



J. Paul Dubé, Ombudsman

## BY EMAIL

December 9, 2025

Council for the Township of Centre Wellington  
1 MacDonald Square  
Elora, ON N0B 1S0

Dear Members of Council for the Township of Centre Wellington:

### **Re: Closed meeting complaint**

My Office received a complaint about a closed meeting held by council for the Township of Centre Wellington on June 16, 2025. The complaint alleged that council improperly discussed and decided on a matter in closed session that was listed on the open meeting agenda, in violation of the open meeting rules under the *Municipal Act, 2001* (the “Act”).<sup>1</sup>

I am writing to advise that following my Office’s review, I have determined that the meeting did not contravene the open meeting rules under the Act.

### **Ombudsman’s role and authority**

The Act gives anyone the right to request an investigation into whether a municipality has complied with the Act in closing a meeting to the public. My Office is the closed meeting investigator for the Township of Centre Wellington.

My Office has investigated hundreds of closed meetings. 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

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<sup>1</sup> SO 2001, c 25 [“*Municipal Act, 2001*”].

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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](http://www.ombudsman.on.ca/en/make-complaint/what-we-can-help-you/organizations-you-can-complain-about).

## Review

My Office reviewed the June 16, 2025 meeting materials, including the closed meeting minutes. We also spoke with the Manager of Legislative Services and Municipal Clerk, Legislative Coordinator, CAO, Mayor, and two councillors.

## June 16, 2025 meeting

On June 16, 2025 at 10:00 a.m., council met in the municipal building. Shortly after calling the meeting to order, council resolved to close the meeting, citing the exception for advice that is subject to solicitor-client privilege in section 239(2)(f) of the Act.

During the closed session, the Township's solicitor provided council with information related to a matter that was listed as an item on the agenda for the open session. We were told that during the closed session, the solicitor answered questions from council members and provided legal advice. We were further told that council received the information and advice from the solicitor but did not conduct a vote on any matter or provide direction to staff. The minutes from the closed session reflect this information.

The closed meeting lasted approximately 45 minutes. Upon returning to open session, council indicated there was nothing to report back. During the open session, council considered and voted on the related matter, after hearing from delegates and asking questions to Township staff.

## Analysis

Council cited the exception for advice that is subject to solicitor-client privilege under section 239(2)(f) of the Act when it proceeded into closed session. The exception applies to

discussions between a municipality and its lawyer in seeking or receiving legal advice intended to be confidential.<sup>2</sup> The purpose of the exception is to ensure that municipal officials can speak freely about legal advice without fear of disclosure. The Supreme Court of Canada has stated that solicitor-client privilege applies when the following conditions are met:

1. There is a communication between a solicitor and a client;
2. Which entails the seeking or giving of legal advice; and
3. Which is considered to be confidential by the parties.<sup>3</sup>

Based on the evidence gathered in our investigation, I am satisfied that the discussion in closed session consisted of communications between the Township solicitor and council that involved the seeking or giving of legal advice in a manner considered confidential by the parties. Accordingly, council's discussion during the closed session fit within the exception for advice that is subject to solicitor-client privilege.

## Conclusion

I find that the June 16, 2025 meeting did not contravene the open meeting rules under the *Municipal Act, 2001*. I would like to thank the Township for its co-operation during my Office's review.

The Clerk indicated that this letter will be shared with council and placed on the agenda for the next council meeting, and that a copy will be made available to the public prior to that meeting. At that time, I will also post a copy of this letter on my website at [www.ombudsman.on.ca](http://www.ombudsman.on.ca).

Sincerely,



Paul Dubé  
Ombudsman of Ontario

CC: Kerri O'Kane, Manager of Legislative Services and Municipal Clerk, Township of Centre Wellington

*Cette lettre est aussi disponible en français*

<sup>2</sup> *Timmins (City of) (Re)*, 2017 ONOMBUD 4 at para 28, online: <<https://canlii.ca/t/h4rwt>>.

<sup>3</sup> *Solosky v The Queen*, [1980] 1 SCR 821 at p 837, online: <<https://canlii.ca/t/1mjtq>>.