



REPORT FOR ACTION

Remote Participation in TO Live Board Meetings - Amendments to the Procedures By-law

Date: May 7, 2019
To: Board of Directors of TO Live
From: City Clerk
Wards: All

SUMMARY

At the Board of Directors of TO Live meeting on March 1, 2019, the Board gave notice that at its next meeting, it would consider amendments to the TO Live Procedures By-law to permit Board Members to participate remotely in meetings in accordance with the City of Toronto Act, 2006.

The draft Procedures By-law in Attachment 1 to this report contains proposed amendments to provide for remote participation in accordance with the City of Toronto Act, 2006. The draft Procedures By-law also includes technical amendments and stylistic changes.

RECOMMENDATIONS

The City Clerk recommends that the Board of Directors of TO Live:

1. Repeal By-law 1-2016 To govern the proceedings of the Board of Directors, Civic Theatres Toronto and enact the Procedures By-law for the Board of Directors of TO Live in Attachment 1 to this report.
2. Forward the Procedures By-law to City Council for approval.

FINANCIAL IMPACT

The financial impacts of remote participation are unknown at this time as they will depend on the technology used.

DECISION HISTORY

At its meeting on June 30, 2016, the Board of Directors of Civic Theatres Toronto adopted Item 2016.CT9.2 headed "Draft Procedures By-Law to Govern the Proceedings of the Board of Directors of Civic Theatres Toronto". The Board adopted a draft Procedures By-law and requested the City Manager to submit the By-law to Council for approval.

<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2016.CT9.2>

At its meeting on October 5, 6 and 7, 2016, City Council adopted Item 2016.EX17.7, and in so doing, approved the Procedures By-law for Civic Theatres Toronto.

<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2016.EX17.7>

At its meeting on March 1, 2019, the Board of Directors gave notice that at its next meeting it would consider amendments to its Procedures By-law to permit Board Members to participate electronically (remotely) in Board meetings.

<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2019.CT2.2>

COMMENTS

Provisions on Electronic Participation in the City of Toronto Act, 2006

Section 189(4) of the City of Toronto Act, 2006 allows for electronic (remote) participation in open meetings by members of local boards to the extent and in the manner set out in the board's procedure by-law.

There are two restrictions on electronic participation in meetings in the City of Toronto Act, 2006:

- A member who participates remotely shall not be counted in determining whether or not a quorum of Members is present at any point in time; and
- A member cannot participate electronically in a closed session of a meeting.

These restrictions have been incorporated in the proposed by-law amendments in Attachment 1 to this report.

Amendments to the TO Live Procedures to Allow Remote Participation

This report recommends that the Board of Directors of TO Live repeal its existing Procedures By-law 1-2016 and enact the draft Procedures By-law in Attachment 1.

Aside from complying with the City of Toronto Act, 2006, the key elements of the proposed Procedures By-law include:

- **Definition of Remote Participation:** The By-law defines remote participation as a Member who is not physically present at a meeting, and participates electronically in accordance with the City of Toronto Act, 2006.
- **Chair responsible for facilitating remote participation:** The Chair will announce when a Member is participating remotely in a meeting so that other Board Members and members of the public are aware. The Chair will also be responsible for ensuring that Members participating remotely may speak, ask questions, place motions and vote in accordance with the By-law.
- **Members participating remotely must vote:** Although a Member who participates remotely in a meeting will not count towards quorum, they are considered to be present and must vote on every matter to put to a vote unless they have declared a conflict of interest and removed themselves from the vote. A Member who is participating remotely and refuses to vote will be recorded in the negative, in accordance with the City of Toronto Act, 2006.
- **Recorded votes whenever a Member participates remotely in a meeting:** Depending on the technology used, a Member who participates remotely may not be visible during a meeting. Therefore the remote Member's vote may not be easily observed by the other Members or the public, unless they state it aloud. All motions are put to a recorded vote when a Member participates remotely in a meeting, so that the vote of each Member, including a remote Member, is known and recorded by the Clerk.

In addition to amendments to allow remote participation, the proposed Procedures By-law for TO Live makes technical amendments and stylistic changes. These include updating the name of the Board from Civic Theatres Toronto to TO Live as adopted by City Council at its meeting on January 30 and 31, 2019 (Item EX1.9), updating titles of some City Officials to reflect changes made by City Council and updating the reasons for closing a meeting to the public in accordance with the City of Toronto Act, 2006.

The City Solicitor was consulted in the preparation of this report.

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SIGNATURE

Ulli S. Watkiss
City Clerk

ATTACHMENTS

Attachment 1: Draft Procedure By-law for the Board of Directors of TO Live