

January 18, 2016

[REDACTED]
[REDACTED]

Dear [REDACTED]:

Re: Your request for access to information under Part II of the *Access to Information and Protection of Privacy Act*

On December 24, 2015 the City of St. John's received your request for access to the following information:

"Records related to a review of conflict-of-interest rules conducted by former premier Clyde Wells. Request includes correspondence (in any and all formats, including paper and electronic), invoices/payments, and reports/recommendations/analyses. The review was referenced in the attached news story."

Enclosed is the information you requested with the exception of the Wells report itself which has not yet been approved by Council and therefore, not yet able to be publically released. Once that occurs, you can access a copy of it. We now consider this matter completed and will be closing the file.

If you have any further questions, please feel free to contact the undersigned by telephone at 576-8202 or by e-mail: ehenley@stjohns.ca.

Yours truly,



Elaine A. Henley
City Clerk

Enclosures

ST. JOHN'S

September 29, 2015

Elaine Henley
City of St. John's
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

Dear Ms. Henley:

Re: Assessment of the City's Ethical Conduct Legislation

I am pleased to deliver herewith the report of my assessment of the City's existing Ethical Conduct Legislation and the changes I would recommend.

The report is contained in two volumes. Volume I is the detailed findings resulting from my assessment of the City's legislation and legislation in other municipalities in this province and across Canada, and other relevant materials, together with the conclusions drawn from that assessment and the recommendations made as a result of those conclusions. Volume II is a collection of some of the materials assessed which may be useful in the course of implementing the recommendations.

I am available to you or any member of council should any of you wish to discuss any aspect of the report.

Yours very truly,



Clyde K. Wells, Q.C.
CKW/mc

235 Water Street
Scotia Centre, Suite 1000
St. John's, NL A1C 1B6

Tel: (709) 738-7800
Fax: (709) 738-7999
www.coxandpalmerlaw.com

NOVA SCOTIA * NEW BRUNSWICK * PRINCE EDWARD ISLAND * NEWFOUNDLAND & LABRADOR

COX & PALMER

City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2 Canada

August 31, 2015
Client: 30024958

REMINDER STATEMENT

Invoice # Matter Name	Invoice Date	Matter #	Invoice Amount	Amount Paid	Balance Owing
309974403 Review of Conflict of Interest	July 31, 2015	1	22,310.44	0.00	22,310.44
				Sub Total	\$22,310.44
				Total Interest	\$0
				TOTAL DUE	\$22,310.44

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

<u>CURRENT</u>	<u>30-60 DAYS</u>	<u>61-90 DAYS</u>	<u>91-120 DAYS</u>	<u>INTEREST</u>	<u>TOTAL</u>
\$0.00	\$22,310.44	\$0.00	\$0.00	\$0	\$22,310.44

Please return this portion with your payment or wire your payment to:

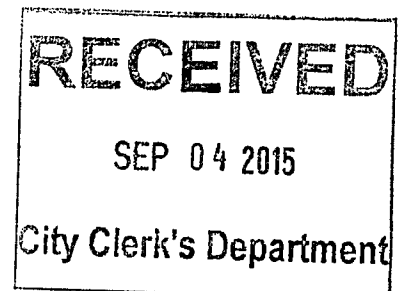
Wiring Instructions

Bank:	Bank of Nova Scotia	Swift Code:	NOSCCATT
Main Branch:	Halifax NS	ABA Routing Code:	026002532
Bank Number:	002	Invoice Payment Acct:	34033 00160 12 (General Account)
Transit Number:	34033		

Please include the following information on wire transfer document

Reminder Date:	August 31, 2015
File Number:	30024958 - 1
Amount Due:	\$22,310.44

Payment Options: Cash, Cheque, Wire Transfer, VISA, MasterCard



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x P0100062087

City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

August 31, 2015
File #30024958-00001
HST REG.#R826953929
Client # 30024958

INVOICE SUMMARY

Invoice # 309975297
RE: Review of Conflict of Interest - Code of Ethics & Business Conduct

Previous Balance	\$0.00
Interest on Overdue Amount	\$0.00
Fees for this Invoice	\$21,885.00
Taxable Disbursements for this Invoice	50.19
Non-Taxable Disbursements for this Invoice	0.00
HST	2,851.57
Total Invoice	\$24,786.76
BALANCE NOW DUE	\$24,786.76

Please return this page with your payment or wire your payment to:

Wiring Instructions

Bank:	Bank of Nova Scotia	Swift Code:	NOSCCATT
Main Branch:	Halifax NS	ABA Routing Code:	026002532
Bank Number:	002	Invoice Payment Acct:	34033 00160 12 (General Account)
Transit Number:	34033		

Please include the File # 30024958-00001 on wire transfer document.

Payment Options: Cash, Cheque, Wire Transfer.

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

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City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

August 31, 2015
File #30024958-00001
Your Ref:
HST REG.#R826953929
Client # 30024958

Invoice #:309975297

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: Review of Conflict of Interest - Code of Ethics & Business Conduct

03 Aug 15	CKW	Meeting with Deputy Mayor Ron Ellsworth to discuss his views concerning the issue; completion of assessment of provincial legislation and rules respecting provision for dealing with the issues at the provincial level, continuing work on drafting	3.00 hrs.
04 Aug 15	JW	Research re: City of Corner Brook policies; telephone communication with City of Corner Brook clerk	0.60 hrs.
04 Aug 15	CKW	Reorganizing preliminary draft of first part of the report; continuing with work writing report;	6.00 hrs.
05 Aug 15	JW	Research re: codes of ethics/conduct of Newfoundland municipalities	0.40 hrs.
06 Aug 15	CKW	continuing work assessing research on codes of ethics and codes of conduct in Atlantic Canadian Cities, continuing writing report and some revision	4.50 hrs.
07 Aug 15	CKW	Reorganizing appendices portion of report, continuing assessment of academic writings concerning essential elements of codes of ethics and conduct, continuing writing	5.00 hrs.
10 Aug 15	CKW	Work assessing texts by Wechsler, Gillman, Bell, Levine and Kernaghan respecting nature, structure and content of various forms of codes of conduct and codes of ethics	3.80 hrs.
11 Aug 15	CKW	Continuing work assessing academic treatises and work of drafting the report	4.40 hrs.
12 Aug 15	CKW	Continuing assessment fo academic opinion concerning structure of possible codes, meeting with Mayor O'Keefe, continuing drafting of report.	5.00 hrs.
13 Aug 15	CKW	Continuing work assessing literature respecting essential elements of a successful ethics system, continuation of writing of repoprt	5.00 hrs.
14 Aug 15	CKW	Receiving letter from [REDACTED] preparing letter to City Clerk and Copies to Callahan; further work assessing report of the UK Committee on Standards in	3.30 hrs.

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		Public Life and work on report	
24 Aug 15	CKW	Work on drafting the report	4.50 hrs.
25 Aug 15	CKW	Continuing assessment of researched materials and work writing the report	6.00 hrs.
26 Aug 15	CKW	Continuing assessment of researched materials and writing report	6.00 hrs.
27 Aug 15	CKW	Continuing assessment of researched materials and writing report	6.00 hrs.
28 Aug 15	CKW	Continuing assessment of researched materials and writing report	4.60 hrs.
31 Aug 15	CKW	Work on researching other Canadian cities and writing the report	5.40 hrs.

TOTAL HOURS: 73.50 hrs.

Total Fees: \$21,885.00

TAXABLE DISBURSEMENTS:

On-Line Fee research \$3.19
Photocopies 47.00

Total Taxable Disbursements: \$50.19

SUMMARY:

Fees for this Invoice \$21,885.00
HST on Fees 2,845.05
Total Fees Including Taxes \$24,730.05

Disbursements for this Invoice 50.19
HST on Disbursements 6.52
Total Disbursements Including Taxes \$56.71

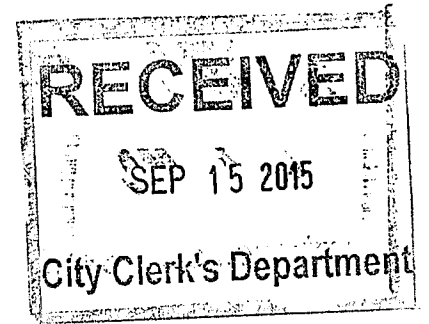
Total Invoice \$24,786.76

BALANCE NOW DUE \$24,786.76

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September 11, 2015



Elaine Henley
City of St. John's
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

Dear Ms. Henley:

Re: Review of Conflict of Interest & Code of Ethics Provisions

We agreed that I would submit a bill at the end of each month during the course of progress of the review, I am attaching my firm's invoice for work done during month of August. I trust you will find it to be in order.

Yours very truly,

A handwritten signature in black ink, appearing to read "Clyde K. Wells". The signature is fluid and cursive, with a large, sweeping flourish at the end.

Clyde K. Wells, Q.C.
CKW/mc

Clyde K. Wells, Q.C. | Counsel

Direct 709 570 5526 Main 709 738 7800 Fax 709 738 8083 Email ckwells@coxandpalmer.com
Suite 1000 Scotia Centre 235 Water Street St. John's NL A1C 1B6

August 11, 2015

1111 - 52300

Elaine Henley
City of St. John's
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

Vendor 1678

Dear Ms. Henley:

Re: Review of Conflict of Interest & Code of Ethics Provisions

Pursuant to the understanding that I would submit a bill at the end of each month during the course of progress of the review, I am attaching my firm's invoice for work done during month of July. I trust you will find it to be in order.

Yours very truly,


Clyde K. Wells, Q.C.
CKW/mc

43 000

235 Water Street
Scotia Centre, Suite 1000
St. John's, NL A1C 1B6

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City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

July 31, 2015
File #30024958-00001
HST REG.#R826953929
Client # 30024958

INVOICE SUMMARY

Invoice # 309974403

RE: Review of Conflict of Interest - Code of Ethics & Business Conduct

Previous Balance	\$8,720.50
Interest on Overdue Amount	\$0.00
Fees for this Invoice	\$19,612.50
Taxable Disbursements for this Invoice	131.25
Non-Taxable Disbursements for this Invoice	0.00
HST	2,566.69
Total Invoice	<u>\$22,310.44</u>
BALANCE NOW DUE	<u>\$31,030.94</u>

Please return this page with your payment or wire your payment to:

Wiring Instructions

Bank:	Bank of Nova Scotia	Swift Code:	NOSCCATT
Main Branch:	Halifax NS	ABA Routing Code:	026002532
Bank Number:	002	Invoice Payment Acct:	34033 00160 12 (General Account)
Transit Number:	34033		

Please include the File # 30024958-00001 on wire transfer document.

Payment Options: Cash, Cheque, Wire Transfer.

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

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PU 000620871

Page 1

City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

July 31, 2015
File #30024958-00001
Your Ref:
HST REG.#R826953929
Client # 30024958

Invoice #:309974403

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:
RE: Review of Conflict of Interest - Code of Ethics & Business Conduct

02 Jul 15	CKW	Continuing assessment of provincial statutes to identify provisions potentially impacting issues; discussions with City Clerk re progress to date and arrangements for discussions with members of Council;	4.40 hrs.
03 Jul 15	CKW	Continuing work researching Vancouver and Alberta codes of conduct and ethics; continuing assessment of material; arrangements for meetings with Councilors Puddester, Galgay and Breen	2.20 hrs.
06 Jul 15	JW	Conducted research re: code of conduct adopted under House of Assembly Act	0.50 hrs.
06 Jul 15	JW	Conducted research re: interpretation of municipal enabling statutes	0.30 hrs.
06 Jul 15	CKW	Preparation for meeting with Councillor Galgay and meeting with Councillor Breen; attending meeting with Councillor Galgay; continuing work on assessment of researched material; attending meeting with Councillor Breen, continuing work on introductory portion of report, direction to Janna Whalen as to further research required.	5.40 hrs.
07 Jul 15	JW	Conducted research re: interpretation of municipal statutes; prepared memo re: interpretation of municipal statutes	1.00 hrs.
07 Jul 15	CKW	Work researching and assessing relevant legislation; meeting with Councillor Bernard Davis; continuing research and assessment; exchange of emails to arrange meeting with Councillor Hann; meeting with Councillor Bruce Tilley; meeting with Councillor Dave Lane; Further work on drafting introduction to report	6.00 hrs.
08 Jul 15	JW	Conducted research re: interpretation of municipal enabling statutes; prepared memo re: interpretation of municipal enabling statutes	1.40 hrs.
08 Jul 15	CKW	Research respecting changes in the law relating to interpretation of municipal statutes in connection with	5.00 hrs.

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Page 2

		power to make by-laws, further work on writing the report	
09 Jul 15	CKW	Initial research as to possible best practices in the United Kingdom, Australia and New Zeland; continuing work on drafting and revising introductory portion of the Report	4.30 hrs.
10 Jul 15	CKW	Identifying other provincial municipalities to be considered, and identifying other Canadian jurisdiction to be considered, identifying academic works to be considered; completion of first draft of introduction to report	3.60 hrs.
14 Jul 15	CKW	Research and assessment of by-laws and regulations of the 15 largest municipalities in Newfoundland and Labrador and writing summary of extent to which provincial larger municipalities deal with conflict of interest issues , codes of ethics and codes of conduct; work on draft report.	5.50 hrs.
15 Jul 15	CKW	Receipt and review of correspondence from [REDACTED] [REDACTED] preparation of reply and copy to City Clerk; work on research and assessment of ethical standards and conflict of interest legislation in 15 largest municipalities in province; general research for possible existence of such ethical standards provisions in other provincial municipalities; telephone calls with the Town Clerk of Trinity; start of research legislative provisions applicable to provincial institutions and offices; work on drafting aspects of the report	6.00 hrs.
16 Jul 15	CKW	Continuing work on assessment of legislation applicable to provincial offices and institutions; meeting with Councillor Hann; further work on the report	3.60 hrs.
24 Jul 15	JW	Review of Municipalities Act	0.30 hrs.
28 Jul 15	CKW	Continuing review of the Conflict of Interest Act and review of the House of Assembly Act, work on the report.	3.50 hrs.
29 Jul 15	CKW	work reviewing Report of the Review Commission on Constituency Allowances and Other Matters, work on writing the report	4.80 hrs.
30 Jul 15	CKW	Continuing assessment of the Green Report and the House of Assembly Accountability, Integrity and Administration Act, work on preparing report	4.50 hrs.
31 Jul 15	CKW	Continuing work comparing various legislative members' codes of conduct including Saskatchewan, New South Wales, Australia, continuing work on report	5.00 hrs.
TOTAL HOURS:			67.30 hrs.
Total Fees:			<u>\$19,612.50</u>

235 Water Street
Scotia Centre, Suite 1000
St. John's, NL A1C 1B6

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Page 3

TAXABLE DISBURSEMENTS:

Photocopies

\$131.25

Total Taxable Disbursements:

\$131.25

SUMMARY:

Fees for this Invoice

\$19,612.50

HST on Fees

2,549.63

Total Fees Including Taxes

\$22,162.13

Disbursements for this Invoice

131.25

HST on Disbursements

17.06

Total Disbursements Including Taxes

\$148.31

Total Invoice

\$22,310.44

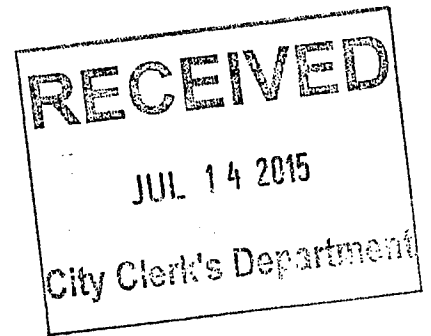
BALANCE NOW DUE

\$22,310.44

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New Brunswick | Newfoundland and Labrador | Nova Scotia | Prince Edward Island

July 9, 2015



Elaine Henley
City of St. John's
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

Dear Ms. Henley:

Re: Review of Conflict of Interest – Code of Ethics & Business Conduct

Please find enclosed our Statement of Account for disbursements and services rendered up to and including 30 June 2015.

Should you have any questions with respect to the account, please do not hesitate to contact me.

Yours very truly,

A handwritten signature in black ink, appearing to read "Clyde K. Wells". The signature is fluid and cursive.

Clyde K. Wells, Q.C.
CKW/mc

Clyde K. Wells, Q.C. | Counsel

Direct 709 570 5526 Main 709 738 7800 Fax 709 738 8083 Email ckwells@coxandpalmer.com
Suite 1000 Scotia Centre 235 Water Street St. John's NL A1C 1B6

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Scotia Centre, Suite 1000
St. John's, NL A1C 1B6

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City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

June 30, 2015
File #30024958-00001
HST REG.#R826953929
Client # 30024958

INVOICE SUMMARY

Invoice # 309973683

RE: Review of Conflict of Interest - Code of Ethics & Business Conduct

Previous Balance	\$0.00
Interest on Overdue Amount	\$0.00
Fees for this Invoice	\$7,306.50
Taxable Disbursements for this Invoice	410.75
Non-Taxable Disbursements for this Invoice	0.00
HST	1,003.25
Total Invoice	\$8,720.50
BALANCE NOW DUE	\$8,720.50

Please return this page with your payment or wire your payment to:

Wiring Instructions

Bank:	Bank of Nova Scotia	Swift Code:	NOSCCATT
Main Branch:	Halifax NS	ABA Routing Code:	026002532
Bank Number:	002	Invoice Payment Acct:	34033 00160 12 (General Account)
Transit Number:	34033		

Please include the File # 30024958-00001 on wire transfer document.

Payment Options: Cash, Cheque, Wire Transfer.

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

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Page 1

City of St. John's
Attention: Elaine Henley
P.O. Box 908
10 New Gower Street
St. John's, NL A1C 5M2

June 30, 2015
File #30024958-00001
Your Ref:
HST REG.#R826953929
Client # 30024958

Invoice #:309973683

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: Review of Conflict of Interest - Code of Ethics & Business Conduct

04 Jun 15	JW	Met with C. Wells re: ethics and conflict of interest research	135.00/hr	0.20 hrs.
04 Jun 15	CKW	Preparation of basic plan for conduct of the work. Meeting with Articling student Janna Whelan to give her instructions for commencement of research.	300.00/hr	1.20 hrs.
05 Jun 15	JW	Conducted research re: ethics and conflicts of interest in municipal governments	135.00/hr	2.70 hrs.
05 Jun 15	CKW	General research with respect to authors having a reputation in the field, and other sources of practices in other jurisdiction; email to Professor Wechsler for permission to use his writings related to the issue; preliminary assessment of some material	300.00/hr	3.50 hrs.
07 Jun 15	JW	Prepared and bound document	135.00/hr	0.50 hrs.
07 Jun 15	JW	Conducted research re ethics and conflicts of interest in municipal governments	135.00/hr	4.40 hrs.
07 Jun 15	JW	Prepared memo re: ethics and conflicts of interest in municipal governments	135.00/hr	0.80 hrs.
08 Jun 15	JW	Prepared memo re: ethics and conflicts of interest in municipal governments; conducted additional research	135.00/hr	2.40 hrs.
08 Jun 15	JW	Prepared and bound documents re: municipal code of ethics	135.00/hr	0.30 hrs.
08 Jun 15	CKW	Memo from research assistant respecting research into academic and other writings related to the question; preliminary assessment of some research results; receipt of telephone call from ██████████ re concerns ██████████ has with a claimed conflict of interest situation at City Hall; call to City Clerk and email to City Clerk;; telephone conversation with City Clerk concerning ██████████ call, more specific guidance	300.00/hr	3.80 hrs.

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		as to Council's expectations and as to possible discussions with members of the public at their request; possibility of private discussions with members of council; continuing work assessing research.		
09 Jun 15	CKW	Continuing assessment of research materials	300.00/hr	2.00 hrs.
29 Jun 15	CKW	Resuming research respecting codes of ethics provisions in other municipalities in Newfoundland and Labrador and under provincial legislation, commencement of assessment of researched material	300.00/hr	4.50 hrs.
30 Jun 15	JW	Conducted research re: judicial interpretation of City of St. John's Act	135.00/hr	0.60 hrs.
30 Jun 15	CKW	Continuing assessment of researched material; preparing framework for report; commencement of introductory portion of report	300.00/hr	4.00 hrs.

FEE SUMMARY

Clyde K. Wells	Counsel	19.00 hrs.	\$300.00 hr	\$5,700.00	\$5,700.00
Janna Whelan	Student	11.90 hrs.	\$135.00 hr	\$1,606.50	\$1,606.50
					<hr/>
					\$7,306.50
				Total Fees:	\$7,306.50

TAXABLE DISBURSEMENTS:

Photocopies	\$410.75
Total Taxable Disbursements:	<hr/>
	\$410.75

SUMMARY:

Fees for this Invoice	\$7,306.50
HST on Fees	949.85
Total Fees Including Taxes	<hr/>
	\$8,256.35
Disbursements for this Invoice	410.75
HST on Disbursements	53.40
Total Disbursements Including Taxes	<hr/>
	\$464.15
Total Invoice	<hr/>
	\$8,720.50
BALANCE NOW DUE	<hr/>
	\$8,720.50