

UNSM Proposed By-Law and Policy Amendments - November 6, 2014

Introduction:

The following document represents proposed revisions to the existing UNSM By-Laws prepared by the UNSM B-Law Review Committee. At its June 27 meeting, the UNSM Board supported the revisions by motion and directed staff to send the proposed revisions out to the membership for comment.

The Committee has prepared five documents for the Membership's consideration including more concise By-Laws and four policies - Resolutions, Rules of Order, Elections, and Executive Director.

The By-Laws have been reduced from 26 pages to 10. Much of the original By-Laws have been rewritten as policy. The membership will be asked to vote on the revised By-Laws and added policies at the Fall AGM. If passed by the membership, any future changes to the By-Laws would still require membership approval; however, future changes to the policies would only require board approval.

The UNSM Board sent out the draft amendments to the membership on July 17 with a request to provide any feedback by September 17.

Comments Received on the Proposed Revisions:

Two issues raised with the original revisions are as follows:

1. By-Law Article 6.5 (f) - The proposed quorum for the UNSM Annual General Meeting is 25 voting delegates with at least one from each caucus. Should minimal number of caucus members be increased?
2. Resolutions Policy Section 7(b) - Gives Resolutions Committee Chair sole discretion to determine if a resolution as submitted will go forward to the voting delegates for consideration as an emergency resolution. Alternative options proposed include having the Resolutions Committee Chair give recommendation on whether or not the resolution should be heard, or allowing the full membership to vote (without debate) on whether to debate a late resolution.

Background:

The UNSM By-laws were rewritten in 2003 to accommodate the new caucus structure. Since that time some minor revisions were made dealing with voting procedures at the Fall Conference, replacement of the Past President when that person is no longer an elected official, and giving the AMA Board Member voting rights.

In March 2011, a discussion paper was prepared by UNSM Staff and retired CBRM Municipal Clerk Bernie White which made a number of recommendations regarding the existing by-laws. At that time the Board decided to table the document.

During the 2013 Fall Conference Resolutions Session, the membership gave clear direction that they were not prepared to accept late resolutions that could have been submitted on time.

In response to the membership, the Board agreed to revisit the by-laws including addressing a more effective way to handle resolutions.

In the Spring of 2014, the Board formed a By-law Review Committee to amend the by-laws. The Committee consisted of the following members: UNSM President Mayor David Corkum, Vice President Warden Keith Hunter, Immediate Past President Councillor Russell Walker, Rennie Bugley, County of Cumberland CAO (AMA Representative), and Councillor Alex Morrison from the County of Annapolis. Staff support included UNSM Executive Director Betty MacDonald and Policy Analyst Lyle Goldberg.

The By-law Review Committee incorporated the original recommendations from the 2011 discussion paper which are as follows:

1. A total rewrite of by-laws in a plain language format
2. Retain caucus structure - COMPLETED
3. Remove procedural sections and rewrite them as policy
4. Limiting total number of consecutive years on the board
5. Removal of Secretary-Treasurer position
6. Giving AMANS member voting rights - COMPLETED
7. Maintaining length of term for officers
8. Clearer process to address resolutions process, particularly late/emergency resolutions.

All amendments, including those outlined above, are outlined below in the following table which provides the amendment and corresponding article and page number. *Amendments in By-law-Policy document are highlighted through bold font.*

By-law Amendments

| Revised Article | Page | Proposed Amendment |
|-----------------|------|---|
| 2 | | Objectives added to By-Laws from UNSM Act of Incorporation. |
| 4 | | Secretary-Treasurer position has been removed as this role is performed by staff and reflected in the Executive Director Policy. Original reference to Vice President/Secretary Treasurer will now be referenced as Vice President. <i>Article 2 of current By-Laws.</i> |
| 4.2(a) | | President serves as Ex Officio on all UNSM committees. |
| 5.4 | | Indemnification section added to protect board members. |
| 5.5 | | Executive Committee added which consists of the President, Vice President, Past President and three caucus chairs. |
| 5.6 | | Term limits for board members of seven consecutive years at which time the board member must sit out one year before reapplying to the board. Some exceptions noted. |
| 5.9(b) | | President receives an annual stipend as determined by Board. |
| 5.10 (d) | | Authorizes a Caucus to utilize available technological equipment to carry out a vote should a replacement be required. |
| 6.5(f)(g)(h) | | New definitions of quorums - for the AGM, Resolutions Session or Special Meetings a quorum consists of 25 voting delegates with at least one member from each caucus. A quorum for each Caucus shall be determined by each Caucus. <i>Article 5.5 of current By-Laws.</i> |
| 9 | | New section added on parliamentary authority using Robert's Rules of Order. |
| 10 | | Notice of By-Law amendments must be sent out 28 days in advance rather than 14. <i>Article 13.1 of current By-Laws.</i> |

Elections Policy

Taken from original By-Laws.

| Section | Page # | Amendment |
|---------|--------|--|
| 3(c) | 14 | Election of Officers - using updated election cycle of 2014-15. <i>Article 7.7 of current By-Laws.</i> |
| | | Removed wording whereby a president or vice president could run for a second consecutive term as this would be contrary to the caucus election cycle. <i>Article 2.2 of current By-Laws.</i> |

Executive Director Policy

Executive Director Policy created as a new document to reflect the elimination of the Secretary-Treasurer position which is a staff function. This is not intended to be a job description of the Executive Director position.

Resolutions Policy

| Section | Page # | Amendment |
|-----------|--------|---|
| 2(a) | | Resolutions Committee size reduced from up to 14 to 6. <i>Article 11.1 of current By-Laws.</i> |
| 3(a) 4(a) | | Regions as defined by UNSM in Appendix A of By-Law and policy document can submit resolutions. |
| 5(g) | | Resolutions committee to work jointly with municipal unit on changes to submitted resolution to avoid duplication. |
| 5(i) | | Local resolutions eliminated. "A" resolutions still deal with broad matters impacting most or all units, "B" resolutions will deal with subject matter taking place the last three years, "C" resolutions deal with UNSM matters. <i>Article 11.6 of current By-Laws.</i> |
| 6(b) | | Revisions to resolution criteria - Resolutions must deal with matters that fall within municipal jurisdiction. The exception would be areas of provincial or federal jurisdiction where if the resolution was acted upon, would have a positive economic, social or environmental impact on municipalities. |
| 6(b) 6(c) | | The Resolutions Committee has the authority to reject any resolutions which do not reflect the criteria as outlined in Sections 6 (a) or (b). |

| Section | Page # | Amendment |
|---------|--------|--|
| 7 | | New definition of Emergency Resolution- defined as any resolution that clearly speaks to an emergency of immediate nature which occurred between the time of the original resolution deadline and the commencement of the resolutions session. The Resolutions Committee Chair will be given sole discretion to determine if the resolution as submitted will go forward to the voting delegates for consideration. If the Chair agrees that the resolution should go forward, the Chair of the Resolutions Session shall ask the voting delegates, by motion, to vote on whether the emergency resolution should be debated on the floor. To debate an emergency resolution will require support from at least two-thirds of the voting delegates present. <i>Article 11.9 of current By-Laws.</i> |
| 7a | | This section eliminates late resolutions - Unless deemed an emergency resolution as outlined in Section 7(b), resolutions submitted after the 80 day deadline are considered late and will not be accepted by the Resolutions Committee. |
| 7c | | Lists who may submit Emergency Resolutions - individual voting delegate, member unit, caucus, region, Board of Directors, Executive Committee or Resolutions Committee. |
| 8b | | "B" Resolutions approved by the Resolutions Committee shall be debated and voted on as a block. "B" Resolutions not supported by the Resolutions Committee would be voted on individually. <i>Article 11.1 1(b) of current By-Laws.</i> |
| 8d | | "B" resolutions supported by the Resolutions Committee cannot be debated individually unless a motion is passed by a majority of the voting delegates present at the session, that the particular resolution be debated on its own merits separate from the other supported "B" resolutions. <i>Article 11.11(e) of current By-Laws.</i> |

Rules of Order Policy

Rules of Order Policy taken directly from original By-Laws.

7. Voting

| Section | Page # | Amendment |
|---------|--------|---|
| 7(a) | 29 | Caucus meetings added to this section - Only elected members of council of a member unit shall be voting delegates at the Annual Conference, special meetings of the UNSM or caucus meetings held during the UNSM's Annual Conference. <i>Article 8.2 of current By-Laws.</i> |

UNSM By-laws – Revised Draft July 2014

LEGISLATION

The Union of Nova Scotia Municipalities was incorporated in 1981 under the *Act to Incorporate the Union of Nova Scotia Municipalities*. The Act was amended on May 22, 2003.

DEFINITIONS

The following definitions are intended:

- a) "Act" means Chapter 103 of the Acts of 1981, An Act to Incorporate the Union of Nova Scotia Municipalities.
- b) "Caucus" means the three classifications of municipal units under the UNSM structure as follows: Regional, Towns, and Rurals.
- c) "Good Standing" means annual membership dues are paid in full.
- d) "Member Unit" means the municipality - either a regional, rural or town.
- e) "Regional Municipalities" means Cape Breton Regional Municipality, Halifax Regional Municipality and the Region of Queens Municipality. For clarification on Region of Queens Municipality, see Article 3.7 (b).
- f) "Rural Municipality" means a county or district municipality.
- g) "Town" means an incorporated town.
- (e) "Voting Delegate" means an elected council member of a member unit who is issued a voting credential as per Article in the by-laws.

ARTICLE 1 - NAME

The name of the organization is the Union of Nova Scotia Municipalities or UNSM for short.

ARTICLE 2 - OBJECTIVES

The objectives of the UNSM, as outlined in the “Act” are to:

- a) represent the interests of municipal governments in the Province, and to act as the advocate for member units on all such matters as are properly within the jurisdiction of the government of the Province
- b) carry out, or cause to be carried out, such research activities as will assist in the betterment and encourage a higher degree of efficiency of municipal government in the Province
- c) act as a clearing house for the collection, exchange and dissemination of statistical data and general information on all matters of municipal practices and procedures
- d) hold Annual Conferences for information, discussion and resolutions, and to hold a general workshop and discussion sessions at each Annual Conference to give delegates an opportunity to present problems of concern
- e) promote and strengthen what is best in municipal government and service
- f) protect the rights and privileges of responsible government in municipal affairs
- g) further municipal interests by encouraging cooperation between municipal units
- h) undertake such activities on its own or in concert with others as may be in the best interests of local government in the Province.

ARTICLE 3 - MEMBERSHIP/CAUCUSES

3.1 Conditions of Membership

Every Nova Scotia municipality in good standing shall be eligible for membership in the UNSM.

3.2 Fees

Member municipalities shall pay an annual membership fee as determined by the Board of Directors.

3.3 Resignation

Member units may resign by providing written notice. The resignation is effective when accepted by the Board of Directors.

3.4 Termination of Membership

Membership in the organization terminates upon:

- a) dissolution of a municipality
- b) failure to pay the annual membership fee in the year in which the fee is due.

3.5 Reinstatement of Membership

A member unit whose membership has been terminated may apply to the Board of Directors for reinstatement. The Board shall only consider reinstatement when the member unit has paid its appropriate membership fee for the current year.

3.6 Rights of Members

Any member unit in good standing is entitled to receive notice of member meetings, send representatives to meetings to speak on behalf of the member unit and have any other rights and privileges given to member units.

3.7 Caucuses - Role and Governance

- a) The role of a caucus is to elect members to serve on the Board of Directors and to discuss and make recommendations to the UNSM on matters of interest and concern to members of the caucus. No caucus has the authority to speak on behalf of the UNSM or to bind the UNSM.

- b) For the purposes of these by-laws, the Region of Queens Municipality shall be included in the rural caucus.
- c) Caucuses may adopt procedures and terms of reference governing their operations. These documents shall be consistent with the UNSM Act and By-laws.
- d) Caucus procedures, terms of reference and any amendments to these documents shall be filed with the UNSM Office.
- e) Every member unit of the UNSM shall be a member of the relevant caucus. No additional fees shall be imposed on members as a condition of caucus membership.
- f) No municipal unit shall be a member of a caucus unless it is a member of the UNSM.
- g) Caucuses shall operate within the framework of the UNSM and as part of the UNSM structure. They do not have an independent legal existence separate from the UNSM.
- h) Procedures on election of caucus members are outlined in the "UNSM Elections Policy".

ARTICLE 4 – OFFICERS

4.1 Officers

- a) The Officers of the Union shall be the President, Vice President and Past President.
- b) The President and Vice President of the Union shall be elected at large at the Annual Conference of the Union for a one-year term or until their successors are elected.
- c) Election of the Officers will rotate on a an annual election cycle. During each cycle, the positions of President, Vice President and Past President will each be filled by members representing towns, rural municipalities and regional municipalities.
- d) In 2014-15, the President shall be from a rural municipality, the Vice President from a regional municipality and the Past President from a Town. In 2015-16, the President shall be from a regional municipality, the Vice President from a town and

the Past President from a rural municipality. In 2016-17, the President shall be from a town, the Vice President from a rural municipality and the Past President from a regional municipality. This cycle will continue in the previously described order.

- e) A person shall be eligible to serve as President, Vice President and Past President only while that person is a serving elected member of a council of a member unit.
- f) **Specific procedures for election of UNSM officers and other officials are found in the "UNSM Elections Policy".**

4.2 Powers and Duties of Officers

a) The President shall:

- subject to the control and direction of the Board of Directors, have general direction of the affairs of the UNSM
- chair all meetings of the Board of Directors, Executive Committee, and special meetings
- vote at any such meeting
- **serve as an ex officio member of all committees of the UNSM**

b) The Vice President shall:

- exercise the authority of the President in the absence or incapacity of the President
- serve as Chair of the Resolutions Committee
- perform other duties as required.

c) The Past President shall:

- serve as Chair of the Nominations Committee.
- perform other duties as required.

4.3 Executive Director

- a) The UNSM has an Executive Director to oversee the day-to-day operations of the UNSM.
- b) Duties of the Executive Director are outlined in the "UNSM Executive Director Policy".

ARTICLE 5 - BOARD OF DIRECTORS

5.1 Powers

The powers governing the Board of Directors are outlined in *An Act to Incorporate the Union of Nova Scotia Municipalities* passed in 1981 and amended in May 2003.

5.2 Eligibility

In order to be considered for election as a board member, a person must represent a member unit in good standing.

5.3 Composition

The Board of Directors shall consist of thirteen (13) members: the President, Past President, Vice President, Chair and two (2) other members representing the Rural Caucus, Chair and two (2) other members representing the Towns Caucus, Chair and two (2) other members representing the Regional Caucus, and a voting representative from the Association of Municipal Administrators.

5.4 Indemnification

- a) **The UNSM indemnifies each Director or Officer against all costs and charges that result from any act done as a Director or Officer for the UNSM. The UNSM does not protect any Director or Officer for acts of fraud, dishonesty, or bad faith.**
- b) **No Director or Officer is liable for the acts of any other Director, Officer or employee. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm, or corporation dealing with**

the UNSM. No Director or Officer is liable for any loss due to an oversight or error in judgement, or by an action when acting as a Director or Officer of the UNSM, unless the act is fraud, dishonesty, or bad faith.

- c) Directors or Officers rely on the accuracy of any statement or report prepared by the UNSM's auditor. Directors or Officers are not liable for any loss or damage as a result of acting on that statement or report.

5.5 Executive Committee

- a) The Executive Committee shall consist of the President, Vice President, Past President, and Chairs of the three caucuses.
- b) The Chair of the Regional Caucus must represent a regional municipality different than that of the President, Vice President or Past President.

5.6 Term Limits

- a) No Board Member shall serve more than seven (7) consecutive years.
- b) A Board Member that serves seven (7) consecutive years on the board must wait one year before reapplying to the board.
- c) Article 5.6 (a)(b) does not apply in the event that:
 - i. a new member does not come forward to replace a Board member who has reached the term limits
 - ii. a board member becomes Vice President in their sixth or seventh consecutive year on the board

5.7 Removal of a Board Member

A member of the Board of Directors shall be removed from holding office if without excuse satisfactory to the Board of Directors, is absent from three (3) consecutive meetings of the Board of Directors or Executive Committee.

5.8 Conflict of Interest

The Municipal Conflict of Interest Act applies to all UNSM Board meetings. No member of the Board of Directors shall be entitled to vote or be present at any meeting during such time as the matters being discussed may create a conflict of interest for the member. If such a matter arises, the affected member shall immediately declare a conflict. A conflict of interest shall generally be as described in the Municipal Conflict of Interest Act.

5.9 Board Expenses

- a) Board Members shall be reimbursed for reasonable expenses incurred while undertaking UNSM business. Such expense reimbursement shall be set by the Board of Directors.
- b) The President receives an annual stipend as determined by the Board of Directors.**

5.10 Vacancies

- a) In the event that the President or Vice-President resigns or becomes ineligible to serve as a member of the Board, the Board shall elect an eligible replacement from the same caucus to serve out the term of that member.
- b) The Past President shall be the person holding office as President prior to the municipal election at the Annual Conference, and who still holds an elected municipal office in Nova Scotia. If that person is no longer an elected municipal official, the Past-President position shall be assumed by the most recent Past-President who still holds elected municipal office in Nova Scotia and who is willing to serve.
- c) In the event that any other member of the Board resigns or becomes ineligible to serve as a member, a replacement member may be elected by the relevant caucus. If a replacement is not elected within sixty (60) days of the date when the member advised of his ineligibility, the Board of Directors shall elect an eligible replacement. Service as a replacement shall not be considered a term for purposes of calculating term limits.
- d) In the event that a replacement is required as per Article 5.10(c), a Caucus is authorized to utilize available technological equipment to carry out a vote. It is anticipated that a call for nominations would proceed any such e-vote to fill a vacancy.**

ARTICLE 6 - MEETINGS/VOTING

6.1 Board of Directors

- a) The Board shall meet at least six times per year.
- b) Notice of Board meetings shall be given to all directors at least one week before the meeting.
- c) Meetings of the Board and other committees of the UNSM may be conducted in person or by teleconference, videoconference or other electronic means and the rules for holding regular meetings shall apply. Any action taken during or as a result of such meeting is the same as if the members of the Committee were physically present at the meeting.

6.2 Annual Conference

- a) The Annual Conference shall be held at such time and place as determined by the Board of Directors.
- b) Member units shall receive notice in writing of the Annual Conference at least one **thirty-one (31)** days before the day on which the meeting is held.
- c) The UNSM Annual General Meeting will take place during the Annual Conference.
- d) By-law amendments (if any) are an item of business for the annual general meeting.
- e) Every member unit may send delegates to the Annual Conference, the caucus meeting of units representing that classification of municipal units, or any special meeting of the UNSM.
- f) **All other procedural issues relating to meetings of the UNSM (ie regular, special, board, executive committee, caucuses, and the AGM) are outlined in the UNSM Rules of Procedure Policy).**

6.3 Caucus Meetings

- a) Each Caucus shall hold its annual meeting during the UNSM Fall Conference.
- b) Caucus meetings may be called by the Chair of the Caucus on the request of five (5) member units except for the regional municipality caucus, in which case a caucus meeting shall be held on the request of one (1) member municipal unit.

6.4 Special Meetings

- a) Special meetings of the UNSM may be called by the Board of Directors or upon written request signed by at least **one-third** of the member units in good standing with all three caucuses represented.
- b) Special meetings must be called within thirty (30) days of such request. Member units shall be notified of all special meetings at least fourteen (14) days before the date on which the meeting is to be held.
- c) Such notice shall set forth the items of business to come before the special meeting. No other business shall be conducted at any such special meeting without the unanimous consent of those present.

6.5 Quorum

- a) No business shall be transacted at UNSM meetings unless a quorum of members is present.
- b) If within thirty minutes from the time appointed for the meeting a quorum of members is not present, the meeting can only be convened by those gathered for the sole purpose of setting the date for another meeting.
- c) Where a meeting begins with the requisite quorum and such quorum is lost before the conclusion of the meeting, no more business shall be conducted at that meeting after losing the quorum.
- d) A quorum of the Board of Directors shall consist of at least seven (7) Directors.
- e) A quorum of the Executive Committee shall consist of at least four (4) Executive members.

- f) A quorum for the Annual General Meeting or the Resolutions Session shall consist of 25 voting delegates **with at least one member from each caucus.**
- g) **A quorum for each Caucus shall be determined by each Caucus.**
- h) **A quorum for Special Meetings shall be the same as the Annual General Meeting.**

ARTICLE 7 - COMMITTEES

- a) The Board of Directors may establish committees to achieve its mandate.
- b) The Standing Committees of the UNSM shall be:
 - Nominations Committee
 - Resolutions Committee.

ARTICLE 8 - AUDIT OF ACCOUNTS

- a) The Auditor of the UNSM shall be appointed by the Board of Directors.
- b) The Auditor, at the Annual Conference, shall make a written report to the member units of the UNSM as to its financial position and the report shall contain a balance sheet and operating account.

ARTICLE 9 - PARLIAMENTARY AUTHORITY

In all cases not specifically addressed in any special procedural rules policy that the UNSM may adopt, the rules contained in the current edition of Robert's Rules of Order Newly Revised (RONR) shall govern UNSM proceedings.

ARTICLE 10 – BY-LAW AMENDMENTS

By-laws of the UNSM may be passed or amended at an annual conference or special meeting, on a motion passed by *two thirds (2/3) of voting members present*. Notice of amendment must be sent out **twenty-eight (28) days** prior to the meeting at which it is to be discussed.

Approved October 15th, 2003

Amended: ??

UNSM Elections Policy

1. This Policy is entitled the "UNSM Elections Policy".
2. **Nominations Committee**
 - a) The President shall appoint a Nominations Committee comprised of the Past-President, as Chair, and three (3) members, one (1) each from a regional municipality, a rural municipality, and a town.
 - b) The Nominations Committee shall file its report with the UNSM office not later than forty-two (42) days before the next Annual Conference. The report shall be circulated to the Clerks or Chief Administrative Officers of the member units with the notice of the Annual Conference.
 - c) The Executive Director or staff designate shall serve as Secretary to the Committee on Nominations.
 - d) Before a person serves as a member of the Nominations Committee, that person shall deliver to the Executive Director a written statement that the person will not accept a nomination as an officer for the year in which the person serves as a member of the Committee on Nominations.
 - e) The Nominations Committee shall include a timely request to member units to provide suggested nominations.
3. **Election of Officers**
 - a) The President and Vice-President will be elected at large at the UNSM Annual Conference for a one-year term or until their successors are elected.
 - b) Election of Officers shall rotate on an annual election cycle. During each cycle, the positions of President, Vice President and Past President will each be filled by members representing towns, rural municipalities and regional municipalities.

- c) In 2014-15, the President shall be from a rural municipality, the Vice President from a regional municipality and the Past President from a Town. In 2015-16, the President shall be from a regional municipality, the Vice President from a town and the Past President from a rural municipality. In 2016-17, the President shall be from a town, the Vice President from a rural municipality and the Past President from a regional municipality. This cycle will continue in the previously described order.
- d) A person shall be eligible to serve as President, Vice President and Past President only while that person is a serving elected member of a council of a member unit.
- e) The Chair of the Nominations Committee shall act as Chair at all sessions of the Annual Conference at which an election of officers takes place.
- f) If for any reason the Chair is unable to so act, the Committee shall name one (1) of its members to act as Chair.
- g) The Chair shall present the report of the Committee to the Annual Conference and move its adoption.
 - i. After the report of the committee has been duly presented, the Chair shall advise the annual conference whether one or more nominations have been submitted in writing prior to commencement to the meeting to elect the officers.
 - ii. If the Chair advises that no written nominations were received prior to the commencement of the meeting to elect officers at the annual conference the Chair shall declare the nominees of the committee duly elected to the positions identified in the committee's report.
 - iii. If one or more nominations were submitted in writing prior to the commencement of the meeting to elect officers at the annual conference, the Chair shall call for nominations from the floor for those persons who have been nominated in writing prior to the commencement of the meeting to elect officers.
 - iv. The Chair shall only call for nominations from the floor for positions in respect of which written nominations were received prior to the commencement of the meeting to elect officers.
 - v. If a written nomination was received for one position and not the other, the Chair shall declare the nominee of the committee duly elected to nominated position in respect of which no written nomination was received.
 - vi. If a written nomination was received for any position the Chair shall call the nomination from the floor for the positions in respect to which nominations were received in the following order: President, and Vice-President.
 - vii. The Chair shall then conduct a vote for each position before proceeding to the election of the next position.

- h) Subject to subsections 3 (i), (j), (k), and (l), any voting delegate may make a nomination for the position of an officer.
- i) Any such nomination shall only be received by the Chair if notice of such nomination in writing has been given to him or a member of the Committee, or the Executive Director, prior to the time as set out in the conference agenda when the report of the Committee is to be presented.
- j) Such notice of nomination shall be signed by the voting delegate proposing to present the nomination and by a voting delegate seconding such nomination.
- k) Such nomination shall be accompanied by the consent in writing of the nominee indicating his intention to run and serve if elected and a statement confirming the member unit that the candidate represents.
- l) Such nomination shall only be in order if the member represents a member unit of the classification of units, which according to the rotation as set out in Section 3(c), is to hold that officer's position.
- m) The Chair shall permit the mover and seconder of any nomination so received to move and second the nomination from the floor, and when so moved an election shall be held for the appropriate position or positions as officer.
- n) When a vote is taken for the position of an officer, the person receiving the most votes given shall be declared elected.
- o) When a vote is required to elect an officer the vote shall be by secret ballot, and the Chair shall appoint an appropriate number of scrutineers to count the votes. The Executive Director or designate shall prepare and distribute appropriate ballots as required.
- p) If an election is held for the position of officer, the candidates for each position shall each be entitled to address the delegates for not more than three (3) minutes.
- q) The Chair shall announce the result of any vote, but shall not announce the number of votes cast for any candidate.
- r) After the vote has been announced, the ballots shall be destroyed.

4. Election of Caucus Members

- a) Each caucus shall, at the Annual Conference, first elect a Chair then two (2) representatives to the Board of Directors. The term of office is one (1) year and the Chair may be elected for one (1) further consecutive term. The term of office for a representative to the Board of Directors is two (2) years, and the representative may be elected for one (1) further consecutive term.
- b) Nominations duly moved and seconded shall be accepted from the floor of a caucus meeting. It is noted that prior notice of a nomination is not required at the caucus level.
- c) Any voting delegate may make a nomination. Such voting delegate must be a representative of the same caucus for which nominations are being called.
- d) The person nominated must advise the Chair, either in person at the meeting, or in writing, of the intention to accept the nomination and to serve if elected.
- e) Nominated candidates must be serving elected members of a council of a member unit from the relevant caucus.
- f) The Chair shall appoint sufficient scrutineers to supervise the election.
- g) The Chair shall advise the meeting of the names of the scrutineers and in the event of any objection to any of the scrutineers, the appointment of the scrutineer against whom an objection has been made shall be by a vote of the meeting, by show of hands.
- h) The scrutineers shall be responsible for distributing ballots to the voting delegates, collecting ballots, ascertaining if any ballots are invalid, and reporting to the Chair the total number of ballots cast, the number of spoiled ballots, and the number of ballots cast for each candidate for election.
- i) In the event of an election, the voting shall take place by secret ballot.

- j) Voting delegates will be asked to clearly mark the ballot with the name sufficient to identify the person for whom they have cast their vote.
- k) The candidate or candidates receiving the most votes will be declared elected.
- l) The scrutineers shall sign a document attesting that they have counted the ballots, have observed the procedures and have found all to be in order.
- m) The Chair of the meeting shall be the current Chair of the Caucus.
- n) The Chair is entitled to a vote.
- o) If there is no caucus Chair, the meeting shall be chaired by one of the caucus representatives, as approved by majority vote.
- p) If the Chair is nominated for re-election to a second term, he or she shall relinquish the Chair for that portion of the meeting dealing with the election.
- q) If the Acting Chair as nominated by the caucus is not confirmed by a majority vote of the meeting, another Acting Chair shall be nominated and approval of the meeting sought until a Chair which is acceptable to the meeting is chosen.
- r) The Chair, or Acting Chair, as the case may be, shall have the authority to interpret and make procedural rulings with respect to and in accordance with these procedural guidelines.
- s) When the results of the voting are received, the Chair shall announce the name of the successful candidate, but shall not announce the number of votes cast for any candidate.
- t) The Chair shall report to the UNSM office the names of the newly elected caucus Chair and caucus representatives to the Board of Directors.

UNSM Executive Director Policy

1. This Policy is entitled the "Executive Director Policy".
2. The conduct of business at the UNSM headquarters shall be under the direction of the Executive Director.
3. The Executive Director shall be employed by and report to the UNSM Board of Directors.
4. The Executive Director shall be evaluated annually by the Board of Directors.

Duties:

5. The Executive Director shall:
 - a) be responsible for day-to-day operation including financial and administrative management of the UNSM
 - b) act as or designate an appropriate staff member to act as recording secretary at meetings
 - c) prepare or cause to be prepared agendas, notes, minutes or other proceedings at such meetings
 - d) have custody of the minute book and seal
 - e) keep or cause to be kept full and accurate accounts of receipts and disbursements of the UNSM
 - f) report to each Annual Conference (or when required by the Board of Directors or Executive Committee) an account of all transactions as Treasurer and of the financial position of the UNSM
 - g) perform other such duties as may from time to time be required and directed by the Board of Directors.

UNSM RESOLUTIONS POLICY - Draft V.1

1. This Policy is entitled the "UNSM Resolutions Policy".

2. Resolutions Committee

a) Not less than ninety-two (92) days before the Annual Conference the Board of Directors shall appoint a Resolutions Committee comprised of the following six (6) members:

- UNSM Vice President (who shall serve as Chair)
- 1 from the Town Caucus
- 1 from the Rural Caucus
- 1 from HRM
- 1 from CBRM
- 1 from AMANS who currently sits on the UNSM Board.

b) The Resolutions Committee shall meet prior to the commencement of the Annual Conference.

3. Resolution Deadlines

a) Any resolution considered by the Resolutions Committee shall be forwarded to the UNSM office by a member unit, caucus, **or region** within eighty (80) days of the Annual Conference.

b) Resolutions received within the 80 day time period shall be forwarded to the member units at least thirty-five (35) days before the Annual Conference.

c) The UNSM Board of Directors, UNSM Executive Committee or the Resolutions Committee may, on its own motion, present any matter to the Annual Conference **without notice**.

4. Properly Submitted Resolutions

- a) Resolutions properly received by the Resolutions Committee must include the endorsement of the municipal clerk, caucus chair, or UNSM Executive Director indicating the resolution was considered and passed by the council, caucus, Board of Directors or Executive Committee of the UNSM. **Resolutions are also deemed properly received if passed by motion at a UNSM regional meeting. Regions in this context are those specifically defined by the UNSM in Appendix A.**
- b) No resolution shall be brought before the Annual Conference except as set out in this policy unless supported by a two-thirds (2/3) affirmative vote of voting delegates present at the meeting.

5. Resolutions Committee Report

- a) The Resolutions Committee shall meet and consider all properly submitted resolutions.
- b) The Resolutions Committee shall produce a report on resolutions which shall be distributed to all **mayors, wardens, councillors, CAO's and Clerks** of all member units at least thirty-five (35) days before the date scheduled for the Annual Conference.
- c) The Resolutions Committee shall, within thirty (30) days of its meeting, provide to the clerk of any unit which has submitted a resolution which the Resolutions Committee has not recommended, appropriately detailed reasons for the decision. The member unit shall be notified within a reasonable time of the time and place of the Resolutions Committee's pre-conference meeting.
- d) The Resolutions Committee shall set forth, in its report, its recommendation on each resolution and the reasons for that recommendation.
- e) The Resolutions Committee may include in its recommendation any arguments made in favour or against the resolution.

- f) The Resolutions Committee may make editorial changes to the resolution as submitted, which do not change the intent of the resolution, to make the resolution comply with the basic requirements for resolutions set out in **Section 6 of this policy**. These editorial changes do not need to be noted in the report of the Resolutions Committee.
- g) If the changes made to the resolution as submitted change the intent of the resolution, **the member unit will be contacted by UNSM staff to determine if they agree with the changes. If in agreement, only the revised resolution will be go forward.** If there is disagreement, the original resolution as drafted will be printed along with a revised resolution, which shall be submitted as having come forth from the Resolutions Committee by its own motion.
- h) A member unit which has been notified that the Resolutions Committee will not be recommending a resolution which it has submitted may make written and oral presentations to the pre-conference meeting of the Resolutions Committee. The Resolutions Committee may affirm, or change its recommendation.
- i) The Resolutions Committee report shall consist of three parts as follows:
- "A" Resolutions - those resolutions which deal with provincial issues of interest to towns and/or regional municipalities and/or rural municipalities.
 - **"B" Resolutions** - those resolutions which deal with subject matter which were addressed by resolutions within the previous three (3) annual conferences.
 - **"C" Resolutions** - those resolutions which deal with matters relating to the UNSM and its organization, structure or operation.

6. Resolution Criteria

Resolutions submitted for consideration must meet the following criteria:

- a) Resolutions should address a topic of general concern to municipalities on a provincial level and not deal with local concerns.

- b) Resolutions must deal with matters that fall within municipal jurisdiction. The exception to this would be areas of provincial or federal jurisdiction where if the resolution was acted upon, would have a positive economic, social or environmental impact on municipalities.
- c) The Resolutions Committee has the authority to reject any resolutions which do not reflect the criteria as outlined in Sections 6 (a) or (b).
- d) Recital clauses should be clear and concise and include the problem to be remedied and the existing law or policy to which it is directed.
- e) Recital clauses should be kept to a minimum. More lengthy explanations, if required, should be included in an accompanying note. These notes should be provided to the Resolutions Committee for its consideration.
- f) The operative clauses should clearly outline **specific actions to be taken**. The action required by the resolution must be an action which is to be undertaken by the UNSM. The resolution should not refer to an action to be taken by an individual municipal unit nor should it be a statement dealing with the policy of another order of government. A request for a change in federal government policy should be expressed as the UNSM recommending an action to the Federation of Canadian Municipalities. A request for change in provincial government policy should be expressed in terms of how the UNSM is to advocate for that change.

7. Late and Emergency Resolutions

- a) Unless deemed an emergency resolution as outlined in Section 7(b), resolutions submitted after the 80 day deadline are considered late and will not be accepted by the Resolutions Committee.
- b) Emergency resolutions are defined as any resolution that clearly speaks to an emergency of immediate nature which occurred between the time of the original resolution deadline and the commencement of the resolutions session. The Resolutions Committee Chair will be given sole discretion to determine if the resolution as submitted will go forward to the voting delegates for consideration. If the Chair agrees that the resolution should go forward, the Chair of the Resolutions Session shall ask the voting delegates, by motion, to vote on whether the emergency resolution should be

debated on the floor. To debate an emergency resolution will require support from at least two-thirds of the voting delegates present.

- c) **Emergency Resolutions may be submitted by a member unit, caucus, region, Board of Directors, Executive Committee or Resolutions Committee.**
- d) The resolution should be provided prior to the commencement of the resolutions session although the Chair of the resolutions session may waive this requirement.

8. Debate on Resolutions

- a) Each "A" Resolution in the report of the Resolutions Committee shall be debated individually. The vote shall be on the merits of the resolution itself and not on the recommendation of the Resolutions Committee.
- b) "B" Resolutions **approved by the Resolutions Committee** shall be debated and voted on as a block. **"B" Resolutions not supported by the Resolutions Committee would be voted on individually.**
- c) "C" Resolutions shall be debated individually. The vote shall be on the merits of the resolution itself and not on the report of the Resolutions Committee.
- d) **"B" resolutions supported by the Resolutions Committee cannot be debated individually unless a motion is passed by a majority of the voting delegates present at the session, that the particular resolution be debated on its own merits separate from the other supported "B" resolutions.**

9. Voting on Resolutions

Resolutions can only be debated if there is a quorum of voting members present defined as 25 voting delegates with at least one member from each caucus.

Appendix A - UNSM Regions

Cape Breton-Strait Area Region

- Municipality of Inverness
- Municipality of Victoria
- Town of Port Hawkesbury
- County of Richmond
- Town of Mulgrave
- District of Guysborough
- District of St. Mary's
- Town of Antigonish
- Municipality of Antigonish
- Cape Breton Regional Municipality

Colchester/Cumberland/Pictou/East Hants Region

- Town of Truro
- Town of Stewiacke
- Municipality of Colchester
- Municipality of the District of East Hants
- Town of Amherst
- Town of Oxford
- Town of Parrsboro
- Town of Springhill
- Municipality of Cumberland
- Town of New Glasgow
- Town of Pictou
- Town of Stellarton
- Town of Trenton

- Town of Westville
- Municipality of Pictou
South Shore-HRM Region
- Town of Bridgewater
- Town of Mahone Bay
- Town of Lunenburg
- Municipality of the District Chester
- Municipality of the District of Lunenburg
- Region of Queens Municipality
- Halifax Regional Municipality

South Shore-HRM Region

- Town of Bridgewater
- Town of Mahone Bay
- Town of Lunenburg
- Municipality of the District Chester
- Municipality of the District of Lunenburg
- Region of Queens Municipality
- Halifax Regional Municipality

South Western Shore Region

- Town of Digby
- Town of Clark's Harbour
- Town of Lockeport
- Town of Shelburne
- Town of Yarmouth
- Municipality of Argyle
- Municipality of Barrington
- Municipality of the District of Clare
- Municipality of District Digby
- Municipality of the District of Shelburne
- Municipality of the District of Yarmouth

Valley Region

- Town of Annapolis Royal
- Town of Berwick
- Town of Bridgetown
- Town of Hantsport
- Town of Kentville
- Town of Middleton
- Town of Windsor
- Town of Wolfville
- Municipality of Annapolis
- Municipality of Kings
- Municipality of the District of West Hants

UNSM Rules of Order Policy - Draft June 12, 2014

It is the Policy of the Union of Nova Scotia Municipalities (UNSM) to conduct orderly, courteous, and productive meetings. For all proceedings not outlined here, the current edition of Robert's Rules of Order shall apply.

Unless otherwise noted in the UNSM By-laws, this procedural policy shall apply to all meetings of the UNSM.

1. Definitions:

In this Policy:

- a) "Board" means the Board of Directors of the Union of Nova Scotia Municipalities.
- b) "Executive Director" means the person acting as the UNSM lead administration official. The Executive Director or a staff designate shall execute the traditional duties of the Secretary/Treasurer position.
- c) "Presiding Officer" means:
 - I. The President when present at any meetings of the UNSM
 - II. The Vice President at a meeting in the absence of the President
 - III. Such other municipal elected official appointed by the membership in the absence of the President or Vice President.
- d) "Voting Delegate" means a municipal elected official of a member unit who is issued a voting card as per provision in the UNSM By-laws.

2. Duties of Presiding Officer:

- a) Opens all meetings and presides by taking the Chair and calling members to order.
- b) Receives and submits, properly formulated and presented motions from eligible members.

- c) Puts to a vote motions which are regularly moved and seconded or which arise in the course of the proceedings and to announce the result of the vote.
- d) Declines to put to a vote, a motion which infringes upon the rules of procedure (i.e. motions which lack proper notice or motions deemed out of order).
- e) Enforces on all occasions, the observance of order and decorum.
- f) Makes decisions on all points of order that arise during debate. Such decisions are subject to appeal by a mover and seconder. The Presiding Officer may speak to points of order in preference to others. The Presiding Officer may invite discussion on a point if he or she has doubts on the subject. Where the Presiding Officer permits discussion on a point, no member may speak more than once.
- g) Assigns the floor and when two members seek the floor at the same time determines speaking order.
- h) May censure any person who:
 - I. While speaking impeaches the motives of another person
 - II. While speaking treats another person disrespectfully
 - III. Behaves in such a way as to interrupt the person speaking or the proceedings in general.
 - IV. Uses unbecoming or profane language
 - V. Willfully violates any other rule.

3. Minutes:

- a) UNSM staff shall keep minutes of the proceedings of every UNSM meeting.
- b) The Minutes Shall:
 - I. Contain all resolutions and motions passed. Mover and seconder names do not have to be recorded
 - II. Mention reports, petitions and other submitted papers submitted to a meeting, by their title only or by brief description (only accepted reports shall be entered at length)

III. Not be verbatim but may include bulleted summarized accounts (at the discretion of the Executive Director) of the major points for and against an issue from the debate.

IV. Have a collective focus based on the Parliamentary Principle that recording what got “done” is more important than what individual members “said” during debate

c) UNSM staff are authorized to record meetings through electronic means to assist with the preparation of draft minutes. However, it is emphasized that the "official record" of the proceedings of UNSM meetings shall be the written approved minutes that are drafted shortly after completion of a meeting and brought forward to a subsequent for formal acceptance.

4. Speakers and Time limits

a) Only delegates or non-voting municipal representatives may address the Annual Conference without the permission of the conference.

b) Only voting delegates may move and second motions.

c) No delegate shall speak more than once on any motion except to explain a misconception of that delegate's remark.

d) The mover of a substantive motion shall have the right to speak a second time to reply or sum up in closing the debate.

e) No person shall speak for more than five minutes on any matter at one time without permission of meeting which may extend the total time to ten minutes.

f) No person shall stand, speak, whisper or behave so as to interrupt any person who is speaking unless it is to raise a point of order or to ask Chair for leave to explain.

g) When a delegate wishes to explain a misunderstanding, the delegate shall stand and ask permission of the Chair without further comment and if permitted can explain actual misunderstanding of comments.

h) When a delegate speaks to order, the Question of Order shall be decided before the matter under discussion is proceeded with and when any person is called to Order he/she shall be seated until the point of order is determined.

- i) Any delegate and a seconder who feel aggrieved or rebuked by the Chair may appeal from such rebuke or censure to the members.

5. Persons not Members of the Board and Non-Members of the UNSM

- a) No person who is not a member of the UNSM shall be heard without the permission of the meeting.
- b) The Chair, subject to the objection of the majority of members, may extend permission for a non-member to be heard.
- c) No person may bring any sign, poster, placard or banner or any like device into a meeting room without the permission of the members.
- d) If any non-member in attendance at a meeting is disrupting proceedings, the Chair may order such person to leave the meeting. The Chair may request the presence of police as deemed necessary to take appropriate steps to carry out the order.
- e) If the disruption is being caused by a member, the Chair's order(s) are subject to the appeal of the members.

6. Parliamentary Authority

As per Article 10 of the UNSM By-laws, in all cases not specifically addressed in any special procedural rules policy that the UNSM may adopt, the rules contained in the current edition of Robert's Rules of Order Newly Revised (RONR) shall govern UNSM proceedings.

7. Voting

- (a) Only elected members of council of a member unit shall be voting delegates at the Annual Conference, special meetings of the UNSM or **caucus meetings** held during the UNSM's Annual Conference.

- (b) The member unit shall forward to the UNSM Office a certified list of delegates before the meeting at which voting will take place.
- (c) On registration for the Annual Conference, delegates who are eligible to vote shall receive a voting card.
- (d) Voting cards are not transferable, and, if lost, no replacement will be issued.
- (e) All questions arising from any meeting of the members shall be decided by a majority of the votes cast. In the event of a tied vote, the motion is lost.

7.1. Voting at UNSM Meetings including the Annual Conference and Special Meetings

- a) When the question on any motion is called for, the Chair shall first ask those delegates voting in the affirmative to display their voting cards prominently and then ask those delegates voting in the negative to do so. The Chair shall declare the result. If the Chair is in doubt as to the result, the Chair may call for a standing vote asking these voting in the affirmative to stand and be counted. And then those voting in the negative to stand and be counted and then sit down. The Chair shall then declare the result of the vote.
- b) The Chair shall immediately call for a standing vote if any voting delegate calls for a standing vote before the Chair calls for delegates to vote by a show of hand/badges.
- c) When a majority of the voting delegates present so require, the vote shall be by ballot and the Chair shall appoint sufficient delegates to act as scrutineers.
- d) Unless otherwise provided for or required, a majority vote of voting delegates present shall determine all questions.

7.2. Voting at Caucus Meetings

- a) Voting at caucus meetings shall be by voting delegates only, and may be conducted by a show of hands or by ballot as determined by the meeting.

- b) Caucuses may adopt their own rules of procedure in the manner set out in Article 3.7(c) of the By-laws.
- c) If a caucus does not adopt procedural rules, voting at all caucus meetings will be by voting delegates selected by the procedures set out in Section 8 of this policy.
- d) Each caucus shall hold an annual meeting at the UNSM Annual Conference following the election of President and Vice-President.
- e) Voting delegates may vote at the caucus meeting which pertains to the classification of municipality which they represent.

8. Rules of Procedure

- a) The following procedural rules shall apply to all meetings of the UNSM. These rules may be suspended by a vote of two-thirds (2/3) of the members present and voting at a meeting.
- b) Unless a voting delegate is personally interested in the result or is excused for voting by the Chair, each voting delegate present when a motion is put, including the Chair, shall vote on that motion.
- c) Only delegates and non-voting municipal representatives at the Annual Conference may address the Annual Conference without the permission of the Conference.
- d) When a decision on any question is demanded by the Chair, he/she shall first ask those voting delegates voting in the affirmative to display their voting badges prominently and then ask those voting delegates voting in the negative to do so and the Chair shall then declare the result. If the Chair is in doubt as to the result, the Chair may call for a standing vote by asking the voting delegates voting in the affirmative to rise and display their voting badges prominently and be counted and then sit down and then asking the voting delegates voting in the negative to rise and display their voting badges prominently and be counted and then sit down and the Chair shall then declare the result. The Chair shall call for a standing vote if any voting delegate calls for a standing vote before the Chair calls for the delegates to vote by displaying their badges.
- e) When a majority of the voting delegates present so require, the vote shall be by ballot and the Chair shall appoint two (2) or more delegates to act as scrutineers.

f) Unless otherwise provided, a majority vote of voting delegates present shall determine all questions arising in the meeting.

9. Motions

Only voting delegates may move and second motions.

9.1 Substantive Motions

All substantive motions shall be moved, seconded, read aloud by the Chair before being debated and opened for debate after being read.

9.2 Money Matters

Every motion involving the expenditure of UNSM funds shall require one (1) day's notice in writing.

9.3. Endorsing Documents

When a report, by-law, petition or other document is read to the meeting, the Chair will endorse upon it a note of the reading, the date, and the manner in which it was disposed of.

9.4. Suspending Rules

The meeting, by two-thirds (2/3) vote in any session, may suspend any rule of order provided in this policy.

10. Petitions and Correspondence

- a) Every petition or written application made at the meeting shall be legibly written or printed and shall be signed by every person required to sign.
- b) When a person presents a petition to the meeting, he or she shall acquaint the meeting with its contents and ask leave of the meeting for it to be read.

- c) Every petition or written application presented to the meeting shall have endorsed upon it the name of one or more of the petitioners or applicants and the substance of the matter contained in it.
- d) The meeting may resolve to hear the endorsement on a petition or written application in lieu of hearing read the petition or written application.