



## By-Law Number 2025-03

**A By-Law executed under the authority of the Health Protection and Promotion Act (H.P.P.A.) Section 56 to regulate the proceedings of the Board of Health.**

The Board of Health of the Renfrew County and District Health Unit enacts as follows:

That all previous enacted procedural by-laws to Regulate the Proceeding of the Board of Health be repealed, and

That the attached procedural by-law to regulate the Proceedings of the Board of Health as set out and appended as Schedule "A" to this by-law be hereby adopted and effective as of the date of passing.

Read a first, second, and third time this 18th day of December 2025

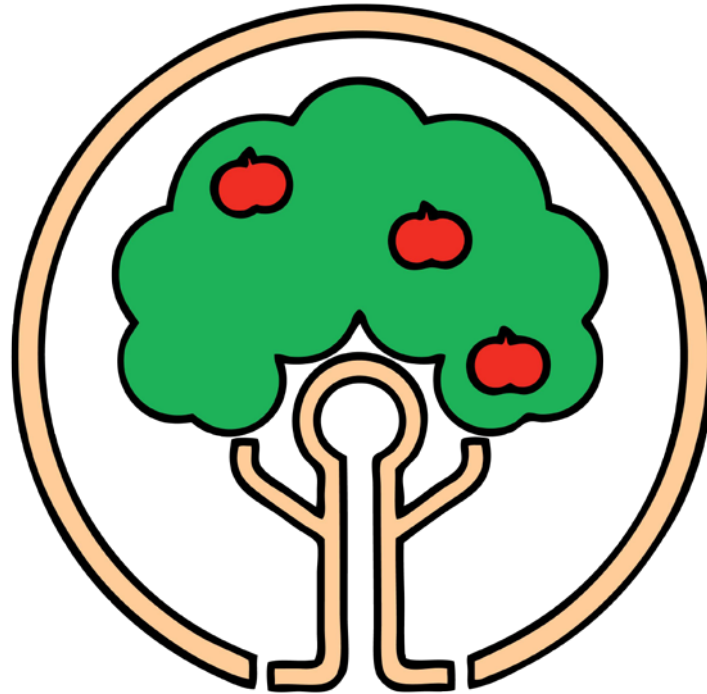
Handwritten signature of Heather ShWalby in cursive script.

Chief Executive Officer

Handwritten signature of J. King in cursive script.

Board Chair

Renfrew County and District Health Unit  
*"Optimal Health for All in Renfrew County and District"*



**Board of Health for  
Renfrew County and District Health Unit**

**Procedural By-Law 2025-03**

A by-law relating generally to the **conduct of the business** of the Board of Health for Renfrew County and District Health Unit including, but not limited to, the calling and proceedings at meetings.

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Be it enacted as a By-Law of the Board of Health for Renfrew County and District Health Unit as follows:

## 1. Interpretation

- a. **Act** means the [Health Protection and Promotion Act, R.S.O. 1990, c. H.7](#), as amended.
- b. **Board** means the Board of Health for Renfrew County and District Health Unit.
- c. **Corporation** means the Board of Health for Renfrew County and District Health Unit. The *Act* deems that the Board of Health is an autonomous corporation, without share capital.
- d. **By-Law** means the by-law of the Board of Health for Renfrew County and District Health Unit from time to time in force and effect.
- e. **Chair** means the person presiding at a meeting of the Board or a Committee of the Board, or the designate.
- f. **Chair of the Board** means the Chair elected under Section 57 (2) of the [Act](#).
- g. **Conflict of Interest** means as prescribed in the [Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50](#), as amended.
- h. **Motion** means a written proposal brought before the Board, duly moved and seconded.
- i. **Municipal Act** means the [Municipal Act, 2001, S.O. 2001, c. 25](#), as amended.
- j. **Regulations** means the Regulation made under the [Act](#), as from time to time amended, and every regulation that may be substituted therefore and, in the case of such substitution, any references in the by-laws of the Board of Health for Renfrew County and District Health Unit to provisions of the Regulations shall be read as references to the substituted provisions therefore in the new Regulations.
- k. **Resolution** means a motion passed at a meeting.
- l. **Vice-Chair** as elected under Section 57 (2) of the [Act](#).
- m. **Member** means a Member of the Board of Health.

## 2. General Statements

- a. All terms which are contained in the By-Laws, and which are defined in the [Act](#), or the Regulations shall have the meanings respectively given to such terms in the *Act* or the *Regulations*.
- b. The [Corporations Information Act, R.S.O. 1990, c. C.39](#), and the [Not-For-Profit Corporations Act, 2010, S.O. 2010, c. 15](#), do not apply to a board of health.
- c. The headings used in the by-laws are inserted for reference purposes only and are not to be considered or taken into account in construing the terms or provisions thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms or provisions.

- d. Words importing the singular number only shall include the plural and vice versa and words importing a specific gender shall include the other genders.
- e. The rules contained herein apply to the Board and also to all Board Committees.

### **3. Designation of Head**

As required by the [Municipal Freedom of Information and Protection of Privacy Act, R.S.O. 1990, c. M.56](#), as amended, the Board thereby designates the Medical Officer of Health (MOH) as the Head of Renfrew County and District Health Unit (RCDHU) for the purposes of the [Act](#). The MOH shall provide for all other institutional requirements regarding access and privacy as set out in the [Municipal Freedom of Information and Protection of Privacy Act, R.S.O. 1990, c. M.56](#) and the [Personal Health Information Protection Act, 2004, S.O. 2004, c. 3, Sched. A](#). The MOH may designate in their absence to the Chief Executive Officer (CEO).

### **4. Membership Numbers**

The Members of the Board are appointed by the Councils of the County of Renfrew, the City of Pembroke, and the Township of South Algonquin, and by the Lieutenant Governor in Council for Ontario, as provided for in the [Act](#).

The membership of the Board shall be as follows:

- Four Municipal Members to be appointed by the Council of the County of Renfrew.
- One Member to be appointed by the Council of the City of Pembroke.
- One Member to be appointed by the Council of the Township of South Algonquin.
- *The Lieutenant Governor in Council may appoint one or more persons as members of a board of health, but the number of members so appointed shall be less than the number of municipal members of the board of health, [Health Protection and Promotion Act, R.S.O. 1990, c. H.7, s. 49 \(3\)](#).*

### **5. Ex-Officio Members**

The MOH and the CEO are ex-officio Members of the Board of Health.

### **6. Secretary-Treasurer**

The CEO or designate shall be duly appointed as the Secretary-Treasurer of the Board.

## **7. Attendance for the Board of Health Meetings**

### **a. Attendance**

Members are required to attend Board and Committee meetings. The MOH and/or CEO shall attend all meetings of the Board except on matters that relate to their remuneration or the performance of their respective duties.

### **b. Board Members**

Board Members of RCDHU shall be present, in-person or electronically at Board and Committee meetings, as required, to discuss agenda items related to their area(s) of responsibility.

### **c. Recording Secretary**

The CEO or designate shall be the Recording Secretary of the Board meetings.

### **d. Absences**

When a Member who is:

- i. a Municipal Appointee is absent for three successive months without being authorized to do so by resolution of the Board, that seat shall be declared vacant as per Section 49 (8) of the [Act](#) and a letter will be sent to the appointing municipality informing them of such vacancy and their requirement under Section 51 (2) of the [Act](#) to appoint a person forthwith for the remainder of the term.
- ii. a Provincial Appointee is absent for three successive months without being authorized to do so by resolution of the Board, a letter will be sent to the Minister of Health detailing their attendance record.

### **e. Leave of Absence**

The Board may, by resolution or motion, upon receipt of a written request, extend to any Board Member a leave of absence for a definite period of time. During any Board approved absence, item 7, above, shall not apply.

### **f. Remuneration—Expenses**

The remuneration of Board Members shall be in accordance with the [Health Protection and Promotion Act, R.S.O. 1990, c. H.7](#). The Board shall pay the reasonable and actual expenses of each Member of the Board in accordance with the [Act](#) and the policies of RCDHU. The honorarium shall be paid on a daily basis, not per meetings attended.

### **g. Term of Office**

The term of office of a Municipal Member of the Board continues during the pleasure of the Council that appointed the Municipal Member, but unless ended sooner, ends with the ending of the term of office of the Council.

### **h. Disqualification**

The seat of a Municipal Member of the Board becomes vacant for the same reasons that the seat of a Member of Council becomes vacant under Subsection 259 (1) of the [Municipal Act 2001, S.O. 2001, c. 25](#), as amended. No person whose services are employed by the Board is qualified to be a Member of the Board.

**i. Vacancy**

Where a vacancy occurs on the Board by the death, disqualification, resignation or removal of a Member, the person or body that appointed the Member shall be requested to appoint a person forthwith to fill the vacancy for the remainder of the term of the Member.

**j. Confidentiality Agreement**

Each Member, upon appointment to the Board, is required to execute a [Confidentiality Agreement](#) agreeing to uphold the privacy of personal information and personal health information that may come to their attention in the course of their being a Member of the Board, whether or not such information arises inside or outside of open or closed meetings of the Board.

**8. Meetings of the Board**

**a. Board Meetings**

Regular Board meetings are held in person at 141 Lake Street, Suite 100, Pembroke, Ontario on the last Tuesday of each month at 10:00 a.m. The Board reserves the right to modify the meeting's date, time format (in person or virtual) by resolution. For details regarding VIRTUAL participation, please refer to Item J.

**b. Public Notice**

The agenda and notice of a meeting are to be posted on RCDHU's website not later than three working days prior to a regular meeting. Written reports are available at or after the Board meeting.

**c. Inaugural Meeting**

The Board usually holds its Inaugural meeting on the second Tuesday of January.

**d. Number of Meetings**

Regular meetings of the Board shall be held at least eight times annually.

**e. Meetings in July and August**

Meetings generally do not occur in the summer months of July and August, unless at the call of the Chair.

**f. Special Meetings**

Special meetings may be called by the Chair or, in their absence, the Vice-Chair at any time that it is deemed advisable and necessary or by a majority vote at any regular meeting at which quorum is present. The Secretary may call a meeting of the Board upon being petitioned, in writing, by a majority of the Members to do so.

**g. Notice of a Special Meeting**

Members of the Board will be notified of any special meetings by email and Board Portal, with not less than 24 hours' notice.

**h. Omission of Notice**

The non-receipt of any notice, by any Member, shall not invalidate any resolution passed or any proceeding taken at such meeting.

**i. Quorum**

A majority of the Members of the Board (50% plus one) shall form a quorum. Upon any Member directing the attention of the Chair to the fact that there is a loss of quorum, the Secretary or designate, at the request of the Chair, shall record the names of those present and advise the Chair if a quorum is or is not present.

**j. Electronic Participation**

The [Municipal Act, 2001, S.O. 2001, c. 25](#), as amended from time to time, provides in Section 238 the authority for Boards of Health to prescribe electronic participation:

- i. Members are strongly encouraged to physically attend meetings.
- ii. Members intending to participate electronically in a meeting shall notify the Chair and/or Secretary by email prior to the meeting.
- iii. Members participating electronically shall have all the same rights and responsibilities as if they were in physical attendance.
- iv. Members participating electronically shall be counted in determination of whether or not a quorum is present at any point in time.
- v. Members participating electronically in a meeting that is closed to the public shall declare to the Chair that they are in a private room, where no other persons can overhear the deliberations and the electronic connection is secure and not publicly accessible.
- vi. In the event of an interruption in connectivity for Members participating electronically, the meeting will continue without the participant and their absence will be noted in the minutes.
- vii. Members participating electronically visually shall inform the Chair should they turn off their video but continue to be present. Otherwise, they will be identified as absent.
- viii. Members participating electronically shall inform the Chair of their departure prior to leaving the meeting to ensure quorum is maintained.
- ix. In circumstances where all Members are participating electronically, should the Chair of the Board lose connectivity during a Board meeting, the Vice-Chair shall preside. Where the Vice-Chair is also participating electronically, or in the case of Standing or Ad-hoc Committee meetings, the Chair shall be chosen from among the remaining Members.
- x. Subsection ix. Shall also apply where the Chair has declared a conflict of interest.
- xi. Members must connect through a secure and private internet connection.

**k. Voting**

Questions arising at any meeting of the Board Members shall be decided by a majority vote. The Chair and each Board Member present where not otherwise disqualified from voting by virtue of any legislation or declared conflict of interest, is obliged to vote on all questions, per Section 13. h. The Chair shall call the vote and:

- i. where Members can be seen by the Chair a show of hands will be requested.
- ii. where Members cannot be seen by the Chair they shall be polled individually.

**l. Recorded Vote**

Any Member may request a recorded vote and each Member present, and not disqualified from voting by virtue of any legislation or declared conflict of interest, must then announce their vote. The Chair shall poll each Member individually, beginning with the Member requesting the recorded vote using the [Motion Form and Recorded Vote](#) document.

To abstain or fail to vote under such circumstances is deemed to be a negative vote per Section 13. h. When a recorded vote is requested, the names of those who voted for and those who voted against the question shall be entered upon the minutes in the same order.

**m. Declaration of Conflict of Interest**

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

- i. shall prior to any consideration of the matter at a meeting disclose the interest and the general nature thereof
- ii. shall not be present or take part in the discussion of, or vote on any question in respect of the matter
- iii. shall not attempt in any way, whether before, during, or after a meeting, to influence the voting on any such question.

Where the interest of a Member has not been disclosed as required by reason of the Member's absence from a meeting referred to therein, the Member shall disclose the interest and otherwise comply with the requirements set forth above at the first meeting of the Board attended by the Member thereafter.

Every declaration of conflict of interest and the general nature thereof made by a Board Member shall, where a meeting is open to the public, be recorded in the minutes of a meeting by the Secretary or designate.

Where a meeting is closed to the public, any declaration of conflict of interest made by a Member, and the general nature thereof, shall be recorded in the Closed Meeting minutes.

After the Board rises to report following a Closed Meeting, any Member who declared a conflict of interest in the Closed Meeting shall declare a conflict of interest, but not the general nature thereof, so that the conflict of interest declaration shall be recorded as part of the open meeting minutes.

Every Member shall sign the [Acknowledgement of Conflict of Interest Policy](#), at the time of joining the Board, and annually at each Inaugural meeting. Members are required to carry out the obligations set out in the [Health Protection and Promotion Act, R.S.O. 1990, c. H.7](#), [Ontario Public Health Standards: Protocols and Guidelines](#), [Public Health Accountability Agreements](#), [Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50](#), etc., without an actual potential or perceived conflict of interest.

**n. Quorum Deemed**

Where the number of Members who, by reason to the provisions of the [Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50](#), and hereof, are disabled from participating in a meeting is such that at the meeting the remaining Members are not of sufficient number to constitute a quorum, then, despite any other general or special Act, the remaining number of Members shall be deemed to constitute a quorum, provided such number is not less than two (7 (1) [Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50](#)).

**9. Board Packages, Agenda, and Minutes**

**a. Board Packages**

The agenda, minutes of the previous meeting, and written reports shall be posted to the Board Portal not later than three working days in advance of a scheduled meeting. This shall apply to materials for both open and closed sessions.

**b. Agendas**

For all regular and special Board meetings, an agenda shall be drafted by the Chair of the Board in collaboration with the CEO or designate.

**c. Introduction of New Business**

Any Member wishing to introduce business additional to that set out in the previously distributed agenda, must make the request during the agenda approval portion of the agenda and it must be approved by the Members present.

#### **d. Minutes**

The Secretary or designate records the minutes of a meeting and submits them to the CEO and Chair for review. The minutes of the previous meeting shall be circulated to the Board not later than three working days prior to the next regularly scheduled meeting. At a regularly scheduled meeting, a motion will be entertained to have the meeting minutes approved and adopted as circulated or in the case of corrections, approved and adopted as amended.

If the minutes of the previous Board meeting were not circulated in advance, the Secretary or designate shall read them. After the confirmation and adoption of the minutes, they shall be signed by the Chair. The approved copy of the minutes of the Board shall be posted by the Secretary or designate on the RCDHU's website within 7 business days.

### **10. Order of Business for Regular Meetings**

#### **a. Agenda**

The agenda items may include but not be limited to:

- i. Call to Order
- ii. [Land Acknowledgement](#)
- iii. Agenda Approval
- iv. Delegations
- v. Declarations of Conflict of Interest
- vi. Approval of Minutes of Previous Meeting
- vii. Chair Report
- viii. Staff Reports
- ix. Board Committee Reports
- x. Correspondence
- xi. By-Laws
- xii. New Business
- xiii. Action List Review
- xiv. Notice of Motion
- xv. Closed Meeting
- xvi. Date of Next Meeting
- xvii. Adjournment

The following disclaimer is included at the bottom of all agendas:

*"Any submissions received from the public, either orally or in writing may become part of the public record or package."*

## 11. Order of Business for Special Meetings

### a. Agenda

The agenda items shall include but not be limited to:

- i. Call to Order
- ii. [Land Acknowledgement](#)
- iii. Agenda Approval
- iv. Declaration of Conflict of Interest
- v. Business—exclusively item(s) for which the special meeting was called
- vi. Closed (if applicable)
- vii. Adjournment.

### b. Closed Meeting

It is noted that, should the item of business for which a Special Meeting was called be a matter for Closed Meeting, a motion to go into Closed Meeting and a motion to rise and report from the Closed Meeting would also be included on the agenda.

## 12. Order of Business for Inaugural Meeting

- a. The presiding Chair is responsible for calling the Inaugural Meeting, setting the agenda, and conducting the meeting, until such time as the Chair is elected.

### b. Agenda

At the Inaugural Meeting, as the first order of business, the Board shall:

- i. elect a Chair of the Board
- ii. elect a Vice-Chair of the Board
- iii. appoint a Striking Committee
- iv. approve a Striking Committee Report
- v. adjourn.

### c. Election of Officers

Members shall elect one from among them to be Chair of the Board and one to be Vice-Chair of the Board for the year as prescribed by Section 57 (2) of the Act.

- i. Each position shall be filled separately.
- ii. The presiding Chair or designate shall declare the offices of Chair and Vice-Chair of the Board vacant and the CEO assumes the role of presiding officer to conduct the election of the Chair.
- iii. Candidates become eligible for election to Chair by a Member stating:  
*"I nominate XXX for election to the position of \_\_\_\_\_."*
- iv. A nomination requires a seconder.
- v. The presiding officer will indicate acceptance of the nomination by receiving an affirmative response to the following question posed to the nominee:

*"\_\_\_\_\_, are you willing to be nominated?"*

- vi. The presiding officer will then ask if there are further nominations and repeat the process until no additional names are put forward.
- vii. The presiding officer will then declare nominations closed.
- viii. If only one Member is nominated and there are no further nominations, the presiding officer shall declare the Member elected by acclamation
- ix. If more than one Member is nominated, the presiding officer will call for a vote by secret ballot:
  - a vote counter shall be appointed by the presiding officer
  - the vote counter will distribute, collect, and count the ballots and report the results to the presiding officer
  - in the event of a tie vote, the names of the candidate will be entered onto ballots by the vote counter and the successful candidate shall be determined by lot
- x. The presiding officer will declare the candidate elected.
- xi. The newly elected Chair assumes the office immediately upon being declared elected by the CEO.
- xii. The Chair will conduct the election of Vice-Chair following the same process outlined above.

### **13. Board of Health Meetings—Procedures**

#### **a. Conduct during Board Meeting**

All Members of the Board shall at all times use temperate language and conduct themselves in an appropriate and respectful manner. If at any time, intemperate, insulting, or disrespectful language is used against the Chair or the Board or any of its staff, the offending Member shall apologize and retract their statement.

#### **b. Board Members Speaking to Motions**

The following rules shall apply to motions:

- i. A Member may speak more than once to a motion, but after speaking shall be placed at the foot of the list of Members wishing to speak at the discretion of the Chair.
- ii. No Member shall speak to the same motion at any one time for longer than five minutes except that the Board upon motion, therefore, may grant extensions of time for speaking of up to five minutes for each time extended.
- iii. When a matter is under debate, no motion shall be received other than a motion:
  - to adopt
  - to amend
  - to defer action
  - to refer
  - to receive
  - to sever

- to adjourn the meeting, or
- that the vote be now taken.

When a motion that the vote be now taken is presented, that motion shall be put to a vote without debate, and if carried by a majority vote of the Members present, the motion and any amendments thereto under discussion shall be submitted to a vote forthwith, without further debate.

**c. Order and Procedure**

All Members shall abide by the Chair's decision, with regard to matters of order and procedure. If any Member continues to abuse their position in the Board after being named by the Chair, the Chair shall have the power to have them removed from the Board meeting until a meeting is over or until the Member apologizes in full to the Chair and the Members. The Member has recourse to immediately appeal the decision of the Chair to the Members.

**d. Invitation of a Non-Board Member**

Any person who is not a Board Member shall be allowed to address the Board upon invitation by the Chair and the Board Members.

**e. Delegations and Presentations**

The Board may hear public delegations during regular meetings upon request from external parties. Delegations must submit an application with written notice no later than seven days prior to the meeting (see Application for Delegations to Board Meetings) and are limited to 10 minutes, followed by a 5-minute Q&A session. The MOH and CEO have the discretion to ensure delegations align with the public health mission. Each delegation may only present once per year.

The board may invite guests to make presentations. These are not delegations and are not subject to the above guidelines. Guests may also be invited to present at sub committee meetings.

**f. Notice of Motion**

A Member who wishes to introduce a motion not contained in the agenda shall provide the motion in writing to the Secretary to be included as a *Notice of Motion* item on the agenda.

A *Notice of Motion* shall be read aloud and not considered or debated until the next regular meeting at which the mover of the motion is in attendance and has a seconder.

A *Notice of Motion* that is called for by the Chair and not proceeded with shall be dropped from the agenda.

**g. Reconsideration**

After any matter has been decided, any Member that voted with the majority may make a request for a reconsideration of the decision. The reconsideration may be heard at the same meeting or a subsequent meeting. No discussion of the matter shall be allowed until the motion for reconsideration has carried.

A motion to reconsider cannot interrupt a speaker who has the floor, must be seconded and cannot be amended. A two-thirds majority vote of those in attendance is required for the reconsideration to be accepted.

**h. Obligation to Vote**

Every Member, including the Chair present at a meeting when a vote is taken on a matter shall vote thereon unless prohibited by Statute, including the [Municipal Conflict of Interest Act, R.S.O. 1990 c. M.50](#):

- i. The failure of a Member to vote on a motion shall be counted as a negative vote.
- ii. Any Member may require that the vote on a motion be recorded.
- iii. A motion must be supported by a majority of the Members deemed to be present to be carried.

**i. Objection of the Result**

If Members disagree with the announcement by the Chair of the result of any vote, they may object immediately to the Chair's declaration and require that the vote be retaken and recorded.

**j. Adjournment**

A motion to adjourn any meeting shall be in order, except:

- i. when a Member is in possession of the floor
- ii. when it has been decided that the vote be now taken.

**14. Closed Meetings**

**a.** A meeting or part of a meeting may be closed to the public if the subject matter being considered is:

- i. the security of the property of the Board
- ii. personal matters about an identifiable individual, including Board Members
- iii. a proposed or pending acquisition of land for Board purpose
- iv. labour relations or employee negotiations
- v. litigation or potential litigation, including matters before administrative tribunals, affecting the Board
- vi. the receiving of advice that is subject to solicitor client privilege, including communications necessary for that purpose
- vii. a matter in respect of which the Board has authorized a meeting to be closed under another Act
- viii. information explicitly supplied in confidence to the municipality or local board by Canada, a province, or territory, or a Crown agency of any of them

- ix. a trade secret or scientific, technical, commercial, financial, or labour relations information, supplied in confidence to the municipality or local board, which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization
  - x. a trade secret or scientific, technical, commercial, or financial information that belongs to the municipality or local board and has monetary value or potential monetary value
  - xi. a position, plan, procedure, criteria, or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality or local board.
- b.** A meeting shall be closed to the public if the subject matter relates to the consideration of a request under the [Municipal Freedom of Information and Protection of Privacy Act, R.S.O. 1990, c. M.56.](#)
- c.** A meeting may be closed to the public if the following conditions are both satisfied:
- i. the meeting is held for the purpose of training the Members, and
  - ii. at the meeting, no Member discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the Board or Committee.
- d.** Before holding a meeting or part of a meeting that is to be closed to the public, the Board or Committee shall state by resolution:
- i. the fact of the holding of the closed meeting, and
  - ii. the general nature of the matter to be considered at the closed meeting
  - iii. during a closed meeting a vote cannot be taken except where the following conditions are met:
    - per item 14. a. ii, or 14. a. iii., or 14. a. iv., shown above which permits or requires a meeting to be closed to the public, and
    - that the vote is for a procedural matter or for giving directions or instruction to officers, employees, or agents of the Board or persons retained by or under contract with the Board.
- e. Completion of the Closed Meeting**  
The Board shall rise with a report upon completion of the Closed Meeting.
- f. Breach of Confidentiality**  
If a Member of the Board disregards the rules of the Board respecting the requirement to maintain the confidentiality of matters and related information arising in a Closed Meeting or disregards their own [Confidentiality Agreement](#) respecting the security of personal information and/or personal health information, the Board may call by motion for the Member to resign as a Member of the Board.

## **15. Appointment of the MOH and CEO**

### **a. Appointment of MOH**

The Board shall appoint a full-time MOH. Where the office of MOH of the Board is vacant or the MOH is absent or unable to act, the Board shall forthwith appoint a physician as Acting MOH, which Acting MOH shall perform the duties and have the authority to exercise the powers of the MOH of the Board.

### **b. Eligibility for MOH Appointment**

MOHs must have the following credentials:

- i. they are physicians
- ii. they possess the qualifications and requirements prescribed by the Regulations to the Act for the position and
- iii. the Minister approves the proposed appointment.

### **c. Appointment of CEO**

The Board shall appoint a full-time qualified Chief Executive Officer. Where the office of CEO of the Board is vacant, or the CEO is absent or unable to act, the Board shall appoint an Acting CEO, which Acting CEO shall perform the duties and have the authority to exercise the powers of the CEO of the Board.

### **d. Temporary Absence or Unavailability of MOH**

In the event of a short period of absence of the MOH (up to one month), the MOH/AMOH of another public health unit in Ontario may be authorized as the Acting MOH for the Board of the Renfrew County and District Health Unit. Arrangements will be made in advance by the RCDHU MOH at their discretion. This Acting MOH will ensure that the statutory duties and powers of the MOH may continue to be fulfilled during their temporary absence.

The MOH will notify the Chair in advance of their pending absence and coverage details. The MOH must develop a mutually agreed upon schedule for coverage with the MOH/AMOH(s) of the identified public health unit(s) and supply this information to the Chair of the Board.

### **e. Vacancy of MOH**

If the position of MOH becomes vacant, the Board and the Minister, acting in concert, shall work expeditiously towards filling the position with a full-time MOH.

### **f. Dismissal of MOH**

A decision by the Board to dismiss the MOH from office is not effective unless:

- i. the decision is carried by the vote of two-thirds of the Members of the Board and
- ii. the Minister consents in writing to the dismissal.

### **g. Dismissal of CEO**

A decision by the Board to dismiss the CEO from office is not effective unless the decision is carried by the vote of two-thirds of the Members of the Board.

#### **h. Notice and Attendance**

The Board shall not vote on the dismissal of the MOH or CEO unless the Board has given to the MOH or CEO:

- i. reasonable written notice of the time, place, and purpose of a meeting at which the dismissal is to be considered
- ii. a written statement of the reason for the proposal to dismiss the MOH or CEO
- iii. an opportunity to attend and to make representations to the Board at a meeting.

### **16. Duties of Officers**

**a.** The Chair of the Board shall:

- i. preside at all meetings of the Board.
- ii. preserve order and proper conduct during meetings.
- iii. keep a speakers list recognizing Members who wish to speak on a matter.
- iv. issue a final ruling on any question of order and/or procedure subject to challenge and majority vote of the Members.
- v. represent the Board at public or official functions or designate another Board Members to do so.
- vi. be the spokesperson on behalf of the Board of Health.
- vii. be an ex-officio Member of all Committees to which they have not been named a Member.
- viii. lead the selection process, remuneration, and performance review of the MOH and CEO.
- ix. perform such duties as may from time to time be determined by the Board.

The Vice-Chair of the Board shall have all the powers and perform all the duties of the Chair of the Board in the absence or disability of the Chair of the Board, together with such powers and duties, if any, as may be from time to time assigned by the Board.

**b.** The MOH shall:

- i. be responsible for and shall report to the Board on issues relating to the protection and the promotion of the public's health.

**c.** The CEO shall:

- i. be responsible for the day-to-day operations, policies and directives, program and service delivery, matters of human resources and finances of the RCDHU, and for keeping the Board apprised of such matters.

## 17. Committees

The Board may establish, by resolution, standing committees of the Board as it deems necessary.

The standing committees are:

- [Governance Committee](#)
- [Finance, Audit and Resources Committee](#)
- [Striking Committee](#)

Special ad hoc committees may also be established, and the Members appointed for a specific purpose for a specific period of time. Such committees shall be deemed to be discharged when their purpose has been achieved or when the specific period of time has lapsed.

## 18. Rules of Order

### Robert's Rules of Order

Any rules not contained herein shall be determined by the most recent edition of *Robert's Rules of Order Newly Revised*.

## 19. Affiliation

RCDHU may hold memberships in various agencies such as Ontario Public Health Association, Association of Local Public Health Agencies, Ontario Hospital Association, as deemed appropriate. The Board may be entitled to representation at meetings of various membership organizations.

Should voting be required at such meetings, proxy representations with authority to vote shall be appointed and authorized by the Board whenever necessary.

### Attachments:

Terms of Reference

- [Governance Committee](#)
- [Finance, Audit and Resources Committee](#)
- [Striking Committee](#)

[Confidentiality Agreement](#)

[Acknowledgment of Conflict of Interest Policy](#)

[Land Acknowledgment](#)

[Motion Form and Recorded Vote](#)

[Application for Delegation to Board Meetings](#)

[PM30 IT Acceptable Use Policy](#)



Renfrew County and District Health Unit  
"Optimal Health for All in Renfrew County and District"

**Board of Health**

**Governance Committee**

<b>Terms of Reference</b>	
Governance Committee	Original Date: December 9, 2015
Approved by: Board of Health	Revision Date: <ul style="list-style-type: none"><li>• February 28, 2017</li><li>• August 30, 2022</li><li>• July 25, 2023</li><li>• September 2025</li></ul>

**Purpose:**

To provide leadership and accountability and advice regarding Renfrew County and District Health Unit (RCDHU) to support effective and efficient functioning of the Board of Health and ensures the oversight of risk management for RCDHU to ensure compliance with the:

- [Health Protection and Promotion Act, R.S.O. 1990, c. H.7](#)
- [Ontario Public Health Standards: Requirements for Programs, Services, and Accountability \(Standards\)](#)
- [Ministry of Health and Long-Term Care \(MOHLTC\) Ontario Public Health Organizational Standards](#)
- [MOHLTC/RCDHU Funding and Accountability Agreement](#)
- [Renfrew County and District Health Unit Strategic Plan 2022-2026](#)

**Responsibilities:**

1. Review the number of Members on the Board and recommend changes as needed.
2. Review Board policies and Procedural By-Law every two years and recommend changes as appropriate.
3. Recruit and recommend community members for consideration for appointment as provincial appointments to the Board.

4. Ensures that the Board operates in a transparent and accountable manner. Ensures that orientation and continuing education activities for Board Members are in place on an ongoing basis.
5. Prepare an inventory of Board Member knowledge and skills related to Board functions.
6. Conduct a Board Self-Evaluation annually and make recommendations for improvement in Board effectiveness and engagement.
7. Recommend Board committees and review their terms of reference every two years.
8. Ensure performance evaluations of the Medical Officer of Health (MOH) and Chief Executive Officer (CEO) are completed annually.
9. Lead the recruitment of a MOH and CEO when the vacancy arises.
10. Receives, reviews and follows up with the Annual Risk and Corporate Operational Plan as approved by the board annually.

### **Composition:**

- Three to four Board Members with one being the Board Chair.
- The Chair of the Committee will be appointed by the Board.
- The MOH and CEO will be ex-officio, non-voting Members of the Committee.
- From time to time, as deemed necessary by the Committee, the Committee may retain independent advice regarding those issues within its mandate. Additional Board Members may be invited to attend Committee meetings in order to contribute their knowledge/skills to the work of the Committee.

### **Terms of Membership:**

- Members will be appointed for a renewable one-year term. Where possible, terms will be maintained to ensure a balance of new and continuing Members.

### **Structure:**

- The Committee will meet at least two times per year or at the call of the Committee Chair.
- Quorum requires that a majority of the Members be in attendance.
- The Secretary to the Board will provide administrative support.
- The Chair of the Committee with the support of the Secretary to the Board will identify agenda items in collaboration with the CEO.

### **Accountability and Decision Making:**

- The Governance Committee reports and makes recommendations to the BoH.
  - The Committee shall have authority to request information relevant to its responsibilities.

**Responsibilities of Members:**

- Prepare in advance of meetings.
- Follow the Board of Health Procedural By-Law as amended periodically.

**Communication:**

- The Chair of the Committee will submit a written report on the work of the Governance Committee to be included with meeting materials for the next Regular BoH meeting.
- Meeting minutes including recommendations to the Board will be prepared by the Secretary to the Board and will be circulated in advance of the Committee meeting.



Renfrew County and District Health Unit  
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**Board of Health**

**Finance, Audit and Resources Committee**

<b>Terms of Reference</b>	
Finance, Audit and Resources Committee	Original Date: December 9, 2015
Approved by: Board of Health	Revision Date: <ul style="list-style-type: none"><li>• December 7, 2018</li><li>• August 30, 2022</li><li>• July 25, 2023</li><li>• September 2025</li></ul>

**Purpose:**

To provide leadership, accountability and advice regarding the Renfrew County and District Health Unit (RCDHU) to the Board of Health (BoH) and the Medical Officer of Health (MOH) and Chief Executive Officer (CEO) on the effective use of resources (financial, human, capital and information assets) and applicable risk mitigation processes for these assets.

- [Health Protection and Promotion Act, R.S.O. 1990, c. H.7](#)
- [Ontario Public Health Standards: Requirements for Programs, Services, and Accountability \(Standards\)](#)
- [Ministry of Health and Long-Term Care \(MOHLTC\) Ontario Public Health Organizational Standards](#)
- *MOHLTC/RCDHU Funding and Accountability Agreement*
- [Renfrew County and District Health Unit Strategic Plan 2022-2026](#)

**Responsibilities:**

1. Review the Annual Service Plan and Budget and make recommendations to the Board.
2. Monitor the annual budget by reviewing quarterly financial statements and analyses, including the annual reconciliation settlement with the Ministry of Health

and identify any significant variances or other concerns to the Board. Recommend annually, a response to the comments in the Auditor's Management Letter in collaboration with the CEO.

3. Review the results of the annual financial audit prior to the BoH meeting each year.
4. Ensure oversight of Human Resources (HR) to ensure the administration establishes an HR strategy and activities to support workforce development, succession planning and excellence in professional practice.
5. Review as required, the types and amounts of insurance carried by the Health Unit and make recommendations to the Board..
6. Review bi-annually administrative policies relating to the financial management of the organization, including but not limited to, procurement, investments, and signing authority and make recommendations to the Board.
7. Ensure a capital funding plan is in place. Monitor RCDHU's physical assets and facilities and identify where improvements are needed.
8. Review as required, all lease, rental, service level, and funding agreements and make recommendations to the Board.
9. Review as required, with the CEO, the corporation's investments and make recommendations to the Board.
10. Review the Board stipends as required and make recommendations to the Board.
11. Recommend to the Board the method of allocating the municipal portion of the budget to obligated municipalities.
12. Review as required, accommodation alternatives including new properties, capital improvements and construction projects.
13. Review the Committee terms of reference at least every two years and make recommendations to the Governance Committee, as part of their bi-annual review.

### **Composition:**

- Three to five Board Members including the Chair of the Board.
- The Committee Chair shall be appointed by the Board at the Inaugural meeting or thereafter, as a vacancy requires.
- The MOH and CEO shall be ex-officio, non-voting Members of the Committee.
- From time to time, as deemed necessary by the Committee, the Committee may retain independent advice regarding those issues within its mandate.. Additional Board Members may be invited to attend Committee meetings in order to contribute their knowledge/skills to the work of the Committee.

### **Terms of Membership:**

- Members shall be appointed for a renewable one-year term. Where possible, terms should be maintained to ensure a balance of new and continuing Members.

**Structure:**

- The Committee shall meet at least quarterly or at the call of the Chair.
- Quorum shall be a simple majority of the members.
- The Secretary shall provide administrative support.
- The Chair, with the support of the Secretary and in collaboration with Members and CEO shall identify agenda items.

**Accountability and Decision Making:**

- The Committee reports and makes recommendations to the Board.
- The Committee shall have authority to request information relevant to its responsibilities.

**Responsibilities of Members:**

- Prepare in advance of and attend meetings.
- Follow the BoH *Procedural By-Law*.

**Communication:**

- The Chair of the committee will submit a written report on the work of the Resources Committee to be included with meeting materials for the next regular BoH meeting.
- Meeting minutes, including recommendations to the Board will be prepared by the Secretary and will be circulated in advance of the next Committee meeting.



Renfrew County and District Health Unit  
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**Board of Health**  
**Striking Committee**

<b>Terms of Reference</b>	
Striking Committee	Original Date: December 9, 2015
Approved by: Board of Health	Revision Date: <ul style="list-style-type: none"><li>• December 7, 2018</li><li>• August 30, 2022</li><li>• July 25, 2023</li><li>• September 2025</li></ul>

**Purpose:**

To make recommendations to the Board of Health regarding Member composition of standing and ad-hoc committees for the ensuing year.

**Responsibilities:**

At the Inaugural meeting of the Board of Health each year:

1. The Chair of the Board shall appoint a Striking Committee.
2. The Striking Committee shall convene to select and nominate members to standing and ad-hoc committees of the Board for the ensuing year.
3. The Committee Chair shall report to Board the recommendations of the Striking Committee regarding:
  - a. Members who should serve on standing and ad-hoc committees for the ensuing year, and
  - b. The Member who shall be Chair of each committee.

**Composition:**

- The Committee shall include three Members including the Chair and Vice-Chair of the Board and a Member appointed by the Chair of the Board. The composition must ensure the inclusion of at least one Provincial Appointee and one Municipal Appointee.

- The Vice-Chair of the Board shall be the Chair of the Striking Committee.
- The Medical Officer of Health (MOH) and Chief Executive Officer (CEO) shall be ex-officio, non-voting Members of the Committee.

### **Terms of Membership:**

Members shall be appointed at the Inaugural meeting of the Board of Health each year.

### **Structure:**

- The Committee shall meet at least at the Inaugural meeting each year or at the call of the Chair.
- Quorum shall be a majority of the members.
- The Secretary or designate shall provide administrative support.
- For any meeting other than at the Inaugural Board meeting, the Chair, with the support of the Secretary, shall have an agenda package prepared for circulation to members at least two business days before the meeting.

### **Responsibilities of Members:**

- Follow the *Board of Health Procedural By-Law*.

### **Communication:**

- The Committee Chair shall report recommendations to the Board at the Inaugural Board meeting.
- Should the Committee be required to meet at any time other than the Inaugural meeting, the Committee Chair shall report recommendations to the Board at the next regular Board meeting.
- Meeting minutes, including recommendations to the Board, shall be prepared by the Secretary and shall be circulated where practical with the agenda package in advance of the next Committee meeting.



Renfrew County and District Health Unit  
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## Board of Health

# Confidentiality Agreement

As a Member of the Board of Health for Renfrew County and District Health Unit (RCDHU), I hereby acknowledge to act honestly and in good faith to the best interests of RCDHU.

Without limiting the generality of the foregoing, I acknowledge that I have a duty to maintain the confidentiality of information disclosed to me in closed meetings of the Board and committees of the Board. I therefore agree not to communicate any such confidential information without the prior approval of the Board or the Medical Officer of Health or the Chief Executive Officer.

I further agree that the duty to maintain confidentiality of closed session information survives my term of membership as a member, and continues indefinitely, except to the extent that such information becomes known to the public.

Board of Health Member—Name *(please print)*

Board of Health Member—Name *(signature)*

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Date Covered

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Date Signed



## Renfrew County and District Health Unit

*"Optimal Health for All in Renfrew County and District"*

### Board of Health

## Acknowledgement of Conflict-of-Interest Policy

I have received, read, and understand the *Renfrew County and District Health Unit Conflict of Interest Policy* and hereby agree that if I should or appear that I may:

- Engage in any business or transaction or have a financial or other personal interest that is incompatible with the discharge of a Board Member's role/duties
- Be under an obligation to any person who might benefit from special consideration or favour from the Board of Health or who might seek, in any way, preferential treatment
- Give, in the performance of the Board of Health role, preferential treatment to relatives or friends or to organizations in which relatives or friends have an interest, financial or otherwise
- Be in a position where the Board of Health member could derive any direct or indirect benefit or interest from any contracts about which the Member can influence decisions
- Benefit from the use of information acquired during the course of volunteer role that is not generally available to the public
- Engage in outside work or activity or business undertaking that:
  - the Board of Health Member has an advantage or appears to have an advantage derived from their position with the Renfrew County and District Health Unit in general
  - in a professional capacity that will or might appear to influence or affect the carrying out of duties as a Member of the Board of Health, or
  - use of Renfrew County and District Health Unit's property, equipment, supplies or services for activities not associated with the Board of Health Member's role.

I will declare a Conflict of Interest in accordance with the *Renfrew County District Health Unit Conflict of Interest Policy*.

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Period covered

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Signed

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Date

*Revised July 2025*



Renfrew County and District Health Unit  
"Optimal Health for All in Renfrew County and District"

## **Board of Health**

### **Land Acknowledgement**

RCDHU is located on the unceded territory of the Algonquin Anishinaabe People.

We honour the land and peoples of the Algonquin Anishinaabe, whose ancestors have lived on this territory since time Immemorial, and whose culture and presence have nurtured and continue to nurture this land.

We honour all First Nations, Inuit and Metis peoples, their elders, their ancestors and their valuable past and present contributions to this land.

*Migwech*

*Created June 2022*

*Revised July 2025*



Renfrew County and District Health Unit  
*"Optimal Health for All in Renfrew County and District"*

**Board of Health**

**Motion Form**

<b>Date</b> (yyyy-mmm-dd):	
<b>Resolution Number:</b>	
<b>Moved by:</b>	
<b>Seconded by:</b>	

<b>Be it resolved that the Board:</b>

Yes ✓	Name of Member	No ✓
<b>TOTALS</b>		

<b>Carried by:</b>
<b>Defeated by:</b>



Renfrew County and District Health Unit  
"Optimal Health for All in Renfrew County and District"

## Board of Health

# Application for Delegation to Board Meetings

*Note: Delegations are limited to 10 minute maximum*

<b>Date of Application:</b>	
<b>Names of Delegation Members:</b>	
<b>Name of Group or Organization that the Delegation is Representing:</b>	

Contact Information of Spokesperson	
<b>Name:</b>	
<b>Phone Number:</b>	
<b>Email Address:</b>	

<b>If there is an urgency to your delegation timing, please provide details below:</b>

<b>Please provide a brief overview of your presentation. Also include any supporting documentation, including PowerPoint and video presentations:</b>