



Policy:	2.2.3
Approved By:	Trust Council
Approval Date:	December 5, 1992
Amendment Date(s):	March 9, 2022
Policy Holder:	Legislative Services Manager

TRUST COUNCIL RESOLUTIONS WITHOUT MEETING

Background

Section 13 of the *Islands Trust Act* allows Trust Council (TC) to obtain, count votes and pass or defeat resolutions on Council or committee issues without the necessity of holding a regular or special meeting. A resolution approved in accordance with Section 13 is as valid as if it had been voted on and passed at a properly called and constituted meeting of the TC. The provisions of this policy also apply to Trust Council's standing and select committees wherever applicable.

Principles

1. It is preferable for most TC resolutions to be voted on at properly called and constituted meetings. However, where an issue is deemed to be urgent (i.e., where the issue in question requires immediate action as a result of unforeseen circumstances and must be dealt with before the next regular meeting of the TC) a Section 13 Resolution Without Meeting (RWM) may be conducted.
2. Section 13 RWMs are for decisions not requiring any discussion or debate by the TC.
3. TC resolutions on issues which may be considered controversial, sensitive, complex or otherwise benefitting from discussion and debate, should be voted on at a properly constituted meeting wherever possible.
4. The Section 13 RWM process is dependent on the timely contribution and response of trustees.

A. Definitions

"Secretary" means the person appointed by Trust Council under Section 17(1)(a) of the *Islands Trust Act* and includes a Deputy Secretary.

"Telecommunication" means communication over a distance and includes electronic mail (email), telephone and facsimile.

B. Policy

1. Legislative Requirements

- 1.1 Approval of a Section 13 RWM is given where a majority of the members of the Trust Council entitled to vote on the resolution inform the Secretary (or their designate) of their approval in person or by telecommunication.

- 1.2 Only for a Trust Council resolution giving first reading or adopting a bylaw, approval is given where 2/3 of the members of Trust Council entitled to vote on the resolution approve the resolution.

2. Issues Where Voting by RWM Is Restricted

- 2.1 The Trust Council cannot vote by RWM in the following cases:
 - 2.1.1 when giving second or third reading to a bylaw; or,
 - 2.1.2 when making a decision on a bylaw referred to it under section 27(3) of the *Islands Trust Act*. This section prescribes that where the Executive Committee returns or refuses to approve a bylaw submitted to it by a Local Trust Committee, the Local Trust Committee may refer the bylaw to Trust Council for approval, and Council cannot make a decision about that bylaw without holding a properly-called and constituted meeting of Trust Council.
- 2.2 If a trustee considers that they are not entitled to participate in a vote pursuant to Section 100(2) of the *Community Charter* (regarding a perceived conflict of interest), the trustee must make a declaration using the "Section 100(2) *Community Charter* Declaration" form (Attachment 3 to the Procedures for Trust Council Section 13 Resolutions Without Meeting), giving the general reason(s) and must withdraw from voting. The completed declaration form must be submitted to the Secretary.

3. Conduct of the Vote

- 3.1 All members of TC will be given simultaneous notice of a Section 13 RWM and any trustee may request to receive relevant background information on the subject of the resolution where available.
- 3.2 The TC Chair will call for the vote on a Section 13 RWM that has been moved and seconded, and members will be entitled to vote on the resolution.
- 3.3 The TC Chair should not vote on the Section 13 RWM prior to the "Conducting of the Vote" phase.
- 3.4 A trustee may vote either "in favour", "opposed", or abstain from voting. Legislation regulates that an abstention vote is recorded in the affirmative ("in favour"), but a notation will be made beside the name of the trustee who abstained.
- 3.5 Any member of the TC may propose to have consideration of a Section 13 RWM postponed until the next regular meeting or a special meeting of the TC where the trustee believes that the motion requires debate and discussion. **Section 4.3.2 -**

RWM to Postpone of the operational procedures for TC Section 13 RWM applies in this instance.

- 3.6 Whenever possible, the TC Chair should allow other trustees the opportunity to move and second Section 13 RWMs. An exception would be where the Section 13 RWM is being put forward by the Chair.

4. Results of the Vote

- 4.1 Once the vote has been conducted, and the vote received by the Secretary, the TC Chair will declare the vote to be carried or defeated in accordance with the results. The TC members are notified of the results of the vote. The vote is recorded as a Section 13 RWM of the TC.

- 4.2 A report on each completed Section 13 RWM will be placed on the agenda of the next regular open or closed TC meeting and recorded in the minutes of that meeting.

C. Legislated References

Islands Trust Act: Section 13

Community Charter: Section 100

D. Links to Supporting Forms, Documents, Websites, Related Policies and Procedures

Operational Procedures for Trust Council Section 13 Resolutions Without Meeting