

In a letter dated October 15, 2021, the Minister of the Environment, Conservation and Parks, per s. 30 of the *Resource Recovery and Circular Economy Act, 2016*, directed the Authority to establish a Service Provider Advisory Council to provide advice to the Authority on matters related to carrying out its objects.

As outlined in the direction letter, the role and purpose of the Council is to:

- Provide advice and feedback to the Authority during the business planning process
- Provide feedback on matters the Authority is consulting on
- Provide feedback on other matters as determined by the Council or directed by the Minister.

The Council, however, does not:

- Make decisions pertaining to the operations and finances of the Authority
- Discuss specific compliance matters.

Code of Conduct

Council members will conduct themselves consistent with the Council's code of conduct:

- Engage in open and constructive dialogue
- Act ethically and with respect and courtesy
- Act professionally in language and behaviour
- Support the work of the group
- Do not discuss or exchange competitively sensitive information that may or will in fact breach the Competition Act

Membership and Council Structure

As outlined in the Minister's direction letter, the Authority is responsible for appointing Council members, as well as the Co-Chairs, in consultation with industry and the ministry. In accordance with the Minister's direction, the Council will be comprised of:

- A maximum of 11 members from the waste management sector representing a cross-section of the service provider community, which could include municipal representation.
- At minimum, one member representing the interests of service providers under each regulation made under Part IV of the RRCEA and for each existing Waste Diversion Transition Act (WDTA) program.

Additionally:

- Council memberships will be assigned to organizations, not individuals.
- Council members may send a delegate to attend a Council meeting as a representative.
- Council members will be appointed to a 3-year term, renewable at the discretion of the Authority in consultation with industry and the ministry.

Membership may be terminated by the Authority, in consultation with the Council Co-Chairs for the following reasons:

- Poor attendance
- Not participating in Council activities
- Violating the Code of Conduct
- No longer a service provider for materials regulated by the Authority
- Other reasons as determined by the Authority

The Authority's Board Chair and/or his designate will be responsible for:

- Attending Council meetings
- Meeting directly with representatives of the Council at least once a year
- Meeting with the Minister, the Council Co-Chairs, and at least one service provider representative from the Council at least once a year to discuss the work of the Council.

The Council will be supported by Authority staff, who will be responsible for:

- Serving as the Council Secretary
- Scheduling meetings
- Supporting the Co-Chairs in creating an agenda and distributing
- Taking Council meeting minutes
- Communicating the Authority's responses to Council recommendations

The Council shall be chaired by Co-Chairs selected by the Authority, with one Co-Chair from the Authority and one Service Provider Co-Chair.

The Council Co-Chairs will be responsible for:

- Presiding over meetings
- Setting Council meeting agendas in consultation with Authority staff
- Ensuring the Council operates in accordance with the Terms of Reference
- Addressing issues of non-performance/participation of Council members
- Enforcing the Council's code of conduct
- Meeting with the Minister, the Chair of the Authority Board, and at least one other Council member at least once a year to discuss the work of the Council
- Meeting with the Authority Board and at least one other Council member at least once a year to discuss work related to the Council.

Council members will be responsible for:

- Actively participate in Council meetings
- Providing advice to the Authority during the Authority's business planning process
- Providing feedback on matters the Authority is consulting on and other matters as determined by the Council
- Approving draft meeting minutes
- On request, meeting with the Authority's Board and the Minister as a representative of the Council

Ministry Staff will be responsible for:

- Providing feedback to the Authority to assist in appointing Council members, including the appointment of the Chair and/or Vice Chair and/or Co-Chairs
- Attending Council meetings as an observer

Organization and Administration of Council Meetings

The Council will meet a minimum of twice annually and all meetings will be supported by the Council Secretary. Additionally:

- The Council secretary will distribute meeting agendas and related materials to Council members a minimum of seven days in advance of each meeting
- Quorum of 50% plus one, including the Co-Chairs, must be met prior to commencement of Council meetings
- The Council secretary will be responsible for capturing meeting minutes and will work with the Co-Chairs to ensure that draft minutes are reviewed by Council members, finalized and posted to the Authority's website within two weeks of the meeting
- Performance of the Council may be reviewed by the Council from time to time, to gauge effectiveness and identify opportunities for improvement

Membership Expenses and Honoraria

Any expenses related to the running of the Council will be paid by the Authority, taking into consideration the government's Travel, Meal and Expenses Directive, 2020.

Council members will not be remunerated for their participation.

Transparency Measures

The Council will operate transparently as a representative body of the Authority's broader service provider community. As such, the following transparency measures will be established:

- Council membership will be posted to the Authority's website
- Minutes will be taken at all meetings and posted to the Authority's website
- The Council's Terms of Reference will be posted to the Authority's website

Review of Terms of Reference

These Terms of Reference may be reviewed from time to time, to ensure their relevance.