



**The Corporation of the Township of
Matachewan
Request for Proposal
RFP 2025-01
Integrity Commissioner Services**

1. Objective

The Township of Matachewan is seeking proposals from qualified individuals or firms to provide services as an Integrity Commissioner. The Successful Proponent will be responsible for administering the Code of Conduct, conducting investigations in an independent manner in accordance with the Municipal Act, 2001, the Council Code of Conduct Policy for both Council and Boards, and the Municipal Conflict of Interest Act.

The Township is seeking a professional with a strong background in law, ethics, and/or public administration, who has demonstrated experience in similar roles. The ideal candidate will possess excellent analytical skills, a deep understanding of municipal governance, and a commitment to transparency and accountability.

The appointment will be based on a as required basis, for a two (2) year term, with potential for renewal upon completion of the initial contract.

2. Background

Located at the end of Highway 66 in the Timiskaming District, Northeastern Ontario, along the Montreal River. Matachewan has a population of approximately 286, according to the 2021 census. The Township of Matachewan is governed by a five member Council comprised of 4 Councillors and 1 Mayor. The Town also has various Committees of Council, with members appointed by Council.

Under Section 223.3(1) of the Municipal Act, 2001, S.O. 2001, municipalities are authorized to appoint an Integrity Commissioner who reports directly to Council and is responsible for performing their duties in an independent and impartial manner.

The Township of Matachewan has adopted several key governance documents related to accountability and conduct, including:

- Code of Conduct (By-law No. 2019-32) – governs the conduct of Council and local board members (Appendix 01);
- Procedural By-law (By-law No. 2025-18) – outlines the rules of order and proceedings for Council, Committee and other advisory committee meetings (Appendix 02);
- Accountability and Transparency Policy (Policy 2024-01) – establishes the Township's commitment to open and transparent governance (Appendix 03).

These documents form the framework within which the Integrity Commissioner will operate and may be subject to review and amendment over time. As of the date of this RFP, there are no active investigations.

3. Definitions

3.1 Township: means the Corporation of the Township of Matachewan.

3.2 Proponent(s)/ Bidder(s): means all persons, partnerships or corporations who respond to the RFP and includes their heirs, successors and permitted assigns.

3.3 Request for Proposal; means this Request for Proposal (RFP) document including all schedules, parts and attachments, as issued by the Township, including any addenda or amendments made to it after initial issue.

3.4 Successful Proponent/ Bidder: means the Proponent/Bidder whose RFP submission is/are accepted to who has/have agreed to supply the services, as outlined herein.

4. Submission

Bids must be submitted electronically to the CAO/Clerk-Treasurer email clerktreasurer@matachewan.ca

Submissions must be in pdf format and can be no larger than 50 MB.

Subject Line: RFP2025-01 “Integrity Commissioner Services”

Addressed to: Cheryl Swanson, CAO/Clerk-Treasurer

The Township has no liability to the Proponent/ Bidder for any problems encountered, or failure of the Bidder to successfully submit a bid prior to the bid closing time and date. As such, allow sufficient time for a Bid Submission and attachment(s) (if applicable), to resolve any issues that may arise. Bidders are cautioned that the timing of their Bid Submission is based on when the Bid is received by the Township.

The closing date for the submission of Proposals will be at 2:00 p.m. local time on Thursday, **October 28, 2025.**

- Late Proposals will not be accepted;
- Proposals by fax will not be accepted;
- Proposals by mail will not be accepted;
- Partial Proposals are not accepted;
- The Township reserves the right to accept or reject any or all Proposals;
- The lowest priced Proposal will not necessarily be accepted;

The Form of Proposal must be signed in the space provided on the form, with the signature of the Bidder or responsible official of the firm bidding. If a joint Bid is submitted, it must be signed and addressed on behalf of both Bidders. Any alterations or cross-outs must be initialed in ink by the Bidder. Failure to do so may result in the rejection of the Bidder's Proposal by the Township.

The Township will not be held responsible for Proponent or third-party costs, claims, direct or indirect damages caused by the Township exercising its rights reserved in this Section or otherwise expressed or implied in this RFP.

5. Questions

Any questions with respect to the specifications are to be directed to:

Cheryl Swanson

CAO/Clerk-Treasurer

The Corporation of the Township of Matachewan

Matachewan, ON P0K 1M0

Phone: (705) 565-2274 ext. 5

Email: clerktreasurer@matachewan.ca

It will be the Proponent's responsibility to clarify any details in question not mentioned in this Proposal by **Thursday, October 17, 2025, 4:00 p.m. local time.**

To ensure fairness to all Proponents, any and all questions that require clarification or that may materially alter this RFP document will be responded to and shared with other Proponents via an addendum, as described herein. Questions received after this date and time will not receive a response. Proponents are notified that any errors or omissions in the proposal may render the proposal invalid.

6. RFP Schedule

The RFP process will be governed according to the following schedule. Although every attempt will be made to meet all dates, the Township reserves the right to modify any or all dates at its sole discretion:

| | |
|---|--|
| Deadline for Submitting Questions: | October 17, 2025, 4:00 p.m. local time |
| Deadline for Responding to Questions: | October 18, 2025, 2:00 p.m. local time |
| RFP Submission Date: | October 28, 2025, 2:00 p.m. local time |
| Report to Council Recommending RFP Award: | October 29, 2025 |
| Presentation of By-law to Council: | December 3, 2025 |

8. Submission Requirements

Submissions shall include, but not limited to the following information:

8.1 Proponent Overview

- Legal name of the individual or firm, mailing address, and primary contact information (name, title, phone, email);
- A brief description of the Proponent's firm/practice, including years in operation, areas of specialization, and relevant services; and
- General experience providing Integrity Commissioner, or related municipal accountability services.

8.2 Key Personnel – Assigned Integrity Commissioner(s)

Proponents must clearly identify the individual(s) who would be assigned to provide Integrity Commissioner services, if successful. This section shall demonstrate that the proposed personnel have the qualifications, experience, and capacity to fulfill the responsibilities outlined in the Scope of Work.

a) Proposed Integrity Commissioner(s):

- Name and title;
- Role and responsibilities specific to this RFP;
- Summary of years of direct and relevant experience delivering Integrity Commissioner services to municipal Councils and local boards.
- A minimum of two (2) relevant examples of similar work completed within the last five (5) years, for municipalities of comparable size to the Township. Examples should highlight:
 - Advisory services related to ethical conduct and conflict of interest,
 - Investigation and reporting on Code of Conduct complaints,
 - Delivery of education, outreach, and annual reporting.
 - Experience with applying the Municipal Act, 2001, the Municipal Conflict of Interest Act, and other applicable legislation and frameworks related to municipal ethics and accountability.

b) Required Supporting Documents

- A current résumé for each named individual.

Note: Named Key Personnel must be available to deliver services as described. Substitution will not be permitted without prior written approval by the Township.

8.3 References

Provide **two (2)** professional references who can confirm the delivery and quality of similar services. These should relate to the examples provided in Sections 8.2.

For each reference, include:

- Municipality or organization name,
- Contact person (name, title, phone, email),
- Description of the services provided and the individual(s) involved.

8.4 Fees and Expenses

The Integrity Commissioner shall be engaged at an hourly rate, when required. Include a detailed pricing schedule that outlines:

- Hourly rates for proposed personnel,
- Annual retainer fee (if applicable) and the services included,
- Any other proposed expenses (excluding HST and contingencies), such as travel. Note: electronic attendance will be accepted as an alternative to in person attendance.

All fees must be quoted in Canadian dollars and remain valid for the term of the contract.

8.5 Form of Proposal

The Form of Proposal shall include:

- All pages of this Request for Proposal, without alteration;
- All addenda that have been issued; and
- All Proposal Requirements of this Request for Proposal.

Failure to complete and include information as required may result in a submission not being considered. Proponents shall address each and every required item as indicated above.

9. Scope of Work

The Township of Matachewan is seeking proposals for the services of an Integrity Commissioner, an independent and impartial position reporting directly to Council. The Integrity Commissioner's powers and duties are set out in the *Municipal Act, 2001*, as amended. The Successful Proponent will work on an as and when required basis; the Township does not guarantee a specific quantity of work.

The Integrity Commissioner will perform the functions outlined in the *Municipal Act, 2001*, including but not limited to:

9.1 Advisory

- Provide written and/or verbal advice to individual Members of Council and local boards upon request, regarding their obligations under the Code of Conduct and other applicable policies, procedures, and legislation (e.g., Municipal Conflict of Interest Act).
- Where appropriate, provide advice or general interpretation guidance to Council as a whole regarding ethical obligations and best practices in governance.

9.2 Compliance & Investigation

- Receive and assess formal complaints from Members of Council or local boards, municipal administration, or the public regarding alleged contraventions of the Code of Conduct or related policies, including but not limited to:
 - o Assessing complaints to determine validity;
 - o Investigating valid complaints

- Conduct independent investigations, make determinations, and report findings and recommendations to Council, including but not limited to:
 - o Determine whether a member of Council has violated a municipal protocol, by-law, or policy governing ethical behavior;
 - o Recommend appropriate discipline as outlined in the Code of Conduct and Municipal Act;
 - o Report the results of an investigation through Council; and
 - o Upon completion of investigation, consider whether to apply to a judge for a determination as to whether a member contravened the Municipal Conflict of Interest Act.

9.3 Education & Reporting

- Provide the Municipal Clerk or designate annual reports summarizing activities during the previous calendar year, including advice issued and inquiry outcomes.
- Upon request deliver education and outreach programs to Members of Council, local boards, and relevant municipal staff, regarding ethical standards and statutory obligations, emphasizing the importance of compliance with a Code of Conduct for public confidence in Municipal Government.

9.4 Expectations and Conditions

- It is expected that the Integrity Commissioner does not have:
 - o a criminal record,
 - o any current financial interest in matters related to the Township,
 - o financial interest in the business of the Township, or any matter that may be the subject of an investigation or advisory opinion.
 - o involvement in political campaigning, endorsements, or any other conflict of interest with respect to the Township.
- All materials, reports, and presentations prepared in connection with this role will become the property of the Township.
- Final reports and any publicly shared materials must be delivered in an accessible format in compliance with the Accessibility for Ontarians with Disabilities Act (AODA).

10. Qualifications

Proponents must demonstrate the following qualifications, competencies, and attributes necessary to effectively carry out the duties of the Integrity Commissioner:

- Extensive knowledge of relevant provincial statutes and regulations, particularly those applicable to Ontario municipalities, including but not limited to the Municipal Act, 2001 and the Municipal Conflict of Interest Act.
- Strong interpretive skills related to legislation, municipal by-laws, codes of conduct, and governance frameworks concerning accountability, transparency, and ethical behaviour.

- Proven experience in managing sensitive inquiries, conducting investigations, and providing sound, evidence-based recommendations.
- Proven impartiality and neutrality.
- Ability to provide services on a flexible/ as-needed basis, with a commitment to the timely delivery of assignments.
- Excellent communication skills, including the ability to clearly convey complex information, both orally and in writing, to Council, staff, and the public.
- Familiarity with investigative procedures and applicable legal principles.
- High ethical standards, sound judgment, and the ability to inspire confidence and maintain the trust of both Council and the public.
- Strong understanding of municipal government, its structure, functions, and the roles and responsibilities of elected officials and board members.
- Five or more years of experience in law, public administration, governance, or a quasi-judicial role, relevant to the mandate of the Integrity Commissioner.
- Ability to interpret and apply the provisions of various statutes, regulations, policies, and codes of conduct in a fair and balanced manner.

11. Appointment

The term of the appointment will be for a period of two (2) years from the date of the appointment by Municipal Council, with an option to renew for two (2) additional years at the Township's sole discretion, upon mutual agreement between the parties.

12. Agreement

A written agreement, prepared by the Township shall be executed by the Township and the Successful Proponent if the terms are mutually agreeable to all Parties. There is no guarantee that Township Council will enter into any Agreement.

13. Proposal Evaluation

Proposals will be evaluated on the basis of the information provided by the Proponent; additional clarification may be requested if necessary.

Representatives from the township will evaluate each of the Proposals received in accordance with the evaluation criteria as set out below. The Township of Matachewan reserves the right in its evaluation of the proposal to consider all pertinent criteria whether or not such criteria are contained in the Request for Proposals. The Township reserves the right to enter into further discussions in order to obtain information that will allow them to reach a decision with a Proponent, and to waive irregularities and omissions if, in doing so, the best interest of the Municipalities respectively will be served.

The evaluation criteria will be as follows:

| Category | Weight | Points | Maximum Total Points |
|---|-----------|--------|----------------------|
| Proponent Overview (As per the requirements of Section 8.1) | 20 | ___/10 | ____/(200) |
| Key Personnel – Assigned Integrity Commissioner (As per the requirements of Section 8.2) | 30 | ___/10 | ____/(300) |
| References (As per the requirements of section 8.3) | 10 | ___/10 | ____/(100) |
| Each proponent is requested to provide two (2) references from similar service contracts. Refer to Schedule 8.3. The reference review will be completed for the highest scoring proponent only. Should the highest scoring proponent receive one or more negative reference(s), the Township, at its discretion, may remove the proponent and proceed to the next highest proponent. Each reference should include the following: <ul style="list-style-type: none"> • Municipality or organization name • Contact name and title • Phone number • Email address • Description of work provided | Pass/Fail | ___/10 | Pass |
| Fees and Expenses (As per the requirements of section 8.4) Cost estimates are evaluated for completeness with the lowest scored 10 points, next 8 points, etc. If more than 5 proposals are received, then only the 5 lowest bids are to receive points, and the remaining higher bids will be given 0.25 points. Prices within a small differential will be scored as equal. | 40 | ___/10 | ____/(400) |
| TOTAL | 100 | | 1000 |

14. Amendments

The Township at its discretion reserves the right to revise this RFP up to the final date for the deadline for receipt of proposals. The Township will issue changes to the RFP Documents by addendum only. No other statement, whether oral or written, made by the Township will amend the RFP Documents. The Township will make every effort to issue all addenda no later than the seventh (7th) day prior to the closing date. If an addendum is issued within seven days of the closing date, the bid submission date will be moved accordingly.

The Proponent shall not rely on any information or instructions from the City or a City representative except the RFP Documents, and any addenda issued pursuant to this Section.

The Proponent is solely responsible to ensure that it has received all addenda issued by the Township. The Proponent shall acknowledge receipt of all addenda on the Form of Proposal. Failure to complete the acknowledgement may result in rejection of the proposal.

The Township makes no promise or guarantee that addenda will be delivered by any means to any Proponent. By submitting a proposal submission in response to this RFP, the Proponent acknowledges and agrees that the addenda shall be posted on www.matachewan.com and it is the sole responsibility of the proponent to check this web site for said addenda. The Township reserves the right to withdraw or cancel this Request for Proposal without notice.

15. Proposal Withdrawal or Amendment

Proponents may amend or withdraw their proposal, provided such withdrawal or amendment is received prior to the closing deadline. A Bidder who has already submitted a Proposal may submit a further Proposal at any time up to the official closing time; the last Proposal received shall supersede and invalidate all Proposals previously submitted by the Bidder for this RFP. A bid may be withdrawn at any time up to the official closing time by letter on original letterhead bearing the same signature as in the bid submission.

16. Right to Accept or Reject Submissions

The Township does not bind itself to accept any proposal and may proceed as it, in its sole discretion, determines, following receipt of the proposals. The Township reserves the right to accept any proposal in whole or in part or to discuss with any respondent different or additional terms to those envisaged in this RFP or in such respondent's proposal.

The Township reserves the right to:

1. accept or reject any or all of the proposals;
2. if only one proposal is received, elect to reject it;
3. reject as informal any proposal that is received late or is incomplete or otherwise fails to comply with the requirements of the RFP;
4. elect not to proceed with the projects as it so determines in its sole and absolute discretion; and/ or to waive irregularities and formalities at its sole and absolute discretion.

17. Solicitation

If any director, officer, employee, agent or other representative of a Proponent makes any representation or solicitation to any Mayor, Councillor, officer or employee of the Township with respect to the RFP, whether before or after submission of the proposal, the Township shall be entitled to reject or not accept the RFP submission.

18. Subcontracting

The Proponent acknowledges that in any potential agreement with the Township, no subcontracting or assignment of rights and obligations of the Proponent will be permitted without the written consent of the Township, which consent shall not be unreasonably withheld. At all times throughout the term of a potential agreement, including any renewals, the Township shall communicate and respond directly with

the Proponent.

A list of Sub-Contractors that the Contractor proposes to employ in completing the required work outlined in this Proposal shall be included in the documents submitted.

19. Independent Contractor Status of Proponent; Declaration of Conflicts

The Proponent fully acknowledges that in providing a Proposal, it provides such as an independent contractor and for the sole purpose of potentially providing services and/or goods to the Township.

Proponents should note that, where the provisions of the Province of Ontario's Occupational Health and Safety Act and Regulations apply to the services to be provided under an Agreement resulting from this RFP, all the responsibilities and obligations imposed upon the "Contractor" under this Act must be assumed by the proponent. All costs for services and/or materials required to fulfil these obligations shall be included in the Proposal price quoted. Should the Clients become aware of any violations of this Act and/or regulations, a notification will be made to the appropriate authorities. Where warranted, work could be suspended or terminated without cost to the Clients.

Neither the Proponent nor any of its personnel are engaged as an employee, servant or agent of the Township. Any potential conflicts of interest in which a Proponent may have with the Township or any employee of the Township will be identified and described in detail in the proposal of each proponent (Conflict of Interest Declaration).

20. Workplace Safety and Insurance Act

The Proponent is required to comply with all the regulations of the WSIB in while performing within the scope of this Proposal, and all persons employed on or in connection therewith, and shall furnish a Certificate of Clearance from the Board to the Township and maintain good standing with the W.S.I.B. throughout the Agreement period.

21. Insurance (from the successful Proponent only)

The successful Proponent shall, at their own expense within 10 days of notification of acceptance and prior to the commencement of work, obtain, maintain and provide evidence of until the termination of the Agreement or otherwise stated, the following:

Commercial General Liability

The Integrity Commissioner shall maintain and pay for Comprehensive General Liability Insurance with coverage limits of no less than five million dollars (\$5,000,000.00) inclusive per occurrence for bodily injury, death and damage to property including loss of use.

The policy shall include Township of Matachewan as an additional insured for all work performed by or on behalf of the Integrity Commissioner.

The Integrity Commissioner shall carry standard automobile and non-owned automobile liability insurance, providing protection against all liability arising out of the use of owned or leased vehicles, used by the Integrity Commissioner. The liability limits for owned and non-owned vehicles shall be a minimum of Two Million Dollars (\$2,000,000.00) per occurrence.

The Integrity Commissioner shall be entirely responsible for the cost of any deductible that is required in any insurance claim.

All insurance policies referenced in this Section shall be maintained in good standing throughout the duration of the appointment.

Professional Liability Insurance

Professional liability (errors and omissions) insurance coverage shall be obtained for a limit of not less than \$2,000,000. If such insurance is issued on a claim made basis, coverage shall contain a 24-month extended reporting period or be maintained for a period of two years subsequent to conclusion of services provided under this Agreement. The Policies shown above shall not be cancelled unless the Insurer notifies the Township in writing at least thirty (30) days prior to the effective date of the cancellation. The insurance policy will be in a form and with a company, which are, in all respects, acceptable to the Township.

22. AODA Compliance

The Bidder shall comply with the provisions of the Accessibility for Ontarians with Disabilities Act, 2005, and the Regulations thereunder with regard to the provision of its goods or services contemplated herein to persons with disabilities. Without limitation, if applicable, pursuant to section 6 of Ontario Regulation 429/07, Accessibility Standards for Customer Service, made under the Accessibility for Ontarians with Disabilities Act, 2005, the Bidder shall ensure that all of its employees, agents, volunteers, or others for whom it is at law responsible, receive training about

the provision of its goods and services to persons with disabilities. The Bidder acknowledges that pursuant to the Accessibility for Ontarians with Disabilities Act, 2005, the Township of Matachewan must, in deciding to purchase goods or services through its procurement process, consider the accessibility for persons with disabilities to such goods or services.

23. Freedom of Information

Upon submission, all proposals become the property of the Township and will not be returned to the proponents. Proponents must be aware that the Township is a public body subject to the provisions of the Municipal Freedom of Information and Protection of Privacy Act. The Township may, at any time, make public the names and bid prices of all respondents. Proposals will be held in confidence by the Township, subject to the provisions of the Municipal Freedom of Information and Protection of Privacy Act, or unless otherwise required by law.

Any proprietary or confidential information contained in the proposal should be clearly identified.

24. Nature of Request for Proposal

This RFP does not constitute an offer of any nature or kind whatsoever by the Township to the Proponent.

25. Preparation of Proposals

All costs and expenses incurred by the Proponent relating to its Proposal will be borne by the Proponent. The Township is not liable to pay for such costs and expenses, or to reimburse or to compensate the Proponent in any manner whatsoever for such costs and expenses under any circumstances, including the rejection of any or all proposals or the cancellation of this RFP.

26. Finalizing Terms

This RFP will not constitute a binding agreement but will only form the basis for the finalization of the terms upon which the Township and the Successful Proponent will enter into the contract documentation and does not mean that the Successful Proponent's proposal is necessarily totally acceptable in the form submitted. After the selection of the Successful Proponent's proposal, the Township has the right to negotiate with the Successful Proponent and, as part of that process, to negotiate changes, amendments or modifications to the Successful Proponent's proposal without offering the other proponents, the right to amend their proposals.

27. Commitment to Negotiate

The Successful Proponent shall execute any documentation, drafted in accordance with the terms of the Successful Proponent's proposal and any subsequent negotiations, within thirty (30) days of the date of notification of the Successful Proponent's selection.

Proponents not initially selected as the Successful Proponent hereby commit themselves, subject to notification by the Township to execute documentation as aforesaid up to sixty (60) days following the date of submission of their proposals.

28. Agreement

A written agreement, prepared by the Township shall be executed by the Township and the Successful Proponent if the terms are mutually agreeable to all Parties. There is no guarantee that Township Council will enter into any Agreement.

If required, the Successful Proponent shall comply with all provisions of the rules, regulations and orders of the Federal, Provincial and Municipal Government Agencies applicable to the work under this Agreement. It shall be the obligation of the contractor to keep him or herself informed of these Government Regulations.

29. Performance

Any undue delays in the execution of the work and/or costs incurred by the Township due to inefficiencies in performance on behalf of the Successful Proponent shall be deemed to be the responsibility of that Proponent and as such, any and all costs, as deemed appropriate and reasonable compensation for the Township, will be assessed to the Successful Proponent.

30. Conflict Resolution

This Agreement is based upon mutual obligation of good faith and fair dealing between the parties in its performance and enforcement. Accordingly, both parties, with a commitment to honesty and integrity, agree to the following:

- 1) That each will function within the laws and statutes that apply to its duties and responsibilities; that each will assist in the other's performance; that each will avoid hindering the other's performance; that each will work diligently to fulfil its obligations; and that each will cooperate in the common endeavour of the contract;
- 2) Both parties to this Agreement shall attempt to resolve all claims, disputes and other matters in question arising out of or relating to this Agreement or breach thereof first through negotiations between the Successful Proponent's representative and the Township or representative by means of discussions built around mutual understanding and respect;
- 3) Failing resolution by negotiations, all claims, disputes and other matters in question shall attempt to be resolved through mediation, under the guidance of a qualified mediator;
- 4) Failing resolution by mediation, all claims, disputes and other matters in question shall be referred to arbitration;
- 5) No person shall be appointed to act as mediator or arbitrator who is in any way interested, financially or otherwise, in the conduct of the work on the Project or in the business or other affairs of either the Township or the Successful Proponent;
- 6) The award of the arbitrator shall be final and binding upon the parties;
- 7) The provisions of the Arbitration Act, 1991 S.O. 1991, Chapter 17 shall apply.

31. Cancellation

Nothing herein shall be construed as giving the Proponent the right to carry out the terms and requirements of the tasks contemplated under this RFP or the Agreement beyond the time when such services become unsatisfactory to the Township. In the event that the Proponent shall be discharged before all the services contemplated hereunder have been completed, or the services are for any reason terminated, stopped or discontinued because of the inability of the Proponent to serve under this Agreement, the Proponent shall be paid only goods and/or services which shall have been satisfactorily completed at the time of termination.

Should the Township or the Successful Proponent wish to terminate the Agreement, he/she shall provide written notice of the termination not less than 90 days from the date of termination. Failure to maintain the required documentation during the term of the Agreement may result in suspension of the work activities and/or cancellation of the contract.

32. Indemnification

The Successful Proponent shall indemnify and hold harmless the Township, its elected and other officials, officers, employees, agents, servants, representatives, and volunteers from and against any and all liability, loss, claims, demands, legal proceedings, expenses, including but not limited to legal expenses (hereinafter collectively referred to as the "Claims"), when the Claims arise wholly or in part, directly or indirectly, as a result of any wrongful, blameworthy, or negligent acts or omissions, or breach of any terms of this Agreement by the Successful Proponent, or its officers, directors, employees, sub-contractors, agents, representatives or volunteers in the course of providing services pursuant to this Agreement.

This indemnity shall survive the termination, completion, or expiry of this Agreement, and in particular any risk that further Claims against the Township are made after the termination, completion, or expiry of this Agreement, such risk is assumed entirely by the Successful Proponent.

33. Unenforceable Provisions

Should any provision of this document be deemed unenforceable by a court of law, all other provisions shall remain in effect.

34. Force Majeure

It is understood and agreed that the Successful Proponent shall not be held liable for any losses resulting if the fulfillment of the terms of the Agreement shall be delayed or prevented by wars, acts of public enemies, strikes, fires, floods, acts of God, or for any other cause not within the control of the Successful Proponent and which by the exercise of reasonable diligence, the Successful Proponent is unable to prevent. Should the performance of any contract be delayed or prevented herein set forth, the Successful Proponent agrees to give immediate written notice and explanation

of the cause and probable duration of any such delay and to provide written notice as to when Contract obligations resume. In any case, such delay shall not exceed the length of time of the interruption/disruption.

35. Errors & Omissions

It is understood, acknowledged and agreed that while this Proposal includes specific requirements and specifications, and while the Township has used considerable efforts to ensure an accurate representation of information in this proposal, the information is not guaranteed by the Township to be comprehensive or exhaustive. Nothing in the proposal is intended to relieve the Proponents from forming their own opinions and conclusions with respect to the matters addressed in the proposal.

There will be no consideration of any claim, after submission of proposals, that there is a misunderstanding with respect to the conditions imposed by the Proposal and/or Agreement.

**Township of Matachewan
RFP-2025-01 Integrity Commissioner Services
Form of Proposal**

Proponent's submission of bid to:

The Corporation of the Township of Matachewan

Stipulated Bid Price

We/I, _____
(Registered Company Name/Individuals Name)

Of, _____
(Registered Address and Postal Code)

Phone Number: _____ Email: _____

We/I hereby offer to enter into an agreement for the supply of services, as required in accordance to the Proposal for a price of (must be CDN funds and without HST):

1. Annual Retainer \$ _____
2. Annual Rate \$ _____

| | |
|--|----|
| List of Estimated Expenses and Associated Costs: (include list of expenses and associated costs, including description and unit of measure, and/or per unit cost, e.g., mileage, meals, printing, equipment rental, associated office disbursements and any other activity relating to the completion of the assignment) | |
| | \$ |
| | \$ |
| | \$ |
| | \$ |

| | |
|--|----|
| | \$ |
| | \$ |
| | \$ |
| | \$ |

Proposals shall specify the basis of the fee that represents an all-inclusive cost to the Township. Your proposal must clearly state which services are not included in your financial proposal.

| |
|---|
| Provide the description of services covered under the retainer: |
| |

Acknowledgement of Addenda

I/We have received and allowed for ADDENDA NUMBER _____ in preparing my/our proposal.

Bidder's Authorized Official: _____

Title: _____

Signature: _____

Date: _____

Form 1 to be submitted.

Township of Matachewan
RFP 2025-01
Integrity Commissioner Services

Non-Collusion Affidavit

I/ We _____ the undersigned am fully informed respecting the preparation and contents of the attached Proposal and of all pertinent circumstances respecting such bid

Such bid is genuine and is not a collusive or sham bid.

Neither the bidder nor any of its officers, partners, owners, agents, representatives, employees or parties of interest, including this affiant, has in any way colluded, conspired, connived or agreed directly or indirectly with any other Bidder, firm or person to submit a collective or sham bid in connection with the work for which the attached bid has been submitted nor has it in any manner, directly or indirectly, sought by agreement or collusion or communication or conference with any other bidder, firm or person to fix the price or prices in the attached bid or of any other Bidder, or to fix any overhead, profit or cost element of the bid price or the price of any bidder, or to secure through any collusion, conspiracy, connivance or unlawful agreement any advantage against the Township of Matachewan or any person interested in the proposed bid.

The price or prices proposed in the attached bid are fair and proper and not tainted by any collusion, conspiracy, connivance or unlawful agreement on the part of the Bidder or any of its agents, representatives, owners, employees, or parties in interest, including this affiant.

The bid, quotation or proposal of any person, company, corporation or organization that does attempt to influence the outcome of any Township purchasing or disposal process will be disqualified, and the person, company, corporation or organization may be subject to exclusion or suspension.

Dated at: _____ this _____ day of _____, 2025.

Signed: _____

Title: _____

Company Name: _____

Form 2 to be submitted.

Township of Matachewan
RFP 2025-01
Integrity Commissioner Services

Conflict of Interest Declaration

Please check appropriate response:

☐ I/We hereby confirm that there is not nor was there any actual perceived conflict of interest in our Proposal submission or performing/providing the Goods/Services required by the Agreement.

☐ The following is a list of situations, each of which may be a conflict of interest, or appears as potentially a conflict of interest in our Company's Proposal submission or the contractual obligations under the Agreement.

List Situations:

| |
|--|
| |
| |
| |
| |

In making this Proposal submission, our Company has / has no (*strike out inapplicable portion*) knowledge of or the ability to avail ourselves of confidential information of the City (other than confidential information which may have been disclosed by the Township in the normal course of the RFP process) and the confidential information was relevant to the Work/Services, their pricing or quotation evaluation process.

Dated at: _____ this _____ day of _____, 2025.

Signed: _____

Title: _____

Company Name: _____

Form 3 to be submitted.

Township of Matachewan
RFP2025-01
Integrity Commissioner Services

**Accessibility for Ontarians with Disabilities Act, 2005 Compliance
Agreement**

I/We, by our signature below, certify that we are in full compliance with Section 6 of Ontario Regulation 429/07, Accessibility Standards for Customer Service made under the *Accessibility for Ontarians with Disabilities Act, 2005*. If requested, we are able to provide written proof that all employees have been trained as required under the act.

This regulation establishes accessibility standards for customer service as it applies to every designated public sector organization and to every person or organization that provides goods or services to members of the public or other third parties and that have at least one employee in Ontario.

Name: _____ Company Name: _____

Phone Number: _____ Email: _____

I, _____, declare that I, or my company, are in full compliance with Section 6 of Ontario Regulation 429/07, Accessibility Standards for Customer Service under the *Accessibility for Ontarians with Disabilities Act, 2005*.

I, _____, declare that I, or my company, are not in full compliance with Section 6 of Ontario Regulation 429/07, Accessibility Standards for Customer Service under the *Accessibility for Ontarians with Disabilities Act, 2005*, yet fully agree to meet the required compliance training standards on or before the delivery of the required goods and/or services. In an effort to assist non-compliant vendors, a link to a free e-learning course module called Serve-Ability, Transforming Ontario's Customer Service is available at www.gov.on.ca/mcss/serveability/splash.html.

Date: _____

Form 4 to be submitted.

Appendix 01 to RFP 2025-01

The Corporation of The Township of Matachewan

Code of Conduct

By-law No. 2014-026

THE CORPORATION OF THE TOWNSHIP OF MATACHEWAN

BY-LAW NO. 2019-32

**BEING A BY-LAW TO ADOPT A CODE OF CONDUCT FOR
COUNCIL MEMBERS AND LOCAL BOARDS/COMMITTEES**

WHEREAS Section 9 of the Municipal Act, S.O. 2001, Chapter 25, as amended, provides that a municipality has the capacity, rights, powers and privileges of a natural person for the purposes of exercising its authority under this or any other Act; and

WHEREAS Section 19 of the Municipal Act, S.O. 2001, Chapter 25, as amended, authorizes municipalities to pass by-laws respecting Accountability and Transparency of the municipality and its operations and of its local boards/committees and their operations; and

WHEREAS Section 223.2 (1) of the Municipal Act, S.O. 2001, Chapter 25, as amended, authorizes municipalities to establish codes of conduct for members of Council of the municipality and local boards/committees of the municipality; and

WHEREAS the Council of The Corporation of The Township of Matachewan deems it expedient to establish a Code of Conduct for Council and Local boards/committees/Committees of the Corporation;

NOW THEREFORE we, the Council of the Corporation of The Township of Matachewan **HEREBY ENACTS** as follows:

1. That the Code of Conduct for Council Members and Local boards/committees/Committees herein attached as Schedule "A" to this By-Law and forming an integral part of this By-Law, be adopted.
2. That the Mayor and Clerk are hereby authorized to sign this By-Law and to affix the corporate seal thereto.
3. That all previous by-laws and/or motions, or parts thereof, in conflict with or contrary hereto or inconsistent herewith, be and the same are hereby repealed.
4. That this by-law shall come into full force and effect on January 1, 2020 and remain in force and effect.

READ A FIRST TIME this 19th day of December, 2019.

READ A SECOND TIME this 19th day of December, 2019.

READ A THIRD TIME AND FINALLY A PASSED this 19th day of December, 2019.

THE CORPORATION OF THE TOWNSHIP OF MATACHEWAN

BY-LAW NO. 2019-32

Schedule A



Policy: Code of Conduct

Department: Office of the C.A.O.

Effective Date: January 1, 2020

Revision Date:

Review Date:

1. Coverage

This Code of Conduct applies to all Members of the Council of the Township of Matachewan and members of Committees of the Township of Matachewan, and includes members of the public appointed to Committees as representatives on behalf of the Township of Matachewan. It is the responsibility of all members to be aware and comply with this Code and other policies adopted by Township Council.

2. Purpose

The Council of the Township of Matachewan is committed to achieving the highest standards of conduct in its actions which is essential to maintaining and ensuring public trust and confidence in the Municipality's decision-making and operations. Township of Matachewan Council members shall act in an accountable and responsible manner, with integrity and fairness in the decision-making process.

3. Definitions

"Clerk" shall mean an employee authorized to act as the Clerk of the Township of Matachewan.

"Child" has the same meaning as that in the Municipal Conflict of Interest Act.

"Closed Meeting" shall mean a meeting or part of a meeting not open to the public in accordance with the Municipal Act, 2001, S.O. 2001, Chapter 25, as amended.

"Code" means this Council Code of Conduct as it applies to members of Council of the Corporation of the Township of Matachewan.

"Complaint" means an alleged contravention of this Council Code of Conduct.

"Confidential Information" includes information in the possession of or received in confidence by the County that the County is either prohibited from disclosing, or is required to refuse to disclose, under the Municipal Freedom of Information and Protection of Privacy Act (MFIPPA), or other legislation. Generally, the Municipal Freedom of Information and Protection of Privacy Act restricts or prohibits disclosure of information received in confidence from third parties of a corporate, commercial, scientific or technical nature, information that is subject to solicitor-client privilege, and information that is personal information.

Confidential information includes but is not limited to information that is: disclosed or discussed at a Closed Session meeting of Council or committee; circulated to Members of Council and marked "Confidential"; and given verbally in confidence in preparation for or following a meeting that is closed to the public.

"Council" means the Council of the Corporation of the Township of Matachewan.

“Lateral Violence” means inappropriate, offensive, abusive, aggressive, negative, intimidating, or insulting work-related behaviour or abuse of power, which directly or indirectly undermines confidence, devalues ability, or lowers the self-esteem of a worker.

“Municipality” means the Corporation of the Township of Matachewan.

“Municipal Property” means items, services or resources which are the property of the Municipality, including, but not limited to, materials, equipment, facilities, technology, Municipality-developed computer programs or technological innovations, databases, intellectual property and supplies.

“Frivolous” means something that is not worthy of serious consideration, or that is of little or no importance, due to its lack of seriousness or sense.

“Gifts and Benefits” means any cash or monetary equivalent, fee, object of value, service, travel and accommodation, or entertainment.

“Good Faith” means in accordance with standards of honesty, trust and sincerity.

“Hospitality” means instances where there is entertainment of, or by outside parties, for the furtherance of municipal business.

“Integrity Commissioner” means the Integrity Commissioner appointed by the Council of the Corporation of the Township of Matachewan.

“Member” means a member of the Council of the Corporation of the Township of Matachewan, a member of a Committee of the Township of Matachewan and includes any member of the public appointed to a Committee on behalf of the Township of Matachewan.

“Office” means the authority and duties attached to the position of being an elected member.

“Parent” has the same meaning as that in the Municipal Conflict of Interest Act.

“Spouse” has the same meaning as that in the Municipal Conflict of Interest Act.

“Staff” means all full-time and part-time persons hired by the Township, including the Chief Administrative Officer, Directors, Managers, Supervisors, Salaried Employees, Administrative Staff, contract and temporary employees, students and co-op placement staff.

“Vexatious” means without reasonable or probable cause or excuse.

4. General Integrity

4.1 Members are committed to performing their functions with integrity, accountability and transparency.

4.2 Members are responsible for complying with all applicable legislation, by-laws and policies that pertain to their positions as an elected official.

4.3 Members recognize that the public has the right to open government and transparent decision-making.

4.4 Members shall at all times serve and be seen to serve the interests of their constituents and the Municipality in a conscientious and diligent manner and shall approach decision-making with an open mind.

4.5 Members will conduct their dealings with each other in ways that maintain public confidence in the position to which they have been elected or appointed.

4.6 Members will be open and honest, focus on issues rather than personalities, and avoid aggressive, offensive or abusive conduct.

4.7 Members shall refrain from making disparaging remarks about other members of Council, staff, members of the public, or Council’s decisions.

4.8 Members shall avoid the improper use of the influence of their office and shall avoid conflicts of interest, both apparent and real.

4.9 Members shall not extend, in the discharge of their official duties, preferential treatment to any individual or organization if a reasonably well-informed person would conclude that the preferential treatment was solely for the purpose of advancing a private or personal interest.

4.10 For greater clarity, this Code does not prohibit members from properly using their influence on behalf of constituents.

4.11 In accordance with the Municipal Act, 2001 and the Municipal Conflict of Interest Act, every member shall exercise his or her power and discharge his or her official duties in accordance with the following guiding principles:

- a) Seek to advance the common good of the Township of Matachewan;
- b) Exercise care, diligence and skill that a reasonable person would exercise in similar circumstances;
- c) Exercise his or her powers only for the purposes for which they were intended; and,
- d) Truly, faithfully and impartially exercise his or her office to the best of his or her knowledge and ability.

5. Conduct at Council and Committee Meetings

Members shall conduct themselves with decorum at all Township of Matachewan Council and Committee meetings in accordance with the provisions of the Township of Matachewan's Procedure By-law.

6. Discrimination and Harassment

All members have a duty to treat members of the public, one another, and staff with respect, to respect cultural differences and without lateral violence, so that all community members feel competent that they can actively participate in our community and to ensure that the work environment is free from discrimination and harassment. The Ontario Human Rights Code applies and, where applicable, the Municipality's Workplace Harassment Policy.

7. Conduct Respecting Staff

7.1 Members shall acknowledge the fact that staff work for the Township as a body corporate and are charged with making recommendations that reflect their professional expertise and corporate objectives. Municipal Council has the authority to approve budget, policy, governance, and other such matters. Under the direction of the Chief Administrative Officer, Municipal staff serves Council as a whole and the combined interests of all members as evidenced through the decisions of Council as recorded in the minutes and resolutions.

7.2 Members shall acknowledge and respect the fact that staff carry out directions of Council as a whole and administer the policies of the Municipality, and are required to do so without any undue influence from any individual member or group of members.

7.3 Members shall refrain from publicly criticizing individual members of staff in a way that casts aspersions on their professional competence and credibility. The role of staff is to provide advice and services based on political neutrality, objectivity and professional judgement which may not necessarily reflect the opinion or position of a single member of Council.

7.4 Members of Council have no individual capacity to direct staff to perform specific functions. Inquiries of staff from members of Council should be directed to the Chief Administrative Officer or the appropriate Director.

7.5 The Municipal Act, 2001 sets out the roles of members of Council and the municipal administration, including specific roles for statutory officers such as the Chief Administrative Officer, Clerk, Treasurer and the Integrity Commissioner.

7.6 Members of Council are expected to:

- a) Represent the public and to consider the well-being and interests of the Municipality;
- b) Develop and evaluate policies and programs of the Municipality;
- c) Determine which services the Municipality provides;
- d) Ensure the administrative policies, practices and procedures and controllership policies, practices and procedures are in place to implement the decisions of Council;

- e) Ensure the accountability and transparency of the operations of the Municipality, including the activities of the senior management of the Municipality;
- f) Maintain the financial integrity of the Municipality; and
- g) Carry out the duties of Council under the Municipal Act, 2001 or any other Act.

7.7 Municipal staff is expected to:

- a) Implement Council's decisions and establish administrative practices and procedures to carry out Council's decisions;
- b) Undertake research and provide advice to Council on the policies and programs of the Municipality; and
- c) Carry out other duties required under the Municipal Act, 2001 or any Act and other duties assigned by the Municipality.

7.8 Members shall be respectful of the role of staff to provide advice based on political neutrality, professional judgement and objectivity.

7.9 Members should not:

- a) Maliciously or falsely injure the professional or ethical reputation, or the prospects or practice of staff;
- b) Compel staff to engage in partisan political activities or be subjected to threats or discrimination for refusing to engage in such activities; or
- c) Use, or attempt to use, their authority or influence for the purpose of intimidating, threatening, coercing, commanding or influencing any staff member with the intent of interfering in staff's duties.

8. Improper Use of Influence

8.1 As elected officials, members are expected to perform the duties of their office with integrity, accountability and transparency.

8.2 Members should not use the status of their position to influence the decision of another individual to the private advantage of oneself, one's parents, children, or spouse, staff members, friends, or business or other associates.

8.3 In the same manner and as outlined in the Provincial Offences Act, members shall not attempt to influence or interfere, either directly or indirectly, financially, politically or otherwise with employees, officers or other persons performing duties under the Provincial Offences Act.

9. Use of Municipal Property and Resources

9.1 Members have access to municipal resources such as property, equipment, services, staff and supplies, in order to fulfill their roles as elected representatives.

9.2 No member shall use, or permit the use of Municipal property, equipment, services, staff or other resources (such as the Municipal website) for any activity other than purposes connected with the discharge of Municipal Council duties or Municipal Council business.

9.3 No member shall obtain financial gain from the use or sale of municipal-developed intellectual property, computer programs, technological innovations, or other kinds of property, while they are an elected official or thereafter.

10. Conduct Respecting Lobbying

Members, as elected representatives, are often approached by various individuals attempting to influence Council decisions. While lobbying is an acceptable practice, Council members must be aware that it is their responsibility to make decisions based on impartial and objective assessment of each situation, free from the influence of vendor for approval or decision-making.

11. Confidential Information

No member shall disclose or release, by any means, to any member of the public, any confidential information acquired by virtue of their office, in either oral or written form, except as required by law or if authorized by Council resolution to do so.

Members shall not use confidential information, including information that they have knowledge of by virtue of their position, that is not in the public domain, including e-mails and correspondence from other Members, or third parties, for personal or private gain, or for the gain of relatives or any person or corporation.

Members shall not, either directly or indirectly, release, make public or in any way disclose any information received during closed session meetings, or the substance of closed session deliberations, including memorandums, documents or staff reports that are distributed for consideration during the closed session meeting until Council or the Committee discusses the information at a meeting that is open to the public or releases the information to the public. Members of Council shall not access or attempt to gain access to confidential information in the custody of the Municipality unless it is necessary for the performance of their duties and not prohibited by Council policy.

Members are only entitled to information in the possession of the Municipality that is relevant to matters before the Council or a Committee. Otherwise, they enjoy the same level of access rights to information as any other member of the community and must follow the same processes as any private citizen.

12. Gifts, Benefits and Hospitality

12.1 Members are expected to represent the public and the interests of the County, and to do so with impartiality and objectivity. The acceptance of a gift, benefit or hospitality can imply favouritism, bias, or influence on the part of the member. At times, the acceptance of a gift, benefit or hospitality occurs as part of the social protocol or community events linked to the duties of an elected official and their representative role of the Municipality.

12.2 Members shall not accept gifts that would, to a reasonable member of the public, appear to be in gratitude for influence, to induce influence or otherwise to go beyond the necessary and appropriate public functions involved. For these purposes, a gift, benefit or hospitality provided with the member's knowledge to a member's spouse, child or parent that is connected directly or indirectly to the performance of the member's duties is deemed to be a gift to that member.

12.3 Members are not precluded from accepting:

- a) Personal gifts, benefits, rewards, commissions or advantages from any person or organization which are wholly unconnected with the performance of the member as an elected representative;
- b) Political contributions that are otherwise offered, accepted and reported in accordance with applicable law;
- c) Services provided without compensation by persons volunteering their time;
- d) Invitations from charity or not-for-profit organizations to attend their events;
- e) Communication to the offices of a member, including subscriptions to newspapers and periodicals;
- f) Gifts of a nominal value (e.g. baseball cap, t-shirt, book, etc.);
- g) Food and beverages at banquets, receptions, ceremonies or similar events;
- h) A memento received by a member of Council at a function honouring the member;
- i) A memento received as a result of being a speaker, participant or representative of the Municipality at an event;
- j) Gifts or benefits received as a result of social protocol, customs or social obligations that normally accompany the performance of official duties;
- k) Food, lodging, transportation and entertainment provided by other levels of government or other local governments, boards or commissions; and
- l) Sponsorships and donations for community events organized or run by a member or a third party on behalf of a member.

12.4 Those gifts received by members which have significance or historical value for the Township of Matachewan shall be left with the Township of Matachewan Archives when the member ceases to hold office.

12.5 It is recognized that the extension and acceptance of forms of hospitality (including invitations to events, outings, engagements, performances, etc.) is within the activity suite of members. Any hospitality should fall within the following parameters:

- a) Members do not allow themselves to reach a position whereby they might be, or deemed by others to have been, influenced in making a decision as a consequence of the offering or acceptance of such hospitality;
- b) It serves a legitimate business purpose related to the responsibilities of the member;
- c) The person extending the invitation or a representative of the organization, is in attendance; and
- d) The value and frequency is reasonable.

12.6 Members shall return any gifts or benefits or not accept hospitality, which does not comply with these guidelines, along with an explanation of why the gifts, benefits, or hospitality cannot be accepted.

13. Election-Related Activity

Members are required to conduct themselves in accordance with the Municipal Elections Act. The use of municipal resources, both actual municipal property and staff time, for election-related activity is strictly prohibited. The prohibition applies to both the promotion and opposition to the candidacy of a person for elected office. Election-related activity applies not only to a member's personal campaign for office, but also other campaigns for municipal, provincial and federal office.

14. Compliance with the Code of Conduct

14.1 Members are expected to adhere to the provisions of the Code of Conduct.

14.2 Where Council has received a report by its Integrity Commissioner that in his or her opinion there has been a violation of the Code of Conduct, the Municipal Act, 2001 provides Council with the authority to impose the following sanctions:

- a) A reprimand; and
- b) Suspension of the remuneration paid to the member in respect of his or her services as a member of Council or a local board, as the case may be, for a period of up to 90 days.

15. Enforcement of the Code of Conduct - Integrity Commissioner

15.1 The Council shall appoint an Integrity Commissioner to investigate alleged breaches of this Code.

15.2 Any person, including members of the public, county employees and members of Council, who has reasonable grounds to believe that a member has breached a provision of the Code may proceed with a complaint.

15.3 Complaints must be submitted within 6 weeks of the matter becoming known to the individual and no more than 6 months after the alleged violation occurring. No action will be taken on a complaint received beyond these deadlines.

15.4 A complainant may wish to pursue the informal complaint process as established by this Code, but is not required to prior to proceeding with the formal complaint process set out in this Code.

15.5 No member shall obstruct the Integrity Commissioner in the carrying out of his or her responsibilities.

15.6 Any reprisal or threat of reprisal against a complainant or anyone for providing relevant information to the Integrity Commissioner is prohibited.

16. Other Duties of the Integrity Commissioner

16.1 In addition to conducting investigations regarding alleged breaches of the Code of Conduct and other related policies adopted by Municipal Council, the Integrity Commissioner shall have the following responsibilities:

- a) Provide information to Council as to their obligations under the Code.
- b) Provide advice to individual members regarding specific situations as they relate to the application of the Code.
- c) Provide advice to Council on other policies and procedures that relate to the ethical behavior of members.
- d) Provide general advice on conflict of interest issues, noting that this advice may not be used in defense of an allegation related to a conflict of interest.
- e) Provide information to the public regarding the Code and the obligations of members under the Code.
- f) Provide an annual report to Council on activities of the Integrity Commissioner.

16.2 Where an individual member is seeking to obtain advice from the Integrity Commissioner, the member shall submit to the Clerk a completed Request for Advice Form (see Appendix A) which shall be forwarded to the Integrity Commissioner for response.

16.3 The Integrity Commissioner shall provide his or her advice in writing to the member. Any written advice given by the Integrity Commissioner to a member, as it relates to the Code, binds the Integrity Commissioner in any subsequent consideration of the member's conduct in the same matter provided the relevant facts known to the member were disclosed to the Integrity Commissioner.

16.4 Any written requests for advice and responses to such requests are covered under the Municipal Freedom of Information and Privacy Act.

16.5 The Integrity Commissioner's annual report to Council shall include information on the nature and volume of activity for the past year and provide anonymized examples with respect to the advice provided and the nature of complaints received and responded to.

16.6 The annual report of the Integrity Commissioner shall be provided to Council for information. The report is a public document.

16.7 The Integrity Commissioner shall file his or her annual report no later than six months after his or her initial appointment and annually thereafter.

17. Procedure - Informal Complaint

Any individual who has identified or witnessed behavior or activity by a member that appears to be in contravention of the Code may address their concerns as follows:

- a) Advise the member that their behavior or activity contravenes the Code of Conduct.
- b) Encourage the member to stop the prohibited behavior or activity.
- c) If applicable, confirm to the member satisfaction or dissatisfaction with his or her response to the concern identified.
- d) Keep a written record of the incident(s), including dates, times, locations, other persons present and any other relevant information, including steps taken to resolve the matter.
- e) If not satisfied with the response received from the member through the informal process, an individual may proceed with a formal complaint through the Integrity Commissioner as outlined in Part 16. Procedure - Formal Complaint.

18. Procedure - Formal Complaint

Any individual who has identified or witnessed behavior or activity by a member that appears to be in contravention of the Code may address their concerns through the formal complaint process as follows:

- a) All formal complaints must be made using the Municipality's Complaints Form/Affidavit (see Appendix B) and shall be dated and signed by the complainant.
- b) The complaint must include an explanation as to why the issue raised may be a contravention of the Code and any evidence in support of the allegation must be included with the Complaints Form/Affidavit.

- c) Any witnesses in support of the allegation must be identified on the Complaint Form/Affidavit.
- d) The Complaint Form/Affidavit must include the name of the member alleged to have breached the Code, the section of the Code allegedly contravened, the date, time and location of the alleged contravention and any other information as required on the Complaint Form/Affidavit.
- e) The complaint shall be filed with the Clerk who shall confirm that the information is complete as to steps a, b and d of this section. The Clerk will forward the Complaint Form/Affidavit to the Integrity Commissioner who will determine whether the matter is, on its face, a complaint with respect to non-compliance with the Code and not covered by other legislation or policies.
- f) The Integrity Commissioner may request additional information from the complainant.

19. Refusal to Conduct Investigation

19.1 If the Integrity Commissioner is of the opinion that the referral of a matter to him or her is frivolous, vexatious or not made in good faith or that there are no grounds or insufficient grounds for an investigation, the Integrity Commissioner shall not conduct an investigation, or, where that becomes apparent in the course of an investigation, terminate the investigation.

19.2 Other than in exceptional circumstances, the Integrity Commissioner will not report to Council on any complaint described above, except as part of an annual or other periodic report.

20. Response to Complaint Outside of the Jurisdiction of the Integrity Commissioner

20.1 If the complaint received by the Integrity Commissioner is deemed not to be a complaint with respect to non-compliance with the Code, the Integrity Commissioner shall advise the complainant in writing, as follows:

- a) Criminal Matter - if the complaint is an allegation of a criminal nature consistent with the Criminal Code of Canada, the complainant shall be advised that pursuit of such an allegation must be made through the appropriate police service.
- b) Municipal Conflict of Interest - if the complaint is an allegation with respect to matters under the Municipal Conflict of Interest Act, the complainant shall be advised to review the matter with their own legal counsel.
- c) Municipal Freedom of Information and Protection of Privacy - if the complaint is more appropriately addressed under the Municipal Freedom of Information and Protection of Privacy Act, the complainant shall be referred to the Clerk to have the matter reviewed under that Act.

20.2 If the matter is covered by other Municipal policies or legislation, the complainant will be advised and directed to proceed in a manner that is considered appropriate by the Integrity Commissioner.

21. General Provisions

Appendix A, being the Request for Advice Form, Appendix B, being the Council Code of Conduct - Formal Complaint Form/Affidavit and its Schedule A, Additional Information Form and which are attached.

Township of Matachewan

Email Address: _____

[illegible]

Township of Matachewan

_____ (County of residence) in the Province of Ontario

1. I have personal knowledge of the facts as set out in this affidavit, because

The particulars of which are as follows: (set out the statements of fact in consecutively numbered paragraphs in the space below, with each paragraph being confined as far as possible to a particular statement of fact. If you require more space please use the attached Schedule A form (Additional Information form). If you wish to include exhibits to support this complaint, please refer to the exhibits as Exhibit A, B, etc. and attach them to this Affidavit)

Council Code of Conduct

(if more than one page is required, please copy this blank page and mark each additional page as 2 of 2, 2 of 3, etc. at the top right corner)

[illegible]

The Township of Matachewan defines Bullying and **Lateral Violence** as inappropriate, offensive, abusive, aggressive, negative, intimidating, or insulting work-related behaviour or abuse of power, which directly or indirectly undermines confidence, devalues ability, or lowers the self-esteem of a worker.

Appendix 02 to RFP 2025-01

The Corporation of the Township of Matachewan
Procedural By-law
No. 2025-18

THE CORPORATION OF THE TOWNSHIP OF MATACHEWAN

BY-LAW No. 2025-18

BEING A BY-LAW TO REGULATE PROCEDURES OF THE COUNCIL OF THE CORPORATION OF THE TOWNSHIP OF MATACHEWAN.

The Council of the Township of Matachewan enacts as follows:

1. In this By-Law:
 - a) *Agenda* and *Orders of the Day* shall be considered synonymous;
 - b) *Chair and presiding officer* are synonymous and means the person presiding at meetings of Council and/or its committees;
 - c) *Clerk* means the Township Clerk;
 - d) *Committee* means a regular, special or joint meeting of the committees, as well as full Council;
 - e) *Committee of the Whole* means Council sitting in Committee;
 - f) *Council* means the Council of the Township of Matachewan;
 - g) *Electronic Meeting* means a meeting of Council or Committee of Council that is conducted using remote electronic access by members. A Quorum as defined within this by-law is required.
 - h) *In Closed Session (In-Camera)* means Council or Committees sitting in a session not open to the public to discuss certain matters as specified in this By-Law;
 - i) *Meeting* means a meeting of Council or Committee of Council;
 - j) *Member* means a member of Council;
 - k) *Motion* means any proposition before Council or Committee.
When it is stated for acceptance or rejection it is termed a “question”; and when adopted it becomes the “resolution”.

Main or substantive motion means any motion except the following:
 - i. To extend the time of the meeting;
 - ii. To refer;
 - iii. To amend;
 - iv. To lay on the table or defer;
 - v. To postpone indefinitely or to set a specific day;
 - vi. To adjourn;
 - l) *Quorum* means majority of the members of Council or Committees (3 is a clear majority of Council);
 - m) *Question* means that the vote now be taken;
 - n) *Roll Call (Recorded Vote)* means the calling for the yeas and nays of all members of Council by any member of Council and the yeas and nays of each individual member of Council shall be so noted in the minutes;
 - o) The use of the words “shall” and “must” shall be considered synonymous.

2. In all proceedings at or taken in this Council, the following rules and regulations shall be observed and shall be the rules of regulations for the order and dispatch of business in the Council and in the Committees thereof, and all rules existing and inconsistent with the By-Law at the time of passing thereof are hereby repealed.
3. Except as herein provided, the rules of order of the Legislative Assembly of Ontario shall be followed for governing the proceedings of the Council and the conduct of its members. Robert's Rules of Order shall be the official parliamentary guide. Any standing rule, order of Council or provision of this bylaw may be suspended for a single meeting by resolution of Council, provided two-thirds of all the members of the Council vote in favour thereof.
4. **Acting Chair:** The member of the Council of the Township of Matachewan who shall preside when the Head of Council is absent from the municipality, or absent through illness, shall be the Councillor designated as the Acting Mayor in the Council Committee by-law and while so acting, shall have the powers and duties of the Chair. If the Chair or Vice-Chair is not present to open the meeting within fifteen (15) minutes from the time of such opening, the Council, by resolution, shall elect a Presiding Officer.
5. The Inaugural Meeting of Council shall take place in accordance with the provisions of the Municipal Elections Act, 1996.
6. The regular meeting shall be held in the Council Chambers at the hour of 6:00 P.M.
7. The first regular meeting of each year shall be held on the third Wednesday of January.
- 8.
9. Unless otherwise stipulated, the Council shall meet at 6:00 P.M., standard time and daylight-saving time as applicable, on the first and third Wednesday of the months of February, March, April, May, June, September, October, November and December.
10. For the Summer months, unless otherwise stipulated, Council shall meet at 6:00 P.M., daylight-saving time, on the first Wednesday of the month of July and the third Wednesday of the month of August.
11. When a public holiday falls on a regular meeting day, Council shall decide the date of the next regular meeting.
12. Except as otherwise provided by the Municipal Act, or other statutes, Council may by resolution dispense with, alter the time, day or place of any meeting.

NOTICE OF MEETING

13. The Clerk shall give notice of each regular meeting and special meeting of Council of each Committee to the members of Council and to the Directors concerned with such

meeting;

The Notice shall be accompanied by the Agenda and any matter so far as known to be brought before such meeting;

The Notice shall be delivered to each member so as to be received not later than two (2) calendar days previous to the day of the meeting;

Failure to receive the notice shall not affect the validity of holding the meeting or any action taken thereat.

SPECIAL MEETING

14. The Head of Council may at any time summon a special meeting of Council on twenty-four (24) hours notice to the Members of Council, or, upon receipt of the petition of the majority of the Members of the Council, the Clerk shall summon a special meeting for the purpose and at the time mentioned in the petition. Twenty- four (24) hours notice of a special meeting of Council shall be given to the Members through the Clerk's office. The only business to be dealt with at a special meeting is that which is listed in the notice of the meeting.

No resolution or by-law shall be passed at such special meeting without a vote in excess of 50% of the Whole Council.

EMERGENCY MEETING

15. In case of the death, resignation or illness of the Mayor or other Members of Council, or in case of urgency, the Head of Council, the Chief Administrative Officer (CAO), then the Clerk may summon an emergency meeting as directed for this purpose. Before the emergency meeting begins, it is necessary that a motion be recorded, by which the members waive notice and agree to meet for a named purpose or purposes. This must be approved by two-thirds of the total Council.

If a Council vacancy occurs on or after the 1st of October in an election year, such vacancy shall not be filled. Where the office of the Mayor or other head is vacant, the Council shall appoint one of their number as Acting Mayor who shall have the same authority as the Head during the duration of the vacancy. If Council does not pass a bylaw to hold an election to fill a particular vacancy, then the Council must appoint a person who has consented to accept the office. In the case of the office of Councillor, such person must have the necessary qualifications.

In the case of the Office of the Mayor, the person must be a member of the Council. When more than one person is nominated for appointment to fill a vacancy, a vote of the members must be taken. In case of a tie, the CAO is to select the candidate by lot. For special or emergency meetings, the Agenda shall be prepared as provided in Section 16 so far as applicable;

REGULAR MEETING

16. It shall be the duty of the Township Clerk:
 - a) To prepare the Agenda of Council and appropriate Committees.
 - b) To accept items for the Agenda from the Chair, Members of Council, the Chief Municipal Officers, Directors and Committee reports.
 - c) To receive petitions and communications from the public and if, in the opinion of the Clerk, in consultation with interested parties and the CAO, the matter warrants the consideration of Council, to place the petition or communication on the Agenda of Council or Committee.
 - d) When the Clerk directs a petition or communication to the relevant Committee, it shall be considered as properly directed unless Council, by two-thirds vote and without debate, deems otherwise.
 - e) When possible, and where required, a report from the Director relative to the subject matter shall be prepared.
 - f) Copies of all correspondence and petitions shall be forwarded to Council, the CAO and the appropriate Director. If anyone wishes to have the correspondence placed on the agenda, then they are to contact the Clerk with their request to place such item on the next available Council meeting.
 - g) All items for the agendas shall be delivered in writing to the Clerk, a week prior to the meetings of Council or Committees.
 - h) The Clerk or designate is authorized to ensure that the Council Chamber or meeting place of Council and its Committees is not obstructed by placards, signs or materials and the Clerk is authorized to direct the removal of such materials from the Council Chamber or meeting place. The Clerk is authorized to eject persons for failure to comply with the request for removal. The Clerk is authorized to seek the assistance of the Police Department in such removal, if deemed necessary.
17. The Clerk shall have prepared for the use of members at regular meetings, the Agenda as follows:
 1. Call to Order and Land Acknowledgment
 2. Approval of the Agenda
 3. Declaration of Pecuniary Interest
 4. Guests, Petitions and Delegations
 5. Acceptance of Minutes and Recommendations
 6. Communications and Correspondence
 7. Consideration of Notices of Motion
 8. Introduction, Readings and Consideration of By-Laws
 9. Questions from Council
 10. Notice(s) of Motion
 11. Councillor's Reports
 12. Additional Information
 13. Closed Session

14. Matters from Closed Session
15. Confirmation By-Law
16. Adjournment

The business of each meeting shall be taken up in the order in which it stands upon the Agenda unless otherwise decided by Council.

All motions called in pursuance of the Orders of the Day and not disposed of, shall be placed on the Agenda for the next regular meeting, unless otherwise decided by Council.

18. As soon after the hour fixed for the holding of the meeting of the Council as a quorum is present, the Head of Council shall take the Chair and call the meeting to order.
19. If no quorum is present one half hour after the time appointed for a meeting of the Council or Committee, the Clerk shall record the names of the Members present and the meeting shall stand adjourned until the date of the next regular meeting.
20. No item of business may be dealt with at a Council meeting after eleven (11:00) P.M.

THE CONDUCT OF PROCEEDING AT A MEETING OF COUNCIL

21. It shall be the duty of the Head of Council or other presiding officer:
 - (1) to open the meeting of Council by taking the chair and calling the Members to order;
 - (2) to announce the business before the Council in the order in which it is to be acted upon;
 - (3) to receive and submit, in the proper manner, all motions presented by the Members of Council;
 - (4) to put to vote all questions which are regularly moved and seconded, or necessarily arise in the course of proceedings, and to announce the result;
 - (5) to decline to put to vote motions which infringe the rules of procedure;
 - (6) to restrain the Members, within the rules of order, when engaged in debate;

- (7) to enforce on all occasions the observance of order and decorum among the members;
 - (8) to call by name any Member persisting in breach of the rules of order of the Council, thereby ordering him to vacate the Council Chambers;
 - (9) to receive all messages and other communications and announce them to the Council;
 - (10) to authenticate, by his or her signature when necessary, all by-laws, resolutions, and minutes of Council;
 - (11) to inform the Council, when necessary or when referred to for the purpose, in a point of order or usage;
 - (12) to represent and support the Council, declaring its will, and implicitly obeying its decisions in all things;
 - (13) to ensure that the decisions of Council are in conformity with the laws and bylaws governing the activities of the Council;
 - (14) to adjourn the meeting when the business is concluded;
 - (15) to adjourn the meeting without question put in the case of grave disorder arising in the Council Chamber.
22. When a Committee Meeting is to follow an open meeting of Council, it shall be the duty of; and at the discretion of; the Head of Council or other Presiding Officer, to permit a recess of up to 10 minutes between the adjournment of the Open meeting and the commencement of the Committee meeting.
23. Minutes shall record:
- a) The place, date and time of meeting;
 - b) The names of the Presiding Officer or Officers and record of the attendance of the Members;
 - c) The reading, if requested, corrections and adoption of the minutes of prior meetings;
 - d) A counting of the number of votes for and the number of votes against a motion put forth before the committee;
 - e) All other proceedings of the meeting without note or comment;
24. It shall be the duty of the Clerk to ensure that the minutes of the last regular

meeting, and all special and Standing Committee meetings held more than five (5) calendar days prior to a regular meeting, together with the agenda, prepared in accordance with the Section 16, are posted to the website. The Clerk shall then email a notification to all members, not less than forty-eight (48) hours before the hour appointed for the holding of such regular meeting, that the minutes and agendas are posted on the website. If email is not available then the member will be called and the minutes/agenda will be placed in their mailbox.

25. Such minutes as referred to in Clause 23 may be accepted by Council without having been read at the meeting considering the question of their acceptance, and in other cases, the minutes shall be read prior to consideration of acceptance.
26. Committee Reports shall not be received by the Council unless received by the members in accordance with Clause 23 and may be recommitted to the same or a different committee.
27. Every communication, including a petition designed to be presented to the Council, shall be legibly written or printed and shall not contain any obscene or improper matter or language and shall be signed by at least one person and filed with the Clerk.
28. Every petition or communication shall be delivered to the Clerk not less than a week before the commencement of the meeting of Council.
29. The Clerk shall read the substance thereof to the Council but any Member may require the reading of part or all thereof.
30. All petitions or communications on any subject within the cognizance of a Standing Committee shall on presentation, unless otherwise disposed of by Council forthwith, be considered as referred to the appropriate Committee as the case may be without any motion or debate unless otherwise ordered by Council.
31. Persons desiring to present information verbally on matter of fact or make a request of Council shall give notice in accordance with Clause 15(g) and may be heard by leave of Presiding Officer of Council, but shall be limited in speaking to not more than ten (10) minutes except that a delegation consisting of more than five (5) persons shall be limited to two (2) speakers, each limited to speaking not more than ten (10) minutes in total. At leave of Council, a maximum of five persons may speak on a subject so long as the total time does not exceed more than ten (10) minutes.
32. The Presiding Officer may state his or her position on any matter before the Council prior to the commencement of debate. Should the Presiding Officer

wish to take part in the debate, he or she shall vacate the Chair and shall call upon the Acting Chair to fill his or her place until he or she resumes the Chair.

33. Every member, after being recognized and previous to speaking to any matter or motion, shall respectfully address the Chair.
34.
 - a) A member shall not speak more than once on a matter without leave of Council, except;
 - (1) In explanation of a material part of the speech which may have been misunderstood; or
 - (2) In reply after everyone else wishing to speak has spoken, provided that member has presented the motion to Council; but not if the member has moved an amendment to the motion under discussion.
 - b) No member, without leave of Council, shall speak to the same matter, or reply, for longer than ten (10) minutes.
35.
 - a) Through the Presiding Officer, a member may ask for an explanation of any part of the previous speaker's remarks.
 - b) Through the Presiding Officer, a member may ask questions to obtain information relating to the minutes presented to Council, or to any clause contained therein.

MEMBER CONDUCT

36. When a Council Member is present at a Council Meeting at which any matters in which he or she has a pecuniary interest are discussed, that Member must publicly disclose his or her interest and what that interest is. The Member must then refrain from discussion of, or voting on, any question relating to those matters. In an open meeting the Member must remove himself/herself from the table and in a closed meeting the Member must remove himself/herself from the room until the matter is disposed of by Council or Committee.

A pecuniary interest may be defined as any circumstance where the personal interest of the Member may prevent, or appear to prevent the member from giving an unbiased decision with respect to such a matter. All Council Members will be guided by "The Municipal Conflict of Interest Act" and rules of standing order, as may be amended from time to time in determining any

direct or indirect conflict of interest. It is the responsibility of the Member to determine whether he/she is in conflict.

All disclosures of conflict shall be recorded by the Clerk in a conflict book of record.

37. A member shall not:
- a) speak disrespectful of the reigning sovereign, or any Member of the Royal Family, or the Governor-General, the Lieutenant-Governor of any province, the Prime Minister of Canada or any Member of the Senate, the House of Commons of Canada or the Legislative Assembly of the Province of Ontario;
 - b) use offensive words or unparliamentary language in Council;
 - c) disobey the rules of the Council or the decision of the Presiding Officer or of Council on questions of order or practice, or upon the interpretation of the rules of Council;
 - d) leave his or her seat or make any noise or disturbance while a vote is being taken and the result is declared;
 - e) interrupt a member while speaking, except to raise a point of order;
 - f) pass between a member who is speaking, and the Chair
38. a) A member who persists in a breach of the foregoing section, after having called to order by the Presiding Officer may at the discretion of the Chair be ordered to leave his or her seat for the duration of the meeting.
- b) By a majority vote of Members present, the Member may resume his or her seat following a verbal apology to Council or Committees.
39. A member who wishes to leave the meeting of Council prior to adjournment shall so advise the Presiding Officer and the time of departure shall be noted in the minutes.
40. A member who desires to address Council upon a matter, which concerns the rights and privileges of the Council collectively, or of himself as a Member thereof shall be permitted to raise such matter of privilege. A matter of privilege shall take precedence over other matters. While the Presiding Officer is ruling on the point of privilege, no one shall be considered to be in possession of the floor.
41. a) A member who desires to call attention to a violation of the rules of procedure shall ask leave of the Presiding Officer to raise a point of

order. When leave is granted, the Member shall state the point of order with a concise explanation and shall attend the decision of the Presiding Officer upon the point of order. The speaker in possession of the floor when the point of order or privilege was raised shall have the right to the floor when debate resumes.

- b) A member called to order by the Presiding Officer shall immediately vacate the floor until the point of order is dealt with, and shall not speak again without the permission of the Presiding Officer unless to appeal the ruling of the Chair.

- 42.
 - a) The decision of the Presiding Officer shall be final, subject to an immediate appeal by a Member of Council.
 - b) If the decision is appealed, the Presiding Officer shall give concise reasons for his or her ruling and Council, without debate, shall decide the question; the ruling of Council shall be final.

PUBLIC CONDUCT

- 43. It is a meeting of Council to which the public has the right to attend. The primary role of the public is to observe. The public may speak or participate at a meeting in accordance with the Procedure By-law, should the matter warrant the consideration of Council in accordance with, but not limited to, Clause 15. c), Clause 15. g) and Clause 30.
- 44. The public shall not:
 - a) speak or participate at a meeting except in accordance with the Procedure By-law.
 - b) use offensive words or unparliamentary language in or against Council, or against any member, staff or guest;
 - c) debate an issue at the meeting;
 - d) speak on any subject other than the item on the agenda;
 - e) interrupt a member while speaking;
 - f) leave his or her seat or make any noise or disturbance while a vote is being taken and the result is declared;
 - g) pass between a member who is speaking, and the Chair
 - h) disobey or resist the rules of the Council or the decision of the Presiding Officer or of Council on questions of order or practice, or upon the interpretation of the rules of Council;

MOTIONS

NOTICE OF MOTION

45. Notices of motion may be received by the Clerk at any time and each Motion, received in accordance with Section 15(g) shall be included on the Agenda for that meeting. A notice of motion may also be received by the Clerk prior to the closing of the Council meeting. In this event, the Presiding Officer shall read the notice of motion, which shall be recorded in the minutes and shall form part of the Agenda for the subsequent Council meeting. A notice of motion requires a seconder only at the time of debate.
46. A Member who hands a written notice of motion to the Clerk to be read at any regular Council Meeting, must be present during the reading of the notice.
47. A motion, notice of which has been given, if not moved and seconded on the day and at the meeting for which notice has been given, cannot be moved at any subsequent meeting without notice being given on the Agenda for such meeting.

GENERAL

48. Every motion, when read and presented to the Presiding Officer, is the property of Council; a motion may only be withdrawn with the consent of the majority of Council, or Committee of Council present.
49. Motions shall be debated in the order of presentation to the Presiding Officer.
50. Any member may require the motion under discussion to be read at any time during the debate, except when a member is speaking.
51. The following matters and motions with respect thereto may be introduced orally without written notice and without leave, except as otherwise provided by these Rules of Procedure;
 - (i) a point of order or personal privilege;
 - (ii) presentation of petitions;
 - (iii) to lay on the table;
 - (iv) to postpone indefinitely or to a day certain;
 - (v) to move the previous question.
52. A motion, relating to a matter not within the jurisdiction of the Council or

Committee of Council shall not be in order.

REFER/DEFER

53. A motion to refer or defer shall take precedence over any motion or amendment, except a motion to adjourn.
- a) A motion to refer shall require direction as to the body to which it is being referred and is not debatable.
 - b) A motion to defer must include a reason for deferral and is not debatable.

VOTING

54. When a motion that the vote now be taken (question) is presented, it shall be put to a vote without debate and if carried by a majority vote of the Members present, the original motion and any amendments thereto shall be submitted to a vote immediately, without further debate.
55. When the Presiding Officer commences to take a vote, no Member shall speak to or present another motion until the vote has been taken on such motion, amendment or amendment to the amendment.
56. Each Member, including the Presiding Officer present at a meeting of Council or Committee shall vote when the vote is taken on a matter, unless prohibited from so doing by Statute or Declaration of Conflict; a Member present, refusing to vote or abstaining from the vote shall be deemed to have voted in the negative; where there is an equality of votes, the question is lost.
57. When a Member present requests a roll call vote, all Members present, unless prohibited by statute, must vote in alphabetical order. Except when a roll call vote is taken in a closed session, the names of those who voted for and others who voted against, shall be noted in the minutes. The Clerk shall announce the results.
58. A member who disagrees with the announcement made by the Presiding Officer of the result of the vote may immediately object to the Presiding Officer's declaration and the vote shall be retaken by the Clerk.
59. An objection to any resolution shall not be recorded unless a roll call vote is required.

AMENDMENT/SEPARATION

60. a) Only one at a time shall be presented to the main motion and only one amendment shall amendment shall be presented to the amendment; when the amendment to the amendment has been disposed of; another may be introduced and when an amendment has been decided, another

may be introduced. In the case of an amendment, the amendment to the main motion shall not be withdrawn until the amendment to the amendment has been withdrawn or defeated. The amendment shall be similar in import to the question, which it is proposed to amend.

- b) The amendment to the amendment, if any, shall be voted upon first and if no other amendment to the amendment is presented, the amendment shall be voted upon; if any amendment is carried, the main motion as amended shall be then put to the vote.
- c) Nothing in this section shall prevent other proposed amendments being read for the information of the Members.

- 61. When the question under consideration contains distinct propositions, the vote upon each proposition shall, at the request of any Member, be taken separately.

NEW MATTER

- 62. A motion for introducing new matter shall not be presented without notice, unless Council without debate, dispenses with such notice by two-thirds vote of Members present.

RECONSIDERATION

- 63. After a substantive motion has been decided, any Member who voted or is deemed to have voted thereon may at any time prior to adjournment of the meeting at which such substantive motion was decided, give notice in writing that he or she will move at the first meeting held thereafter for a reconsideration thereof.
- 64. The Council may immediately, upon such notice having been given, vote as to whether or not such notice or reconsideration be entertained.
- 65. After such notice has been given and accepted, no action shall be taken to carry into effect the main motion until after the motion to reconsider has been disposed of.
- 66. Every motion for reconsideration considered at a subsequent meeting shall be declared lost, unless the majority of the Council vote therefore.
- 67. No discussion on the main question shall be allowed upon an accepted notice of reconsideration or upon the motion to reconsider unless and until the Council shall have voted to reconsider the same, but the Member

who gives the notice may have the privilege of stating his or her reasons for doing so.

68. No question upon which a notice of reconsideration has been accepted shall be considered more than once, nor shall a vote to reconsider be reconsidered.
69. The words “the first meeting held thereafter” in Clause 60 shall mean the first regular meeting of the Council or a meeting called specially to consider the accepted motion of reconsideration of which notice has been given.
 - a) An issue or item that has formally been presented to Council and has formally been resolved and adopted by Council, shall not be placed on any forthcoming agenda of Council for a period of not less than six months from the date of resolution of the matter and that the Clerk be and is hereby authorized to disallow any such item on the agenda with the explanation to the individual or corporation presenting the item. Further, that the Clerk, may at his or her discretion, place an item on the agenda that has been resolved within the six month period provided only that new facts or circumstances are sufficient to warrant placing such item on the agenda, and further that Council may re-introduce a resolved issue provided that at least two-thirds (2/3) of the Council are in agreement to re-introduce.

POINT OF ORDER AND PRIVILEGE

70. The Presiding Officer shall preserve order and decide question of order.
71. When a Member rises to a point of order he or she shall ask leave of the Presiding Officer to raise a point of order and after leave is granted he or she shall state the point of order to the Presiding Officer and sit down and remain seated until the Presiding Officer shall have stated and decided the point of order.
72. Thereafter, a Member shall only address the Chair for the purpose of appealing the Presiding Officer's decision to the Council.
73. If no Member appeals, the decision of the Presiding Officer shall be final.
74. The Council, if appealed to, shall decide the question without debate and its decision shall be final.

ADDENDUM

75. An item shall not be placed on the addendum unless in the opinion of the Clerk, the matter is of an emergency nature and should be dealt with immediately rather than be deferred to a regular meeting of the Council. Before any items on the addendum can be considered, a motion authorizing the Council to deal with all or any of the items on the addendum must be passed on two-thirds of the Council present, which two-thirds must be in excess of fifty percent (50%) of the full Council.

ADJOURNMENT

76. A motion to adjourn a meeting shall be in order except:
- when a Member, who is not making the motion, is in possession of the floor; or
 - when it has been decided that the vote be now taken; or
 - during the taking of a vote
77. Members shall not leave their places on adjournment until the Presiding Officer vacates the Chair.
78. Council shall adjourn at the hour of 11:00 P.M. if in session at that hour, unless otherwise determined by a vote of two-thirds of the members present.

CLOSED (IN CAMERA) MEETINGS

79. All meetings shall be open to the public unless the subject matter being considered is the following:
- a) The security of the property of the municipality or local board;
 - b) Personal matters about an identifiable individual, including municipal employees;
 - c) A proposed or pending acquisition or disposition of land by the municipality;
 - d) Labour relations or employee negotiations;
 - e) Litigation or potential litigation, including matters before administrative tribunals, affecting the municipality;
 - f) Advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - g) A matter in respect of which a closed meeting may be held under

another Act; and

- h) The meeting is held for the purpose of educating or training the members and at the meeting, no member discusses or otherwise deals with any matter in a way that materially advances the business of decision-making of the council.

- 80. Before Council goes into a closed meeting they must pass a resolution in open council declaring the reasons for going into a closed meeting.

BY-LAWS

- 81. Every By-Law shall be proposed and seconded by a written motion. Every by-law shall be introduced by the Presiding Officer reading the resolution which will state who is the proposer and who is the seconder. Readings of a by-law may be broken down as required by legislation or by motion of council.
- 82. The contents of the bylaw shall be contained on the Agenda and incorporated in the bylaw resolution.
- 83. Every bylaw shall have three readings prior to it being passed, and signed by the Mayor and Township Clerk.
- 84. A bylaw which has been defeated at any stage of the order of procedure shall be subject to a motion to reconsider. The foregoing rules shall apply except when a motion to reconsider a bylaw is carried by a two-thirds vote, the next order of business shall be a motion that leave be given to introduce the bylaw. If such motion is carried, the bylaw shall be dealt with in accordance with the usual order of procedure.

COMMITTEE OF THE WHOLE

- 85.
 - a) When Council meets as the Committee of Whole of Council, the Chair may vacate the Chair and the Acting Mayor shall be the Presiding Officer.
 - b) The Chair of the Committee whose report is under consideration, or the Member who introduced the question shall not be required to take the Chair.
- 86. The rules governing the procedure of the Council and the conduct of its Members shall be observed in the Committee of the Whole so far as applicable, except;

- no motion shall require to be seconded
 - no roll call vote shall be recorded in the minutes
 - the number of times a Member may speak on any question shall not be limited, provided no Member speaks more than once until every Member who wishes to do so has spoken
 - a motion for adjournment shall not be allowed.
87. A motion that “no action be taken” shall always be in order. Such motion is not debatable and shall take precedence over any other motion. On the affirmative vote, the subject shall be considered as disposed of in the negative and the next order of business dealt with.
88. The Presiding Officer shall have all the powers and duties of the Chair of Council under the Procedure By-Law with the following exceptions:
- a) An appeal from the ruling of the Presiding Officer shall be directed to the Chair, subject to an appeal to the members;
 - b) When a member persists in any disobedience, or when any other disorder arises, the Chair shall immediately resume the Chair without any question being put and Council shall be deemed to be resumed.
89. A motion to rise and report progress shall always be in order, except when a Member is in possession of the floor, or during the taking of the vote. Such motion is not debatable.
90. Each Committee at its first meeting in the year shall elect a Committee Chair and Committee Vice-Chair from among its Members and shall arrange its own schedule of meetings.
91. A Committee Chair may be removed by a vote of majority of the Committee, but no such motion shall be in order unless preceded by a notice of motion.
92. A quorum shall be a majority of those appointed by bylaw to a Committee by the Council but does not include the Mayor in their ex-officio capacity.
93. If a Chair or Vice-Chair of any Committee is not present within fifteen (15)

minutes from the time of the opening of the Committee meeting, the Members present shall by resolution elect another Member of the Committee to preside and that Member shall discharge the duties of the Presiding Officer for that meeting, or until the arrival of the Committee Chair.

94. The rules governing the procedure of Council shall be observed in all Committees insofar as applicable except that:
- the number of times a Member may speak on a question shall not be limited
 - the Committee Chair shall have the same privileges as other Members
95. The Mayor shall be ex-officio a Member of all Committees of Council and shall have the same rights and privileges as any other Member of the Committee, but shall not constitute part of the quorum.
96. Any Member, including the Committee Chair, may propose or second a motion and all Members including the Committee Chair shall vote on all motions except when disqualified by reasons of interest or otherwise; a tie vote at Committee level shall be considered lost.
97. (a) Any member who refuses or neglects to attend the regular or special meetings thereof may be reported to Council by the Committee Chair.
- Council may remove such Member from the Committee and appoint another Member in his or her place.
- (b) A Committee which refuses or neglects to give due consideration to any matter before it, may, by Council resolution, be discharged from such responsibility.
- Council may allot such responsibility to another Committee.
- (c) Each Committee, in the exercise of its several functions, when same is not described by statute or by bylaw, is subject to the control and direction of Council.
98. Each Committee shall submit minutes to Council on all matters connected with their duties, or referred to them by Council.

99. Special Meetings of Committees shall be called by the Clerk on the request of the Committee Chair, or when requested in writing to do so by a majority of Committee Members.
100. A special Committee may be appointed by Council to consider a specific matter.
101. Meetings of Committees shall be open to other Members of Council who may, with leave, take part in any discussion or debate, but such other Members shall not vote.
102. Except as herein provided, meetings or parts of meetings may be held in closed session on a decision by the majority of those present in accordance with Clause 76.
103. The Chief Administrative Officer, Directors or their designates, shall render assistance to Council or any Committee and shall attend meetings of the Council and Committees when required and shall have the right to speak but not to vote.

APPOINTMENTS

104. In making appointments to the various legislated boards within the jurisdiction of the Township, the following shall be the practice;
 - (a) At least sixty (60) days prior to the inaugural Council meeting, the Clerk shall advertise locally outlining the various positions to be filled on the Township's boards and inviting applications from interested citizens.
 - (b) The Clerk will ascertain the above qualifications of each applicant.
 - (c) All applications for appointments to boards must be in writing at least thirty (30) days prior to the first regular meeting of Council in any year, and all applicants must meet the same qualifications as electors in the municipality; exceptions may be made by the Township Clerk.
 - (d) Copies of all letters received for each position shall be submitted along with the agenda for the first regular meeting of Council.
 - (e) The Members of Council shall go into a closed meeting regarding personal matters about an identifiable individual (in-camera) to select the required number of candidates.
 - (f) The selected candidates will then be appointed by by-law at the next regularly scheduled Council meeting.

REPEALS AND AMENDMENTS

105. Any provision of this by-law may be repealed, amended or varied and additions may be made to this by-law by a majority vote, provided that no motion for that purpose may be considered unless notice thereof has been given at a preceding regular meeting. Such notice may not be waived.

VIDEO/AUDIO RECORDING EQUIPMENT

106. (a) Persons, Groups and Organizations, other than the official media, that wish to record Council proceedings shall advise the Clerk of their intent twenty-four
- (24) hours prior to the Council Meeting, (i.e. prior to 6:00 P.M. on the day preceding the day of the meeting).
- (b) Council may, without debate, dispense with notice by a two-thirds vote of the Members present.
- (c) Persons, Groups and Organizations, other than the official media, recording Council proceedings shall not impede, infringe nor interfere with Council proceedings and shall not be permitted to locate their person or equipment further forward (closer) than the first row of spectator seating in the Council Chambers.
- (d) Prior to the recording of any proceeding by Council or its committees, the Presiding Officer or Chair as the case may be shall first request the willingness of the spectators present as to their wish to be videotaped. Such willingness to be determined by a "show of hands" to be tabulated by the Clerk. The Presiding Officer or Chair as the case may be shall advise those wishing to videotape the proceedings whether such taping may take place based on the foregoing.

ELECTRONIC PARTICIPATION DURING A DECLARED EMERGENCY

- 107.
- a) a meeting may be conducted and members may participate electronically, including, but not limited to debate and voting;
 - b) Members shall be permitted to participate in Closed Session proceedings including, but not limited to debate and voting;
 - c) a member of Council or local board or committee of either of them who is participating electronically in a meeting shall be counted in determining whether or not a quorum of members is present at any point in time;
 - d) despite subsection 3.2 of the *Municipal Act, 2001*, a member of a council, of a local board or of a committee of either of them may participate electronically in a meeting that is closed to the public, and
 - e) Council may hold a Special or Emergency Meeting and no notice is required to amend any sections of this procedure by-law.

108. By-Law 2023-24, as amended, is hereby repealed

Appendix 02 to RFP 2025-01

The Corporation of the Township of Matachewan
Accountability and Transparency Policy
By-Law 2024-14

THE CORPORATION OF THE TOWNSHIP OF MATACHEWAN**BY-LAW NUMBER 2024-19**

BEING A BY-LAW to adopt Policy No. 2024-02: Accountability and Transparency which provides for the manner in which the municipality will try to ensure that it is accountable to the public for its actions, and manner in which the municipality will try to ensure that its actions are transparent to the public.

WHEREAS Section 270, Municipal Act, 2001 S.O. 2001, Chapter 25, as amended, provides that a local municipality shall adopt and maintain policies with respect to the manner in which the municipality will try to ensure that it is accountable to the public for its actions, and the manner in which the municipality will try to ensure that its actions are transparent to the public;

NOW THEREFORE the Council of The Corporation of the Township of Matachewan enacts the following as a By-Law:

1. **THAT** all by-laws/resolutions inconsistent herewith and hereby repealed.
2. **THAT** Policy No. 2024-02: Accountability and Transparency Policy herein attached as Schedule "A" to this By-Law and forming an integral part of this By- Law, be adopted.
3. **THAT** the Mayor and Clerk be are hereby authorized to sign this By-Law and to affix the corporate seal thereto.
4. **THAT** this By-Law is enacted upon the third and final reading hereof.

READ a first, second and third time and be finally passed this **1st** day of **May, 2024**.

THE CORPORATION OF THE TOWNSHIP OF MATACHEWAN

BY-LAW NO. 2024-19

SCHEDULE “A”

CORPORATION OF THE TOWNSHIP OF MATACHEWAN

| POLICY | |
|---------------------------------|-------------------------|
| Policy Number: 2024-02 | Date Approved: |
| Department: General Government | Date Reviewed: May 2024 |
| ACCOUNTABILITY AND TRANSPARENCY | |

1. Introduction

1.0 The *Municipal Act*, 2021, requires that all municipalities adopt and maintain a policy with respect to the manner in which the municipality will try to ensure that it is accountable to the public for its actions, and that the manner in which the municipality will try to ensure that its actions are transparent to the public.

1.1 The purpose of this policy is to provide guidance for the delivery of the municipality's activities and services in accordance with the principals as outlined herein. This policy has been developed in accordance with the *Municipal Act* to comply with Section 270.

2. Policy Statement

2.1 The Council of the Corporation of the Township of Matachewan acknowledges that it is responsible to provide good government for its stakeholders in an accountable and transparent manner by:

- a. Encouraging public access and participation to ensure that decision making is responsive to the needs of its constituents and receptive to their opinions;
- b. Delivering high quality services to its citizens; and
- c. Promoting the efficient use of public resources.

2.2 Accountability, transparency and openness are standards of good government that enhance public trust. They are achieved through the municipality adopting measures to ensure, to the best of its ability, that all activities and services are undertaken utilizing a process that is open and accessible to its stakeholders. In addition, wherever possible, the municipality will engage its stakeholders

through its decision-making process which will be open, visible and transparent to the public.

3. Definitions

- 3.1 **“Accountability”** means the principle that the municipality will be responsible to its stakeholders for decisions made and policies implemented, as well as its actions or inactions.
- 3.2 **“Act”** means the *Municipal Act 2001*, R.S.O. 2001, as amended and regulations thereto.
- 3.3 **“Council”** means the Council of the Corporation of the Municipality of Matachewan or its successors.
- 3.4 **“Municipality”** means the Corporation of the Municipality of Matachewan or its successor.
- 3.5 **“Transparency”** means the principle that the municipality actively encourages and fosters stakeholder participation and openness in its decision-making processes. It means that the municipality’s decision-making process is open and clear to the public.

4. Regulations

- 4.1 The principles of accountability and transparency shall apply equally to the political process and to the administrative management of the municipality.

4.1.1 Financial Matters

The municipality will be open, accountable and transparent to its stakeholders in its financial dealings as required under the *Act*. Some examples of how the municipality provides such accountability and transparency are as follows:

- a. external audit
- b. reporting/statements (ie. FIR)
- c. long-term financial planning
- d. asset management
- e. purchasing/procurement

- f. sale of land
- g. budget process

4.1.2 Internal Governance

The municipality's administrative practices ensure specific accountability on the part of its employees through the following initiatives:

- a. code of conduct for staff
- b. performance management and evaluation
- c. hiring policy
- d. orientation/continuation of education
- e. health and safety
- f. work/life balance
- g. compensation/benefit
- h. responsibility for ensuring that administrative practices and procedures recognize Council's commitment to accountability and transparency.

4.2.3 Public Participation and Information Sharing

The municipality ensures that it is open and accountable to its stakeholders through implementing processes outlining how, when and under what rules meetings will take place. The municipality's meetings will be open to the public when and as required under the *Act*, and members of the public will have an opportunity to appear in delegation or to make comments in writing on specific items on the agenda at these meetings in accordance with the municipal procedural by-law. In addition, the municipality has adopted policies which ensure that participation by the public can be meaningful and effective, through timely disclosure of information by various means including print media, websites, etc. Some specific examples include:

- a. Procedural by-laws
- b. Code of conduct for Council and Local Board Members
- c. Public notice by-law
- d. Strategic Plan

- e. Planning processes

5. Implementation

1. This policy shall become effective immediately upon approval by Town Council.
2. This policy shall be reviewed by Town Council a minimum of once per term of office.