

PROCEDURAL BY-LAWS OF MOSS PARK ARENA BOARD OF MANAGEMENT

These By-Laws of the Moss Park Arena Board of Management ("By-Laws) are made and effective as of May 9, 2016.

1. GENERAL

1-1. The By-Laws shall be interpreted in a manner that promotes the following fundamental principles:

- A. Protection of basic rights by recognizing the right of the majority to decide, the minority to be heard, and individuals to have the opportunity to participate;
- B. Maintenance of decorum, with all participants being treated with courtesy and respect; and
- C. In the event of conflict, facilitating a reasonable compromise.

2. PURPOSES

2-1. The following are the purposes for which the Board of Management has been organized:

- A. Providing safe, full and equitable access to high quality indoor ice sport recreation;
- B. Allocating the use of the arena in a fair and equitable manner among local neighbourhood citizens, organizations and user groups, while bearing in mind to generate sufficient revenue to operate the arena at the lowest reasonable cost to the City of Toronto and its residents;
- C. Directing and controlling the administration and programming of the arena, including the setting of user fees;
- D. Engaging the local community in the decision-making of the Arena Board, in accordance with City Council's policy on *Public Access and Involvement for City of Toronto ABCs*; and
- E. Assisting the City in long-range recreational planning by advising the City Manager or General Manager of Parks, Forestry and Recreation of the changing recreational needs of the local neighbourhood and community.

3. MEMBERSHIP

3-1 Subject to section 25-5 of the Toronto Municipal Code, the voting members of the Arena Board of Management shall be as follows:

- A. The member of Council for the Ward in which Moss Park Arena is geographically located, and
- B. Ten (10) persons who are appointed by Council at the beginning of each term.

3-2 The City Manager or his/her designate shall be a non-voting member of the Arena Board.

3-3 Only City Council has the authority to remove an Arena Board member.

3-4 An Arena Board member may be considered for removal by City Council if:

- A. He/she has missed 3 Board meetings in a row, without proper cause or notice; or
- B. Two-thirds of the Arena Board members recommend the removal of the member

4. EXECUTIVE COMMITTEE

4-1 At the first meeting after the incumbent chair has signed off on the auditor's report, the Arena Board shall elect a chair, a vice-chair, a secretary and a treasurer by secret ballot.

4-2 A **Vice-Chair** has all the powers and performs all the duties of the chair in the Chair's absence.

4-3 The duties of the **Chair** are as follows:

A. Preside at all meetings, follow the agenda, decide on whether motions are in order, rule on all procedural matters and maintain decorum; and

B. Ensure motions and amendments are clearly expressed and, if there is no motion under consideration, summarize the discussion for the purpose of the minutes.

4-4 The duties of the **Secretary** are as follows:

A. Give notice of each regular meeting of the Arena Board, together with an agenda of the matters to be considered so that the notice and agenda will reach the members at least seven days, as a general rule, in advance of the meeting;

B. Give notice of each special meeting of the Arena Board, together with an agenda of the matters to be considered so that the notice and agenda will reach the members in advance of the meeting; and

C. Ensure that minutes are taken at each meeting and provided to the subsequent meeting for review and adoption.

4-5 The duties of the **Treasurer** are as follows:

A. Review and report to the board on all disbursements;

B. Review monthly bank statement and reconciliation, and initial the same on a monthly basis;

C. Review at least once per quarter internal financial statements and present to the Arena Board of Management, including the draft yearend statement for audit purposes; and

D. Meet with the external auditor when they are on-site each year.

4-6 The Chair or other members as the designated by the Board, along with the Arena Manager, shall constitute the signing officers for the Board, with any two to sign all cheques and instruments.

5. MEETINGS

5-1 At its first meeting of each year, the Arena Board shall adopt a schedule of meetings that ensures the Board meets at least six times during the year, with no more than three months between meetings.

5-2 Special meetings of the Arena Board may be called by the Chair, on 24 hours' notice, whenever he or she considers it necessary to do so.

5-3 If a written request is made by a majority of the members to call a special meeting, it is

the duty of the Chair or, in case of his or her absence, the Secretary, to summon a special meeting of the Arena Board, on 24 hours' notice.

5-4 The process for meeting in camera session is as follows:

A. An Arena Board member may move to meet in camera if the subject to be discussed relates to:

1. the security of the property of the City;
2. personal matters about an identifiable individual, including City employees;
3. a proposed or pending sale or purchase of land for City purposes;
4. labour relations or employee relations;
5. litigation or potential litigation, including matters before administrative tribunals affecting the City;
6. the receiving of advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and
7. a matter in respect of which the board has authorized a meeting to be closed under another Act.

B. When moving the motion to meet in camera, the reason shall be stated.

C. When the meeting resumes in public session, any motions shall be moved and voted on in public.

D. Where a matter has been discussed in camera, and where the matter remains confidential, members shall not disclose the content of the matter or the substance of deliberations of the in-camera meeting.

5-5 The minutes of each meeting shall be submitted to the Arena Board for confirmation at the next meeting, or as soon as possible.

6. AGENDA

6-1 The process for establishing the agenda for meetings shall be as follows:

A. Items to be included on an agenda for a meeting shall be submitted to the Chair by 10 business days before the meeting, unless the Chair in consultation with the Secretary has established a schedule of agenda deadline dates.

B. Members who wish to submit items for inclusion on the agenda shall give them to the Chair by the agenda deadline date.

C. The Chair, in consultation with the Secretary and Arena Manager, set the agenda, based on matters submitted prior to the agenda deadline.

D. The Chair shall accommodate member requests for the inclusion of agenda items, whenever possible, but the Chair has the final decision about which items are included on the agenda.

E. The business of the Arena Board shall be considered in the order in which it is listed on the agenda, unless otherwise decided by the Board.

F. The Arena Board may alter the order of business by a majority vote of the members present, but the Board shall not delete any portion of the business that has been set out on the agenda. Members may request that items be placed in future agendas.

6-2 The Arena Manager shall provide copies of the agenda to each member and may do so through email.

6-3 The Arena Manager shall make the agenda available to the public after delivery of the agenda to members.

6-4 Confidential material shall be distributed to members and selected City officials under confidential cover and shall not be disclosed publicly.

6-5 Any communication or agenda item received before the meeting, but not in sufficient time to be included with the agenda, shall be reviewed by the Chair and:

A. If the communication is considered by the Chair to pertain to a matter listed on the agenda, it may be submitted as a supplementary item for that meeting;

B. If the communication is considered by the Chair to not pertain to a matter listed on the agenda, it will be included on the agenda for the next subsequent meeting;

C. If a communication or agenda item is considered by the Chair to be urgent, the Chair may direct that it be submitted as a supplementary item at the meeting for which it was submitted and the item shall be considered if two thirds of the members present at the meeting deem the item to be an emergency and that there is significant risk of damage to property or personal safety resulting from a delay to a subsequent meeting.

7. QUORUM

7-1 Quorum for a meeting of the Arena Board is 50 percent of the community members.

7-2 The member of Council shall be counted to make up quorum, if he/she is present.

7-3 A vacant position shall not be counted to calculate quorum.

7-4 In the event quorum is not present 15 minutes after the time appointed for a meeting, then

A. The members present may ask the Chair to call the roll and record the names of members present, and the meeting shall stand adjourned until the next scheduled meeting, or at the call of the Chair;

B. The members who are present may agree to proceed informally with the agenda and the Chair will report to the next meeting of the Board on any proposals made at the informal gathering; and

C. Any proposals made at the informal gathering will be submitted to the Board for consideration at the next regular meeting.

7-5 If quorum is lost during a meeting for a period of 15 minutes, members present may ask the Secretary to record the names of those members present and the meeting shall stand adjourned until the next scheduled meeting, or at the call of the Chair.

7-6 If neither the Chair nor the Vice-Chair has arrived 15 minutes after the time the meeting is to start and, if a quorum is present, one of the other members of the Board may be appointed Acting Chair and the Acting Chair shall preside and discharge the duties of the Chair during the meeting, or until the arrival of the Chair or Vice-Chair.

8. RULES OF DEBATE AND VOTING

8-1 Arena Board members shall disclose any conflict of interest as defined by the Moss Park Arena Conflict of Interest Policy for any matter under consideration at a meeting and shall avoid taking part in any discussion of the matter.

8-2 The Arena Board may hear depositions from the public at its discretion and may set limits for speaking time.

8-3 The Chair decides the order in which members speak or ask questions and makes sure that every member indicating a desire to speak has an opportunity to speak to an item on the agenda.

8-4 The Arena Board may act by unanimous consent, in which case a formal vote shall not be necessary.

8-5 The Chair may specify a proposed action and, if there is no objection, announce that the action is approved by unanimous consent.

8-6 When a proposal is made:

A. The Chair may re-state the proposal to ensure that the wording is recorded properly and members understand the intent;

B. The proposal may then be discussed and the discussion may include possible changes to the wording of the proposal by adding, deleting, or replacing words; and

C. After the conclusion of the discussion, the Chair may frame the resulting proposal as a motion that can then be voted on.

8-7 A member may move a motion to postpone an item, to refer an item to staff with a request for information, or to refer an item to a working group with a request for comment.

8-8 A motion does not need to be seconded.

8-8 A motion to adjourn a meeting shall always be in order, except when:

A. Another member is speaking;

B. A vote has been called;

C. The members are voting; or

D. A member has indicated to the Chair his or her desire to speak on the matter under consideration.

8-9 Every member, including the Chair, has a vote, unless prohibited by a declared conflict of interest or other law, in which case the Secretary shall record the name of the member who does not vote and his/her reason for not voting.

8-10 A tie vote means a motion shall not carry.

8-11 Upon the request of any member, and when the Chair is satisfied that a matter under consideration contains distinct proposals, the vote for each proposal may be taken separately.

8-12 When a vote is taken, the order of the vote shall be as follows:

A. Upon any motion to refer;

B. Upon any motion to postpone;

C. Upon any motion to receive and take no action;

D. Upon any amendments to a motion; and

E. Upon the motion itself.

9. NOTICES OF MOTION

9-1 Motions to amend the By-Laws, alter arena hours of operation, program scheduling, or to adopt new or change existing arena programs shall require 28 days notice.

9-2 All other motions shall require 7 days notice, where practicable.

9-3 Notice of motion shall be effected by delivery to the Secretary, who shall make the motion available to members and post the motion in a public place within the arena.

10. AMENDMENT OF THE BY-LAWS

10-1 An amendment of any By-Law shall not pass unless the motion to amend is approved by two-thirds of the Arena Board members voting in a meeting where notice has been provided.

10-2 Except where passed by unanimous consent, a motion to amend By-Laws shall be by recorded vote.

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Approved by:

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Moss Park Arena Board of Management