

MEETING PROCEDURES

BYLAW NO. 101

Trust Council: March 11, 2004

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This copy is consolidated for convenience only and is amended by the following:

Bylaw No.	Amendment No.	Adoption Date
Bylaw No. 132	Amendment No. 1/09	2009-10-12
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Bylaw No. 166	Amendment No. 3/16	2016-10-21
Bylaw No. 171	Amendment No. 4/17	2018-01-17
Bylaw No. 180	Amendment No. 5/20	2020-06-17
Bylaw No. 184	Amendment No. 6/21	2021-12-10
Bylaw No. 196	Amendment No. 1/24	2024-04-03
Bylaw No. 198	Amendment No. 2/24	2024-10-17
Bylaw No. 199	Amendment No. 1/25	2025-08-13
Bylaw No. 200	Amendment No. 2/25	2026-06-26
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ISLANDS TRUST COUNCIL

BYLAW NO. 101

A Bylaw to Regulate the Meetings of the Islands Trust Council, Committees of Council and the Islands Trust Executive Committee

The Islands Trust Council, having jurisdiction in respect of the Trust Area in the Province of British Columbia pursuant to the *Islands Trust Act*, enacts as follows:

PART 1 - INTERPRETATION

Definitions

1.1 In this bylaw

"**Act**" means the *Islands Trust Act*;

"**Chair**" means the Chair of the Islands Trust Council;

"**Committee**" means the Executive Committee, or a standing committee, select committee, or other committee of Council and includes sub-committees;

"**Committee Chair**" means the Chair of a Committee;

"**Committee of the Whole**" means a quorum of Council convened in a less formal capacity than a Council Meeting to foster Public Engagement, to provide preliminary consideration of matters, and to make recommendations to Council;

"**Council**" means the governing and executive body of the Islands Trust constituted as the Islands Trust Council as provided in Section 5 of the Act;

"**Delegation**" means an individual or group which appears before Trust Council or a Council committee to make a presentation, submit a petition or request for action, or bring Council or a committee up-to-date on a project, new idea or information, or concept, on a topic specified on an "Application Form for Delegations to Address Islands Trust Council or a Council Committee" and which falls within the jurisdiction or activities of Trust Council or one of its committees;

"**Entitled to vote**" means a member of a Trust body who has not previously advised the Secretary or their delegate that they will not be available via any means during the period the vote is being taken, or has not declared a conflict of interest, or is not an ex-officio member under Policy 2.3.1 [Council Committee Systems];

"**Executive Committee**" means the Islands Trust Executive Committee as provided in Section 20 of the Act;

"Improper conduct" includes conduct which obstructs the deliberations of the Council, or statements considered by the Chair or person presiding as defamatory or profane;

"Meeting" means the assembly of trustees as duly constituted under Parts 2 and 3 and called to order by the Chair in accordance with Part 6;

"Not requiring discussion" means not considered to be controversial, sensitive, complex or otherwise benefitting from discussion and debate;

"Point of order" means an interruption of the debate or proceedings, during a meeting of Council, with an inquiry whether something being said or done is in or out of order according to a statute, this bylaw, or rules referred to in this bylaw;

"Point of privilege" means an interruption of the debate or proceedings, during a meeting of Council, with an inquiry respecting privilege under Section 7.5 of this bylaw or under the rules of order referred to in Section 7.6 of this bylaw;

"Public Comment Period" means a scheduled period of time where a member of the public may address Trust Council or a Council committee on a topic under the jurisdiction or activities of Council or the applicable Committee;

"Quorum" means at least one half of the number of Trustees provided for by the Act;

"Resolution without meeting" means a Council resolution passed under Section 11 (2) to (4) inclusive of the Act;

"Secretary" means the Islands Trust employee appointed and acting as Secretary to the Council or committee and includes, for the purposes of the provisions of this bylaw dealing with minutes, an employee designated by the Secretary for that purpose;

"Special voting" means a Resolution Without Meeting by the Executive Committee or Islands Trust Conservancy Board as provided for in BC Reg 182/92 [Islands Trust Special Voting Regulation];

"Telecommunication" means communication by electronic mail (email) or by voice via a telephone or video conference call;

"Trustee's address" means the address given to the Secretary by each trustee;

"Urgent" means where the issue in question requires immediate action as a result of unforeseen or unavoidable circumstances and must be dealt with before the next regular meeting.

Incorporation of Act's Definitions

1.2 Any term defined in the Act and used in this bylaw has the meaning given to it in the Act as of the date of adoption of this bylaw.

Interpretation of Bylaw

- 1.3 Nothing in this bylaw, and no failure to comply with this bylaw, affects the validity of an act of Council.

Application of Rules of Procedure

- 1.4 The provisions of this bylaw govern the proceedings of Council and of all committees, as applicable.

Severability

- 1.5 If any section or lesser portion of this bylaw is held invalid by a Court of competent jurisdiction, the invalid portion shall be severed from the bylaw without affecting the validity of the remainder.

Citing this Bylaw

- 1.6 This bylaw is to be cited as “Islands Trust Council Meeting Procedures Bylaw, 2004”.

PART 2 - REGULAR MEETINGS

Schedule and Notice of Regular Meetings

- 2.1 The first regular meeting of the Council shall be held by the end of November following a general local election. At the first regular meeting, the Council shall establish the schedule of the date, time, and place of regular Council meetings for the following fiscal year (April 1 to March 31), one of which shall be in each of the months of June, September, December, and March.
- 2.2 Thereafter, at the meeting in December of each of the subsequent three years, the Council shall establish the schedule of the date, time and place of regular Council meetings for the following fiscal year (April 1 to March 31), one of which shall be in each of the months of June, September, December, and March with the exception of the year of a general local election when the December meeting shall be held in November. The meeting schedule and any revision to the schedule shall be posted at the places specified in Part 10 of this bylaw.

Quorum

- 2.3 Once the meeting is called to order, the Chair is responsible to ensure a quorum is maintained for the purposes of conducting the meeting.

Postponement if no Quorum

- 2.4 If there is no quorum of trustees at an in-person meeting within three hours of the time set for the beginning of the meeting, or at an electronic meeting within 15 minutes of the time set for the beginning of the meeting:
- (a) the regular meeting is cancelled;
 - (b) all business on the agenda for that regular meeting is cancelled; and

- (c) all business on the agenda for that regular meeting must be dealt with at the next regular meeting or a special meeting.

PART 3 - SPECIAL MEETINGS

Calling a Special Meeting

- 3.1 (a) The Chair or Executive Committee, or three trustees, may direct the Secretary to conduct a vote by resolution without meeting for the purposes of Trust Council calling a special meeting. Within seven (7) days, the Secretary shall conduct a vote on whether Council should hold a special meeting for a specified purpose at a specified time and place.
- (b) In the event the resolution without meeting referred to in Section 3.1(a) or (c) is passed by a majority of trustees, the Secretary shall give notice of the special meeting to every trustee in writing at the place to which the trustee has directed that notices be sent, and to the public by posting a copy of the notice at places specified in Section 10.2, at least 48 hours before the time of the meeting. The notice will indicate the day, hour, place and in general terms the purpose of the special meeting.
- (c) In the event that three trustees have directed the Secretary to conduct a vote by resolution without meeting to call a special meeting the Secretary shall notify the Executive Committee within 48 hours of receipt of this request. As per Section 3.1 (b), the Secretary will give notice of the special meeting with Executive Committee recommendations if available.

Postponement if no Quorum

- 3.2 Section 2.4 applies to special meetings.

PART 4 - OTHER MATTERS REGARDING MEETINGS

Recessing and Reconvening a Meeting

- 4.1 Council may by resolution adjourn any special or regular meeting for purposes of reconvening on a date and at a time and location specified in the resolution.

Cancellation of Regular Meetings

- 4.2 Council may by resolution at a regular or special meeting or by resolution without meeting cancel any regular meeting by causing the Secretary to provide:
 - (a) written notice to trustees confirming cancellation of the meeting 48 hours before the scheduled start of the meeting, using procedures stated in Section 3.1 (b) and (c); and
 - (b) public notice of the cancellation of the regular meeting by posting notice of the cancellation at the regular meeting location and the places specified in Part 10 of this bylaw.

Cancellation of Special Meetings

- 4.3 The Chair, and/or the Executive Committee, and/or any three Trustees may request a cancellation of a special meeting of Council following the procedures outlined in Section 4.2.

Electronic Meetings and Electronic Attendance at In-Person Meetings

- 4.4 (a) A regular meeting of Council, or a special meeting of Council to deal with urgent new business, may be conducted by means of electronic or other communication facilities if a majority of the members of the Council have agreed by resolution that the meeting may be conducted in this way and provided the Secretary has received sufficient notice and can make the necessary arrangements. The notice of regular meeting shall be given in accordance with Part 10 and the notice of special meeting shall be given in accordance with Section 3.1(b). Advance public notice of a regular or special meeting that is to be conducted by means of electronic or other communication facilities shall include the way in which the meeting is to be conducted by means of electronic or other communication facilities and the place where the public may attend to hear, or watch and hear, the proceedings that are open to the public.
- (b) An individual Council member who is unable to attend at the physical location of a special Council meeting or a regular Council meeting held in-person may participate in the meeting by means of electronic or other communication facilities, provided the Secretary has received sufficient notice and can make the necessary arrangements.
- (c) At a regular in-person Council meeting, no more than ten (10) Council members may participate by means of electronic communication facilities and in the event that more than ten (10) members wish to do so, the first ten (10) members to notify the Secretary will be those eligible to participate through electronic communication facilities.
- (d) The person presiding at a regular Council meeting must be present at the physical location of the Council meeting.
- (e) Council members who use electronic communication facilities to participate in a meeting conducted in accordance with this bylaw are deemed present at the meeting.
- (f) A member of the Council may begin participation in a meeting by electronic communication facilities after the meeting has been called to order.
- (g) Where a member of the Council is participating in a meeting through electronic communication facilities, the facilities must enable all meeting participants to hear, or watch and hear, each other and must provide notice when participants join or leave the meeting.
- (h) Where a member of the Council is participating in a meeting through electronic communication facilities, the facilities must enable the public to hear, or watch and hear, all meeting participants at a place specified in the meeting notice, unless the meeting has been properly closed to the public.
- (i) For the duration of a special or regular electronic meeting that is open to the public, a designated staff member must attend at the place specified in the meeting notice for the public to hear, or watch and hear, the meeting.
- 4.5 Cell phone or satellite connections may be used for open Council meetings.
- 4.6 If communication is lost to one or more electronic participants during a meeting:
- (a) The participant affected will attempt to reestablish the link and, in the interim, will be deemed to have left the meeting and this will be recorded in the minutes.

- (b) If there is not a quorum, the Council Chair or person presiding will call a recess until the link is reestablished.
 - (c) If, after 15 minutes, a link cannot be reestablished and there is not a quorum of Council members, the meeting will be deemed adjourned and the item under discussion at the time of loss of communication will be added to the next agenda.
- 4.7 The costs of electronic participation in a Council meeting will be borne by the Council if the Council member is participating from a location within Canada or has received the approval of the majority of Council members.

PART 5 - PROCEDURE FOR COUNCIL MEETINGS

Chair to Open Meetings

- 5.1 If there is a quorum of Council, the Chair must call the meeting to order. If there is a quorum of Council but the Chair is not present within 15 minutes of the scheduled meeting starting, a Vice Chair must take the chair and call the meeting to order.

Appointment of Acting Chair

- 5.2 If there is a quorum of Council but neither the Chair nor a Vice Chair is present within 15 minutes of the scheduled meeting starting time, the Secretary must call the meeting to order and by resolution the Council must appoint a trustee to act as Chair for that meeting until the Chair or a Vice Chair arrives. The Acting Chair of a meeting has the powers and duties of the Chair in respect of that meeting until the Chair or a Vice Chair arrives.

Regular Meeting Agenda

- 5.3. (a) The Council may by resolution adopt a standard agenda format which may include Consent Agenda portions;
- (b) The Consent Agenda portions of the agenda shall consist of staff or committee report items that contain clear 'take action, give approval, or receive for information' recommendations;
- (c) Trustees may vote on and adopt in one motion all recommendations appearing on the Consent Agenda portions of a regular meeting agenda;
- (d) At approval of the Consent Agenda, a Trustee may, for the purpose of:
- (i) debate or discussion,
 - (ii) voting in opposition to a recommendation on the Consent Agenda portion or to propose an amendment to the motion; or
 - (iii) declaring a conflict of interest with respect to an item on the Consent Agenda portion,
- request that an item be removed from the Consent Agenda portion, without debate or vote of the members. The item will then be considered under the Discussion/Decision Items in the applicable agenda section heading.
- 5.4 The Secretary must prepare an agenda for each regular meeting, which must:
- (a) be consistent with any standard agenda format as determined in Section 5.3;
 - (b) state the general nature of each business item to be dealt with at the regular meeting; and

- (c) be sent to each trustee's address at least seven (7) days before the scheduled meeting date.

5.5 Any trustee, Local Trust Committee, Council Committee or the Chief Administrative Officer may propose an item of business for the agenda of a regular meeting by giving written notice of the item, in reasonable detail, to the Secretary three (3) weeks prior to the meeting, for agenda consideration by the Executive Committee.

Special Meeting Agenda

5.6 The Chair, Executive Committee or both shall provide the trustees with an agenda stating the specific items of business to be considered at a special meeting.

Addition of Agenda Items

5.7 Council may, by resolution supported by an affirmative vote of at least 2/3 of the members present, place urgent items on the agenda at the beginning of the regular meeting during adoption of the agenda.

Notice to Secretary of Petitions and Delegations

- 5.8 (a) A person who wishes to present a petition to or a delegation who wants to appear before Trust Council at a regular meeting of Trust Council shall deliver the request in writing to the Secretary on the prescribed application form. The request must include the name of each applicant or designate with their residential address, the subject of the petition or delegation, a complete copy of the presentation material for the record, and the specific action they are requesting of Trust Council.
 - (b) The subject of the petition or delegation must be related to a matter that is within the jurisdiction or activities of Trust Council.
 - (c) If the subject of the presentation material relates directly to a matter on the agenda, the material may be delivered to the Secretary after the release of the agenda outline to the public and must be received by the Secretary before 4 pm the business day before the start of the Trust Council meeting.
 - (d) If the subject of the presentation material does not relate directly to a matter on the agenda, the material must be delivered to the Secretary at least three (3) weeks prior to the start of the Trust Council meeting.
 - (e) At the discretion of the Executive Committee, the petitioner or delegation may be given a space on the agenda.
 - (f) The maximum time allocated on Trust Council agenda is 10 minutes per delegation, including time for questions. The number of delegations will be managed by the Executive Committee during agenda preparation to ensure time for delegations is balanced with the business agenda time requirements.
 - (g) The Secretary, and/or the Executive Committee must refuse delegations or delegation materials that contain content that, in their opinion, is defamatory, libellous or slanderous. This include statements that are false and damage a person's reputation, or those that are likely to expose someone to hatred, contempt, or ridicule.
- 5.9 (a) To appeal the decision by the Secretary and/or Executive Committee where a petition or delegation has been refused, as prescribed in Section 5.8, or where

written application has not been received, a petitioner or delegation may address the meeting if approved by a vote of at least 2/3 of the members present.

- (b) Trust Council may, on request, extend the time limit for an individual delegation if approved by a vote of at least 2/3 of the members present.
- 5.10 No petition may be presented to, nor delegation appear before Trust Council, unless it complies with Section 5.8 and 5.9.

Correspondence

- 5.11 Anyone who wishes correspondence to be considered at a meeting of Council shall, at least three (3) weeks prior to the meeting, deliver the correspondence to the Secretary. At the discretion of the Executive Committee, the correspondence shall be attached to the agenda or where it deems it appropriate, the correspondence shall be identified on the agenda and copies made available to Trustees who request it at the meeting.

Time Allowed for Petitions and Delegations

- 5.12 The maximum time for presentation of a petition or appearance of a delegation before Council is ten (10) minutes unless otherwise approved by resolution of the Executive Committee before the meeting or by resolution of Trust Council at the meeting.

Confidential Resolutions Without Meeting

- 5.13 The Chair or the Executive Committee may direct the Secretary to conduct a resolution without meeting in a confidential manner where the matter to be considered comes within the scope of s.90 of the *Community Charter*, and to record the resolution without meeting in a minute book to which the public may not have access.

Minutes

- 5.14 The Secretary shall keep legible minutes of every regular and special meeting of the Council and shall record any declarations made in relation to a conflict of interest and any resolutions closing a meeting to the public.
- 5.15 The minutes of every meeting must be adopted by resolution of Council. If each trustee has received a copy of the minutes of a meeting, those minutes may be adopted by resolution of Council. Any changes to the minutes as stipulated by Council resolution must first be made by the Secretary before adoption. All approved Council minutes shall be distributed to all Trustees.

Inspection and Copying of Council Approved Minutes

- 5.16 The minutes for every Council meeting are open for inspection by any person. Any person may make copies of minutes at reasonable times. This Section does not apply to a meeting from which the public has been excluded or a resolution without meeting that has been recorded in the manner specified in Section 5.12.

Disposition of Petitions and Delegations

- 5.17 Before the end of the meeting, Trust Council may consider disposition of petitions and delegations. Any disposition request will allow time for staff to provide written advice to Trust Council and time for Trust Council to consider that advice.
- 5.18 If time is of the essence, Trust Council may delegate disposition of one or more petitions or delegations to the Executive Committee or the Trust Council Chair.

PART 6 - RULES OF CONDUCT

Recognition of Speakers

- 6.1 A trustee may speak in a meeting after the trustee has raised his or her hand and the Chair has recognized the trustee. If two or more trustees wish to speak, the Chair may designate the order in which each is to speak. If the Chair wishes to speak in a meeting, the Chair need only address the meeting.

Rules Regarding Trustees When Speaking

- 6.2 Except as otherwise resolved by Council, a trustee may:
- (a) speak only to a matter being debated by Council;
 - (b) speak only to a motion that has been moved and seconded;
 - (c) not speak to a matter already resolved by Council and;
 - (d) not speak when called to order by the Chair.

Enquiries by Guests of Council and Members of the Public Attending the Meeting

- 6.3 At the discretion of the Chair, or by resolution of Trust Council, any person attending a meeting may address the Council to enquire about any item of business on the agenda in the manner set out in Section 6.2.

Public Comment Period

- 6.4 A public comment period may be scheduled for each regular meeting of Trust Council.
- 6.5 A member of the public may have three (3) minutes to address Trust Council during the public comment period, unless extended by the Chair or a vote of the Trust Council members present.
- 6.6 Persons wishing to address Trust Council will be asked to state their name, address, and topic involved.
- 6.7 Subjects must relate to matters within the jurisdiction or activities of Trust Council, unless Council waives this requirement by majority consent.

PART 7 - POINTS OF ORDER AND PRIVILEGE

No Interruption of Speaker or Meetings

- 7.1 No trustee may interrupt another trustee who is speaking except to raise a point of order.

Chair to Keep Order

- 7.2 The Chair is to preserve order at every meeting of Council and has the power to make such rulings as are necessary to do so, including the power to rule on all points of order and expel a trustee for improper conduct.

Chair to Give Basis for Rulings

- 7.3 At the time any ruling is made by the Chair on a point of order, the Chair must inform the Council of the ground upon which the ruling is made.

Appeal to Council on Point of Order

- 7.4 A trustee may appeal any ruling of the Chair on a point of order to Council. The Chair must put to Council the question "Should the ruling of the Chair be sustained?" The question must be put to the meeting at once by the Chair and the question must be immediately voted upon by Council without debate. The Chair is entitled to vote on the question. If the votes for and against the question are equal, the chair is sustained. The Chair is governed by the vote of the trustees on the question.

Points of Privilege

- 7.5 A trustee may:
- (a) require that a motion being debated be read for the trustee's information, but may not interrupt another trustee who is speaking unless that other trustee consents;
 - (b) require the Chair to state the reasons for the Chair's ruling on a point of order, which the Chair must do at once without debate; and
 - (c) put a question to the Chair regarding any matter connected to the affairs of Council, which the Chair may require be put in writing.

Robert's Rules of Order Apply

- 7.6 All matters of order or privilege not provided for in this bylaw are governed by the rules in the current edition of *Robert's Rules of Order*.

PART 8 - RESOLUTIONS

Resolutions and Bylaws

- 8.1
- (a) Resolutions, a reading of a Council bylaw and adoption of a bylaw may be passed on a motion moved by a trustee and seconded by another trustee.
 - (b) Resolutions for consideration at a Trust Council meeting must be received in writing by the Secretary for consideration by Council.

Effect of Question Under Consideration

- 8.2 When a question is under consideration, no motion may be made except a motion to:
- (a) call the question;
 - (b) postpone the question indefinitely;
 - (c) table or postpone the question for a specified time;

- (d) amend the question;
- (e) refer the question to a committee;
- (f) limit or extend debate on the question; or
- (g) put a previous question to the vote.

Motion to Table

- 8.3 A trustee may make a motion to table a matter at any time unless a motion to adjourn has already been made. Council may debate the motion to table, but may not debate the matter which is the subject of the motion to table.

Motion to Adjourn

- 8.4 A trustee may make a motion to adjourn a meeting at any time. The motion must be put to a vote at once without debate. If a motion to adjourn is defeated, no further motion to adjourn may be made unless some business or another matter intervenes between the defeat of the first motion to adjourn and the further motion.

Motion to Postpone a Question

- 8.5 A trustee may make a motion to postpone consideration of a question until later in the same meeting, to another meeting, or indefinitely. A motion to postpone until later in the same meeting must be put to a vote without debate. A motion to postpone until another meeting or indefinitely may be debated and, if that motion is passed, the question which is postponed may not be considered again during that meeting.

Inadmissible Motion

- 8.6 If the Chair or a Trustee considers that a motion is contrary to a bylaw or the Act, the Chair must inform Council at once and may refuse to put the question to a vote. The Chair must give reasons for any such refusal at once.

Recording and Reading of Motions

- 8.7 The Secretary must record in the minutes the text of every motion. After a motion has been recorded and seconded by another trustee, the Secretary, if requested by a trustee, must read the motion aloud to the meeting before the motion is debated or put to the vote by the Chair. A motion may not be withdrawn after it has been voted on by Council at that meeting.

Amendment of Motions

- 8.8 (a) A trustee may move to amend a motion being considered by Council, but the amendment must be seconded before further consideration. That trustee may not move any further amendments to that motion. A trustee may move to amend an amendment already moved, but only one motion to amend an amendment may be made.
- (b) No motion to amend a motion may be made if the amendment negates the motion which would be amended. If any trustee asserts that a proposed amendment to a motion would negate that motion, the Chair must at once rule whether that would be the case. That ruling may be appealed to Council as a ruling on a point of order.

Effect of Motion to Amend

- 8.9 If a motion to amend a motion is:
- (a) carried, the motion is to be voted on as amended; or
 - (b) defeated, the motion is to be voted on unamended.
- 8.10 A motion to amend must either be withdrawn, with the permission of the seconder, or voted on before the motion which would be amended may be voted on.

Question to be Put After Debate

- 8.11 The Chair must put every question to a vote immediately after debate on that question is closed. Where the votes of the trustees, including the vote of the chair or other person presiding, are equal for and against a question, the motion shall fail, and it shall be the duty of the Chair or other presiding person to so declare.

Voting by Show of Hands or by Voice

- 8.12 Each trustee voting on a question must do so by raising their hand physically, electronically or by voice.

Recording of Votes

- 8.13 A trustee may require his or her vote on any question to be recorded by the Secretary. The Secretary in such case must record in the meeting minutes the name of the trustee and which way the trustee voted.

Recording Abstentions

- 8.14 When a member abstains from voting on any question, he or she shall be regarded as having voted in the affirmative and at the request of the member abstaining, or the Chair, the abstention must be recorded in the minutes of the meeting. When a member leaves the meeting temporarily after declaring a conflict of interest, the member shall not be regarded as having abstained.

Resolutions Without Meeting

Principles

- 8.15 Normally most issues will be discussed and motions voted on at a properly called and constituted meeting.
- 8.16 Subject to sections 8.22 and 8.23, a resolution-without-meeting may be conducted if an issue is deemed by the chair of an Islands Trust body that:
- (a) the decision is time-sensitive, and
 - (b) it cannot be deferred to a scheduled meeting, and
 - (c) it is of a nature where discussion is not required.
- 8.17 A resolution-without-meeting cannot be conducted if:

- (a) an issue is deemed by the chair of an Islands Trust body to require a staff report, a Briefing, or a Request for Decision to be presented to that Islands Trust body, or,
- (b) at least one member of the pertinent Islands Trust body wishes to debate the issue.

8.18 The resolution-without-meeting process is dependent on the timely contribution and response of trustees. If a trustee expects to be absent and not able to access their Islands Trust email account, they must notify the Secretary or their delegate of that situation. If such notification is provided, the absent Trustee will not be assumed to be abstaining from voting.

Voting

8.19 A resolution-without-meeting is carried where a majority of the members of an Islands Trust body entitled to vote on the resolution inform the Secretary or their delegate of their approval in person or by telecommunication.

8.20 Subject to Section 8.18, when a simple majority is required to carry the resolution, and only 50 percent or less of the eligible votes received are in favour after two business days from the calling of the vote, those entitled to vote who did not inform the Secretary or their delegate of their vote will be considered to be abstaining.

8.21 Subject to Section 8.18, when a 2/3 majority is required to carry the resolution, and only less than 2/3 of the eligible votes received are in favour after three business days from the calling of the vote, those entitled to vote who did not inform the Secretary or their delegate of their vote will be considered to be abstaining.

Legislated Limitations

8.22 Islands Trust Council cannot utilize a Resolution Without Meeting to:

- (a) give a bylaw second or third reading; or
- (b) make a decision on a local trust committee or island municipality bylaw referred to it under Section 27(3) or Section 38(3) of the *Islands Trust Act*.

8.23 The Executive Committee must:

- (a) consider the matter being voted on to be urgent, and,
- (b) consider that calling a regular or special meeting to conduct the vote is not practical.

8.24 The Accessibility Committee is enacted under the *Accessible British Columbia Act*, and does not have the ability to conduct votes outside of a meeting.

8.25 If a member of an Islands Trust body considers that they are not entitled to participate in a vote pursuant to Section 100(2) of the Community Charter (regarding a conflict of interest), the member must make a declaration giving the general reason(s) for the conflict of interest and must withdraw from voting and any discussion thereof. The declaration is as per Appendix B of Islands Trust Council Policy 2.1.1 (Statutory Rules of Conduct).

Conducting of the Resolution Without Meeting

- 8.26 Any member of a Trust body or staff may notify the chair of that Trust body of an apparent need for a resolution-without-meeting and will provide text for the proposed motion to the chair to consider.
- 8.27 For an Executive Committee resolution-without-meeting, the chair and one other member must consider the matter to be urgent and calling a regular or special meeting to conduct the voting is impractical. Notification of the EC resolution-without-meeting must include why it is considered urgent and why it is not practical to hold a special or regular meeting to make the decision.
- 8.28 The chair of all Islands Trust bodies, except for the Executive Committee, will decide if a resolution-without-meeting is appropriate and, if so, will request designated staff to conduct the resolution-without-meeting.
- 8.29 All members of the Islands Trust body entitled to vote will be given simultaneous notice of a resolution-without-meeting and the ability to view information on the subject of the resolution where available.
- 8.30 If any member of the Islands Trust body who is entitled to vote believes that the motion requires debate, they must notify the chair of that Islands Trust body of their belief as soon as possible after receiving the notice of the resolution-without-meeting. The chair of that Islands Trust body must declare that the resolution-without-meeting is cancelled.
- 8.31 If a resolution-without-meeting is cancelled, and the chair of that Islands Trust body deems the issue:
- (a) remains time sensitive, urgent, or cannot wait until the next scheduled meeting, the chair can request designated staff to conduct a resolution-without-meeting to establish a special meeting, or,
 - (b) is not time sensitive or not urgent, designated staff will add the issue to the agenda of the next scheduled meeting unless the chair directs otherwise.
- 8.32 Designated staff will request or call for a mover and a seconder to the proposed motion and will notify the chair when there is a mover and a seconder.
- 8.33 The chair of the Islands Trust body will authorise staff to send out the Call for a Vote.
- 8.34 A member entitled to vote may vote either “in favour”, or “opposed”, or they can declare that they abstain from voting. An abstention vote is recorded in the affirmative (“in favour”), and a notation will be made beside the name of the member who abstained.

Results of the Vote

- 8.35 Once the vote has been conducted, staff will notify the chair of the vote results.
- 8.36 The chair will declare the vote to be carried or defeated in accordance with the results.
- 8.37 All members of the Islands Trust body will be notified of the results of the vote and will be provided a copy of the completed resolution-without-meeting, if applicable.

- 8.38 Staff will provide a report on each completed resolution-without-meeting that will be placed on the agenda of the next regular meeting and recorded in the minutes of that meeting.

PART 9 - ADOPTION OF BYLAWS

Proposing Bylaws

- 9.1 Unless Council otherwise resolves, Council may not consider a proposed bylaw unless:
- (a) the Secretary has given a copy of it to each trustee; and
 - (b) it is on the agenda for the meeting.

Adoption of Bylaws

- 9.2 A bylaw has been enacted by Council once:
- (a) all approvals, procedures and other requirements imposed by statute have been fulfilled;
 - (b) Council has given first, second and third readings to the bylaw by title only; and
 - (c) Council has finally adopted the bylaw.

PART 10 - PUBLIC ACCESS

Open to the Public

- 10.1 Regular and special meetings of Council will be open to the public, and no person may be excluded except when the Council resolves to exclude members of the public in accordance with Section 90 of the *Community Charter*.

Public Notice

- 10.2 Notices of the meetings of the Council and of other Council business shall be posted at the principal office of the Islands Trust in Victoria and on the Islands Trust website.
- 10.3 The Secretary shall provide public notice, through media releases, of the time, location and agenda highlights of a regular meeting of the Council at least two weeks before the meeting. Agendas will be made readily available upon request.
- 10.4 Public notice of the availability of the meeting schedule at the places specified in Section 10.2 shall be given at least once a year by publication in a newspaper or newspapers circulating in the trust area.

PART 10A - COMMITTEE OF THE WHOLE

- 10A.1 Committee of the Whole membership shall be comprised of all Trust Council members.
- 10A.2 Committee of the Whole allows all Trust Council members to sit as a Committee in a less formal structure to discuss complex issues that may require more in-depth consideration.
- 10A.3 Committee of the Whole is not a decision-making entity and will consider and provide recommendations to Council such as, but not limited to, the following business items:

- policy development;
- learning opportunities;
- annual budget deliberations;
- advocacy and strategies;
- other matters that may require Trust Council's in-depth consideration and community input.

10A.4 The Chair will be the Trust Council Chair or Acting Chair at the time of the meeting; the Committee of the Whole may appoint another Chair by general consent.

10A.5 Trust Council may go into Committee of the Whole at any time during its meeting by passing a resolution to “resolve itself as a Committee of the Whole”.

10A.6 Trust Council meeting procedures bylaw applies to Committee of the Whole, however, by general consent, the Committee of the Whole may relax any limits of discussion.

10A.7 No decisions in Committee of the Whole are made but motions are permitted to request information or to report on or refer items to Trust Council or another Committee.

10A.8 Committee of the Whole is adjourned or returned to Trust Council by General Consent of Committee of the Whole.

PART 11 - COMMITTEE MEETINGS

Duties of the Executive Committee

11.1 The Executive Committee must carry out the responsibilities assigned to it in Part 3 of the Act, carry out any duties delegated to it by Trust Council and follow the terms of reference established for it by Trust Council.

Duties of Standing Committees

11.2 Standing committees of Council must follow the terms of reference established for them by Council in terms of membership and responsibilities.

Duties of Select Committees

11.3 Select committees must consider, inquire into, report and make recommendations to Council about the matters referred to them by Council within the period specified by Council.

Schedule of Committee Meetings

- 11.4 (a) At its first meeting after its establishment, and at least annually after that, a committee must establish a regular schedule of meetings, consistent with the terms of reference established by Council.
- (b) The Committee Chair may cancel a meeting, or may call a special meeting of the committee in addition to the scheduled regular meetings, subject to approved budgets for meeting costs and staff resources.

Notice of Committee Meetings

- 11.5 (a) Subject to subsection (c), after a committee has established the regular schedule of committee meetings, including the times, dates and places of committee meetings, notice of the schedule must be given by:
- (i) posting a copy of the schedule at the principal office of the Islands Trust in Victoria and on the Islands Trust website; and,
 - (ii) providing a copy of the schedule to each member of the committee.
- (b) Where either a regular or special committee meeting is conducted entirely by means of electronic or other communication facilities under section 11.11(a), the public meeting notice shall include notice of the way in which the meeting is to be conducted by means of electronic or other communication facilities and the place where the public may attend to hear, or watch and hear, the part of the proceedings that is open to the public. The regular meeting notice shall be given in accordance with Section 11.5(a) and the special meeting notice shall be given in accordance with Section 11.5(d).
- (c) Where revisions are necessary to the annual schedule of committee meetings, the Secretary must, as soon as possible, post a notice at the principal office of the Islands Trust in Victoria and on the Islands Trust website.
- (d) The Committee Chair must cause a notice of the day, time and place of a special meeting called under section 11.4(b) to be posted at the principal office of the Islands Trust in Victoria and on the Islands Trust website and to be given to all members of the committee at least 48 hours before the scheduled start of the meeting by leaving a copy of the notice with each member at the place to which the member has directed notices to be sent.
- (e) The Committee Chair must cause a notice of the day, time and place of a meeting cancelled under section 11.4(b) to be posted at the principal office of the Islands Trust in Victoria and on the Islands Trust website and to be given to all members of the committee at least 48 hours before the scheduled start of the meeting by leaving a copy of the notice with each member at the place to which the member has directed notices to be sent.

Attendance at Committee Meetings

- 11.6 Council members who are not members of a committee may attend open meetings of a committee, but may only attend closed meetings if permitted by resolution of the committee.

Minutes of Committee Meetings

- 11.7 The Secretary shall keep legible minutes of every regular and special meeting of a committee.
- 11.8 The Committee Chair or member presiding at the meeting must sign committee minutes.

Quorum

- 11.9 The quorum of a Council committee is a majority of all of its members and the quorum of the Executive Committee is three.

Conduct and Debate

- 11.10 (a) The rules of Council procedure must be observed during committee meetings, so far as is possible and unless otherwise provided in this bylaw.
- (b) If Council members attend a meeting of a committee of which they are not a member, they may participate in the discussion only with the permission of the majority of the committee members present and must not vote on a question.

Electronic Meetings and Electronic Attendance at In-Person Meetings

- 11.11 (a) A regular or special meeting of the Executive Committee or a Council committee may be conducted by means of electronic or other communication facilities if a majority of the members of the committee have agreed by resolution that the meeting may be conducted in this way and provided the Secretary has received sufficient notice and can make the necessary arrangements.
- (b) An individual committee member who is not at the physical location of a regular or special in-person Executive Committee or Council committee meeting may choose to participate by means of electronic or other communication facilities, provided the Secretary has received sufficient notice and can make the necessary arrangements.
- (c) Executive Committee and Council committee members who use electronic or other communication facilities to participate in a meeting conducted in accordance with this bylaw are deemed present at the meeting.
- (d) Executive Committee and Council committee members may begin participation in a meeting by electronic or other communication facilities after the meeting has been called to order.
- (e) Where any meeting participant is participating in a meeting through electronic or other communication facilities, the facilities must enable all meeting participants to hear, or watch and hear, each other and must provide notice when participants join or leave the meeting.
- (f) Where any meeting participant is participating in an Executive Committee or Council committee meeting through electronic or other communication facilities, the facilities must enable the public to hear, or watch and hear, all meeting participants at a place specified in the meeting notice, unless the meeting has been properly closed to the public.
- (g) For the duration of an electronic meeting that is open to the public, a designated staff member must attend at the place specified in the meeting notice for the public to hear or watch and hear the participants.
- 11.12 Cell phone or satellite connections may be used for open committee meetings.
- 11.13 If communication is lost to one or more electronic participants during a meeting:
- (a) the participant affected will attempt to reestablish the link and in the interim, will be deemed to have left the meeting and the Secretary will record this in the minutes.
- (b) if there is not a quorum, the Committee Chair or person presiding will call a recess until the link is reestablished.
- (c) if after 15 minutes, a link cannot be reestablished and there is not a quorum of committee members, the meeting will be deemed adjourned and the item under discussion at the time of loss of communication will be added to the next agenda.

11.14 The costs of electronic participation in a committee meeting will be borne by the Islands Trust Council, if the committee member is participating from a location within Canada or has received the approval of the majority of committee members.

PART 12 - REPEAL

12.1 Bylaw No. 21, being “Islands Trust Council Meeting Procedures Bylaw No. 21, 1994 is repealed in its entirety.

READ A FIRST TIME THIS 11TH DAY OF MARCH, 2004

READ A SECOND TIME THIS 11TH DAY OF MARCH 2004

READ A THIRD TIME THIS 11TH DAY OF MARCH, 2004

ADOPTED THIS 27TH DAY OF APRIL, 2004

SECRETARY

CHAIR