



The Fundy Regional Service Commission is dedicated to collaboratively working toward efficient and effective service delivery for its citizens, businesses, and community partners with a focus on measurable results and accountability. We strive to be open to positive change as we provide solid waste management, planning, building inspection services as well as collaboration on policing, EMO services, recreation and culture and any other service that adds value to our region.

La Commission de services régionaux de Fundy favorise la collaboration pour dispenser des services efficaces et efficients à ses citoyens, ses entreprises et ses partenaires communautaires, en se concentrant sur les résultats mesurables et l'obligation de rendre des comptes. Nous prôtons l'ouverture aux changements positifs dans la prestation des services de gestion des déchets solides, de planification et d'inspection des bâtiments et nous favorisons la collaboration dans les domaines du maintien de l'ordre, de l'organisation des mesures d'urgence, des loisirs, de la culture et pour tout autre service profitable à notre région.

MONTHLY MEETING

RÉUNION MENSUELLE

Agenda

Ordre du jour

Date: March 28, 2024, 9:45 a.m.
Location: 12 Landing Court, Quispamsis

Date: 28 mars 2024, 9h45
Location: 12, rue Landing, Quispamsis

1. Call to Order

1. Ouverture de la séance

2. Recording of Attendance

2. Présences

3. Approval of the Order of Business

3. Adoption de l'ordre du jour

4. Approval of the Minutes

4. Adoption du procès-verbal

a. February 22, 2024

a. 22 février 2024

5. Disclosure of Conflict of Interest

5. Divulgence de conflit d'intérêts

6. Consent

6. Consentement

a. Building and Planning Update

a. Mise à jour du développement

7. CEO Verbal Update

7. Mise à jour verbale du PDG

8. CMEI Community Projects Grant

8. Subvention de projets communautaires du CMEI

9. MCBB Bridge Financing

9. Financement relais MCBB

10. Presentations

10. Présentations

a. 2029 Canada Games Bid

a. Candidature aux Jeux du Canada 2029

b. Community Development Research

b. Recherche sur le développement communautaire

c. Procedural By-law

c. Règlement de procédure

11. Committee Updates

11. Mises à jour du comité

a. Verbal Update - Regional Transportation

a. Mise à jour verbale – Transport régional

12. Adjournment

12. Levée de la séance



**Regular Meeting
February 22, 2024**

Meeting minutes of the Closed Session of the Board of Directors of Fundy Regional Service Commission held on Thursday, February 22, 2024, at the Quispamsis Town Hall, 12 Landing Ct, Quispamsis.

1. Call to Order

Chairperson Bedford called the meeting to order at 10:12 a.m.

2. Record of Attendance

Jim Bedford	Vice-Chair, Fundy St. Martins
John MacKenzie	Deputy Mayor, Saint John
Nancy Grant	Mayor, Rothesay
Brittany Merrifield	Mayor, Grand Bay-Westfield
Bruce Dryer	Alternate, Fundy Rural District Representative
Mike Biggar	Alternate, Quispamsis
Robert Doucet	Mayor, Hampton

OTHERS

Phil Ouellette, Chief Executive Officer, FRSC
Cassie Silhanek, Recording Secretary, FRSC
Marc MacLeod, General Manager FRSC
Brenda McCallum, Communications Manager, FRSC
Catherine Paulin, Community Development Coordinator, FRSC
Graeme Stewart-Robertson, Policy and Research Manager, FRSC

ABSENT

Libby O'Hara	Chairperson, Quispamsis
Ray Riddell	Fundy Rural District Representative

3. Approval of the Order of Business

Chairperson Bedford called for approval of the agenda with additions from closed being the CDC Committee Members reappointment as number 8 and the CEO Performance review as number 9.

Motion: THAT the Board approve the February 22, 2024, Agenda with additions from Closed Session.

Moved: Director Mackenzie
Seconded: Director Doucet
Vote: *Motion Carried*

4. Approval of the Minutes

a. Approval of the November 28, 2023, and December 21, 2023, January 25, 2024, meeting minutes

Motion: THAT the Board approve the November, December, and January minutes as presented, with a change to the attendance in each as Ray Riddell being the Fundy Rural District Representative.

Moved: Director Grant
Seconded: Director MacKenzie
Vote: *Motion Carried*

5. Disclosure of Conflict of Interest

None.

6. Consent

Motion:

THAT the Board direct FRSC staff to capture and publish minutes from FRSC Board meetings consistent with the approach outlined in this February 22, 2024, report;

THAT the Board direct the Chief Executive Officer to apply to Infrastructure Canada's Rural Transit Solutions Fund Planning and Design Stream based on parameters outlined in this report;

THAT the Board receive and file the Envision Saint John Reporting on Health Practitioner Recruitment and Retention report;

THAT the Board direct FRSC staff to uphold the approach outlined in this February 22, 2024, report on requests for FRSC letters of support;

THAT the Board receive and file the November 2023 Planning & Building Inspection Monthly Report;

THAT the Board receive and file the December 2023 Planning & Building Inspection Monthly Report;

THAT the Board receive and file the January 2024 Planning & Building Inspection Monthly Report; AND

THAT the Board adopt the 2024 FRSC Board of Directors Team Charter as attached to the report on February 22, 2024.

Moved: Director MacKenzie
Seconded: Director Merrifield
Vote: *Motion Carried*

7. Presentations

a. Procedural By-law

Graeme Stewart-Robertson, FRSC Policy and Research Manager, presented on the report in the Open Session kit.

Discussion included requests for alternative options for the election of the Executive Board members.

Motion: THAT the Board of Directors adopt the updated FRSC Procedural Bylaws as presented, with the exception of section “4.5.1 Election of Officers” where the Board requests that FRSC staff come back to the next meeting with alternative options for consideration.

Moved: Director MacKenzie
Seconded: Director Merrifield
Vote: *Motion Carried*

b. Urban/Rural Rides

Brenda McCallum, FRSC, introduced Catherine Paulin, FRSC, who spoke to the update on the community transportation program Urban/Rural Rides.

Motion: THAT the Board receive and file this presentation.

Moved: Director Merrifield
Seconded: Director MacKenzie
Vote: *Motion Carried*

c. FRSC 2024 Workplan

CEO Ouellette spoke to the report in the Open Session kit.

Motion: THAT the Board adopt the 2024 FRSC Work Plan, including the FRSC Board of Director’s 2024 Priority Focus, as presented in the February 22, 2024, FRSC Board of Directors report.

Moved: Director MacKenzie
Seconded: Director Dryer
Vote: *Motion Carried*

d. FRSC 2024 Budget Development Criteria

CEO Ouellette presented on the report provided in the Open Session kit.

Motion: THAT the Board adopt the seven FRSC Budget Evaluation Criteria and Timeline, as outlined in this February 22, 2024, FRSC report, to guide the development and decision-making associated with the 2025 FRSC budget.

Moved: Director Merrifield
Seconded: Director MacKenzie
Vote: *Motion Carried*

8. Reappointment of Community Development Committee Members

Motion: THAT the Board reappoint the existing Committee members, Committee Chair and Vice Chair, of the Community Development Committee until March 1, 2025.

Moved: Director Doucet
Seconded: Director MacKenzie
Vote: *Motion Carried*

9. CEO Performance Evaluation

Motion: THAT the Board receive and file the 2023 CEO Performance Evaluation as completed.

Seconded: Director Doucet
Moved: Director MacKenzie
Vote: *Motion Carried*

10. Adjournment

Chairperson Bedford called for a motion to adjourn.

Motion: THAT the Board move to adjourn the Open Session at 11:18 a.m.

Moved: Director MacKenzie
Vote: *Motion Carried*

APPROVED (date) _____

Jim Bedford, Chairperson

Cassie Silhanek, Recording Secretary

Date: March 28th, 2024

Author: Nick Cameron

Open Session

Closed Session

RECOMMENDATION

It is recommended that the Fundy Regional Service Commission receive and file this report.

MONTHLY REPORT: February 2024

	February 2024			February 2023
	Rural District	Fundy-St. Martins	Total	Total
Building and Development Permits	2	-	2	1
Estimated Cost of Construction	\$48,000			\$50,000
Year-to-Date Estimated Cost of Construction	\$198,000			\$1,060,000
Subdivision Approvals	-			2
Document Approvals, Waivers, & Zoning Confirmations	-			8

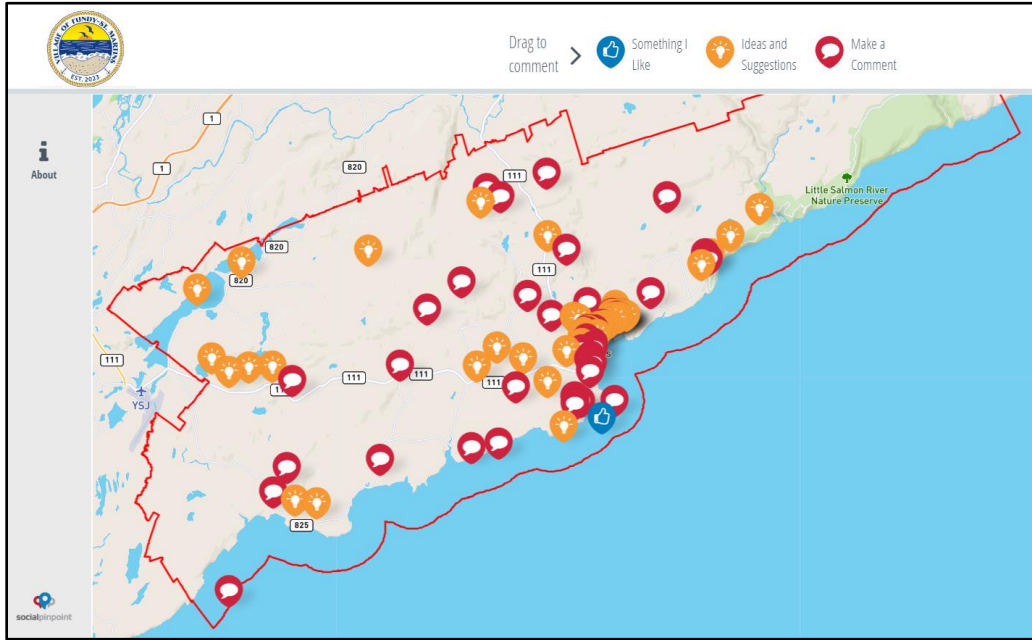
Other News

Rezoning to facilitate tourist accommodations at 3479 Red Head Road, Mispec, Fundy Rural District has been approved by the Minister of Local Government.

New online subdivision application form now available at FundyRegion.ca/Subdivision

Initial engagement for the Fundy-St. Martins Rural Plan project concluded in February. We received many responses through the online interactive map, survey (online and paper), and four open house sessions (photos attached). Thank you to Village Councilors, Mayor Bedford, Minister Savoie and residents for attending. A summary of feedback will be provided to Village Council at their April meeting.

Planning & Building Inspection Monthly Report: Attachments



Top Left: Online interactive map

Top Right: Open House, Simonds Fire Hall

Bottom: Open House, St. Martins Community Centre

Date: March 28th, 2024

Author: Marc MacLeod

Open Session

Closed Session

RECOMMENDATION

It is recommended that the FRSC Board of Directors:

Resolution	Voting Requirement
1. Approve the funding for host community projects as presented by CMEI up to the amount of \$97,588 in 2024.	Simple majority of members present.

BACKGROUND/PAST RESOLUTIONS

Order in Council 2005-112 requires the establishment of an annual fund for on-site amenities, off-site host community (boundaries defined in OIC 2005-112) or a combination of both options. It allows for consultation with local groups to help determine recipients. The Commission partners with our watchdog group, CMEI, in the project determination. Our December 7, 1999 agreement with CMEI under section 8.01-8.03 requires allocation of \$75000 annually adjusted for partial inflation to \$97,588 in 2024. Under the agreement CMEI must fairly evaluate and recommend projects for funding (project recommendations attached). For its part, the Fundy Regional Service Commission will review and consider the recommendations actively with CMEI. A new scorecard system was developed in partnership with CMEI in 2020. From that, further CMEI group deliberation and a recommendation of the disbursement of funds are presented to FRSC Staff.

FINANCIAL, ECONOMIC, ENVIRONMENTAL, AND SOCIAL CONSIDERATIONS

None are stipulated from the Commission.

REPORT

An unintended consequence of the border changes that accompanied Local Government reform was the expansion of the Grand Bay-Westfield borders. OIC 2005-112 recognizes Grand Bay-Westfield as included in the host community and therefore eligible for project funding as a whole in the expanded borders. As of February 5, 2024, the Minister communicated that the host community was to be interpreted the same as prior to the expansion of borders from local government reform.

On March 14, 2024, FRSC staff jointly reviewed 18 ranked and eligible projects being considered for recommendation for community grant funding by CMEI. The total community ask was over \$260,000 compared to about \$97,500 available. After review and discussion, FRSC staff is satisfied that the process of scoring and recommendation was done in a fair manner and due process with the information CMEI had on hand.



FRSC did have indirect interest in one application, the Grand Bay-Westfield ATV Club, which was not funded. On January 19th, 2024, as per motion, the FRSC signed an easement agreement to allow for the development of an ATV trail with QuadNB and their local Club (GBW ATV Club) over commission property within the host community. The purpose of the trail was to keep ATV's, etc., off the highway for obvious safety reasons and to interconnect other regional trails to Grand Bay-Westfield. This project was not recommended for funding by CMEI, and after receiving greater clarity from CMEI on the rationale for their decision, FRSC staff is satisfied with the rigor of their evaluation process.

ATTACHMENTS

CMEI 2024 Projects.

2024 Special Projects Funding Recommendations

Project				Amount	Amount	B
Rank	#	Applicant	Project Description	Requested	Awarded	List
1	6	Nature Trust NB (Blueberry Hill/Noremac)	Multilingual Signs, Trail Work, Invasive Species Removal/Steward Workshops	5,981.37	5,981.37	
2	16	1st Ketepec Beavers, Cubs & Scouts	Camping Equipment (Tarps, Mallets, Youth SafetyHelmets, Blankets) Etc.	1,714.58	1,000.00	
3	7	Westfield Girl Guides	4 tents	1,191.36	1,000.00	
4	19	Westfield Scouts	4 Foam Sleeping Pads, 2 Stove Systems	1,380.00	1,000.00	
5	1	River Valley Middle School	Outdoor Bleachers	14,194.00	14,194.00	
6	3	River Valley Middle Home & School	Outdoor Sports Park (Basketball/Ball Hockey Nets) & Pollinator Garden	11,671.49	7,500.00	3
6	17	Westfield District Recreational Assoc.	Badminton Shuttles & Pickleball Paddles	481.66	481.66	
6	23	Inglewood School	Outdoor Playground Project - Beach Volleyball Court - Permanent Net Purch	5,942.11	4,000.00	4
7	18	Honour Our Veterans, Grand Bay Legion	Completion of Peace Park (Soldier Memorials/Retaining Wall)	25,000.00	12,500.00	2
8	9	Westfield School	Outdoor Learning Equipment (mud kitchen, covered sand box, reading arch etc.	5,547.24	3,000.00	5
9	24	Ducks Unlimited	Wetlands Grade 4 Field Trip Program	3,400.00	3,400.00	
10	20	Sunrise Play Park	Bubble Tube - Glass Tube with Bubbles for Sensory Needs	2,269.04	0.00	
11	2	Martinon Community Centre	Exterior Door -Replace outward swinging door with inward swing steel door	1,000.98	1,000.98	
12	10	River Valley Community Centre Fdn.	Water Treatment System for Ice	12,000.00	9,014.99	1
12	4	Grand Bay Primary	4 Classroom Smartboards	11,426.40	5,713.20	
12	8	St. Augustine's Church	Garden (Flagstone Walkway, Barberry Rose Hedge, Butterfly Garden)	5,641.06	1,000.00	
13	12	River Valley Community Centre Fdn.	Front Entrance Overhang System	21,031.30	0.00	
13	5	Martinon Community Centre	2 Baby Changing Stations	1,462.80	1,462.80	
14	14	KBM	Brand New Bathroom	12,075.00	0.00	6
15	15	KBM	2 Upstairs Bathroom Updates (Larger Stalls/New Toilets/Sinks Etc)	15,879.00	15,879.00	
16	13	KBM	Downstairs Light Fixtures (Upgrading to LED Lighting)	9,460.00	9,460.00	
17	21	Grand Bay-Westfield 4 ATV Club	Trail Creation	75,486.00	0.00	
18	11	River Valley Community Centre Fdn.	Auger Replacement	3,332.07	0.00	
	18	Lancaster Minor Hockey Association	New Hockey Jerseys	13,338.39	0.00	
				* (Does not qualify) *		
				260,905.85	97,588.00	



Date: March 28th, 2024

Author: Marc MacLeod

Open Session

Closed Session

RECOMMENDATION

It is recommended that the FRSC Board of Directors:

Resolution	Voting Requirement
1. Authorize a short term 'bridge financing' loan with the Imperial Bank of Commerce in the amount of \$7,014,000 upon approval of the MCBB and authority of the ministerial order, unless the order includes conditions that compromise the FRSC's ability to successful deliver on the 2024 FRSC Budget and 2024 FRSC work plan.	2/3 of weighted votes of the members of the Board present who are receiving the service.

BACKGROUND/PAST RESOLUTIONS

Upon approval from the Municipal Capital Borrowing Board (MCBB) and the issuing of a ministerial order, the Commission may enter into the contracts or purchases which were the basis of the borrowing application. The ministerial order gives the Commission the authority to seek short term financing to pay for these contracts or purchases. Once completed, the Commission will issue a long-term debenture from the NB Municipal Finance Corporation to pay off the short-term loan from a bank.

FINANCIAL, ECONOMIC, ENVIRONMENTAL, AND SOCIAL CONSIDERATIONS

Borrowing was approved by Board Motion on January 25th, 2024.

REPORT

Upon approval by the MCBB and the issuing of the ministerial order, the Commission may commence the financing of the 2024 capital projects through bridge financing with our bank for a total of \$7,014,000. As per the application this will fund:

Waste Containment Cell	4 Years	\$5,900,000
Flare Refurbishment	5 Years	\$65,000
Leachate Truck	5 Years	\$275,000
Solar Powered Water Pumps	5 Years	\$157,000
Rock Truck	5 Years	\$617,000

The motion is asking for preemptive approval of Bridge Financing to meet the March 31, 2024 pricing deadline for the Rock Truck. The Ministerial order is anticipated during the last week of March (if it is received prior to the March 28th meeting, FRSC staff will share the information with the FRSC Board). If the height EIA is approved and accepted by the Commission, this will, at a minimum, delay the required borrowing for the Waste Containment Cell #10 for the full \$5,900,000.



**Fundy Regional
Service Commission**

Commission de Services
Régionaux de Fundy

MCBB Bridge Financing

ATTACHMENTS

None.

2029 CANADA GAMES BID

ENVISION
Saint John

THE
REGIONAL
GROWTH
AGENCY

THE
SAINT JOHN
REGION



- Largest multi-sport event in Canada.
- Every two years.
- 22 communities across Canada have hosted a Canada Games.
- Each Games represents athletes from over 700 communities across the country.

4,600



Participants

18



**JEUX DU
CANADA
GAMES**

Days of Competition
Jours de compétition

17-20



Sports

5,000+



Volunteers/ Bénévoles



The Opportunity

- Engage the city, region, province and nation's athletes and leaders in hosting a high-profile multi-sport event that will create **generational legacies for our region and province.**
- **Economic Impact**, job opportunities and growth. The 2023 Canada Games had an economic impact, measured using the Sport Tourism Canada STEAM model, of \$212M in the province of PEI and \$195M in the cities of Charlottetown/Summerside.
- **Elevate the place brand** through national media coverage and creates **local pride of place.**

ENVISION THE POSSIBILITIES



Legacy Impacts

- Encourage and inspire our region's young **Athletes** to dream big.
- Bid Committee will engage **Senior Community Leaders** to act as key advisors and **Mentors** for our young committee leaders.
- Facilitate a **transfer of experience & knowledge** from one generation to the next as legacy of the games.
- Use the Games' **investments in already existing infrastructure** to create more environmentally sustainable sports venues for future sport development and growth.
- **New base of volunteers and officials** with specific training and experience for future hosting opportunities.
- Community engagement/enthusiasm for **hosting future sport events**.
- **Increased visibility** within Canada as a **desirable destination** to host national sporting events and festivals.

ENVISION THE POSSIBILITIES



Hosting Objectives

The Province of New Brunswick has identified the following hosting priorities:

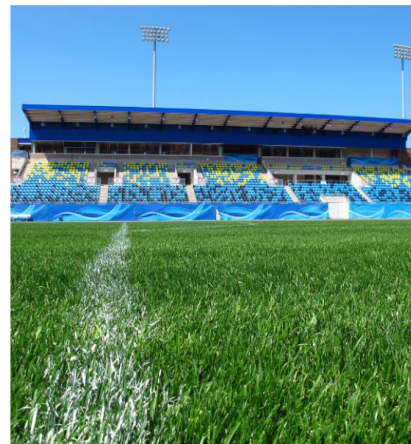
1. The 2029 Canada Games will be managed in a fiscally prudent manner, through the entire Canada Games Life Cycle, from Bid to Wrap Up;
2. A legacy of the 2029 Canada Games will be improved access to outdoor spaces, recreational facilities, programs and services in the community and region;
3. The 2029 Canada Games will showcase the Host Community as a great place to live, work, study and play.
4. The 2029 Canada Games will align its planning and execution with the Government of New Brunswick's Climate Change goals and action plan.

ENVISION THE POSSIBILITIES



Partnership with Moncton

Collaborating with Moncton on a joint proposal that ensures a logical and equitable split of athletes/events will provide the following benefits:



PROs

- Reduction in Capital Investment
- Sharing Financial Risk on Operations
- Athletes Village(s) Existing
- Increased Opportunity for Sponsorship
- Bid Process Becomes Collaborative not Competitive
- Adds a year to planning time by avoiding bid process

CONs

- Operating Costs
- Athlete Village Experience

Overall Funding Framework

	CAPITAL	OPERATING	OTHER
Federal Government (thru Sport Canada)	\$3,000,000	\$10,250,000	<ul style="list-style-type: none"> Funds all participant travel thru the Canada Games Council other than host province teams. Funds Canada Games Council for core operating expenses.
Provincial/Territorial Governments	\$3,000,000 (minimum)	\$7,350,000 (summer)	<ul style="list-style-type: none"> Funding to prepare teams to attend the Canada Games.
Municipal Governments	\$3,000,000 (minimum)	Cash or Value in Kind	
Total	\$9,000,000	\$17,600,000	

Operating Expenses (local circumstances influence the cost of hosting):

- 2017 - \$28M
- 2021 - \$31.4M
- 2025 - \$35.7M (Business Plan for St. John's, NL)



Financial Commitments

The host municipality(ies) will make the following financial commitments to the Games:

- a. Agree to be responsible for any financial deficit associated with the Games (Capital and Operating);
- b. Agree to contribute at least \$3,000,000 cash to the Host Society for capital expenditures;
- c. Confirm any additional financial commitments (in cash or VIK) towards capital and/or operating;
- d. Confirm that the first 25% of the Rights Fee (\$270,000) will be paid by the Municipal Government upon award of the Games. Total Rights Fee: \$1,080,000 to be paid over four years.

Project Milestones

Activity	Timeline
Bid Launch & Development: <ul style="list-style-type: none">• Official Bid Launch by CGC/GNB (COMPLETE)• Declare Intent to Bid (COMPLETE)	January 2024 February 2024
Technical Submission & Evaluation/Capacity to host (ONGOING)	June 2024
Technical Evaluation & CGC Site Visit	June-July 2024
Short list of Communities for final submission	August 2024
Comprehensive Bid Submission & Evaluation	January 2025
Comprehensive Site Visit with CGC	February 2025
BEC will make recommendation to the CGC Board of Directors	March 2025
Host Community Announcement	Spring 2025
Host Canada Summer Games 2029	August 2029

Note: This schedule is subject to change based on a partner proposal.



Data Fundy Region

COMMUNITY DEVELOPMENT RESEARCH – PHASE 1

MARCH 28, 2024



Community Development Research Project

Goal: to assess the current state of services, identify gaps, and explore opportunities within the newly defined boundaries of the FRSC. It will contribute to a regional vision and guide to fulfill a Community Development mandate in the areas of affordable housing, newcomer settlement services and diversity promotion, social inclusion, and healthy communities.

It will inform the priority, scope, and structure of the community development committee for the next five years.



Community Development Project

Data – Socio-demographic profiles of FRSC

Asset Mapping - What are the current services?

Needs Assessment & Engagement Process





Fundy Region Community Data Presentation

March 28th 2024



HUMAN
DEVELOPMENT
COUNCIL



FRSC Population and Population Density



Fundy Rural District

Pop: 6,410
Density: 5

FRD

Quispamsis

Pop: 18,780
Density: 327

Hampton

Pop: 9,345
Density: 34

Grand Bay-Westfield

Pop: 5,880
Density: 71

Rothesay

Pop: 11,975
Density: 344

FRD

Fundy-Saint Martins

Pop: 5,225
Density: 8

Saint John 2

Pop: 18,299
Density: 596

Saint John 4

Pop: 17,949
Density: 117

Saint John 3

Pop: 17,326
Density: 1315

FRD

Saint John 1

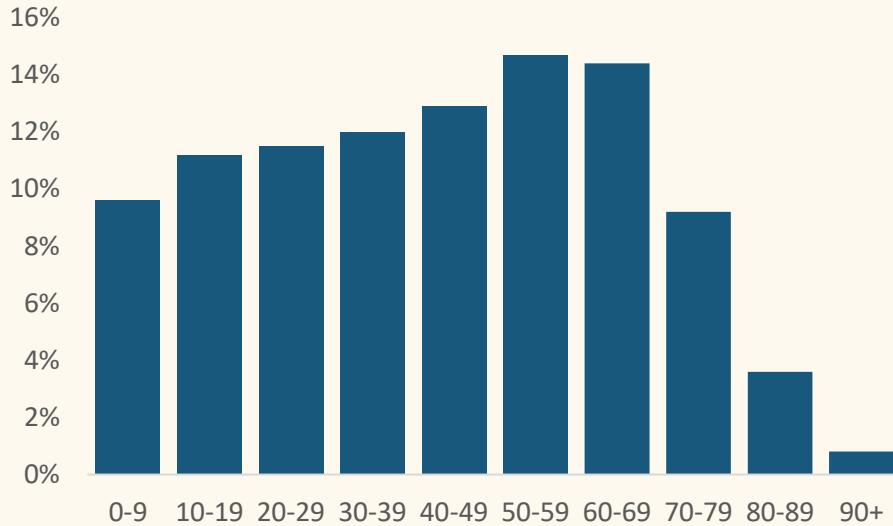
Pop: 16,321
Density: 138



Ages

	Ages 0-14	Ages 15-64	Ages 65 and Over	Ages 85 and Over	Median Age
Canada	16.3%	64.8%	19.0%	2.3%	42
New Brunswick	14.3%	62.8%	22.8%	2.5%	47
FRSC	15.5%	64.2%	20.3%	2.1%	44

● ● ● Age Distribution in the FRSC



Quispamsis has the highest proportion of children 0-14 at **18.3%**.

additionally

The Fundy Rural District has the highest proportion of seniors 65+ a **22.9%**.

●●● Family Composition

Saint John has the highest rate of one-parent families at **22.7%**. Higher than Moncton and Fredericton.

The rest of the municipalities are all below the national and provincial rate of 16.4%.

Rates range from **11.0% in Quispamsis** to **28.6% in Saint John's Ward 3**.



81% in a family.



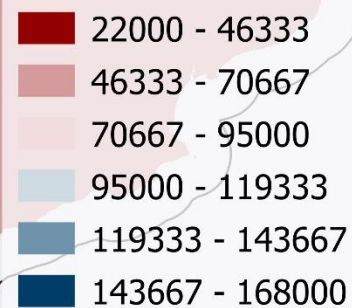
13% living alone.



6% living with others not in a family.

Household Income

Median Household Income After-Tax



●●● Housing

Core Housing Need

1

Adequate - "not requiring any major repairs"

2

Affordable - "has shelter costs equal to less than 30% of total before-tax household income"

3

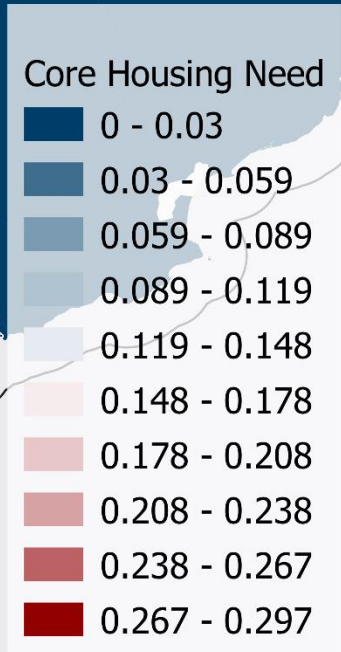
Suitable - "has enough bedrooms... according to the National Occupancy Standard (NOS)"

FRSC Housing Statistics

2.8% Owner Core
- Housing - **13.8%**
Need Renter

- **7.5%** Housing Built 2011-2021. **13.3%** Nationally, **9.6%** Provincially. No FRSC entity meets the national rate.
- **Quispamsis** has the lowest rate of Housing Needing Major Repairs at **3.9%**.
- **Saint John** has the highest rate of Housing Needing Major Repairs at **9.1%**.

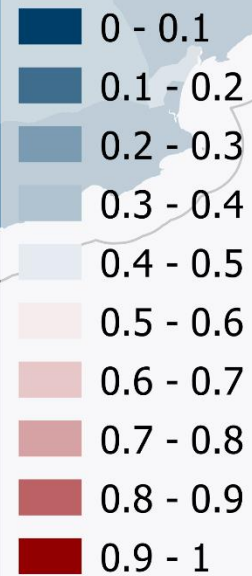
Core Housing Need Distribution





Renter Household Distribution

Renters





**HUMAN
DEVELOPMENT
COUNCIL**



139 Prince Edward Street, Saint John, NB
(506) 634-1673 | info@sjhdc.ca

WWW.SJHDC.CA

	English and French	Next most Common Language Spoken At Home
Canada	18.0%	Mandarin
New Brunswick	34.0%	Arabic
FRSC	15.9%	Arabic
Saint John	13.6%	Arabic
Quispamsis	22.6%	Mandarin
Rochesay	20.6%	Mandarin
Hampton	16.6%	None
Grand Bay-Westfield	17.7%	None
Fundy-St. Martins	10.4%	None
Fundy Rural District	13.3%	None



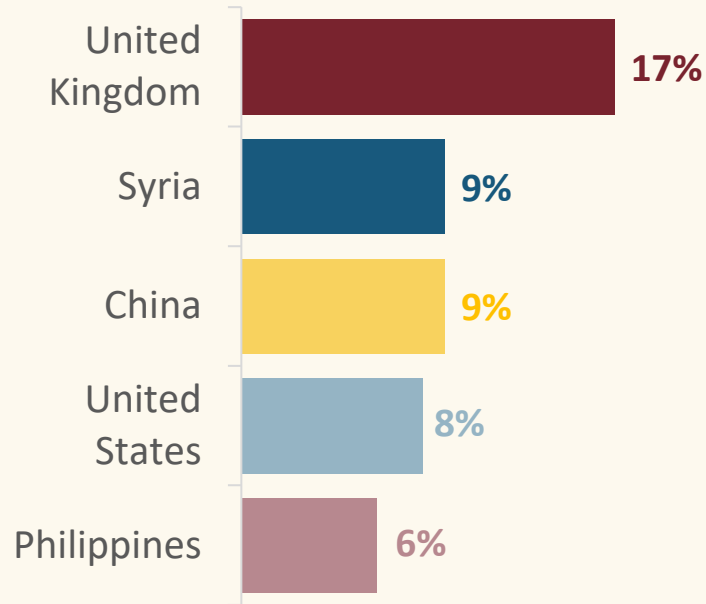
Language

Quispamsis is the most bilingual municipality in the FRSC.

It is still not as bilingual as New Brunswick.

● ● ● ● Immigration

Top Birth Places



Among the recent immigrant population, **Syria** was the most common birthplace.

A recent immigrant obtained status in the 5 years prior to the census.

37% of the immigrants in the FRSC are recent compared to 16% nationally.

Immigration



Fundy Rural District
Immigrants: 2.7%

Quispamsis
Immigrants: 6.9%

Hampton
Immigrants: 2.9%

FRD

Grand Bay-Westfield
Immigrants: 2.5%

Rothesay
Immigrants: 7.4%

FRD

Fundy-Saint Martins
Immigrants: 1.3%

Saint John 2
Immigrants: 16.2%

Saint John 4
Immigrants: 4.6%

Saint John 3
Immigrants: 8.5%

FRD

Saint John 1
Immigrants: 2.8%

Canada
Immigrants: 23.0%

New Brunswick
Immigrants: 5.8%

● ● ● ● Labour

Top Industries

Saint John, Rothesay, Quispamsis, Hampton, and Grand Bay-Westfield's top industry is **health care and social assistance**.

In the Fundy Rural District and Fundy-St. Martins the top industry is **construction**.

Labour

- **Quispamsis** has the highest labour force participation.
- **Grand-Bay Westfield** Has the lowest unemployment.
- **Ward 3** has the highest unemployment rate.



Date: March 28, 2024

Author: Graeme Stewart-Robertson

Open Session

Closed Session

RECOMMENDATION

It is recommended that the FRSC Board of Directors:

Resolution	Voting Requirement
1. Direct staff to integrate feedback collected during the March 28 th , 2024, FRSC Board meeting to inform the development of section 4.5.1 Election of Officers of the FRSC’s Procedural Bylaw, and report back to the Board prior to May 2024.	Simple majority of members present.

BACKGROUND/PAST RESOLUTIONS

In response to the evolving landscape of Local Governance Reforms in New Brunswick, the Fundy Regional Service Commission (FRSC) initiated a comprehensive internal review of its Procedural Bylaws. The objective of this process was to develop an updated set of bylaws that align with contemporary governance practices, reflecting the current and future needs of the FRSC and its stakeholders.

The FRSC Board, during its February 22, 2024, meeting, adopted the revised procedural by-law in its entirety, except for section 4.5.1 *Election of Officers*. This section was referred to staff for further review in consideration of additional options to increase the equity of all member entities in the selection or appointment of Officer roles. Drawing upon best practices for governance and procedural by-laws, staff have developed three models for the Executive Committee selection process, together aimed at enhancing equity and shared leadership among the Commission's member entities.

FINANCIAL, ECONOMIC, ENVIRONMENTAL, AND SOCIAL CONSIDERATIONS

The updated revisions to the FRSC Procedural Bylaws continue to prioritize the stability and transparency of the FRSC, alongside a renewed focus on adaptive and forward-looking governance. These changes align with the FRSC's commitment to equitable representation, ensuring all member entities have equal leadership opportunities. By promoting a more inclusive and flexible governance model, the proposed options are expected to enhance the FRSC's responsiveness to both environmental and social considerations, further solidifying its role as a responsible and adaptive public service organization.

REPORT

In addressing the FRSC Board's directive for a review of how Executive roles are selected within the revised Procedural Bylaw, staff have developed three options for the Executive Committee's composition, focusing on structured, equitable leadership systems. *Option A* introduces a rotational system assigning roles (Chairperson, Vice-Chairperson, and Past-Chairperson) to ensure continuity. *Option B* maintains the annual election status quo for officer selection. *Option C* proposes a roster system for equitable, flexible



leadership, with officers elected annually by the Executive Committee. The sequencing of the rotations for both *Option A* and *C* [as outlined in the attached document] have been developed based on both the current representation within the Executive combined with the intended goal of balancing representation across the region both geographically and demographically. All three options aim to foster continuity, responsibility, and inclusivity in leadership roles, responding to the Board's feedback for innovative governance models.

Option A – Rotating

The rotational appointment system encompasses the roles of Chairperson, Vice-Chairperson (immediate future Chair), and Past-Chairperson (immediate past Chair), each with a one-year term. These roles are critical for ensuring seamless transitions and sustained governance continuity.

Rotation Principle: The leadership rotation is designed to provide each of the member entities of the FRSC with the opportunity to hold the Chair position, fostering shared leadership, continuity, and responsibility across the Commission. The rotation order is predetermined, based on a fair and transparent sequence, as outlined in this bylaw.

Rotation Schedule: The annual rotation of the Chair position shall commence in the year 2024 as a transitional year, following the order of the member entities as established herein.

In the event a member entity designated for the Chairperson role wishes to forgo the role, the Commission shall allow for a voluntary step-down, with the next entity in the rotation sequence assuming the Chairperson role for that term.

The entity choosing to abstain shall not be penalized in the rotation order but will be offered the next available officer role following the completion of the full rotation cycle, ensuring fairness and flexibility within the leadership structure. In this way, any abstention from the role of Chair by a member entity will come with the acknowledgement that the same role will not be available again until the next six rotation cycles have been activated.

This mechanism ensures that member entities are dutiful with their ability to fulfill the Chairperson role, respecting individual circumstances and maintaining the integrity of the Commission's governance.

Option B – Annual Election (Status Quo)

The election of officers shall occur on an annual basis and shall be selected by the Board from among their number.

Option C – Rotating Rosters

The Commission shall adopt a roster system for the appointment of its officers, aiming to ensure equitable leadership, shared responsibility, and flexibility among its members. The Executive Committee shall



comprise a rotating roster of three member entities, each serving a two-year term. The Executive Committee shall be comprised of the Chairperson, Vice-Chairperson, 2nd Vice-Chairperson, and the Chief Executive Officer (ex-officio).

Officers shall be elected on an annual basis by the Executive Committee from among its members. This process affords each member entity of the Executive Committee the opportunity to fulfill the role of Chair of the Commission during their term, while also providing the flexibility to withhold from serving as Chair or to serve consecutive years as Chair, should circumstances necessitate.

Rotation Principle: The leadership rotation of the Commission is designed to offer each member entity the opportunity to serve on the Executive Committee, fostering shared leadership, continuity, and responsibility across the Commission. The rotation order for the Executive Committee shall follow a predetermined, fair, and transparent sequence, commencing in 2024 as a transitional year.

If a member entity designated for the Executive Committee wishes to forego the role, that entity shall be removed from the Committee at that time, and the next entity in the rotation order shall be added to the Executive Committee for that term. It shall be noted that due to the structure of the rosters in *Option C* with three members eligible for two elected Executive positions, there is no requirement that a member of the Executive Committee serve as Chairperson in any given year.

The entity choosing to abstain shall re-enter the rotation at the next available Executive Committee slot following the completion of the full rotation cycle, ensuring fairness and flexibility within the leadership structure. As compared to *Option A*, this model reduces the overall number of years between eligibility for an abstaining entity to seek the role of Chair.

The intent of this mechanism is to ensure member entities fulfill their Executive Committee roles dutifully, respecting individual circumstances which may preclude an individual from taking the role of Chairperson, all while maintaining the Commission's governance continuity, consistency, and integrity.

ATTACHMENTS

The attached documents include the adopted revised Procedural Bylaws of the Commission [February 2024], and further details on the proposed s.4.5.1 options, including a table of rotation schedule.

1. FRSC Procedural Bylaws - FINAL Feb 2024
2. 4.5.1 Election of Officers - Options March 2024

Executive Committee Composition

Option A – Rotating

4.5.1 Appointment of Officers

In the spirit of ensuring a structured and equitable leadership within the FRSC, the Commission shall uphold a rotational system for the appointment of its officers. Unless the directors determine otherwise, an officer has all powers and authority that are incident to his or her office. An officer will have such other powers, authority, functions and duties that are prescribed or delegated, from time to time, by the directors. The directors may, from time to time, vary, add to or limit the powers and duties of any officer.

The rotational appointment system encompasses the roles of Chairperson, Vice-Chairperson (immediate future Chair), and Past-Chairperson (immediate past Chair), each with a one-year term. These roles are critical for ensuring seamless transitions and sustained governance continuity.

Rotation Principle: The leadership rotation is designed to provide each of the member entities of the FRSC with the opportunity to hold the Chair position, fostering shared leadership, continuity, and responsibility across the Commission. The rotation order is predetermined, based on a fair and transparent sequence, as outlined in this bylaw.

Rotation Schedule: The annual rotation of the Chair position shall commence in the year 2024 as a transitional year, following the order of the member entities as established herein.

Year	Chairperson	Vice-Chairperson (<i>immediate future Chair</i>)	Past-Chairperson
2024	Quispamsis	Fundy-St. Martins	Grand Bay-Westfield
2025	Fundy-St. Martins	Hampton	Quispamsis
2026	Hampton	City of Saint John	Fundy-St. Martins
2027	City of Saint John	Fundy Rural District	Hampton
2028	Fundy Rural District	Rothesay	City of Saint John
2029	Rothesay	Grand Bay-Westfield	Fundy Rural District
2030	Grand Bay-Westfield	Quispamsis	Rothesay
2031	Quispamsis	Fundy-St. Martins	Grand Bay-Westfield
...	Continue rotation according to established pattern		

In the event a member entity designated for the Chairperson role wishes to forgo the role, the Commission shall allow for a voluntary step-down, with the next entity in the rotation sequence assuming the Chairperson role for that term.

The entity choosing to abstain shall not be penalized in the rotation order but will be offered the next available officer role following the completion of the full rotation cycle, ensuring fairness and flexibility within the leadership structure.

This mechanism ensures that member entities are dutiful with their ability to fulfill the Chairperson role, respecting individual circumstances and maintaining the integrity of the Commission's governance.

Option B – Annual Election (Status Quo)

4.5.1 Appointment of Officers

The election of officers shall occur on an annual basis and shall be selected by the Board from among their number. Unless the directors determine otherwise, an officer has all powers and authority that are incident to his or her office. An officer will have such other powers, authority, functions and duties that are prescribed or delegated, from time to time, by the directors. The directors may, from time to time, vary, add to or limit the powers and duties of any officer.

Option C – Rotating Rosters

4.5.1 Appointment of Officers

The Commission shall adopt a roster system for the appointment of its officers, aiming to ensure equitable leadership, shared responsibility, and flexibility among its members. The Executive Committee shall comprise a rotating roster of three member entities, each serving a two-year term. The Executive Committee shall be comprised of the Chairperson, Vice-Chairperson, 2nd Vice-Chairperson, and the Chief Executive Officer (*ex-officio*).

Officers shall be elected on an annual basis by the Executive Committee from among its members. This process affords each member entity of the Executive Committee the opportunity to fulfill the role of Chair of the Commission during their term, while also providing the flexibility to withhold from serving as Chair or to serve consecutive years as Chair, should circumstances necessitate.

Rotation Principle: The leadership rotation of the Commission is designed to offer each member entity the opportunity to serve on the Executive Committee, fostering shared leadership, continuity, and responsibility across the Commission. The rotation order for the Executive Committee shall follow a predetermined, fair, and transparent sequence, commencing in 2024 as a transitional year.

Rotation Schedule:

Term	Executive Committee Roster		
2024 - 2025	Quispamsis	Fundy-St. Martins	Grand Bay-Westfield
2026 - 2027	Hampton	The City of Saint John	Fundy Rural District
2028 - 2029	Rothesay	Quispamsis	Fundy-St. Martins
2030 - 2031	Grand Bay-Westfield	Hampton	The City of Saint John
2032 - 2033	Fundy Rural District	Rothesay	Quispamsis
2034 - 2035	Fundy-St. Martins	Grand Bay-Westfield	Hampton
2036 - 2037	The City of Saint John	Fundy Rural District	Rothesay
2038 - 2039	Quispamsis	Fundy-St. Martins	Grand Bay-Westfield
...	Continue rotation according to established pattern		

If a member entity designated for the Executive Committee wishes to forego the role, that entity shall be removed from the Committee at that time, and the next entity in the rotation order shall be added to the Executive Committee for that term.

The entity choosing to abstain shall re-enter the rotation at the next available Executive Committee slot following the completion of the full rotation cycle, ensuring fairness and flexibility within the leadership structure.

This mechanism ensures member entities fulfill their Executive Committee roles dutifully, respecting individual circumstances, and maintaining the Commission's governance integrity.



**Fundy Regional
Service Commission**

Commission de Services
Régionaux de Fundy

FUNDY REGIONAL SERVICE COMMISSION PROCEDURAL BYLAW

Date Approved: _____

Chairperson: _____

Chief Executive Officer: _____

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Fundy Regional Service Commission

Procedural Bylaw

Preamble:

Whereas the Fundy Regional Service Commission was established as a body corporate pursuant to the provisions of the *Regional Service Delivery Act*, RSNB 2012, c. 37, and the Regulations made thereunder;

And Whereas, pursuant to Section 12 of the said Act, provision is made for the establishment of a Board for the Commission and this Board shall make and approve a procedural bylaw;

Now Therefore pursuant to the powers contained in the Act, the Board of the Fundy Regional Service Commission (the "Commission") hereby passes and enacts the following bylaw:

SECTION 1: DEFINITIONS

In this bylaw and all other bylaws of the Commission, unless the context otherwise requires:

"Act" means the *Regional Service Delivery Act*, RSNB 2012, c.37.

"Board" means the Board of directors of Regional Service Commission Region 9.

"Chief Executive Officer" or **"CEO"** means a person appointed as a Chief Executive Officer of the Commission under Section 13 of the Act.

"Commission" means the body corporate established pursuant to the Act for Region 9.

"Member" with respect to a regional service commission, means a municipality, a rural community, or rural district.

"Municipality" means a city, town, or village.

"Minister" means the Minister of Local Government and Local Governance Reform and includes any person designated by the Minister to act on the Minister's behalf.

"Planning Director" means a person appointed as a planning director under subsection 24(2) of the Act.

"Representative" all individuals representing the Commission, encompassing all officers, representatives, committee members, members of the Board, and any other individuals in positions of authority or representation within the organization.

"Rural District" means a rural district as established under Section 176.1 of the *Local Governance Act*, SNB 2017, c.18.

SECTION 2: INTERPRETATION

In the interpretation of this bylaw, words in the singular include the plural and vice-versa, words in one gender include all genders, and "person" includes an individual, body corporate, partnership, trust, and unincorporated organization.

Other than as specified above, words and expressions defined in the Act have the same meanings when used in these bylaws.

SECTION 3: CORPORATE SEAL

The Commission shall have a corporate seal which shall be as shown in the impression made in the margin hereof and may be changed by resolution of the Commission.

SECTION 4: ORGANIZATION

4.1 Membership

The following local government units constitute the Members of the Commission, as prescribed under *Regions Regulation*, NB Reg 2022-46:

Rural District

Fundy

Local Governments

Fundy-St. Martins (Entity 46)

Hampton (Entity 47)

Quispamsis (Entity 48)

Rothesay (Entity 49)

The City of Saint John (Entity 50)

Grand Bay-Westfield (Entity 51)

4.2 Description of Region & Determination of Population

The Region is more particularly described in Schedule "A" attached to this bylaw and outlined on the plan annexed thereto.

For the purposes of this bylaw the population of a local government or a rural district shall be determined in accordance with the Act.

4.3 Mandate

For the purposes of this bylaw, the mandate of the Commission is as described in Section 3.1 of the Act.

4.4 Board Composition

For the purposes of this bylaw, the Board shall be determined in accordance with Section 9 of the Act.

4.5 Officers

4.5.1 Election of Officers

The election of officers shall occur on an annual basis and shall be selected by the Board from among their number. Unless the directors determine otherwise, an officer has all powers and authority that are incident to his or her office. An officer will have such other powers, authority, functions and duties that are prescribed or delegated, from time to time, by the directors. The directors may, from time to time, vary, add to or limit the powers and duties of any officer.

4.5.2 Executive Committee

The Executive Committee shall be comprised of the Chairperson, Vice-Chairperson, the Chief Executive Officer (*ex-officio*), and one of either the Past-Chairperson if available, or a 2nd Vice-Chairperson. The Executive Committee shall meet between Commission Board meetings as needed. In addition to its existing responsibilities, the Executive Committee shall also undertake the following additional responsibilities:

- **Nominating Responsibilities:** Oversee the process of nominating individuals for committee roles within the Commission and ensuring a transparent and inclusive nomination process. The Executive Committee will be responsible for receiving committee nominations and presenting committee composition recommendations to the Board.
- **Financial Oversight Including Pre-Budget Review:** Perform critical oversight of the financial affairs of the Commission, including conducting a pre-budget review to ensure financial stability and accountability; review of financial report, risk management and compliance controls, and audit activities.
- **CEO Performance Review Process:** Be responsible for overseeing the performance review process of the CEO, ensuring that it is conducted fairly, objectively, and in alignment with the Commission's goals and standards.

The Executive Committee holds no authority to render decisions on behalf of the Commission, unless otherwise defined within the bylaws of the Commission, contractual agreements, or by resolution of the Board.

4.5.3 Chairperson

The Chairperson of the Commission shall preside over (if present) all meetings of the Board. The Chairperson shall have the power to call meetings of the Board and shall have the right to vote at such meetings.

4.5.4 Vice-Chairperson

During the Chairperson's absence, inability, or refusal to act, the Chairperson's duties may be performed, and their powers may be exercised by the Vice-Chair.

4.5.5 Past-Chairperson

The Past-Chairperson supports the transition of the incoming Chairperson, offering guidance and historical insight. In the absence of both the Chairperson and Vice-Chairperson, the Past-Chairperson assumes the duties of the Chair. Additionally, the Past-Chairperson provides advisory support to the Executive Committee, drawing on their experience and knowledge of the Commission's operations.

4.5.6 2nd Vice-Chairperson

In the event that no sitting Past-Chairperson can be selected from among the directors of the Board, a 2nd Vice-Chairperson shall be elected to perform the duties and exercise the powers of the Vice-Chairperson in the event of their absence, inability, or refusal to act.

4.5.7 Secretary

The Board shall appoint a Secretary to the Board who shall be an employee of the Commission. The Secretary shall have the following powers and duties: (i) to give or cause to be given, as and when instructed, notices required to be given to Members, directors, officers, auditors and members of committees of directors; (ii) may attend at and be the secretary of meetings of Members, directors, and committees of directors and will have the minutes of all proceedings at such meetings entered in the books and records kept for that purpose; and (iii) will be the custodian of any corporate seal of the Commission and the books, papers, records, documents, and instruments belonging to the Commission, except when another officer or agent has been appointed for that purpose.

Notwithstanding the above, the Secretary may delegate “note taking” responsibilities to others but remains responsible for the accuracy and safekeeping of the records.

4.5.8 Vacancies

If an officer of the Board shall for any reason be or become vacant, the Board shall elect another director to fill such a vacancy for the remainder of the term of office.

4.6 Committees

Pursuant to Section 12 of the Act, the Board has the power to establish, operate and dissolve committees of the Commission. Notwithstanding the previous sentence, the Board, at a minimum shall establish standing committees as follows:

- Regional Transportation Planning Committee
- Community Development Committee
- Regional Public Safety Committee
- Regional Facilities Committee

The Board may decide by resolution to combine any of the aforementioned committees so long as they are permitted to do so under the Act and any associated Regulations.

The Board may also convene *Ad Hoc* or advisory committee(s) by a resolution of the Board. The composition, term, quorum, and terms of reference of any standing, advisory, or *Ad Hoc* committees shall be established by a resolution of the Board following a presentation of the Executive Committee, and shall not conflict with the Act, any associated Regulations, and the bylaws of the Commission.

4.7 Delegation

For the purposes of this bylaw, the Commission may in writing delegate its powers or duties under the Act or the regulations to the chair or another director of the Board, to the Chief Executive Officer, to the Planning Director, to a committee of the Commission or to any employee of the Commission subject to the limitations imposed in the Act.

The Commission may, in writing, permit the Chief Executive Officer to sub-delegate a power or duty and such Chief Executive Officer may revoke, in whole or in part, the sub-delegation.

SECTION 5: CODE OF CONDUCT

This Code of Conduct applies to Representatives. This code outlines the standards and expectations for behavior and decision-making, ensuring that all actions taken in these roles are conducted with integrity, transparency, and in the best interest of the Commission and its stakeholders.

5.1 Representing the Commission

All Representatives of the Commission shall:

- 5.1.1 Work for the common good of the residents and taxpayers of the Region while promoting the public interest and advancing the mandate of the Commission and long-term interests of Members.
- 5.1.2 Conduct Board business in an open and transparent manner that promotes public confidence and trust, recognizing that an individual director cannot exercise individual authority over the Commission.
- 5.1.3 Exercise their duties with care, diligence, and skills that a reasonably prudent person would exercise in comparable circumstances.
- 5.1.4 Exercise their duties by placing the interests of the Commission ahead of their personal interests.
- 5.1.5 Exercise their duties in an impartial manner, making decisions based on objective criteria, rather than on the basis of bias or prejudice.

5.2 Communicating on Behalf of the Commission

- 5.2.1 The Chair, or in their absence the Vice-Chair, and the Chief Executive Officer shall collaborate to act as the official spokesperson(s) for the Commission. They will jointly coordinate on delivering official statements, ensuring consistency and accuracy in public communications.
- 5.2.2 All Representatives of the Commission acknowledge that official information related to the decisions of the Board will be communicated to the public and the media on behalf of the Board as a whole.

5.3 Respecting the Decision-Making Process

All Representatives of the Commission shall foster respect for the democratic decision-making process and shall work towards effective and consistent implementation of the positions and/or decisions of the Board.

5.4 Adherence to Policies, Procedures and Bylaws

As the Commission's stewards and decision makers, all directors shall respect, and adhere to, the established policies, procedures, and bylaws of the Commission, showing commitment to performing their duties and functions with care and diligence.

5.5 Respectful Interaction with directors, Staff, the Public and Others

All Representatives of the Commission shall:

- 5.5.1 Treat fellow directors, administration/staff, the public, and all members of society with respect, concern, courtesy, and inclusiveness, actively engaging in practices that promote equity, diversity, and inclusion. This includes not engaging in discrimination, bullying, harassment, or the use of derogatory language towards others based on race, gender, sexual orientation, religion, ethnicity, disability, age, or any other protected status.
- 5.5.2 Demonstrate the highest standards of personal integrity, honesty, and commitment to equity and inclusion in all aspects of their role.
- 5.5.3 Communicate and work with all fellow Representatives of the Commission in an open, transparent, and honest manner, promoting a spirit of cooperation and inclusivity by listening to, respecting, and valuing diverse opinions and perspectives.
- 5.5.4 Avoid forming “alliances” with others for the purpose of controlling Board meetings, agendas, or outcomes; and
- 5.5.5 Use communication tools and social media responsibly to reflect the Commission's values, ensuring all communications are professional, respectful, and inclusive. Representatives should avoid disparaging remarks, ensure accuracy in information dissemination, and respect the diversity of the community. Any public statements, including on social media, should align with the Commission's commitment to equity, diversity, and inclusion.

5.6 Confidential Information

All Representatives of the Commission shall hold in strict confidence all information concerning matters deemed confidential and shall not, either directly or indirectly, release, make public or in any way divulge any information which is deemed to be confidential unless expressly authorized by the Board or required by law to do so.

5.7 Conflict of Interest

For the purposes of this bylaw, conflict of interest provisions shall be in accordance with Section 21 of *General Regulation*, NB Reg 2012-109 under the Act.

5.8 Improper Use of Influence

All Representatives of the Commission shall, at all times, conduct themselves in a manner that reflects the separation of roles and responsibilities between the Board and administration/staff, and shall:

- 5.8.1 Refrain from giving direction to any Commission employee or contracted resource, except through the CEO.
- 5.8.2 Convey all concerns or requests for action or information directly to the CEO or, where appropriate, and as agreed by the CEO, communicate with an officer without committing the Commission to any specific course of action, expenditure,

or use of Commission resources outside of the Commission's established policies, procedures, or budget, or otherwise.

- 5.8.3 Not solicit, demand, or accept the services of any Commission employee.
- 5.8.4 Avoid any situation in which a relationship (ex. friendship, social relationship, or social interaction) with a member of staff may be perceived to create undue influence, access to information, conflict of interest, or to undermine the authority of the CEO.
- 5.8.5 Not express any opinion on the performance of any Commission employee unless through a formal performance evaluation; and
- 5.8.6 Not advocate for the promotion, sanction, or termination of any Commission employee.

5.9 Use of Commission Assets and Services

- 5.9.1 No Representative of the Commission shall use or attempt to use Commission's property, funds, services, or information for personal benefit or the benefit of any other individual.
- 5.9.2 No Representative of the Commission shall use the Commission's assets, including cell phones or email accounts, for provincial or federal political activity.

5.10 Orientation and Other Training Attendance

All new directors must attend the local government orientation sessions. All directors are encouraged to attend training opportunities that may be provided during their term.

5.11 Complaints

- 5.11.1 Any person, in good faith, may report a perceived wrongdoing or make a complaint alleging a breach of the Council Code of Conduct by a Representative of the Commission.
- 5.11.2 All reasonable attempts shall be made to keep the reports and complaints confidential until full investigation is completed in order to protect a Representative of the Commission and a complainant.
- 5.11.3 The report or complaint shall be in writing outlining the nature and specifics, be dated, include a name of the complainant, signed, addressed to the Chairperson (or in the case of perceived wrongdoing of the Chairperson, to the Vice Chair), and marked "confidential". The complaint may be mailed, emailed, or hand-delivered to the Commission's office. All received complaints shall be included in the in-camera session of a regular Board meeting for the Board's perusal upon receiving it.
- 5.11.4 Depending on the nature of the complaint, the Board may:
 - (i) Dismiss the report or complaint as invalid.
 - (ii) Request legal opinion regarding the report or complaint.

- (iii) Request that legal counsel investigate the complaint and report to the Board through the Chairperson (or in the case of perceived wrongdoing by the Chairperson, through the Vice-Chair or Past-Chair).

5.11.5 If the complaint is determined to be valid by the majority of the Board or through independent legal advice, the Board may impose sanctions, defining the specific action to be taken by a motion.

5.12 Sanctions

The Board may impose sanctions on a Representative of the Commission who contravenes the Commission's Code of Conduct in the following forms:

- A letter of reprimand.
- Requesting a letter of apology.
- Requesting to attend training.
- Suspension or removal of the Chairperson or Vice-Chair as official spokesperson for the Board.
- Suspension or removal from some or all Board committees and bodies to which Board has the right to appoint members.
- Restricting the privileges of attending conferences and workshops at the Commission's expense.
- Reduction or suspension of remuneration as the Board may deem appropriate.

SECTION 6: MEETINGS OF BOARD

6.1 Place of Meetings

Meetings of the Board or any Board-approved committee may be held at any place within the Region.

6.2 Regular Meetings

Regular monthly Board meetings shall be held the 4th Thursday of each month at 9:00 am with an in-camera (closed) session included, if required. No notice shall be required for any of such regular meetings other than the expected start time of the public (open) session shall be posted on the website upon approval of the agenda by the Chair. A single regular meeting date can be changed at the discretion of the Chair with notice and pertinent information being provided on the website as soon as possible after the schedule change is made.

Notwithstanding the previous paragraph, in accordance with *General Regulation*, NB Reg 2012-109 under the Act, the Board shall meet a minimum of four (4) times per year.

6.3 Special Meetings

6.3.1 The Chairperson may, at any time, summon a special meeting.

- 6.3.2 In accordance with *General Regulation*, NB Reg 2012-109 under the Act, at the request of any director of the Board, a special meeting may be called by the Chairperson, or in the absence of the Chairperson, the Vice-Chair.
- 6.3.3 The CEO shall issue notice of the time and place of a special meeting to each director not less than 2 business days, excluding the date of delivery of the notice but including the date of the special meeting. The special meeting notice shall specify the business to be transacted thereat.
- 6.3.4 In case the office of Chairperson, Vice Chair, or director becomes vacant, the CEO may summon a special meeting of the Board for the purpose of selection of a new Chairperson, Vice-Chair, directors, or the declaration of such vacancy at least one (1) day before the meeting.

6.4 Participation by Electronic Means

- 6.4.1 A director shall be permitted to attend a meeting using electronic communication, subject to the provisions of the Act and this bylaw, if that location is able to support its use and it allows director to hear and speak to each other and, in the case of a meeting that is open to the public, allows the public to hear the director.
- 6.4.2 A director who intends to participate in a meeting in the manner referred to in this Section shall provide sufficient notice to the CEO to ensure that the relevant materials may be sent to the director and to ensure that the appropriate electronic means of communication are available and, if applicable, that the public notice referred to in this Section is given.
- 6.4.3 A director who participates in a meeting closed to the public in the manner referred to in this Section shall, at the beginning of the meeting, confirm that they are alone.
- 6.4.4 A director who participates in a meeting in the manner referred to in this Section shall be deemed to be present at the meeting for whatever period of time the connection via electronic communications remains active.
- 6.4.5 If a Board meeting or a Board committee meeting is open to the public, use of an electronic means of communication is permitted only if a notice of the meeting is given to the public that includes the following information:
- (i) a statement that an electronic means of communication will be used at the meeting; and
 - (ii) the location where the public may see or hear the meeting.
- 6.4.6 The Chairperson shall announce to those in attendance at the meeting that a director is attending the meeting by means of electronic communication.
- 6.4.7 When a vote is called, directors attending the meeting by means of electronic communication shall be asked to state their vote only after all other directors present at the meeting have cast their votes.

6.5 Cancellation of Meetings

If the Chairperson is of the opinion that quorum will likely not be met at a meeting of the Board, it is the prerogative of the Chairperson to cancel that meeting and shall ensure that notification is given to all directors of their decision. The cancelled meeting shall be rescheduled as soon as is practical.

6.6 Annual Meeting, Election of Officers, Appointment of Auditor

- 6.6.1 The Board shall hold an Annual Meeting no later than the 30th day of May in each year, at which time a report governing the previous calendar year's activities of the Commission shall be presented, together with an audited financial report and such other information as required by Regulation.
- 6.6.2 Notice and an invitation to attend shall be extended to the public, all Members, municipal councillors, and other interested parties.
- 6.6.3 During the Annual Meeting the Board shall i) elect from Board the officers of the Commission; and ii) appoint the financial auditor of the Commission for the following year.

6.7 Quorum

No business shall be transacted at a meeting of the Board unless a quorum of the Board is present and entitled to vote. A quorum at any meeting of the Board shall be a majority of the directors.

6.8 Voting

- 6.8.1 Voting procedures and requirements are defined in Section 14 of *General Regulation*, NB Reg 2012-109 under the Act.
- 6.8.2 The Act identifies two categories of motions and voting requirements for each category:
 - (i) Section 9.1 of the Act outlines specific matters that must be decided using a one vote per director formula, and the number of votes required for the resolution to be adopted.
 - (ii) Section 9.2 of the Act outlines specific matters that must be decided using a weighted voting formula, and the number of votes required for the resolution to be adopted.
- 6.8.3 In a vote on any motion, including motions requiring a double two-thirds vote, all members of the Commission who are present, including the Chairperson, shall cast their vote. A director who is present and who does not vote, for any reason, shall be deemed to have voted in favour of the motion.
- 6.8.4 A director shall not be entitled to vote by proxy at a meeting of the Board.

6.9 Public Access to Board Meetings

With respect to public access to Board meetings, all regular and special meetings of the Board shall be open to the public in accordance with section 13 of the *General Regulation*, NB Reg 2012-109 under the Act.

Notwithstanding the forgoing, in-camera or closed meetings of the Commission as contemplated by Section 68(1) of the Act shall not be open to the public. The public may be excluded from any meeting of the Commission for improper conduct as determined by the Chairperson.

SECTION 7: MEETING PROCEDURE

7.1 Rules of Debate

In the event a question relating to procedure arises, **Roberts Rules of Order, Revised**, shall govern the Commission, the Board and all appointed committees, in all procedural matters not otherwise covered by this or any other bylaw of the Commission, or by the Act or Regulations.

7.2 Call to Order

As soon after the hour of meeting as a quorum is present, the Chairperson shall take the chair and call the directors to order.

7.3 Absence of Chairperson

In case the Chairperson, Vice-Chairperson, and Past-Chairperson are absent, the CEO shall call the meeting to order and, on a chairperson having been chosen on motion, the Board shall proceed with the business of the meeting.

7.4 Absence of Quorum

Unless there is a quorum within thirty minutes after the time appointed for the meeting of the Board, the Board shall then stand adjourned until such day of meeting as the Chairperson shall then declare.

7.5 Order

7.5.1 Relation of Public to Board

Except by special invitation of the Chairperson or by a two-thirds vote of the Board, no person other than directors of the Board and the Commission Officers having duties to perform shall address the Board without permission of the Board.

7.5.2 Notice to Appear Before the Board

Notice to appear and address the Board is required to be made two weeks prior to the day preceding the Board meeting to the CEO or Secretary unless this notice is otherwise waived by the Board. The approval of the request to appear before the Board will be made by the Chairperson as a process of their duty to approve the agenda for meeting, and will be informed by the recommendation of the CEO.

7.5.3 Preservation of Order

The Chairperson shall preserve order and decorum and decide all questions of order, subject to an appeal to the Board; and in the absence of the Chairperson and Vice-Chairperson, the presiding officer shall have the same authority.

7.5.4 Rulings on Order

When called upon to decide a point of order, procedure, or practice, the Chairperson shall state the question without unnecessary comment and shall forthwith announce his or her decision citing any rule or authority they may deem necessary.

7.5.5 Chairperson Entering Debate

If the Chairperson desires to leave the chair for the purpose of taking part in the debate or for any other purpose, they shall call on the Vice-Chair. If the Vice-Chair is not present, they shall call on the Past-Chair. If the Past-Chair is not present, a director of the Board can be called on to preside until the Chairperson resumes the chair.

7.5.6 Public Presentations

Any person intending to make a public presentation to the Board shall provide a copy to the Chief Executive Officer or an authorized agent thereof no less than 4 business days prior to the start of the meeting in which the presentation is to be made. Unless otherwise agreed to by the Chairperson, oral presentations shall be limited to ten (10) minutes.

SECTION 8: ADMINISTRATION

8.1 Registered Office

10 Crane Mountain Road
Saint John, New Brunswick, E2M 7T8

The Board may, by resolution, change the address of the registered office of the Commission.

8.2 Fiscal Year

The fiscal year of the Commission is the calendar year.

8.3 Execution of Documents

8.3.1 Instruments in writing requiring execution by the Commission shall be signed on behalf of the Commission by any two of the following: the Chairperson, the Vice-Chair, the Past-Chair, the CEO or another staff designated by the Board, one of whom must be the CEO or another staff designated by the Board. All instruments in writing so signed shall be binding upon the Commission without any further authorization or formality. The Board may from time to time, by resolution, appoint any person on behalf of the Commission to sign instruments in writing.

8.3.2 The Corporate Seal of the Commission shall be affixed to instruments in writing signed as aforesaid by any signing officer authorized to sign the same or at the direction of any such signing officer.

8.3.3 The term “instrument in writing” as used herein shall include banking documents, deeds, contracts, mortgages, hypothecs, charges, conveyances, transfers and assignments of property, real or personal, immovable or movable, agreements, releases, receipts and discharges for the payment of money or other obligations, cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money, conveyances, transfers powers of attorney, bonds, debentures or other securities or any paper writings.

8.4 Banking

The banking business of the Commission shall be transacted with such banks as may from time to time be designated by or under the authority of the Board. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegations of powers as the Board may from time to time prescribe by resolution.

8.5 Corporate Record

The Board shall prepare and maintain, at its registered office or at any other place designated by resolution of the Board, adequate accounting records and records containing minutes of meetings and resolutions of the Board and any committee thereof. The records described in this section shall, at all reasonable times, be open to inspection by the Board and the Public in accordance with the Act and Regulations.

SECTION 9: PROTECTION OF DIRECTORS AND OFFICERS

9.1 Limitation of Liability

Every director and officer of the Board in exercising their powers and discharging their duties shall act honestly and in good faith with a view to the best interest of the Commission and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Subject to the foregoing, no director or officer shall be liable for the acts, receipts, neglects or defaults of any other director, officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Commission through the insufficiency or deficiency of title to any property acquired for or on behalf of the Commission or for the insufficiency or deficiency of any security in or on which any of the moneys of the Commission shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the moneys, securities or effects of the Commission shall be deposited, or for any loss occasioned by any error of judgment or oversight on his/her part, or for any other loss, damage or misfortune which shall happen in the execution of the duties of his/her office or in relation thereto; provided that nothing herein shall relieve any director or officer from the duty to act in accordance with the Act or from liability for any breach thereof.

9.2 Indemnity

The Commission shall indemnify a director or officer, a former director or officer, and their heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the person in respect of any civil, criminal or administrative action or proceeding to which they are made a party by reason of being or having been a member or officer of the Commission, if:

- (i) the person acted honestly and in good faith with a view to the best interests of the Commission; and
- (ii) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the person had reasonable grounds for believing that their conduct was lawful. Nothing in this bylaw shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of this bylaw.

9.3 Insurance

The Commission may purchase and maintain insurance for the benefit of any person referred to in Section 9.1 against any liability incurred by the person in their capacity as a director or officer of the Commission.

SECTION 10: Directors' and Committee Member Expenses & Remuneration

10.1 Directors' Remuneration

The directors of the Board will receive \$400 per month regardless of whether a meeting has been held, or their attendance at the meetings.

An additional \$200 per meeting of the directors of the Board shall be provided to the Chair, in addition to existing commitments.

10.2 Directors' and Committee Member Expenses

The directors of the Board, as well as committee members, shall be reimbursed for their out-of-pocket expenses incurred in attending Commission or committee meetings, or otherwise in respect of the performance by them of their duties in accordance with this Section.

10.3 Remuneration for Committee Meetings

10.3.1 The directors of the Board will receive \$100 per approved committee meeting in addition to applicable expenses as determined by the Commission.

10.3.2 Committee Chairs for standing committees defined in Section 4.6 will receive \$100 per month, in addition to existing *per diem* commitments.

10.3.3 Committee members who are representatives of the public and of not-for-profits (or equivalent) will be paid \$100 per approved committee meeting plus applicable expenses incurred in attending committee meetings, defined herein as the private vehicle kilometre allowance, directly appurtenant parking fees, or local public transit fares.

10.3.4 Member community or government representatives who are attending as part of their employment are not eligible for additional payment or expenses.

10.3.5 Invited guests of the Committee are not eligible for payment but will be eligible for applicable expenses as determined by the Commission.

10.3.6 Alternates will receive payment equivalent to the member they are replacing, only if that member is not in attendance.

10.4 Executive Committee Meeting Remuneration

An additional \$100 per FRSC Executive Committee meeting will be provided to the Past-Chair, Vice-Chair, and Chair, in addition to existing *per diem* commitments.

10.5 Allowable Travel Expenses

10.5.1 On approved travel, expenses for public transportation, taxi, ferry, bridge, road tolls, and parking charges are reimbursable. Taxi use should be confined to short trips where public, or shuttle transportation is unsuitable.

10.5.2 When, by reason of approved work-related travel, the Representative of the Commission is removed from the normal or usual pattern of taking meals, they are eligible for the following meal allowances:

(i) Full Day Travel

The meal allowances will be tied to the CRA Directive on Travel, Appendix B: Meals and Allowances. The rates and regulations contained therein, as revised from time to time, will be used as a standard for meal reimbursement.

(ii) Part Day Travel

No reimbursement of meal costs shall be made for meals that i) could normally be taken prior to departure or after return or ii) made when the employee is working according to a pre-established schedule in another location(s) or within an assigned work area.

10.5.3 Expenses, including travel, meals, and incidental costs incurred in connection with attendance at meetings or events that are of personal interest shall not be reimbursed.

10.5.4 Reimbursement for travel, meals, and incidental costs incurred outside of the Region is only payable when applied to travel with prior approval from the CEO.

10.5.5 When using a private vehicle for authorized work-related travel, within or outside of the Region, applicable per kilometre reimbursements will be tied to the CRA reasonable reimbursement rate, thereby revised on an annual basis, and paid at the flat lower rate excluding the 5000 km adjustment rate.

10.6 Conference and Event Attendance

If authorized by the CEO to attend a luncheon, business meeting, conference, convention, or part thereof, a Board member may claim the related expenses. A travel expense claim must indicate the Board-related purpose and the number of persons. This also applies to activities such as monthly meetings of associations for attendance as authorized.

10.6.1 No reimbursement of meals costs shall be made for meals at home prior to departure or after return, or for meals included/provided in the cost of transportation, accommodation, seminars/conferences/training.

10.6.2 Claims shall deduct from the daily/partial day allowances, the allowance amount for the particular meals included in: the conference registration; the cost of the hotel; provided at an event; or, by a carrier.

10.7 Receipts

10.7.1 Receipts must be obtained and submitted to support all travel expenditures. As well all receipts must either have (HST included) or the (HST amount) indicated on the receipt.

10.7.2 The only expenses for which receipts are not required are as follows:

- Parking meter expenses
- Claims for *per diem*
- Claims for private vehicle kilometre allowance

10.7.3 Where the Board or committee member certifies that the receipt was lost, accidentally destroyed, or unobtainable, a personal declaration may replace the receipt.

SECTION 11: INVALIDITY OF PROVISIONS OF THIS BYLAW

The invalidity or unenforceability of any provision of these Bylaws shall not affect the validity or enforceability of the remaining provisions.

SECTION 12: OMISSIONS AND ERRORS

The accidental omission to give any notice to any member, director, officer, member of a committee of the Board or public accountant, or the non-receipt of any notice by any such person where the Commission has provided notice in accordance with the bylaws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

SECTION 13: MEDIATION AND ARBITRATION

Disputes or controversies among members, directors, officers, committee members of the Commission are as much as possible to be resolved in accordance with mediation and/or arbitration as provided in the section on dispute resolution mechanism of this bylaw.

SECTION 14: DISPUTE RESOLUTION MECHANISM

In the event that a dispute or controversy among Members, directors, officers, committee members of the Commission arising out of or related to the bylaws of the Commission, or out of any aspect of the operations of the Commission is not resolved in private meetings between the parties then without prejudice to or in any other way derogating from the rights of the Members, directors, officers, committee members, employees of the Commission as set out in the bylaws of the Commission or the Act, and as an alternative to such person instituting a law suit or legal action, such dispute or controversy shall be settled by a process of dispute resolution as follows:

14.1.1 The dispute or controversy shall first be submitted to a panel of mediators whereby the one party appoints one mediator, the other party (or if applicable the Board of the Commission) appoints one mediator, and the two mediators so appointed

jointly appoint a third mediator. The three mediators will then meet with the parties in question in an attempt to mediate a resolution between the parties.

14.1.2 The number of mediators may be reduced from three to one or two upon agreement of the parties.

14.1.3 If the parties are not successful in resolving the dispute through mediation, then the parties agree that the dispute shall be settled by arbitration before a single arbitrator, who shall not be any one of the mediators referred to above, in accordance with the provincial or territorial legislation governing domestic arbitrations in force in the province or territory where the registered office of the Commission is situated or as otherwise agreed upon by the parties to the dispute. The parties agree that all proceedings relating to arbitration shall be kept confidential and there shall be no disclosure of any kind. The decision of the arbitrator shall be final and binding and shall not be subject to appeal on a question of fact, law or mixed fact and law.

All costs of the mediators appointed in accordance with this section shall be borne equally by the parties to the dispute or the controversy. All costs of the arbitrators appointed in accordance with this section shall be borne by such parties as may be determined by the arbitrators.

SECTION 15: BYLAWS AND EFFECTIVE DATE

These Bylaws shall be effective as of February 22, 2024.

Subject to the Act, the Board may, by resolution, make, amend or repeal any bylaws that regulate the activities or affairs of the Commission. Any such bylaw, amendment or repeal shall be effective from the date of the resolution of the Board.

SCHEDULE "A"

Description of Region 9 and Map

Region 9 is made up of the following areas:

Rural District

Fundy

Local Governments

Fundy-St. Martins (Entity 46)

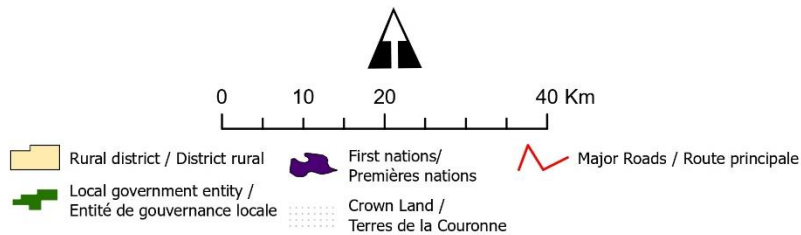
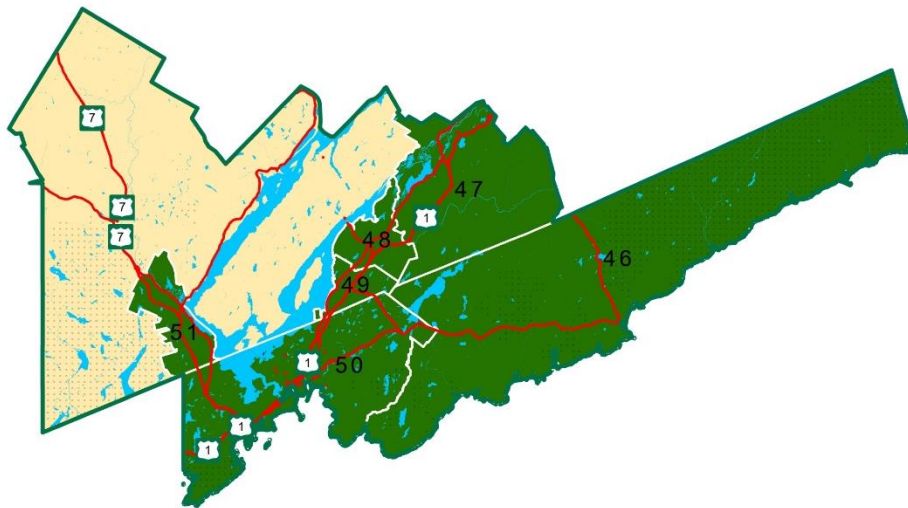
Hampton (Entity 47)

Quispamsis (Entity 48)

Rothesay (Entity 49)

The City of Saint John (Entity 50)

Grand Bay-Westfield (Entity 51)



Map not for legal use and boundaries are subject to change / Cette carte n'est pas destinée à un usage légal et peut faire l'objet de changements

New Brunswick Stereographic Double projection / Projection Stéréographique Double du N.-B.

Jan 28 2022