



NSFM By-laws with Proposed Amendments

LEGISLATION

The Nova Scotia Federation of Municipalities, formerly the Union of Nova Scotia Municipalities, was incorporated in 1981 under the Act to Incorporate the Union of Nova Scotia Municipalities (attached as Appendix A to these by-laws). The Act was amended on May 22, 2003.

DEFINITIONS

In these bylaws:

"Act" means Chapter 103 of the Acts of 1981, An Act to Incorporate the Union of Nova Scotia Municipalities;

"Annual Conferences" means the fall annual conference and spring annual conference;

"Board" means the Board of Directors of the Federation;

"Director" means a Member of the Board;

"Elected Municipal Official" means a person who holds an elected office in a Member Unit;

"Electoral Region" means a geographic area specified pursuant to the NSFM Elections Policy; Appendix "B";

"Federation" is means the Nova Scotia Federation of Municipalities, formerly called the Union of Nova Scotia Municipalities;

"Good Standing" means a Member Unit's annual membership dues are paid in full;

"Local government" includes a town, a regional municipality, a municipality of a county and a municipality of a district;

“Members’ Meetings” includes Annual Conferences and Special Meetings of the Federation;

“Member Unit” means a Municipal Unit that is a member in good standing of the Federation;

“Municipal Unit” means a regional municipality, incorporated town, a municipality of a county, or a municipality of a district;

“Past President” means-is the person who held the office as President prior to the most recent election of officers-held at the most recent Annual Conference, and who is still an Elected Municipal Official;

“Policy” means a document, approved by the Board that is on file at the Federation office, that contains statements of principle, procedures or protocols aboutdirecting how certain work of the Federation is to be doneperformed;

“Regional Municipality” means a regional municipality established by, or continued pursuant to, the Municipal Government Act;-

“Rural Municipality” means a county or district municipality;

“Special Meeting” means a meeting called by the Board or Member Units pursuant to Article 6.3;

“Town” means an incorporated town;

ARTICLE 1 – NAME

The name of the organization is the Nova Scotia Federation of Municipalities (NSFM).

ARTICLE 2 - OBJECTIVES

The objectives of the Federation, as outlined in Section 4 of the Act are to:

- a) represent the interests of municipal governments in the pProvince, and to act as the advocate for Mmember Uunits on all such matters as are properly within the jurisdiction of the government of the Province;
- b) carry out, or cause to be carried out, such research activities as will assist in the betterment and encourage a higher degree of efficiency of local government in the pProvince;

- c) act as a clearing house for the collection, exchange and dissemination of statistical data and general information on all matters of municipal practices and procedures;
- d) hold Annual Conferences for information, discussion and resolutions, and to hold a general workshop and discussion sessions at each Annual Conference to give delegates an opportunity to present problems of concern;
- e) promote and strengthen what is best in local government and service;
- f) protect the rights and privileges of responsible government in municipal affairs;
- g) further municipal interests by encouraging cooperation between Municipal Units;
- h) undertake such activities on its own or in concert with others as may be in the best interests of local government in the Province; and
- i) to do all such other acts and things as are incidental or conducive to or consequential upon the attainment of the objects in the exercise of the powers of the Federation.

ARTICLE 3 - MEMBERSHIP/~~CAUCUSES~~

3.1 Conditions of Membership

Every Nova Scotia ~~municipality~~ Municipal Unit is eligible for membership in the Federation.

3.2 Fees

- a) A Member's Unit must shall pay the annual membership fee and upon payment it ~~they~~ becomes or remains a Member Units.
- b) Membership fees payable by Member Units shall from time to time be fixed by resolution of the Board.

3.3 Resignation

- a) Member Units may apply to the Board to resign by providing written notice directed to the Chief Executive Officer (CEO).
- b) A resignation by a Member Unit is not effective until accepted by a resolution of the Board.

3.4 Termination of Membership

Member Units cease to be members upon:

- a) dissolution of ~~a municipality~~the Member Unit; ~~or~~
- b) failure to pay the annual membership fee in the year in which the fee is due; ~~or~~
- c) approval of the Member Unit's application to resign.

3.5 Reinstatement of Membership

A former ~~m~~Member Unit may not apply to be reinstated to membership unless it has deposited with the CEO a sum equivalent to its membership fee for the current year; ~~which~~This sum will be applied to the membership fees if the application is accepted.

3.6 Rights of Members

- a) ~~A~~ Member Unit
 - i. ~~is a member of a Caucus, without additional fees~~
- a) must be sent receive notice of Mmembers' Mmeetings by email through their municipality's Chief Administrative Officer (CAO) or Clerk; ~~and~~
- b) may send ~~an~~ Elected Municipal Official s from their municipal council to attend ~~m~~Members' ~~m~~Meetings, ~~where they are voting delegates and may speak and vote on behalf of the Member Unit~~;
- c) may send municipal staff to Members' Meetings as advisors to Elected Municipal Officials ~~to members meetings unless the meeting is designated by the President or CEO to be open to Elected Municipal Officials only~~; ~~Staff Municipal staff advisors shall not have voting rights but shall be entitled to speak at such meetings.~~
- d) may, ~~through an Elected Municipal Official~~, inspect the annual financial statements, minutes of Board meetings and other books and records of the Federation, that are not confidential, ~~at the office of the Federation on one week's notice to the President or Chief Executive Officer.~~
- e) Any request for inspection pursuant to paragraph (d) above must be in writing, addressed to the President or CEO~~Chief Executive Officer~~ and ~~must specify the proposed time and identify the name of the person who will attend for the requested inspection.~~

3.7 Elected Municipal Officials

- a) Every Elected Municipal Official ~~may~~:
 - ai. may attend any ~~m~~Members' ~~m~~Meeting of the Federation held pursuant to Art. 6.2 and 6.35 unless the meeting is designated by the President or CEO to be open to Mayors and Wardens only;

ii. shall be eligible for appointment to the Board in accordance with these by-laws and the Federation's "Elections Policy" be elected as an officer under Art. 4.1.

iii. may participate in e-votes

b) An Elected Municipal Official but may shall not be paid by or receive any personal benefit from the Federation, other than for reimbursements of expenses, stipends, or a per diem allowances authorized by the Federation's "Travel and Expense Reimbursement Policy" when serving on the Board or a committee.

c) Only Elected Municipal Officials are eligible to be elected to the Board.

3.8 — No Transfer of Rights

Rights of an Elected Municipal Official Municipal Unit to the Federation are not transferable.

3.9 — Membership Shall Cease

An Elected Municipal Official membership shall cease:

a) upon death, or

b) if the Member Unit resigns by written notice to the Federation, or

c) if, by a vote of the majority of the members of the Federation or a majority vote of the Directors of the Federation at a meeting duly called and for which notice of the proposed action has been given, the Elected Municipal Official credentials to the Federation have been terminated.

3.10 — Caucuses — Role and Governance

a) There are caucuses of Member Units constituted as follows:

i. The regional municipalities, excluding the Region of Queens Municipality,

ii. The towns,

iii. The rural municipalities, including the Region of Queens Municipality.

b) No Caucus has the authority to speak on behalf of the Federation or to bind the Federation.

c) Caucuses operate within the framework of the Federation and as part of the Federation structure and have no independent legal existence separate from the Federation.

d) Procedures on election of a Caucus member to be a caucus chair are outlined in the "Federation Elections Policy".

- e) ~~Each Caucus~~
 - ii. ~~must elect Elected Municipal Official to serve as Caucus Chair, who then is appointed to serve as a member of the Board;~~
 - iii. ~~may make recommendations to the Federation on matters of interest and concern to members of the Caucus;~~
 - iv. ~~may adopt procedures and terms of reference, consistent with the Act and By Laws, governing their operations, which terms of reference and any amendments to these documents must be filed with the Federation's Office.~~
- f) ~~No municipal unit may be a member of a caucus unless it is a Member Unit of the Federation.~~

ARTICLE 4 – OFFICERS

4.1 Officers

- a) The Officers of the Federation are the President, Vice President and Past President.
- b) The Officers are subject to the control, direction, and policies established ~~policies by~~ the Board ~~of Directors~~.
- c) The President and Vice President of the Federation are elected at-large by Elected Municipal Officials at the Annual General Meeting in accordance with the Federation's Election Policy. ~~and~~
- d) Officers serve a one-year term or until their successors are elected at the next Annual General Meeting.
- d) ~~The Officer positions rotate on an annual election cycle so that the positions of President, Vice President and Past President are filled by Elected Municipal Officials from towns, rural municipalities and regional municipalities in sequence.~~
- e) ~~For greater clarity, in 2019-20, the President is from a town; the Vice President is from a rural municipality and the Past President is from a regional municipality. In 2020-21, the President shall be from a rural municipality, the Vice President from a regional municipality and the Past President from a town. In 2021-22, the President shall be from a regional municipality, the Vice President from a town and the Past President from a rural municipality. This cycle will continue in the previously described order.~~
- f) ~~Specific procedures for election of Federation officers and other officials shall be governed by the "Federation Elections Policy".~~

4.2 Powers and Duties of Officers

- a) The President:
 - i. is responsible for the general direction of the affairs of the Federation;
 - ii. chairs all meetings of the Board ~~of Directors~~, Executive Committee, and ~~S~~pecial ~~M~~meetings;
 - iii. performs any duty as assigned by the Board;
 - iv. may vote at meetings of the Board; and
 - v. serves as an ex officio non-voting member of all Federation ~~e~~Committees.

- b) The Vice President:
 - i. exercises the authority of the President in the absence or incapacity of the President;
 - ii. ~~chairs the Resolutions Committee;~~
 - ii. performs other duties as assigned by the Board; and
 - iii. serves as an ex officio non-voting member of all Federation committees.

- c) The Past President:
 - i. chairs the Nominations Committee;
 - ii. performs other duties as assigned by the Board.

4.3 Chief Executive Officer

- a) The Board must appoint a Chief Executive Officer.
- b) The Chief Executive Officer, under the direction of the Board, is responsible for the management and coordination of all phases of the operation, administration, finances, organization, supervision and maintenance of all activities of the Federation.
- c) Specific duties of the Chief Executive Officer are outlined in the Federation's "Chief Executive Officer Policy".
- d) In the absence of a Chief Executive Officer the Board must appoint a person to serve as interim Chief Executive Officer.

4.4 Execution of Contracts

Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the Federation by any two (2) of the President, Vice-President and the ~~CEO~~Chief ~~Executive Officer~~, or as otherwise ~~as~~-prescribed by resolution of the Board.

ARTICLE 5 - BOARD OF DIRECTORS

5.1 Powers

The powers governing the Board of Directors are granted by *An Act to Incorporate the Union of Nova Scotia Municipalities* (1981) as amended.

5.2 Composition

- a) The Board of Directors consists of ~~thirteen~~ seventeen (17) members:
- i. the President,
 - ii. the Vice President,
 - iii. the Past President,
~~the Chairs of the caucuses, appointed by them,~~
 - iv. two (2) Elected Municipal Officials ~~representing from~~ the ~~Rural Caucus,~~ Cape Breton-Strait Electoral Region,
 - v. two (2) Elected Municipal Officials ~~representing from~~ the ~~Towns Caucus,~~ Cumberland-Colchester-Pictou Electoral Region,
 - vi. two (2) Elected Municipal Officials ~~representing from~~ the ~~Regional Municipality Caucus, and~~ Valley Electoral Region,
 - vii. two (2) Elected Municipal Officials from the Southwestern Electoral Region,
 - viii. two (2) Elected Municipal Officials from the Southern Shore Electoral Region,
 - ix. two (2) Elected Municipal Officials from Halifax Regional Municipality,
 - x. one (1) Elected Municipal Official from Cape Breton Regional Municipality,
 - xi. a ~~voting~~ representative appointed by the Association of Municipal Administrators.
- b) Elected positions other than Officers serve staggered two (2) year terms or until their successors are elected. In 2022, one (1) Regional Representative in each Electoral Region will serve a one (1) year term as outlined in the Federation's "Elections Policy".
- c) The representative appointed by the Association of Municipal Administrators shall be an employee of a Member Unit.

5.3 Elections

- a) The Board ~~is~~ shall be comprised of members elected annually by Elected Municipal Officials ~~at the Annual General Meeting and members serve a one-year term or until their successors are elected at the next Annual General Meeting.~~
- ~~b) Elected Municipal officials may be nominated for membership on the Board by any member.~~

- ~~eb)~~ Elections shall be held in accordance with the Federation's "Elections Policy", ~~which is~~ attached as Appendix ~~B1~~ to these ~~b~~By-laws.

5.4 Indemnification

- a) The Federation must maintain Officers and Directors Insurance that indemnifies the Directors for actions in the normal course of their duties.
- b) Directors or Officers may rely on the accuracy of any statement or report prepared by the Federation's auditor.
- c) The Federation indemnifies each Director against all costs and charges resulting from any act done as a Director for the Federation, except for acts of fraud, dishonesty, or bad faith.
- d) No Director is liable for:
- i. the acts of any other Director, Officer or employee;
 - ii. any loss or damage as a result of acting on that statement or report of the Federation's Auditor;
 - iii. any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm, or corporation dealing with the Federation;
 - iv. any loss due to an oversight or error in judgement; or
 - v. an action when acting as a Director or Officer, unless the act is fraud, dishonesty, or bad faith.

5.5 Executive Committee

- a) The Executive Committee consists of the President, Vice President, Past President, and two Board members appointed annually by the Board ~~and Chairs of the caucuses.~~
- ~~b) The Chair of the Regional Caucus cannot be from the same municipality as one of the Officers.~~
- b) The appointment of the Executive Committee members as per 5.5 (a) shall occur at the first meeting of the Board following the annual election.
- c) Executive Committee members appointed by the Board shall be from Electoral Regions other than:
- i. The Electoral Regions represented by Officers of the Federation; and

ii. Each other.

5.6 Term Limits

- a) A Board Member may serve seven (7) consecutive years on the Board.
- b) A Board Member who serves seven (7) consecutive years on the Board must wait one year before being reappointed or re-elected to the Board.
- c) Article 5.6 (a)(b) does not apply if:
 - i. a new member does not come forward to replace a Board member who has reached the term limits; and
 - ii. a Board Member becomes Vice President in their sixth or seventh consecutive year on the Board.

5.7 Removal of a Board Member

- a) A Board Member, who without excuse satisfactory to the Board, is absent from three (3) consecutive meetings of the Board, is deemed to have resigned from the Board.
- b) If a Board member is determined by the Board to have breached the NSFM Code of Conduct, that Board member may be removed from the Board by a motion passed by two thirds (2/3) of Board members taking part in the vote.

5.8 Code of Conduct & Conflict of Interest

- a) The Federation's NSFM Code of ~~Ethical~~ Conduct adopted by the Board applies to all Directors, Officers and members of Committees of the Federation.
- b) All Board members shall sign the NSFM "Code of Conduct Policy" in order to assume responsibilities as a Board Member.
- c) The Municipal Conflict of Interest Act applies to all Federation meetings. No Elected Municipal Official is entitled to vote or be present at the portion of a meeting where matters being discussed may create a conflict of interest for that Elected Municipal Official. If such a matter arises, the affected person shall immediately declare a conflict. A conflict of interest shall be as described in the Municipal Conflict of Interest Act.

5.9 Board Expenses

- a) Directors and Officers serve without remuneration and may not receive any profit from their positions, including the receipt of loans, loan guarantees or advance funds to any Director.
- b) The Federation reimburses Board ~~M~~m members for reasonable expenses incurred while undertaking Federation business and provides a per diem allowance to each Board member. Such expense reimbursement and per diem allowances are governed by the Federation's "Expenses Claim Policy".
- c) The President, in lieu of a per diem allowance, receives an annual stipend as determined by the Board ~~of Directors~~.

5.10 Vacancies

- a) If ~~that~~ the President or Vice President resigns or becomes ineligible to serve as a member of the Board, the Board must appoint an eligible replacement from the Board same caucus to serve as President or Vice-President for the remainder of the term.
- b) If the Past President is no longer an ~~e~~Elected ~~m~~Municipal ~~e~~O official, the Past-President position is to be assumed by the most recent Past-President still holding elected municipal office in Nova Scotia ~~and who is~~ willing to fill the position ~~serve~~.
- c) In the event that a Board ~~M~~m member's position becomes vacant by reason of 5(10) (a) or if any other Board member resigns or becomes ineligible to serve, the vacancy is to be filled by a replacement ~~member~~ elected from by that ~~member's relevant caucus~~ Electoral Region. If the vacancy is not filled within sixty (60) days, the Board of Directors must appoint an eligible replacement. Service as a replacement is not considered a term for purposes of calculating term limits.
- d) In the event that a replacement is required as per Article 5.10 (c), ~~a Caucus~~ the Board must call for nominations from Elected Municipal Officials ~~members~~ of the ~~caucus~~ Electoral Region and may utilize electronic voting.

ARTICLE 6 - MEETINGS

6.1 Board of Directors

- a) The Board must meet at least six (6) times per year.

- b) Immediately following the Annual General Meeting, the Board must meet in order to set the dates for its future meetings, make any necessary appointments and conduct any matters that must be considered by the Board.
- c) Notice of regular Board meetings are to be given by the ~~Chief Executive Officer~~CEO or their designate to all directors at least one week before the meeting.
- d) Meetings of the Board and ~~€~~Committees may be conducted in person or by teleconference, videoconference or other electronic means.
- e) Any action taken during or as a result of by teleconference, videoconference or other electronic meeting is the same as if the members of the Board or Committee were physically present at the meeting.
- f) The Board may establish a “Policy on Meetings” that, among other matters allows a vote on a motion via email.

6.2 Annual Conference

- a) The Board ~~of Directors must shall~~ set the time and place of the Annual Conference to be held in the fall of each year.
- b) The CEO ~~must shall~~ provide Member Units with written notice of the fall Annual Conference and the Annual General Meeting at least thirty-one (31) days before the meeting.
- c) The Annual General Meeting will take place during the fall Annual Conference and must conduct the following business:
 - ~~v.i.~~ vi.i. Consider and approve the minutes of the previous Annual General Meeting and any ~~s~~Special ~~m~~MMeetings held since the previous Annual General Meeting;
 - ~~vi.ii.~~ vi.ii. Consider and approve the audited financial statements;
 - ~~vii.iii.~~ vii.iii. Appointment of Auditors for the fiscal year;
 - ~~viii.iv.~~ viii.iv. Consider and approve any proposed amendments to the by-laws;
 - ~~ix.v.~~ ix.v. Consider and approve any borrowing resolution proposed by the Directors;
 - ~~x.~~ x. ~~Elect the President and Vice President, who assume office immediately after the adjournment of the Annual Meeting;~~
 - ~~xi.vi.~~ xi.vi. ~~As required by these by-laws, elect Board Members, Declare the new Board members, wh~~oich shall assumes office immediately upon after the adjournment of the Annual Meeting; and

~~xii.vii.~~ Any other business properly brought before the Meeting.

- ~~d) Every Member Unit may send delegates to the Annual Conference, the caucus meeting of units representing that classification of Member Unit, or any special meeting of the Federation.~~
- e) All other procedural issues relating to meetings of the Federation (~~R~~regular, ~~S~~special, ~~B~~board, ~~E~~xecutive ~~C~~ommittee, ~~caucuses~~, and ~~A~~nnual ~~G~~eneral ~~M~~meeting) are outlined in the Federation “Rules of ~~Procedure Order~~ Policy”.

~~6.3~~ **Caucus Meetings**

- ~~a) Each Caucus holds its annual meeting during the Annual Conference.~~
- ~~b) Caucus meetings may be called by the Chair of the Caucus on the request of five (5) Member Units except for the Regional Caucus, in which case a caucus meeting is to be held on the request of one (1) Member Unit.~~

~~6.34~~ **Special Meetings**

- a) Special Meetings of the Federation may be called by the Board or upon written request signed by Elected Municipal Officials of at least one-third of the Member Units with ~~all three caucuses~~ at least three (3) Electoral Regions represented.
- b) Special Meetings must be called within thirty (30) days of such request.
- c) ~~Subject to Article 10) At least seven (7) days prior to a Special Meeting,~~ the CEO must give written notice to all members at least seven (7) days prior to a Special Meeting specifying:
 - i. the date, place and time of the meeting; ~~and~~
 - ii. the nature of business; ~~such as the intention to propose a special resolution,~~ and
 - ~~iii.~~ the non-receipt of such notice by any Member Unit shall not invalidate the proceedings.
- d) Notice by e-mail to the address used by the Federation for communication with Members Units constitutes written notice.
- e) No other business shall be conducted at Special Meeting without the unanimous consent of those present.

~~6.45~~ **Quorum**

- a) No business may be transacted at a Board meeting or at Federation Members’ Meetings unless a quorum of Elected Municipal Officials is present.

- b) If within thirty (30) minutes from the time appointed for the meeting a quorum is not present, the meeting can only be convened by those gathered for the sole purpose of setting the date for another meeting.
- c) Where a meeting begins with the requisite quorum and such quorum is lost before the conclusion of the meeting, no more business may be conducted until a quorum is resumed.
- d) Board of Directors: A quorum of the Board of Directors is ~~seven-nine (97)~~ Directors.
- e) Executive Committee: A quorum of the Executive Committee is four (4) Executive members.
- f) Annual General Meeting: A quorum for the Annual General Meeting ~~or a Resolutions Session~~ is 25 Elected Municipal Officials including with at least one Elected Municipal Official who is not a member of the Board of Directors from ~~each three (3) of five (5) caucus~~ NSFM Regions as specified in the "Regional Meeting Policy".
- ~~g) A quorum for each Caucus may be determined by each Caucus.~~
- ~~g~~h) Special Meeting of the Federation: A quorum for Special Meetings is the same as the Annual General Meeting.
- ~~h~~i) Committees: A quorum for a Committee is half the appointed membership of the Committee.
- i) E-votes: E-votes require the same quorum as an Annual General Meeting to be valid.

6.5 E-Votes

- a) Subject to paragraph 6.4 (i), e-votes on motions may be held in the place of a Members' Meeting.
- b) Notice of an E-Vote shall be announced (7) days prior to the vote taking place.
- c) E-Votes shall take place for a duration of 48 hours over two (2) business days.
- d) In the case of an e-vote, quorum will be counted after votes have been cast.

ARTICLE 7 - COMMITTEES

- ~~a) The Board of Directors may establish committees to achieve its mandate.~~
- ~~b) The Board of Directors must adopt Terms of Reference for each committee.~~
- a) The Board shall from time to time, on an as needed basis, establish and maintain Committees as appropriate to conduct the business of the Federation. In addition to the Standing Committees referred to hereafter, the Board may, from time to time, appoint any *ad hoc* committee(s) as it deems necessary or appropriate for such purposes and with such powers as the Board shall see fit.
- b) The work of all Committees shall be subject to the review, supervision and approval of the Board.
- c) Each Committee shall provide the Board with periodic reports.
- d) Each Committee shall make itself available to the Board for discussion of issues that arise within the scope of its mandate and, if necessary, present the Board with recommendations for resolution.
- e) Subject to the specifics governing the Standing Committees set forth below, each Committee shall hold regular meetings at a time and place agreed to by the members of the Committee.
- f) Attendance at Committee meetings will be limited to members of the Committee and invited guests.
- g) Committee members shall serve for such term as the Board may, from time to time, determine.
- h) The quorum of such Committees shall be a majority of the Committee members serving, from time to time.
- e) The Standing Committees of the Federation ~~are~~include:
 - i) Executive Committee
 - ii) Nominations Committee
 - ~~iii) Resolutions Committee~~
 - ~~iv)iii) Audit Committee~~
 - iv) Advisory Committees on Areas of Municipal Interest, the operation of which is established in sections 6 and 7 of the Advocacy Prioritization and Identification Policy.

ARTICLE 8 - AUDIT OF ACCOUNTS

- a) The Auditor of the Federation is appointed by resolution at the Annual General Meeting.
- b) At each Annual General Meeting the Auditor, must provide a written report to the Member Units of the results and conclusions of its audit.
- c) At least every three (3) years the Board must review the performance of the Auditors and present the results of that review at the Annual General Meeting.

ARTICLE 9 - PARLIAMENTARY AUTHORITY

~~In all cases not specifically addressed in any special procedural rules policy that the NSFM may adopt, the rules contained in the current 12th edition of Robert's Rules of Order Newly Revised (RONR) shall govern NSFM proceedings, except as otherwise addressed in any special procedural rules policy that the NSFM may adopt.~~

ARTICLE 10 – BY-LAW AMENDMENTS

- a) These ~~By-Laws~~ may be amended ~~at the Annual General Meeting or a Special Meeting, on by~~ a motion passed by two thirds (2/3) of Elected Municipal Officials taking part the voting members present.
- b) Notice of proposed amendments to the by-laws must be provided at least twenty-eight (28) days prior to the ~~date on meeting at~~ which they are ~~it is~~ to be discussed.

Approved: October 15, 2003

Amended: November 6, 2019

CHAPTER 103-ACTS OF 1981
An Act to Incorporate
the Union of Nova Scotia Municipalities
(As amended up to and including May 2003)

Be it enacted by the Governor and Assembly as follows:

1 This Act may be cited as the Union of Nova Scotia Municipalities Act.

Definitions

2 In this Act,

(aa) "former member unit" means a municipal unit that was, immediately prior to the coming into force of this Act, a member of the unincorporated Union;

(b) "member unit" means a municipal unit that is a member of the Union;

(c) "municipal unit" means a regional municipality, town or municipality of a county or a municipality of a district; (1996)

(ca) "regional municipality" means a municipal unit incorporated as a regional municipality by or pursuant to an Act of the Legislature; (1996)

(d) "unincorporated Union" means the Union of Nova Scotia Municipalities prior to the incorporation of the Union;

(e) "Union" means the Union of Nova Scotia Municipalities incorporated by this Act.

3 The former member units and such municipal units which become members of the Union in accordance with the provisions of this Act and by-laws made thereunder are hereby created a body corporate under the name of the "Union of Nova Scotia Municipalities".

4 The objects of the Union are,

(a) to represent the interests of local governments in the Province, and to act as the advocate for member units on all such matters as are properly within the jurisdiction of the government of the Province;

(b) to carry out, or cause to be carried out such research activities as will assist in the betterment and encourage a higher degree of efficiency of local government in the Province;

- (c) to act as a clearing house for the collection, exchange and dissemination of statistical data and general information on all matters of municipal practices and procedures;
- (d) to hold Annual Conferences for information, discussion and resolutions, and to hold a general workshop and discussion sessions at each Annual Conference to give delegates an opportunity to present problems of concern;
- (e) to promote and strengthen what is best in local government and service;
- (f) to protect the rights and privileges of responsible government in municipal affairs;
- (g) to further municipal interests by encouraging cooperation between municipal units;
- (h) to undertake such activities on its own or in concert with others as may be in the best interests of local government in the Province; and
- (i) to do all such other acts and things as are incidental or conducive to or consequential upon the attainment of the objects in the exercise of the powers of the Union.

Powers

- 5 The Union may exercise such powers and engage in such activities as are necessary or conducive to the attainment of its objects and, without restricting the generality of the foregoing, may
- (a) purchase, acquire by gift or otherwise, take, lease, hold and enjoy real and personal property or any other interest by ownership, lease or otherwise and use and apply the same to the realization of the objects of the Union;
 - (b) raise money for the purposes of the Union;
 - (c) draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, cheques and other negotiable and transferable instruments;
 - (d) borrow on the security of its real and personal property, or either of them, or on any other security, or without any security whatever, all such money as it shall deem necessary, and mortgage, pledge or otherwise charge its real and personal property or any part thereof for the purpose of securing any sum or sums so borrowed;
 - (e) improve, enlarge, repair, erect and maintain any building or buildings suitable for the purposes of the Union;

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- (f) mortgage, lease, sell or otherwise dispose of, or deal with any of the assets of the Union as it may deem expedient; and
 - (g) do all such other things as may be necessary or incidental to the attainment of the objects and purposes of the Union.
- 6 (1) There shall be a Board of Directors of the Union.
- (2) The Board of Directors shall be elected or appointed by representatives of member units in accordance with the by-laws of the Union.
- (3) The Board of Directors may, subject to the by-laws of the Union,
- (a) exercise the powers of the Union; and
 - (b) appoint committees and delegate to committees such powers and duties as the Board of Directors considers necessary or desirable.
- (4) Notwithstanding subsection (2),
- (a) the members of the Executive Committee of the Union holding office immediately before the coming into force of this Section are the first Board of Directors and hold office until a Board of Directors is elected or appointed in accordance with that subsection; and
 - (b) the officers of the Union holding office immediately before the coming into force of this Section continue to hold office until their successors are elected in accordance with the by-laws of the Union.

By-laws

- 7 (1) The Board of Directors may make by-laws not inconsistent with this Act or contrary to law providing for the conduct and management of the affairs, business and property of the Union, and for the exercise of its objects, and without restricting the generality of the foregoing may make by-laws.
- (a) prescribing the terms and conditions of membership in the Union, and suspension or expulsion therefrom;
 - (b) prescribing the fees payable by member units;
 - (c) prescribing the rights and obligations of membership;
 - (d) regulating and governing the appointment, functions, duties, remuneration, suspension and removal of employees;

- (e) regulating the calling, holding and conduct of meetings and conferences of the Union, the Board of Directors and other committees;
- (ea) respecting the election of officers and members of the Board of Directors and members of committees and prescribing the duties thereof; (1994-95, c.34, s.6)
- (eb) respecting the right to vote and the manner of voting by delegates at any meeting of the Union; (1994-95, c.34, s.6)
- (f) any matter incidental or necessary for the carrying out and management of the objects and affairs of the Union.

Signing Officers

- 8. The Union, by such signing officers as are authorized by its by-laws, may make and execute under the corporate seal of the Union deeds, leases in which the Union is either landlord or tenant, mortgages and other conveyances of the real and personal property or any interest therein held by the Union.

Non-Profit Organization

- 9. Any profits derived from carrying out the affairs and business of the Union shall be devoted and applied solely in promoting and carrying out its objects and exercising its powers and shall not be divided among its member units.

Not Personally Liable

- 10. No officer or employee of the Union shall be personally liable for any debt, liability or obligation of the Union unless he specifically renders himself liable in his individual capacity.

Successor

- 11. Upon the passing of this Act all property belonging to or held in trust or by the unincorporated Union hereby vests in and belongs to the Union, and the Union shall be the successor to the unincorporated Union.

Additional Powers

- 12. In addition to the power by law vesting in a body corporate and without limiting the generality of any powers conferred by this Act, the Union shall have, for the purpose of carrying out its objects, the power to

- (a) Contract with any person respecting any matter within the power or objects of the Union and to do all such acts, deeds and things and to execute all such documents as may be considered expedient in the attainment of the objects of the Union and
- (b) enter into agreements with
 - i. the Government of the Province,
 - ii. any department, board, commission, corporation or agency of Her Majesty in the right of the Province, and
 - iii. any municipal unit or department, board, commission, corporation or agency thereof.

to carry out the purpose of this Act and may by such an agreement establish intergovernmental or other committees to co-ordinate or implement programs relating to the objects of the Union.

Tax Exemptions

- 13. The Union and its property are exempt from taxation under or pursuant to any enactment of the Legislature.

Union Deemed Municipality

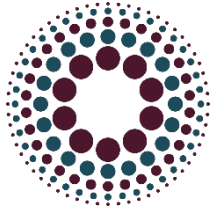
- 14. For the purpose of
 - (a) any enactment conferring upon a municipal unit a tax exemption of property, and
 - (b) any enactment providing for a grant or assistance to be paid to a municipal unit,

the Union shall be deemed to be a municipality.

By-laws, Rules and Regulations

- 15. All by-laws, regulations and rules of procedure of the unincorporated Union remain in force and apply to the Union until they are amended or repealed by the Union.

NOTE: The headings in bold type have been inserted for convenience only and are not part of the Act.



NOVA SCOTIA
FEDERATION OF
MUNICIPALITIES

NSFM Elections Policy

1. **This Policy is entitled the "NSFM Elections Policy".**
2. **Nominations Committee**
 - a) The President shall appoint a Nominations Committee comprised of the Past-President, as Chair, and three (3) Elected Municipal Officials from three (3) different Electoral Regions.
 - b) When making appointments to the Nomination Committee, the President will give preference to members of the Board.
 - c) The Chief Executive Officer (CEO) or staff designate shall serve as Secretary to the Nominations Committee.
 - d) If for any reason the Chair is unable to so act, the Committee shall name one (1) of its members to act as Chair.
 - e) Before a person serves as a member of the Nominations Committee, that person shall deliver to the CEO a written statement that the person will not accept a nomination for the year in which the person serves as a member of the Nominations Committee.
 - f) In the last week of August each year, the Nominations Committee shall distribute a request to all Elected Municipal Officials to provide nominations for all positions that will be up for election in that year.
 - g) The invitation for nominations referred to in subsection 2 f) shall include the deadline for nominations, instructions on how to make a nomination in accordance with subsections 5 b), c), d) and e), and the dates of the voting period.
 - h) In a municipal election year, the NSFM Executive shall act as the Nominations Committee with the Past President serving as Chair. The Executive shall determine the date when the Nominations Committee Report is circulated to the membership.

In a municipal election year, nominations can be submitted following municipal elections and on a date selected by the Executive.

- i) If the Executive becomes ineligible, the Past-President will appoint Nomination Committee members following the same procedure of the President in accordance with subsection 2 a) and 2 b).

3. Elected Positions on the Board of Directors

- a) To fill the elected positions on the NSFM Board of Directors, elections will take place in the fall of each year.
- b) The President and Vice-President will be elected at-large by Elected Municipal Officials for a one (1) year term or until their successors are elected.
- c) Two (2) Regional Representatives from each Electoral Region will be elected by Elected Municipal Officials from that Electoral Region for a two (2) year term or until their successors are elected.
- d) The NSFM Electoral Regions are 1) the Cape Breton-Strait region, 2) the Colchester-Cumberland-Pictou region, 3) the Valley region, 4) the Southwestern Shore region, 5) the South Shore region, 6) Halifax Regional Municipality, and 7) Cape Breton Regional Municipality.
- e) The member units in each Electoral Region are listed in Appendix A of this Policy.
- f) All Elected Municipal Officials may be nominated for the position of President, Vice-President, or Regional Representative.
- g) An Elected Municipal Official shall only be nominated to be Regional Representative of the Electoral Region in which the Member Unit that they are elected to is located.
- h) An Elected Municipal Official shall only run for one position in each election.
- i) A person shall only be eligible to serve as President, Vice President, Past President, or a Regional Representative while that person is a serving elected member of a council of a Member Unit.

- j) Multiple Elected Municipal Officials from the same Member Unit may be nominated. However, in accordance with subsection 6 j), only one Elected Municipal Official from that Member Unit shall be elected as a Regional Representative.

4. Nomination Committee Deliverables

- a) The Chair of the Nominations Committee shall distribute to all members:
 - i) invitations for nominations in accordance with subsection 2 f);
 - ii) the nominations report in accordance with subsection 4 b);
 - iii) guidance on where Elected Municipal Officials can find information on all nominees running for election in accordance with subsection 5 h);
 - iv) guidance for Elected Municipal Officials on how to vote; and
 - v) election results in accordance with subsection 6 o).
- b) The nomination report shall include:
 - i. the date that the invitation for nominations was sent out;
 - ii. the deadline for nominations;
 - iii. all members of the Nominations Committee;
 - iv. a list of all nominations received in accordance with Section 5;
 - v. a list of all contested positions for which an election will be held; and
 - vi. the days upon which ballots can be cast in each Electoral Region.
- c) The Nominations Committee report shall be circulated to all Elected Municipal Officials and CAOs twenty-one (21) days in advance of the last day of voting.

5. Nominations and Nominee Information

- a) Subject to subsections 3 g), 5 (b), (c), (d), and (e), any Elected Municipal Official may nominate another Elected Municipal Official for a position on the NSFM Board of Directors.
- b) In the case of a Regional Representative, Elected Municipal Officials making a nomination must be from the same Electoral Region as the nominee.
- c) Any such nomination shall only be received by the Chair if notice of such nomination in writing has been given to the Chair at least one (1) week prior to when the report of the Nomination Committee is to be presented to the membership.
- d) Such notice of nomination shall be signed by the Elected Municipal Official proposing the nomination and by a Elected Municipal Official, other than the one who is being nominated, seconding such nomination.
- e) Such nomination shall be accompanied by the consent in writing of the nominee indicating their intention to run and serve if elected and a statement confirming the Member Unit that the candidate represents.
- f) In the event that more eligible nominations are received for a specific position than there are positions of that type open for election, there will be an election.
- g) If an election is to be held, the Nominations Committee will provide a minimum level of exposure for each nominee using a website. Other events and platforms may be utilized.
- h) Nominees are free to communicate with all Member Units.

6. Election Process

- a) The procedure for voting may be an online system or a physical polling station arrangement with polling stations located in a way that is reasonably accessible by all Elected Municipal Officials. A combination of these procedures is also acceptable subject to subsection 6 c)
- b) When a vote is required to elect a member of the Board, the vote shall be by secret ballot, and the Chair may appoint an appropriate number of scrutineers to count the votes. The CEO or designate shall prepare and distribute appropriate ballots as required.

- c) Whatever procedure for voting is used, the procedure used in an Electoral Region must be the same for all Elected Municipal Officials in that Electoral Region.
- d) Elected Municipal Officials shall only vote in elections taking place in the Electoral Region in which the Member Unit that they are elected to is located.
- e) Each Elected Municipal Official may vote for one nominee for President, one nominee for Vice-President, and two different Regional Representative nominees in their Electoral Region.
- f) When voting, an Elected Municipal Official must cast their own vote within their own municipal unit and cannot vote by proxy.
- g) When voting, an Elected Municipal Official must attest to the fact that they have cast their ballot.
- h) When a vote is taken for Board positions , the nominee receiving the most votes for an available position shall be declared elected.
- i) Notwithstanding subsection 6 h), if nominees receiving the most votes for Regional Representative positions are from the same Member Unit, the nominee from a different Member Unit receiving the most votes shall be declared elected.
- j) Regional Representatives on the Board must be from different Member Units.
- k) Pursuant to the subsection 6 j) above, if a Member Unit is already represented on the Board by the Regional Representative, the nominee from a different Member Unit receiving the most votes shall be declared elected.
- l) If all nominees for Regional Representative are from the same Member Unit as each other or one already represented on the Board, subsection 6 h) prevails.
- m) If a tied vote interferes with the fulfillment of 6 h), a second vote involving only the nominees who tied will take place.

- n) Notwithstanding subsection 3 c) but subject to subsection 6 i), in 2022 the nominees for Regional Representative winning the most votes in each Electoral Region will serve a two (2) year term and the Regional Representative nominee winning the second most votes will serve a one (1) year term. This subsection will only apply to the election in 2022 in an effort to stagger the election of the Regional Representatives in each Electoral Region.
- o) The Chair shall announce the result of all votes at the NSFM fall Annual Conference, but shall not announce the number of votes cast for any nominee.
- p) Ballots cast and digital records thereof shall be destroyed sixty (60) days after the election results have been announced.

7. Date of Approval

- Approved on November 6, 2014
- Revised September 23, 2016
- Revised June 16, 2017

Cape Breton-Strait Region

- District of St. Mary's
- District of Guysborough
- County of Inverness
- County of Richmond
- County of Victoria
- County of Antigonish
- Town of Antigonish
- Town of Port Hawkesbury
- Town of Mulgrave

South Shore Region

- Region of Queens Municipality
- District of Chester
- District of Lunenburg
- Town of Bridgewater
- Town of Mahone Bay
- Town of Lockeport
- Town of Lunenburg

Colchester/Cumberland/Pictou Region

- County of Colchester
- County of Cumberland
- County of Pictou
- County of East Hants
- Town of Amherst
- Town of New Glasgow
- Town of Oxford
- Town of Pictou
- Town of Stellarton
- Town of Trenton
- Town of Truro
- Town of Stewiacke
- Town of Westville

Cape Breton Regional Municipality

- Cape Breton Regional Municipality

Valley Region (2 Board seats)

- West Hants Regional Municipality
- County of Kings
- County of Annapolis
- Town of Annapolis Royal
- Town of Berwick
- Town of Kentville
- Town of Middleton
- Town of Wolfville

Halifax Regional Municipality

- Halifax Regional Municipality

Southwestern Shore Region (2 Board seats)

- District of Argyle
- District of Barrington
- District of Clare
- District of Digby
- District of Shelburne
- District of Yarmouth
- Town of Yarmouth
- Town of Digby
- Town of Clark's Harbour
- Town of Shelburne