



Ombudsman Report

**Investigation into complaints about meetings
of council for the Town of Saugeen Shores**

**Barbara Finlay
Acting Ombudsman of Ontario**

May 2026

Complaint

- 1 My Office received a complaint in January 2025 about seven meetings of council for the Town of Saugeen Shores, held on May 9, 2022, March 13, 2023, September 11, 2023, March 25, 2024, June 10, 2024, December 9, 2024, and January 6, 2025. For six of the seven meetings, the complaint alleged that council had not provided enough information about one of the topics discussed in each closed session. For the seventh meeting, the complaint alleged that one of the topics discussed in closed session did not fit within the open meeting exceptions under the *Municipal Act, 2001* (the “Act”).¹
- 2 In October 2025, my Office received a further complaint that council failed to provide sufficient information about the topic discussed during a closed meeting on September 22, 2025.
- 3 For the reasons set out below, I have concluded that council contravened section 239(4)(a) of the *Municipal Act, 2001* on May 9, 2022, March 13, 2023, September 11, 2023, March 25, 2024 and June 10, 2024 by failing to provide a description of the general nature of the matter to be considered in the resolutions to move into the closed meetings. I have concluded there was no contravention of section 239(4)(a) of the Act on January 6, 2025 and September 22, 2025.
- 4 My investigation also found that the discussion in closed session on December 9, 2024 fit within the open meeting exceptions for information supplied in confidence by a third party and advice that is subject to solicitor-client privilege under sections 239(2)(i) and (f) of the Act.

Ombudsman jurisdiction

- 5 Under the *Municipal Act, 2001*, all meetings of council, local boards, and committees of either must be open to the public, unless they fall within prescribed exceptions.
- 6 As of January 1, 2008, the Act gives anyone the right to request an investigation into whether a municipality or local board has complied with the Act in closing a meeting to the public. Municipalities may appoint their own investigator. The Act designates the Ombudsman as the default investigator for municipalities that have not appointed their own.
- 7 The Ombudsman is the closed meeting investigator for the Town of Saugeen Shores.

¹ SO 2001, c 25.

- 8 When investigating closed meeting complaints, we consider whether the open meeting requirements in the Act and the applicable procedure by-law have been observed.
- 9 My Office has reviewed and investigated hundreds of closed meeting complaints since 2008. To assist municipal councils, staff, and the public, we have developed an online digest of open meeting cases. This searchable repository was created to provide easy access to the Ombudsman’s decisions on, and interpretations of, the open meeting rules. Council members and staff can consult the digest to inform their discussions and decisions on whether certain matters can or should be discussed in closed session, as well as issues related to open meeting procedures. Summaries of the Ombudsman’s previous decisions can be found in the digest: www.ombudsman.on.ca/en/info-public-bodies-and-officials/municipal-government/municipal-meeting-digest.
- 10 The Ontario Ombudsman also has the authority to conduct impartial reviews and investigations of hundreds of public sector bodies. This includes municipalities, local boards, and municipally-controlled corporations, as well as provincial government organizations, publicly funded universities, and school boards. In addition, the Ombudsman’s mandate includes reviewing complaints about the services provided by children’s aid societies and residential licensees, and the provision of French language services under the *French Language Services Act*. Read more about the bodies within our jurisdiction here: www.ombudsman.on.ca/en/make-complaint/what-we-can-help-you/organizations-you-can-complain-about.

Investigative process

- 11 On April 22, 2025, my Office advised the Town of our intent to investigate the complaint about meetings on May 9, 2022, March 13, 2023, September 11, 2023, March 25, 2024, June 10, 2024, December 9, 2024, and January 6, 2025. On October 15, 2025, my Office issued a second notice of investigation to the Town about the September 22, 2025 meeting.
- 12 Members of my Office’s open meeting team reviewed the open and closed meeting agendas and minutes for all eight meetings. We also interviewed the Town’s former Clerk, Mayor, and lawyer.
- 13 My Office received full co-operation in this matter.

May 9, 2022 meeting

- 14 On May 9, 2022, council held a regular council meeting. The open meeting agenda identified three items for discussion in closed session, one of which was “discussing the Cedar Crescent Village.” Cedar Crescent Village is the name of a waterfront development at Port Elgin Beach, which has been in development since 2019.
- 15 At the meeting, council passed a resolution to move into closed session that included the wording of two exceptions under the *Municipal Act, 2001*, one of which was the exception for advice subject to solicitor-client privilege under section 239(2)(f) of the *Municipal Act, 2001*. However, council did not specify in the resolution which of the two exceptions applied to each of the three topics of discussion.
- 16 Our investigation established that the Town’s lawyer was present in the closed meeting for the discussion of the Cedar Crescent Village matter. She spoke to council about a court proceeding that had been brought against the Town and council members asked her questions. At the end of the discussion, council gave direction to the lawyer.
- 17 Following closed session, council reported back in open session that it had discussed the Cedar Crescent Village matter.

Analysis

- 18 Under section 239(4)(a) of the *Municipal Act, 2001*, council is to state by resolution the general nature of the matters to be discussed in closed session.
- 19 In *Farber v Kingston*, the Court of Appeal held that “the resolution to go into closed session should provide a general description of the issue to be discussed in a way that maximizes the information available to the public while not undermining the reason for excluding the public.”² The court held that the “clear legislative purpose” behind section 239 of the *Municipal Act, 2001* was “maximiz[ing] the transparency of municipal governance so far as possible in the circumstances.”³

² *Farber v Kingston (City)*, 2007 ONCA 173 at para 21 online: <<https://canlii.ca/t/1qtz/>> [*“Farber”*].

³ *Ibid*, at para 19.

- 20 My Office has affirmed there is a requirement that municipalities add a level of “informative detail” to the resolution to move into a closed meeting.⁴ My Office has previously described this requirement as meaning that council should provide a “brief description of the subject matter to be considered in closed session.”⁵
- 21 Publicly identifying the nature of the topics of discussion is not a mere procedural technicality. The purpose of this obligation is to enhance the transparency of local democracy and ensure that decision-makers are accountable when they discuss matters behind closed doors. Failing to comply with this requirement can result in a loss of public confidence in municipal governance.⁶
- 22 In the present case, council gave a brief description of the matter to be considered in the closed meeting – “discussing the Cedar Crescent Village.” However, it did not maximize the information available to the public, as it could have provided additional informative detail. For example, it could have revealed it was going into closed session to receive legal advice in relation to the Cedar Crescent Village project. This additional detail would not have undermined council’s reason for going into closed session.
- 23 Accordingly, I find that council contravened section 239(4)(a) of the *Municipal Act, 2001* on May 2, 2022 by failing to provide sufficient information about the topic of discussion in the resolution to move into closed session.

March 13, 2023 meeting

- 24 On March 13, 2023, one of the items identified on the open meeting agenda for discussion in closed session was a “disposition of land” matter.
- 25 At the meeting, the resolution to move into closed session consisted of the wording of three exceptions under the *Municipal Act, 2001*, including the exception for an acquisition or disposition of land under section 239(2)(c) of the Act. Again, however, the resolution did not specify which exception(s) applied to each closed session discussion item.
- 26 Our investigation established that during the closed meeting, council received and discussed a staff report about a pending exchange of land between the Town and a private landowner. The exchange had been agreed to during the previous term of council and staff had provided the report to bring the new council up to speed on the matter. During the meeting, staff sought direction on next steps to complete the exchange.

⁴ *Russell (Township of) (Re)*, 2015 ONOMBUD 29 at para 34, online: <<https://canlii.ca/t/gtp73>>.

⁵ *South Huron (Municipality of) (Re)*, 2015 ONOMBUD 6 at para 58, online: <<https://canlii.ca/t/gtp80>> [“*South Huron*”].

⁶ See *Casselman (Municipality of) (Re)*, 2022 ONOMBUD 14 at para 18, online: <<https://canlii.ca/t/jrkx7>>.

- 27 Following the closed session, council reported back that it had received some information and had provided staff with direction related to a disposition of land.

Analysis

- 28 In its resolution to move into closed session, council cited the *Municipal Act, 2001* exceptions it was relying upon, but did not provide any additional information about the “disposition of land” matter.
- 29 In my opinion, council could have provided more information in the resolution without undermining the reason for excluding the public. For example, council could have stated that it was going to be discussing a land exchange matter without identifying the specific property in question or the private landowner with whom council had an agreement.
- 30 Consequently, I find that council contravened section 239(4)(a) of the *Municipal Act, 2001* on March 13, 2023 by failing to provide a description of the general nature of the matter to be considered in the closed meeting.

September 11, 2023 meeting

- 31 At the Town’s regular council meeting on September 11, 2023, one of the items for discussion in closed session was identified on the open meeting agenda as “discussion and directions to staff for a potential disposition and/or acquisition of land.”
- 32 Again, council’s resolution to move into the closed session consisted entirely of three exceptions under the *Municipal Act, 2001*, one of which was the exception for an acquisition or disposition of land under section 239(2)(c) of the Act. Once again, the resolution did not specify which exception(s) applied to each closed session item.
- 33 In the closed meeting, council discussed a request from a private business to buy a portion of a rural road.
- 34 Following closed session, council reported back that it had given direction to staff related to a potential disposition of land.

Analysis

- 35 Here, council did not provide any description of the topic to be discussed in the closed meeting beyond the general wording of the exception for an acquisition or disposition of land from section 239(2)(c) of the Act.
- 36 I find that council could have provided more information in the resolution to move into the closed session on September 11, 2023. For example, council could have described the topic of discussion as a “potential disposition of a portion of a rural road”.
- 37 During our investigation, it was expressed to us that given the stakes involved in land negotiations, and council’s desire to obtain the best deal in the public interest, the Town would not want to reveal anything to the public that might undermine or complicate its negotiations with the other party to a potential land transaction.
- 38 While I understand that council would not want to reveal anything to the public that might prejudice its position during negotiations of a potential land transaction, I cannot agree that in all cases this means council is only required to state in the resolution to move into closed session the wording of the exception for acquisition or disposition of land and nothing more. The court in *Farber v Kingston* explicitly considered and rejected such an approach – namely, that section 239(4)(a) of the *Municipal Act, 2001* requires only that council state in the resolution the exception it is relying upon and nothing else: “The notion of ‘the general nature of the matter to be considered’ suggests more fidelity to transparent governance than that, while recognizing that a full description of the matter to be considered cannot be revealed to the public because of the very need to go into closed session.”⁷
- 39 In my view, council could have provided more informative detail about the potential disposition of land discussed in closed session on September 11, 2023. Consequently, I find that council contravened section 239(4)(a) of the Act on that date.

March 25, 2024 meeting

- 40 The open meeting agenda for the regular council meeting on March 25, 2024 identified one of the items for discussion in closed session as “consideration of a proposed disposition of land by the municipality.”

⁷ *Farber*, *supra* note 2 at para 20.

- 41 Once again, the resolution to move into closed session consisted of several exceptions under the *Municipal Act, 2001*, including the exception for acquisition or disposition of land under section 239(2)(c), but there was no indication in the resolution which exception(s) applied to each closed meeting item.
- 42 During the closed meeting, council discussed a proposal by a private landowner to purchase a portion of a municipal laneway.
- 43 Following the closed meeting, council reported back that it had given direction to staff on a proposed disposition of land by the municipality.

Analysis

- 44 On March 25, 2024, council did not provide a description of the general nature of the matter to be considered in the closed meeting. The resolution consisted of only the exceptions under the Act that council was relying upon, while the agenda item description was also essentially the wording of section 239(2)(c) of the Act. This is not sufficient.
- 45 In my view, council could have described the topic of discussion in the resolution as a “proposed disposition of a municipal laneway” without identifying the laneway in question or which private individual was seeking to buy it. Including even small pieces of information such as this about the closed session topic of discussion assists with transparency and can go a long way towards instilling confidence in the public that the municipality is complying with the open meeting rules.
- 46 I find that council contravened section 239(4)(a) of the Act on March 25, 2024.

June 10, 2024 meeting

- 47 At the regular council meeting on June 10, 2024, the open meeting agenda identified one of the topics for discussion in closed session as “negotiations for a proposed or pending disposition of land.”
- 48 During the closed meeting, council discussed its plans for an affordable housing project and whether it should issue a request for proposals or pursue direct negotiations with a particular third party that had expressed an interest in the project. Council directed staff to pursue negotiations with the third party.
- 49 Following the closed meeting, council reported back in open session that it discussed and gave direction to staff on negotiations for a proposed or pending disposition of land.

Analysis

- 50 Once again, council did not provide any information about the topic of discussion in closed session beyond the approximate wording of the open meeting exception under the *Municipal Act, 2001* that it was relying upon.
- 51 In my view, council could have described the topic of discussion as being about an affordable housing project. This would not have identified either the potential location of the development or the third party with whom council was considering negotiating.
- 52 Accordingly, I find that council contravened section 239(4)(a) on June 10, 2024.

December 9, 2024 meeting

- 53 The complaint to my Office about the December 9, 2024 meeting was that council's discussion should not have taken place behind closed doors, and was not about the sufficiency of the resolution.
- 54 On December 9, 2024, the Town held a regular council meeting that was called to order at 9 p.m. Shortly thereafter, council resolved to add an item to the agenda for discussion in closed session – an update on the Cedar Crescent Village project, relying upon the exception for information supplied in confidence by a third party under section 239(2)(i) of the *Municipal Act, 2001*.
- 55 Our investigation established that the discussion at the meeting involved a document provided to council by the proponent of the Cedar Crescent Village project. The document related to financing of the project. We also established that the proponent explicitly requested that the document be kept confidential. The discussion in closed session related to the document, the project's status, and council's possible next steps. During the closed meeting, the CAO presented a report to council about the document. The Town's lawyer was also present during the closed meeting. Council asked her questions and the lawyer provided advice. At the end of the meeting, council provided staff with directions on next steps.
- 56 Once back in open session, council reported back that council had provided direction to staff.

Analysis

Information supplied in confidence by a third party

- 57** In discussing the update on the Cedar Crescent Village project in closed session, council relied on the exception for information supplied in confidence by a third party under section 239(2)(i) of the *Municipal Act, 2001*. The complaint my Office received about this meeting alleged that the topic discussed did not fit within the exceptions under the Act.
- 58** The purpose of the exception for information supplied in confidence by a third party is to protect confidential information that belongs to, and is about, a third party.⁸ The exception applies in the following circumstances:
- i. The information discussed falls into one of the listed categories (a trade secret, or scientific, technical, commercial, financial, or labour relations information);
 - ii. It is supplied confidentially, whether explicitly or implicitly, to the municipality by a third party; and,
 - iii. If disclosed, it would reasonably be expected to cause harm to the third party.⁹
- 59** In this case, of the listed types of information in section 239(2)(i) of the Act, from what we were told and our own review of the document, we considered whether the document contained financial or commercial information.
- 60** In the context of this exception, “financial information” is information that is related to money and its use or distribution and contains or refers to specific data.¹⁰ Here, the document in question did not contain any specific data or references to money. As such, it does not qualify as financial information.
- 61** “Commercial information” in this context is information relating to the buying, selling or exchange of merchandise or services.¹¹ As the document concerned financing for the project, I am satisfied it qualifies as commercial information.
- 62** Further, the investigation established that when the proponent of the project provided the document to the Town, they did so with explicit instructions to keep it confidential and provided an explanation of the repercussions that could arise if it were to be disclosed to the public. Having reviewed the document, as well as the

⁸ See *Brockton (Municipality of) (Re)*, 2023 ONOMBUD 13 at para 20, online: <<https://canlii.ca/t/k11jq>>; *Essex (Town of) (Re)*, 2025 ONOMBUD 7 at para 70, online: <<https://canlii.ca/t/kg8bd>> [“Essex”].

⁹ *Ibid*, *Essex*.

¹⁰ *Ibid*.

¹¹ *Ibid* at para 71.

surrounding circumstances, the assertion by the proponent is credible and I am therefore persuaded that the second and third criteria for the exception for information supplied in confidence by a third party are satisfied here.

63 Consequently, I find that part of council’s discussion – the part that related to the document – fit within the exception for information supplied in confidence by a third party under section 239(2)(i) of the *Municipal Act, 2001*.

64 As this was only part of council’s discussion during the closed meeting, however, and although it was not cited by the Town prior to moving into the closed meeting, I will also consider whether the exception for advice subject to solicitor-client privilege under section 239(2)(f) applied here.

Advice subject to solicitor-client privilege

65 The exception for advice subject to solicitor-client privilege applies to discussions in closed session between municipal officials and their lawyer when they are seeking or receiving legal advice that is intended to be confidential, as well as communications necessary for that purpose.¹² The purpose of the exception is to ensure that municipal officials can speak freely about legal advice without fear of disclosure.¹³

66 Here, our investigation established that the Town’s lawyer was present throughout the entirety of the discussion of the Cedar Crescent Village update, and that she gave advice to council about the document and the project, as well as the implications of possible next steps council could take.

67 Given the lawyer’s involvement in the discussion, I find that the exception for advice subject to solicitor-client privilege applied here.

January 6, 2025 meeting

68 The sole issue raised by the complaint to my Office regarding the January 6, 2025 meeting is whether the resolution was sufficient.

69 On January 6, 2025, one of the three items identified on the open meeting agenda for discussion in closed session was “a confidential matter regarding 2706913 Ontario Inc.”, followed by the wording of three exceptions under the *Municipal Act, 2001*: advice subject to solicitor-client privilege under 239(2)(f), information supplied in confidence by a third party under section 239(2)(i), and plans and

¹² See *Amherstburg (Town of) (Re)*, 2022 ONOMBUD 11 at para 26, online: <<https://canlii.ca/t/jr5rc>> [“Amherstburg”].

¹³ *Ibid.*

instructions for negotiations under section 239(2)(k). The numbered company 2706913 Ontario Inc. is the proponent of the Cedar Crescent Village project, which we were told is widely known in the community.

- 70 At the meeting, council passed a resolution to move into closed session that consisted only of the wording of four exceptions under the Act, including sections 239(2)(f), (i), and (k).
- 71 During the closed meeting, there was a discussion about the Cedar Crescent Village project. Two third parties attended part of the meeting and discussed the project with council.
- 72 Following closed session, council reported back on this topic that it discussed a confidential matter regarding 2706913 Ontario Inc.

Analysis

- 73 Considering the evidence about what was discussed in closed session, I am of the view that council could not have given more information in the resolution to move into the closed session without disclosing the nature of its discussion.
- 74 In my view, had council given further details about what the confidential matter was, it would have revealed the substance of council's discussion, thereby undermining the reason for going into a closed meeting in the first place.
- 75 While I appreciate that the Cedar Crescent Village project is a topic of great interest to some residents, that does not entitle them to details of confidential discussions, where council holds a properly closed meeting.
- 76 Accordingly, I find that on January 6, 2025, council satisfied the requirement in section 239(4)(a) of the Act to provide a description of the general nature of the topic to be discussed in the closed meeting.

September 22, 2025 meeting

- 77 The open meeting agenda for the regular council meeting on September 22, 2025 identified the topic for discussion in closed session as "advice that is subject to solicitor-client privilege on a litigation matter relative to conflicting title ownership for a Town-owned property."

- 78 At the meeting, the Mayor read out the description of the topic for discussion in closed session from the open meeting agenda, following which council passed a resolution to move into closed session that consisted solely of the wording of the exceptions for litigation or potential litigation and advice subject to solicitor-client privilege under sections 239(2)(e) and (f) of the *Municipal Act, 2001*.
- 79 The investigation established that the discussion in the closed meeting related to the Town's discovery of a conflict in ownership of a property.

Analysis

- 80 Here, the Town identified for the public that council would receive and discuss advice from its lawyer about a litigation matter that had to do with a discrepancy in the title documents for a Town-owned property. The description of the subject matter of discussion provides the public with sufficient informative detail about it, without undermining the reason for going into closed session.
- 81 Accordingly, I find that council satisfied the requirement in section 239(4)(a) of the *Municipal Act, 2001* to provide a general description of the topic for discussion in closed session on September 22, 2025.

General observations about resolutions

- 82 During our investigation of the second complaint we received, the former Clerk told my Office that she had begun putting more information in the descriptions of the topics for discussion in closed session than before. I acknowledge the efforts the Town has made to change its practices and include more information for the benefit of the public. I offer the following best practice suggestions to assist the Town in further enhancing the transparency and clarity of its resolutions going forward.
- 83 The Town's current practice when it comes to resolutions to move into closed session is to describe the general nature of the topics for discussion on the open meeting agenda. This description is normally read out at the open meeting, followed immediately by the resolution to move into closed session. The resolution itself, however, normally consists only of the exceptions under the *Municipal Act, 2001* that council is relying upon. Moreover, the Town does not explicitly specify which exception(s) of the Act relate to each topic of discussion.

84 While the *Municipal Act, 2001* does not require council to specifically indicate which exception(s) it intends to rely on for each matter discussed in closed session, I have previously encouraged other municipalities to adopt this as a best practice, and I encourage the Town to do so as well.¹⁴ In addition, I encourage the Town to include the description of the topic of discussion in the resolution itself, rather than only on the agenda.

General observations about reporting back

85 My Office recommends that after meeting behind closed doors, council should report back in open session on what transpired in the closed meeting, providing as much detail as the subject matter permits.¹⁵ In some cases, a report back might only consist of a general description of subjects considered in closed session, together with information about any decisions, resolutions, and directions given to staff.¹⁶ In other cases, the nature of the closed session discussion might allow for considerable information to be provided publicly.

86 Here, the Town's general practice is to report back using the same description of the topic discussed in closed session as that which was included on the agenda. I encourage council in future to adopt the best practice of, where possible, reporting back meaningful information of what was discussed behind closed doors.

Opinion

87 My investigation found that council for the Town of Saugeen Shores contravened section 239(4)(a) of the *Municipal Act, 2001* by failing to provide a description of the general nature of the matters to be considered in closed session on May 9, 2022, March 13, 2023, September 11, 2023, March 25, 2024 and June 10, 2024.

88 Council did not contravene section 239(4)(a) of the Act on January 6, 2025 and September 22, 2025.

89 In addition, my investigation found that council did not contravene the *Municipal Act, 2001* on December 9, 2024 when it discussed an update on the Cedar Crescent Village project, as its discussion fit within the exceptions for information supplied in confidence by a third party under section 239(2)(i) and advice that is subject to solicitor-client privilege under section 239(2)(f) of the Act.

¹⁴ See e.g. Letter from the Ontario Ombudsman to the City of Pickering (September 23, 2020), at p 2, online: <www.ombudsman.on.ca/en/our-work/municipal-meetings/city-pickering-september-23-2020>.

¹⁵ *South Huron*, *supra* note 5 at para 66; *Amherstburg*, *supra* note 12 at para 70.

¹⁶ *Ibid.*

- 90 During my investigation, the Mayor and former Clerk both expressed to my Office their desire to comply with the open meeting requirements of the *Municipal Act, 2001* and their openness to my Office's suggestions. In addition, after reviewing a preliminary version of this report, the Town assured my Office that it is committed to reviewing and strengthening its practices on an ongoing basis.
- 91 I commend the Town's commitment to improving the openness and transparency of its meeting practices, and I thank the Mayor and staff for the cooperativeness with which they approached our investigation.

Recommendations

- 92 I make the following recommendations to assist the Town of Saugeen Shores in fulfilling its obligations under the Act and enhancing the transparency of its meetings:

Recommendation 1

All members of council for the Town of Saugeen Shores and its committees should be vigilant in adhering to their individual and collective obligation to ensure that the municipality complies with its responsibilities under the *Municipal Act, 2001*.

Recommendation 2

Council for the Town of Saugeen Shores should ensure that all resolutions to proceed into a closed session provide a general description of all issues to be discussed in a way that maximizes the information available to the public while not undermining the reason for excluding the public.

Recommendation 3

Council for the Town of Saugeen Shores should specify which closed meeting exception(s) it intends to rely upon for each individual matter to be discussed in closed session.

Recommendation 4

Council for the Town of Saugeen Shores should, when possible, follow the practice of reporting back meaningful information about the matters considered in closed session.

Report

- 93 Council for the Town of Saugeen Shores was given the opportunity to review a preliminary version of this report and provide comments to my Office. All comments received were taken into consideration in the preparation of this final report.
- 94 This report will be published on my Office's website and should also be made public by the Town of Saugeen Shores. In accordance with section 239.2(12) of the *Municipal Act, 2001*, council is required to pass a resolution stating how it intends to address this report.



Barbara Finlay
Acting Ombudsman of Ontario

Ce rapport est aussi disponible en français