

**GREATER TORONTO TRANSPORTATION AUTHORITY  
(the “Corporation”)**

**BY-LAW NO. 4**

**A BY-LAW RELATING TO PROCEDURAL MATTERS**

**Be it ENACTED** as a by-law of the Greater Toronto Transportation Authority as follows:

**ARTICLE 1  
INTERPRETATION**

**Section 1.1 Definitions.**

In the By-laws of the Corporation, unless the context otherwise requires:

“**Board**” means the board of Directors of the Corporation;

“**By-laws**” means this by-law and all other by-laws of the Corporation that may be passed from time to time;

“**Capital Plan**” means the rolling five-year capital plan for the Regional Transportation Area to be included in the RTP as required by section 6(2)(j) of the GTTA Act;

“**Chair**” means the Chair of the Corporation designated pursuant to section 10 of the GTTA Act, and in respect to a Committee, means the chair of the Committee;

“**Committee**” means an advisory or other committee, subcommittee, or similar group established by the Board or the Corporation;

“**Corporation**” means the Greater Toronto Transportation Authority (carrying on business as Metrolinx) established by the GTTA Act;

“**Delegation**” means a person or a group, association, corporation or other entity as represented by one (1) person;

“**Director**” means a Director of the Corporation appointed pursuant to section 9 of the GTTA Act;

“**Forum**” means any meeting between staff or other representatives of the Corporation and members of the public including, but not limited to, invitational meetings, public meetings, special public meetings established under Section 5.8 of this By-Law, or other forum(s) organized by the Corporation from time to time for the purposes of conducting public consultations on the RTP, Investment Strategy, Capital Plan or any other matter relating to the business or operations of the Corporation;

“**GTTA Act**” means the *Greater Toronto Transportation Authority Act, 2006*, S.O. 2006, c. 16;

**“Investment Strategy”** means the investment strategy to be included in the RTP as required by section 6(2)(k) of the GTTA Act;

**“Meeting”** means any regular, special or other meeting of the Board or a Committee;

**“Member”** means any one of the Directors of the Corporation and, in relation to a Committee, any person appointed or elected to that Committee;

**“Motion”** means a formal proposal before the Board requesting that the Board take certain action;

**“Regional Transportation Area”** means the area that includes the geographic areas of the City of Toronto, the City of Hamilton, The Regional Municipality of Durham, The Regional Municipality of Halton, The Regional Municipality of Peel and The Regional Municipality of York and any additional area prescribed pursuant to the GTTA Act; and

**“Regional Transportation Plan”** or **“RTP”** means a transportation plan to be prepared by the Corporation for the Regional Transportation Area.

- 1.01 Unless defined in this by-law, words and expressions used in this by-law have the meaning ascribed to them in the GTTA Act.
- 1.02 Words importing the singular number include the plural and vice versa; words importing gender include the masculine, feminine and neuter genders; and words importing a person include an individual, sole proprietorship, partnership, unincorporated association, unincorporated syndicate, unincorporated organization, trust, body corporate, and a natural person in his or her capacity as trustee, executor, administrator, or other legal representative.

## **Section 1.2 Interpretation**

This By-law constitutes the Board approved process for public input contemplated by paragraph 8 of the Corporation’s Open Board Meetings Policy GP-07-001.

## **ARTICLE 2 GENERAL MATTERS**

### **Section 2.1 Purpose**

The purpose of this By-law is to codify certain procedural matters pertaining to the conduct of Meetings and to public Delegations in order to promote transparency, efficacy and efficiency in such circumstances.

### **Section 2.2 Conflict**

If there is a conflict between this By-law, the other By-laws and the GTTA Act, the following will prevail in order of precedence: the GTTA Act, the other By-Laws of the

Corporation, and this By-Law. If there is a conflict between two or more rules in this By-law, or if there is no specific rule, the Chair will rule on the order of precedence.

### **Section 2.3 Parliamentary Procedure**

The Chair may use Board practices and former decisions, including previous Chair rulings, in applying this By-law. In addition, in making any ruling the Chair may refer to **Robert's Rules of Order**.

### **Section 2.4 Waiver**

The Board may, in its sole discretion, waive any of the requirements of this By-Law at any Meeting.

## **ARTICLE 3 RULES OF SPEAKING**

### **Section 3.1 Recognition**

All matters presented at Meetings shall be open for discussion by the Members. In order to ensure fairness and enable participation by all Members, a Member shall not speak until recognized by the Chair. In order to be recognized, the Member shall raise his/her hand and wait to be recognized by the Chair.

### **Section 3.2 Order of Speakers**

Where more than one Member seeks to speak on a matter before the Board or the Committee, as the case may be, the Chair shall maintain a list of such Members recognized in accordance with section 3.1. The Chair shall call on each Member to speak in the order set out on the Chair's list.

### **Section 3.3 Questions and Comments Directed to Chair**

When a Member has been called by the Chair in accordance with section 3.1 or 3.2, the Member shall direct his/her question or comment to the Chair and speak only to the matter under discussion.

### **Section 3.4 Opportunity to Speak**

Each Member shall be permitted an opportunity to speak to matters before the Board or Committee in accordance with this By-law. When a Member is speaking no other Member shall interrupt except to raise a point of personal privilege or point of order.

### **Section 3.5 Request to Read Motion**

Any Member may require that the question or Motion under discussion be read at any time during the debate.

### **Section 3.6 Clarifications**

Except in those circumstances requiring an explanation of a material part of a Member's question or comment which may have been misunderstood, a Member shall speak only once on the matter at hand until every Member who wishes to speak has done so.

## **ARTICLE 4 RULES OF PROCEDURE**

### **Section 4.1**

A Member may make a Motion that:

- (a) affects the Meeting's procedures, as set out in this By-law; or
- (b) takes action on the matter that is currently before the Board or Committee for debate.

### **Section 4.2**

Motions made by a Member must be concise and unambiguous. A Member makes his or her Motion by stating it before the Motion at hand is put to a vote.

### **Section 4.3**

All Motions made in accordance with Sections 4.1 and 4.2 must be read or stated by the Chair. Thereafter, a Motion shall be deemed to be in the possession of the Board or Committee, as the case may be, but may be withdrawn by the originator at any time before a decision or amendment.

### **Section 4.4**

The following Motions are not in order:

- (a) a Motion that breaches this By-Law;
- (b) a Motion not germane to a matter being deliberated by the Board or Committee; or
- (c) a Motion on a matter beyond the Board or Committee's authority.

### **Section 4.5**

Schedule 1 forms part of this By-law and shall describe the form and standard descriptive characteristics of Motions commonly used by the Board and its Committees.

## **ARTICLE 5 PUBLIC DELEGATIONS**

### **Section 5.1 Principles of Public Participation**

Metrolinx has committed to an innovative, inclusive approach to a consultation process encouraging strong public interest and participation in shaping the transportation future of the Regional Transportation Area. These principles are supported by the GTTA Act and in the development of the RTP, Investment Strategy and Capital Plan. Participation is available through written submissions to the Chair or CEO, electronic submissions on the Corporation's website, meetings with the Corporation's staff, public meetings, or presentations in accordance with the procedures of this By-Law.

### **Section 5.2 Forums**

Where it is determined by the Corporation that a Delegation:

- a) wishes to make submissions to the Corporation in accordance with this By-Law, and
- b) there exists a Board-approved process or Forum related to the subject matter of that Delegation's proposed submission,

the Corporation shall advise the Delegation of the opportunity to participate in that process or Forum for the purposes of making its submission.

### **Section 5.3 Application for Presentation**

Notwithstanding section 5.2, a Delegation wishing to make submissions by way of an oral presentation to the Board may submit an application in writing to the Office of the Corporate Secretary, which application must:

- a) Include the name and contact information, including phone number, facsimile number or electronic mail address, of the delegation seeking to make the presentation;
- b) Include a brief synopsis of the nature of the matter to be presented. Delegations shall provide sufficient information to further the Board's understanding of the matter to be presented;
- c) Include a brief description of the action the Delegation wishes the Board to take;
- d) Include a copy of the written materials, if any, to be submitted to the Corporation at the time of presentation;
- e) Not be defamatory, contain offensive language, or be personally critical of any individual member of the Board; and

- f) If possible, indicate the Board Meeting at which the Delegation proposes to appear.

An application for presentation shall be in the form attached as Schedule 2 and may be transmitted by mail, hand-delivery, facsimile or electronic mail and may only consist of documents in printed form in order that the information may be reproduced and distributed in a timely fashion. Applications must be submitted before 9:00 a.m. on the day prior to the Board Meeting.

All communications in respect of an application for presentation or otherwise are part of the public record, unless the author of the communication requests the removal of his or her personal information when submitting it, or the Corporation determines the personal information contravenes the Corporation's privacy policy and the privacy legislation to which the Corporation must comply.

#### **Section 5.4 Evaluation and Scheduling**

The Office of the Corporate Secretary shall review applications and submissions under sections 5.3 and, where relevant, advise the Delegation on any matters which are incomplete in accordance with Section 5.3.

#### **Section 5.5 Appearance at a Meeting of the Board**

**Subject to Section 5.6**, the Board shall reserve the first thirty (30) minutes of a regular meeting of the Board of Directors for the purposes of receiving Delegations submitted to the Office of the Corporate Secretary in accordance with Section 5.3.

Once the business of the Board has commenced, no further Delegations shall be received by the Board at that time.

#### **Section 5.6 Appearance at a Meeting**

In addition to those other rules that may be applicable under this By-law the following procedural rules shall apply to Delegations appearing at a Meeting:

- a) Prior to the Delegations' presentations at any meeting, each Delegation must be authorized by the Board by way of resolution
- b) Delegations must be germane to a matter on a Meeting agenda. No member of the public other than the Delegation may speak at Meetings. Delegations are limited to a maximum of 5 minutes.
- c) After completion of the Delegation's presentation, the Delegation may respond to questions from the Members.
- d) In no event shall the question and answer period following the Delegation's presentation exceed five (5) minutes. Deputations are not a forum for debate

between deputants and Directors but are to be used as an opportunity for sharing information and clarifying issues.

- e) in the interests of hearing a full range of opinions, the Chair may direct related or repetitive delegations to select a common presenter.
- f) Where the number of applications exceeds the time allotted by the Board to receive public input, a maximum of two presentations on each agenda item or issue will be received. The Corporate Secretary will attempt to provide a balance of perspectives on the action being requested of the Board on a specific agenda item or issue.
- g) Where the number of applicants exceeds the time allotted to receiving public input, the applicants that are not accepted will be invited to submit written input to the Board.
- h) Where circumstances warrant, the Board, in its sole discretion, may extend the length of time allotted to receiving public input.

### **Section 5.7 Prioritizations**

Applications to provide input to the Board will be prioritized in accordance with the following process:

- a) Those individuals or organizations speaking on an agenda item to be considered at the Meeting will be received first, in accordance with the order of items appearing in the agenda. Priority will be given to those individuals or organizations that have not previously addressed the board on the agenda item of interest.
- b) Representatives, other than the designated speaker of an organization that has already been heard at the meeting, will be received next in the order in which they register with the Corporate Secretary, if time permits within the time allotted by the board to receiving public input.

### **Section 5.8 Special Public Meetings**

Where the Board deems a matter to be of sufficient public interest and importance, it may from time to time create a task force composed of no less than two Board members and as many additional Board members who choose to participate for the purpose of hearing Delegations on the matter in question. Any task force so created shall conduct meetings and consultations in such manner as it deems fit and shall subsequently report back to the Board on the results of such consultations.

The appearance of Delegations before a task force in accordance with this Section 5.8 shall be governed by Sections 5.6 and 5.7 of this By-Law.

**ARTICLE 6  
RULES OF DECORUM**

**Section 6.1 Rules of Decorum**

Delegations and all other persons present at a Forum or Meeting, must:

- a) Maintain order and not display signs or placards, heckle or engage in telephone or other conversation or any behaviour that may be considered disruptive;
- b) All cell phones and electronic devices shall be turned off and/or set to silent mode during a Forum or Meeting;
- c) Not speak disrespectfully about or to anyone;
- d) Not use offensive language;
- e) In the case of a Delegation speak only about the subject described in the application for presentation submitted under Section 5.3 of this By-law; and
- f) Comply with the requirements of this By-law and, where applicable, any rulings of the Chair at the Meeting.

The Chair, or in the case of a Forum, Corporation staff or representatives, may end a Delegation's presentation if there is disorder or failure to follow this By-law, and may require that the Delegation making the presentation and/or other persons present at the Forum leave the meeting.

**ARTICLE 7  
EFFECTIVE DATE**

**Section 7.1 Effective Date.**

This by-law shall come into force on the date of its confirmation by the Directors.

**APPROVED** by the Board the \_\_\_\_\_ day of \_\_\_\_\_, 2008.

\_\_\_\_\_  
Chair

\_\_\_\_\_  
Secretary

# Corporate Seal

**GREATER TORONTO TRANSPORTATION AUTHORITY  
BY-LAW NO. 4**

**SCHEDULE 1  
COMMON MOTIONS**

**A.1. Motion to Adjourn**

1.1 A Motion to adjourn:

- a) is always in order except as provided by this by-law.
- b) is not debatable.
- c) is not amendable.
- d) is not in order when a Director is speaking or during the verification of a vote.

1.2 A Motion to adjourn without qualification, if carried, brings a Meeting to an end.

1.3 A Motion to adjourn to a specific time, or to reconvene upon the happening of a specified event, suspends a Meeting to continue at such time.

**A.2. Point of Personal Privilege**

2.1 When a Director considers that his/her integrity or the integrity of the Board or Committee has been impugned, the Director may, as a matter of personal privilege and with the leave of the Chair, draw the attention of the Board or Committee, as the case may be, to the matter by way of a point of personal privilege. When a point of personal privilege is raised, it shall be considered and decided by the Chair immediately. The decision of the Chair on a point of privilege may be appealed to the Board.

**A.3. Motion to Postpone**

3.1 A Motion to postpone definitely (to a fixed time or date):

- a) is debatable, but only as to whether a matter should be postponed and to what time.
- b) is amendable as to time and/or date.
- c) shall have precedence over the motions to refer, to amend, and to postpone indefinitely.

**A.4. Motion to Refer (to Committee or Staff)**

4.1 A Motion to refer:

- a) is debatable.
- b) is amendable.

- c) shall take precedence over all amendments of the main question and any motion to postpone indefinitely, to postpone definitely or to table the question.

#### **A.5. Motion to Amend**

5.1 A Motion to amend:

- a) is debatable.
- b) is amendable.
- c) shall be relevant and not contrary to the principle of the report or Motion under consideration.
- d) may propose a separate and distinct disposition of a question provided that such altered disposition continues to relate to the same issue which was the subject matter of the question.

5.2 Only one Motion to amend an amendment to the question shall be allowed at one time and any further amendment must be to the main question.

#### **A.6. Motion to Postpone Indefinitely**

6.1 A Motion to postpone indefinitely:

- a) is debatable, and debate may go into the merits of the main question, which effectively stops a Motion and avoids a direct vote on the question.
- b) is not amendable.

#### **A.7. Point of Order**

7.1 The Chair shall decide all points of order. When a Director wishes to raise a point of order, the Director shall ask leave of the Chair and after leave is granted, the Director shall state the point of order to the Chair/Committee Chair, after which the Chair shall decide on the point of order. Thereafter, the Director shall only address the Chair for the purpose of appealing the decision to the Board. If the Director does not appeal, the decision of the Chair shall be final. If the Director appeals to the Board, the Board shall decide the question without debate and the decision shall be final.

#### **A.8. Motion to Waive the Rules**

8.1 A Motion to waive the rules:

- a) is not debatable.
- b) is not amendable.
- c) takes precedence over any Motion if it is for a purpose connected with that Motion and yields to a Motion to table.

## **A.9. Motion to Reconsider**

- 9.1 A Motion to reconsider a Board decision:
  - a) is debatable.
  - b) is not amendable.
  - c) requires a majority vote approved by at least two-thirds of the Directors present, regardless of the vote necessary to adopt the motion being reconsidered.
- 9.2 The mover of a Motion to reconsider shall specify whether the reconsideration will address the entire original Motion or part of the original Motion.
- 9.3 If a Motion to reconsider is approved, reconsideration shall become the next order of business, unless the Motion to reconsider calls for a future definite date to consider the item.
- 9.4 The debate on the original Motion or part of the original Motion shall proceed as though it had never previously been voted on. To clarify, a simple majority vote will carry the item.

## Schedule 2

### Application Form

This form must be submitted no later than 9:00 a.m. the business day prior to the scheduled meeting.

Personal information collected on this form will be used to process your application to make a presentation to the Metrolinx Board of Directors and to follow up with you should there be any changes. Your name, affiliation and topic you wish to speak to will form part of the agenda and will be provided to the Board at the beginning of the meeting and to the media upon request.

\*Required

\* First Name \_\_\_\_\_  
\* Last Name \_\_\_\_\_  
Company \_\_\_\_\_  
Address \_\_\_\_\_  
\* Email \_\_\_\_\_  
\* Telephone \_\_\_\_\_  
(nnn-nnn-nnnn)

\*I wish to speak before the Metrolinx Board regarding:

---

---

*350 characters max*

The meeting at which I wish to speak to the Metrolinx Board is \_\_\_\_\_, 200\_\_ (complete if possible):

---

---

\*The specific action I want the Metrolinx Board to take is:

---

---

\* The following is a description of attachment(s) to this application, if any:

---

---