

Subject: Regional Recreation Corporation of Wood Buffalo - Amendments to Corporate Bylaw and Appointment of Directors

APPROVALS:

Annette Antoniak

Director

Chief Administrative Officer

Recommended Motion:

1. THAT the corporate bylaws of the Regional Recreation Corporation of Wood Buffalo be amended by deleting the existing text from section 22(a) and replacing it with the text outlined in Attachment 1 to this report.
2. THAT the following appointments to the Regional Recreation Corporation be approved, effective immediately:
 - Bruno Francoeur to December 31, 2018; and
 - Chantal Beaver, Allan Grandison and Colleen Kearney to December 31, 2020.

Summary:

The corporate bylaws for the Regional Recreation Corporation of Wood Buffalo (RRC) stipulate that appointees to the Board of Directors are appointed in a non-voting capacity only until such time as the appointment is ratified at the Annual General Meeting of the Member. The AGM typically occurs in March of a calendar year, whereas appointments are made by Council in December. This leaves a gap in voting representation and has the ability to significantly impact the RRC's ability to operate.

As such, it is proposed that the corporate bylaws of the RRC be amended to allow for the appointment of Directors to occur at a special meeting of the Member, as opposed to delaying appointments until the AGM. Specifically, this would require an amendment to section 22 (a) of the corporate bylaw, which presently states:

"The Member may choose to appoint the Directors at the same times and following the same process by which the Municipality appoints persons to council committees and other boards or tribunals, provided however that all such appointments must be ratified by vote of the Member at the next annual Meeting of Member. Between the time of appointment by the council of the Municipality, and the time of ratification of appointment at the next following annual Meeting of Member, newly appointed Directors are entitled to attend at meetings of the Directors and participate in

discussion, but are not entitled to vote on any items of business at such meetings. Directors shall be appointed for a minimum term of two years to a maximum term to be set by the Municipality at the time of appointment and ratified at the annual Meeting of Member."

The RRC has submitted a request for the scheduling of a special Meeting of Member to address the proposed amendment, and to ratify the appointment of the Directors who were appointed at the December 12, 2017 Council meeting..

The proposed amended language is outlined in Attachment 1 to this report.

Rationale for Recommendation:

The requested amendment will enable Directors to be appointed at either an annual or special Meeting of Member, thereby enabling vacant positions to be filled without delay and ensuring that ongoing viability of the Board and the RRC. The proposed amendment has been reviewed and is supported by the current Board of Directors.

Strategic Plan Linkages:

Pillar 1 - Building Responsible Government

Attachments:

1. Amendment to RRC Bylaw