



REPORT FOR ACTION

Remote Participation in Toronto Atmospheric Fund Board Meetings

Date: February 7, 2019

To: Toronto Atmospheric Board of Directors

From: Chief Executive Officer

SUMMARY

Remote participation in TAF Board meetings through electronic or telecommunications means has been approved by the TAF Board and will be supported and implemented by The City Clerk's office using the City of Toronto's current web conferencing application and protocols. Operational Guidelines have been developed to ensure remote participation is aligned with governance requirements and desired group dynamics for decision-making.

RECOMMENDATIONS

The Chief Executive Officer recommends that the TAF Board of Directors approve the Operational Guidelines for Remote Participation in TAF Board meetings (Attachment 1).

FINANCIAL IMPACT

None.

DECISION HISTORY

TAF Board members have repeatedly indicated in interest in allowing remote participation in TAF Board and Committee meetings. At its meeting on June 29, 2017, the Board approved a motion permitting Board and Committee meetings through electronic or telecommunications means, as approved by City Council on September 22, 23, 24 and 25, 2003 (Policy and Finance Committee Report No. 9, Clause 19), requested that staff from the City Manager's Office, City Clerk's Office and City Legal assist Toronto Atmospheric Fund staff in establishing the operational guidelines to implement the electronic meeting protocol, and directed that TAF's Bylaw No. 1 be

amended and restated to reflect this.

(<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2017.TA16.4>)

At its meeting on July 19, 2018, the Manager, Legislative Information and Standards, City Clerk's Office gave a presentation on Remote Participation in Meetings of the TAF Board of Directors, providing a demonstration of the remote participation technology and processes that would be used to allow Board members to participate remotely in Board meetings. The Board moved to strike an ad hoc working group, comprised of the Board Chair and two other members, to provide guidance to staff on advancing remote participation at Board meetings and report back at its next meeting.

(<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2018.TA21.3>)

COMMENTS

The City Clerk's Office's presentation and demonstration on Remote Participation in Meetings of the TAF Board of Directors identified the core protocol for electronic meetings, including

- To comply with open meeting requirements, quorum must be formed by in-person attendance; remote participants do not count towards quorum.
- To maintain accountability and transparency, video conferencing will be used. This will allow remote participants to hear and see everything that is happening in the meeting room – including presentations and motions – and in-person attendees to see, as well as hear, remote participants at all times including during votes.
- City Clerk's staff will arrange individual training sessions for the Chair and any Members who wish to use video conferencing.

Several questions regarding implementation were posed by the Clerk, and issues and concerns were raised by Board members. These include:

- Eligibility: is remote participation available to all Board members, staff, public, invited presenters, advisors (eg: City Legal), TAF's Solicitor?
- Attendance: A Motion was passed requiring a record of in-person and electronic participation of members present during Board and Committees in the minutes of meetings and to report this information by members in the annual report. Does remote participation count towards attendance?
- Limits: In-person participation is preferred, with use of remote participation being "occasional" if absolutely needed. Should use be limited (for example number of remote meetings in a term) and should there be a limit on the number of remote participants per meeting?

- Closed sessions: TAF is permitted to have remote participants in closed sessions, but concerns were raised regarding maintaining confidentiality.
- Best practice: Consultation with and advice from City Legal, City Clerk and Open Meeting Monitor was recommended, as well as to explore what similar organizations doing.
- Implementation: The TAF Operating By-Law should be amended to reflect remote participation. Should it also be included in Board terms of reference, orientation or other mechanism?

The Ad Hoc Working Group has developed proposed Operational Guidelines for implementation of the electronic meeting protocol, included in Attachment #1.

CONTACT

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SIGNATURE

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Chief Executive Officer

ATTACHMENTS

Operational Guidelines for Implementing Electronic Participation in TAF Board Meetings