

CONSTITUTION
ST. LAWRENCE RIVER RESTORATION COUNCIL
June 2021

Article 1

Definitions

1.1

In this Constitution

“Council” shall mean the St. Lawrence River Restoration Council;

“SLRRC” shall mean the St. Lawrence River Restoration Council;

“RAP” shall mean the Remedial Action Plan for the St. Lawrence River (Cornwall) Stage 2 Report.

"Stage 3" shall mean the Stage 3 Remedial Action (RAP) Report

"Completion Report" shall mean the Remedial Action Plan Completion Report which is the follow-up to the Stage 3 Report

Article 2

Name

2.1

This organization shall be known as the St. Lawrence River Restoration Council

Article 3

Goals and Objectives

3.1

The goals of the SLRRC shall be to:

3.1.1

encourage the protection, restoration and the sustainability of the environmental quality of the upper St. Lawrence ecosystem.

3.1.2

Use the Stage 2 Remedial Action Plan for the St. Lawrence River, Great Lakes, Great River, November 1997, as historical reference.

3.1.3

Use the Stage 3 report, its Appendices and the Completion Report as references for the future.

3.1.4

Designate the Area of Concern to be the St. Lawrence River from the Moses Saunders Dam to the Beauharnois Dam; however, it is recognized that adjacent areas are integral parts of the ecosystem.

3.2

The objectives of the SLRRC shall be to:

3.2.1

provide focus and coordination for RAP restoration and monitoring activities by:

3.2.1.1

preparing integrated work plans and budgets,

3.2.1.2

setting priorities and recognizing opportunities,

3.2.1.3

linking and encouraging the implementation of environmental projects to achieve the Mission, as described in Bylaw 3.1.1

3.2.2

support the continuing implementation of the RAP and the Completion Report by promoting and establishing partnerships, and combining skills, expertise and resources of the local community.

3.2.3

sustain RAP implementation by ensuring that the RAP remains a priority on the public and community agenda.

3.2.4 encourage and support any environmental initiative that helps achieve the Mission.

Article 4 Responsibilities

4.1 The responsibilities of the Council shall be to:

- 4.1.1 implement the goals of the SLRRC,
- 4.1.2 implement the objectives of SLRRC.

Article 5 Ethics

5.1 The SLRRC shall maintain:

- 5.1.1 a mission statement and a statement of the principles under Bylaw 3,
- 5.1.2 a set of goals under Article 3,
- 5.1.3 a bill of rights, privileges and duties for Members under Bylaw 4.

Article 6 Membership

6.1.1 Members shall be designated in accordance with the Bylaws.

Article 7 Fees

7.1 The fee for Members shall be as prescribed in the Bylaws.

Article 8 Organization

8.1 Council

8.1.1 There shall be a Council consisting of one representative appointed by:

- 8.1.1.1 Environment and Climate Change Canada
- 8.1.1.2 Mohawk Council of Akwesasne Environment Program
- 8.1.1.3 Mohawk Council of Akwesasne Department of Health
- 8.1.1.4 Ontario Ministry of Environment, Conservation, and Parks
- 8.1.1.5 Ontario Ministry of Natural Resources and Forestry
- 8.1.1.6 Ontario Ministry of Agriculture, Food and Rural Affairs
- 8.1.1.7 City of Cornwall
- 8.1.1.8 Township of South Glengarry
- 8.1.1.9 Raisin Region Conservation Authority
- 8.1.1.10 Eastern Ontario Health Unit
- 8.1.1.11 St. Lawrence River Institute of Environmental Sciences

- 8.1.1.12 Stormont, Dundas and Glengarry Chapter of the Ontario Woodlot Association
- 8.1.1.13 Glengarry Federation of Agriculture
- 8.1.1.14 Ontario Power Generation
- 8.1.1.15 Cornwall Lunger Club
- 8.1.1.16 Great River Network
- 8.1.1.17 ALUS Canada
- 8.1.1.18 Transition Cornwall +
- 8.1.1.19 Seaway Valley Divers

- 8.1.1.20 Cooper Marsh Conservators
- 8.1.1.21 Glengarry Fish & Game Club
- 8.1.2
- 8.1.3 Citizens
- 8.1.3.1 There shall be a maximum of 7 Citizens elected to the Council.
- 8.2 Standing Committees:
- 8.2.1 Technical Review
- 8.2.2 Projects
- 8.2.2.1 Each project may have a group set up to look after that project
- 8.2.2.2 The group shall work to combine skills, expertise and resources of the community.
- 8.2.3 Public Involvement Committee, which shall:
- 8.2.3.1 communicate RAP awareness, environmental stewardship and RAP project achievements to the public and resource partners,
- 8.2.3.2 network with project leaders,
- 8.2.3.3 network and collaborate with stakeholders and partners,
- 8.2.3.4 to lead the implementation of RAP Education Recommendations.
- 8.2.4 Ad-hoc Committees may be set up at any time by the Council.
- 8.2.5 Working Groups can be set up at any time by the Members.
- 8.2.6 The formation or deletion of Committees may be made at Council Meetings.

Article 9 Bylaws

- 9.1 The SLRRC, at an Annual General Meeting, may pass Bylaws not inconsistent with the Constitution or existing Bylaws concerning:
 - 9.1.1 the procedure for the election of its various office holders,
 - 9.1.2 its internal organization and administration,
 - 9.1.3 the time, place and conduct of the Annual General and other meetings,
 - 9.1.4 the establishment, amendment or rescission of SLRRC Policy,
 - 9.1.5 all other matters as are deemed necessary or convenient for the conduct of the business of the SLRRC.

Article 10 Amendments

- 10.1 Amendment to this Constitution may be made at the Annual General Meeting
 - 10.1.1 by a two-thirds vote of the Members qualified to vote, present and voting, provided that
 - 10.1.1.1 notice of the proposed amendment shall have been given in writing to each Member on or before two weeks prior to the date of the Annual General Meeting.
 - 10.1.1.2 By a nine-tenths vote of the Members qualified to vote, present and voting, previous notice as in Article 10.1.1 not having been giving.

BYLAWS
ST. LAWRENCE RIVER RESTORATION COUNCIL

Bylaw 1

Fiscal Year

1.1 The fiscal year shall be from April 1 to the following March 31.

Bylaw 2

Membership

2.1 There are two types of Members:

2.1.1 Citizens who do not represent any group or agency.

2.1.2 Representatives of groups or agencies that are listed in Article 8.

Bylaw 3

Ethics

3.1 The SLRRC shall maintain a mission statement, a statement of principles, a statement of goals and a bill of rights for Members.

3.1.1 The Mission Statement

The Council believes that we are responsible to our Earth, not only for ourselves and not only for today, but for our children, and for our children's children, hence seven generations.

3.1.2 The Statement of Principles

The Council will conduct its business in accordance with the following principles:

3.1.2.1.1 consensus building processes. Since the Council is a large and diverse organization with different points of view, using consensus to come to decisions results in the greatest amount of agreement.

3.1.2.1.2 organizational respect. Everybody has a responsibility to learn about the others on the Council using the tools of communication, knowledge and understanding of each other. We must also build respect in the community for the Council.

3.1.2.1.3 transparent equity. Each person, as the representative of their organization, brings money, social, intellectual or political power to the table. This representative must state his/her equity so that all others can see what it is worth.

3.1.2.1.4 community empowerment. Whatever we do must help our community first. If we bring technology or knowledge in from outside, we must learn from that and thus incorporate new knowledge into our community.

3.1.2.1.5 organizational responsibility. The Council is committed to the goals and objectives within the RAP. As the RAP is implemented, the Council will increase in knowledge and improve its decision-making skills.

3.1.3 A Statement of the Goals

3.1.3.1 The Council will encourage implementation of the St. Lawrence River (Cornwall) RAP by:

3.1.3.1.1 coordinating,

- 3.1.3.1.2 supporting,
- 3.1.3.1.3 sustaining,
- 3.1.3.1.4 acting.

Bylaw 4 Rights, Privileges and Duties

- 4.1 Members have the right to receive information regularly as to the business of the SLRRC.
- 4.2 Members have the right to vote in elections at the Annual General Meeting.
- 4.3 Members have the right to attend Council Meetings.
- 4.4 Membership of the Standing Committees:
 - 4.4.1 A Council Member must be on each Committee.
 - 4.4.2 Each Committee may have an advisor(s) with subject matter expertise.
 - 4.4.3 Committee meetings will be at the call of the Committee’s Chair.
- 4.5 Meetings of the Council will be chaired by the Chair, or in their absence, the Vice-Chair.
 - 4.5.1 In the absence of the Chair and Vice Chair, the Council will choose a Member to chair the meeting.

Bylaw 5 Fees

- 5.1 The fee for the Members shall be as determined by the Council at the Annual General Meeting.

Bylaw 6 Meetings

- 6.1 The Annual General Meeting of the SLRRC shall take place no later than April 30 of each year.
 - 6.1.1 At least 14 days prior to the Annual General Meeting, notice of the meeting, agenda, minutes of the previous Annual General Meeting, and a copy of all proposed amendments to the Constitution and/or Bylaws must be sent to all Members.
 - 6.1.2 The agenda will include:
 - 6.1.2.1 review of the minutes of previous Annual General Meeting,
 - 6.1.2.2 election/appointment of Members of the Council,
 - 6.1.2.3 election of Chair and Vice-Chair,
 - 6.1.2.4 amendments to Constitution and Bylaws,
 - 6.1.2.5 report on actions undertaken by the Council in previous years,
 - 6.1.2.6 determination of fees,
 - 6.1.2.7 other Business as determined by the Council.
 - 6.2 Regular meetings of the Council
 - 6.2.1 There will be at least one meeting quarterly to run the business of the Council.
 - 6.2.1.1 Unless otherwise determined by the Council the meetings will take place at the St. Lawrence River Institute of Environmental Sciences.
 - 6.2.1.2 Besides the normal agenda items of a meeting, the meetings will include:

- 6.2.1.2.1 the results of monitoring since the previous meeting,
- 6.2.1.2.2 the effects of monitoring on the remaining Beneficial Use Impairments,
- 6.2.1.2.3 the goals and objectives for the next year,
- 6.2.1.2.4 any requests for funding.
- 6.3 Other meetings may be called by the Chair or upon request by five or more Members of the Council.
- 6.3.1 All Members must receive notification of such meetings at least forty-eight hours in advance.
- 6.4 Observer(s) may attend meetings.
- 6.4.1 Any observer who wishes to speak on a matter to be considered by the Council must request permission to do so from the Chair in advance of the meeting.
- 6.4.1.1 The Chair will seek approval of the participation of such observer(s) from the Council by consensus.

Bylaw 7 Elections

- 7.1 Members of the Council are either appointed by the agencies and organizations as specified in the Constitution and Bylaws OR elected from the community.
- 7.2 To stand for election as a Member of the Council from the community, a person must have attended at least 50% of the meetings in the year prior to the meeting at which they are seeking election.
- 7.3 Voting may be by secret ballot.

Bylaw 8 Policy

- 8.1 Money matters require a formal vote of the Council.
- 8.2 The SLRRC will refer to the current Strategic Plan when reviewing projects

Bylaw 9 Organization

- 9.1 Technical Review Committee
 - The Council will conduct its business in accordance with the following:
 - 9.1.1.1 The project manager will contact the RAP Coordinator indicating a project idea that requires review/comment
 - 9.1.1.2 The RAP Coordinator will contact those SLRRC members whose expertise may complement the proposed project.
 - 9.1.1.3 Members can recommend other experts in the field who are not SLRRC members to participate in the Technical Review Committee meetings.
 - 9.1.1.4 Comments/decisions from a Technical Review Committee meeting must be distributed to Council for comment and reported at a SLRRC meeting
 - 9.1.1.5 A copy of the Minutes will be kept on file with the RAP Coordinator

- Bylaw 10** **Quorum**
- 10.1 Providing that due notice has been given to all meetings, the quorum shall be those present and voting.
- 10.2 If due notice has not been given, the quorum shall be 50% plus of the Members of the Council/Committee/Membership in attendance.
- Bylaw 11** **Rules of Order and Procedures**
- 11.1 Meetings of the SLRRC shall be conducted using the Scott Foresman Roberts Rules of Order – Newly Revised, copyright 1981.
- Bylaw 12** **Conflict of Interest**
- 12.1 Council Members shall avoid involvement in situations of conflict of interest or perceived conflict of interest. Partnership group representatives who benefit financially from the project, or whose organization benefits financially from the project should in good faith, remove themselves from any decision to accept or establish the priority of the project. This does not apply to the process of adopting an overall budget for the Council or general priorities for the Council, which by nature, cannot exclude any proponent on the grounds of conflict of interest.
- Bylaw 13** **Amendments**
- 13.1 Amendments to these Bylaws may be made at the Annual General Meeting
- 13.1.1 By a majority vote of Member qualified to vote, present and voting provided that
- 13.1.1.1 notice of the proposed amendment shall have been given in writing to each member at least two weeks before the date of the General Meeting.
- 13.1.2 by a three-quarter vote of the Members qualified to vote, present and voting, previous notice as in Bylaw 11.1 not having been given.
- 13.2 Interim amendments to these Bylaws may be made at any Council meeting.
- 13.3 Interim amendments must be ratified or nullified at the following Annual Meeting