

## Meeting Transparency and Confidentiality Policy

<b>Policy Number</b>	<i>BOH101</i>	<b>Approved Date</b>	<i>September 19, 2018</i>
----------------------	---------------	----------------------	---------------------------

### REVISION HISTORY

<b>Reviewed</b>		<b>Amended:</b>	February 20, 2019
-----------------	--	-----------------	-------------------

### Purpose

In accordance with the provisions of the *Municipal Act, 2010* (the “**Municipal Act**”) the meetings of the Corporation (the “**Board**”) are generally open to the public. The public, staff, and media are welcome to observe the open portion of the Board meeting to ensure that:

- the Board acts in a transparent manner;
- the Corporation maintains a close relationship with the public, media, and stakeholders; and
- trust, openness, and accountability are fostered.

However, there are times when discussions of the Board must be kept confidential. Such discussions will be carried out in accordance with the “in-camera” meeting process set out below.

### Scope

This policy applies to all meetings of the Board, including Board committee meetings (if the work of the committee is not advisory only and such work materially advances the business or decision- making of the Board), and outlines when and how the public and media may attend Board meetings. Further, it stipulates when the Board must hold a portion of a meeting in-camera and where the Board may exercise its discretion to do so where certain matters are to be discussed. In addition, the policy outlines the process to be followed by the Board when holding in-camera sessions.

### OPEN MEETINGS

#### a) Notice of Meeting

Notice of Board meetings will be posted on the Corporation’s website.

#### b) Attendance

Persons wishing to attend are asked to give at least two working days’ notice to the secretary of the Corporation (the “**Secretary**”). Media wishing to attend shall give at least two working days’ notice to the Secretary.

#### c) Conduct During the Meeting

Members of the public and the media may be asked to identify themselves. Recording devices, videotaping, and photography are prohibited. The chair of the Board (the “**Chair**”) has control over the meeting process and may require anyone who displays disruptive conduct to leave the meeting.

**d) Agendas and Board Materials**

Agendas for the public portion of Board meetings shall be made available on the Corporation’s website. Supporting or presentation materials will be distributed only to the Board unless otherwise determined by the Board.

**e) Minutes**

Minutes of each meeting of the Board shall be recorded by the Secretary and the minutes of the public portion of any meeting shall be made publicly available on the Corporation’s website a reasonable period of time following each meeting.

**f) Delegations and Presentations**

Individuals who wish to address the Board must adhere to the following procedures, unless otherwise determined by resolution of the Board:

- i. Written notice of the request to address the Board meeting must be provided to the Secretary no later than 2 working days prior to the meeting date.
- ii. Requests will be granted (in order of receipt) if approved by the Chair.
- iii. The Board may limit the number of presentations at any one meeting.
- iv. If granted permission to address the Board, an individual is limited to 5 minutes of speaking time.
- v. An individual may not address the Board on the same issue more than twice in any 12- month period.
- vi. The Board is not obligated to grant a request to address the Board, and the Board is not obligated to take any action on the presentation it receives.

**IN-CAMERA MEETINGS**

**a) Matters Which Require In-Camera Meeting**

Under the *Municipal Act*, in-camera meetings must be held where the following subject matter is to be discussed:

- a request under the *Municipal Freedom of Information and Protection of Privacy Act*,  
or
- an ongoing investigation respecting the Board by the Ombudsman appointed under the *Ombudsman Act*.

The Board may also hold in-camera meetings where the following subject matter will be discussed:

- the security of the property of the Corporation;
- personal matters about an identifiable individual including the Corporation's employees;
- a proposal or pending acquisition of real property for Board purposes;
- labour relations or employee negotiations;
- litigation or potential litigation affecting the Corporation;  
advice that is subject to solicitor-client privilege including communications necessary for that purpose;
- a matter that can be considered in private under a statute;
- information explicitly supplied in confidence to the Board by the Crown, a province, territory, or a Crown agency;
- a trade secret or scientific, technical, commercial, or financial information that belongs to the Corporation and has monetary value or potential monetary value;
- 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 Board;
- the meeting is held for the purpose of educating or training the members of the Board and no member of the Board discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the Board;
- patient- or donor-specific matters;
- matters relating to a Board member or prospective Board member;
- contract matters including negotiations or disputes;
- matters relating to real (in addition to acquisitions) or personal property, if the Board considers the disclosure might reasonably be expected to harm the interests of the Corporation;
- other matters that a majority of the Directors of the Corporation believe might be prejudicial to an individual or to the best interests of the Corporation if disclosed; or
- consideration of whether an item is to be discussed in-camera.

#### **b) Procedure to Move In-Camera**

The Chair may order that the meeting move in-camera. Any Director may move a motion that the Board resolve to deal with a matter in-camera including the grounds relied upon to meet in-camera. If such a resolution is seconded, a vote will be taken and if a majority of the Board so decides, the business shall be dealt with in-camera.

If the Board moves in-camera, all persons other than Directors (including public, media and staff) shall leave the meeting unless expressly invited to remain by the Chair.

#### **c) In-Camera Meeting Procedures**

The chair of any in-camera meeting will be the Chair, and the Secretary will keep or cause to be kept the in-camera minutes, unless circumstances require that either or both also be absent. In those cases, the Directors present at the respective in-camera

meeting will select a chair and/or secretary for the in-camera portion of such meetings. In the absence of a Secretary, the Chair is responsible for ensuring that minutes of in-camera meetings are duly kept.

The Medical Officer of Health shall participate in all in-camera meetings of the Board, except where compensation or performance of the Medical Officer of Health will be discussed, unless otherwise permitted by the Board.

Minutes of all in-camera meetings are required and should include, at a minimum, the following:

- the place, date and start time of the meeting;
- the persons present;
- who served as chair and secretary;
- the text of all resolutions;
- advice received by the Board;
- the results of votes on all resolutions that require recorded voting;
- any formal objections of Directors; and
- the time at which the Board resolved to resume an open meeting.

In-camera meeting minutes shall be distributed to Directors but not shared beyond the Corporation or posted online.

#### ***Amendment***

This policy shall be reviewed and approved by the Board every two years, and may be amended from time to time as the Board deems necessary.