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## The Corporation of the Municipality of Clarington By-law 2025-061

Being a By-law to establish a Municipal Service Board to operate the Newcastle Memorial Arena and to repeal By-law 2008-037.

Whereas Section 196 of the Municipal Act, 2001 authorizes a municipality to establish a Municipal Service Board;

And whereas Section 198 of the Municipal Act, 2001 provides that a municipality may give a Municipal Service Board the control and management of such services and activities of the municipality as the municipality considers appropriate and shall do so by delegating the powers and duties of the municipality to the Board;

And whereas Council approved Report LGS-037-25 on November 17, 2025, to re-establish the Newcastle Memorial Arena Board as a Municipal Service Board;

Now therefore the Council of the Corporation of the Municipality of Clarington enacts as follows:

### **Definitions**

1. "Newcastle Memorial Arena" means the property located at 103 Caroline Street West, Newcastle, Ontario, and includes the arena building interior and adjacent parking lot.

### **Delegation**

2. In accordance with section 196 of the Municipal Act, 2001, as amended, a municipal service board is hereby established under the name of "The Newcastle Memorial Arena Board" (the "Board") and is delegated with the responsibility for control and management of the Newcastle Memorial Arena.

### **Board Mandate and Responsibilities**

3. The Board is responsible for the operation, maintenance, care, and use of the Newcastle Memorial Arena and the cost of all utilities for the Newcastle Memorial Arena.
4. This responsibility includes the safe operation and maintenance of the refrigeration plant in accordance with applicable statutes and regulations.

5. If the Board desires to make any alterations or additions to the Newcastle Memorial Arena, including but not limited to erecting partitions, attaching equipment and installing furnishings, the Board may do so at its own expense, provided that before undertaking any alteration or addition, the Board submits to the Municipality a plan showing the proposed alterations or additions and the Board shall not proceed to make any alteration or addition unless the Director of Community Services or designate has approved the Plan. All alterations and additions made by or on behalf of the Board shall immediately become property of the Municipality without compensation to the Board. The Municipality shall not unreasonably or arbitrarily withhold approval.
6. The Board shall promptly notify the Municipality of any accident, defect, damage, or deficiency in or on any part of the Newcastle Memorial Arena which comes to the attention of the Board.
7. It is the Board's responsibility to hire any employees and administer any human resource matters, including payroll to be paid for out of the Board's budget. Any employee of the Board will be considered an employee of the Board and will be subject to the applicable legislation and regulations regarding employment and will not be considered an employee of the Municipality of Clarington under any circumstances.
8. Adopt policies for rules for the use of the arena and for the admission of the public thereto, and for regulating all other matters and things connected with the management thereof.
9. The Board shall always maintain the Newcastle Memorial Arena in an orderly and hygienic condition as determined by the Municipality. The Board shall keep the Newcastle Memorial Arena in a clean condition at its own expense.
10. The Board will also be responsible for winter maintenance, including snow removal, with reimbursement of these costs by the Municipality.
11. The Board shall be responsible for such day-to-day repair and maintenance of the Newcastle Memorial Arena as are proper or necessary to keep the arena clean and in good condition. For state-of-good repair needs beyond this, the Board should notify the municipal staff designated, by submitting on-line service requests.
12. The Board, with the Municipality's support, shall ensure compliance to relevant codes, regulations and industry best practices related to the safe operation of a public facility including but not limited to; the Occupiers Liability Act, Technical Safety Standards Association (TSSA) Ontario Human Rights Code.
13. The Board will ensure monitoring systems are functional, not bypassed, and any alarms or issues are reported to the Municipality. This includes but is not limited to the fire alarm system, intrusion, and air contaminant monitors (ex.CO2, Ammonia).

14. The Board shall ensure building life safety systems are functional and in a state of good repair including monthly verification and documentation of fire extinguishers and automated external defibrillator (AED) testing.

### **Municipality Responsibilities**

15. The Municipality shall retain responsibility for structural repairs or replacements to the roof, foundation or load bearing walls, building envelope and/or the mechanical equipment associated with the Newcastle Memorial Arena. The Municipality retains absolute and sole discretion for decisions relating to such repairs or replacements, and all capital expenditures shall require budgetary approval by the Municipality.
16. The Municipality shall be responsible for grass cutting, including tree pruning on this property.
17. The municipality is responsible for the provision and repair of building life safety systems including fire alarm and suppression systems, and the automated external defibrillator (AED) unit.

### **Board Composition**

18. The Board shall be comprised of the following eight voting members, appointed by Council:
- Seven citizen members; and
  - 1 Member of Council.
19. Board tasks can take place using voting members and volunteers, without creating a subcommittee or working group.
20. The Public Services Department of the Municipality shall assign a representative who will act as a Staff Liaison to the Board and notify the chair of the Board as required. As the Municipal Staff Liaison, this individual will attend Board meetings as a non-voting resource person when requested.

### **Board Member Qualifications**

21. To be eligible to serve, a Board member must be a resident of the Municipality of Clarington.

**Term Length**

22. Board membership shall run concurrent with the term of Council (4 years) or until their successor is appointed.
23. In accordance with Section 196(4) of the Municipal Act, the members of the Board are eligible for appointment for more than one term.

**Remuneration**

24. Board members serve on a voluntary basis and do not receive any form of remuneration.

**Election of Positions on the Board**

25. The Board shall elect a Chair, Vice-Chair, Treasurer, and Secretary annually, from among its voting membership. Members of Council sitting on the Board are not eligible to fill the position of Chair or Vice-Chair, except as Election Chair, as outlined in this By-law.
26. Before the election of Chair, a Council member shall be the Election Chair during the election portion of the meeting. Once the Chair is elected, they may take the Chair and conduct the other elections and the remainder of the meeting. See Schedule A for the Election Process.
27. If any of the elected positions become vacant, a new election shall be held for that position for the duration of the year. If the Vice-Chair becomes vacant, the Chair may appoint a member of the Board as Interim Vice-Chair until a new Vice-Chair can be elected. The elections, when required, will be held at the next meeting of the Board in accordance with the process set out in Schedule A.

**Conduct of Board Members**

28. Each member of the Board shall have one vote.
29. The Chair, or a spokesperson/member appointed by the Board, may speak on behalf of the Board to Council or the public. Other members shall not act, or speak, on behalf of the Board without prior approval of the Board.
30. The Board, or its members, shall not issue petitions, resolutions, or position papers on behalf of the Board unless specifically authorized by Council resolution.
31. The Board, and its members, shall also not act outside of the mandate of the Board. Should the Board wish to comment on an issue that is within the mandate of another Council committee or Board, the Chair shall consult with the responsible Staff Liaison(s) and the Chair of the other committee or Board.
32. The Board, by resolution, may request that Council remove a Member from the Board, by providing a brief explanation of the request within a recommendation in the Board's minutes (which may include closed session.)

**Absences**

33. Members unable to attend a Board meeting shall notify the Chair at least 24 hours in advance of the meeting.
34. If a member is absent for three consecutive meetings, the Board, by resolution, and having regard for any personal, medical, or extenuating circumstances, may request that Council remove the Member, including a Member of Council, from the Board.
35. Members unable to attend a meeting cannot send an alternate.

**Resignations**

36. Members who wish to resign shall notify the Chair, and the Municipal Clerk, in writing, of the resignation. The Chair shall notify, either by email, or on an agenda, the other members of the resignation but shall not give details of the resignation other than timing.
37. Council may appoint new members to the Board to fill any vacancies, as required, in accordance with Clarington's "Appointment to Boards and Committee's Policy".

**Chair and Vice-Chair**

38. It shall be the duty of the Chair to:
- a) provide leadership to the Board;
  - b) ensure that the Board carries out its mandate and responsibilities;
  - c) act as the primary liaison between the Board, Council, Clarington Staff and Members of the Public.
  - d) set the meeting dates and agendas items, with input from Members;
  - e) provide information to Members on any matter relating to the business of the Board;
  - f) open the meeting by taking the Chair and calling the members to order;
  - g) announce the business before the Board and the order in which it is to be acted upon;
  - h) receive and submit, in the proper manner, all motions presented by the Members;
  - i) enforce the rules of procedure for meetings of the Board; and
  - j) adjourn the meeting when the business is concluded.

39. The Chair may eject any person, including another Board member, from a meeting if, in the opinion of the Chair, that person is being disruptive or uncivil.

40. If the Chair is temporarily absent, or the position becomes vacant, the Vice-Chair will assume the position and responsibilities of the Chair until a new Chair is elected.

### **Responsibilities and Obligations of Members**

41. A member of the Board shall have the following duties:

- a) to deliberate on, and execute, the mandate and responsibilities of the Board;
- b) to attend meetings and work activities;
- c) to vote when a motion is put to a vote; and
- d) to read, understand, and abide by applicable laws, policies, procedures, and rules, including the Code of Conduct, and any guidelines for the Board.

### **Conflict of Interest**

42. A conflict of interest may arise for Board members when their personal or business interest conflict with the duties and decisions of the Board. The municipal conflict of interest requirements as defined by the Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50 will apply to the Board. A Board member must disclose any potential or perceived conflict of interest and shall remove themselves from the meeting for the duration of the discussion and voting (if any) with respect to that matter.

### **Frequency of Meetings**

43. The Board shall meet a minimum of four times annually.

### **Quorum**

44. Quorum shall be a simple majority of the total number of currently appointed Board members (i.e. 50% plus one). If there is no quorum after 15 minutes of the scheduled start time, the meeting shall be cancelled and/or rescheduled.

### **Land Acknowledgement Statement**

45. In recognition of a necessary first step towards honouring the original occupants of a place, and to recognize the traditional First Nations, Metis and/or Inuit territories of a place, and to commemorate Indigenous peoples' principal kinship to the land. The Land Acknowledgement Statement, that is consistent with the Municipality's statement, shall be read at the beginning of each Board meeting, in accordance with the Land Acknowledgement Guidelines.

## Procedure and Rules

46. A Board of Council is subject to the Clarington Procedural By-law which governs the proceedings of Council and its Committees and Boards, Council Code of Conduct, this By-law, and any other applicable policies and/or procedures.

## Electronic Participation

47. A member of the Board is permitted to participate electronically in a meeting and may be counted in determining whether, or not, a quorum of members is present at any point in time; and

48. For clarity, a member of the Board may also participate electronically in a meeting that is closed to the public, if the meeting is properly held in closed session ( i.e. the deliberations are permitted to be conducted in closed session, moving from open session to closed session, and then rising and reporting, and maintaining minutes of both the closed and open portions of the meeting).

## Open Meetings

49. All Board meetings must be open to the public unless otherwise noted.

50. The Board shall provide at least one week's notice (i.e., an agenda) for a regular or special meeting or 24-hour notice for a rescheduled meeting. Notice will be provided using as many means as possible, including the municipality's website by forwarding the agenda to the Municipal Clerk's Office.

51. The meeting must adhere to [Subsection 239 \(2\), Municipal Act, 2001](#), regarding Closed meetings.

52. In accordance with Section 239 (4) of the *Municipal Act, 2001*, before holding a meeting, or part of a meeting, that is to be closed to the public, a municipality or local board or committee of either of them shall state by resolution:

- a) The fact of the holding of the meeting; and
- b) The general nature of the matter to be considered at the closed meeting.

53. Where a meeting, or part of a meeting, is closed to the public, the Board shall request those persons, not specifically invited to the closed meeting, to vacate the meeting room in which the meeting is being held.

54. A meeting shall not be closed to the public during a vote except where the meeting is a closed meeting permitted or required by statute, and where the vote is for a procedural matter or for giving directions or instructions to employees of the board or persons retained under contract with the board, or officers, employees, or agents of the Municipality.

55. Minutes of the closed session shall be recorded and provided to the Clerk's Office for distribution to Council at their next appropriate meeting.

**Public Participation and Delegations**

56. Members of the public are not permitted to participate in the Board discussions but may appear as a delegation before the Board. Those wishing to appear as a delegation at a Board meeting must advise the Chair or Secretary a minimum of five days before the meeting.

**Agendas and Minutes**

57. The Board shall forward all agendas to the Municipal Clerk's Office one week before the meeting and shall include the following:

- a) Date, time, location, electronic participation details (where applicable);
- b) Land Acknowledgement Statement;
- c) Disclosure of Pecuniary Interest;
- d) Presentations / Delegations
- e) Adoption of Previous Minutes;
- f) Items for Discussion; and
- g) Adjournment.

58. The Board shall report to Council by presenting the unapproved minutes immediately after the minutes are finalized by the Chair. Minutes do not wait to be adopted by the Board first. The draft minutes of all Board meetings shall be reviewed by the Chair and forwarded to the Municipal Clerk's Office for inclusion on the next Council Agenda.

59. Any changes to the minutes at the next Board meeting will be reflected in those meeting minutes and a corrected or changed version of the previous minutes shall be provided to the Municipal Clerk's Office for publication.

60. Minutes shall include:

- a) Date, time, location, and indication of whether electronic participation took place;
- b) Members absent and present;
- c) Land Acknowledgement Statement;
- d) Disclosure of Pecuniary Interest;
- e) Adoption of Previous Minutes;
- f) Presentations / Delegations;

- g) Items and Recommendations Discussed and voted on;
- h) Date, time, and location of next meeting (where applicable/possible); and
- i) Adjournment.

61. Recommendations and decisions reached by the Board must be based on consensus wherever possible. If a consensus cannot be reached and there are different opinions on the issue, the Chair may call for a formal vote by show of hands. Recommendations and decisions will be carried by a simple majority of the voting members present.
62. Only recommendations and decisions that appear in the minutes of the Board can be considered as officially representing the position of the Board.
63. To approve a recommendation from a Board, a Member of Council shall remove it from the consent agenda and put forward a motion to approve the recommendation found within the minutes of the Board meeting.
64. See Schedule B for details on motions and amendments.

### **Relationship with Municipality**

65. The Board will provide information to the Municipality on the operation and management of the Newcastle Memorial Arena and may be required to present a report to Council.
66. The Board may enter into the following agreements, provided they are within budgetary limits,
- a) rental agreements for private events at the Newcastle Memorial Arena; and
  - b) agreements for normal operating or administrative matters.
67. The municipality has the right to use the arena, excluding ice rentals, when available, at no cost, in consultation with the Board. The Municipality will cover any expenses associated with the use of the arena.
68. Except as expressly permitted, the Board shall not enter into any agreement which has the potential to commit funds, oblige or encumber the Municipality, or incur any debt or long-term financial obligation.
69. The Board shall submit their books and records to the Municipality annually for review by the Municipality's auditors and consolidation with the Municipality of Clarington's financial statements.
70. The Board or it's members found not to be following the Terms of Reference may be reported to Council for review and to determine whether the contrary conduct

requires further actions, such as removal of the member or Board. Additionally, the Municipality may dissolve the Board at any time through the repeal of this by-law.

### **Insurance**

71. The Municipality shall provide property and third-party liability insurance coverage in respect of the Newcastle Memorial Arena.
72. The Municipality represents that general commercial liability insurance coverage is provided to the Board, its employees, and volunteers under the terms and conditions Municipality's Master Insurance Policy. The Board or its employees shall forward to the Municipality, appropriate documentation of all claims or potential claims. The Board shall undertake all of its activities in a manner consistent with that of a prudent owner in order to prevent or minimize claims, injuries, or damages, and shall work co-operatively with the Municipality's insurer in the investigation and defense of all claims.

### **Budget**

73. The Board agrees to use all revenue generated for the exclusive purpose of operation and maintenance of the Newcastle Memorial Arena.
74. The Board is responsible for determining eligibility for grants and for applications for and administration of grant funding opportunities.
75. Upon Board dissolution, all assets, including bank accounts, shall be transferred to the Municipality, and all business records shall be turned over to the Municipality.
76. The Municipality will request input from the Board annually for recommendations for inclusion in the Capital Budget Program. These recommendations will be considered within the capital budget prioritization criteria in conjunction with current building condition assessments. Items not considered as part of the Municipality's responsibility would include interior painting; movable equipment/furnishings and program-related betterments/upgrades.
77. Any operating budget requests shall be submitted to the Municipality of Clarington in accordance with the budget timelines established by the Deputy CAO / Treasurer and shall be considered with all other budget requests.

### **Purchasing/Procurement Policy**

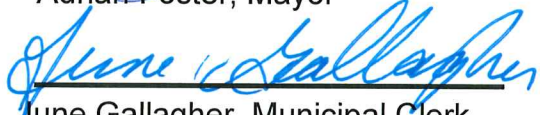
78. All expenditures must relate to matters directly within the mandate and responsibilities of the Board.
79. All Board expense information is considered to be public information and shall be made available upon request to the Municipal Clerk or Treasurer.

80. All purchases shall be in accordance with the Municipality's Purchasing/Procurement By-law and within the Board's approved budget. All expenses that exceed the Board's approved budget require Council approval.

**Repeal**

81. That By-law 2008-038 is hereby repealed.

Passed in Open Council this 17<sup>th</sup> day of November, 2025.

  
\_\_\_\_\_  
Adrian Foster, Mayor  
\_\_\_\_\_  
June Gallagher, Municipal Clerk

By signing this by-law on November 17, 2025, Mayor Adrian Foster will not exercise the power to veto this by-law and this by-law is deemed passed on this date.

## **Schedule A**

### **Election Process**

**Nominations** – Accepting nominations, from the floor, for any position:

1. Nominator raises their hand to indicate they are going to nominate a member.
2. Does not need a seconder.
3. Nominees' names are recorded in the minutes.
4. A person can nominate themselves.
5. A member can be nominated for more than one position but can only hold one position at a time. If any positions cannot be filled, a member may temporarily hold more than one position.
6. A member may be nominated even if they are not in attendance.
7. Nominees do not have to leave the room during the vote. They can participate in the voting.
8. The Election Chair can continue presiding, even if they are one of the nominees for the office.
9. Nominations are open until the Election Chair asks for nominations and there are no names put forth at which time the Election Chair will close nominations.
10. Nominees can remove their name at any point during the process, or the next meeting if they are not in attendance.

**Stand** – As each member is nominated, the Election Chair asks the nominee if they will have their name stand. If the member does not agree their name shall not be included in the vote.

### **Voting**

1. If there is only one nominee, that person is appointed.
2. If there is more than one nominee the Election Chair asks, for each nominee, "All those in favour of Bob Smith for Chair, please raise their hands". The person with the most votes is appointed.
3. If the vote is tied, and there are more than two people nominated for the position, the person with the least votes is removed and another round of voting with the remaining members is conducted. If a tie vote remains with two people, and all voting members are present, the selection will be made by picking a name out of a hat.

## **Schedule B**

### **Motions and Amendments**

#### **1. Voting on motions and their amendments is done in this order:**

- On the amendment to the amendment (the second amendment)
- On the amendment
- On the motion **or** the motion as amended (this must happen if approved amendments have been added to the motion).

#### **2. Tied Vote**

If the vote is tied, the motion is lost.

#### **3. Majority Vote**

Every member present at the meeting, when the vote is called, shall vote unless disqualified under the Municipal Conflict of Interest Act. The vote required to pass a motion shall be a simple majority.

#### **4. Reconsider a Lost Motion**

A lost motion should not come up again during the same year unless at least two-thirds of the members present to approve a motion that “the question be reconsidered.” This motion shall be added to the agenda, is not debatable and calls for an immediate vote.

#### **5. Motions**

The following steps are required to introduce, deliberate, and vote on a motion:

- A member asks to speak and when their turn comes up, they make a motion by saying “I move...”.
- Another member seconds the motion. If there is no seconder, no discussion or vote takes place; it is not recorded in the minutes; and the Committee either proposes a different motion or moves to the next agenda item.
- The Chair should restate the motion clearly after it has been made and seconded “It is moved and seconded that ...”.
- Only one motion is addressed at a time.
- Discussion is not in order until a motion has been stated by the chair.

- Discussion follows. The Chair should not allow anyone to speak twice on a motion until everyone has had a chance to speak once.
- The Chair should give up the chair when they move a motion. In this case, the Vice-Chair or any other member may act as Chair until the motion is voted on.
- The vote is taken, and the Chair announces the result – “The motion is carried”, or “The motion is lost.”

## **6. Negative Motions**

Negative Motions are not in order and should not be allowed (i.e. “That the car not be automatic transmission” should be changed to “That the car be standard transmission”.)

## **7. Amendments**

Amendments or small changes to a motion may be proposed at any time during the discussion. It cannot be contrary to the main motion. It must be relevant to the motion and can change the motion in only one of three ways:

- By leaving out certain words
- By adding certain words
- By replacing certain words with others.

(Not more than two amendments may be made to an open motion at one time. As soon as one amendment has been accepted or rejected another may be proposed if it is different from the one already defeated).

If dealing with motions or amendments, always state the exact wording. The Chair may ask the secretary to read it if the phrase is forgotten.

Adoption of an amendment does not mean adoption of the main motion. The amendment is carried before the main motion as amended. When the “main motion, as amended” is on the floor, the Chair will state “main motion as amended” before the vote.

## **8. Withdrawal of Motions**

A motion can be withdrawn with the consent of the mover. If the seconder withdraws a new seconder will be required before the motion can be voted on. Amendments must be withdrawn in reverse order. If the mover refuses to withdraw, the motions must be voted on.