

## **Mackenzie Regional Waste Management Commission**

### **BYLAW NO. 01-04**

BEING A BYLAW OF THE COMMISSION GOVERNING THE ADMINISTRATION OF THE COMMISSION, THE APPOINTMENT OF THE DIRECTORS OF THE COMMISSION AND THE DESIGNATION OF A CHAIRMAN AND THE OFFICERS OF THE COMMISSION.

**WHEREAS** the Mackenzie Regional Waste Management Commission has been established by Lieutenant Governor in Council by Alberta Regulations and made pursuant to the Municipal Government Act, 2000, Chapter M-26; and

**WHEREAS** the Mackenzie Regional Waste Management Commission now wishes to make a Bylaw pursuant to section 602.07 of the Municipal Government Act governing the administration and the designation of the Chairman and other Officers of the Commission;

**NOW THEREFORE** the Board of Directors of the Mackenzie Regional Waste Management Commission in the province of Alberta, duly assembled, enacts as follows:

#### **1. Definitions**

- a. "Act" shall mean the Municipal Government Act, 2000, Chapter M-26 as amended from time to time;
- b. "Board" shall mean the Board of Directors of the Mackenzie Regional Waste Management Commission appointed from time to time pursuant to this Bylaw;
- c. "Chairman" shall mean the Chairman of the Board elected as Chairman of the Board pursuant to this Bylaw;
- d. "Commission" shall mean the Mackenzie Regional Waste Management Commission;
- e. "Manager" shall mean a person or persons duly appointed by the Commission who shall hold office at the pleasure of the Board;
- f. "Municipalities" shall mean the member municipalities of the Commission.

**2. Board Appointments**

2.1 Each municipality shall appoint their members to the commission at their organizational meeting immediately following the municipal elections as follows;

Town of High Level	2 Members
Town of Rainbow Lake	2 Members
MD of Mackenzie	2 Members

2.2 Appointments shall be for a 3 (three) year term (coinciding with municipal elections.)

2.3 At any time a Municipality may terminate the appointment of any Board member whom it has appointed and appoint a replacement member.

**3. Board Meetings**

3.1 Except as otherwise provided, the business of the Board shall be conducted at meetings of members of the Board.

3.2 Board meeting packages shall be distributed to the members at least three (3) days prior to any regularly scheduled board meeting.

3.3 The Chairman or any three (3) members of the Board may call a special meeting of the Board.

3.4 Forty eight (48) hours notice of a non-regularly scheduled meeting or special meeting of the Board shall be given to each member of the Board personally or by email or fax addressed to him or her at his or her contact information shown on the records of the Board. Such notice shall include reason for the meeting, and date, time and place it is to be held.

3.5 A special meeting may be held with less than forty eight (48) hours notice if at least two thirds (2/3) of the board agrees to this in writing.

3.6 A quorum of the Board, at all meetings of the Board shall consist of a majority of members of the Board.

3.7 Each member of the Board shall have one (1) vote and the Chairman shall not have a second or casting vote.

- 3.8 Subject to the other provisions of this Bylaw, a resolution passed by a majority of the votes at any duly constituted meeting of the Board shall be binding.
- 3.9 The Chairman shall preside at meetings of the Board and in the absence of the Chairman, the Vice-Chairman and in the absence of the Vice-Chairman the members present may appoint a Chairman for that meeting pursuant to the Act.
- 3.10 A Resolution in writing signed by all members of the Board shall be of the same force and effect as if the same had been passed by a majority of the votes cast at a duly constituted meeting of the Board.

#### **4. Officers**

- 4.1 The Board shall at its first regular meeting after the municipal elections and appointments, elect one Board member to serve as Chairman and one Board member to serve as Vice-Chairman. These appointments shall be for a one (1) year term.
- 4.2 The Officers of the Commission shall include:
- (a) Chairman
  - (b) Vice-Chairman
- 4.3 Chairman shall:
- (a) Preside over all meetings of the Commission
  - (b) Vote as a normal member of the Commission
- 4.4 The Vice-Chairman shall:
- (a) Preside over all meetings of the Commission in the absence of the Chairman,
  - (b) Assist the Chairman in all duties, as required
- 4.5 The signing authorities of the Commission shall be two members of the following three positions:
- (a) Chairman
  - (b) Vice-Chairman
  - (c) Manager
- With the exception of cheques and other negotiable instruments which shall be signed by those authorized by the board of directors.

**5. Seal**

5.1 The Board shall adopt a seal of the Commission and the seal shall be in custody of the Manager under the control of the Board.

5.2 The seal of the Commission shall not be affixed to any document except by the authority of a Resolution of the Board.

**6. Duties of the Board**

6.1 The Board shall ensure that each member municipality receives waste management services from the commission at the same rate.

6.2 Individual board members are to consider the welfare and interests of the region as a whole while carrying out their duties.

6.3 The Board shall formulate programs, policies, procedures, rules and regulations concerning all aspects of the affairs of the Commission in accordance with Act and the Board shall be at liberty to exercise any or all of the powers of the Commission granted to the Commission pursuant to the Act for the purpose of carrying out the objectives of the Commission.

6.4 The Board may appoint such committees consisting of its members or of other persons or any combination thereof as it may deem expedient for the furtherance of the objectives of the Commission.

6.5 The Board, through the Manager, may employ, discipline, terminate, and fix the conditions of remuneration, employee benefits, hours of work and any other matter relating to such employees as may be deemed necessary.

6.6 The Board may from time to time, retain such consultants, engineers, managers, clerks, servants, and agents as the Board may deem necessary.

**7. Books and Records**

7.1 The Board shall cause to be kept proper books of account and records and such books account and records together with all papers and other documents relating to the Commission shall be kept at the office of the Commission/Manager and shall be open during reasonable business hours.

7.2 All records shall be available for inspection and examination by every member of the Board, upon reasonable notice and with the approval of the board of directors.

7.3 The Board shall appoint an auditor or auditors who shall be a certified general accountant, a chartered accountant or a certified management

accountant and who shall audit the accounts and affairs of the Commission in accordance with the requirements of the Act.

7.4 The Board shall not assume operating deficits.

7.5 Unless otherwise approved by the Minister, the commission must not operate for the purpose of making a profit or distribute any of its surpluses to its member municipalities.

7.6 The Board shall cause minutes to be made and books to be provided for the purpose of recording all Resolutions passed by and all proceedings of any meeting of the Board and shall record the names of all present at such meeting.

7.7 The Board shall at all times ensure that the requirements of the Act relating to the delivery of reports, financial statements and information to the Municipalities from the Commission are met.

**8. Manager**

8.1 The Board shall appoint a Manager of the Commission.

8.2 The Manager shall manage and direct the affairs of the Commission in accordance with the policies, rules, procedures, and directions of the Board and in accordance with the Act and the Manager shall conform to all lawful orders and directions given to him by the Board.

8.3 The Manager shall keep all records of the Commission in a safe orderly manner in the office of the Manager.

**9. Services**

9.1 The Commission is authorized to provide solid waste management services.

**10. Amendments**

10.1 This Bylaw may be amended from time to time by the Board by a majority of the votes cast at any duly constituted meeting of the Board, with the exception of clause 2.1 which must be passed by a Resolution of the majority of the member municipalities.

**11. Minister of Municipal Affairs**

11.1 This Bylaw comes into effect upon the approval of the Minister of Municipal Affairs.

Read a first time this 20<sup>th</sup> day of February, 2004.

Read a second time this 2<sup>nd</sup> day of April, 2004

Read a third time and finally passed, this 2<sup>nd</sup> day of April, 2004

(SIGNED BY PAT KULSCAR)  
Chairman

(SIGNED BY DIANNE HUNTER)  
Manager

Approved by the Minister of Municipal  
Affairs this ..... Day of ....., 2004

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