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4 MEETINGS

Efficient and productive meetings are crucial to the success of a Conservation and Development Area Authority (CAA) or Watershed Association (WA). As the Secretary-Treasurer, your role in organizing, recording, and facilitating these meetings is vital. This section provides comprehensive guidelines on preparing for and conducting meetings, ensuring adherence to legal requirements, and maintaining accurate records. By adhering to these protocols, you will contribute to an environment where decisions are made effectively, stakeholder engagement is maximized, and the CAA's or WA's goals are met with transparency and accountability, leading to the overall improvement of the CAA's or WA's operations.

4.1 LEGISLATION

- *The Conservation and Development Act (C&D Act)*
- *The Conservation and Development Regulations (C&D Regs)*
- *The Watershed Association Act (WA Act)*

4.2 GOVERNANCE

CAA and WA meetings set the groundwork for the governance and decision-making processes that will shape their operations. Adhering to the legislation is critical to ensuring the CAA/WA maintains transparency, accountability, and effective fulfillment of its duties.

A 'quorum' must be present for a meeting of the CAA/WA to be valid. This means that a majority of the CAA/WA's Board members, as defined in the legislation, must be in attendance (*C&D Act*, Section 27(3); *WA Act*, Section 17). In the absence of the Board Chair or Vice Chair, the present members must elect a member amongst them to assume the role of the Chair, ensuring that decisions are made with the participation of a significant portion of the authority's members (*C&D Act*, Section 27(4); *WA Act*, Section 14(3)). The meeting chair has voting rights on all matters, and in the event of a tie, the question at hand will be considered negative (*C&D Act*, Section 27(5)).

4.3 ADMINISTRATIVE AND OFFICER APPOINTMENTS

As stipulated in the legislation, the first meeting of a newly elected CAA/WA board is crucial for establishing the governing body's leadership structure and key roles. For a CAA, this meeting must occur within sixty days of the election (*C&D Act*, Section 25 (1)). During this initial session, the Board is required to elect a chair and a vice-chair from among its members (*C&D Act*, Section 25 (1); *WA Act*, Section 14(1)).

Additionally, the Board must appoint a Secretary-Treasurer unless the Minister grants authorization otherwise (*C&D Act*, Section 25(2); *WA Act*, Section 15 (1)). If the Board requests, the Minister may appoint an individual from the public service of Saskatchewan to serve as the Secretary-Treasurer or for multiple boards to act as the Secretary-Treasurer for those boards. In the absence of a ministerial appointment, the Board must ensure that the treasurer or

Secretary-Treasurer provides a fidelity bond from a guarantee company, as mandated by *The Guarantee Companies Securities Act* (see Section 4.10.1).

4.4 BUDGET MEETINGS

*Please see the **Budget Meeting Agenda – Template**.*

CAA budget meetings are a critical part of the governing board's annual operations. The budget meeting is where the board determines the money necessary to operate the projects and maintenance for the year. It is an opportunity for the board to review the previous year's budget and project expenses, analyze the current financial situation, and make informed decisions about the upcoming year's budget needs.

To prepare for the budget meeting, the Secretary-Treasurer should prepare a budget proposal for the year before May 31 and call the budget meeting for the board to review and approve it shortly following this. Budgets should be inclusive of administrative, maintenance, and project costs.

During the budget meeting, the board reviews and approves the budget for the upcoming year, examines assessments and associated levies, and identifies any external funding sources needed. The budget meeting enables the board to identify any financial challenges and opportunities, prioritize projects, and ensure that the budget aligns with the board's strategic plan.

4.5 REGULAR MEETINGS

*Please see the **Regular Meeting Agenda – Template**.*

The CAA is required to hold two (2) regular meetings each year. The first meeting must take place before June 1, and the second meeting must occur before December 1 (*C&D Act*, Section 27(1)). These meetings should be scheduled with at least a four-month interval between them to ensure adequate time for planning, execution, and review of the CAA's activities.

These regular meetings are crucial for discussing new and remaining business related to Conservation and Development (C&D) projects and financial matters. The meetings provide an opportunity to review ongoing projects, plan new initiatives, assess financial performance, and make necessary adjustments to ensure the effective implementation of the authority's goals. By maintaining a four-month gap between meetings, members have sufficient time to execute decisions made in the previous meeting and adequately prepare for the next meeting, fostering continuity and thorough oversight of C&D activities.

To ensure that these meetings are productive and well-organized, it is recommended to develop and send out an agenda well in advance. A template for the agenda is available on the SCDA website. This agenda should cover all essential topics to guide the discussion and decision-making process. Necessary topics to include in the agenda are:

- **Approval of the Agenda:** Ensuring that all members agree on the meeting's structure and topics to be discussed.

- **Approval of Previous Meeting Minutes:** Reviewing and approving the minutes from the last meeting to confirm accuracy and address any pending issues.
- **Business Arising:** Discussing any ongoing or unresolved matters from previous meetings.
- **Tabled Items from the Previous Board Meeting:** Addressing any items that were postponed or not fully resolved in the last meeting.
- **Standing Items:** Regular topics that need continuous oversight and review, such as budget updates, project progress reports, and compliance issues.
- **Reporting New Business:** Introducing and discussing new topics, projects, or issues that require the board's attention and decision-making.

Additionally, it is imperative that all decisions of the board are recorded accurately. Proper documentation of motions, discussions, votes, and other meeting actions is essential. This meticulous record-keeping ensures transparency and accountability, providing a clear historical record of the board's activities and decisions. Accurate documentation also aids in tracking progress, making informed decisions, and maintaining the integrity of the authority's operations.

4.6 ANNUAL GENERAL MEETINGS (AGMs)

*Please see the **AGM Meeting Agenda – Template**.*

A CAA is responsible for holding an AGM each year for the owners and occupants of land within the area (*C&D Act*, Section 33(1)). The AGM is meant to provide stakeholders with updates as to the workings of the C&D and provide them the opportunity to ask questions and voice complaints.

Notice of the meeting needs to be posted at least 14 days before the meeting date and should include information on the time and location the meeting is to be held. Section 33 (2) of *The C&D Act* outlines the method by which this notice should be delivered to stakeholders, such as:

- Published in a local, circulating newspaper in the C&D area and posted in at least two (2) conspicuous places in each rural municipality within the area; or
- Mailed to all owners of land within the C&D.

The following is required to be prepared and presented at the AGM (*C&D Act*, Section 33(3)):

- An Audited Financial Statement for the previous fiscal year;
- An Interim Financial Statement for the current year; and
- A report from the Chair on both the previous year's activities and the program for the current year.

4.7 OTHER MEETINGS & CONVENTIONS

4.7.1 Special Meetings

The Chairperson or any two members of the Board, possess the authority to convene a special meeting at any point in time (*C&D Act*, Section 27(2)). This provision is put in place to ensure that any urgent matters or issues that emerge unexpectedly can be dealt with promptly and effectively. It is the mandate of the Secretary-Treasurer, as an essential role within the organizational structure, to ensure that all members of the board are duly notified about the meeting. This entails sending out timely and accurate notices to each board member, providing them with sufficient information and lead time to prepare for the meeting. This process ensures that all board members are well-informed and able to contribute effectively to the discussions and decisions made during the meeting.

4.7.2 External Meetings and Conventions

The CAA can authorize its members to attend conventions and meetings (other than CAA meetings) and to perform duties for the CAA by passing a resolution in any meeting of the Board (*C&D Act*, Section 28(1)).

4.8 REMUNERATION FOR ATTENDANCE AND DUTIES

When members participate in external meetings and conventions activities or attend CAA meetings, the CAA can determine the compensation by passing a resolution. This resolution can set the daily remuneration and the allowance for travel, food, and accommodation expenses for each mile travelled (*C&D Act*, Section 28(2)).

Members must submit an itemized report to the Secretary-Treasurer detailing the work done; services performed, meetings and conventions attended, mileage travelled, and expenses for food and accommodation. Payment will be made only after approval from the chairperson or a resolution from the CAA (*C&D Act*, Section 28(4)).

4.9 RUNNING A MEETING - ROBERTS RULES OF ORDER

Effective meeting management is crucial for the success of any organization, and Robert's Rules of Order provides a comprehensive framework to ensure that meetings are conducted efficiently, fairly, and transparently. As a Secretary-Treasurer, you play a vital role in implementing these rules, which guide the conduct of meetings, the process for making and voting on motions, and the overall decision-making process.

Outlined below are the key elements of Robert's Rules of Order tailored to the responsibilities of the Secretary-Treasurer. It covers the adoption of minutes, the procedures for introducing and handling motions, the protocols for debate and amendments, and the methods for closing discussions and meetings. By following these guidelines, you can help maintain order, ensure equal participation, and facilitate effective decision-making within the CAA.

4.9.1 Adoption of Minutes

- **Quorum:** A majority of the Board members of the CAA/WA must be present to constitute a quorum.
- **Reading Minutes:** The Secretary-Treasurer reads the minutes from the previous meeting after the call to order.
- **Corrections:** The Chair asks for "errors or omissions" in the minutes.
- **Adoption:** Corrections are made immediately, followed by a motion to adopt the minutes, which is then put to the meeting for approval.

4.9.2 Motions

- **Introduction:** A motion must be moved and seconded to introduce a discussion on a subject. Sometimes, a well-formed motion arises from preliminary discussions.
- **Seconding:** All motions (except a motion to adjourn) need a seconder unless a motion to dispense with seconds is made.
- **Confirmation:** Ensure that the motion is confirmed with the Secretary-Treasurer before voting.
- **Notice of Motion:** Board members may give a "Notice of Motion" to indicate their intention to present a motion at a subsequent meeting, especially for significant matters like constitutional changes.
- **Reconsideration:** A rejected motion should not be reintroduced in the same session unless at least two-thirds of the Board members approve reconsideration.

4.9.3 Speak Only Once

- In all meetings except committee meetings, only the mover of a motion can speak more than once, unless providing an explanation or answering a question. Speakers should consolidate their ideas to make their point effectively.

4.9.4 Right to Reply

- The mover of an original motion has the right to reply to the debate.
- The mover of an amendment or an amendment to an amendment may speak only once.
- The mover of an original motion may speak to an amendment without losing their right to speak again to their original motion.

4.9.5 Closing Debate ("The Previous Question")

- A member may move that "the question be now put." If seconded, no further debate is allowed unless the Chair accepts a question. If the motion to put the question is defeated, discussion on the original motion continues.

4.9.6 Amendments

- A motion can be amended up to the time the question is called.
- **Types of Amendments:**
 - **Deletion:** By deleting specific words.
 - **Deletion and Insertion:** By deleting certain words and substituting others.

- **Insertion or Addition:** By adding specific words.
- An amendment must change the motion in detail without altering its principle.
- The amendment is voted on first. If it is defeated, debate on the original motion continues. If adopted, the amendment becomes part of the motion, which may be further amended.

4.9.6.1 Amendment to the Amendment

- It is permissible to move an amendment to a proposed amendment to the main motion.
- The last amendment is submitted for adoption first.
- If the amendment to the amendment is rejected, another may be proposed.
- Only three questions can be before the meeting at one time: the main motion, an amendment, and an amendment to the amendment.

4.9.7 Tabled Motions

- A motion can be tabled (postponed) by moving that it be laid on the table. This motion is not debatable.
- If adopted, the meeting moves to the next order of business.
- To reconsider the tabled motion, a member must move "that we do now consider the motion laid on the table," which must be approved before taking up the matter again.

4.9.8 Motion Withdrawn

- With the consent of the seconder and the unanimous approval of the meeting, the mover may withdraw a motion or amendment.
- Motions must be withdrawn in the same order they would be voted upon; an amendment must be withdrawn before the main motion.
- One negative vote prevents the withdrawal of a motion.

4.9.9 Putting the Question

- If a meeting does not close debate by asking for the question, the Chair takes the vote once the discussion is finished: "Is the meeting ready for the question?"
- Votes can be taken by yes or no, a show of hands, a standing vote, or a ballot, depending on custom or decision.
- The Chair votes only in the case of a tie. For significant decisions, a close vote may indicate the need for further study, which the Chair can suggest.
- The Chair declares the motion "carried" or "lost."

4.9.10 Adjournment

- The Chair must entertain a motion to adjourn whenever it is presented.
- When all agenda items have been covered and business is finished, the Chair asks: "Is there any other business before the meeting?" If there is none, the Chair may declare the meeting closed or ask for a formal motion to adjourn.

4.10 HOW TO TAKE MEETING NOTES

Effective meeting notes or minutes are crucial for keeping track of what was discussed and decided during a meeting. They serve as a record of the meeting's proceedings and are often used as a reference for future meetings. The following are some tips for taking effective meeting notes:

1. **Be attentive:** Pay close attention to the discussion and take note of important points and decisions. Be sure to ask for clarification when needed, especially for resolutions. It's important to capture the essence of the discussion and avoid getting bogged down in too much detail.
2. **Record the meeting audio:** If possible, record the meeting audio to review later if needed. This can help you capture important points that you may have missed or clarify any confusion. However, it's important to obtain permission from all participants before recording the meeting.
3. **Use an outline:** Organize your notes in a logical and structured manner. An outline can help you keep track of the main topics discussed and the decisions made. It is always a good idea to develop a meeting agenda outlining the topics of discussion prior to the meeting and use this as a guide for your notes.
4. **Use clear and concise language:** Use clear and concise language to avoid confusion and ambiguity. Avoid using jargon or technical terms that others may not understand.
5. **Record decisions and action items:** Record any decisions made during the meeting and any action items that were assigned. Be clear about who is responsible for each action item and when it is due.
6. **Number the meeting resolutions:** Start numbering resolutions with No. 1 as the first resolution in a calendar year and continue numbering throughout that year.
 - a. Examples: for 2023, use 1-2023, 2-2023, 15-2023, etc.; in 2030, use 1-2030, 2-2030, 15-2030, etc.; for Annual General Meetings, use 1A-2023, 2A-2023, etc.
7. **Review and distribute:** Review your notes as soon as possible after the meeting to ensure accuracy and completeness. Distribute the meeting notes to all participants in a timely manner.
8. **In resolutions authorizing payment of bills, quote the following:**
 - a. Cheque number
 - b. Payee name
 - c. Payment reason
 - d. Payment amount
 - e. Project Fund payment is to be made from

4.11 INSURANCE & BONDS

4.11.1 Fidelity Bonds

The CAA/WA Secretary-Treasurer is responsible for obtaining a fidelity bond, which is a type of insurance that protects an organization against financial losses resulting from fraud, theft, or other dishonest acts committed by its employees or officers (*C&D Act*, Section 26(1); *WA Act*, Section 15(3)). The bond guarantees that the organization will be reimbursed for any losses suffered as a result of such acts. The fidelity bond can be obtained through the Saskatchewan Association of Rural Municipalities (SARM), or through SCDA membership and must be renewed yearly. It is important to note that the fidelity bond premiums are the responsibility of the CAA/WA board.

4.11.2 Insurance

Insurance is vital for CAAs/WAs. It provides financial protection against risks like natural disasters, infrastructure failures, and other unforeseen circumstances, ensuring these organizations can continue their essential work in agricultural water management.

4.11.2.1 Insurance Claims

As directed by legislation, all CAAs/WAs are responsible for damages if their actions negatively impact any land, crops, livestock, buildings, or appurtenances (*C&D Act*, Section 30(1); *WA Act*, Section 23(1)). A claim for such damages must be submitted in writing to the Secretary-Treasurer within sixty days of the injury or its discovery. If this deadline is not met, the claimant loses the right to seek damages (*C&D Act*, Section 30(2); *WA Act*, Section 23(2)). In cases involving minors or individuals who are incapacitated, the claim must be made within sixty days after the disability ends or their death (*C&D Act*, Section 30(3); *WA Act*, Section 23(2)).

4.11.2.2 Obtaining Insurance Coverage

C&Ds can obtain insurance coverage from any insurance issuer or through membership with the SCDA. The premiums are calculated based on the number of assessed acres and ditch miles within the area, making it essential to maintain accurate and up-to-date records of these values.

4.11.2.3 Types of Insurance Coverage

- **Commercial Liability Coverage** protects the organization from claims for bodily injury, property damage, or personal injury.
- **Directors and Officers Liability Coverage** protects the organization's officers and directors from legal actions taken against them for wrongful acts committed in their capacity as officers or directors.

Maintaining comprehensive insurance coverage is vital for CAA/WA's financial stability and operational security. It ensures protection against various potential liabilities.