staffs to communicate the goods and services that need to be purchased to those who are in charge of procurement. Requisitions are internal orders, meaning that they never go outside of the company.
REOI	Request for Expression Of Interest is often used for a project in initial stages and many factors including potential suppliers are unknown. It is used as a tool to stimulate and assess interest in a project and to solicit

	useful information from interested parties
RFP	Request for Proposal – is a document which asks potential suppliers to help solve the problem. It is often used when you are not certain of the thing that you need to buy.
RFPQ	Request For Pre-Qualification – a list of suppliers to determine if they are eligible to submit a bid
Single sourcing	Procurement of a good or service from a particular vendor rather than through solicitation of bids from other vendors who can provide the same item.
Sole sourcing	Procurement of a good or service without a competitive process based on a justification that only one know source exists or that only one single supplier can fulfill the requirements.
Supplier	Means any individual or organization providing goods or services to UTRCA including but not limited to contractors, consultants, vendors, service organizations, etc.
Two-Stage bidding	This happens when a Request for Expression of Interest is submitted and following that a Request for Proposal is sent for the actual work proposal. There is no guarantee that a company which has replied to a REOI will be awarded any work.
Vendors	See Supplier

## APPENDIX B - PURCHASING CARDS (P-cards)

Purchasing cards are very like credit cards or more exactly corporate charge cards. They are physical pieces of plastic that allow the holder to spend money but they are different from ordinary credit cards, corporate cards or charge cards in a few key respects.

With an ordinary credit card, the card statement contains minimal information: the date of a transaction, the merchant name, the amount of the transaction. This level of information is not sufficiently detailed for businesses which is why, when credit cards are used for business purchases, invoices are retained because these contain more detail about what was bought.

Purchasing Card statements, on the other hand, contain all of the information that would normally be expected in an invoice including: description of goods bought, quantity, amount paid, tax paid. This level of detail (and much more detail is possible) allows the business to use the card statement and reduce the need to retain invoices. This is especially advantageous if the statement is received electronically because it allows the business to reconcile the statement automatically with the purchase order, if it has been used, and record the card transactions in the finance system automatically.

Using purchasing cards can dramatically reduce the administration cost of small purchases for an organization.

Restrictions are set on each card as to the credit limit and selection of vendor.

Acceptable purchases include:

- a) Single purchase items, generally under \$100, replacing the use of petty cash or personal funds. If these purchases are in accordance with a purchase order, there must be a reference to the purchase order on the receipt.
- b) Purchases made in person, mail, fax, phone or internet.
- c) Purchases for seminars, meals, taxis, parking, etc.
- d) Purchase of books, resource materials, small tools, office supplies, other small operating materials.
- e) Exceptions to this list may be allowed, in emergency situations where permission is obtained from the authorizing supervisor.

P-cards are not to be used for the following purchases:

- a) When the purchase price exceeds the cardholder's credit limit. P-cards have a predetermined credit limit which is often low. A transaction cannot be split into two or more separate amounts to bypass the cardholder's credit limit.
- b) Contracted or consulting services
- c) Hazardous materials
- d) Personal purchases or cash advances. This includes travel expenses considered personal such as movie rentals, liquor, personal phone calls
- e) Rental and lease agreements beyond one year
- f) International purchases
- g) Illegal transactions
- h) Internet purchases where there is no security features.

### Staff Travel Expenses

Staff travel expenses paid by P-card must be in accordance with the guidelines provided in UTRCA employee handbook.

Alternatively, staff travel expenses may be reimbursed by expense claim submitted, duly signed by your supervisor and submitted to payroll. **Use of personal expense claims are not a short-cut to using the purchasing procedures outlined in this document.**

### Cardholder Responsibilities

The cardholder is responsible for:

- a) Using the credit card in accordance with the guidelines set out in these procedures
- b) Reconciling (coding), in a timely fashion, his/her purchases each month with the P-card statement
- c) Not misusing the card. Intentional misuse of the card for personal benefit will be considered misappropriation of corporate funds and will result in disciplinary action, up to and including termination of employment.
- d) Attaching original receipts to the monthly statement and submitted on a timely basis to ensure appropriate recording.
- e) Keeping the card secure and ensuring that documents bearing the card number are kept in a secure location with controlled access. When quoting the card number over the telephone, fax or internet for a purchase, every precaution should be taken to avoid the risk of unauthorized use of the card number. Immediately notify your supervisor and P-Card service provider if the card is lost or stolen.

**APPENDIX C - PETTY CASH**

Purchases less than one hundred dollars (\$100) may be paid in cash by the buyer and will be refunded by the Authority via an expense reimbursement form or from petty cash, or the purchase can be made using a corporate credit card such as a P-card. The original sales invoice must be attached to the personal expense claim form or submitted to the appropriate petty cash custodian for reimbursement. The sales invoice must identify the goods purchased, must identify if tax was paid and must be coded to an expense account. *Debit and visa transaction slips which only identify the total charged will not be accepted.*

**Petty cash is not intended to be used as a short-cut to securing a purchase order or for regular buying;** therefore the total value of a petty cash fund is normally low, no more than \$400. The petty cash fund is a shared fund.

The following people (positions) are custodians of petty cash and may be approached if you have a small purchase requiring reimbursement.

<b>Name of Individual</b>	<b>Position Title</b>	<b>Location</b>	<b>Fund \$</b>
Michelle McDonald	Payments Administrator	WCC	\$400
Steve Musclow	Superintendent	Fanshawe Conservation Area	\$200
Paul Switzer	Superintendent	Wildwood Conservation Area	\$300
Justin Skrypnyk	Superintendent	Pittock Conservation Area	\$300
Vanni Azzano	Supervisor, Community Education	Wildwood Conservation Area	\$300
Matt McCutcheon	Facilities Management Technician	WCC	\$300
Karlee Fleeer	Supervisor, Community Education	WCC	\$200
Eric Stockmann	Fleet Management Technician	Fleet yard, FCA	\$300
Dan Jones	Land Management Supervisor	London ESAs	\$300

Petty cash custodians ensure the cash is kept safe, get receipts with codes when they disburse the cash and ensure the fund it is regularly replenished by submitting the receipts to the Payments Administrator. *A petty cash fund will always equal the listed total in some combination of cash and receipts.*

Alternatively, a receipt for a small dollar-value purchase may be reimbursed through an expense report signed by your supervisor and submitted to payroll with your timesheet. In addition, the use of a P- card should be encouraged. In all cases, an *original receipt* identifying the purchase amount, any tax paid and the code it pertains to must be supplied.

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**To:** Chair and Members of the UTRCA Board of Directors  
**From:** Tracy Annett, Manager – Environmental Planning and Regulations  
**Date:** September 17, 2018 **Agenda #:** 7 (a)  
**Subject:** Administration and Enforcement – Sect. 28 Status Report – **Filename:** Document  
Development, Interference of Wetlands and Alteration to **ENVP 6535**  
Shorelines and Watercourses Regulation

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This report is provided to the Board as a summary of staff activity related to the Conservation Authority's *Development, Interference of Wetlands and Alterations to Shorelines and Watercourses Regulation* (Ont. Reg. 157/06 made pursuant to Section 28 of the Conservation Authorities Act). The summary covers the period from August 18, 2018 to September 17, 2018.

**Application #137/18**

**Brenda Dunlop and Jay Winter**

**5580 Cobble Hills Road – Township of Zorra**

- proposed granny suite south west of existing residence
- plans prepared by Derek Jukema, DJ Design
- staff approved and permit issued August 22, 2018

**Application #138/18**

**City of London**

**Dingman Creek – City of London**

- proposed culvert removals (2) in Dingman Creek
- plans prepared by Paula Bustard
- staff approved and permit issued August 22, 2018

**Application #139/18**

**David and Amy Nagpal**

**1408 Sunningdale Road East - City of London**

- permit required for house reconstruction
- plans prepared by Guido Constantino Design Office Inc. and Strik, Baldinelli, Moniz
- staff approved and permit issued August 23, 2018

**Application #141/18**

**Scott Brown**

**119 Wychwood Park - City of London**

- proposed house addition and front porch upgrades
- staff approved and permit issued August 27, 2018

**Application #142/18**

**City of London**

**1153 Adelaide Street North - City of London**

- proposed installation of a covered parking structure
- drawings prepared by Development Engineering (London) Limited and facilities Design and Construction
- staff approved and permit issued September 5, 2018

**Application #143/18**

**The Oaks Golf and County Club Inc.**

**1552 Gideon Drive – Municipality of Middlesex Centre**

- proposed site alterations to accommodate reconfiguration of a portion of the golf course layout.
- plans prepared by MTE Consultants Inc.
- staff approved and permit issued August 29, 2018.

**Application #144/18**

**Greg & Jeannette Johnson**

**46 McKeand Street – Town of Ingersoll**

- proposed demolition of existing single family residence and construction of new single family residence adjacent the South Thames River.
- plans prepared by View-It Design with floodproofing by NA Engineering Inc.
- staff approved and permit issued August 30, 2018.

**Application 145/18**

**Municipality of Middlesex Centre**

**Mills-Guest Drain**

- proposed bottom cleanout of 1500 metres of a Class B drain
- UTRCA permit, Standard Compliance Requirements (SCR) for bottom cleanout and signed notification form issued August 29, 2018

**Application 146/18**

**Municipality of Thames Centre**

**Humphrey Drain**

- proposed brushing only for 1500 metres
- UTRCA permit, Standard Compliance Requirements (SCR) for debris removal and signed notification form issued August 29, 2018

**Application #148/18**

**Erica Rumbolt**

**496313 10th Line – Township of East Zorra - Tavistock**

- proposed aggregate property rehabilitation to agricultural land
- plans prepared by P.J. Hartnett, TOARC
- staff approved and permit issued September 4, 2018

**Application #149/18**

**City of London**

**Wharncliffe Road and Wonderland Road - City of London**

- application to construct and install sections of the Southwest Area Trunk Sanitary Sewer
- engineering drawings prepared by AECOM
- staff approved and permit issued September 6, 2018

**Application 150/18**

**3191 Road 122, Perth South**

**Richardson Drain**

- proposed 2700 mm culvert replacement
- staff approved and permit issued August 14, 2018

**Application 151/18**

**Township of East Zorra Tavistock**

**Goring Drain**

- proposed bottom cleanout of 1800 metres of a Class F drain
- UTRCA permit, Standard Compliance Requirements (SCR) for bottom cleanout and signed notification form issued September 7, 2018

**Application #152/18**

**Enbridge Pipelines**

**Line 15, Part Lot 22, Concession 10 – Township of Zorra**

- proposed integrity dig to confirm extent to maintenance/repairs of existing pipeline
- plans prepared by Dillon Consulting Limited
- staff approved and permit issued September 10, 2018

**Application 153/18**

**Municipality of Middlesex Centre**

**O’Neill Drain**

- proposed bottom cleanout of a 700 metres of a Class C drain
- UTRCA permit, Standard Compliance Requirements (SCR) for bottom cleanout and signed notification form issued September 10, 2018

**Application #156/18**

**UTRCA**

**West London Phase 4 - Cummings Avenue - City of London**

- application to proceed with latest phase of West London Dyke, extending northward to Blackfriars Bridge
- engineering drawings prepared by Stantec Consulting Ltd.
- staff approved and permit issued September 11, 2018

**Application #157/18**

**Joanna and Darek Malec**

**1822 Highbury Avenue - City of London**

- approval required for major renovation of residential dwelling
- septic system and well decommissioned following connection to municipal services
- storage building removed and attached garage proposed as part of construction
- plans prepared by John's Drafting Service
- staff approved and permit issued September 11, 2018

**Application #159/18**

**City of London**

**1338 Hyde Park Road – SWM Facility**

- proposed debris/sediment removal around SWM facility outlet
- plans prepared by Brad Weber
- staff approved and permit issued September 17, 2018

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**Status Report – Unauthorized Development**

**Fanshawe Conservation Area – Cottage Lots**

**Municipality of Thames Centre**

**20861 Wye Creek Drive**

UTRCA staff observed the construction of a building addition in progress (and a previous completed building addition) onto an existing cottage within the Fanshawe Cottage Area. A violation letter was issued to the cottage owners (August 20, 2018) and cc'd to municipal staff at Thames Centre. A site visit was subsequently arranged (August 24, 2018) with the cottage owners, their lawyer and UTRCA staff. Their lawyer has asked for some time to review both UTRCA requirements and Thames Centre zoning requirements prior to submitting plans to our office. UTRCA staff will continue to monitor this project.

**20857 Wye Creek Drive**

While investigating an unauthorized building addition in progress at the neighbouring cottage, UTRCA staff observed recent additions onto an existing cottage and the construction of a pergola within the Fanshawe Cottage Area. A violation letter was issued to the cottage owners (August 21, 2018) and cc'd to municipal staff at Thames Centre. A site visit was subsequently arranged



(September 11, 2018) with the cottage owners and UTRCA staff to measure dimensions of the additions and pergola. UTRCA staff are currently conferring with Thames Centre staff regarding the additional need for a building permit. UTRCA staff will continue to monitor this project.

**Conservation Lands Adjacent to 21075 Riverview Drive**

UTRCA staff observed the placement of fill, site grading/alteration, laneway construction, development and installation of a shipping container in a regulated area within the Fanshawe Cottage Area. A violation letter was issued to the adjacent cottage owners (August 21, 2018) and cc'd to municipal staff at Thames Centre. In discussions with the cottage owners, UTRCA staff asked how long they would need to remove all the unauthorized materials (as well as recreational and construction vehicles) from UTRCA lands and restore the site. When the cottage owners refused to provide a date, we provided them with a removal date of September 30, 2018, after which time our staff will undertake to remove materials and restore the works ourselves. UTRCA staff will continue to monitor this project.

**20969 Lakeside Drive**

UTRCA staff observed the construction of a shed in progress (and a previous completed covered patio and covered storage area) onto an existing cottage within the Fanshawe Cottage Area. A violation letter was issued to the cottage owners (August 17, 2018) and cc'd to municipal staff at Thames Centre. It does not appear that the shed is large enough to require municipal approval through the building permit process but we are still unclear as to whether or not building permits are required for the other, large covered structures. Cottage owners have been away, but UTRCA staff are hoping to meet with them shortly to discuss.

**21039 Riverview Drive**

UTRCA staff had previously provided permission for cottage owner to construct an addition onto the existing cottage. Approved site plan indicated addition was in conformity with both UTRCA requirements and municipal zoning bylaws. Cottage owners obtained a municipal building permit and commenced construction. Once excavation commenced for the footings it became apparent that the footings were much closer to the adjacent cottage lot line than was previously approved by UTRCA staff. UTRCA staff are currently communicating with Thames Centre staff as the current footprint addition does not appear to conform to the zoning bylaw or UTRCA approvals. UTRCA staff will continue to monitor this project.

**21063 Riverview Drive**

UTRCA staff observed the construction of an outbuilding 'base' in progress near an existing cottage lot within the Fanshawe Cottage Area. A site visit was subsequently arranged (August 24, 2018) with the cottage owners and UTRCA staff. During our site visit it was determined that the base was being constructed to relocate an existing building on site to an alternate location on what they assumed was the same lot. As the area being constructed was technically off their leased lot and onto Conservation Area lands we advised it would have to be relocated somewhere on their lot and that a building permit was likely required given the size of the structure. Cottage owners were going to touch base with the Thames Centre building official and get back to us. UTRCA staff will continue to monitor this project.

\*\*\*\*\*

**Reviewed by:**

Tracy Annett, MCIP, RPP, Manager  
Environmental Planning and Regulations

**Prepared by:**

Karen Winfield  
Land Use Regulations Officer

Mark Snowsell  
Land Use Regulations Officer

Brent Verscheure  
Land Use Regulations Officer

Cari Ramsey  
Env. Regulations Technician

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**To:** UTRCA Board of Directors  
**From:** Ian Wilcox, General Manager  
**Date:** September 7, 2018  
**Subject:** Board Self-Evaluation Results

**Agenda #:** 7 (b)

**Filename:** ::ODMA\GRPWISE\UT\_MAIN.UT  
RCA\_PO.Administration:3010.1

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Directors received an electronic self-evaluation survey following the August Board meeting designed to assess the overall performance of the Board. Results of that survey are attached and are presented to the Board for information.

Thirteen of the Board's 15 Directors responded to the survey. Note that values presented in **bold** identify the majority response for each question. The majority of responses ranked the Board's performance as 'Good' with two example of 'Excels'. There was a divergence of opinions from 'Good' to 'Excels' for most questions, with 'Monitors Progress' spread across all three ranks.

Prepared by:

Michelle Viglianti,  
Administrative Assistant

Ian Wilcox,  
General Manager

	Needs Improvement	Good	Excels	Total
Establishes Clear Goals	0%	<b>69.23%</b> <b>9</b>	30.77% 4	13
Effectively Conducts Board Business	7.69% 1	<b>61.54%</b> <b>8</b>	30.77% 4	13
Acts with Vision	0%	<b>66.67%</b> <b>8</b>	33.33% 4	12
Monitors Progress	27.27% 3	<b>54.55%</b> <b>6</b>	18.18% 2	11
Works as a Team	7.69% 1	<b>84.62%</b> <b>11</b>	7.69% 1	13
Provides Authority Leadership	0%	<b>66.67%</b> <b>8</b>	33.33% 4	12
Encourages and Accepts Open Discussion	0%	46.15% 6	<b>53.85%</b> <b>7</b>	13
Maintains Confidentiality	0%	30.77% 7	<b>69.23%</b> <b>9</b>	13

Comments:

- This Board has worked well together because of everyone on the Board having the same goals and vision.
- Lots of interaction by Board Members. Common goals. Good leadership team for organization.
- Greater participation by all members would enhance Board governance.
- Individuals allowed to dominate
- The Board works well together. Sometimes we get a bit off topic
- Transparency has improved greatly. It is now appropriate to begin improving engagement.

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**To:** UTRCA Board of Directors  
**From:** Shanna Dunlop, Executive Director, Fanshawe Pioneer Village  
**Date:** September 14, 2018 **Agenda #:**  
**Subject:** Fanshawe Pioneer Village Report **Filename:**

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Despite a strong start to the season, the hot and wet 2018 summer has negatively affected casual and event visitation, as is typical for an outdoor museum venue such as Fanshawe Pioneer Village. Over half of our special events to date have been affected by severe weather (extreme heat advisories, heavy rain, and thunderstorms). We do continue to receive strong and positive feedback from site visitors with regard to the quality and unique immersive nature of our programming. Our Fanshawe Agricultural Fair event had excellent weather and drew 650 visitors and demonstrators over the 2 day event. As similar rural fair events and harvest festivals decline in both number and attendance, it becomes more critical that Fanshawe Pioneer Village continues to deliver this important event that celebrates our rural roots and educates about local agricultural history.

The pilot summer group program “Let’s Have Fun with HISTORY” has been an initial success and a popular booking choice for day cares, summer camps and community organizations looking for a more structured and educational program option instead of a self-directed visit to the Village. This program will continue in 2019 with expanded marketing and promotion. Looking towards the fall, education bookings are on target and we have had such a great demand for our World War One Education Day program that we will be adding a second day.

Capital projects completed this season in the Village have included: roofing improvements and exterior painting on the Dr. Jones House; replacement roofing on the Paul Peel House; window, sill and siding replacement and exterior painting of the Jury Farmhouse; and exterior painting of the Gatehouse. An accessible concrete path from the visitor Tollgate to the heritage Village was also installed in June. This, along with the installation of the indigenous meadow and Carolinian woodland had made for a more appropriate naturalized and welcoming area for visitors and we have received much positive feedback about the improvements.

The “A Woman’s Work is Never Done” exhibit continues to be enjoyed by visitors and provides Fanshawe Pioneer Village an opportunity to highlight its artifact collection related to the history of women during the anniversary year of women winning the right to vote in Canada. The final Storefronts display, the Wrigney Leatherworking Shop, was also installed this summer and officially launched during the Fanshawe Agricultural Fair weekend event.

Prepared by:

Shanna Dunlop  
Executive Director  
Fanshawe Pioneer Village

**Report to** Upper Thames River Conservation Authority Board of Directors

**Cc** SP Management Committee

**Date** September, 2018

**From** Jenna Allain, Source Protection Coordinator

**Re:** Source Protection Committee – Member Appointments

## Purpose

To provide information on the recent appointments to the Thames-Sydenham and Region Source Protection Committee

## Background

In June 2017 the Thames-Sydenham and Region Source Protection Committee (SPC) was reduced from 21 to 15 members. At that time 7 members were offered appointment extensions to June 2018 and 8 members were offered appointment extensions to June 2019. These membership appointment terms were based on the *Clean Water Act, 2006* regulation requiring that the terms of all current members must expire before January 1, 2020.

In the spring of 2018, the Striking Committee for the Thames-Sydenham and Region initiated a selection and appointment process for the SPC member positions that were expiring in June.

## Discussion

After a successful selection process, the Striking Committee appointed the following Source Protection Committee members for a 3-year term that extends until June 2021:

SPC Member	Representing Sector	New Appointment or Reappointment
Brian Lima	Municipal – London and Middlesex	New Appointment
Brent Clutterbuck	Municipal – Elgin, Essex and Chatham-Kent	Reappointment
John Van Dorp	Agriculture	Reappointment
Earl Morwood	Industry	Reappointment
Hugh Moran	Oil and Gas	Reappointment
Gary Martin	Public	New Appointment
Nicholas Seebach	Public	New Appointment

The following Source Protection Committee members, who left the Committee, are recognized for the dedication to the protection of municipal drinking water sources, and their years of service:

Former SPC Member	Representing Sector	Years of Service
Pat Donnelley	Municipal – London and Middlesex	11
Valerie M’Garry	Public	11
Joe Kerr	Public	11

All future SPC membership terms are as follows:

- Members appointed in June 2018 will have a term that extends to June 2021 (3 years)
- Members appointed in June 2019 will have a term that extends to June 2023 (4 years)
- Beyond these appointments, all future appointments will be for 4 year terms with half of the member's terms expiring every other year.

**To:** UTRCA Board of Directors  
**From:** Chris Tasker, Manager, Water & Information Management  
**Date:** September 25, 2018 **Agenda #:** 7 (f)  
**Subject:** NDMP Intake Five Funding Proposal Update **Filename:** FC# 1350

**Background:**

The National Disaster Mitigation Program (NDMP) is a 5 year, \$200 million, federal program established in April 2015 to reduce impacts of natural disasters on Canadians. No commitments have been made to continue this program past 2019-20.

The NDMP provides 4 funding streams:

- Stream 1 – Risk Assessments
- Stream 2 – Flood Mapping
- Stream 3 – Mitigation Planning
- Stream 4 – Non-structural and small scale structural mitigation projects

More information about the program and the projects previously supported by the board is available in the report distributed by email June 2, 2016 as well as the reports presented at the June 2016, September 2016, and August 2018 meetings. At the August 28, 2018 Board of Directors meeting the board provided support for submission of NDMP Intake Five funding proposals.

**Update**

Proposals were submitted to MMAH September 14, 2018 for the following projects:

Stream	Project	Description	NDMP Funding Request	Local Funding
4 (structural)	St. Marys Floodwall Repairs Phase 3	<ul style="list-style-type: none"> <li>• Third phase of repairs to floodwall constructed in 1990 to protect existing/historical downtown commercial areas</li> </ul>	\$140,000	\$140,000 (St Marys Floodwall Reserve, 2019 FC Levy, WECI 2019/20 application)
4 (structural)	West London Dyke Phase 5	<ul style="list-style-type: none"> <li>• Phase 5 of a multi-phased project to rehabilitate West London Dykes and bring it up to current safety and risk mitigation standards</li> </ul>	\$1,500,000	\$1,500,000 minimum (City of London Capital Projects, WECI 2019/20 application)
4 (non-structural)	Flooding and Stormwater Education and Awareness	<ul style="list-style-type: none"> <li>• Second phase of a flood risk and stormwater education and awareness project for students and watershed</li> </ul>	\$81,400	\$81,400 (within 2019 general levy)



	Phase 2	residents		
4 (non-structural)	Flood Forecasting and Warning Hydrometric Network Modernization (Phase 2)	<ul style="list-style-type: none"> <li>Continuation of modernization of hydrometric network including updating rating curves at stream stations, and replacing aging equipment</li> </ul>	\$100,000	\$100,000 (FC budget)
4 (non-structural)	South Western Ontario Flood Forecasting Database Support and Enhancement (Phase 3)	<ul style="list-style-type: none"> <li>Enhance reporting and publication of information, and provide user support for WISKI hub members on the shared environmental database for south western Ontario conservation authorities.</li> </ul>	\$200,000	\$200,000 (FC budget)
		Total NDMP funding requested in Intake 5	\$2,021,400	

The proposals will be reviewed by MMAH (with technical support provided by MNRF and other ministries) to determine which proposals will be submitted to Public Safety Canada on October 31, 2018. Projects are expected to start April 1, 2019 or as soon as approvals are received and must be completed in the 2019-20 fiscal year (completed by March 31, 2020).

Staff will continue to work through the province to refine projects and facilitate approval of funding.

Recommended by:

Chris Tasker, Manager  
Water & Information Management

Prepared by:

Emma Lounsbury  
Water Control Structures Technologist

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**To:** UTRCA Board of Directors  
**From:** Ian Wilcox, General Manager  
**Date:** September 17, 2018  
**Subject:** October 2018 Board Meeting Plans

**Agenda #:** 7 (g)  
**Filename:** ::ODMA\GRPWISE\UT\_MAIN.UT  
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In response to a request from the Board, the October 23, 2018 meeting of the Board of Directors will include a bus tour of the Glengowan Dam and Reservoir Project area, as well as the recently acquired Cade Tract near St. Marys. Specific plans include the following:

9:00 **Bus departure** from the St. Marys Pyramid Recreation Centre  
9:00-11:15 **Glengowan Properties Tour:** Locations, naturalization, rental properties, Motherwell  
**Cade Property Tour:** Location, naturalization plans.  
11:15- 12:30 **Board Meeting to be held at the Pyramid Recreation Centre:** Includes 2019 Draft  
Budget Approval.

More details will be provided prior to the meeting however this early notice is to ensure you can plan extra time for the tour and travel.

Prepared by:

Ian Wilcox,  
General Manager



Looking upstream, the new creek is establishing itself nicely. The old dam site is the green mound in the background.

### Hodges Pond Update

Another phase of the restoration of Cedar Creek took place in late July with the bypassing of the Hodges Pond dam. Beginning well over a year ago, a 'new' creek channel was created and stabilized, but was limited to a portion of the creek flow while most water continued to flow over the old concrete dam structure.



Looking downstream along the new constructed channel and stone riffle.

Over a three to four day period in July, the creek above the dam was joined to the "new" creek, creating a new pattern about 100 metres west of the dam. This location is roughly where the creek flowed before the dam was ever built. Stone was brought in and placed to create a stable grade change from the old pond reservoir to the new creek channel. This stone will be adjusted over the next year or two as the creek finds its new equilibrium. In addition, the creek will be monitored throughout the old reservoir bed with consideration given to enhancing it with spawning riffle construction, bioengineering and shrub plantings.

The next phase of work - the in-stream and stream-bank enhancements through the old pond bottom, and phase one of the trail building - will be funded through a new partnership with the Oxford Community Energy Co-operative, through the \$45,000 commitment from their Gunn's Hill Community Fund.

See a video on the project here: <https://www.youtube.com/watch?v=ct34Gz3b9XA&feature=youtu.be>

Contact: Brad Glasman, Manager, Conservation Services, or Brad Hertner, Community Partnership Specialist

### Medway Creek Stewardship Work Heads Downstream

Building on intensive work in the Upper Medway Creek subwatershed, UTRCA stewardship staff are moving downstream. New funding from Environment and Climate Change Canada will allow staff to test and demonstrate Best Management Practices (BMPs) with more landowners in the Medway Creek watershed.

This project will promote a range of BMPs, all with the goal of improving farm soils and reducing nutrient loads to the Thames River and Lake Erie. Farm projects will include wetland creation and restoration, saturated buffer, cover crops, and controlled drainage, as well as tree and shrub planting.

Work in the Upper Medway will continue, with increased BMP promotion and expanded monitoring to gather year-round nutrient data and measure changes in the creek.



Medway Creek begins north of Highway 7, 20 km upstream from where the creek outlets into the North Thames River in London.

This multi-year project is being undertaken with the financial support of the Government of Canada through the federal Department of Environment and Climate Change.

Contact: Michael Funk, Agricultural Soil & Water Quality Technician



### State-of-the-Art Dairy Operation

This past summer, approximately 20 staff from the Upper Thame River, St. Clair Region and Ausable Bayfield Conservation Authorities visited the Stanton Brothers Dairy Farm, just northeast of Ilderton. Laurie Stanton provided us with a tour of the milking parlours, barns, feeding and manure storage, and treatment facilities. Milking nearly 1000 cows requires attention to detail and environmental commitment.

Highlights include their on-farm anaerobic digester, which utilizes all of the manure produced on the farm and also takes in nearby organic waste from other industries. The digester produces 300 kilowatts of green energy and is expanding capacity to 1.3 megawatts - enough to power 800 homes. The digester process eliminates most odours, making the farm neighbourhood friendly. The processed

solids that are separated from the manure are clean and pathogen-free, and are reused in the barns as bedding for the cows. Stanton Farms is working with Western University to produce algae as part of the digester system for use as a biofuel.

There are a number of large bunker silos to manage farm-produced feed for very strict diets. An instant milk chilling system uses deep well water, reducing cooling time and costs for the milk and warming the water to a better temperature for the cows to drink. Water is also re-used multiple to clean barn floors and flush under-barn manure storages.

The farm operators pride themselves in offering the cows comfort, safety and socializing from birth to maturity. In turn, they have some of the highest quality and highest milk producing cows in the world.



CA staff visited the anaerobic digester, which creates enough power to light up much of nearby Ilderton.

This facility truly is a state-of-the-art dairy. Laurie even offered everyone ice cream sandwiches to cool us off after the visit! The tour was a great opportunity for neighbouring CAs to get together and learn about some innovative approaches to dairy farming. Staff networking always helps grow ideas that we can share with landowners and other partners.

Contact: Brad Glasman, Manager, Conservation Services, or Julie Welker, Community Partnership Specialist

### St. Marys and Area Memorial Forest Dedication Service

Wildwood Conservation Area was host to the annual memorial forest dedication service on Sunday, August 26. There were 178 people in attendance, at which time one symbolic tree was planted. Andrew Hodges from the St. Marys funeral home welcomed the community, and UTRCA greetings were extended from Karen Pugh, Resource Specialist.



Trees are planted each spring on Line 13 as living memorials. Friends and family who wish to have a tree planted in memory of a loved one can contact Andrew Hodges at [andrew@hodgesfuneralhome.ca](mailto:andrew@hodgesfuneralhome.ca) or phone 519-284-2820.



Thank you to the Wildwood CA staff for preparing for and hosting the event.

Contact: Karen Pugh,  
Resource Specialist



### Champions!

For the second year, UTRCA staff, friends and family played in the Forest City Sport and Social Club softball league. After a hard fought season, the UTRCA River Rats came out victorious and are the 2018 CHAMPIONS!

### Board of Directors – On the Agenda

The next Board of Directors meeting will be September 25, 2018, at the Watershed Conservation Centre. Agendas and approved minutes are posted at <http://thamesriver.on.ca/board-agendas-minutes/>.

- Admin By-Law Best Management Practice - Approval
- Administration and Enforcement - Section 28
- Board of Directors Self Evaluation
- Fanshawe Pioneer Village Update
- Conservation Services Project Funding
- Source Protection Committee Member Appointment
- National Disaster Mitigation Program - Intake Five Funding Proposal Update
- Logistics for October Board Meeting and Tour

Contact: Michelle Viglianti, Administrative Assistant