

FILE

DATE: December 3, 1996
TO: All Departments
FROM: City Clerk
RE: PLEASE POST FOR THE INFORMATION OF ALL EMPLOYEES

SUMMARY OF DECISIONS

FOR THE REGULAR MEETING OF RED DEER CITY COUNCIL

HELD IN THE COUNCIL CHAMBERS, CITY HALL

MONDAY, DECEMBER 2, 1996

COMMENCING AT ***4:30 P.M.***

- (1) Confirmation of the Minutes of the Regular Meeting of November 18, 1996

DECISION - Confirmed as transcribed

PAGE #

(2) **UNFINISHED BUSINESS**

1. City Clerk - Re: Offers to Purchase by Jenco Holdings Ltd. for Lot 8, Block 4, Plan 5879 HW and Part of Utility Right of Way Plan 942-0172 and Ralph Salomons Realty Inc. for Lot 8, Block 4, Plan 5879 HW

.. 1

DECISION - Item tabled for eight weeks

2. Public Works Manager - Re: Second and Third Readings - Amendments to Utility Bylaw No. 2960/88 / Utility Bylaw Amendment No. 2960/B-96 - See Bylaw Second for Readings

Conditional Upon Approval from the Alberta Energy and Utilities
Board of Contracts . . 16

**DECISION - Item tabled pending approval of contracts from
the Alberta Energy and Utilities Board**

3. City Clerk - Re: Parking of Recreational Vehicles In Residential
Areas . . 18

**DECISION - Agreed that no change be implemented with
respect to parking recreational vehicles in residential
districts**

(3) PUBLIC HEARINGS

1. City Clerk - Re: Road Closure Bylaw 3180/96 / Part of Edgar
Industrial Crescent / Provides for the Closure of all that Portion
of Edgar Industrial Crescent, Plan 912-0791, 1.51 hectares
(3.73 acres) - See Bylaw Section for Readings . . 25

(4) REPORTS

1. City Archivist - Re: Recommendations for Archives Committee
Associate Members / Request to Appoint Associate Members . . 27

**DECISION - Agreed to appointment of Associate Members
to the Archives Committee**

2. Principal Planner - Re: Planning and Subdivision Guidelines -
Update / Request to Adopt City of Red Deer Planning and
Subdivision Guidelines Document . . 30

**DECISION - Adopted the 'Updated Planning and
Subdivision Guidelines'**

3. City Clerk - Re: Release of Tender and Contract Information / Amendment to Council Policy No. 5301 (Purchasing and Tendering) . . 32

DECISION - Agreed to amendment to Council Policy No. 5301 to allow only the summary of prices tendered to be released and not the unit prices

4. City Clerk - Re: Appointment of County of Red Deer Representative to the Transportation Advisory Board . . 36

DECISION - Appointed Earl Fitch as the County Representative to the Transportation Advisory Board

(5) **CORRESPONDENCE**

1. Red Deer Community Foundation Chairman - Re: Request to Dedicate Interest Income from The Friends of Waskasoo Park, Red Deer Heritage Fund and the Old CPR Bridge Maintenance Fund to the Red Deer Community Foundation Endowment Fund . . 38

DECISION - Approved allocation of the 1996 interest from the Red Deer Heritage Fund to the Red Deer Community Foundation Endowment Fund, as a one time contribution

2. Snell & Oslund Surveys (1979) Ltd. - Re: Amendment to Road Closure Bylaw 3179/80 (3179/A-96) / Land Exchange Between Robert Belzerowski and the City of Red Deer - See Bylaw Section for Readings . . 44

DECISION - See Bylaw Section for bylaw readings

3. Red Deer Regional Airport Authority -

- (a) Approval for Formation of a Regional Airport Authority;

DECISION - Item tabled for two weeks

- (b) Appointment of Citizens-At-Large as City
Representatives . . 48

DECISION - Item tabled for two weeks

(6) PETITIONS AND DELEGATIONS

1. Property Owners Adjacent to Joseph Welsh School Playground
- Re: Petitions for Local Improvement Project - Lane Paving /
Lane East of 37 Avenue from 44 Street to Embury Crescent . . 55

DECISION - Agreed that the local improvement proceed

(7) NOTICES OF MOTION

(8) WRITTEN INQUIRIES

(9) BYLAWS

1. 2960/B-96 - Utility Bylaw Amendment / Amend Utility Bylaw
2960/88 - Parts 8, 9 & 10, Schedule "D" - 2nd and 3rd Readings . . 69
. . 16

DECISION - Tabled for two weeks

2. 3179/A-96 - Road Closure Bylaw Amendment / Bylaw to Amend
Land Description on Road Closure Bylaw 3179/80 / Land
Exchange Between City and Robert Belzerowski - 3 Readings . . 80
. . 44

DECISION - Bylaw given 3 Readings

3. 3180/96 - Road Closure Bylaw / Part of Edgar Industrial
Crescent / Provides for the Closure of all that Portion of Edgar
Industrial Crescent, Plan 912-0791, 1.51 hectares (3.73 acres) -
2nd and 3rd Readings . . 25

DECISION - Bylaw given 2nd and 3rd Readings

ADDITIONAL AGENDA

1. Towne Centre Association - Re: Nominations for Towne Centre Board of Directors

DECISION - Agreed to appoint the following to the Towne Centre Board of Directors, for term of January 1997 to December 1999:

**Haeley Ginter
John Hull
Doug Sandall
Diana Rowe
Charlene Peel**

A G E N D A

FOR THE REGULAR MEETING OF RED DEER CITY COUNCIL

TO BE HELD IN THE COUNCIL CHAMBERS, CITY HALL

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Committee of the Whole:

- (a) Committee Matter
- (b) Legal Matter
- (c) Administrative Matter
- (d) Administrative Matter

ADDITIONAL AGENDA:

1. *Home Centre Association - Nomination
for BOARD OF DIRECTORS FOR TERM
JANUARY 1997 to DECEMBER 1999*

DATE: November 5, 1996

TO: City Council

FROM: City Clerk

RE: ***OFFERS TO PURCHASE BY JENCO HOLDINGS LTD. FOR LOT 8, BLOCK 4, PLAN 5879 HW AND PART OF UTILITY RIGHT OF WAY PLAN 942-0172 AND RALPH SALOMONS REALTY INC. FOR LOT 8, BLOCK 4, PLAN 5879 HW***

At the Council Meeting of November 4, 1996, consideration was given to the above and at which meeting the following resolution was introduced:

"RESOLVED that Council of The City of Red Deer, having considered report from the Land and Economic Development Manager dated October 17, 1996, re: Offers to Purchase By: Jenco Holdings Ltd. and Ralph Salomons Realty Inc., hereby approves the tendering of each of the properties described as the remainder of Lot 8, Block 4, Plan 5879 HW and Part of Lot 8, Block 4, Plan 942-0172 Utility Right of Way, to Pacific Western Transport Ltd., Jenco Holdings Ltd. and Ralph Salomons Realty Inc."

Prior to voting on the above resolution, however, a tabling resolution was passed to allow time to obtain additional information:

"RESOLVED that Council of The City of Red Deer hereby agrees to table the resolution relative to Offers to Purchase by Jenco Holdings Ltd. and Ralph Salomons Realty Inc. for four weeks, subject to receipt of additional information."

Attached is a further report from the Land and Economic Development Manager.



Kelly Kloss
City Clerk

KK/clr
attchs.

DATE: November 26, 1996

TO: Kelly Kloss, City Clerk

FROM: Alan Scott, Land and Economic Development Manager

RE: **OFFERS TO PURCHASE BY JENCO HOLDINGS LTD. FOR LOT 8,
BLOCK 4, PLAN 5879 HW AND PART OF UTILITY RIGHT-OF-WAY PLAN
942-0172; AND RALPH SALOMONS REALTY INC. FOR LOT 8,
BLOCK 4, PLAN 5879 HW**

You will recall that this item was placed before Council four weeks ago, with a recommendation to sell the right-of-way to Jenco Holdings Ltd. Council did not support the sale and recommended that the Administration continued to meet with the parties involved, to see if there was a compromise position that could be reached to satisfy the property owners.

We have since met with Mr. Rob Brunner, President of Jenco Holdings, and Ralph Salomons of Ralph Salomons Realty Inc. We have reviewed the needs of each property owner, however, try as we might, we have been unable to resolve the issue.

History

Briefly, Jenco Holdings Ltd., operating under the name Robco Cabinets, leases Lot 8, Block 4, Plan 5879 HW and a portion of Lot 8, Block 4, Utility Right-of-way Plan 942-0172. The lease was entered into in September 1993. Mr. Brunner of Robco Cabinets has expressed an interest on two occasions in purchasing the property and in March of this year, we initiated discussions with Mr. Brunner to convert the lease into a purchase agreement. In keeping with City policy, we offered the property to adjacent property owners. It was at this point that Mr. Salomons also expressed an interest in acquiring the property. Mr. Salomons has since offered to purchase a portion of the property, identified as Parcel A, which would leave the remainder of the parcel, identified as "B", available for sale to Robco Cabinets.

Current Situation

Property owners in this area face a serious problem when redeveloping, renovating, or expanding their property. The problem arises as a result of a rezoning of the area, which occurred following the relocation of the railway. This area was formerly zoned I-1 and has been rezoned to C1A. With the C1A designation, requirements for parking and landscaping are more extensive. Existing uses can remain in operation from existing premises, but as soon as renovations or additions are proposed, the new development must conform with the C1A bylaw.

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Robco Cabinets has proposed extensive renovations with some addition to their existing facility. As a result, there is a requirement for them to conform with the C1A bylaw. To give you some idea of the impact this will have, their parking requirement will go from approximately 20 stalls to about 60 stalls. The landscaping requirement will go from about 2400 sq. ft. to approximately 6000 sq. ft.

We have examined their plans, and it would appear that they come close to providing the landscaping requirement, but on site parking is likely limited to between 11 and 15 stalls. Approximately 25 stalls can be accommodated within the property in question, which is currently under lease. Robco has some 40 employees, and the 40 stalls that could be provided, if they continue to control the leased area, would likely be sufficient to accommodate their needs, and would probably meet with the approval of the Municipal Planning Commission. Without the extra land, there is no way they could even come close to the minimum parking requirement, and they would likely have difficulty obtaining Municipal Planning approval for their expansion plans.

Ralph Salomons controls two building lots, of which one is vacant and used for outside storage. Mr. Salomons also has the right to redevelop his property, in which case he too would be required to conform with the C1A Land Use Bylaw. But with two properties, one of which is presently vacant, a redevelopment may be able to conform with the parking and landscaping requirements. The outside storage, which is presently located on one of the lots, would not be permitted under any redevelopment under the terms of the C1A Land Use Bylaw.

The problem we face, therefore, is trying to accommodate the Robco Cabinet expansion without know what, if any, plans might come forward on the Ralph Salomons land. Both properties are bound by the same C1A zoning and, rightfully, should be treated equally by the City insofar as acquisition of additional adjacent lands are concerned. However, the Robco expansion is the only one we are presently aware of, and we feel that we should do everything possible to ensure it proceeds.

RECOMMENDATION

We would therefore recommend the following compromise:

- The City not offer Parcel A or Parcel B for sale at this time
- The City extend the lease agreement with Jenco Holdings Ltd. on Parcel A and B at market value.

City Clerk
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- In the event a redevelopment proposal comes forward for the Ralph Salomons Realty properties, the City will review the need for additional land relative to this proposal and reassess the lease at that time.

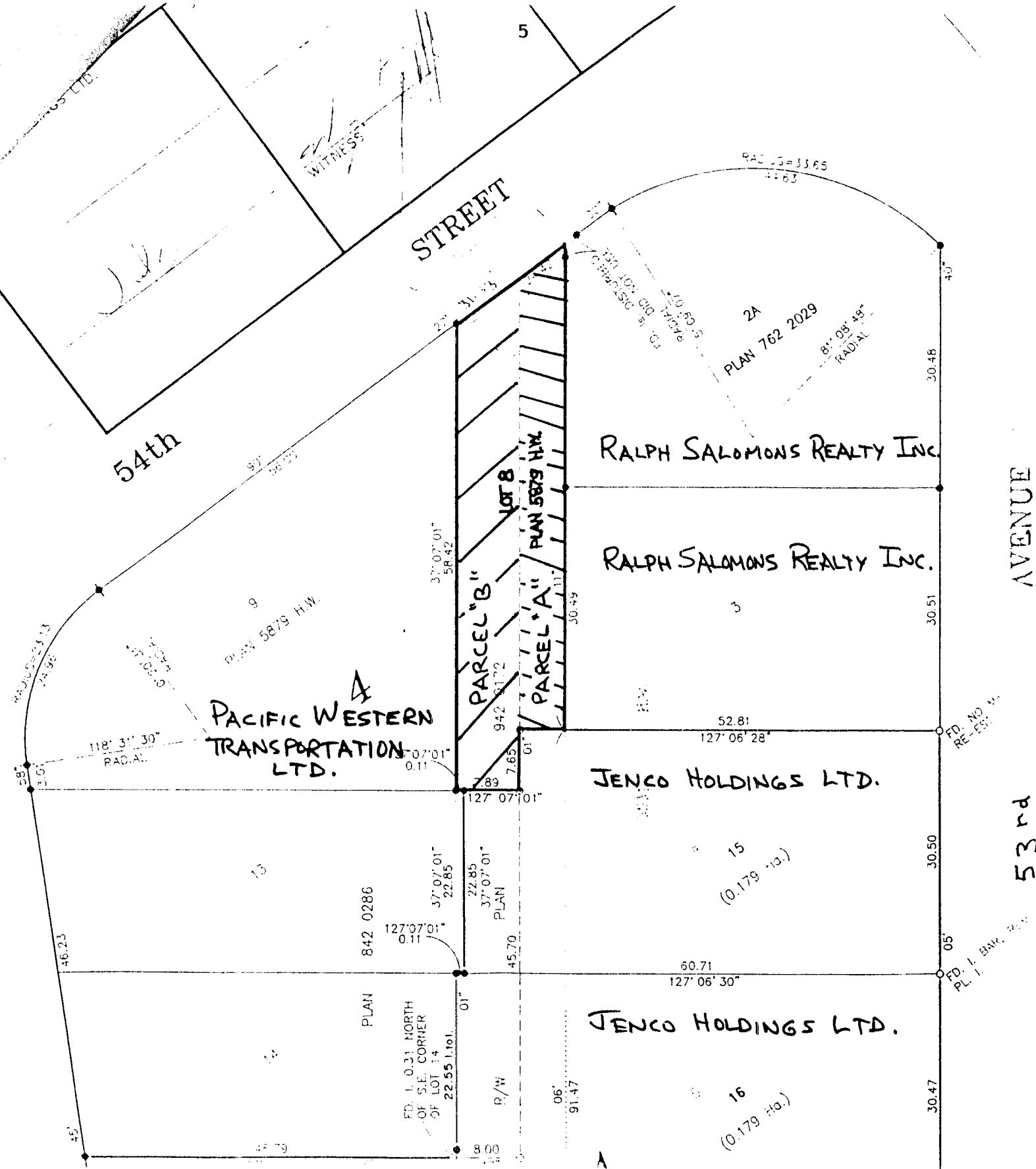
We believe this is the best compromise position we can come forward with at this time. It allows the Jenco Holdings Ltd. development to proceed, and provides Jenco with the needed parking. Should the Salomons property redevelop, we could then assess the need for additional parking and attempt to satisfy both parties. The proposal buys time, as it is unlikely that a proposal for redevelopment of the Salomons property is imminent. It is also quite possible that any redevelopment of this property will be able to meet the parking and landscaping needs from existing holdings. In the interim, a number of options may appear for both property owners.

Respectfully submitted,



Alan V. Scott

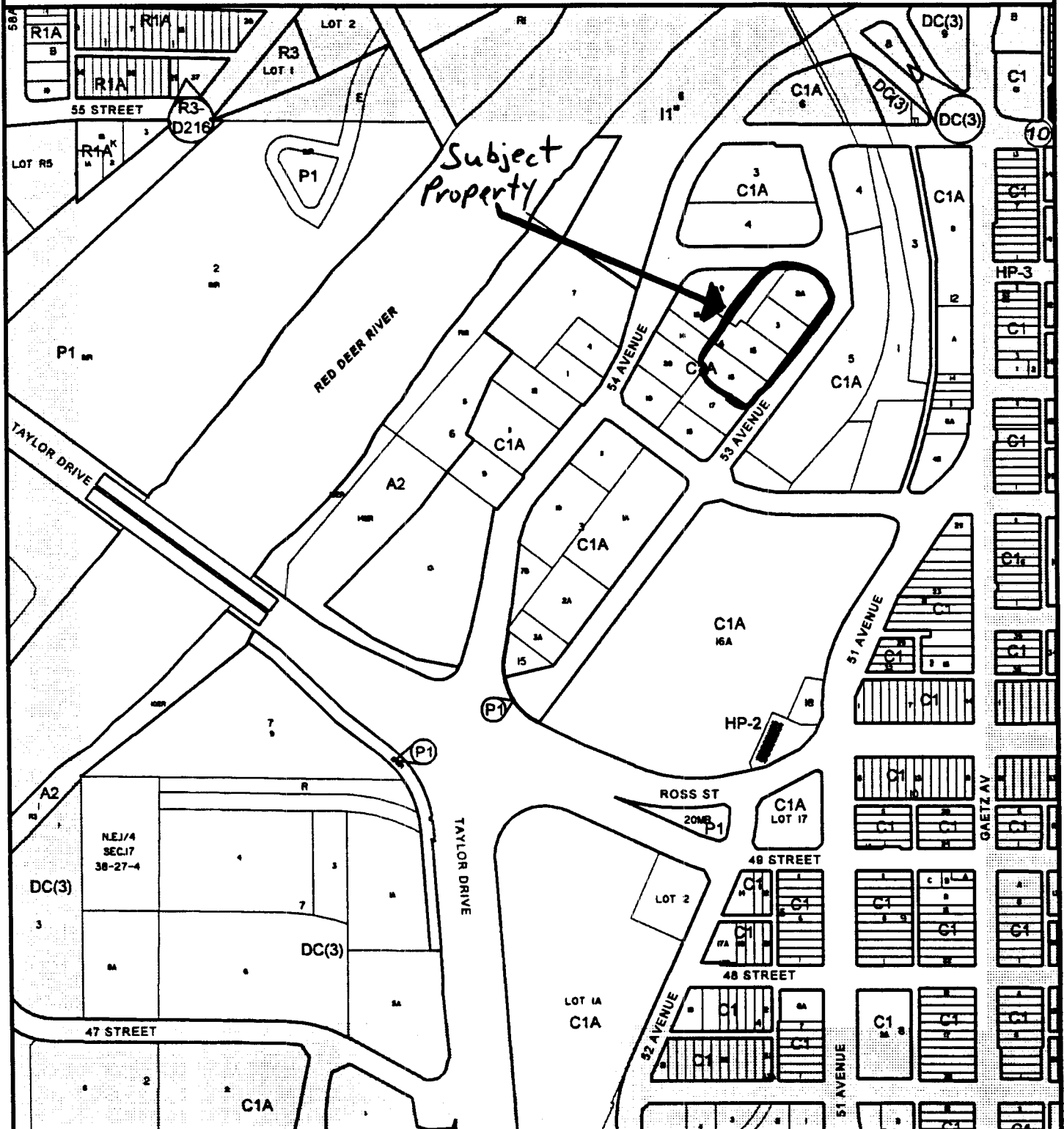
AVS/mm



THE CITY OF RED DEER - LAND USE BYLAW

LAND USE DISTRICTS

F9



BYLAW NUMBER - 3156/96

AMENDMENTS:



SCALE 1:5000
23-FEB-1996

SEE SECTION SIX FOR
LANDUSE DISTRICT DEFINITIONS

E10	F10	G10
E9	F9	G9
E8	F8	G8

N.E. 1/4 -17-38-27-4

DATE: October 17, 1996

TO: Kelly Kloss, City Clerk

FROM: Alan Scott, Land and Economic Development Manager

RE: **OFFERS TO PURCHASE BY: JENCO HOLDINGS LTD. FOR LOT 8, BLOCK 4, PLAN 5879 HW AND PART OF UTILITY RIGHT OF WAY PLAN 942 0172; AND RALPH SALOMONS REALTY INC. FOR LOT 8, BLOCK 4, PLAN 5879 HW**

Two offers to purchase for the above lands have been received by our department from the adjacent property owners. The lands are the remaining portion of an abandoned spur line downtown, consisting of approximately 0.20 acres as shown on the attached map. For reference and valuation purposes Lot 8, Block 4, Plan 5879 HW is labeled as parcel "A" and the portion of Lot 8, Block 4, Utility Right of Way Plan 942 0172 is labeled as parcel "B". Parcel "A" is unencumbered, while parcel "B" contains an underground EL&P duct and cannot be developed.

History:

- In August, 1989 the City offered to sell Lot 8 to the adjacent property owners, subject to all owners accepting our offer. Ralph Salomons Realty Inc. indicated interest in purchasing the portion of Lot 8 adjacent to his property however the City did not proceed with the sale due to poor response from the other adjacent owners.
- In July, 1993 the City offered the land to all adjacent property owners again, subject to several conditions. The City received interest from all the adjacent owners except from Ralph Salomons Realty Inc..
- In September, 1993 City Council approved the sale of portions of Lot 8 to several adjacent property owners at the south end of the block and a lease with an option to purchase to Jenco Holdings for the land directly behind their building which Jenco then immediately exercised and purchased.
- In November, 1993 Mr. Rob Brunner of Jenco met with our department to discuss access to their rear yard. Jenco wished to enter into a lease agreement for access only to cross the remainder of Lot 8 and a right of first refusal to purchase Lot 8.
- In December, 1993 the City entered into an easement agreement with Jenco for vehicle access only for \$30.00 per year and provision of general liability insurance. Jenco was also informed in writing that the City would not grant a right of first refusal for the remainder of Lot 8 on the advice of the City Solicitor.
- In March, 1996 Jenco initiated discussions with our department to purchase parcels "A" and "B". Jenco was given the market value asking price of \$5,926.00 and the condition that an easement agreement for maintenance with the adjacent westerly property owner, Pacific Western Transportation, must be assumed by the purchaser.
- On June 6, 1996 our department received an offer from Jenco to purchase Lot 8 for 60% of the city's market valuation.

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- On June 26, 1996 our department responded in writing to Jenco indicating that the City cannot accept their offer and should they re-submit an offer it would have to be advertised to adjacent property owners before our department can make a recommendation to City Council.
- On August 2, 1996 Jenco submitted a new offer at the city's asking price, agreeing to accept the easement agreement with Pacific Western Transportation.
- On August 19, 1996 our department wrote to adjacent property owners, Ralph Salomons Realty Inc. and Pacific Western Transportation advising them of Jenco's offer and giving them the opportunity to respond by September 3, 1996. Our department also wrote to Jenco indicating that the City was advising the adjacent property owners of their offer.
- On August 28, 1996 - Pacific Western indicated by phone that they did not wish to buy but wanted assurance their maintenance agreement would remain in place.
- On August 30, 1996 our department received an offer to purchase from Ralph Salomons Realty Inc. for \$6,500.00 for parcels "A" and "B". He agreed to assume the Pacific Western maintenance easement agreement and negotiate a land lease to Jenco to guarantee access to their rear yard.
- On September 4, 1996 our department wrote Jenco informing them of Ralph Salomons offer and giving Jenco a chance to counter by September 30, 1996.
- On September 5, 1996 Rob Brunner of Jenco phoned our department and verbally offered \$6,600.00 of parcels "A" and "B".
- On September 6 & 11, 1996 we met with Mr. Rob Brunner of Jenco to discuss their offer. In order to try and avert a bidding war between Jenco and Ralph Salomons Realty Inc., our department was prepared to recommend that neither offer be accepted and that the City would be prepared to enter into a lease with Jenco to accommodate their expansion. Jenco indicated that they preferred to purchase versus lease.
- On September 27, 1996 we met with Mr. Rob Brunner of Jenco indicating that in order to resolve this issue, our department would present both offers to City Council for their consideration and that Jenco could provide additional information if they wanted to. Mr. Brunner said he would submit a letter in early October.
- On September 30, 1996 our department also informed Ralph Salomons Realty Inc. that the offers would be presented to City Council and he could provide additional information if he wished.
- Letters attached from Ralph Salomons Realty Inc. dated October 3, 1996 and from Jenco Holdings Ltd. dated October 9, 1996.

Offers:

Ralph Salomons Realty Inc. has amended their original offer for the lands, offering to purchase only parcel "A", consisting of approximately 0.08 acres, for \$6,000.00. Parcel "A" would be used for future building expansion. Ralph Salomons Realty Inc. currently leases their existing property to a wholesale plumbing supply firm.

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Jenco Holdings Ltd., operating as Robco Kitchens International, has offered to purchase both parcels "A" and "B" for a price up to \$6,600.00. The land would be used for employee parking, approximately 23 stalls, and access to the rear of their manufacturing facility in order to accommodate a plant upgrading and expansion of a second shift of approximately 35 employees. Jenco is also concerned that access be maintained to their rear yard via parcels "A" and "B" otherwise their rear yard will be land locked. Jenco currently uses the rear yard for their garbage bin, dust collector system and employee parking.

Analysis:

As both offers are above market value, price is not the primary issue. The issue is that the City has two competing property owners and City Council must decide which offer presents the greatest benefits to the City as a result of expanding development.

It would appear that the amended offer from Ralph Salomons Realty Inc. solves the needs of all parties by splitting the lands into parcel "A" and "B". This would allow Jenco Holdings Ltd. to purchase parcel "B" and guarantee access to their rear yard. This proposal however does not entirely solve Jenco's parking requirements to expand Robco Kitchens International's manufacturing facility as stated in their letter of October 9, 1996 and may leave the City land inventory with parcel "B" as surplus land.

With the rezoning of this part of the downtown into C1A, any redevelopment requires that property owners provide on-site parking. As a manufacturer, Jenco would have to provide 3.0 parking stalls per 93 square metres or equivalent to approximately 60 stalls for their 20,000 square foot facility. By Jenco's calculations purchasing both parcels "A" and "B" would provide them with 23 additional parking stalls and a total of 36. Although this amount is less than their overall requirement, Jenco is attempting to maintain City regulations as stated in their letter.

Both offers indicate the improvements to buildings which would result in an increased tax base. The Jenco offer also indicates the addition of a second shift of up to 35 additional manufacturing jobs in the near future as they are currently operating at capacity and have a demand from export markets. Our department must support Jenco's offer due to the potential for increased manufacturing employment and the additional 3 to 1 multiplier effect that this type of employment derives.

Recommendation:

Based on the offers presented by both parties and the significant potential benefits accrued to Red Deer, the Land and Economic Development Department recommends that City Council approve the sale of parcels "A" and "B", the Remainder of Lot 8, Block 4, Plan 5879 HW and part of Lot 8, Block 4, Utility Right of Way Plan 942 0172 to Jenco Holdings Ltd. subject to the following conditions:

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- The purchase price to be \$6,600.00;
- The purchaser to assume the City's easement agreement with Pacific Western Transportation Ltd. for maintenance purposes;
- Site grading and access subject to the approval of the Engineering Department and all associated improvement costs to be the responsibility of the purchaser;
- E.L.&P.'s conditions as per their memo dated May 17, 1993; and
- Land Sale Agreement satisfactory to the City Solicitor.



Alan V. Scott

HT/ht

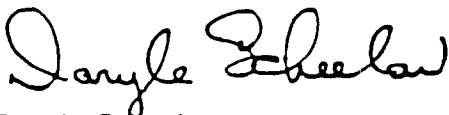
DATE: May 17, 1993
TO: Bill Lees
Land Dept.
FROM: Daryle Scheelar
E. L. & P. Dept.
RE: Offer to Purchase
Part of Lot 8, Plan 5879 H.W.

SCHEDULE "B"

E. L. & P. would not object to the sale or lease of any part of lot 8 subject to an 8 metre wide easement or lease agreement being placed along the westerly limit to include the following conditions:

- a) No buildings or other structures that would restrict access within the westerly 8 metre corridor.
- b) Access for E. L. & P. to existing underground ducts and cables centered at 3.0 metres east of and parallel to the west property line of lot 8.
- c) E. L. & P. be absolved from any damage costs incurred against improvements within or material/equipment stored on this easement during any time in which access is required by The City's work force.
- d) The leasee will make no claim against The City/E. L. & P. department for "loss of business" during the period of time such entry is required.
- e) Fencing to the southerly end of lot 8 near 52 Street will be restricted to no closer than 3 metres to E. L. & P.'s existing manhole cover.
- f) Grading of any part of lot 8 to be approved by E. L. & P. to ensure adequate coverage of existing ducts and to ensure measures are taken to avoid drainage to the manhole near 52 Street.

Should you have any questions or comments, please advise.



Daryle Scheelar,
Distribution Engineer

RL/jjd

p.c. B. Jeffers, City Eng. Dept.
D. Rouhi, R.D.R.P.C.

Jenco Holdings Ltd.
5230 53 Avenue
Red Deer, Alta.
T4N 5K2

The City Of Red Deer	
Date:	Oct. 10/96
Time:	1:35 pm
Rec'd By:	788

October 9, 1996

The City of Red Deer
Land and Economic Development Department

Attn. Peter A Robinson

RE: Land Purchase

Dear Peter;

In response to your letter of September 4 1996, we are very interested in purchasing parcels A and B in order for us to operate our business in a clean and orderly fashion. If we are unable to purchase the said lands it will land lock the land that we currently use to maintain our dust collector and garbage bin. When we purchased the land from the City directly behind us, I voiced concerns that if we could not access it, the land would be of no value to us. At this time we were told that we would be guaranteed access. This gave us opportunity to move our unsightly dust collector and garbage bins from the front to the rear of our building and give us additional parking. We have been communicating with yourself over the last several months in order to purchase this property. We wanted to make sure that we would not be denied access in the future, only to find out that it is open for buyers that took priority over ourselves. It is my opinion that Ralph Salomons (one of the interested parties) will speculate on this property, and I would feel very uncomfortable if I had to enter into a lease agreement with him if he did own this property. It has been mentioned that the City not sell it to either party and enter into a lease with Robco, but again it leaves the door open for uncertainties in the future.

Robco has grown from manufacturing 3 kitchens per month in 1988 to 10 kitchens per day currently, with 80% of our product being exported to Japan and the United States. Our facility is running at capacity on one shift at this time and we are getting extreme pressure from the marketing people for more product. This means that we will have to put a second shift in place in the near future. As we expand and grow we need to feel confident that we will not be put in awkward positions in the future. This may be expensive for us to solve and give us a less competitive edge in the market place.

Robco is planning to submit to the City, development plans for expansion to the front of the building and re-landscaping at 5230 53 Ave., to give us a more professional look in order to attract more export clients. Parking will be an issue at this time as well, so we see it as very important to the future growth of our company to maintain a clean and professional look as well as keep the clutter of vehicles off the streets.

Robco is prepared to pay whatever the City of Red Deer deems to be reasonable for the purchase of this land as we see it to be very important for us to operate within City guidelines. The City requested \$5926.00 for this land and Ralph has offered \$6500.00. If it takes \$6600.00 to close this deal then so be it, but I think we should be able to purchase it at the price the City originally

presented to us. This is not an issue over money as much as an issue to maintain proper business requirements for the City regulations.

If Ralph was to purchase the property and had to guarantee Robco access he would not be able to use the land for any other purpose other than to take advantage of Robco's position of trying to access their own property. If negotiations were to fail between Robco and Ralph, Robco would be forced to move their dust collector and garbage bins back to the front of building and would also create a parking problem.

I trust that you will be fair in making your decision and I will be waiting for future direction on this matter.

Yours truly,

A handwritten signature in black ink, appearing to read "RFBrunner".

Robert F Brunner
President
Jenco Holdings Ltd.

Ralph Salomons

REALTY INC.

4440-49 AVENUE
RED DEER, ALBERTA
T4N 3W6

BUS. (403) 343-3023
FAX (403) 343-6490

RE/MAX Real Estate Central Alberta
Each Office Independently Owned & Operated

October 3, 1996

Land and Economic Development Department
City of Red Deer
P.O. Box 5008
Red Deer, Alberta T4N 3T4

Attention: Howard Thompson

RE: Land adjacent to
Lot 2A, Block 4, Plan 762-2029
Lot 3, Block 4, Plan HW

In reference to our telephone conversation and your letter both of September 30, 1996, I wish to amend my offer of August 30, 1996. My original offer was based on purchasing the adjacent property for the purposes of expanding the building and the yard storage. I understand that Jenco Holdings wish to purchase the property to retain access to the rear of their property. By amending my offer, I think my neighbour's and my objectives can be both realized.

My original offer was to purchase both parcels "A" and "B" for the sum of \$6,500.00 and in addition to provide a Maintenance Agreement to Pacific Western and to provide a Maintenance Agreement and an Access Agreement to Jenco Holdings. I am now prepared to purchase only parcel "A" for the sum of \$6,000.00. Because I presently have a fourteen foot side yard the additional eighteen feet would give me the potential to expand my building by thirty-two feet.

Jenco Holdings will be at liberty to purchase parcel "B" for the purposes of access to their property.

Sincerely,



Ralph Salomons

Comments (Council Agenda of December 2, 1996):

It is regrettable that we have been unable to resolve this issue and believe that the proposal as put forth by the Land and Economic Development Manager may represent the best possible compromise at present. We therefore recommend that we retain the current arrangements by extending the lease agreements.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996

TO: Land and Economic Development Manager

FROM: City Clerk

RE: OFFERS TO PURCHASE BY JENCO HOLDINGS LTD. AND
RALPH SALOMONS REALTY INC.

Reference Report:

Land and Economic Development Manager,
dated November 26, 1996

Resolution Passed:

"RESOLVED that Council of The City of Red Deer hereby agrees to table the matter re: Offers to Purchase by Jenco Holdings Ltd. for Lot 8, Block 4, Plan 5879 HW and part of Utility Right of Way Plan 942-0172 and Ralph Salomons Realty Inc. for Lot 8, Block 4, Plan 58979 HW for up to eight weeks pending receipt of additional information."

Report Back to Council Required:

Yes, within eight weeks, however, no later than
Council Meeting of January 27, 1997

Comments/Further Action:

Report from Land and Economic Development
Manager reporting status of Offers to Purchase



Kelly Kloss
City Clerk

KK/clr

Item No. 2

PATH: paul\memos
MASTERFILE: 3000.015

DATE: November 26, 1996

TO: City Clerk

FROM: Public Works Manager


RE: **SECOND AND THIRD READING - AMENDMENTS TO UTILITY BYLAW
NO. 2960/88**

At its meeting of November 4, 1996 City Council passed the first reading of the amendments to the Utility Bylaw resulting from the change in the garbage collection and recycling contractors.

Due to changes in the Municipal Government Act, all municipalities are now required to obtain approval from the Alberta Energy and Utilities Board (AEUB) for contracts for solid waste management which involve an exclusive contract arrangement. Accordingly, The City of Red Deer is now required to obtain approval of the new Solid Waste Collection and Residential Recycling Contracts by the AEUB. We submitted our application on October 24, 1996 and hope to have received AEUB approval by the Council meeting on December 2, 1996, in which case we recommend that Council give second and third reading to the proposed amendments to the Utility Bylaw. If we have not received AEUB approval by December 2, 1996, it is recommended that Council table this item until its meeting of December 16, 1996.

RECOMMENDATION

Provided the Alberta Energy and Utilities Board has approved the City's new Solid Waste Collection and Residential Recycling Contracts, we respectfully recommend Council give ~~second~~ second and third reading to the proposed amendments to Bylaw No. 2960/88.



Paul A. Goranson, P.Eng.
Public Works Manager

MKS/blm

Comments:

We concur with the recommendation of the Public Works Manager.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996
TO: Public Works Manager
FROM: City Clerk
RE: **SECOND AND THIRD READING - AMENDMENTS TO UTILITY
BYLAW NO. 2960/88 (2960/B-96)**

FILE

Reference Report: Public Works Manager, dated November 26, 1996

Resolution Passed:

"RESOLVED that Council of The City of Red Deer hereby agrees to table consideration of second and third reading of Utility Bylaw Amendment 2960/B-96 to the December 16, 1996 Council Agenda, subject to receipt of additional information relative to the Alberta Energy and Utilities Board's decision concerning the City's solid waste collection and residential recycling contracts."

Report Back to Council Required: Yes, for Monday December 16, 1996
Council Agenda

Comments/Further Action: Report relative to status of AEUB
hearings


Kelly Kloss
City Clerk

KK/clr

c Director of Development Services

DATE: November 21, 1996

TO: City Council

FROM: City Clerk

RE: PARKING OF RECREATIONAL VEHICLES IN RESIDENTIAL AREAS

At the City of Red Deer's Council Meeting held March 25, 1996, consideration was given to the above and at which meeting the following resolution was passed:

"RESOLVED that Council of The City of Red Deer, having considered correspondence from Marilyn Wattenbarger dated March 1, 1996, re: Parking of Recreational Vehicles In Front of Residential Homes, hereby agrees as follows:

1. That the regulations for the parking of recreational vehicles in front yards, continuously between May and September of each year, remain as is, to allow for a full summer of front yard recreational vehicle parking;
2. That consideration be given in the fall of 1996, to seeking public input to determine the level of community support for front yard parking of recreational vehicles,

and as presented to Council March 25, 1996."

Attached is the subsequent report from the Inspections and Licensing Manager for Council's consideration.



Kelly Kloss
City Clerk

KK/clr
attchs.

MEMO

Date: November 27, 1996

TO: KELLY KLOSS
City Clerk

FROM: RYAN STRADER
Inspections and Licensing Manager

RE: PARKING RECREATIONAL VEHICLES IN RESIDENTIAL DISTRICTS

In 1995, City Council amended the Land Use Bylaw to allow a trailer which includes motorhome to be parked on a site in a residential district, and may be used for living and sleeping accommodation by a tourist for a period not exceeding 48 hours between the months of May 1st and September 30th. A tourist can apply to the Development Officer for approval in excess of 48 hours on a particular site. Prior to the amended bylaw, recreational vehicles were only allowed to park in the rear yard.

When the amendment was approved, Council directed the administration to review any concerns, and bring these to Council's attention. Consequently, an advertisement was placed in the local newspaper, and a letter was sent to all Community Associations requesting any comments on the amendment to be sent to the Development Officer by the end of October 1996. Four replies were received, and Mr. Kloss received one inquiry prior to our letters being sent.

The following are concerns and feedback from these replies:

- 1) A request to extend the time frame from April 15th to Oct 15th.
- 2) The amended Land Use Bylaw rescinded.
- 3) Satisfied with amendment .
- 4) The length of motorhomes should be reviewed before they were allowed in a driveway.


The remaining letter contained a request to amend the Traffic Bylaw to make it an infraction to park a motorhome on the street in front of a residence, other than the one in which you live. The City of Edmonton has such a bylaw in place, however it is currently being appealed through the courts.

There were no replies to our letters from the Community Association.

City Clerk - R.V.'s in Residential Districts
November 27, 1996
Page 2

Recommendation: There appears to be very little reaction from City residents to the bylaw amendment, therefore it should remain in place. We recommend the Traffic Bylaw not be amended, as in our opinion such a amendment is unlikely to withstand a legal challenge.

Sincerely,


RYAN STRADER
Inspections and Licensing Department

RS:yd

March 1, 1996

City of Red Deer
4914 - 48 Avenue
Red Deer, AB

Attention: City Clerk Department

Dear Sir/Madam:

I am writing this letter to request that council amend the decision made July 1995 (?) in regards to the provision of allowing recreation vehicles to park in front of residential homes.

This amendment will eventually make the city of Red Deer not a city of volunteers but a city where wherever a person travels throughout the city you are not going to find well landscaped yards and homes but large recreational vehicles, trailers or fifth wheel trailers parked in front of homes. Not only does this look ugly but it makes an area that children could get hurt on just running around these vehicles not to mention the fact that climbing is in every child's genes. And children are not going to care if the resident is not home. It also makes an opportunity for people to hide from observation when perhaps casing out a residence for a possible B&E.

I have been directly affected by this amendment. Last summer I looked out of my front room window and saw - not green grass and trees to my immediate right but - the broadside of a fifth wheel trailer which remained on site from May to Oct except for about three weeks in the summer months and approximately a week towards the end of September. The neighbour across the street parks his recreational vehicle either in his drive way or on the street. If my neighbour had a drive way on my left I would have a lovely view of recreational vehicles all summer.

Not only did the recreational vehicle block my vision, it also blocked any sunlight that a great deal of my front yard (facing NNE) needed in order to produce any kind of flowers. Most of my flowers and flowering shrubs stretched for sunlight and looked leggy most of the summer. There will be no need for me to work hard to produce a lovely looking flower garden if I am unable to obtain the results that are available because of recreation vehicle parking being allowed in front of homes.

March 1, 1996

Re: Provision to allow recreational vehicle parking in front of residences.

I feel that a responsible recreational owner may park his unit in front of his residence in order to prepare for vacation. But after this the vehicle should be parked in the backyard or on a site that is not interfering with the vision of neighbours in looking out onto their street. Owners have to make arrangements for parking during the winter months so they should have to during the summer when the unit is not used.

I sincerely hope that council will consider an amendment.

Sincerely,

Marilyn Wattenbarger
Marilyn Wattenbarger
25 Reeves Crescent
Red Deer, AB T4P 2Z4
(403) 340-3106

THE CITY OF RED DEER
CLERK'S DEPARTMENT

RECEIVED	
TIME	4:00 p.m.
DATE	March 5/96
BY	<i>[Signature]</i>

May 28, 1996

STP 41008

CITY OF RED DEER

Dear Betty Kelusky,

I am writing you personally in regards to a
 meter that is parked in front of our home, in
 which we live at #22, 4001 Street Ave.
 I have written a letter to Mr. Thaler, who informed
 me that he cannot change any he-lives but I should
 rather write to you at City Hall.
 The owner of this meter (or my last) "does not"
 live in same place, but lives at #22, 4001 Street Ave.
 This person is, after hearing this concerning us, the
 3rd person to "that he has no conversation or
 respect for others" but only for money. I have to be
 phoning the R.C.M. constantly and for
 that we should not have to put up with this
 any longer.

R.C.M. tell me that the he-lives has been
 changed in reference for parking meter as a result.
 He would like you to please consider having this
 be-lives changed also in Red Deer.

At the time we were also aware of a large meter.
 Here and not even the one put it on the spot, but that
 a person parking there would see him for it. I don't
 know why there isn't the meter in the other
 spot just it in this area empty driveway. I have
 also had complaint from the past few months
 because they do not want to look at it.

in any way you are properly forced up in the car,
 but the everything to look upon, as we don't want
 this parking meter that any longer.
 The meter plate # is PR 967 for this meter.
 These contact me after you have written our letter
 regarding our concern. You may contact me at 347-5844.

Thanks

on 3/7/96

Henry Kelly, Frank
 Henry Kelly

Comments:

We concur with the recommendations of the Inspections and Licensing Manager.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

FILE

December 4, 1996

Mrs. Marilyn Wattenbarger
25 Reeves Crescent
Red Deer, AB T4P 2Z4

Dear Mrs. Wattenbarger:

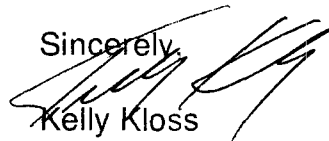
At the City of Red Deer's Council Meeting held Monday, December 2, 1996, consideration was again given to the issue of parking recreational vehicles in residential districts. At that meeting the following resolution was passed:

"RESOLVED that Council of The City of Red Deer, having considered report from the Inspections and Licensing Manager dated November 27, 1996, re: Parking Recreational Vehicles in Residential Districts, hereby agrees that no changes be implemented with respect to parking recreational vehicles in residential districts, and as presented to Council December 2, 1996."

Further to the above resolution, the City will continue to monitor the status of the City of Edmonton's bylaw controlling the parking of motorhomes on residential streets, as this bylaw is currently being appealed to the Courts.

Thank you for providing your comments and concerns to Council. If you have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,



Kelly Kloss
City Clerk

KK/clr

c Director of Development Services
Inspections and Licensing Manager
O./c Red Deer City Detachment



*a delight
to discover!*

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

December 4, 1996

FILE

Mrs. Connie Strand
22, 4901 Farrell Avenue
Red Deer, AB T4N 6W2

Dear Mrs. Strand:

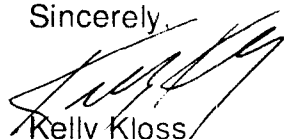
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Further to the above resolution, the City will continue to monitor the status of the City of Edmonton's bylaw controlling the parking of motorhomes on residential streets, as this bylaw is currently being appealed to the Courts.

Thank you for providing your comments and concerns to Council. If you have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,



Kelly Kloss
City Clerk

KK/clr

c Director of Development Services
Inspections and Licensing Manager
O./c Red Deer City Detachment



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FILE

FILE No.



THE CITY OF RED DEER

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

September 6, 1996

Connie Strand
#22, 4901 Farrell Avenue
Red Deer, AB T4N 6W2

BACKUP INFORMATION
NOT SUBMITTED TO COUNCIL

Dear Ms. Strand:

Thank you for your letter of August 28, 1996, wherein you expressed your concerns of the on street parking of motor homes specifically adjacent to your home.

As I had indicated, the Inspections and Licensing Department will be reviewing, in the Fall of 1996, the parking of recreational vehicles in the front yard of residential homes. As your concern is closely related to this issue, thank you for agreeing to allow us to include same with the upcoming review of the parking of recreational vehicles.

Once the schedule of this review has been finalized, we will be advising you and, at that time, you will have an opportunity to provide additional input if so desired. If you have any questions or require additional information, please do not hesitate to call me.

Sincerely,

KELLY KLOSS
City Clerk

KK/lb

cc: Director of Development Services
Inspections and Licensing Manager
Inspector Sutton
Principal Planner



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**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

March 27, 1996

Ms. Marilyn Wattenbarger
25 Reeves Crescent
Red Deer, Alberta
T4P 2Z4

Dear Ms. Wattenbarger:

At the City of Red Deer's Council Meeting held March 25, 1996, consideration was given to your letter dated March 1, 1996 concerning the parking of recreational vehicles in residential areas. At this meeting the following resolution was passed:

"RESOLVED that Council of The City of Red Deer, having considered correspondence from Marilyn Wattenbarger dated March 1, 1996, re: Parking of Recreational Vehicles In Front of Residential Homes, hereby agrees as follows:

1. That the regulations for the parking of recreational vehicles in front yards, continuously between May and September of each year, remain as is, to allow for a full summer of front yard recreational vehicle parking;
2. That consideration be given in the fall of 1996, to seeking public input to determine the level of community support for front yard parking of recreational vehicles,

and as presented to Council March 25, 1996."

Please accept our thanks for expressing your concerns to Council. In the Fall of 1996, the Inspections and Licensing Department will initiate a process in which the citizens of Red Deer can provide their views concerning the regulations for the parking of recreational vehicles in residential areas.

.../2



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to discover!*

Ms. Marilyn Wattenbarger
March 27, 1996
Page 2

If you have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,



Kelly Kloss
City Clerk

KK/clr

cc: Director of Development Services
Inspections and Licensing Manager
Insp. S. Sutton
Principal Planner

BACKUP INFORMATION
NOT SUBMITTED TO COUNCIL

DATE: November 21, 1996

TO: Council

FROM: City Clerk

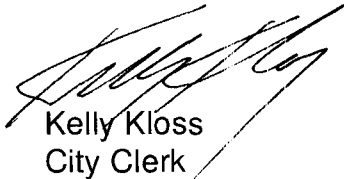
RE: ***ROAD CLOSURE BYLAW 3180/96 / PART OF EDGAR INDUSTRIAL
CRESCENT***

A Public Hearing has been advertised for the above noted Road Closure Bylaw, to be held on Monday, December 2, 1996, in the Council Chambers at 7:00 p.m.

Road Closure Bylaw 3180/96 provides for the closure of all that portion of Edgar Industrial Crescent, Plan 912-0791, 1.51 hectares (3.73 acres) more or less, lying within the limits of Plan _____.

RECOMMENDATION

That following the Public Hearing, Road Closure Bylaw 3180/96 may be given 2nd and 3rd readings.



Kelly Kloss
City Clerk

KK/clr
attchs.



HIGHWAY 11A

EDGAR INDUSTRIAL CRESCENT

**DETENTION
POND**

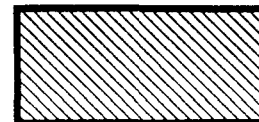
EDGAR IND. AVE

EDGAR IND. GREEN

INDUSTRIAL DRIVE

Proposed Road Closure

Edgar Industrial Crescent



Bylaw 3180 / 96
October 22 1996

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996
TO: Land and Economic Development Manager
FROM: City Clerk
RE: *ROAD CLOSURE BYLAW 3180/96*
(Part of Edgar Industrial Crescent)

Reference Report: City Clerk, dated November 21, 1996

Resolution Passed: Bylaw passed following Public Hearing.
Second and third readings given to Road
Closure Bylaw 3180/96.

Report Back to Council Required: No

Comments/Further Action: Certified copy of Road Closure Bylaw 3180/96
attached hereto.



Kelly Kloss
City Clerk

KK/clr
attch.

c Director of Development Services
Principal Planner

Item No. 1
Reports

FILE No.



THE CITY OF RED DEER

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

CITY ARCHIVES
P. O. Box 800
Red Deer, AB T4N 5H2
(403) 343-6842 FAX (403) 342-6644

November 21, 1996

Mr. Kelly Kloss
City Clerk
City of Red Deer
P.O. Box 5008
Red Deer, AB T4N 3T4

Dear Mr. Kloss:

RE: RECOMMENDATIONS FOR ARCHIVES COMMITTEE ASSOCIATE MEMBERS

At its regular meeting of November 20, 1996, the Red Deer and District Archives Committee, pursuant to By-law 3142/95 Section 15(4), unanimously voted to recommend the following ten people to City Council for appointment as associate members of the Committee for one year terms, ending November 1997:

Mr. Paul Bill
6206 61 Avenue
Red Deer, AB T4N 5R5

Mr. Peter Anderson
5828 West Park Cresc.
Red Deer, AB T4N 1E7

Mr. Fred Horn
#28, 4240 46 Ave. Cresc.
Red Deer, AB T4N 6T2

Mrs. Marie Thompson
5135 45 Avenue
Red Deer, AB T4N 3L2

Mrs. Colleen Graham
#8 Rowell Close
Red Deer, AB T4P 3P4

Mrs. Kay Taylor
4639 47 Street
Red Deer, AB T4N 1P9

Mrs. Mary Lerouge
4925 55 Street
Red Deer, AB T4N 2J3

Mr. Ken Brown
5803 44 Avenue
Red Deer, AB T4N 3J4

Mrs. Lawrie Knight-Steinbach
3715 43A Avenue
Red Deer, AB T4N 3G2

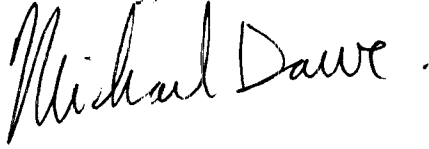
Ms. Claudia Ramsay
#303 3610 52 Avenue
Red Deer, AB T4N 4J5



*a delight
to discover!*

If you should have any questions on these recommendations, please do not hesitate to contact either Mr. Paul Boulton, Chairman, or me at P.O. Box 800, Red Deer, or telephone (403) 343-6842.

Yours truly,

A handwritten signature in cursive script that reads "Michael Dawe". The signature is written in dark ink and includes a period at the end.

Michael Dawe
City Archivist

MD\lo

Comments:

In accordance with the Committees Bylaw, Council is required to appoint the Associate Members to the Archives Committee.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996

TO: Michael Dawe,
City Archivist

FROM: City Clerk

RE: APPOINTMENT OF ASSOCIATE MEMBERS TO ARCHIVES COMMITTEE

FILE

Reference Report:

City Archivist, dated November 21, 1996

Resolution Passed:

"RESOLVED that Council of The City of Red Deer, having considered correspondence from the City Archivist, Michael Dawe, dated November 21, 1996, re: Recommendations for Archives Committee Associate Members, hereby agrees to appoint the following as Associate Members to the Archives Committee, for terms to expire November 1997:

Paul Bill
Marie Thompson
Mary Lerouge
Claudia Ramsay
Peter Anderson
Colleen Graham
Ken Brown
Fred Horn
Kay Taylor, and
Lawrie Knight-Steinbach. "

Report Back to Council Required:

No

Comments/Further Action:

The City Clerk's Office will now update the Committee Directory


Kelly Kloss
City Clerk

KK/clr

c Director of Community Services
Lucy Bredy

Item No. 2

To: CITY COUNCIL
From: PAUL MEYETTE
Subject: PLANNING AND SUBDIVISION GUIDELINES - UPDATE
Date: NOVEMBER 19, 1996

Background

On October 28, 1991 City Council adopted the planning and subdivision guidelines.

These guidelines provide a step by step process for the adoption and amendment of plans and for the subdivision of land. The guidelines were amended once in 1991 and twice in 1992. Due to the changes brought about by the new Municipal Government Act, it was necessary to revise the document again.

What are the Major Changes in the Guidelines


- The guidelines have been updated to incorporate the requirements of the new Community Services Master Plan and the new Municipal Government Act.
- A new fee schedule has been added which will allow partial recovery of the cost of plan amendments
- There is a greater emphasis on environmental issues in the planning process.
- There are new safeguards related to environmental hazards on a site.
- There is a new requirement to place a sign showing the Outline Plan at the entranceway to a new neighbourhood.
- Incorporation of the requirement to identify walk out basements in the Outline Plan.

Who has Provided Input for these Changes?

The draft guidelines were circulated to relevant City departments. All comments received were incorporated in the November 19, 1996 draft plan. The guidelines were also hand delivered to the Urban Development Institute on October 29, 1996 with a request to respond by November 15, 1996. No response was received.

Recommendation

Planning staff recommend that Council adopt the Planning and Subdivision Guidelines as proposed.



Paul Meyette, ACP, MCIP
Principal Planner, City Section

Comments:

We concur with the recommendation of the Principal Planner. The actual Planning and Subdivision Guidelines document has been submitted as an attachment to the agenda.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996

TO: Principal Planner

FROM: City Clerk

RE: ***PLANNING AND SUBDIVISION GUIDELINES - UPDATE***

FILE

Reference Report:

Paul Meyette, November 19, 1996

Resolution Passed:

"RESOLVED that Council of The City of Red Deer, having considered the report from the Principal Planner dated November 19, 1996, re: Planning and Subdivision Guidelines - Update, hereby adopts the document entitled 'City of Red Deer Planning and Subdivision Guidelines' as submitted to Council December 2, 1996."

Report Back to Council Required:

No

Comments/Further Action:

On page 15 of the report, arrows are to be inserted within the chart



Kelly Kloss
City Clerk

KK/clr

c Director of Community Services
 Director of Development Services
 Inspections and Licensing Manager

COUNCIL MEETING OF DECEMBER 2, 1996

**ATTACHMENT TO REPORT ON
OPEN AGENDA**

RE:

PLANNING & SUBDIVISION GUIDELINES

CITY OF RED DEER

PLANNING & SUBDIVISION GUIDELINES

Prepared by
Parkland Community Planning Services: City Planning Division
500, 4808 Ross Street
Red Deer, AB T4N 1X5
Phone (403) 343-3394

19 November 1996

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1.0 INTRODUCTION

Welcome to the City of Red Deer. The City of Red Deer has a long tradition of proactive planning and public participation in the planning process. As a consequence, there are a number of plans, policies and processes which affect the development process.

These guidelines are intended to give an overview of two key elements in land development - the plan and subdivision approval process. these processes are the responsibility of Parkland Community Planning Services - a contracted Planning Department for the City of Red Deer. If you have any questions regarding these guidelines, please call Parkland Community Planning Services at 343-3394.

It should be noted that this document contains guidelines in regards to the plan and subdivision approval processes, and where appropriate, specific policies, bylaws and standards which are applicable to a development should be referenced.

1.1 Consultation: City of Red Deer, Parkland Community Planning Services and Other Agencies

It is strongly recommended that in the preliminary outline plan or subdivision stage the applicant or appointed agent consult with Parkland Community Planning Services, the City Engineering Department and other affected agencies such as utility companies before submitting an outline plan or subdivision application for the following reasons:

- to ensure that the general concepts are acceptable.
- to allow Parkland Community Planning Services to review the proposal, design, concept, its conformity with current planning policy and to then advise the proponent accordingly.
- to allow the City Engineering Department to comment on the location, availability and method of servicing the development area.

A joint meeting with all of the affected agencies may be convened by Parkland Community Planning Services, if circumstances warrant.

2.0 GENERAL PLANNING FRAMEWORK

2.1 City of Red Deer Strategic Plan

The City of Red Deer has a Strategic Plan which provides overall City direction related to Financial Development, Organizational Development, Economic Development and Community Development. A specific section addressing community and land use planning is included within the plan.

- 2.1.1** The City's Strategic Plan is reviewed every three years by City Council and includes an extensive public participation program.

2.2 Intermunicipal Development Plan

The City and County of Red Deer have an Intermunicipal Development Plan which contains general policies and land uses for the fringe area around the City.

- 2.2.1** The Intermunicipal Development Plan (IDP) is prepared jointly between the City and County of Red Deer to guide land use and development and to foster joint initiatives. The IDP is prepared by a joint committee and reviewed by the public through open house(s)/public meeting(s). After receiving public input, the document is forwarded to both Councils for first reading of a bylaw to adopt the plan. A joint public hearing hosted by both Councils is held prior to adopting the plan by Bylaw.

Amendments to the Intermunicipal Development Plan must follow a similar procedure to the original hearing although the public participation process may be less extensive, depending on the nature of the amendment. The respective developer shall pay all costs related to any significant development initiated amendments to the Intermunicipal Development Plan. Plan amendments may take up to one year to process. The minimum time to process a minor amendment is sixteen weeks.

2.3 Municipal Development Plan

Parkland Community Planning services is responsible for updating and maintaining the Municipal Development Plan. The Municipal Development Plan contains general policies and generalized land uses for development within the City.

2.3.1 Review Procedure

The Municipal Development Plan is prepared by Parkland Community Planning Services with the direct participation of the Development Services and Community Services Division. The document is reviewed by the Municipal Planning Commission and then by the public at an open house/public meeting. Any necessary amendments are completed before the plan is forwarded to City Council for consideration. City Council advertises the proposed plan, holds a public hearing and makes any desired changes before adopting the plan by Bylaw. Amendments to the Municipal Development Plan must follow a similar procedure to the original hearing although the public participation process may be less extensive, depending on the nature of the amendment. The respective developer shall pay all costs related to any significant development initiated amendments to the Municipal Development Plan. Plan

amendments may take up to six months to process. The minimum time to process a minor amendment is ten weeks.

2.4 Area Structure Plans

Parkland Community Planning Services (P.C.P.S.) will initiate all Area Structure Plans for the City of Red Deer. An Area Structure Plan is a generalized plan usually covering several quarter sections of land identifying major roads and land uses (including residential, schools, commercial, industrial and major parks).

2.4.1 Review Procedure

The Area Structure Plan is prepared based upon consultation with the City of Red Deer Development and Community Services Divisions as well as the respective City School Boards. The resulting draft document is presented to landowners and the public at a public meeting/open house. Any necessary revisions are made prior to forwarding the Area Structure Plan to City Council for consideration. City Council advertises the proposed plan, holds a public hearing and makes any desired changes prior to adopting the plan by Bylaw. Any changes to an Area Structure Plan are required to follow the same procedure as the initial adoption of the plan. The respective developer shall pay all costs for any developer initiated amendments. Plan amendments may take up to six months to process. The minimum time to process a minor amendment is ten weeks.

2.5 Area Redevelopment Plans

Parkland Community Planning Services will initiate all Area Redevelopment Plans for the City of Red Deer. An Area Redevelopment Plan is a plan which is used to guide redevelopment in an existing neighbourhood or area. This plan identifies major land uses as well as any new or modified roads.

2.5.1 Review Procedure

The consultation and public input process will be the same as those outlined for an Area Structure Plan.

2.6 Community Services Master Plan

The Community Service Master Plan guides the provision of social, police, transit, recreation, parks, culture and planning in the City as well as identifying the required components of a neighbourhood park area.

2.6.1 Review Procedure

The plan is prepared by the Community Services Division of the City of Red Deer based upon consultation with the public. The resulting document is forwarded to appropriate City Boards for advice; following the review it is presented to the public at a public meeting/open house. Any necessary revisions are made prior to forwarding the Community Services Master Plan to City Council for consideration. City Council will receive any public presentations prior to adopting the plan with or without amendments. Any significant changes to the plan are required to follow the same process as the initial adoption of the plan. The respective developer or agency shall pay all direct costs for any significant developer initiated amendments to the Community Services Master Plan. Community Services Master Plan amendments may take up to six months to process. The minimum time to process a minor amendment is ten weeks.

2.7 City Council Policy

City Council adopts policy from time to time which may affect development standards or the development process. All development should conform to City Council policy unless an exemption has been granted by City Council.

3.0 SPECIFIC DEVELOPMENT PLANS

3.1 Outline Plan

The developer is responsible for preparing a detailed outline plan. This type of plan is not required by the Municipal Government Act but is considered by the City of Red Deer as a pre-condition for subdivision of larger land areas (eg. quarter section). The outline plan must implement the development concepts of any applicable area structure plan or concept plan, the municipal development plan and the land use bylaw. An outline plan generally encompasses a quarter section in size and may involve more than one landowner.

If the City acts as a developer of an area, it is required to follow the same process as a private developer.

3.1.1 Content

3.1.1.1 Land Use

The plan must explain the type, size and location of land uses. Where the property adjoins existing development or similar style and density of housing should be proposed where the properties adjoin. The plan should include the proposed zoning of the site and include an overall density calculation which does not exceed 45 persons per gross hectare.

3.1.1.2 Natural And Cultural Heritage

The plan shall identify and indicate efforts to preserve the natural and cultural heritage on the site; the natural and cultural heritage includes tree stands, ground water recharge areas, wetlands, natural grasslands, watercourses, lakes, historical structures and historical sites. In order to assist the developer, the City will endeavour to supply an Ecological Profile which will list the environmental features of the site. It shall be an objective of the plan to preserve unique environmental areas on a site.

3.1.1.3 Environmental Hazards

The plan shall identify any environmental hazards on the site including but not limited to contaminated soil problems, floodplain, high water table, sour gas sites, high pressure pipelines, slopes over 15% or unstable slopes. The plan shall indicate any remedial measures which will be undertaken in response to the identified environmental hazards. If the applicant has any knowledge of environmental hazards in proximity of the subject site, the plan should identify these hazards.

3.1.1.4 Transportation

The plan shall include all proposed lanes and roads and specifically identify collector or arterial roads. Collector and arterial roads shall be consistent with the area structure plan.

3.1.1.5 Public Facilities

The outline plan shall include the location of community facilities such as schools and parks in accordance with Community Services Master Plan (see section 3.3.1.1.)

3.1.1.6 Height

The plan shall identify all elevated areas which are proposed to accommodate two storey homes with walkout basements. The Outline Plan shall not permit two storey homes with walkout basements on elevated areas to be located adjacent to any existing residential neighbourhood established at normal grade levels unless:

- i) consensus is obtained from adjacent landowners, or
- ii) there are no alternative engineering solutions related to shallow utility servicing and the views of all adjacent landowners have been obtained.

3.1.1.7 Social Facilities

One day care site, one social care residence site and one church site (see Section 7.2.12) shall be identified in the Outline Plan.

3.1.1.8 Staging

Each stage of development should be clearly identified in the plan. A staging plan should also be proposed for dedication of a neighbourhood park pursuant to Section 3.3.1.2 of these guidelines.

3.1.1.9 Servicing

A conceptual servicing design should be included in the outline plan showing the proposed location of sanitary sewer, water, electric and storm sewer lines, detention ponds, drainage routes and other Municipal improvements.

3.1.1.10 Other Matters

In order to address specific issues in a neighbourhood, Council may require that additional details be added to the Outline Plan.

3.1.2 Review Procedure

The review process usually takes two to four months and includes the following steps.

- 3.1.2.1** Initial meeting with the developer; discussion of objectives; review of ecological profile
- 3.1.2.2** The developer submits an outline plan to Parkland Community Planning Services.

- 3.1.2.3** Parkland Community Planning Services prepares a background report which reviews the proposal in terms of conformity with statutory or other planning documents and highlights other planning considerations.
- 3.1.2.4** The outline plan and the background report is circulated by Parkland Community Planning Services to City departments and if necessary, appropriate outside agencies.
- 3.1.2.5** A summary of circulated comments is prepared by Parkland Community Planning Services and is circulated to members of the City Subdivision Committee.
- 3.1.2.6** The City Subdivision Committee meets to review the circulation comments and makes recommendations in regard to the outline plan. As part of this review, it may be necessary for City Planning Services and City departments to meet with the developer in order to clarify positions or resolve concerns.
- 3.1.2.7** Parkland Community Planning Services and appropriate City departments in conjunction with the developer, will hold a public information meeting in regard to the proposed outline plan. The purpose of the meeting is to ensure that the general public in the area is aware of future proposed development and has an opportunity to comment on the plan. The Recreation, Parks and Culture Department will present the Neighbourhood Park Plan at the same meeting.
- Neighbourhood residents will be notified through door to door mail delivery or through the use of an advertisement in a newspaper. All costs related to the adoption are covered by the developer through the fees. (See Appendix)
- 3.1.2.8** Following the public meeting, the Outline Plan is forwarded to the Municipal Planning Commission for comment and a recommendation to City Council.
- 3.1.2.9** Following the public meeting, the draft Neighbourhood Park Plan is forwarded to the Recreation, Parks and Culture Board for comment and recommendation to Council.
- 3.1.2.10** If significant natural or environmental features are an issue in the plan area, the Outline Plan may be forwarded to the Environmental Advisory Board for comment and recommendation to Council.
- 3.1.2.11** Parkland Community Planning Services forwards, on behalf of the City Municipal Planning Commission and the Recreation, Parks and Culture

Department, the Outline and Neighbourhood Park Plans, with recommendations to Council for consideration.

3.1.2.12 City Council considers the Outline and Neighbourhood Park Plans and may approve them by resolution with or without conditions. An approved Outline Plan is considered the basis from which decisions on future subdivisions and land use for that area are made. If refused, the developer must make changes to the plan in accordance with directions from Council and administration. An approved Neighbourhood Park Plan will provide the basis for development of recreation and parks facilities in a neighbourhood.

3.1.2.13 If there were any contentious issues during the adoption process, Parkland Community Planning Services will ensure that the neighbourhood is advised of the outcome of these issues.

3.1.3 Outline Plan Amendment Procedure

3.1.3.1 An amendment to an adopted outline plan is required in the following circumstances:

- (a) a change in proposed land uses such as from single family to duplex housing;
- (b) a change in the classification of roadways such as an upgrading from a local road to a collector road;
- (c) a change in other documents affecting planning and land use in the area such as an amendment to an area structure plan;
- (d) to meet the current content standards for outline plans, as adopted by the City.

3.1.3.2 The developer submits a proposed amendment to Parkland Community Planning Services.

3.1.3.3 Parkland Community Planning Services will circulate the proposed change to City departments and if necessary, appropriate outside agencies. The departments or agencies will be requested to reply within 14 days.

3.1.3.4 If there are no outstanding issues from the circulation process, the amendment can go to a public information meeting as outlined in Section 3.1.2.7. The public information meeting must occur prior to a public hearing related to

rezoning however the public meeting could occur after first reading of the bylaw.

3.1.3.5 Parkland Community Planning Services will prepare a report for the Municipal Planning Commission which provides a summary of circulation comments, the results of the public information meeting and recommendations in regard to the proposed amendment. The Municipal Planning Commission will make a recommendation to City Council.

3.1.3.6 City Council considers the Parkland Community Planning Services report and the recommendation of the Municipal Planning Commission and may approve the amendment with or without conditions; Council may approve an enabling Land Use Bylaw Amendment at the same time.

3.2 Neighbourhood Park Plan

A Neighbourhood Park Plan shall be prepared concurrently with Outline Plan.

The Neighbourhood Park Plan is prepared by the City of Red Deer Recreation, Parks and Culture Department and the developer in consultation with Parkland Community Planning Services and the respective school board.

3.3 Content

3.3.1.1 Neighbourhood School/Park Development Guidelines

The specific requirements for the development of a school/park plan are as outlined in the Community Services Master Plan. The City will develop all facilities on the central neighbourhood school and park site unless otherwise noted in this document or through a development agreement using recreation levy funds.

- a. 1 - School Building Site - the Designated school building site shall be 1.2 ha (3 acres) in size to accommodate an elementary school or 1.4 ha (3.5 acres) to accommodate a middle or junior high school. The type of school on the site is determined by the Area Structure Plan.
- b. 1 - Soccer Field - On elementary school sites, one soccer field 100 m x 60 m (110 yds. x 65 yds.) with soccer goal posts will be developed. On junior high and middle school sites, a combined soccer/football field 100 m x 60 m (110 yds. x 65 yds). complete with 20-yard end zones and combination goal posts will be developed. A 20-metre setback between sports fields and residential properties or roads is required for all fields.

In some locations as determined by topography, existing vegetation or special restraints, a Class "B" soccer field 90 m x 50 m (100 yds. x 55 yds.) will be considered.

- c. 1 - Ball Diamond - One ball diamond with an outfield distance of 300 feet is required: A setback of approximately 20 metres should be provided along the diamond perimeter.
- d. 1 - Community Shelter - A community shelter approximately 93 m² in size constructed by the City to accommodate rink, skate change in the winter and playground activity in summer. Enhanced or larger shelters would be the sole responsibility of the community association.
- e. 1 - Multi-Purpose (Asphalt Pad) - Space will be allocated for a multi-purpose pad which may be developed by the community for any variety of recreation uses including: tennis, basketball, volleyball, skate boarding, street hockey, lacrosse and in-line skating. These sites will be designated for an outdoor boarded hockey rink in the winter. This area will not be developed by the City and is deemed to be discretionary. Facilities may be developed as the community group/association deems desirable and as approved by the City.
- f. Basketball Court - On sites where no school is planned, an asphalt basketball court will be provided as part of the site development. Sites that have a school will make provision for a basketball court on the school building asphalt play area and/or on the multi-purpose pad if developed by the respective community association.
- g. 2 - Playgrounds - One pre-school and one elementary playground are to be developed per neighbourhood. Both playgrounds should be located in appropriate locations on the central school and park site.
- h. 1 - Sliding Hill - A sliding hill will be developed by the City in accordance with the district development plan and the approved site plan.
- i. 1 - Skating Rink with Lighting - One skating rink (non-boarded) will be erected annually and will be maintained during the winter in conjunction with the boarded hockey rink. Both rinks will have lighting and light timers.
- j. 1 - Parking - Parking should be shared with the school or, where no school is planned, a 14 stall paved parking lot should be developed.

- k. **Natural Preservation/Tree Planting** - Natural treed areas will be preserved in school/park sites, where possible. If a natural treed area does not exist, extensive cluster tree/shrub planting inside the park area will create a planted landscape area for picnicking and other leisure activities. Notwithstanding the foregoing, where there are critical natural areas which are identified in the ecospace inventory, the City may waive the requirements for the facilities identified in 3.3.1.1(a) - (j) in order that the natural area can be preserved.
- l. **Perimeter and Site Berming** - Low undulating and well-spaced berms containing some landscaping will be graded into the site design along the street frontage and within the neighbourhood park sites.

Any small parkettes as well as pedestrian/bicycle paths and buffer reserves required to be shown on the Outline Plan.

3.3.1.2 The Neighbourhood Park Plan should also contain a phasing plan for the recreation area showing:

- the time lines for facility development and the time lines for dedication of Municipal Reserve. No more than 50% of a neighbourhood (a neighbourhood is usually ± 65 hectares) should be subdivided without a substantial portion of the major park site being dedicated as Municipal Reserve (the major park site is usually 5.1 hectares in size)..
- the location of topsoil stockpiles indicating how the stockpiles will affect development of neighbourhood parks.

3.3.2 Review Procedure

3.3.2.1 The draft Neighbourhood Park Plan will be forwarded to the Joint City/School Planning Committee for approval with or without amendments.

3.3.2.2 The remainder of the approval process is outlined in section 3.1.2.7 to 3.1.2.12.

3.3.2.3 Any substantial amendment to the Neighbourhood Park Plan would be required to follow the same procedure used in the initial adoption of the plan.

3.4 Informing the Public

The outline plan and neighbourhood park plans shall be attached to all land sale agreements in order to ensure that the initial purchasers are aware of the total

development proposal. The plans should indicate that changes may occur from time to time, following consultation with neighbourhood residents.

Developers are required to place a sign showing the outline plan at the entrance way of their development to ensure that the initial and subsequent purchasers are aware of the total development proposal. This will be a requirement of the development agreement.

3.5 Existing Outline Plans

Prior to any additional subdivision approvals, any existing outline plan which does not meet the content requirements noted in section 3.1.1, and is less than 50% complete shall be updated to reflect these requirements.

3.6 Land Use Redesignation

Land use redesignation will occur prior to subdivision approval. The redesignation must conform to the applicable area structure plan and outline plan. Where there is potential for a school to be built, the entire neighbourhood park site will be designated Public Service District (PS) rather than Parks and Recreation District (P1). The designation "PS" will provide an indication to home purchasers that there is potential for a school to be built on the site.

Public participation in the land redesignation process is required through the Municipal Government Act. The public is notified of the proposed redesignation through an advertisement; public input is provided at the public hearing stage.

3.7 School Sites

As part of the implementation of the outline plan school jurisdictions will place signs with the following wording at the road intersection adjoining potential school sites:

"This site is available for future [Public][Catholic] School. No building is planned at this time. For further information telephone ---."

3.8 Detention Pond Sites

Detention pond sites must be shown on the Outline Plan and included on the neighbourhood sign which is referred to in Section 3.4.

4.0 SUBDIVISION APPLICATION

Parkland Community Planning Services is responsible for processing subdivisions in the City of Red Deer.

The applicant will be expected to submit a plan of subdivision which complies with any applicable statutory plan, outline plan in the land use bylaw or City policies which have been adopted by City Council. It is recommended that the applicant seek the help of a professional consultant in order to achieve the best subdivision design and best use of the site.

5.0 SUBMISSION OF TENTATIVE PLAN OF SUBDIVISION

5.1 The landowner or an agent (with a letter of authorization) acting on behalf of the land owner is required to submit to Parkland Community Planning Services the following documents when making a formal application for subdivision.

5.1.1. Fifteen copies of the plan of subdivision to a scale of not less than 1:2000:

- (a) showing the location, dimensions and boundaries of the land to be subdivided;
- (b) clearly outlining the land which the applicant wishes to register in a land titles office;
- (c) showing the location, dimensions, and boundaries of,
 - (i) each new lot to be created,
 - (ii) municipal and environment reserve land, if any,
 - (iii) the right of way of each public road, and
 - (iv) other rights of way;
- (d) showing the location and dimensions of buildings on the land that is the subject of the application and specifying those buildings that are proposed to be demolished or moved, if any;
- (e) showing the location of any existing or proposed railway lines or spur tracks;
- (f) describing the use or uses proposed for the land that is the subject of the application;
- (g) showing existing tree lines and topography;
- (h) such other information as may be required by Parkland Community Planning Services.

5.1.2 A copy of the Certificate of Title.

5.2 The subdivision approving authority, the City of Red Deer Municipal Planning Commission, is required to make a decision on an application for subdivision within

60 days from the date of receipt or it is deemed refused unless an extension of time is provided by the applicant.

6.0 PROCESSING SUBDIVISION APPLICATIONS

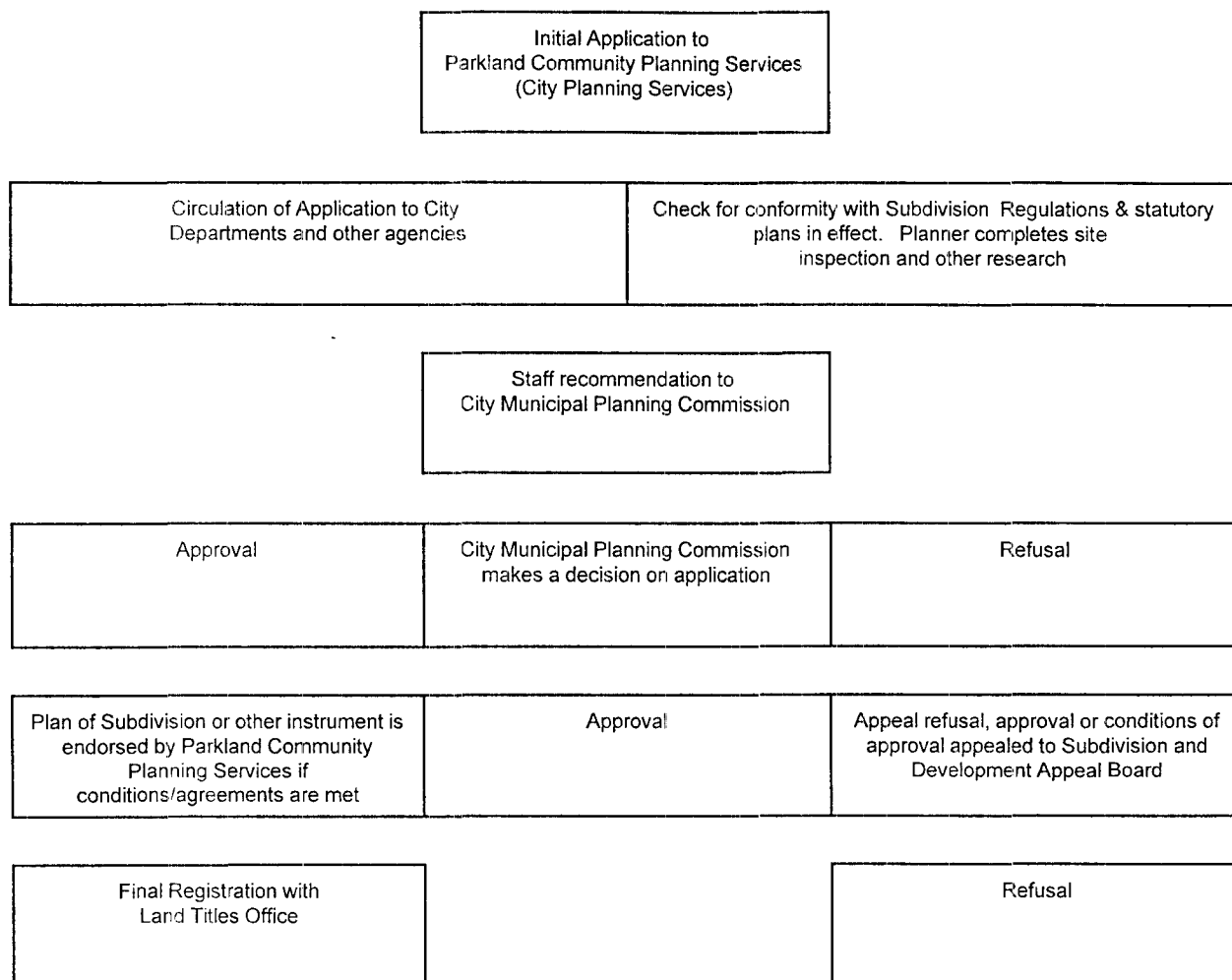
Upon submission of a completed application, Parkland Community Planning Services forwards copies of the application to City departments and other agencies requesting their comments on the proposed subdivision. If the land is not designated for the proposed uses, then the applicant must apply to City Council for a redesignation before final approval of the subdivision can be given.

The City Municipal Planning Commission will decide on the application. The decision of the City Municipal Planning Commission may be appealed to the City of Red Deer Subdivision and Development Appeal Board within 14 days of the receipt of the written decision by the applicant, City Council or school authority.

6.1 Subdivision Approval Process

The following is an overview of the subdivision process for the City of Red Deer which is administered by Parkland Community Planning Services.

CITY OF RED DEER SUBDIVISION APPROVAL PROCESS



7.0 PLANNING CONSIDERATIONS FOR SUBDIVISIONS

Any subdivision plan should be based on sound planning principles and should contribute to the orderly growth of the community. Furthermore, the proposed plan of subdivision shall comply with any statutory plans, concept plan, approved outline plans, Council policy and the land use bylaw. Any application for subdivision requiring amendments to the above documents shall not be approved until the required amendments are in place.

7.1 Physical Factors Affecting the Design

In a subdivision layout, careful consideration should be given to the following:

- soil conditions;
- topography and drainage;
- natural features such as rivers, creeks, trees, that should be conserved and incorporated in the design;
- man made features such as railways, highway, major power lines

7.2 Residential Subdivision

7.2.1 Street Layout

The subdivision street layout should be designed with regard to topography, natural features, clarity of movements and street function. A subdivision layout must be integrated with the existing street network so that there are at least two points of access in all phases of development. A temporary access may be used in a phase where a permanent access is designed to occur in a subsequent phase. The streets should be designed to avoid excessive speeds or traffic volumes in the neighbourhood.

7.2.2 Residential Density

In the developing areas of the City, the residential density is based on a maximum of 45 persons per gross hectare of land under subdivision. A quarter section of land containing approximately 65 hectares would have a potential population of about 2,900 persons.

The total number of persons are calculated according to the following persons per unit standard:

<u>Unit Type</u>	<u>Persons Per Unit Standard</u>
Detached dwelling	3.4
Semi-detached dwelling	3.3
Multi-attached dwelling	3.0
Multiple family dwelling	
- Bachelor	1.6
- One bedroom	2.4
- Two or more bedroom	3.0

7.2.3 Street Classification

For the purpose of these guidelines the streets or roads in and around a subdivision have been classified as follows:

- 7.2.3.1** **Arterials:** These roads carry large volumes of all types of traffic with speeds of generally 60 km/h. These roads have limited access and should be found in the periphery of neighbourhoods. The right-of-way for major thoroughfares is 60 metres with 21.8 metres of carriageway.
- 7.2.3.2** **Collector streets:** These streets are intended to collect traffic from local streets and feed them into arterials. The right-of-way recommended is 20 metres with a carriageway of 12 metres.
- 7.2.3.3** **Local streets:** Streets of this type are intended solely for localized or neighbourhood traffic wherein through traffic is discouraged. The local streets will have a 15 metre right-of-way and 10 metres for the carriageway. A local street adjacent to multiple family housing will have an 16 metre right-of-way and a 11 metre carriageway.

7.2.4 Public Reserve

Under the provisions of the Municipal Government Act the applicant will be required to either dedicate by plan of subdivision, 10 percent of the land as municipal or school reserve, or provide 10% of the value of the land (including off site levies and landscaping costs) to the City in lieu of land. Consideration of allocations are done in consultation with the City and school boards.

The provision of environmental reserves is also required when portions of the site consists of a wetland, water course gully, or contains other natural features as outlined in the Municipal Government Act.

7.2.5 Utility Lots

The areas or portions thereof required for utility lots, including detention pond areas, are subject to the policies and guidelines as established by the respective City departments.

7.2.6 Easements

The easements required should be provided by a plan of survey and at no cost to the City. Existing easements, especially those for gas or electricity use, may stay as easements and/or may be marked as municipal reserve or utility lot, but under no circumstances will these be included in the reserve calculation.

7.2.7 Safety

Safety considerations should be incorporated into the subdivision design. The subdivision design should permit ease of access for emergency vehicles.

7.2.8 Housing Adjacent to Arterials and Expressways

Lots should be designed to back onto these types of roads with no means of direct access thereto. In most cases the right-of-way should permit the construction of a berm, between the road and the housing to minimize noise. When an adequate right-of-way does not exist, then the creation of a buffer area between the house and road is recommended.

7.2.9 Housing Adjacent to Railway Tracks

The location of housing adjacent to a railway track should be avoided if possible. Otherwise, it is recommended the lots be set back a minimum distance of 12 metres from the edge of the railway right-of-way when backing into the track, with a minimum distance of 28 metres to the nearest wall of the house.

7.2.10 Transit System

The neighbourhood layout should be designed to permit the easy circulation of bus services. The bus route is generally located on collector streets in such a manner that the route is within walking distance and does not exceed 450 metres from each house. The bus route requires the approval of the Transit Manager.

7.2.11 Housing Adjacent to Other Land Uses

7.2.11.1 Commercial Sites

If a commercial site, whether a local convenience facility or a district shopping centre, is to form part of the subdivision application, the type and location must be determined according to an area structure plan, or in its absence an outline plan. The size and the uses proposed must be in accordance with the provisions of the land use bylaw. The commercial site in a residential area requires careful planning in relation to adjacent residential areas. Screening shall be provided to protect the residents from the commercial traffic and to minimize noise

and visual nuisance. Generally, the lanes serving a residential area should not be shared with the commercial site. Local convenience commercial sites shall be a maximum of 2500 square metres in size; district shopping centres shall be a minimum of one hectare and a maximum of three hectares.

7.2.11.2 Industrial Uses

A proposed residential use adjacent to an existing industrial use must be planned to separate the two uses completely. Screening shall be provided as in a commercial site, furthermore it is recommended that the housing back onto the industrial area rather than fronting it. The industrial and residential traffic should be separated. A buffer of 12 metres or an increased residential lot depth is also recommended.

7.2.11.3 Land Adjacent to High Vapour Pressure (HVP) Pipelines or Well Sites. It is recommended when subdivision of land is adjacent to (H.V.P.) pipelines or well sites, appropriate legislation be consulted for setbacks.

7.2.11.4 Dangerous Goods

Residential uses or uses such as restaurants, meeting halls, hotels/motels shall maintain an appropriate setback distance from a Dangerous Goods site.

7.2.12 Social Facilities

A residential subdivision should be well served by community facilities including school, parks, recreation, church, social care residences, kindergarten and daycare facilities. It is a requirement of the City of Red Deer that an outline plan for each neighbourhood unit contain the following community service facilities:

- one site of 0.12 ha (0.3 acres) for the possible development of a social care residence. This site should be retained for a minimum of six months after servicing. If this site is not purchased for a social care residence, it could be utilized for conventional residential development. Due to additional parking requirements, a social care residence should be located on collector roads on a corner site; a site in a cul-de-sac should be avoided.
- one site of 0.12 ha (0.3 acres) for the possible development of a private or public day care facility. The site should be located adjacent to the major neighbourhood park and have easy access to the Collector Road.
- one site suitable for church development 0.2 - 0.4 ha (0.5 - 1 acre) in size.

8.0 OTHER REFERENCE DOCUMENTS

The following is a list of reference documents which may be of assistance in the development of outline plans and subdivision applications.

- Intermunicipal Development Plan, 1994 as amended
- Municipal Government Act, 1994, as amended
- Subdivision and Development Regulation Alberta Regulation 212/95 as amended
- Red Deer Municipal Development Plan, Adopted, 1980, as amended
- Red Deer Land Use Bylaw, No. 3156/96, as amended
- East Hill Area Structure Plan, Adopted 1992, as amended
- Northwest Area Structure Plan, Adopted 1992, as amended
- Community Services Master Plan, 1996, as amended
- Design Guidelines, Engineering Department, 1996
- CP Railway Right of Way Area Redevelopment Plan, Adopted 1992, as amended
- Downtown West Area Redevelopment Plan, 1994, as amended
- Downtown Concept Plan, 1994, as amended
- City of Red Deer Strategic Plan, 1996

APPENDIX

9.0 FEES

All fees are to be paid in advance with the exception of 9.2 (Subdivision endorsement); the fees are as follows:

- 9.1** Subdivision applications, \$300 plus \$100 per parcel or portion thereof proposed to be created.
- 9.2** Endorsement of a subdivision: \$50 per parcel or portion thereof to be registered
- 9.3** Outline Plans or Amendments: \$1500 for processing, advertising and attendance at public information meeting
- 9.4** Area Structure Plan or Amendments: \$1500 for processing, advertising and attendance at a public information meeting
- 9.5** Municipal Development Plan or Amendments: \$1500 for processing, advertising and attendance at a public information meeting.
- 9.6** Intermunicipal Development Plan: \$3000 for processing, advertising and attendance at a public information meeting.
- 9.7** Community Services Master Plan: \$1500 for processing, advertising and attendance at a public information meeting.
- 9.8** Infill Development: Where rezoning and/or a public meeting is/are required: \$1500 for processing, advertising and attendance at a public meeting.

Item No. 3

DATE: November 21, 1996

TO: City Council

FROM: City Clerk

RE: RELEASE OF TENDER AND CONTRACT INFORMATION

Recently, our department had an inquiry as to Council's policy for the release of documents to the public, following tender openings. The concern was not the release of the total contract or tender price, but that of the detailed unit prices. It was felt that the detailed information should not be public as it may prejudice the commercial position of the company.

Council Policy No. 5301 (Purchasing and Tendering), states the following:

"After tenders have closed, a summary of prices tendered (including unit prices) will be released to any member of the public upon request without charge. If a request for a copy of the whole tender received is requested, it will be provided upon payment of a fee based on the number of pages involved at \$1.00 per page but such fee will not be less than \$10.00."

Under the Municipal Government Act, the access to information sections indicate that a municipality must provide to any person, information in the possession of that municipality with the exception of:

- (a) commercial information, the disclosure of which would
 - (i) likely prejudice the commercial position of the person who supplied it;
 - (ii) reveal a trade secret;
 - (iii) likely prejudice the municipality's ability to carry out its activities or negotiations; or
 - (iv) allow the information to be used for improper gain or advantage.
- (b) Information that is subject to obligations of confidence, the disclosure of which would
 - (i) likely prejudice the future supply of similar information or advice;

Council
November 21, 1996
Page 2

- (ii) likely prejudice the municipality's ability to carry out its activities or negotiations.

Upon review of the Council Policy and the Access to Information Legislation within the Municipal Government Act, it appears that our practice of releasing all the detailed information and unit prices within the tender documents received, may be contrary to legislation as the release of this information may prejudice the commercial position of the company who supplied it and/or prejudice the future supply of similar information or advice.

As the inquiry regarding the Council Policy came from an area that in the Provincial Government would normally be handled by Transportation and Utilities, we contacted the Freedom of Information and Privacy Coordinator of the Department of Transportation and Utilities to obtain her opinion relative to the release of the above information. Attached is her response indicating that the total price of tenders is disclosed, but the unit prices are not.

Recommendation

Based on the above information, we recommend that Council Policy No. 5301 (Purchasing and Tendering) be amended by deleting therefrom Section D.2 and substituting in its place the following Section D.2:

"After tenders have closed, a summary of prices tendered (excluding unit prices) will be released to any member of the public upon request without charge."



Kelly Kloss
City Clerk

KK/clr
attchs.



Public Communications Office

Main floor, Twin Atria
4999 - 98 Avenue
Edmonton, Alberta
Canada T6B 2X3

Telephone 403/427-7674
Fax 403/466-3166

File: 0895-2

October 24, 1996

Mr. Sybren Spyksna
Sub Division Administrator
City of Red Deer
Box 5008
Red Deer, Alberta
T4N 3T4

Handwritten notes:
H. [unclear]
T. [unclear]
S. [unclear]
C. Clarke
Bryon
copied for my use

Dear Mr. Spyksna:

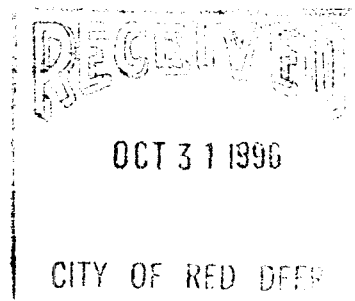
Contracts and Freedom of Information and Protection of Privacy

With the implementation of Freedom of Information and Protection of Privacy, the general rule that the provincial government uses on the disclosure of contract information is that the total price is generally public information but the unit prices are not routinely disclosed. Making unit price information public may be harmful to the business interests (competitive position) of a contractor. Release of such information could reduce the competitiveness for that type of work in the future.

Please call me at (403) 422-0021 if you require further clarification.

Yours truly,

Marianne Kennedy
Freedom of Information and Privacy Co-ordinator



Comments:

We concur with the recommendation of the City Clerk.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996
TO: Director of Development Services
FROM: City Clerk
RE: RELEASE OF TENDER AND CONTRACT INFORMATION

FILE

Reference Report: City Clerk, dated November 21, 1996

Resolution Passed:

"RESOLVED that Council of The City of Red Deer, having considered the report from the City Clerk dated November 21, 1996, re: Release of Tender and Contract Information, hereby agrees to amend Council Policy No. 5301 - Purchasing and Tendering, by deleting therefrom Section D.2 and substituting in its place the following Section D.2:

'After tenders have closed, a summary of prices tendered (excluding unit prices) will be released to any member of the public upon request without charge',

and as presented to Council December 2, 1996."

Report Back to Council Required: No

Comments/Further Action:

1. City Clerk's Department updated the Council Policy Manual on December 3, 1996 and circulated changes.

... / 2

Director of Development Services
December 4, 1996
Page 2

2. City Staff to ensure that when contract/tender documents are requested by the public that unit prices are not provided.



Kelly Kloss
City Clerk

KK/clr

- c Director of Corporate Services
- Director of Community Services
- Director of Development Services
- Purchasing Agent
- City Clerk's Staff
- C. Rausch, Council Policy Manual

Item No. 4

DATE: November 15, 1996

TO: City Council

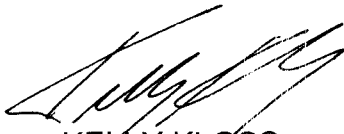
FROM: City Clerk

RE: APPOINTMENT TO TRANSPORTATION ADVISORY BOARD

At the Council Organizational Meeting of October 21, 1996, appointments were made to the Transportation Advisory Board. As the County of Red Deer had not yet held their Organizational Meeting, the County representative on the Board could not be appointed. We have now been advised by the County of Red Deer that their representative on the Transportation Advisory Board would be Councillor Earl Fitch.

RECOMMENDATION:

That Councillor Earl Fitch be appointed as the County representative on the Transportation Advisory Board for a term to expire October, 1997.



KELLY KLOSS
City Clerk

KK/lb
Attach.



No. 23

OFFICE OF THE COUNTY COMMISSIONER

4758 - 32 STREET

RED DEER, ALBERTA T4N 0M8

Phone 347-3364

Fax 346-9840

October 24, 1996

Cheryl G. Adams
 Council and Committee Secretary
 City Clerk's Office
 The City of Red Deer
 P.O. Box 5008
 RED DEER, AB T4N 3T4

Dear Ms. Adams

On October 21, 1996, the County Council held its annual organizational meeting. Appointments to the FCSS Board and Transportation Advisory Board were made at this time.

Therefore, we are enclosing the forms indicating the persons who have been appointed to these two boards. You will notice that only one representative was chose for the Transportation Advisory Board. The Council did not feel it was necessary to have an alternate for this board.

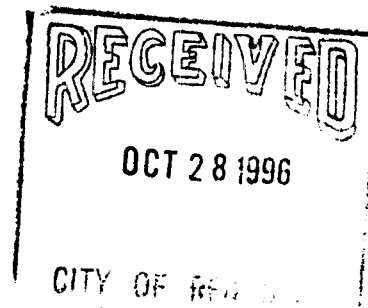
We trust you will find this satisfactory.

Yours truly

COUNTY OF RED DEER NO. 23

Lorne McLeod
 CAO, Commissioner

nel
 Enclosures



CITY OF RED DEER ORGANIZATIONAL MEETING
REPRESENTATION ON COUNCIL COMMITTEES

BACKUP INFORMATION
NOT SUBMITTED TO COUNCIL

COMMITTEE: Transportation Advisory Board

RECOMMENDED BY: The Council of the County of Red Deer No. 23
(Name of Organization/Committee/Commission/Board)

NAME OF REPRESENTATIVE (PLEASE PRINT FULL NAME):

Mr. <input checked="" type="checkbox"/> Mrs. <input type="checkbox"/> Miss. <input type="checkbox"/> : <u>Earl Fitch.</u>	
Residence Address: <u>RR#1, Red Deer</u>	Postal Code: <u>T4N 5E1</u>
Telephone: Res. <u>887-5518</u>	Bus. _____

GENERAL INFORMATION OF REPRESENTATIVE:

Place of Employment: _____
Nature of Employment: <u>Farming</u>
Length of Residence in Red Deer: <u>40 yrs.</u>
Other: _____

RESUME REQUIREMENT:

As many persons are not personally known by members of Council, and in order to assist City Council in appointing representatives, a personal resume of not greater than three pages is suggested to be submitted along with this Form.

In submitting this form, I would advise that the person named above has been contacted and advised of this recommendation and agrees to serve on the aforementioned Committee.


AUTHORIZED SIGNATURE

Earl Fitch
PRINTED NAME

October 22, 1996
DATE

NOTE: All nominations forms are submitted to Council in confidence.

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996
TO: Transportation Advisory Board
FROM: City Clerk
RE: APPOINTMENT OF COUNTY REPRESENTATIVE

Reference Report:

City Clerk, dated November 15, 1996

Resolution Passed:

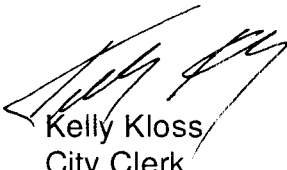
"RESOLVED that Council of The City of Red Deer, having considered report from the City Clerk dated November 15, 1996, re: Appointment to Transportation Advisory Board, hereby agrees to appoint Earl Fitch to the Transportation Advisory Board as the County of Red Deer's representative, for a term to expire October 1997."

Report Back to Council Required:

No

Comments/Further Action:

1. City Clerk's Office will update the Committee Directory in accordance with the change.
2. Please ensure that Councillor Earl Fitch receives all documents relative to the Transportation Advisory Board.

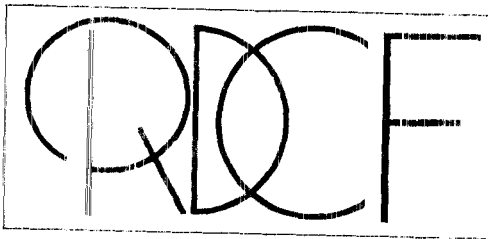


Kelly Kloss
City Clerk

KK/clr

- c Director of Community Services
Recreation, Parks and Culture Manager
Public Works Manager
Cheryl Adams, Council and Committee Secretary
Lucy Bredy, Committee Directory

Item No. 1
Correspondence



Red Deer Community Foundation

October 31, 1996

The City of Red Deer
Mayor Gail Surkan
Box 5008
Red Deer, Alberta, T4N 3T4

Dear Mayor Surkan;

As you are aware Red Deer Community Foundation has received a gift from an anonymous donor which has presented us with both an tremendous opportunity and a challenge. The purpose of the grant is to stimulate the growth and development of the Red Deer Community Foundation ensuring its perpetual presence and leveraging the work it can do in the community. It will potentially contribute \$500,000.00 to Foundation operations over the next five years, \$250,000.00 of which will be used for granting. The challenge is that there is an annual matching requirement attached to the grant.

The successful completion of this challenge will directly benefit the community of Red Deer, and we are turning to the community for support. As a Designated Fund recipient, the City is well aware of the work that the Foundation does in the community. Thirty-one designated funds now have a pool of \$800,000.00 from which we annually disburse income to the organizations. In the last seven years, the RDCF has granted over \$800,000.00 to community organizations in the Red Deer region.

Most community organizations are raising funds to support their operations and we do not plan to enter into an activity based fundraising campaign that will compete with them. We have elected to undertake a number of strategic, low-key initiatives to secure the matching funds ensuring that every cent of the \$500,000.00 from the anonymous donor benefits the Red Deer community. Our commitment for 1996/97 is to raise \$75,000.00 for our General Endowment Fund. We plan to accomplish this by:

- ☐ asking grant and fund recipients to support the good work that the Community Foundation does and from which they have benefitted.
- ☐ asking previous donors to the Red Deer Community Foundation for continued support.



Page two
October 31, 1996

- ☐ asking corporate citizens and business professionals of the Red Deer Community to direct a portion of their corporate contributions to the Red Deer Community Foundation.
- ☐ undertaking a number of personal contact meetings to solicit funds from specific individuals who have lived and prospered in the Red Deer area and who may wish to return the gift.
- ☐ developing a planned giving program that will secure ongoing funding through wills and estates, life insurance, charitable trusts or gifts of property.

Raising the \$75,000.00 will mean that the Anonymous donor will provide \$50,000.00 to the Foundation for the purpose of grantmaking in the upcoming year while the \$75,000.00 will be invested in our General Endowment Fund. Combined with the income earned on the funds bequested by Mr. Arthur Teague, the Foundation's grantmaking capability will almost triple in 1997, but we must raise the \$75,000.00.

We are asking designated Fund holders for a one time demonstration of support. One option would be to dedicate all or a portion of its 1996 annual income from your Designated Fund back to the Foundation.

The City of Red Deer is the named beneficiary of five Funds namely the Friends of Waskasoo Park, Red Deer Heritage Fund, Charles Snell Scholarship in Survey Engineering Fund, Princess Margaret Scholarship in the Fine and Performing Arts and Old CPR Bridge Maintenance Fund. We realize that the Scholarship Funds are designated. We would like to request that the City consider dedicating the income from the Old CPR Bridge Maintenance Fund, Friends of Waskasoo Park and Red Deer Heritage Fund back to our endowment fund.

Board members are more than willing to attend a council meeting to explain how we are building a community legacy which will benefit the City and the Red Deer District for years to come. We look forward to your response in this matter.

Sincerely,


Monica Bast, Chair
Red Deer Community Foundation

NOV 13 1996

CITY OF RED DEER

DATE: November 22, 1996

TO: KELLY KLOSS
City Clerk

FROM: LOWELL R. HODGSON
Community Services Director

RE: RED DEER COMMUNITY FOUNDATION:
REQUEST FOR FUNDS

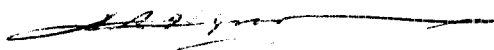
Fundraising in our community has become very competitive. It is unfortunate, in my opinion, that institutions that once had secure funding from other sources must now raise funds through various public appeals, casinos, bingos, raffles, etc. In so doing, they compete with smaller agencies that have always depended on these means.

The Red Deer Community Foundation resource base continues to grow, however, in spite of this competition, due to its increased community profile, good management and visionary contributors who want to see their gift making a difference in perpetuity. An anonymous donor has recently entered into an agreement with the foundation to gift up to \$500,000 over five years, on the condition that they raise matching funds. The appeal of the Red Deer Community Foundation is to have the designated funds recipients assist in matching this gift, which would be held in its general endowment fund, providing the resources needed for continued day-to-day management of the foundation.

In order to do our part as a beneficiary of five designated funds, I support, at least in part, the request of the Red Deer Community Foundation to give the 1996 interest from one of these funds as a one-time contribution to its endowment fund, on the condition that the remainder of the \$75,000 is raised by the foundation, thus, assuring the \$500,000 gift. I am supportive of giving the 1996 interest from the Red Deer Heritage Fund, as it is not designated to any specific project. However, I do not support this for the interest on the CPR Bridge Maintenance Fund, nor for the Friends of Waskasoo Park Fund, as these are dedicated to very specific projects. The Red Deer Heritage Fund remains intact, and will continue to grow, and our assistance through this means does not impact City taxes, yet, it helps leverage additional funds to the foundation, which, of course, benefits the entire city.

RECOMMENDATION

THAT Council of The City of Red Deer support, in part, the request of the Red Deer Community Foundation by giving the 1996 interest from the Red Deer Heritage Fund as a one-time contribution to the foundation's endowment fund, on the condition that the remaining funds are generated by the Red Deer Community Foundation, thus, assuring the \$500,000 gift.



LOWELL R. HODGSON

:dmg

c. Alan Wilcock, Corporate Services Director

DATE: November 25, 1996

TO: City Clerk

FROM: Director of Corporate Services

**RE: RED DEER COMMUNITY FOUNDATION:
REQUEST FOR FUNDS**

The Red Deer Community Foundation is requesting the income on five funds held on behalf of The City of Red deer be dedicated to the Foundation's endowment fund. The purpose of the five funds is:

- **Friends of Waskasoo Park**
An Open fund established by several anonymous donors and former Mayor R.J. McGhee with the annual revenue designated to assist the further development, programs and operations of Waskasoo Park, Red Deer.
- **Red Deer Heritage Fund**
An Open fund established by The City of Red Deer with the annual revenue designated to assist with preservation and interpretation of human and natural heritage resources in Red Deer and area.
- **Charles Snell Scholarship**
An Open fund established by The City of Red Deer, The Alberta Association of Land Surveyors and several individual donors to commemorate the 100th birthday of Charles Snell in 1982 with the annual revenues designated to a scholarship in survey engineering.
- **Princess Margaret Scholarship**
An Open fund established by The City of Red Deer and several donors to commemorate the visit of H.R.H. Princess Margaret to Red Deer in 1980 with the annual revenue designated to a scholarship in the fine and performing arts.
- **Old CPR Bridge Maintenance Fund**
An Open fund established by friends of the Old CPR Bridge with revenue designated for the perpetual use and maintenance of the Old CPR Bridge.

City Clerk
November 25, 1996
p.2

The fund balances at December 31, 1995 and the interest earned in 1995 are:

Fund	Balance December 31/95	1995 Interest
Friends of Waskasoo Park	\$ 5,865	\$ 388
Red Deer Heritage Fund	69,065	4,566
Charles Snell Scholarship	8,101	560
Princess Margaret Scholarship	5,267	364
Old CPR Bridge Maintenance Fund	* 17,635	N/A
* December 31, 1994 balance		

The Funds were established to allow individuals, groups or organizations to donate funds for specific purposes. Where funds contain donations from parties other than the City of Red Deer, they should not be allocated to other purposes without the approval of the donor.

In the case of the Red deer Heritage Fund most, if not all, of the funds originated from The City of Red Deer. It would therefore be appropriate if Council so agreed to allow the interest on funds donated by The City of Red Deer to be used as an endowment to the Foundation.

It should be noted the interest earned on the scholarship funds is used to pay for scholarships each year.

Recommendation

If Council decides to approve the allocation of interest to the Foundation's endowment fund, that the interest be limited to that earned on the City's donation to the Red Deer Heritage Fund.



A. Wilcock, B. Comm., C.A.
Director of Corporate Services

c. Director of Community Services

Comments:

We concur with the recommendation of the Administration that Council support the donating of the 1996 interest on the Red Deer Heritage Fund to the Red Deer Community Foundation as a one time contribution to the Foundation Endowment Fund on the condition that they generate the balance required to assure the \$500,000.00 gift.

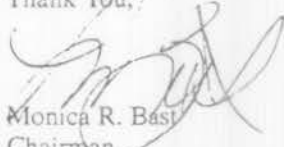
"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

To discuss the establishment of your own fund, or to obtain more information about the Red Deer Community Foundation please contact any of our Board members or the Executive Director of the Foundation:

Marilyn Stecyk
Executive Director
#503, 4808 - Ross St.
Red Deer, AB T4N 1X5
Telephone: (403) 341-6911
Facsimilie: (403) 341-4177

Thank You,



Monica R. Bast
Chairman
Red Deer Community Foundation





MONICA R. BAST
Chairman

In 1995, the Red Deer Community Foundation benefitted from the generosity of two visionary supporters. Mr. Arthur Teague left a large portion of his estate to the Foundation. The revenue earned from this generous donation will benefit Red Deer and District community for many years to come.

The Foundation was also able to secure funds from an anonymous donor who has endowed the foundation in two ways:

A five year operating grant will enable the Foundation to realize two long term goals, to open a permanent office and hire a part-time Executive Director. The benefit of this donation will be that Foundation may now look forward to professional fund development and securing a permanent presence in the community without touching any endowment income.

We will also receive a yearly gift of \$50,000.00 in each of the next five years, if the Foundation is successful in meeting stipulated fund raising targets. This will enable the Foundation to increase our granting base.

The Foundation has, for many years, recognized the need to take the next step in its development. During 1995, the Board dedicated much time and effort to a strategic planning process that provided a framework for growth for the Foundation. As a result of the generosity of the two donors, and the planning work done by the board, this giant step will be taken in 1996.

Special thanks are due to Morris Flewwelling, B.J. Billings, and Dan Osborne for their years of dedicated service. Thanks are also due to the Committee of Nominators who convene annually to make appointments to maintain the nine positions on the board.

Thank You.

Monica R. Bast
Chairman
Red Deer Community Foundation

PAST DIRECTORS OF THE RED DEER COMMUNITY FOUNDATION

Morris Flewwelling	1989-1995
Margaret L. Hicks	1989-1992
Gary Harris	1989-1991
Eugene Kulmatycki	1989-1990
Malcom Mackenzie	1989-1991
Frank Kuhnen	1989-1993
Robin R. Kolton	1989-1993
Patricia E.B. MacSween	1989-1993
Dor. Laubman	1989-1994
Leroy Cranston	1990-1991
B.J. Billings	1991-1995
Dan Osborne	1991-1995

**THE BOARD OF DIRECTORS
OF THE
RED DEER COMMUNITY FOUNDATION**

Monica R. Bast

*Chairman
Lawyer*

M. Joyce Shand

Retired Business Manager

Greg Hemstad

*Treasurer
Chartered Accountant*

Paula L'Hirondelle

*Secretary
Librarian*

Florence Long

Retired Administrator

Barbara Kelloway

Businesswoman

Dale Horsley

Financial Advisor

Francis Cragie

THE COMMITTEE OF NOMINATORS

Mayor, City of Red Deer

G. Surkan

Senior Justice, the Court of Queen's Bench

J.K. Holmes

Chairman, Red Deer Public School Board

Lenore Harris

Chairman, Red Deer Catholic School Board

Gordon Deck

President, Chamber of Commerce, Red Deer

Rod Kennedy

Reeve, County of Red Deer

Maurice Lewis

*The committee is responsible for appointment of
Directors to the Board*

WAYS TO GIVE

GIVING

The Foundation allows you to serve community needs through the General Endowment Fund or a Designated Fund to support a specific field of interest. The donor's wishes are followed and you may be assured of perpetual benefit to enhance your community.

General Endowment Funds are undesignated contributions from donors and provide the Directors of the Foundation the flexibility to allot the income to the most pressing needs of the community.

The ways to assist the Foundation are endless. A few examples are:

Gifts in Cash or in Kind - Donations in any amount are accepted and receipts for income tax purposes are issued. Annual contributions are often preferred by private and corporate citizens.

A Bequest in a Will - A supporter may wish to include a testamentary gift for a specific amount or for the residue of an estate or any portion thereof. The gift could be named, with the provision that it could be added to at any time. Payment can be deferred until the death of a surviving spouse or dependent. *The foundation can provide sample wording for legacies, bequests and endowments.*

New or Transferred Life Insurance Policies - An individual may make the Red Deer Community Foundation the beneficiary and owner of a new or existing life insurance policy. Premiums paid on new policies and cash surrender values of existing policies at the time of transfer are deductible from taxable income, subject to the provisions and limitations of the Income Tax Act.

Celebration or Memorial Tributes - Gifts may be made to honor a living person, or a memory of a deceased relative or friend. An appropriate notice will be sent to the honoree or family, and a receipt for income tax purposes will be issued to the donor.

APPLYING FOR GRANTS

Gifts to the General Endowment Fund generate investment income which provides funding for the GRANTS ALLOCATION PROGRAMME. Guidelines for application of funding are available. The allocations of grants are reviewed quarterly. Deadlines for applications are March 31st, June 30th, September 30th, and December 31st. Successful applicants are announced six weeks later, and funds are paid to QUALIFIED DONEES, as defined by the Income Tax Act, six weeks following the announcement.

NOTES TO THE FINANCIAL STATEMENTS CONTINUED...

3. Investments

Investments are summarized as follows:

	<u>1995</u>	<u>1994</u>
Short term notes	118,344	832,424
Bonds and debentures	1,480,771	838,096
Canadian Securities	223,400	189,388
Foreign Securities	<u>84,615</u>	<u>55,598</u>
	<u>\$1,907,130</u>	<u>\$1,915,506</u>
Estimated Market Value	<u>\$2,036,930</u>	<u>\$1,911,623</u>

4. Tax Status

The Red Deer Community Foundation is a registered charity which has qualified for income tax exempt status for the current year. It may issue tax deductible receipts to donors.

RED DEER COMMUNITY FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 1995

1. Objectives Of the Foundation

The Red Deer Community Foundation was incorporated under the Societies Act of the Province of Alberta on June 27, 1989

The objectives of the Foundation are to use income generated by funds entrusted to it, including capital, to provide funding for charitable, philanthropic, humanitarian, educational, recreational, cultural and benevolent purposes in the City of Red Deer and its surrounding areas.

2. Accounting Policies

The financial statements of the Foundation have been prepared in accordance with generally accepted accounting principles that are considered appropriate for organizations of this type. Because certain donors have provided amounts for special purposes, the financial statements have been prepared in a manner which segregates the General Endowment Fund (unrestricted) from the Designated Endowment Funds (for special purposes).

(a) General Endowment Fund

Unless otherwise specified by a donor, all donations are recorded as capital additions to the General Endowment Fund. The income earned on these funds are distributed in accordance with the general distribution policies and guidelines of the Foundation as established by the Board of Directors.

(b) Designated Endowment Fund

Donors may specify the purposes of special interest for which the income earned on a donation is to be distributed. The capital portion of these funds is generally intended to be preserved.

(c) The Foundation benefits from donated services in the form of volunteer time for various committees. Donated services are not recorded in the financial records of the Foundation.

(d) Investments

Investments are reported at the lower of cost and quoted market value as summarized by the foundation's investment manager.

***Objectives of The
Red Deer Community Foundation:***

- To *receive* funds and / or gifts from donors
- To *manage* the funds / gifts entrusted to it
- To *invest* in charitable, philanthropic, humanitarian, educational, recreational, and cultural purposes.

***in the City of Red Deer
and surrounding area.***

The Foundation is a registered charity and is authorized to issue receipts for tax purposes.

A LASTING LEGACY

*A gift to the Red Deer Community Foundation
means that your name and contribution live on forever.
If anonymity is desired, your wish will be honored.*

**Contributors to the
GENERAL ENDOWMENT FUND are:**

Anonymous Donors

Daughters of Wisdom in Memory of Sr. Celina

Morris and Hazel Flewwelling

John and Margaret L. Hicks

Dr. L. Ian Younger

Frank and Rosalie Kuhnen

Patricia and Jim MacSween

*Thanks to Adroit Investment Management Ltd.
and Canada Trust for co-sponsoring the
printing of the 1995 Annual Report.*

ADRØIT
INVESTMENT MANAGEMENT LTD

 **Canada Trust**

DESIGNATED FUNDS

Designated Funds are set up to accommodate those donors who wish to have the next income generated from their donations go to a specific charitable organization or "field of interest". They may be **Open** to receive contributions from others wishing to provide similar support or **Closed** if they represent the accumulated donations of an individual, family or corporation. The Directors have adopted a policy of paying the net interest earned, during the calendar year, on the following April 1st.

All donations are tax deductible.



ALLIED ARTS COUNCIL SCHOLARSHIP FUND . . . \$24,596

An Open fund established by the Allied Arts Council, the Nickle Family Foundation, The Clifford E. Lee Foundation, the Red Deer Community Foundation and other donors with annual revenue designated by the Allied Arts Council of Red Deer and District for Centennial Scholarships.

ANITA SCOTT MEMORIAL FUND. \$15,006

An Open fund established by friends and family as a tribute to Anita Scott who was a music teacher in Red Deer, and to her parents Bill and Verlie Scott. The annual revenue is designated to music education, civic and humanitarian projects.

CANADIAN RED CROSS SOCIETY FUND \$58,889

An Open fund established by anonymous donors with the annual revenue designated to the Canadian Red Cross.

CENTRAL ALBERTA AIDS NETWORK

SOCIETY FUND.....\$22

An Open fund established by the Central Alberta Aids Network Society Fund with the annual revenue designated to the Society for the use in it's operation and program.

CENTRAL ALBERTA WOMEN'S

EMERGENCY SHELTER FUND \$1,071

An Open fund established by James and Patricia MacSween with the annual revenue designated to the Central Alberta Women's Emergency Shelter, Red Deer.

CHARLES SNELL SCHOLARSHIP

IN SURVEY ENGINEERING FUND..... \$8.661

An Open fund established by the City of Red Deer, The Alberta Association of Land Surveyors and several individual donors to commemorate the 100th birthday of Charles Snell in 1982 with the annual revenues designated to a scholarship in survey engineering.

CITY OF RED DEER CURLING CLUB \$19,090

COUNTY OF RED DEER

EDUCATION BURSARY FUND \$7,709

An Open fund established by the County of Red Deer with the revenue earned to provide bursaries to students attending schools in the County of Red Deer.

DR. ETHEL TAYLOR MEMORIAL BURSARY..... \$9,284

An Open fund established by friends in memory of the late Dr. Ethel Taylor with revenue earned to provide bursaries to native students who attend Maskwachees Cultural College, Hobbema.

RED DEER COMMUNITY FOUNDATION
STATEMENT OF GENERAL AND DESIGNATED FUNDS
YEAR ENDED DECEMBER 31, 1995

	Endowment Funds		Distributable Funds				
	Balance at Beginning of Year	Donations	Balance at Beginning of Year	Allocated Earnings	Distribution and Commitments	Balance at End of Period	Total
General Endowment Fund	1,122,405	264	1,122,669	80,232	73,523	38,088	1,160,757
Designated Endowment Funds	<u>767,666</u>	<u>40,519</u>	<u>808,185</u>	<u>56,676</u>	<u>33,667</u>	<u>72,992</u>	<u>881,177</u>
	<u>1,890,071</u>	<u>40,783</u>	<u>1,930,854</u>	<u>136,908</u>	<u>107,190</u>	<u>111,080</u>	<u>2,041,934</u>

RED DEER COMMUNITY FOUNDATION
STATEMENT OF EARNINGS
YEAR ENDED DECEMBER 31, 1995

	<u>1995</u>	<u>1994</u>
Investment Income	156,799	96,868
Donated Operating Revenue	1,650	
Travel Grants	<u> </u>	<u>1,000</u>
	<u>158,449</u>	<u>97,868</u>
 Expenses		
Investment management fee	14,677	4,838
Advertising	2,896	557
Conference and meetings	2,057	5,566
Office	1,329	660
Professional fees	482	768
Membership dues	<u>100</u>	<u>100</u>
	<u>21,541</u>	<u>12,489</u>
	<u><u>136,908</u></u>	<u><u>85,379</u></u>

EASTER SEAL ABILITY FUND \$58,889

An Open fund established by anonymous donors with the annual revenue designated to the Easter Seal Ability Council.

ELLIS BIRD FARM LIMITED FUND \$112,424

An Open fund established by anonymous donors with the annual revenue designated to the Ellis Bird Farm for support of programs to aid Mountain Bluebirds, Tree Swallows and other cavity-nesting bird species.

FRIENDS OF WASKASOO PARK \$5,864

An Open fund established by several anonymous donors and former Mayor F.J. McGhee with the annual revenue designated to assist the further development, programs and operations of Waskasoo Park, Red Deer.

HELEN M. DAWE MEMORIAL FUND. \$1,071

An Open fund established by anonymous donors with the annual revenue designated to the Red Deer Public Library to purchase books and classical music.

KERRY WOOD NATURE CENTRE FUND. \$113,613

An Open fund established by anonymous donors with the annual revenue designated to assist with operation and program costs at the Kerry Wood Nature Centre.

MASKIPITOON HISTORICAL SOCIETY FUND \$7,495

An Open fund established by anonymous donors with the annual revenue designated to the Society to assist with capital and operation costs of the Michener House Museum, Lacombe, Alberta.

MEDICINE RIVER WILDLIFE

REHABILITATION CENTRE FUND \$58,889

An Open fund established by anonymous donors with the annual revenue designated to the Wildlife Rehabilitation Centre for the development of the Centre and the care and treatment of injured animals.

NORMANDEAU FAMILY TRUST FOR

NORMANDEAU SCHOOL \$10,862

An Open fund established by the Normandeau Family in memory of Lt. J.B. Normandeau with the revenue designated for use by the Normandeau Elementary School.

OLD CPR BRIDGE MAINTENANCE FUND \$18,883

An Open fund established by friends of the Old CPR Bridge with revenue designated for the perpetual use and maintenance of the Old CPR Bridge.

OLSON MEMORIAL FUND. \$11,085

An Open fund established by an anonymous donor as a tribute to John and Anna Olson with the annual revenue designated to the Public Library for funding programs with children's authors.

ORCHESTRA CONDUCTOR'S CHAIR FUND \$12,186

An Open fund established by the Red Deer Orchestra Association with the revenue designated to assist with providing a conductor for the Red Deer Symphony Orchestra.

PARKLAND HUMANE S.P.C.A. FUND \$8,137

An Open fund established by Kenneth Swainson and augmented by the S.P.C.A. with the annual revenue designated to the Parkland Humane Society for the Prevention of Cruelty to Animals.

PRINCESS MARGARET SCHOLARSHIP

IN THE FINE AND PERFORMING ARTS. \$5,631

An Open fund established by the City of Red Deer and several donors to commemorate the visit of H.R.H. Princess Margaret to Red Deer in 1980 with the annual revenue designated to a scholarship in the fine and performing arts.

QUEEN ELIZABETH II SCHOLARSHIP IN**PEDIATRICS AND/OR NEONATOLOGY FUND \$10,587**

An Open fund established by the City of Red Deer, the Red Deer Regional Health Care Centre and several individual donors to commemorate the visit of H.R.H. Queen Elizabeth II to Red Deer in 1990, with annual revenue designated to a scholarship in Pediatrics or Neonatology.

RED DEER AND DISTRICT Y.M.C.A. FUND \$2,194

An Open fund established by Gary and Lenore Harris with the annual revenue designated to the Red Deer and District Y.M.C.A.

RED DEER HERITAGE FUND \$69,065

An Open fund established by the City of Red Deer with the annual revenue designated to assist with preservation and interpretation of human and natural heritage resources in Red Deer and area.

RED DEER AND DISTRICT MUSEUM FUND \$114,137

An Open fund established by anonymous donors with the annual revenue designated to assist with the programs and operations at the Red Deer and District Museum.

RED DEER RIVER NATURALIST SOCIETY FUND . . \$58,889

An Open fund established by anonymous donors with the annual revenue designated to the Society.

RED DEER AND DISTRICT UNITED WAY FUND. . . \$1,178

An Open fund established by Morris And Hazel Flewwelling with the annual revenue designated to the Red Deer and District United Way.

RED DEER FOOD BANK FUND \$666

An Open fund established in memory of Elmer Rees with the revenue designated for the Red Deer Food Bank Society.

REX TURPLE MEMORIAL HOCKEY**EDUCATION FUND \$48,587**

A Closed fund established by Bev and Ryan Turple in memory of Rex Turple with the annual revenue designated to a scholarship for a Red Deer Rebel hockey player who has been chosen as the scholastic player of the year.

THE STONEWALL FUND \$3,590

An Open fund established by gay and lesbian people and their friends with the annual revenue designated to the major objectives of the building of a multi-purpose community facility (the Stonewall House) and to the elimination of discrimination through education and community involvement.

OPERATING ENDOWMENT \$2,927

An Open fund established by James and Patricia MacSween with the annual revenue designated to defray the costs of operation of the Red Deer Community Foundation.

RED DEER COMMUNITY FOUNDATION BALANCE SHEET DECEMBER 31, 1995

ASSETS

	<u>1995</u>	<u>1994</u>
Current		
Cash and term deposits	135,059	41,895
Accrued interest receivable	<u>27,189</u>	<u>19,415</u>
	162,248	61,310
Investments (Note 3)	<u>1,907,130</u>	<u>1,911,623</u>
	<u><u>2,069,378</u></u>	<u><u>1,972,933</u></u>

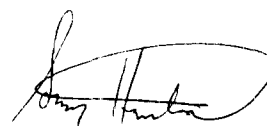
LIABILITIES

Current		
Accounts payable and accruals	2,964	500
Endowments payable	<u>24,480</u>	<u>1,000</u>
	<u>27,444</u>	<u>1,500</u>

FUND BALANCES

General Endowment Fund	1,160,757	1,153,868
Designated Endowment Funds	<u>881,177</u>	<u>817,565</u>
	<u>2,041,934</u>	<u>1,971,433</u>
	<u><u>2,069,378</u></u>	<u><u>1,972,933</u></u>

Approved By the Board:



Greg Hemstad
Treasurer



Monica R. Bast
Chairman

AUDITOR'S REPORT

To the Board of The Red Deer Community Foundation

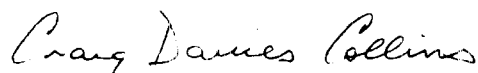
We have audited the balance sheet of The Red Deer Community Foundation as at December 31, 1995 and the statements of earnings and general and designated funds for the year then ended. These financial statements are the responsibility of the foundation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

Except as explained in the following paragraph, we conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In common with many charitable organizations, the foundation derives revenue from donations the completeness of which is not susceptible of satisfactory audit verification. Accordingly, our verification of these revenues was limited to the amounts recorded in the records of the organization and we were not able to determine whether any adjustments might be necessary to contributions received, assets and fund balances.

In our opinion, except for the effect of adjustments, if any, which we might have determined to be necessary had we been able to satisfy ourselves concerning the completeness of the donations referred to in the preceding paragraph, these financial statements present fairly, in all material respects, the financial position of the foundation as at December 31, 1995 and the results of its operations and the changes in its cash resources for the year then ended in accordance with generally accepted accounting principles.

Red Deer, Alberta
May 7, 1996



Chartered Accountants

INVESTING IN OUR COMMUNITY

The following grant allocations were made by the Foundation for the year ended December, 1995

Central Alberta Women's Outreach	
Computer	\$5,614
Central Alberta Sexual Assault Centre	
Computer	3,098
Central School	
Van	4,500
Markerville Creamery Museum	
Markerville History Publication	1,768
Maskepetoon Crime Watch Assoc.	
Computer	2,500
Normandeau Cultural and Natural History Society	
Christmas Village Heritage Square	4,500
P.A.R.T.Y.	
Computer	4,000
Parkland Cross Country Ski Club	
Ski trail grooming snowmobile	4,000
Prime Stock Theatre	
Chairs	5,000
Red Deer Catalina Swim Club	
Lane Ropes and reel	6,000
Red Deer City	
First Night Brochures	800
Red Deer Community Band Society	
Instruments and Uniforms	10,000
Red Deer & District Allied Arts Council	
Computer Software & Printer	5,522
Red Deer College: South School	
Tutor Bank Computer	3,766
Red Deer Library	
Central Alberta Freenet	8,100
Ian Younger Interest Allocation	2,423
St. John Ambulance	
Computer	2,932
<hr/>	
Total	\$74,523

During 1995 there were 48 applications out of which the 16 listed above were successful applicants.

GRANT ALLOCATIONS FROM THE GENERAL ENDOWMENT FUND

(Since the Inception of the Foundation)



Annie L. Gaetz	\$3,000
Arthritis Society	4,100
Camille J. Lerouge	4,000
Canadian Paraplegic Association	3,000
Catholic Social Services	1,000
C.A. Women's Outreach	2,689
C.A. Sexual Assault Centre	3,603
C.A. Women's Emergency Shelter	16,500
Children's Services Centre	3,600
Children's Council of Red Deer	6,070
Community Services Centre	15,118
Eastview Community School	2,600
Eastview Estates Association	2,000
Festival Hall	1,000
Fort Normandeau	500
G.H. Dawe Community Centre	6,800
G.H. Dawe Library	8,500
G.H. Dawe School	3,000
Handicapped Housing	17,000
Haynes Play School	1,000
Joseph Welsh ECS	1,000
Kerry Wood Nature Centre	5,500
Kinsman Club of Red Deer	10,000
Learning Disabilities Association	2,562
Lindsay Thurber Music Parents Society	2,000
Maryview School	3,500
Maskipitoon Historical Society	4,000
Meals on Wheels	5,180
Medicine River Wildlife Rehab. Centre	6,570
Memorial Centre	12,000
Mountview School Society	2,500
Multiple Sclerosis Society	1,300
Normandeau Historical Society	1,750
Oriole Park School	750
Pines Community Association	3,500
Piper Creek School	3,000
Red Deer Action Group for the Physically Disabled	4,230
Red Deer and District Allied Arts Council	9,850

Red Deer and District Archives	4,000
Red Deer Association for the Mentally Handicapped	18,000
Red Deer Childcare Society	3,000
Red Deer City Fire Department	2,280
Red Deer City	21,617
Red Deer Family Service Bureau	4,000
Red Deer Folk Festival	5,000
Red Deer Idea Bank	1,000
Red Deer Initiatives Workshop	3,000
Red Deer Lifeline	5,600
Red Deer Minor Baseball Association	4,000
Red Deer & District Museum Society	7,300
Red Deer Native Friendship Society	21,750
Red Deer Neighborhood Watch	3,000
Red Deer Public Library	42,750
Red Deer Orchestra Association	2,665
Red Deer Rail Bridge	5,000
Red Deer Read-In	1,000
Red Deer 7th Beaver Colony & Cub Pack	1,500
Red Deer Symphony Orchestra	6,500
Red Deer 24th Boy Scouts	3,720
Red Deer & District United Way	195
Red Deer & District YMCA	7,070
Richard Parsons Auxiliary Hospital	10,000
Ridgewood Hall	5,000
River Glen Support Council	3,420
Schizophrenia Society Red Deer & Area Chapter	5,000
St. Patricks School	1,000
St. Johns Ambulance	3,953
SPCA	7,000
Stephan G. Stephansson Society	198
Stephansson Icelandic Society	501
Suicide Prevention Service	1,178
Sylvan Lake School Band Society	3,300
Tree House Youth Theatre	5,950
University of Alberta Hospitals (Red Deer Hospital)	3,270
Youth and Volunteer Centre	16,300

Guiding Principles of the Red Deer Community Foundation

A Community Catalyst

We work with community and for community by supporting organizations that demonstrate a collaborative approach in their work. We support innovative projects that align with our guiding principles. Not every new idea will work, but we will learn from every project.

Quality of Life

We are committed to strengthening the quality of life in Red Deer and the surrounding area. We build on the strengths of the community and address issues which detract from community well-being by supporting organizations who share this goal with us.

Stewardship

We are building a community legacy because we never touch our capital pool of money. While our capital base grows, we use the income earned to support community. We are committed to investing wisely, managing efficiently and communicating openly. We are community builders looking for ways to maximize resources and results through alliances and partnerships.

Proactive Attitude

The Foundation does not necessarily wait for applications. Through strong community relationships we identify and address issues with other community organizations and district municipalities.

Volunteer support

Programs which utilize a strong volunteer force, or are dedicated to supporting volunteers will be a priority for Foundation support.

Independence for individuals.

Community development means building the capacity of individuals to be independent and self-sustaining. We will give strong consideration to projects that support this principle.

Building A Community Legacy

**The Red Deer Community
Foundation is a community
catalyst committed to
building a legacy which
strengthens the quality of life
in Red Deer and the
surrounding area.**

**Red Deer Community Foundation
#503, 4808 Ross Street
Red Deer, Alberta
T4N 1X5
Phone: 403 341 6911
Fax: 403 341 4177**

DATE: November 14, 1996

TO: X DIRECTOR OF COMMUNITY SERVICES
X DIRECTOR OF CORPORATE SERVICES
DIRECTOR OF DEVELOPMENT SERVICES
CITY ASSESSOR
E. L. & P. MANAGER
ENGINEERING DEPARTMENT MANAGER
FIRE CHIEF (EMERGENCY SERVICES)
INFORMATION TECHNOLOGY SERVICES MANAGER
INSPECTIONS AND LICENSING MANAGER
LAND AND ECONOMIC DEVELOPMENT MANAGER
PERSONNEL MANAGER
PUBLIC WORKS MANAGER
R.C.M.P. INSPECTOR
RECREATION, PARKS & CULTURE MANAGER
SOCIAL PLANNING MANAGER
TRANSIT MANAGER
TREASURY SERVICES MANAGER
PRINCIPAL PLANNER
CITY SOLICITOR

BACKUP INFORMATION
NOT SUBMITTED TO COUNCIL

FROM: CITY CLERK

RE: RED DEER COMMUNITY FOUNDATION: REQUEST FOR FUNDS

Please submit comments on the attached to this office by November 25, 1996, for the Council Agenda of December 2, 1996.

"Kelly Kloss"

City Clerk



THE CITY OF RED DEER

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

November 14, 1996

Red Deer Community Foundation
ATTN: Monica Bast, Chair
#503, 4080 Ross Street
Red Deer, AB T4N 1X5

Dear Ms. Bast :

I am in receipt of your letter dated October 31, 1996, re: Request for Funds. Your letter will be placed on the Red Deer City Council agenda of Monday, December 2, 1996.

Your request has been circulated to City Administration for comments. A copy of the administrative comments will be available to you prior to the Council Meeting and can be picked up at our office on the second floor of City Hall on Friday, November 29, 1996.

If you wish to be present and/or speak at the Council Meeting, please telephone our office on Friday, November 29, 1996 and we will advise you of the approximate time that Council will be discussing this item. Upon arrival at City Hall, please enter the park side entrance and proceed to the Council Chambers on the second floor.

Council Meetings are open to the general public and are televised live on Shaw Cable, Channel 3. Council Meetings commence at 4:30 p.m., adjourn for the supper hour at 6:00 p.m., and reconvene at 7:00 p.m. Council agendas are available to the public and media from the City Clerk's Department.

If you have any questions or require further assistance, please do not hesitate to contact me.

Sincerely,

Kelly Kloss
City Clerk

KK/lb



*a delight
to discover!*

FILE

FILE No.

BACKUP INFORMATION
NOT SUBMITTED TO COUNCIL

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

FILE

December 4, 1996

Red Deer Community Foundation
503, 4080 Ross Street
Red Deer, AB T4N 1X5

Att: Monica Bast, Chair

Dear Ms. Bast:

At the City of Red Deer's Council Meeting held Monday, December 2, 1996, consideration was given to your letter dated October 31, 1996, requesting the dedication of interest income from various funds. At that meeting the following resolution was passed:

"RESOLVED that Council of The City of Red Deer, having considered correspondence from the Red Deer Community Foundation dated October 31, 1996, re: Request to Dedicate 1996 Interest Income from Designated Funds of The City to the Red Deer Community Foundation, hereby approves the allocation of the 1996 interest from the Red Deer Heritage Fund to the Red Deer Community Foundation Endowment Fund, as a one time contribution, subject to the condition that the Red Deer Community Foundation generate the balance required to assure the \$500,000.00 gift, and as presented to Council December 2, 1996."

It would now be appropriate for your office to contact Mr. Alan Wilcock, Director of Corporate Services, to make arrangements for the transfer of funds in accordance with the above resolution.

On behalf of Council, please accept their thanks for the benefits that are enjoyed by the community of Red Deer through the efforts and dedication of the Foundation.

... / 2

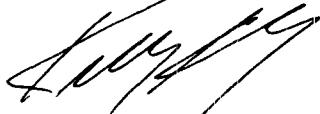


*a delight
to discover!*

Red Deer Community Foundation
December 4, 1996
Page 2

If you have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kelly Kloss', written over a horizontal line.

Kelly Kloss
City Clerk

KK/clr

c Director of Corporate Services
 Director of Community Services

Item No. 2

DATE: November 27, 1996

TO: City Council

FROM: City Clerk

RE: ***AMENDMENT TO ROAD CLOSURE BYLAW 3179/96 (3179/A-96)***
LAND EXCHANGE BETWEEN ROBERT BELZEROWSKI AND THE
CITY OF RED DEER


At the Council Meeting of November 18, 1996, second and third readings were given to Road Closure Bylaw 3179/96. Bylaw 3179/96 was passed as a condition of the noted land exchange.

On November 27, 1996, this office received a letter from Snell and Oslund S.L. indicating that the description they had previously supplied to this office with respect to the portion of the road to be closed, was incorrect. They supplied a correct description at that time.

As the actual physical portion of road to be closed has not changed, Council can pass an amendment to Road Closure Bylaw 3179/96, to correct the description, without this issue being readvertised.

RECOMMENDATION

That Council give three readings to Road Closure Bylaw Amendment 3179/A-96.



Kelly Kloss
City Clerk

KK/clr
attchs.

SNELL & OSLUND SURVEYS (1979) LTD.

LAND SURVEYORS & PROFESSIONAL ENGINEERS

HEAD OFFICE:
P.O. BOX 610, T4N 5G6
#2 - 5128 - 52 STREET
RED DEER, ALBERTA
PHONE: (403) 342-1255
FAX: (403) 343-7025

BRANCH OFFICE:
P.O. BOX 1930, TOM ITO
#4924 - 51 STREET
ROCKY MOUNTAIN HOUSE, AB
PHONE: (403) 845-4646
FAX: (403) 845-4535

FAX

To: City of Red Deer

Fax #: 346-6195

Attention: Kelly Kloss, City Clerk

Date: November 27, 1996

From: Gill Oslund

YOU WILL RECEIVE 1 PAGE(S) OF FAX, INCLUDING THIS COVER LETTER
IF YOU DO NOT RECEIVE 1 PAGES,
PLEASE CALL (403) 342-1255 AS SOON AS POSSIBLE. THANK YOU.

Comments: Re: Road closure and Land Exchange between the City of Red Deer
and Robert Belzerowski

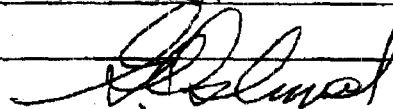
Please refer to our letter dated October 4, 1996, which contained a description
for road closure and land exchange of part of 51st Avenue. The correct
description that should be used to replace Item 1 in the above noted letter is:

All that portion of 51st (Pine) Avenue as shown on Subdivision
Plan 6073 X which lies to the South of the projection westerly
of the North boundary of Lot 5, Block 8, Plan 2376 AI and to
the North of the production westerly of the south boundary of Lot 1,
Block 8, Plan 2376 AI.

We will appreciate having the appropriate by-laws and agreements amended
accordingly. The new description contains exactly the same lands as intended
in the original by-law and road closure.

Thank you for your attention to this matter.

Yours truly,



Gillis Oslund, A.L.S., P.Eng.

BYLAW NO. 3179/96

Being a Bylaw to close a portion of road in the City of Red Deer as described herein.

NOW THEREFORE THE MUNICIPAL COUNCIL OF THE CITY OF RED DEER, IN THE PROVINCE OF ALBERTA, DULY ASSEMBLED, ENACTS AS FOLLOWS:

1 The following portion of roadway in the City of Red Deer is hereby closed:

"All that portion of Road Plan 2376 A1 lying adjacent to the west boundaries of Lots 1 to 5 inclusive, Block 8, Plan 2376 A1, containing 0.101 hectares (0.249 acres) more or less, excepting thereout all mines and minerals."


READ A FIRST TIME IN OPEN COUNCIL this 21 day of October A.D. 1996.

READ A SECOND TIME IN OPEN COUNCIL this 18 day of ~~November~~ A.D. 1996.

READ A THIRD TIME IN OPEN COUNCIL this 18 day of ~~November~~ A.D. 1996.

AND SIGNED BY THE MAYOR AND CITY CLERK this 18 day of ~~November~~ A.D. 1996.


MAYOR


CITY CLERK

Comments:

We concur with the recommendation of the City Clerk.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

FILE

December 4, 1996

Snell & Oslund Surveys (1979) Ltd.
P. O. Box 610
2, 5128 - 52 Street
Red Deer, AB T4N 5G6

Att: G. Oslund

Dear Mr. Oslund:

**RE: AMENDMENT TO ROAD CLOSURE BYLAW 3179/96, LAND
EXCHANGE BETWEEN ROBERT BELZEROWSKI AND THE
CITY OF RED DEER (3179/A-96)**

At the City of Red Deer's Council Meeting held Monday, December 2, 1996, consideration was given to your letter dated November 27, 1996 concerning the above. At that meeting three readings were given to Road Closure Bylaw Amendment 3179/A-96.

For your reference, I have included a certified copy of both Road Closure Bylaw 3179/96 and Road Closure Bylaw 3179/A-96. If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

Kelly Kloss
City Clerk

KK/clr
attchs.

c Land and Economic Development Manager

*a delight
to discover!*

RED DEER Regional Airport Authority

Site 16 Box 11 RR4
Red Deer, Alberta, Canada T4N 5E4
Phone/FAX (403) 886-4712

November 26th, 1996

Mayor Gail Surkan &
Members of Council
City of Red Deer
Box 5008
Red Deer, Alberta
T4N 3T4

Dear Mayor Surkan:

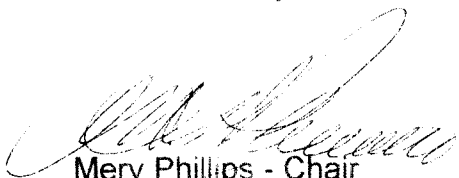
The Red Deer Regional Airport Authority has now ratified in principle its Petition and By-laws and wishes to proceed with Incorporation pursuant to the Province of Alberta Regional Airports Authorities Act. This process requires that the governing bodies named in the Petition pass a resolution agreeing to act as an appointer and to be bound by the Authorities articles as referred to in the Act.

We have attached a copy of the Petition and By-laws and a photo-copy of the Regional Airports Authorities Act and Regulations along with a draft resolution for the consideration of council.

The Directors of the Red Deer Regional Airport Authority would welcome the opportunity to appear before Council at your convenience to answer any questions in support of this request and to bring Council up to date on the Authorities activities.

Thank you for your continued support.

Yours sincerely,



Merv Phillips - Chair
Red Deer Regional Airport Authority

Copy K. Kloss

RED DEER Regional Airport Authority

Site 16 Box 11 RR4
Red Deer, Alberta, Canada T4N 5E4
Phone/FAX (403) 886-4712

November 19th, 1996

Mayor Gail Surkan
City of Red Deer
P.O. Box 5008
Red Deer, Alberta
T4N 3T4

Dear Mayor Surkan:

The Red Deer Regional Airport Authority has been meeting every two weeks since September the 9th and I'm pleased to report that considerable progress has been made toward our goals. We have established several committees to deal with incorporation and the pending negotiations with Transport Canada

In dealing with the subject of incorporation, the Authority has decided that it would be to our advantage to operate under the Alberta Regional Airport Authorities Act. These advantages cover items like corporate borrowing and limited liability. However, the Act explicitly states in (11) C that appointees cannot hold elected office and I have attached a copy of this section for your information.

The Authority had great difficulty in making this decision because it directly affects Councilor Bev Hughes. Bev has a real interest in the success of the Authority and the operation of the Airport and has made a tremendous contribution to the project during the initial stage. He is also in agreement that the Authority has made the right decision to operate under the Provincial Act.

We have asked Councilor Hughes to continue as a non-voting advisory member of the Red Deer Regional Airport Authority and he had indicated his willingness to continue in this capacity. In view of this change, we would respectfully request that the City of Red Deer appoint a replacement representative on the Authority as soon as possible.

The Red Deer Regional Airport Authority will be reviewing final incorporation documentation at the regular meeting on November 21st and we anticipate final approval by the Directors at that time. Following this we will be requesting an appearance before Council to obtain the necessary resolution in support of the incorporation.

Page 2

I would like to take this opportunity to thank you for the excellent co-operation we have received from Bryon Jeffers and Larry Brown. Larry now attends all meetings and his background and knowledge of the Airport has been invaluable to the Directors. Mr. Jeffers has volunteered to work with our Transport Canada negotiation team in order to expedite the process in an efficient and beneficial manner.

If you have any questions or would like to discuss this matter please give me a call. Thank you.

Your sincerely,

A handwritten signature in black ink, appearing to read 'Merv Phillips', written over a horizontal line.

Merv Phillips - Chair
Red Deer Regional Airport Authority

Attachment

cc Bev Hughes.

accordance with the procedures set out in the articles and that no other person has that right.

Qualifications for directors

11(1) Notwithstanding anything in this Regulation except subsection (2), a person is not qualified to be or to continue to be a director

- (a) unless he is an individual of adult age;
- (b) if he has the status of a bankrupt;
- (c) if he is a member of Parliament, of the Senate, of any Legislative Assembly or of the council of a municipality;
- (d) if he is a person employed, whether under a contract of service or a contract for services,
 - (i) in the public service of any national, provincial, state, regional or local government, or
 - (ii) by a Provincial agency within the meaning of the *Financial Administration Act* and to which that Act applies, or by any corporation, board, commission, council or other body occupying a similar position in relation to another jurisdiction to what such a Provincial agency does in relation to Alberta;
- (e) if, within the immediately preceding 5 years, he has been convicted of
 - (i) an indictable offence that is of a kind that is related to the qualifications, functions or duties of a corporate director, or
 - (ii) an offence against the Act,

and either the time for making an appeal has expired without the appeal's having been made or the appeal has been finally disposed of by the courts or abandoned;

- (f) if he is a dependent adult as defined in the *Dependent Adults Act* or is the subject of a certificate of incapacity under that Act;
- (g) if he is a formal patient as defined in the *Mental Health Act*;
- (h) if he has been found to be a person of unsound mind by a court elsewhere than in Alberta;
- (i) if he contravenes section 21 or his associate engages in any activity that, if performed by that person himself, would be a contravention of section 21(1), (2) or (3);
- (j) if, being a director of an authority, he has failed to attend the type or number of board or committee meetings, or a combination thereof, specified in the articles;
- (k) if his membership on the board results or would result in a contravention of section 14(4) of the Act.

(2) If 2 or more persons would, but for this subsection, be disqualified by virtue of subsection (1)(k), the person or persons who are actually disqualified shall be ascertained according to the inverse chronological order of the effective dates of their appointments.

Meetings

12(1) Notwithstanding any other law, an authority's by-laws may provide that

- (a) a director may participate in a meeting of directors or of a committee of directors, or
- (b) such a meeting may be held,

by means of telephone or other communication facilities that permit all persons participating in the meeting to hear each other, and, for the purposes of the Act, the directors participating by those means are deemed to be present at the meeting.

(2) The text of a special resolution may be amended at a board meeting if the amendment corrects a manifest error or is not material.

Liabilities

General liability provisions

13(1) Sections 13 to 18 do not operate so as to limit the duties and liabilities that a director or officer of an authority may have under any other law.

(2) No provision in a contract or the articles or by-laws or a resolution of an authority relieves a director or officer from the duty to act in accordance with the Act and this Regulation or relieves him from liability for a breach of that duty.

(3) Section 16(d) of the *Interpretation Act* does not apply to members of an authority, but, without limiting any liability that they may have at law in their capacity as directors, individual members of an authority in their capacity as such members are exempt from personal liability for the debts, obligations and acts of the authority.

Duty of care of directors and officers

14(1) A director or officer of an authority, in exercising his powers and performing his duties, shall

- (a) act honestly, in good faith and with a view to the best interests of the authority,
- (b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances, and
- (c) comply with the articles and by-laws of the authority.

(2) In considering whether a particular transaction or course of action is in the best interests of the authority, a director or officer shall have due regard to the purposes of an authority.

DATE: November 26, 1996

TO: City Council

FROM: City Clerk

RE: RED DEER INDUSTRIAL AIRPORT - AIRPORT AUTHORITY,
CITIZENS-AT-LARGE

At the Council Meeting of August 12, 1996, the following resolution was passed appointing City of Red Deer representatives to the Red Deer Industrial Airport Authority:

"RESOLVED that Council of The City of Red Deer, having considered report from the City Clerk dated August 6, 1996, re: Red Deer Industrial Airport - Airport Authority, hereby agrees to appoint the following:

William E. Higgins,	Citizen-at-large;
Don Oszil,	Citizen-at-large;
Bev Hughes,	Council Representative,

to represent the City of Red Deer on the Red Deer Industrial Airport Authority."

The appointment of Councillor Bev Hughes was further ratified at the October 21, 1996 Organizational Meeting of Council when the annual Council appointments were being made.

The Red Deer Regional Airport Authority is now asking Council to appoint representatives from the City of Red Deer to serve as Directors on the Red Deer Airport Authority, once same is incorporated however representatives cannot be a member of a municipal council. Initially the appointments would be staggered following which the terms would be 4 years in length. The Authority is recommending the following terms of office:

- To be appointed by Council (replaces Bev Hughes):
 - term to expire December 31, 1998
- William E. Higgins:
 - term to expire December 31, 1999
- Don Oszli:
 - term to expire December 31, 2000

For Council's information, I have provided the names of all those individuals who had originally put forth their names to Council to be considered as representatives of the City on the Airport Authority.

City Council
Red Deer Airport Authority
Page Two

RECOMMENDATION

That, if Council supports the recommendation of the Red Deer Regional Airport Authority to incorporate under the Alberta Regional Airport Authorities Act, Council:

1. Select a citizen-at-large to represent the City of Red Deer on the Red Deer Airport Authority in lieu of Councillor Bev Hughes;
2. Passes a resolution appointing the three citizens at large as City of Red Deer representatives on the Authority for the terms as indicated.

A handwritten signature in black ink, appearing to read 'Kelly Kloss', with a stylized flourish at the end.

Kelly Kloss
City Clerk

Comments:

We received this information from the Regional Airport Authority on Wednesday, November 27, 1996. The documentation includes approximately 110 pages of which the Administration have not had the opportunity to review. We have requested the City Solicitor to review the legislation under which an airport authority would be formed to ascertain whether or not this imposes any obligations on the City. However, we will not have had the opportunity to review this with him prior to the Council Meeting. As such, we are unable to provide a recommendation to Council and feel that it would be more appropriate for this matter to be tabled to the December 16, 1996 Council Meeting to allow the Administration time for a thorough review and submission of written administrative comments.

Copies of the petition and bylaws submitted by the Authority are included as an attachment to the agenda. The Regional Airport Authorities Act and Regulations are available from the City Clerk.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

FILE

December 4, 1996

Red Deer Regional Airport Authority
Site 16, Box 11, R. R. #4
Red Deer, AB T4N 5E4

Att: Merv Phillips, Chairman

Dear Mr. Phillips:

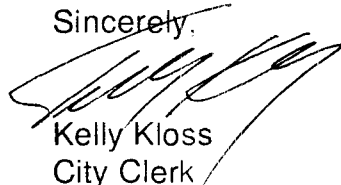
At the City of Red Deer's Council Meeting held Monday, December 2, 1996, consideration was given to your letter dated November 26, 1996, concerning the incorporation of the Red Deer Regional Airport Authority. At that meeting the following resolution was passed:

"RESOLVED that Council of The City of Red Deer, hereby tables the matter concerning the incorporation of a regional airport authority to the December 16, 1996 Council Meeting, pending review by the Administration and submission of administrative comments."

This matter will again be presented to Council at its meeting of December 16, 1996. Any administrative documents pertaining to this item will be available to you from this office on Friday, December 13, 1996.

If you have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,



Kelly Kloss
City Clerk

KK/clr

c Director of Development Services



*a delight
to discover!*

COUNCIL MEETING OF DECEMBER 2, 1996

**ATTACHMENT TO REPORT ON
OPEN AGENDA**

RE:

RED DEER AIRPORT AUTHORITY

FORM 2

Regional Airports Authorities Act
Section 24(2)

**NOTICE OF ADDRESS OR
NOTICE OF CHANGE OF ADDRESS**

1. Name of Regional Airports Authority:

RED DEER REGIONAL AIRPORT AUTHORITY

2. Corporate Access Number: _____

3. Head Office of Authority. (The head office is also designed as the Authority's registered office.) (street address, including postage code, or legal land description)

600, 4911 - 51 Street, Red Deer, Alberta, T4N 6V4

4. Separate address for service by mail (if any), (Post Office Box, including Postal Code)

Box 370, Penhold, Alberta, T0M 1R0

5. Revocation of Address for service by mail

N/A

DATED this 27th day of November, 1996.



(Signature) - Merv Phillips

Title - Acting Chairman

Phone - 886-4712

FORM 1

Regional Airports Authorities Act
Section 20

NOTICE OF DIRECTORS OR
CHANGE OF DIRECTORS

1. Name of Regional Airports Authority: Red Deer Regional Airport Authority
2. Corporate access number: _____
3. On the day of November, 1996, the following persons were appointed directors:

NAME	MAILING ADDRESS	APPOINTED BY	EFFECTIVE DATE OF APPOINTMENT
Don Oszli	500, 4911 - 51 Street Red Deer, AB T4N 6V4	City of Red Deer	Dec. 31, 1996
Bill Higgins	7 Meeres Close Red Deer, AB T4N 0J6	City of Red Deer	Dec. 31, 1996
Merv Phillips	R. R. #4 Red Deer, AB T4N 5E4	County of Red Deer #23	Dec. 31, 1996
Gary Hillman	Box 580 Penhold, AB T0M 1R0	County of Red Deer #23	Dec. 31, 1996
Liam O'Connell	R. R. #4 Red Deer, AB T4N 5E4	County of Red Deer #23	Dec. 31, 1996
Bob Demcoe	32 Alton Close Red Deer, AB T4R 2G9	Red Deer Chamber of Commerce	Dec. 31, 1996

Red Deer Airport Authority - Notice of Directors

Charles Hare	60 Conners Cres. Red Deer, AB T4P 2J3	Red Deer Chamber of Commerce	Dec. 31, 1996
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Ron Schmidt	#250, 4919 - 59 St. Red Deer, AB T4N 6C9	Red Deer Chamber of Commerce	Dec. 31, 1996
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4. The following persons ceased to hold office as directors: N/A

5. As of this date, the directors of the authority are:

NAME	MAILING ADDRESS	APPOINTED BY	EXPIRY DATE OF TERM OF OFFICE
Don Oszli	500, 4911 - 51 Street Red Deer, AB T4N 6V4	City of Red Deer	Dec. 31, 2000
Bill Higgins	7 Meeres Close Red Deer, AB T4N 0J6	City of Red Deer	Dec. 31, 1999
			Dec. 31, 1998
Merv Phillips	R. R. #4 Red Deer, AB T4N 5E4	County of Red Deer #23	Dec. 31, 2000
Gary Hillman	Box 580 Penhold, AB T0M 1R0	County of Red Deer #23	Dec. 31, 1998
Liam O'Connell	R. R. #4 Red Deer, AB T4N 5E4	County of Red Deer #23	Dec. 31, 1999
Bob Demcoe	32 Alton Close Red Deer, AB T4R 2G9	Red Deer Chamber of Commerce	Dec. 31, 1998

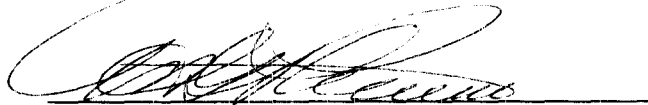
Red Deer Airport Authority - Notice of Directors

Charles Hare	60 Conners Cres. Red Deer, AB T4P 2J3	Red Deer Chamber of Commerce	Dec. 31, 1999
Ron Schmidt	#250, 4919 - 59 St. Red Deer, AB T4N 6C9	Red Deer Chamber of Commerce	Dec. 31, 2000

6. Are at least two-thirds of the directors 1. Canadian Citizens or Landed Immigrants and 2. Resident Canadians?

YES

DATED this 22TH day of November, 1996.



(Signature) - Merv Phillips

Acting Chairman

(Title) -

Phone - 886-4712

REGIONAL AIRPORTS AUTHORITIES ACT
(SECTION 4)

TO THE LIEUTENANT GOVERNOR IN COUNCIL FOR THE
PROVINCE OF ALBERTA THROUGH THE MINISTER OF
TRANSPORTATION AND UTILITIES

PETITION OF THE INCORPORATOR, RED DEER AIRPORT
AUTHORITY COMMITTEE FOR THE FORMATION OF A REGIONAL
AIRPORT AUTHORITY TO BE KNOWN AS THE
“RED DEER REGIONAL AIRPORT AUTHORITY”

1. Definitions

- (a) “Act” means the *Regional Airports Authority Act*, S.A. 1989, c. R-9.05 and includes the regulations pursuant thereto.
- (b) “Appointers” means the body or bodies corporate from time to time named as the appointer or appointers for the Authority in its Articles.
- (c) “Appointer Representative” means those persons appointed by the Appointers to represent and act on behalf of the Appointer on Authority matters except for the appointment and removal of Directors.
- (d) “Articles” means the Authority’s articles of incorporation, including all amendments made to them, and includes this petition.
- (e) “Authority” means the authority brought into existence by an order issued by the Lieutenant Governor under the Act named the Red Deer Regional Airport Authority.
- (f) “Board” means the Authority’s board of directors.
- (g) “Bylaws” means all bylaws of the Authority from time to time in force and effect.
- (h) “Directors” means directors of the Authority.
- (i) “Policies” means the policies required by the Regulations pursuant to the Act together with any other policies established by Resolution of the Board.
- (j) “Regulations” means the Regional Airports Authorities Regulations.
- (k) “Resolution” means a resolution of the Authority passed at a Board meeting by a majority of the Directors present at that meeting or signed by all of the Directors.

Red Deer Airport Authority - Petition/Articles

- (l) “Special Resolution” means a resolution of the Authority:
- (i) passed at a board meeting by a majority of at least 2/3 of the Directors present at the meeting, or
 - (ii) signed by all of the Directors,
- notice of which must be given in accordance with the Act.

2. Name of Authority

Red Deer Regional Airport Authority

3. Airports Whose Management and Operation are Intended to be Assumed

Red Deer Regional Airport

4. Names and Addresses of Appointers

City of Red Deer
4914 - 48 Avenue
Red Deer , AB
T4N 3T4

Red Deer Chamber of Commerce
3017 - 50 Avenue
Red Deer, AB
T4N 5Y6

County of Red Deer # 23
4758 - 23 Street
Red Deer, AB
T4N 0M8

5. Name and Address of Incorporator

Red Deer Airport Authority Committee
Box 370
Penhold, AB T0M 1R0

6. Methods by Which Appointers Function

The Appointers shall exercise and perform their functions pursuant to the Act and Articles of the Authority through the passage of a resolution or resolutions by the governing body of each Appointer:

- (a) appointing or removing a person as a Director; and
- (b) appointing or removing one or two Appointer Representatives who may be certain persons or certain officeholders of the Appointer.

7. Composition of the Board

The Board shall consist of nine (9) Directors. Until the initial Board has been constituted, the Board may conduct business on behalf of the Authority as soon as eight (8) Directors have been appointed.

8. Appointment of the Board

The Appointers and the current Directors will ensure, so far as is reasonably practicable, that the Board as a whole will be representative of the Authority's region and will consist of persons who collectively have experience of and have shown capacity in air transportation, industry, commerce, finance, administration, law, engineering, the organization of workers and the representation of the interests of consumers.

Subject to the provisions of Section 7 of this Petition, the Board shall be appointed as follows with the terms that expire on December 31 and after the initial round of appointments, and subject to the Act, are for a term of four (4) years.

<u>Appointer</u>	<u>Number of Directors</u>
(a) City of Red Deer	three (3)
(b) County of Red Deer	three (3)
(c) Red Deer Chamber of Commerce	three (3)

Each Appointer shall appoint one Director whose initial term expires in two (2) years, one Director whose term expires in three (3) years and one Director whose term expires in four (4) years.

9. Filling of Vacancies to the Board

Any vacancy on the Board is to be filled by that Appointer who, at the time of the filling of that vacancy, has the right under the Articles to make the appointment that has been vacated.

10. Appointers' Meetings with Authority

The Authority shall within one hundred thirty five (135) days after the end of each fiscal year of the Authority convene a meeting between the Authority and its Appointers.

Notice of the said meeting shall be sent to each Appointer at least thirty (30) days prior to the meeting date.

Attendance at the meeting shall be, subject to the Act, limited to the Appointer Representatives, persons invited by the Board and the Appointers, and the Board. At least one third (1/3) of the Directors shall be present at each meeting.

The agenda of each meeting shall be prepared by the President of the Board and shall include a provision for the matters to be raised by each or any Appointer. Any matter to be raised by an Appointer shall be presented in writing by that Appointer and is to be received by the Authority at least fourteen (14) days prior to the meeting.

Materials for agenda items, if any, shall be provided by the Authority to each of the Appointers at least seven (7) days prior to the meeting date, and shall always include for the Authority's previous fiscal year, copies of the Authority's annual financial statements, the Authority's auditor's report upon the financial statements, the Authority's operational goals for the current financial year, together with any other information required by the Act.

11. Removal of Directors

The Appointers, having the right to appoint a Director or Directors, have the right to revoke each appointment in accordance with the following procedure:

The Appointer shall serve the notice of revocation of appointment in writing accompanied by a certified copy of the resolution of the Appointer on the Director whose appointment is being revoked and shall concurrently serve a copy of the said notice and resolution on the registered office of the Authority. The revocation shall be effective upon the date specified in the notice of revocation.

12. Disqualification for Failure to Attend Board Meetings

A person is not qualified to be a Director if that person is absent from three (3) consecutive Board meetings unless the absence is authorized by a resolution of the Board at any time prior to the conclusion of the third Board meeting and at each subsequent Board meeting at which that person is absent.

13. Restrictions on the Authority's Undertaking or Activities

None.

14. Restrictions on the Number of Securities or any Particular Form of Securities that the Authority is Permitted to Issue

None.

15. Restrictions on the Right to Transfer Securities Issued by the Authority

None.

16. Distribution of Assets

The Authority's assets are to be distributed, on order of the Court of Queen's Bench, as near as may be, after the discharge of its liabilities, on the dissolution, winding up or termination of the Authority to the successor bodies that carry on the business of the Authority, provided that those bodies are public bodies then exempt from the payment of income tax.

17. Bylaws

Bylaws may only be amended, repealed or replaced by Special Resolution. The proposed initial Bylaws of the Authority are attached as Appendix I.

18. Appointers' Resolutions

A certified copy of the resolution by the governing body of each of the Appointers is attached as Appendix II.

PRAYER FOR RECOMMENDATION OF THE MINISTER

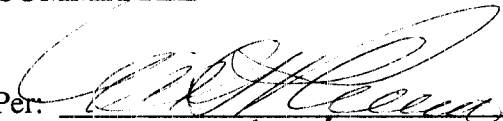
The undersigned hereby petitions and prays that the Minister recommend to the Lieutenant Governor in Council the making of an Order under Section 52 of the *Regional Airports Authorities Act* to create the herein Authority in that:

Red Deer Airport Authority - Petition/Articles


- (a) The name proposed for the Authority is satisfactory and properly reflective of the Authority's proposed undertaking;
- (b) The herein Petition is generally complete as to the matters referred to in Section 4(3) (c) to (h) of the Act;
- (c) The Appointers collectively are sufficiently representative of the public in region;
- (d) The proposed arrangements are conducive to the attainment of the Authority's purposes and will be generally beneficial to the public in the region; and
- (e) The herein Petition is structured so as to ensure, as far as is reasonably practicable, that the Board as a whole will be representative of the Authority's region and will consist of persons who collectively have experience of and have shown capacity in air transportation, industry, commerce, finance, administration, law, engineering, the organization of workers and the representation of the interests of consumers.

DATED for reference purposes this 27 day of November, 1996.

**RED DEER AIRPORT AUTHORITY
COMMITTEE**

Per: 

Merv Phillips

Per: 

Don Oszli

BYLAW NUMBER 1

**A BYLAW RELATING GENERALLY TO THE
TRANSACTION OF THE BUSINESS AND AFFAIRS OF THE**

RED DEER REGIONAL AIRPORT AUTHORITY

Effective: December __, 1996.

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Red Deer Regional Airport Authority - Bylaw #1

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BE IT ENACTED as a bylaw of Red Deer Regional Airport Authority as follows:

PART I

DEFINITIONS AND INTERPRETATION

1.01 Definitions

In the Bylaws of the Red Deer Regional Airport Authority, unless the context otherwise requires:

- (a) “Act” means the *Regional Airports Authorities Act* and includes the Regulations;
- (b) “Affiliate” means, in relation to Red Deer Regional Airport Authority,
 - (i) a Subsidiary,
 - (ii) an Associate,
 - (iii) a person who has entered into a partnership or joint venture with Red Deer Regional Airport Authority or with any of its Subsidiaries;
- (c) “Airport Master Plan” means a plan as amended from time to time for each airport managed and operated by Red Deer Regional Airport Authority and adopted by the Board; which plan shall be consistent with the annual operations goals published by Red Deer Regional Airport Authority, shall contain a statement of the role of the airport and shall be used as a general guide for planning the development and use of the airport;
- (d) “Appoint” includes “elect” and vice versa;
- (e) “Appointer” means the body or bodies corporate from time to time named as the appointer or appointers for Red Deer Regional Airport Authority in its Articles;
- (f) “Appointer Representative” means those persons appointed by the Appointers to represent and act on behalf of the Appointer on Red Deer Regional Airport Authority matters except for the appointment and removal of Directors;
- (g) “Articles” means Red Deer Regional Airport Authority’s articles of incorporation, including all amendments made to them, and includes, prior to Red Deer Regional Airport Authority’s creation, the petition made to the Lieutenant Governor in Council under section 4 of the Act;

- (h) “Associate” means, in relation to a person,
 - (i) a corporation of which that person beneficially owns or controls, directly or indirectly,
 - (A) shares or securities currently convertible into shares carrying more than 10% of the voting rights under all circumstances or under any circumstances that have occurred and are continuing, or
 - (B) a currently exercisable option or right to purchase those shares or those convertible securities,
 - (ii) a partner of that person acting on behalf of the partnership of which they are partners,
 - (iii) a trust or estate in which that person has a substantial interest or in respect of which he serves as a trustee or in a similar capacity,
 - (iv) a spouse of that person, or
 - (v) a relative of that person or of his spouse if that relative has the same residence as that person;
- (i) “Audit Committee” means that committee established and appointed by the Board pursuant to section 4.02 (b) of this Bylaw and section 32 of the Regulations;
- (j) “Board” means Red Deer Regional Airport Authority’s board of directors;
- (k) “Bylaws” means all bylaws of Red Deer Regional Airport Authority, including this bylaw from time to time in force and effect;
- (l) “Chairman” means that Officer of Red Deer Regional Airport Authority appointed by Resolution under section 5.01;
- (m) “Directors” means directors of Red Deer Regional Airport Authority;
- (n) “Red Deer Regional Airport Authority” means the authority brought into existence by an order issued by the Lieutenant Governor under the Act;
- (o) “Governance Committee” means that established and appointed by the Board pursuant to section 4.02(a);

- (p) “Policies” means the policies required by the Regulations together with any other policies established by Resolution;
- (q) “Records Address” means in the case of an Appointer, the address of that Appointer as recorded in the register of Appointers maintained by Red Deer Regional Airport Authority and, in the case of a Director, officer, auditor, member of a committee of the Board, Appointer Representative, or member of an advisory body, the last address as recorded in the records of Red Deer Regional Airport Authority;
- (r) “Registrar” means the Registrar of Corporations appointed under the *Business Corporations Act*;
- (s) “Regulations” means the Regional Airports Authorities Regulation;
- (t) “Resolution” means a resolution passed by the Board;
- (u) “Secretary” means that officer of Red Deer Regional Airport Authority appointed by Resolution under section 5.01;
- (v) “Signing Officer” means, in relation to any instrument or class of instruments, any officer of Red Deer Regional Airport Authority authorized to sign that instrument or class of instruments on behalf of Red Deer Regional Airport Authority by section 2.05 or by a Resolution passed pursuant to that section;
- (w) “Special Resolution” means a resolution of Red Deer Regional Airport Authority:
 - (i) passed at a Board meeting by a majority of at least 2/3 of the Directors present at that meeting, or
 - (ii) signed by all the Directors,notice of which must be given in accordance with the Act;
- (x) “Subsidiary” means the meaning assigned to it by the *Business Corporations Act*;
- (y) “Vice-Chairman” means that officer of Red Deer Regional Airport Authority appointed by Resolution under section 5.01.

1.02 INTERPRETATION

Except where stated in section 1.01 or where the context does not permit:

- (a) words and expressions defined in the Act, Regulations and Articles have the same meaning when used in this Bylaw;
- (b) words importing the singular number include the plural and vice versa;
- (c) words importing gender include the masculine, feminine and neuter genders; and
- (d) words importing a person include a body corporate.

1.03 LEGISLATION REFERENCES

Except where specifically limited or where specifically provided to the contrary in the Bylaws, the reference to any legislation shall be deemed to include all amendments thereto and regulations thereunder and all statutes, including all amendments thereto and regulations thereunder, that may be substituted for that legislation.

1.04 INTERNAL REFERENCES

Except where otherwise stated, all references to “this Bylaw” mean only this Bylaw Number 1 and all references to section and part numbers refer to the sections and parts in this Bylaw.

1.05 HEADINGS

The headings to any part or to any section or subsection of the Bylaws are inserted for convenience of reference only and do not define, enlarge or limit the terms and provisions of the Bylaws.

1.06 CONTINUOUS EFFECT

The Bylaws and Articles shall be construed as always speaking and shall be interpreted and applied to circumstances as they arise.

1.07 SUPREMACY OF AUTHORITIES

Whether or not expressly stated in the Bylaws, at all times the Bylaws are subject to the Act, the Regulations, and the Articles, in that order, and the Act, Regulations and Articles should always be consulted when relying on the Bylaws.

PART II

BUSINESS OF RED DEER AIRPORT

2.01 REGISTERED OFFICE

Red Deer Regional Airport Authority shall have a head office in Alberta and its head office is its registered office.

2.02 CORPORATE SEAL

The corporate seal of Red Deer Regional Airport Authority shall be in the form impressed in the margin opposite this section 2.02.

2.03 AUTHORITY RECORDS

Red Deer Regional Airport Authority shall prepare and maintain at its registered office records containing:

- (a) the Articles and Bylaws, including all amendments;
- (b) minutes and resolutions of the Board, committees of the Board, Red Deer Regional Airport Authority advisory committees, Appointer and public meetings;
- (c) copies of all notices provided to the Registrar;
- (d) its annual financial statements, together with the auditor's reports on them;
- (e) other information respecting its financial position and the results of its operations that are required by its Bylaws;
- (f) a securities register complying with the requirements of the Act;
- (g) a register of disclosures made pursuant to the Act; and
- (h) any other records prescribed by the Act.

2.04 FINANCIAL YEAR

The fiscal year of Red Deer Regional Airport Authority shall end on December 31 in each year.

2.05 AUTHORITY TO EXECUTE INSTRUMENTS

The Board shall specify the manner in which, and the officer or officers by whom, any particular instrument or class of instruments may or shall be signed. Any Signing Officer may affix the corporate seal to any instrument where affixing that seal is necessary or desirable.

2.06 MECHANICAL SIGNATURES

The signature of any Signing Officer of Red Deer Regional Airport Authority so authorized to sign may be engraved, lithographed or otherwise mechanically reproduced upon any negotiable instrument, bond, debenture, warrant or certificate of Red Deer Regional Airport Authority and, any negotiable instrument, bond, debenture, warrant or certificate of Red Deer Regional Airport Authority so signed shall be deemed to have been manually signed by the Signing Officer whose signature is so engraved, lithographed or otherwise mechanically reproduced, and shall be as valid for all intents and purposes as if it had been manually signed.

2.07 BANKING ARRANGEMENTS

The banking business of Red Deer Regional Airport Authority shall be transacted with the banks, trust companies and other persons and in the manner as may be specified by the Board. All banking business shall be transacted under the agreements, instructions, delegations and limitations of authority as the Board may prescribe or authorize.

2.08 BORROWINGS, DEBT OBLIGATIONS AND SECURITIES

Subject to the limitations imposed by the Act and the Articles, the Board may authorize Red Deer Regional Airport Authority to:

- (a) borrow money on its credit;
- (b) issue, reissue, sell or pledge its debt obligations, within the meaning of the *Business Corporations Act*; and
- (c) create a security interest within the meaning of that Act in its property, whether owned or subsequently acquired.

2.09 AFFILIATES

Red Deer Regional Airport Authority may participate with Affiliates provided that such participation is authorized by Special Resolution.

2.10 SPECIAL RESOLUTION MATTERS

The following matters require a Special Resolution:

- (a) amendment of Articles;
- (b) sale, lease or exchange of all or substantially all of the assets of Red Deer Airport;
- (c) the appointment of a Director as a director or officer of an Affiliate;
- (d) the appointment of a Subsidiary director as a director or officer of an Affiliate;
- (e) requests of the Board to the reviewer appointed under section 29 of the Act;
- (f) amendment, replacement or repeal of Bylaws;
- (g) entering into an agreement to manage and operate an airport not previously managed and operated by Red Deer Regional Airport Authority;
- (h) participation with Affiliates; and
- (i) any material change to any Airport Master Plan.

PART III

DIRECTORS

3.01 AUTHORITY OF THE BOARD TO DELEGATE

- (a) The Board is responsible for the general management of the undertaking and affairs of Red Deer Regional Airport Authority and shall perform its overall stewardship responsibility as a governance board rather than a management board.
- (b) The Board shall have all power to manage the business affairs of Red Deer Regional Airport Authority except as limited or restricted by the Act, the Articles and the Bylaws.
- (c) Subject to any restrictions contained in the Act and Bylaws, the Board may appoint officers, whether from amongst the Directors or not, or any committees of Directors, and may delegate to the Officers or committees any of the Board's powers.

3.02 NUMBER OF DIRECTORS

The Board shall consist of the number of Directors as stipulated in the Articles.

3.03 NOTIFICATION OF DISQUALIFICATION FROM HOLDING OFFICE AS A DIRECTOR

The Secretary shall notify the Board and the Appointers of any Director's disqualification from holding office pursuant to the Act.

Upon a Director failing to attend three (3) consecutive Board meetings the Secretary shall notify the Board and the Appointer who appointed that Director, if any, of the Director's failure to attend the third Board meeting. Failure to provide this notice does not affect the consequence of the Director's disqualification.

3.04 TERMS AND ELECTION

Subject to the Act and Articles, except with respect to the filling of a vacancy, the term of office for a Director is four (4) years.

3.05 REMOVAL OF DIRECTORS

The Appointers having the right to appoint a Director or Directors have the right to revoke each appointment in accordance with the following procedure:

The Appointers shall serve the notice of revocation of appointment in writing accompanied by a certified copy of a resolution of the Appointer on the Director whose appointment is being revoked and shall concurrently serve a copy of the said notice and resolution on the registered office of Red Deer Regional Airport Authority. The revocation shall be effective upon the date specified in the notice of revocation.

3.06 SUSPENSION OF DIRECTORS

The Board may resolve to exclude or suspend any Director from all further involvement with Red Deer Regional Airport Authority including the right of the Director to receive any compensation or remuneration from Red Deer Regional Airport Authority. In case of a Director appointed by an Appointer, the Secretary shall advise the Appointer of the suspension, the reason for the suspension and recommend that the Appointer revoke the appointment of the Director in accordance with the procedure set out in section 3.05.

3.07 VACATION OF OFFICE

Except as hereafter provided, a Director ceases to hold office:

- (a) upon the death of that Director;
- (b) upon the removal of that Director from office pursuant to section 3.05;
- (c) when that Director ceases to have the qualifications for election as a Director; or
- (d) when the written resignation of that Director is received by Red Deer Regional Airport Authority, or, if a time is specified in the written resignation, at the time so specified, whichever is later.

3.08 VACANCIES

Any vacancy on the Board is to be filled by that Appointer, who at the time of the filling of that vacancy, has the right under the Articles to make the appointment that has been vacated.

3.09 BOARD ACTION DESPITE VACANCY

Where there is a vacancy on the Board, the remaining Directors shall constitute, and may exercise all the powers of the Board so long as a quorum remains in office.

3.10 MEETING BY TELEPHONE

Directors may participate in a meeting of the Board or of a committee of the Board, or such a meeting may be held, by means of telephone or other communication facilities which permit all persons participating in the meeting to hear each other and the Directors participating by those means are deemed to be present at the meeting.

3.11 PLACE OF MEETINGS

Meetings of the Board may be held at any place.

3.12 CALLING MEETINGS

- (a) Meetings of the Board shall be held at the times and the places as the Chairman, a Vice-Chairman (who is also a Director) or a majority of the Directors may specify.

- (b) Upon written request signed by at least 1/3 of the Directors, or upon receiving written notice of a resolution of the Governance Committee, the Chairman must ensure that a meeting of the Board is held within ten (10) days of the request.

3.13 NOTICE OF MEETING

Notice of the time and place of each meeting to the board shall be given in the manner provided in section 9.01 to each Director and, if a Special Resolution is being considered, to each Appointer, not less than (1) day before the day when the meeting is to be held except as otherwise required by the Act and the Articles. A notice of a meeting of Directors need not specify the purpose of, or the nature of the business to be transacted at the meeting except where the Act requires that purpose or nature of that business to be specified.

3.14 WAIVER OF NOTICE

- (a) A Director may in any manner waive notice of or otherwise consent to a meeting of the Board or of a committee of the Board, and attendance of a Director at a meeting of the Directors is a waiver of notice of the meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
- (b) A waiver of notice by the Director does not constitute a waiver of notice by the Appointer. A waiver of notice by the Appointer must be in writing.

3.15 REGULAR MEETINGS

The Board may appoint a day or days in any month or months for regular meetings of the Board at a place and hour to be fixed or later named. A copy of any resolution fixing the place and time of these regular meetings shall be sent to each Director after being passed and no other notice shall be required for any of these regular meetings except where the Act requires the purpose of or the business to be transacted at the meeting to be specified.

3.16 ADJOURNED MEETING

Notice of an adjourned meeting to the Board is not required if the time and place of the adjourned meeting is announced at the original meeting. The Secretary shall attempt, but not be obligated, to notify a Director, absent at an original meeting of the time and place of the adjourned meeting.

3.17 CHAIRMAN OF A BOARD MEETING

The chairman of any meeting of the Board shall be the Chairman, and in the absence of the Chairman, the Vice-Chairman, who is also a Director. If neither of these officers is present, the Directors present shall choose one (1) of their number to be the chairman of that meeting.

3.18 QUORUM

The quorum for the transaction of business at any meeting of the Board shall be a majority of the number of Directors as stipulated in the Articles.

3.19 MEETING AGENDA

The agenda for any meeting to the Board shall be set or approved by the person who is the chairman of that meeting pursuant to Section 3.17.

3.20 RULES OF PROCEDURE

The Board may establish by Resolution the rules of procedure to be followed at all meetings of Red Deer Regional Airport Authority including Board, Appointers' and public meetings.

3.21 CONFIDENTIALITY AND NON-DISCLOSURE

The Board may establish by Resolution certain policies, procedures and obligations with respect to the disclosure of Red Deer Regional Airport Authority information that must be followed by Directors.

3.22 RECORDS OF DIRECTORS' MEETING MINUTES

Records containing the minutes of all meetings and Resolutions of the Board and any committee of Directors shall be maintained. The minutes of any meeting to the Board or any committee of the Directors, if purported to be signed by the chairman of such meeting or by the chairman of the next successive meeting, shall be prima facie evidence of the business conducted at those meetings.

3.23 VOTES TO GOVERN

At all meetings of Red Deer Regional Airport Authority every question shall be decided by a majority of the votes cast on the question except as otherwise required by the Act, Articles or Bylaws. In case of an equality of votes, the person acting as chairman of the meeting shall not be entitled to a second vote, and the resolution shall fail. Votes shall be cast by an open ballot or show of hands unless a secret ballot is requested by a Director.

3.24 DISSENT

- (a) A Director who was present at a meeting of the Board or of a committee of Directors is deemed to have consented to any resolution passed or action taken at the meeting, unless:
 - (i) he requested that his abstention or dissent be, or his abstention or dissent is, entered in the minutes of the meeting;
 - (ii) he provided his written dissent to the secretary of the meeting before the meeting was adjourned;
 - (iii) he sent his dissent by registered mail or delivered it to the authority's registered office within 48 hours after the meeting was adjourned; or
 - (iv) he otherwise proves that he did not consent to the resolution or action.
- (b) A Director who voted in favour of a resolution is not entitled to dissent under subsection (a) above.
- (c) On receipt of a written dissent, the authority shall:
 - (i) have the date, time and place it was received certified on it; and
 - (ii) have it placed and kept with the minutes of the meeting at which the resolution was passed or on the action taken.

3.25 SIGNED RESOLUTION

A Resolution in writing, signed by all the directors entitled to vote on that Resolution at a meeting of the Board, is as valid as if it had been passed at a meeting of the Board. Red Deer Regional Airport Authority shall keep a copy of every such Resolution.

3.26 REMUNERATION AND EXPENSES

The Directors shall be remunerated for their services as the Board may specify. The Directors shall also be reimbursed for traveling and other expenses properly incurred by them in attending meetings of the Board, committees of the Board and committees of Red Deer Airport and other business of Red Deer Regional Airport Authority. Nothing contained in the Bylaws shall preclude any Director from serving Red Deer Regional Airport Authority in any other capacity and receiving remuneration for those services.

PART IV

BOARD COMMITTEES

4.01 COMMITTEES OF DIRECTORS

The Board may elect from amongst the Directors, committees of directors, however designated, and may delegate to the committees any of the powers of the Board except those which pertain to items which, under the Act, the Articles and the Bylaws, a committee of Directors has no authority to exercise. The Board shall annually review the terms of reference for each committee established by it and, except for those committees required by section 4.02, the Board may dissolve any committee at any time.

4.02 DESIGNATED COMMITTEES

Notwithstanding any other committees appointed pursuant to section 4.01, the Board shall appoint one (1) or more Directors to and empower the following committees:

- (a) a Governance Committee:
 - (i) that shall have and may exercise those specific powers in accordance with the terms of reference that are adopted from time to time by Resolution to ensure that effective governance policies and procedures are in place for the Board's overall stewardship responsibility of Red Deer Regional Airport Authority, and
 - (ii) The Chairman shall be appointed to the Governance Committee;
- (b) an Audit Committee:
 - (i) the Board shall establish and appoint an Audit Committee for Red Deer Regional Airport Authority consisting of not fewer than three (3) Directors, a majority of whom are not officers or employees of Red Deer Regional Airport Authority or of any of its Affiliates,
 - (ii) the quorum for an Audit Committee meeting is a majority of the number of Audit Committee members appointed, but an officer or employee of Red Deer Regional Airport Authority or an Affiliate does not form part of a quorum,

- (iii) the Audit Committee shall review the financial statements of Red Deer Regional Airport Authority, including any interim statements, before they are submitted to the Board for approval,
- (iv) the auditor is entitled to receive notice of every meeting of the Audit Committee and, at the expense of Red Deer Regional Airport Authority, to attend and be heard at each meeting, and, if so requested by a member of the Audit Committee, shall attend meetings of the Committee, and
- (v) the auditor or a member of the Audit Committee may call a meeting of the Audit Committee.

4.03 TRANSACTION OF BUSINESS

The powers of a committee of Directors may be exercised by a meeting at which a majority of the members of that committee is present or by resolution in writing signed by all members of that committee who would have been entitled to vote on that resolution at a meeting of that committee.

4.04 PROCEDURES

Unless otherwise determined by the Board, each committee shall have power to elect its chairman and to regulate its procedure. The respective chairman of each of the committees of the Board shall appoint a Secretary for each committee to carry out the responsibilities set out above as may be relevant to that committee.

4.50 RED DEER REGIONAL AIRPORT AUTHORITY ADVISORY COMMITTEE

The Board may appoint committees consisting of Directors and others, including members of management or the public at large, to advise the Board on matters of special interest or concern to the Board.

PART V

OFFICERS

5.01 REQUIRED OFFICERS

Red Deer Regional Airport Authority shall have the following officers appointed by Resolution for a term specified in the Resolution:

- (a) a Chairman;

- (b) one or more Vice-Chairmen;
- (c) a Secretary.

5.02 OTHER OFFICERS

The Board may appoint one or more other Vice-Chairmen or any other officers as the Board may consider advisable, including one or more assistants to any of the required officers or other officers so appointed for a term specified in the Resolution. Such Vice-Chairmen or other officers, if not Directors, shall be entitled to notice of meetings pursuant to clause 3.13 above.

5.03 REMOVAL OF OFFICERS BY RESOLUTION

Officers appointed under section 5.01 and 5.02 may be removed by Resolution.

5.04 DUTIES OF OFFICERS

Subject to the Act, the Articles and Bylaws, the Board shall specify the duties of and may delegate to the officers, powers to manage the business and affairs of Red Deer Regional Airport Authority.

5.05 QUALIFICATIONS

Only the Chairman and one of the Vice-Chairmen need be Directors.

5.06 SEVERAL OFFICES

A person may hold more than one office.

5.07 CHAIRMAN

The Chairman will have overall responsibility for executive management and leadership for Red Deer Regional Airport Authority, and will act as the sole formal link between management and the Board with responsibilities as specified from time to time by Resolution.

5.08 VICE-CHAIRMAN

While the Board appoints and thereafter may remove as officers any Vice-Chairmen so appointed, the Vice-Chairmen report to the Chairman, with such powers and duties as may be specified from time to time by the Chairman.

5.09 SECRETARY

The Secretary reports directly to the Chairman with responsibilities as specified from time to time by Resolution. Further, the Secretary shall attend and be the secretary of all meetings of the Board and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings. PROVIDED THAT, if the Secretary is unable to attend any meeting of the Board, the Chairman shall appoint a secretary for the purpose of such meeting. The Secretary shall give or cause to be given, as and when instructed, all notices to Directors, Officers, the auditor, the Appointers and members of committees of Directors. The Secretary shall be the custodian of the stamp or mechanical device generally used for affixing the corporate seal of the Authority and of all books, papers, recorded documents and instruments belonging to the Authority, except when another officer or agent has been appointed for that purpose. The Secretary shall have such other powers and duties as the Board or the Chairman may specify.

5.10 REMOVAL FROM OFFICE

The Board may remove any officer of Red Deer Regional Airport Authority without prejudice to the rights of that officer under any employment contract with Red Deer Airport. Until an officer is removed or resigns, that officer shall hold office until a successor to that officer is appointed.

5.11 AGENTS AND ATTORNEYS

The Board shall have the power to appoint agents and attorneys for Red Deer Regional Airport Authority in or outside Canada with powers of management or otherwise (including the powers to sub-delegate) as the Board may specify.

5.12 FIDELITY BONDS

The Board may require one or more officers, employees, agents and attorneys of Red Deer Regional Airport Authority to furnish one or more bonds for the faithful discharge of their powers and duties, in such form and with such surety company or companies as the Board may specify.

PART VI

DISCLOSURE AND RELATIONS WITH APPOINTERS AND THE PUBLIC

6.01 ANNUAL APPOINTERS' MEETING

- (a) Red Deer Regional Airport Authority shall within one hundred thirty-five (135) days after the end of each fiscal year of Red Deer Regional Airport Authority, convene a meeting between Red Deer Regional Airport Authority and its Appointers.
- (b) Notice of the said meeting shall be sent to each Appointer at least thirty (30) days prior to the meeting date.
- (c) Attendance at the meeting shall be, subject to the Act and the Articles, limited to the Appointer Representative, persons invited by the Board and the Appointers, and the Board. At least one-third (1/3) of the Directors shall be present at each meeting.
- (d) The agenda of each meeting shall be prepared by the Chairman and shall include matters raised by the Appointers, written notice of which must be received by Red Deer Regional Airport Authority at least fourteen (14) days prior to the meeting.
- (e) Materials for agenda items, if any, shall be provided by Red Deer Regional Airport Authority to each of the Appointers at least seven (7) days prior to the meeting date and shall always include for Red Deer Regional Airport Authority's previous fiscal year, copies of Red Deer Regional Airport Authority's annual financial statements, the auditor's report upon the financial statements, Red Deer Regional Airport Authority's annual report, and a statement of Red Deer Regional Airport Authority's operational goals for the current fiscal year, documents received by Red Deer Regional Airport Authority from any Appointer with respect to any matter on the agenda, together with any other information required by the Act.

6.02 ADDITIONAL APPOINTERS' MEETINGS

Unless amended by Resolution, Red Deer Regional Airport Authority shall:

- (a) if requested by an Appointer hold additional meetings of Appointers; and
- (b) if requested by an Appointer, meet with that Appointer's governing body.

6.03 APPOINTERS' SPECIAL INFORMATION

Unless amended by Resolution, Red Deer Regional Airport Authority shall provide the following special information:

- (a) a review of the annual business plan to a meeting of Appointers;
- (b) copies of the annual business plan to each Appointer;
- (c) summary minutes of each Board meeting to each Appointer;
- (d) the results of an annual performance review of the Board collectively to each Appointer; and
- (e) the results of an annual performance review of each Director to that Director's Appointer.

6.04 APPOINTER REPORTING

A Director appointed by an Appointer, may report to that Appointer, or that Appointer's representative, in general terms, information on the undertaking and affairs of Red Deer Regional Airport Authority that is not confidential to Red Deer Regional Airport Authority or any Affiliate.

6.05 APPOINTER RESIGNATION

An Appointer may resign its position as such by sending Red Deer Regional Airport Authority a certified copy of a resolution of its governing body to that effect, and the resignation shall become effective upon the effective date when the Articles are amended to remove that Appointer's name and address as Appointer.

6.06 MEETINGS WITH THE PUBLIC

- (a) Red Deer Regional Airport Authority shall hold a public meeting at least once in each year in premises in Red Deer Regional Airport Authority's region that are adequate for the size of audience that may reasonably be anticipated.
- (b) Red Deer Regional Airport Authority shall give at least thirty (30) days prior notice of each public meeting in the following form and manner:
 - (i) in prominent display advertisements in at least two (2) consecutive issues of one or more daily newspapers whose circulation coverage or combined

coverage generally encompasses all the places where the principal offices of the Appointers are located, and

- (ii) in form of a notice kept posted at a prominent location at the airport for which Red Deer Regional Airport Authority is responsible during the whole of the thirty (30) days prior to the meeting.
- (c) Everyone is entitled to attend the public meeting and Red Deer Regional Airport Authority shall afford reasonable opportunity for the asking of questions and the expression of views.
- (d) Red Deer Regional Airport Authority shall ensure that at least one-third (1/3) of its Directors are present at each public meeting.
- (e) Red Deer Regional Airport Authority shall present to the first public meeting in each year, copies of its annual financial statements, together with the auditor's report on them, and its annual report, for the previous fiscal year and a statement of its operational goals for the current fiscal year.

6.07 PERFORMANCE REVIEW

- (a) At least once in every period prescribed by the Act or upon the request of a majority of the Appointers, Red Deer Regional Airport Authority shall have a review of Red Deer Regional Airport Authority's management, operation and financial performance conducted by a person who is independent, within the meaning prescribed in the Regulations, of Red Deer Regional Airport Authority.
- (b) The person making the review shall prepare a written report containing his findings on the review.
- (c) The report must include an assessment of the extent to which and how well Red Deer Airport fulfilled its purposes during the period covered by the review and any other prescribed information about Red Deer Airport including:
 - (i) the terms of reference of the review, including its scope, extent and nature,
 - (ii) the extent to which Red Deer Airport is operating,
 - (A) a safe and efficient service to the public, and
 - (B) an efficiently run undertaking in accordance with its business plans,

- (iii) in relation to Red Deer Regional Airport Authority and its Subsidiaries, the extent to which their financial and management control and information systems and management practices were maintained in a manner that provided reasonable assurance that,
 - (A) the assets of each such corporation were safeguarded and controlled, and
 - (B) the financial, human and physical resources of each such corporation were managed economically and efficiently and its operations carried out effectively,
 - (iv) any concerns or qualifications that the reviewer has with respect to any matter described in clause (ii) or (iii),
- and must include any further information that is required by a Special Resolution.
- (d) Red Deer Regional Airport Authority shall forthwith provide free of charge, a copy of the report to each of the Appointers.
 - (e) Upon completion of the performance review, Red Deer Regional Airport Authority shall convene a meeting of the Appointers with the person who conducted such review to discuss the review and determine the course of action to be taken to resolve any problems disclosed therein.

6.08 FINANCIAL STATEMENTS

- (a) Red Deer Regional Airport Authority shall prepare and distribute the financial statements for each fiscal year together with the auditor's report for Red Deer Regional Airport Authority and each of its Subsidiaries in the manner prescribed by the Act, the Articles and the Bylaws.
- (b) Red Deer Regional Airport Authority shall not issue, publish or circulate copies of the annual financial statements unless those financial statements:
 - (i) have previously been approved by the Board and the Board's approval is evidenced by the signatures of two (2) or more Directors on the statements, and
 - (ii) are accompanied by the auditor's report on them.

6.09 ANNUAL REPORT

Red Deer Regional Airport Authority shall, subject to the Act, the Articles and the Bylaws, provide to the Registrar and each of the Appointers, at the time that the annual audited financial statements are provided to them, an annual report, for which the annual financial statements may form part, that includes a general summary of its undertaking and affairs during the previous fiscal year.

6.10 CONFLICT OF INTEREST POLICIES

The Directors shall establish policies designed to prevent real or perceived conflicts between on the one hand, the interests of Red Deer Regional Airport Authority and its Affiliates and, on the other hand, of:

- (a) the Directors, officers and employees of Red Deer Regional Airport Authority and its Subsidiaries;
- (b) directors of Affiliates other than Subsidiaries, who are elected or appointed as such by Red Deer Regional Airport Authority or by any of its Subsidiaries;
- (c) persons holding shares issued by an Affiliate that are beneficially owned by Red Deer Regional Airport Authority;
- (d) trustees or other persons representing Red Deer Regional Airport Authority in relation to a trust or estate in which Red Deer Regional Airport Authority has a substantial interest; and
- (e) persons representing Red Deer Regional Airport Authority of its subsidiary in relation to a partnership or joint venture into which it has entered.

PART VII

PROTECTION OF APPOINTERS, DIRECTORS, OFFICERS AND OTHERS

7.01 INDEMNIFICATION OF APPOINTERS

Red Deer Regional Airport Authority shall indemnify an Appointer against costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment reasonably incurred by it with respect to any civil, criminal or administrative action or proceeding to which it is made a party by reason of anything done or omitted to be done by the Appointer, in good faith, in the administration or discharge of any powers or duties that are intended or

authorized to be executed or performed by the Appointer pursuant to the Act, the Regulations, Articles, or these Bylaws.

7.02 INSURANCE FOR THE BENEFIT OF APPOINTERS

Red Deer Regional Airport Authority may purchase and maintain insurance for the benefit of an Appointer for all or any portion of the liability which may be incurred by an Appointer as set out in section 7.01.

7.03 INDEMNIFICATION OF DIRECTORS AND OTHERS

- (a) Red Deer Regional Airport Authority shall indemnify a person who:
 - (i) is a present or former Director or officer of Red Deer Regional Airport Authority, or
 - (ii) acts or acted at Red Deer Regional Airport Authority's request as a Director or officer of a corporation (in this section referred to as the "other corporation") of which Red Deer Regional Airport Authority is or was a shareholder or creditor against costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment, reasonably incurred by him with respect to a civil, criminal or administrative action or proceeding to which he is made a party by reason of his being or having been such a Director or officer, but only in accordance with this section 7.03;
- (b) Notwithstanding anything in section 7.03(a), Red Deer Airport may indemnify the person under subsection (a) only if:
 - (i) he acted honestly and in good faith,
 - (ii) he acted with a view to the best interests,
 - (A) if he is a person referred to in subsection (a)(i) above, or of Red Deer Regional Airport Authority, or
 - (B) if he is a person referred to in subsection (a)(ii) above,
 - (1) of the other corporation, and
 - (2) subject to his prior obligations to the other corporation, of Red Deer Regional Airport Authority,

and

- (iii) in the case of a criminal or administrative action or proceeding, he had reasonable grounds for believing that the conduct was lawful.

7.04 INSURANCE FOR THE BENEFIT OF DIRECTORS AND OFFICERS

Red Deer Regional Airport Authority may purchase and maintain insurance for the benefit of any person referred to in section 7.03 against those liabilities and in the amounts as the Board may specify and as are permitted by the Act.

PART VIII

OFFICE OF AUDITOR

8.01 APPOINTMENT

The Board shall appoint and ensure that at all times Red Deer Regional Airport Authority has an auditor.

8.02 REMUNERATION

The remuneration of an auditor may be fixed by resolution of the Board.

8.03 FILLING OF VACANCIES

- (a) The Board shall forthwith fill a vacancy in the office of auditor.
- (b) An auditor appointed to fill a vacancy holds office for the unexpired term of his predecessor.

8.04 REMOVAL OF AUDITOR

- (a) The Board may remove the auditor from office by Resolution.
- (b) Red Deer Regional Airport Authority shall after each change in auditor, send a written notice of the new appointment to each of the Appointers.

PART IX

NOTICES

9.01 METHOD OF GIVING NOTICES

Any notice (which term includes any communication or document) to be given (which term includes “sent”, “delivered” or “served”) pursuant to the Act, the Regulations, the Bylaws or otherwise to any Director, officer, Appointer, auditor or member of a committee of the Board shall be sufficiently served or sent:

- (a) if delivered personally to that person;
- (b) if delivered to the Records Address of that person;
- (c) if mailed by prepaid ordinary mail to the Records Address of that person; or
- (d) if transmitted prepaid to the Records Address of that person by any means of electronic recorded transmission.

9.02 DEEMED RECEIPT OF NOTICE

A notice given in any of the ways provided in section 9.01 shall be deemed to have been received by the person to whom it is to be given:

- (a) on the day of actual delivery if delivered personally to that person;
- (b) on the day following the day of actual delivery, if delivered to the Records Address of that person;
- (c) three (3) days following the day when the notice was deposited in a post office or public letter box; or
- (d) on the day of actual transmission, if delivered by any means of electronic recorded transmission.

9.03 CHANGE OF RECORDS ADDRESS

The Secretary shall change the Records Address of any Director, officer, Appointer, auditor or member of a committee of the Board in accordance with any notice provided by such Director, officer, Appointer, auditor or member effective the date the notice was received.

9.04 SIGNATURES TO NOTICES

The signature on any notice contemplated by section 9.01 may be written, stamped, typewritten or printed or partly written, stamped typewritten or printed.

9.05 COMPUTATION OF TIME

In computing the date when notice must be given under any provisions requiring a specified number of days' notice of any meeting or other event, the deemed date of receipt of the notice shall be excluded and the date of the meeting or other event shall be included.

9.06 OMISSIONS AND ERRORS

The accidental omission to give any notice to any Director, officer, Appointer, auditor or member of a committee of the Board, or the non-receipt of any notice by any of these persons or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting held pursuant to that notice or otherwise founded on it.

9.07 WAIVER OF NOTICE

Any person entitled to attend a meeting may at any time waive any notice or waive or abridge the time for any notice, required to be given under the Act, the Articles, the Bylaws or otherwise and that waiver of abridgement, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in the giving or in the time of that notice, as the case may be. Any waiver or abridgement shall be in writing except a waiver of notice of a meeting which may be given in any manner.

PART X

AMENDMENT OF BYLAWS

10.01 AMENDMENT OF BYLAWS

Subject to the Articles, the Board may amend or repeal the Bylaws by Special Resolution.

PART XI

EFFECTIVE DATE

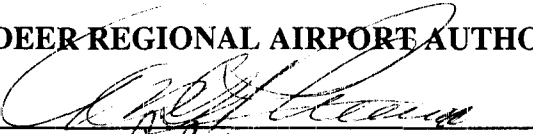
11.01 EFFECTIVE DATE

This Bylaw #1 shall come into force on the date specified by the Board.

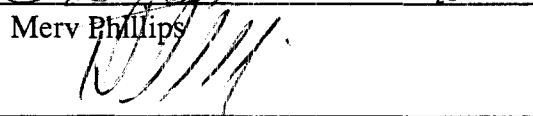
Certified as enacted by the Board in accordance with the Act as of the 27 day of November, 1996.

RED DEER REGIONAL AIRPORT AUTHORITY

PER:


Merv Phillips

PER:


Don Oszli

f:\users\Debra\translat\corpdocs\25835by.law

SISSON WARREN SINCLAIR

BARRISTERS, SOLICITORS, NOTARIES PUBLIC

TELECOPY TRANSMITTAL

Robert H. Scammell Q.C.
Counsel

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*Barry M. Wilson
Donald J. Sinclair

*Kirk L. Sisson Q.C.

*Christopher R. Warren

Gordon G. Yake

*Larry K. Phillippe

†*John D. Holmes

G. Gay Light

Donna C. Purcell

Rhonda M. Elder

**Jordan S. Potiuk

OUR FILE: 25,835/KS

DATE: November 27, 1996

TO: Kelly at the City of Red Deer
Tom ChapmanFAX NO. TRANSMITTED TO: 346-6195
340-1280

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†Practice Restricted to Personal
Injury and Estate Litigation

*Denotes Professional Corporation

**Denotes Student at Law

REMARKS / INSTRUCTIONS:

Re: Red Deer Airport Authority

Attached please find copy of Edmonton By-laws.

Yours truly,

SISSON WARREN SINCLAIR



Kirk Sisson, Q.C.

KS/dd

First Red Deer Place
600, 4911 - 51 Street
Red Deer, Alberta, Canada T4N 6V4
Telephone (403) 343-3320
Fax (403) 343-6069
(Delburne: 749-3650)

BYLAW NUMBER 2

**A BYLAW RELATING GENERALLY TO THE
TRANSACTION OF THE BUSINESS AND AFFAIRS
OF EDMONTON REGIONAL AIRPORTS AUTHORITY**

Effective: August 24, 1995

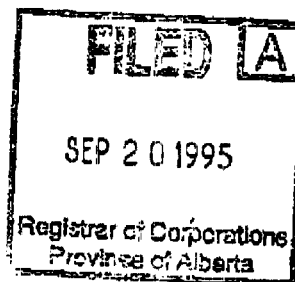


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BE IT ENACTED as a bylaw of Edmonton Regional Airports Authority as follows:

PART I

DEFINITIONS AND INTERPRETATION

1.01 DEFINITIONS

In the Bylaws of Edmonton Regional Airports Authority, unless the context otherwise requires:

- (a) "Act" means the Regional Airports Authorities Act and includes the Regulations;
- (b) "Affiliate" means, in relation to Edmonton Airports,
 - (i) a Subsidiary,
 - (ii) an Associate, or
 - (iii) a person who has entered into a partnership or joint venture with Edmonton Airports or with any of its Subsidiaries;
- (c) "Airport Master Plan" means a plan as amended from time to time for each airport managed and operated by Edmonton Airports and adopted by the Board; which plan shall be consistent with the annual operational goals published by Edmonton Airports, shall contain a statement of the role of the airport and shall be used as a general guide for planning the development and use of the airport;
- (d) "Appoint" includes "elect" and vice versa;
- (e) "Appointer" means the body or bodies corporate from time to time named as the appointer or appointers for Edmonton Airports in its Articles;
- (f) "Appointer Representative" means those persons appointed by the Appointers to represent and act on behalf of the Appointer on Edmonton Airports matters except for the appointment and removal of Directors;
- (g) "Articles" means Edmonton Airports' articles of incorporation, including all amendments made to them, and includes, prior to Edmonton Airports' creation, the petition made to the Lieutenant Governor in Council under section 4 of the Act;
- (h) "Associate" means, in relation to a person,
 - (i) a corporation of which that person beneficially owns or controls, directly or indirectly,
 - (A) shares or securities currently convertible into shares carrying more than 10% of the voting rights under all circumstances or under any circumstances that have occurred and are continuing, or

- (B) *a currently exercisable option or right to purchase those shares or those convertible securities,*
- (ii) *a partner of that person acting on behalf of the partnership of which they are partners,*
- (iii) *a trust or estate in which that person has a substantial interest or in respect of which he serves as a trustee or in a similar capacity,*
- (iv) *a spouse of that person, or*
- (v) *a relative of that person or of his spouse if that relative has the same residence as that person;*
- (i) *"Audit Committee" means that committee established and appointed by the Board pursuant to section 4.02(b) of this Bylaw and section 32 of the Regulations;*
- (j) *"Board" means Edmonton Airports' board of directors;*
- (k) *"Bylaws" means all bylaws of Edmonton Airports, including this bylaw from time to time in force and effect;*
- (l) *"Chairman" means that officer of Edmonton Airports appointed by Resolution under section 5.01(a);*
- (m) *"Directors" means directors of Edmonton Airports;*
- (n) *"Edmonton Airports" means the authority named "EDMONTON REGIONAL AIRPORTS AUTHORITY" brought into existence by an order issued by the Lieutenant Governor under the Act;*
- (o) *"Governance Committee" means that committee established and appointed by the Board pursuant to section 4.02(a);*
- (p) *"Policies" means the policies required by the Regulations together with any other policies established by Resolution;*
- (q) *"President" means that officer of Edmonton Airports appointed by Resolution under section 5.01(c);*
- (r) *"Records Address" means in the case of an Appointer, the address of that Appointer as recorded in the register of Appointers maintained by Edmonton Airports and, in the case of a Director, officer, auditor, member of a committee of the Board, Appointer Representative, or member of an advisory body, the last address as recorded in the records of Edmonton Airports;*
- (s) *"Registrar" means the Registrar of Corporations appointed under the Business Corporations Act;*

- (t) *"Regulations" means the Regional Airports Authorities Regulation;*
- (u) *"Resolution" means a resolution passed by the Board;*
- (v) *"Secretary" means that officer of Edmonton Airports appointed by Resolution under section 5.01(e);*
- (w) *"Signing Officer" means, in relation to any instrument, or class of instruments, any officer of Edmonton Airports authorized to sign that instrument or class of instruments on behalf of Edmonton Airports by section 2.05 or by a Resolution passed pursuant to that section;*
- (x) *"Special Resolution" means a resolution of Edmonton Airports:*
 - (i) *passed at a Board meeting by a majority of at least 3/4 of the Directors present at that meeting, or*
 - (ii) *signed by all of the Directors,**notice of which must be given in accordance with the Act;*
- (y) *"Subsidiary" means the meaning assigned to it by the Business Corporations Act;*
- (z) *"Vice Chairman" means that officer of Edmonton Airports appointed by Resolution under section 5.01(b);*
- (aa) *"Vice-President" means that officer of Edmonton Airports appointed by Resolution under section 5.01(d).*

1.02 INTERPRETATION

Except where stated in section 1.01 or where the context does not permit:

- (a) *words and expressions defined in the Act, Regulations and Articles have the same meaning when used in this Bylaw;*
- (b) *words importing the singular number include the plural and vice versa;*
- (c) *words importing gender include the masculine, feminine and neuter genders; and*
- (d) *words importing a person include a body corporate.*

1.03 LEGISLATION REFERENCES

Except where specifically limited or where specifically provided to the contrary in the Bylaws, the reference to any legislation shall be deemed to include all amendments thereto and regulations thereunder and all statutes, including all amendments thereto and regulations thereunder, that may be substituted for that legislation.

1.04 INTERNAL REFERENCES

Except where otherwise stated, all references to "this Bylaw" mean only this Bylaw Number 2 and all references to section and Part numbers refer to the sections and Parts in this Bylaw.

1.05 HEADINGS

The headings to any Part or to any section or subsection of the Bylaws are inserted for convenience of reference only and do not define, enlarge or limit the terms and provisions of the Bylaws.

1.06 CONTINUOUS EFFECT

The Bylaws and Articles shall be construed as always speaking and shall be interpreted and applied to circumstances as they arise.

1.07 SUPREMACY OF AUTHORITIES

Whether or not expressly stated in the Bylaws, at all times the Bylaws are subject to the Act, the Regulations, and the Articles, in that order, and the Act, Regulations and Articles should always be consulted when relying on the Bylaws.

PART II**BUSINESS OF EDMONTON AIRPORTS****2.01 REGISTERED OFFICE**

Edmonton Airports shall have a head office in Alberta and its head office is its registered office.

2.02 CORPORATE SEAL

The corporate seal of Edmonton Airports shall be in the form impressed in the margin opposite this section 2.02.

2.03 AUTHORITY RECORDS

Edmonton Airports shall prepare and maintain at its registered office records containing:

- (a) the Articles and the Bylaws, including all amendments;*
- (b) minutes and resolutions of the Board, committees of the Board, Edmonton Airports advisory committees, Appointer and public meetings;*
- (c) copies of all notices provided to the Registrar;*
- (d) its annual financial statements, together with the auditor's reports on them;*

- (e) *other information respecting its financial position and the results of its operations that is required by its Bylaws;*
- (f) *a securities register complying with the requirements at the Act;*
- (g) *a register of disclosures made pursuant to the Act; and*
- (h) *any other records prescribed by the Act.*

2.04 FINANCIAL YEAR

The fiscal year of Edmonton Airports shall end on December 31 in each year.

2.05 AUTHORITY TO EXECUTE INSTRUMENTS

The Board shall specify the manner in which, and the officer or officers by whom, any particular instrument or class of instruments may or shall be signed. Any Signing Officer may affix the corporate seal to any instrument where affixing that seal is necessary or desirable.

2.06 MECHANICAL SIGNATURES

The signature of any Signing Officer of Edmonton Airports so authorized to sign may be engraved, lithographed or otherwise mechanically reproduced upon any negotiable instrument, bond, debenture, warrant or certificate of Edmonton Airports and, any negotiable instrument, bond, debenture, warrant or certificate of Edmonton Airports so signed shall be deemed to have been manually signed by the Signing Officer whose signature is so engraved, lithographed or otherwise mechanically reproduced, and shall be as valid for all intents and purposes as if it had been manually signed.

2.07 BANKING ARRANGEMENTS

The banking business of Edmonton Airports shall be transacted with the banks, trust companies and other persons and in the manner as may be specified by the Board. All banking business shall be transacted under the agreements, instructions, delegations and limitations of authority as the Board may prescribe or authorize.

2.08 BORROWINGS, DEBT OBLIGATIONS AND SECURITIES

Subject to the limitations imposed by the Act and the Articles, the Board may authorize Edmonton Airports to:

- (a) *borrow money on its credit;*
- (b) *issue, reissue, sell or pledge its debt obligations, within the meaning of the Business Corporations Act; and*
- (c) *create a security interest within the meaning of that Act in its property, whether owned or subsequently acquired.*

2.09 AFFILIATES

Edmonton Airports may participate with Affiliates provided that such participation is authorized by Special Resolution.

2.10 SPECIAL RESOLUTION MATTERS

The following matters require a Special Resolution:

- (a) amendment of Articles;*
- (b) sale, lease or exchange of all or substantially all of the assets of Edmonton Airports;*
- (c) the appointment of a Director as a director or officer of an Affiliate;*
- (d) the appointment of a Subsidiary director as a director or officer of an Affiliate;*
- (e) requests of the Board to the reviewer appointed under section 29 of the Act;*
- (f) amendment, replacement or repeal of Bylaws;*
- (g) entering into an agreement to manage and operate an airport not previously managed and operated by Edmonton Airports;*
- (h) participation with Affiliates; and*
- (i) any material change to any Airport Master Plan.*

PART III**DIRECTORS****3.01 AUTHORITY OF THE BOARD TO DELEGATE**

- (a) The Board is responsible for the general management of the undertaking and affairs of Edmonton Airports and shall perform its overall stewardship responsibility as a governance board rather than a management board.*
- (b) The Board shall have all power to manage the business affairs of Edmonton Airports except as limited or restricted by the Act, the Articles and the Bylaws.*
- (c) Subject to any restrictions contained in the Act and Bylaws, the Board may appoint officers, whether from amongst the Directors or not, or any committees of Directors, and may delegate to the officers or committees any of the Board's powers.*

3.02 NUMBER OF DIRECTORS

The Board shall consist of the number of Directors as stipulated in the Articles.

3.03 NOTIFICATION OF DISQUALIFICATION FROM HOLDING OFFICE AS A DIRECTOR

The Secretary shall notify the Board and the Appointers of any Director's disqualification from holding office pursuant to the Act.

Upon a Director failing to attend three (3) consecutive Board meetings, the Secretary shall notify the Board and the Appointer who appointed that Director, if any, of the Director's failure to attend the third Board meeting. Failure to provide this notice does not affect the consequence of the Director's disqualification.

3.04 TERMS AND ELECTION

Subject to the Act and Articles, except with respect to the filling of a vacancy, the term of office for a Director is four (4) years.

3.05 REMOVAL OF DIRECTORS

The Appointers having the right to appoint a Director or Directors have the right to revoke each appointment in accordance with the following procedure:

The Appointers shall serve the notice of revocation of appointment in writing accompanied by a certified copy of a resolution of the Appointer on the Director whose appointment is being revoked and shall concurrently serve a copy of the said notice and resolution on the registered office of Edmonton Airports. The revocation shall be effective upon the date specified in the notice of revocation.

In the case of a Director appointed by Resolution, the Board shall have the right to revoke the appointment by Special Resolution in accordance with the following procedure:

The Board shall serve the notice of revocation of appointment in writing accompanied by a certified copy of the Special Resolution on the Director whose appointment is being revoked. The revocation shall be effective upon the date specified in the notice of revocation.

3.06 SUSPENSION OF DIRECTORS

The Board may resolve to exclude or suspend any Director from all further involvement with Edmonton Airports including the right of the Director to receive any compensation or remuneration from Edmonton Airports. In case of a Director appointed by an Appointer, the Secretary shall advise the Appointer of the suspension, the reason for the suspension and recommend that the Appointer revoke the appointment of the Director in accordance with the procedure set out in section 3.05.

3.07 VACATION OF OFFICE

Except as hereafter provided, a Director ceases to hold office:

- (a) upon the death of that Director;*
- (b) upon the removal of that Director from office pursuant to section 3.05;*
- (c) when that Director ceases to have the qualifications for election as a Director; or*
- (d) when the written resignation of that Director is received by Edmonton Airports, or, if a time is specified in the written resignation, at the time so specified, whichever is later.*

3.08 VACANCIES

Any vacancy on the Board is to be filled by those Appointers or by Resolution of the current Directors, as the case may be, who at the time of the filling of that vacancy have the right under the Articles to make the appointment that has been vacated.

3.09 BOARD ACTION DESPITE VACANCY

Where there is a vacancy on the Board, the remaining Directors shall constitute, and may exercise all the powers of the Board so long as a quorum remains in office.

3.10 MEETING BY TELEPHONE

Directors may participate in a meeting of the Board or of a committee of the Board, or such a meeting may be held, by means of telephone or other communication facilities which permit all persons participating in the meeting to hear each other, and, the Directors participating by those means are deemed to be present at the meeting.

3.11 PLACE OF MEETINGS

Meetings of the Board shall ordinarily be held within the boundaries of the City of Edmonton, the City of Leduc, County of Leduc, County of Parkland, County of Strathcona #20, Municipal District of Sturgeon, or Alberta. Meetings shall not be held outside of Alberta unless approved by Resolution.

3.12 CALLING MEETINGS

- (a) Meetings of the Board shall be held at the times and the places as the Chairman or the Vice Chairman, the President or a majority of the Directors may specify.*
- (b) Upon written request signed by at least 1/4 of the Directors, or upon receiving written notice of a resolution of the Governance Committee, the Chairman must ensure that a meeting of the Board is held within ten (10) days of the request.*

3.13 NOTICE OF MEETING

Notice of the time and place of each meeting of the Board shall be given in the manner provided in section 9.01 to each Director and, if a Special Resolution is being considered, to each Appointer, not less than one (1) day before the day when the meeting is to be held except as otherwise required by the Act and the Articles. A notice of a meeting of Directors need not specify the purpose of, or the nature of the business to be transacted at the meeting except where the Act requires that purpose or nature of that business to be specified.

3.14 WAIVER OF NOTICE

- (a) *A Director may in any manner waive notice of or otherwise consent to a meeting of the Board or of a committee of the Board, and attendance of a Director at a meeting of Directors is a waiver of notice of the meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.*
- (b) *A waiver of notice by the Director does not constitute a waiver of notice by the Appointer. A waiver of notice by the Appointer must be in writing.*

3.15 REGULAR MEETINGS

The Board may appoint a day or days in any month or months for regular meetings of the Board at a place and hour to be fixed or later named. A copy of any Resolution fixing the place and time of these regular meetings shall be sent to each Director after being passed, and no other notice shall be required for any of these regular meetings except where the Act requires the purpose of or the business to be transacted at the meeting to be specified.

3.16 ADJOURNED MEETING

Notice of an adjourned meeting of the Board is not required if the time and place of the adjourned meeting is announced at the original meeting. The Secretary shall attempt, but not be obligated, to notify a Director, absent at an original meeting, of the time and place of the adjourned meeting.

3.17 CHAIRMAN OF A BOARD MEETING

The chairman of any meeting of the Board shall be the Chairman, and in the absence of the Chairman, the Vice Chairman. If neither of these officers is present, the Directors present shall choose one (1) of their number to be the chairman of that meeting.

3.18 QUORUM

The quorum for the transaction of business at any meeting of the Board shall be a majority of the number of Directors stipulated in the Articles.

3.19 MEETING AGENDA

The agenda for any meeting of the Board shall be set or approved by the person who is the chairman of that meeting pursuant to section 3.17.

3.20 RULES OF PROCEDURE

The Board may establish by Resolution the rules of procedure to be followed at all meetings of Edmonton Airports including Board, Appointers' and public meetings.

3.21 CONFIDENTIALITY AND NON-DISCLOSURE

The Board may establish by Resolution certain policies, procedures and obligations with respect to the disclosure of Edmonton Airports information that must be followed by Directors.

3.22 RECORDS OF DIRECTORS MEETING MINUTES

Records containing the minutes of all meetings and Resolutions of the Board and any committee of Directors shall be maintained. The minutes of any meeting of the Board or any committee of the Directors, if purported to be signed by the chairman of such meeting or by the chairman of the next successive meeting, shall be prima facie evidence of the business conducted at those meetings.

3.23 VOTES TO GOVERN

At all meetings of Edmonton Airports every question shall be decided by a majority of the votes cast on the question except as otherwise required by the Act, Articles or Bylaws. In case of an equality of votes, the person acting as chairman of the meeting shall not be entitled to a second or casting vote, whereupon the resolution shall fail. Votes shall be cast by an open ballot or show of hands unless a secret ballot is requested by a Director.

3.24 SIGNED RESOLUTION

A Resolution in writing, signed by all the Directors entitled to vote on that Resolution at a meeting of the Board, is as valid as if it had been passed at a meeting of the Board. Edmonton Airports shall keep a copy of every such Resolution.

3.25 REMUNERATION AND EXPENSES

The Directors shall be remunerated for their services as the Board may specify. The Directors shall also be reimbursed for travelling and other expenses properly incurred by them in attending meetings of the Board, committees of the Board and committees of Edmonton Airports and other business of Edmonton Airports. Nothing contained in the Bylaws shall preclude any Director from serving Edmonton Airports in any other capacity and receiving remuneration for those services.

11

PART IV

BOARD COMMITTEES

4.01 COMMITTEES OF DIRECTORS

The Board may elect from amongst the Directors, committees of Directors, however designated and may delegate to the committees any of the powers of the Board except those which pertain to items which, under the Act, the Articles and the Bylaws, a committee of Directors has no authority to exercise. The Board shall annually review the terms of reference for each committee established by it and, except for those committees required by section 4.02, the Board may dissolve any committee at any time.

4.02 DESIGNATED COMMITTEES

Notwithstanding any other committees appointed pursuant to section 4.01, the Board shall appoint one (1) or more Directors to and empower the following committees:

(a) *a Governance Committee:*

- (i) that shall have and may exercise those specific powers in accordance with the terms of reference that are adopted from time to time by Resolution to ensure that effective governance policies and procedures are in place for the Board's overall stewardship responsibility for Edmonton Airports, and*
- (ii) the Chairman shall be appointed to the Governance Committee;*

(b) *an Audit Committee:*

- (i) the Board shall establish and appoint an Audit Committee for Edmonton Airports consisting of not fewer than three (3) Directors, a majority of whom are not officers or employees of Edmonton Airports or of any of its Affiliates,*
- (ii) the quorum for an Audit Committee meeting is a majority of the number of Audit Committee members appointed, but an officer or employee of Edmonton Airports or an Affiliate does not form part of a quorum,*
- (iii) the Audit Committee shall review the financial statements of Edmonton Airports, including any interim ones, before they are submitted to the Board for approval,*
- (iv) the auditor is entitled to receive notice of every meeting of the Audit Committee and, at the expense of Edmonton Airports, to attend and be heard at each meeting, and, if so requested by a member of the Audit Committee, shall attend meetings of the Committee, and*
- (v) the auditor or a member of the Audit Committee may call a meeting of the Audit Committee.*

4.03 TRANSACTION OF BUSINESS

The powers of a committee of Directors may be exercised by a meeting at which a majority of the members of that committee is present or by resolution in writing signed by all members of that committee who would have been entitled to vote on that resolution at a meeting of that committee.

4.04 PROCEDURES

Unless otherwise determined by the Board, each committee shall have power to elect its chairman and to regulate its procedure.

4.05 EDMONTON AIRPORTS ADVISORY COMMITTEES

The Board may appoint committees consisting of Directors and others, including members of management or the public at large, to advise the Board on matters of special interest or concern to the Board.

PART V

OFFICERS

5.01 REQUIRED OFFICERS

Edmonton Airports shall have the following officers appointed by Resolution for a term specified in the Resolution:

- (a) a Chairman;*
- (b) a Vice Chairman;*
- (c) a President, who shall also be the chief executive officer and chief operating officer of Edmonton Airports but may not be a Director;*
- (d) at least one Vice-President who may not be a Director; and*
- (e) a Secretary who may not be a Director.*

5.02 OTHER OFFICERS

The Board may appoint one or more other Vice-Presidents or any other officers as the Board may consider advisable, including one or more assistants to any of the required officers or other officers so appointed for a term specified in the Resolution.

5.03 REMOVAL OF OFFICERS BY RESOLUTION

Officers appointed under sections 5.01 and 5.02 may be removed by Resolution.

5.04 DUTIES OF OFFICERS

Subject to the Act, the Articles and Bylaws, the Board shall specify the duties of and may delegate to the officers, powers to manage the business and affairs of Edmonton Airports.

5.05 QUALIFICATIONS

Only the Chairman and Vice Chairman must be Directors.

5.06 SEVERAL OFFICES

A person may hold more than one office.

5.07 CHAIRMAN

The Chairman will have overall responsibility for Board effectiveness and leadership, and will act as the prime formal link between Edmonton Airports and the public with responsibilities as specified from time to time by Resolution.

5.08 VICE CHAIRMAN

The Vice Chairman shall perform the duties of the Chairman in the absence of the Chairman.

5.09 PRESIDENT

The President will have overall responsibility for executive management and leadership for Edmonton Airports, and will act as the sole formal link between management and the Board with responsibilities as specified from time to time by Resolution.

5.10 VICE-PRESIDENTS

While the Board appoints and thereafter may remove as officers, any Vice-Presidents so appointed; the Vice-Presidents report to the President, with such powers and duties as may be specified from time to time by the President.

5.11 SECRETARY

The Secretary reports directly to the President with responsibilities as specified from time to time by Resolution.

5.12 ASSISTANTS

Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by that assistant, unless the Board otherwise directs.

5.13 REMOVAL FROM OFFICE

The Board may remove any officer of Edmonton Airports without prejudice to the rights of that officer under any employment contract with Edmonton Airports. Until an officer is removed or resigns, that officer shall hold office until a successor to that officer is appointed.

5.14 CONFLICT OF INTEREST AND NON-DISCLOSURE

Officers shall comply with the same conflict of interest and non-disclosure provisions as Directors.

5.15 AGENTS AND ATTORNEYS

The Board shall have power to appoint agents and attorneys for Edmonton Airports in or outside Canada with powers of management or otherwise (including the powers to sub-delegate) as the Board may specify.

5.16 FIDELITY BONDS

The Board may require one or more officers, employees, agents and attorneys of Edmonton Airports to furnish one or more bonds for the faithful discharge of their powers and duties, in such form and with such surety company or companies as the Board may specify.

PART VI**DISCLOSURE AND RELATIONS WITH APPOINTERS AND THE PUBLIC****6.01 ANNUAL APPOINTERS MEETING**

- (a) *Edmonton Airports shall within one hundred thirty-five (135) days after the end of each fiscal year of Edmonton Airports, convene a meeting between Edmonton Airports and its Appointers.*
- (b) *Notice of the said meeting shall be sent to each Appointer at least thirty (30) days prior to the meeting date.*
- (c) *Attendance at the meeting shall be, subject to the Act and the Articles, limited to the Appointer Representative, persons invited by the Board and the Appointers, and the Board. At least one-third (1/3) of the Directors shall be present at each meeting.*
- (d) *The agenda of each meeting shall be prepared by the Chairman and shall include matters raised by the Appointers, written notice of which must be received by Edmonton Airports at least fourteen (14) days prior to the meeting.*
- (e) *Materials for agenda items, if any, shall be provided by Edmonton Airports to each of the Appointers at least seven (7) days prior to the meeting date, and shall always include for Edmonton Airports' previous fiscal year, copies of Edmonton Airports' annual financial statements, the auditor's report upon the financial statements, Edmonton Airports' annual report, and a statement of Edmonton Airports' operational goals for the current fiscal year.*

documents received by Edmonton Airports from any Appointer with respect to any matter on the agenda, together with any other information required by the Act.

6.02 ADDITIONAL APPOINTERS' MEETINGS

Unless amended by Resolution, Edmonton Airports shall:

- (a) annually, hold three (3) additional meetings with Appointers;*
- (b) if requested by an Appointer hold additional meetings of Appointers; and*
- (c) if requested by an Appointer, meet with that Appointer's governing body.*

6.03 APPOINTERS' SPECIAL INFORMATION

Unless amended by Resolution, Edmonton Airports shall provide the following special information:

- (a) a review of the annual business plan to a meeting of Appointers;*
- (b) copies of the annual business plan to each Appointer;*
- (c) summary minutes of each Board meeting to each Appointer;*
- (d) the results of an annual performance review of the Board collectively to each Appointer; and*
- (e) the results of an annual performance review of each Director to that Director's Appointer.*

6.04 APPOINTER REPORTING

A Director appointed by an Appointer, may report to that Appointer, or that Appointer's Appointer Representative, in general terms, information on the undertaking and affairs of Edmonton Airports that is not confidential to Edmonton Airports or any Affiliate.

6.05 APPOINTER RESIGNATION

An Appointer may resign its position as such by sending Edmonton Airports a certified copy of a resolution of its governing body to that effect, and the resignation shall become effective upon the effective date when the Articles are amended to remove that Appointer's name and address as Appointer.

6.06 MEETINGS WITH THE PUBLIC

- (a) Edmonton Airports shall hold a public meeting at least twice in each year in premises in Edmonton Airports' region that are adequate for the size of audience that may reasonably be anticipated.*
- (b) Edmonton Airports shall give at least thirty (30) days prior notice of each public meeting in the following form and manner:*

- (i) *in prominent display advertisements in at least two (2) consecutive issues of one or more daily newspapers whose circulation coverage or combined coverage generally encompasses all the places where the principal offices of the Appointers are located, and*
- (ii) *in form of a notice kept posted at a prominent location at each airport for which Edmonton Airports is responsible during the whole of the thirty (30) days prior to the meeting.*
- (c) *Everyone is entitled to attend the public meeting and Edmonton Airports shall afford reasonable opportunity for the asking of questions and the expression of views.*
- (d) *Edmonton Airports shall ensure that at least one-third (1/3) of its Directors are present at each public meeting.*
- (e) *Edmonton Airports shall present to the first public meeting in each year, copies of its annual financial statements, together with the auditor's report on them, and its annual report, for the previous fiscal year and a statement of its operational goals for the current fiscal year.*

6.07 PERFORMANCE REVIEW

- (a) *At least once in every period prescribed by the Act or upon the request of a majority of the Appointers, Edmonton Airports shall have a review of Edmonton Airports' management, operation and financial performance conducted by a person who is independent, within the meaning prescribed in the Regulations, of Edmonton Airports.*
- (b) *The person making the review shall prepare a written report containing his findings on the review.*
- (c) *The report must include an assessment of the extent to which and how well Edmonton Airports fulfilled its purposes during the period covered by the review and any other prescribed information about Edmonton Airports including:*
 - (i) *the terms of reference of the review, including its scope, extent and nature,*
 - (ii) *the extent to which Edmonton Airports is operating,*
 - (A) *a safe and efficient service to the public, and*
 - (B) *an efficiently run undertaking in accordance with its business plans, > see 10/8*
 - (iii) *in relation to Edmonton Airports and its Subsidiaries, the extent to which their financial and management control and information systems and management practices were maintained in a manner that provided reasonable assurance that,*
 - (A) *the assets of each such corporation were safeguarded and controlled, and*

(B) *the financial, human and physical resources of each such corporation were managed economically and efficiently and its operations carried out effectively,*

(iv) *any concerns or qualifications that the reviewer has with respect to any matter described in clause (ii) or (iii),*

and must include any further information that is required by a Special Resolution.

(d) *Edmonton Airports shall forthwith provide free of charge, a copy of the report to each of the Appointers and to anyone who, in writing, requests a copy of the report.*

(e) *Upon completion of the performance review, Edmonton Airports shall convene a meeting of the Appointers with the person who conducted such review to discuss the review and determine the course of action to be taken to resolve any problems disclosed therein.*

6.08 FINANCIAL STATEMENTS

(a) *Edmonton Airports shall prepare and distribute the financial statements for each fiscal year together with the auditor's report for Edmonton Airports and each of its Subsidiaries in the manner prescribed by the Act, the Articles and the Bylaws.*

(b) *Edmonton Airports shall not issue, publish or circulate copies of the annual financial statements unless those financial statements:*

(i) *have previously been approved by the Board and the Board's approval is evidenced by the signatures of two (2) or more Directors on the statements, and*

(ii) *are accompanied by the auditor's report on them.*

6.09 ANNUAL REPORT

Edmonton Airports shall, subject to the Act, the Articles and the Bylaws, provide to the Registrar and each of the Appointers, at the time that the annual audited financial statements are provided to them, an annual report, of which the annual financial statements may form part, that includes a general summary of its undertaking and affairs during the previous fiscal year.

6.10 CONFLICT OF INTEREST POLICIES

The Directors shall establish Policies designed to prevent real or perceived conflicts between on the one hand, the interests of Edmonton Airports and its Affiliates, and on the other hand of:

(a) *the Directors, officers and employees of Edmonton Airports and its Subsidiaries;*

(b) *directors of Affiliates other than Subsidiaries, who are elected or appointed as such by Edmonton Airports or by any of its Subsidiaries;*

- (c) *persons holding shares issued by an Affiliate that are beneficially owned by Edmonton Airports;*
- (d) *trustees or other persons representing Edmonton Airports in relation to a trust or estate in which Edmonton Airports has a substantial interest; and*
- (e) *persons representing Edmonton Airports or its Subsidiary in relation to a partnership or joint venture into which it has entered.*

PART VII

PROTECTION OF APPOINTERS, DIRECTORS, OFFICERS AND OTHERS

7.01 INDEMNIFICATION OF APPOINTERS

Edmonton Airports shall indemnify an Appointer against costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment reasonably incurred by it with respect to any civil, criminal or administrative action or proceeding to which it is made a party by reason of anything done or omitted to be done by the Appointer, in good faith, in the administration or discharge of any powers or duties that are intended or authorized to be executed or performed by the Appointer pursuant to the Act, the Regulations, Articles, or these Bylaws.

7.02 INSURANCE FOR THE BENEFIT OF APPOINTERS

Edmonton Airports may purchase and maintain insurance for the benefit of an Appointer for all or any portion of the liability which may be incurred by an Appointer as set out in section 7.01.

7.03 INDEMNIFICATION OF DIRECTORS AND OTHERS

- (a) *Edmonton Airports shall indemnify a person who:*
 - (i) *is a present or former Director or officer of Edmonton Airports, or*
 - (ii) *acts or acted at Edmonton Airports' request as a Director or officer of a corporation (in this section referred to as the "other corporation") of which Edmonton Airports is or was a shareholder or creditor against costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment, reasonably incurred by him with respect to a civil, criminal or administrative action or proceeding to which he is made a party by reason of his being or having been such a Director or officer, but only in accordance with this section 7.03;*
- (b) *Notwithstanding anything in section 7.03(a), Edmonton Airports may indemnify the person under subsection (a) only if:*
 - (i) *he acted honestly and in good faith,*
 - (ii) *he acted with a view to the best interests,*

(A) if he is a person referred to in subsection (a)(i) above, or of Edmonton Airports, or

(B) if he is a person referred to in subsection (a)(ii) above,

(1) of the other corporation, and

(2) subject to his prior obligations to the other corporation, of Edmonton Airports,

and

(iii) in the case of a criminal or administrative action or proceeding, he had reasonable grounds for believing that the conduct was lawful.

7.04 INSURANCE FOR THE BENEFIT OF DIRECTORS AND OTHERS

Edmonton Airports may purchase and maintain insurance for the benefit of any person referred to in section 7.03 against those liabilities and in the amounts as the Board may specify and as are permitted by the Act.

PART VIII

OFFICE OF AUDITOR

8.01 APPOINTMENT

The Board shall appoint and ensure that at all times Edmonton Airports has an auditor.

8.02 REMUNERATION

The remuneration of an auditor may be fixed by resolution of the Board.

8.03 FILING OF VACANCIES

(a) The Board shall forthwith fill a vacancy in the office of auditor.

(b) An auditor appointed to fill a vacancy holds office for the unexpired term of his predecessor.

8.04 REMOVAL OF AUDITOR

(a) The Board may by Resolution remove from office the auditor.

(b) Edmonton Airports shall after each change in auditor, send a written notice of the new appointment to each of the Appointers.

PART IX

NOTICES**9.01 METHOD OF GIVING NOTICES**

Any notice (which term includes any communication or document) to be given (which term includes "sent", "delivered" or "served") pursuant to the Act, the Regulations, the Bylaws or otherwise to any Director, officer, Appointer, auditor or member of a committee of the Board shall be sufficiently served or sent:

- (a) if delivered personally to that person;*
- (b) if delivered to the Records Address of that person;*
- (c) if mailed by prepaid ordinary mail to the Records Address of that person; or*
- (d) if transmitted prepaid to the Records Address of that person by any means of electronic recorded transmission.*

9.02 DEEMED RECEIPT OF NOTICE

A notice given in any of the ways provided in section 9.01 shall be deemed to have been received by the person to whom it is to be given:

- (a) on the day of actual delivery if delivered personally to that person;*
- (b) on the day following the day of actual delivery, if delivered to the Records Address of that person;*
- (c) three (3) days following the day when the notice was deposited in a post office or public letter box; or*
- (d) on the day of actual transmission, if delivered by any means of electronic recorded transmission.*

9.03 CHANGE OF RECORDS ADDRESS

The Secretary may change the Records Address of any Director, officer, Appointer, auditor or member of a committee of the Board in accordance with any information believed by the Secretary to be reliable.

9.04 SIGNATURES TO NOTICES

The signature on any notice contemplated by section 9.01 may be written, stamped, typewritten or printed or partly written, stamped typewritten or printed.

9.05 COMPUTATION OF TIME

In computing the date when notice must be given under any provisions requiring a specified number of days' notice of any meeting or other event, the deemed date of receipt of the notice shall be excluded and the date of the meeting or other event shall be included.

9.06 OMISSIONS AND ERRORS

The accidental omission to give any notice to any Director, officer, Appointer, auditor or member of a committee of the Board, or the non-receipt of any notice by any of these persons or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting held pursuant to that notice or otherwise founded on it.

9.07 WAIVER OF NOTICE

Any person entitled to attend a meeting may at any time waive any notice or waive or abridge the time for any notice, required to be given under the Act, the Articles, the Bylaws or otherwise and that waiver of abridgement, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in the giving or in the time of that notice, as the case may be. Any waiver or abridgement shall be in writing except a waiver of notice of a meeting which may be given in any manner.

PART X**AMENDMENT OF BYLAWS****10.01 AMENDMENT OF BYLAWS**

Subject to the Articles, the Board may by Special Resolution amend or repeal the Bylaws.

PART XI**REPEAL OF BYLAW 1****11.01 REPEAL OF BYLAW**

Bylaw Number 1 is repealed, and after this Bylaw comes into effect, Bylaws will be numbered consecutively starting with number 2.

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PART XII

EFFECTIVE DATE

12.01 EFFECTIVE DATE

This Bylaw shall come into force on the date specified by the Board and shall be numbered 2.

Certified as enacted by the Board in accordance with the Act as of the 24th day of August, 1995.

EDMONTON REGIONAL AIRPORTS AUTHORITY

PER: _____

PER: _____

P:\HOMECAM\AIRPORTS\BMS0795
September 19, 1995

COUNCIL MEETING OF DECEMBER 2, 1996

ATTACHMENT TO REPORT ON OPEN AGENDA

RE:

**RED DEER AIRPORT AUTHORITY
SUBMITTED TO ADMINISTRATIVE STAFF
ONLY**



PROVINCE OF ALBERTA

REGIONAL AIRPORTS AUTHORITIES ACT

REGIONAL AIRPORTS AUTHORITIES REGULATION

Alberta Regulation 149/90

EXTRACT FROM THE
ALBERTA GAZETTE

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Regional Airports Authorities Act

REGIONAL AIRPORTS AUTHORITIES REGULATION

Filed: June 14, 1990

Made by the Lieutenant Governor in Council (O.C. 316/90) pursuant to section 40 of the Regional Airports Authorities Act.

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Schedules

Interpretation

1 In this Regulation and, where applicable, for the purposes of the Act,

(a) "Act" means the *Regional Airports Authorities Act*;

(b) "affiliate" means, in relation to an authority,

(i) a subsidiary of the authority,

(ii) an associate of the authority described in clause (d)(i) or (iii), or

(iii) a person who has entered into a partnership or joint venture with the authority or with any of its subsidiaries;

(c) "appointers" does not include a corporation that has ceased to be an appointer by virtue of section 4;

(d) "associate" means, in relation to a person,

(i) a corporation of which that person beneficially owns or controls, directly or indirectly,

(A) shares or securities currently convertible into shares carrying more than 10% of the voting rights under all circumstances or under any circumstances that have occurred and are continuing, or

(B) a currently exercisable option or right to purchase those shares or those convertible securities,

(ii) a partner of that person acting on behalf of the partnership of which they are partners,

(iii) a trust or estate in which that person has a substantial interest or in respect of which he serves as a trustee or in a similar capacity,

(iv) a spouse of that person, or

(v) a relative of that person or of his spouse if that relative has the same residence as that person;

(e) "auditor" means the external auditor of an authority and includes any individual who is responsible for conducting an external audit of the authority's financial statements on behalf of its external auditor;

(f) "beneficially own" includes own through a trustee, legal representative, agent or other intermediary;

(g) "Court" means the Court of Queen's Bench;

(h) "debt obligation" means a bond, debenture, note or other evidence of indebtedness or guarantee, whether secured or unsecured, and includes a certificate evidencing a debt obligation;

(i) "person" includes a partnership or other firm of unincorporated persons;

(j) "reviewer" means a person making a review under section 29 of the Act;

(k) "security holder", in relation to an authority, means a holder of any debt obligations issued by an authority;

(l) "security interest" means an interest in or charge on property of an authority to secure payment of a debt or performance of any other obligation of the authority;

(m) "send" includes deliver.

PART 1

ORGANIZATION AND STRUCTURE OF AUTHORITIES

Name of authority

2 The name of an authority must end with the phrase "Airport Authority" or "Airports Authority" and must not include the word "Limited", "Limitee", "Incorporated", "Incorporee" or "Corporation" or any abbreviation of any such word.

Use of name

3 An authority shall ensure that its name is set out in legible characters on all its contracts, invoices, negotiable instruments, orders for services and its seal, if any, on all publications and signs advertising its services and on all notices and advertisements required by the Act or this Regulation.

Cessation of appointer's functions

4(1) Notwithstanding anything in this Regulation or in an authority's articles, a body corporate named in the articles as an appointer ceases to be an appointer only in accordance with this section.

(2) A body corporate ceases to be an appointer if it is dissolved or wound up or its existence is otherwise terminated.

(3) An appointer may resign its position as such by sending the authority a certified copy of a resolution of its governing body to that effect, and where an appointer does so, the directors shall, as soon as reasonably practicable, amend the authority's articles to reflect the resignation.

(4) Notwithstanding subsection (3), the resignation becomes effective and the body corporate ceases to be an appointer on the effective date when the authority's articles are amended to remove the body corporate's name and address as appointer.

(5) Where the resignation, as a result of the application of section 8(5) and but for this subsection, would cause the number of directors to fall below 8, then, unless at the same time all that appointer's functions in relation to appointing directors are assumed by a new or another appointer, the authority may not amend its articles so as to make the resignation effective before one year after the certified copy of the resolution referred to in subsection (3) is received by the authority.

Additional petition requirements

5(1) With reference to section 4(3)(k) of the Act, the petition must

(a) specify the name and the postal address of each of the incorporators,

(b) either specify the names and addresses of, or establish a means of identifying or a procedure for selecting, the bodies to whom, subject to section 109, the authority's assets are to be distributed on its dissolution, winding-up or termination and after the discharge of its liabilities,

(c) specify any restrictions on the number of securities or any particular form of securities that the authority is permitted to issue, and

(d) specify any restrictions on the right to transfer any of the securities issued by the authority.

(2) The bodies referred to in subsection (1)(b) must be public bodies or bodies exempt from the payment of income tax.

(3) Subsection (1)(c) does not require the petition to specify the prohibition against the issue of shares contained in section 36(2) of the Act.

Amendment of articles pursuant to Court order

6(1) A special resolution is not required where an authority amends its articles in compliance with an order of the Court or the Court amends them, and section 11(2) and (3) of the Act do not apply with respect to the amendment.

(2) The authority shall send a certified copy of the Court order and of the amendment to the Registrar and to each of the appointers.

Restatement of articles

7(1) An authority

(a) may, at any time, and

(b) shall, when so directed by the Registrar and within the period specified in the direction,

restate articles that have previously been amended by providing the restated articles to the Registrar.

(2) Restated articles may not contain any amendments to the articles other than amendments that have previously been filed.

(3) On the Registrar's filing restated articles that comply with this section, the restated articles supersede the original articles and all amendments to them.

PART 2

DIRECTORS, MEMBERS AND OFFICERS

Directors

Appointments

8(1) Subject to this section, the articles of an authority must provide for each appointment to its board to be made by its appointers or by one or more of its appointers.

(2) The articles may make provision so that either 1 or 2 of the directors sitting on the board at any given time are appointed by those directors who hold office at the time of the appointment.

(3) Subject to subsection (4), the articles must provide for a vacancy on the board to be filled by those appointers or by the current directors, as the case may be, who at the time of the filling of the vacancy have the right under the articles to make the appointment that has been vacated.

(4) The articles may provide for the filling by the board of a vacancy in an appointment that is to be filled by appointers under subsection (3), but such an appointment by the board under this subsection is effective only until the subsequent appointment by those appointers takes effect and in any case only for the duration of the replaced director's term of office.

(5) Where a body corporate ceases to be an appointer, an appointment made by it to a directorship,

(a) if the power to make that appointment immediately before the cessation lay solely in that body corporate and was not shared with another appointer, automatically terminates unless the other directors pass a resolution continuing the director's appointment, and

(b) if that power was so shared, continues as if the body corporate were still an appointer.

(6) Where an appointment is continued by a resolution referred to in subsection (5)(a), the appointment remains effective only until its term expires or until a new appointment is made in accordance with the articles, as amended to reflect the replacement of the appointer, or until one year after the resolution, whichever is earliest.

(7) Notwithstanding subsection (5), where a body corporate ceases to be an appointer on account of its dissolution, winding-up or other termination of its existence and that termination, as a result of the application of subsection (5) and but for this subsection, would cause the number of directors to fall below 8, the directors appointed by it continue in office until one year after that event occurs or until other directors are appointed and that shortfall no longer exists; whichever is earlier.

(8) The one-year extension under subsection (7) applies notwithstanding that the term of a director's office might otherwise expire during that period.

Term of office

9(1) The term of 4 years referred to in section 13(2) of the Act may be reduced

(a) where a director ceases to hold office or has his appointment revoked as mentioned in section 10,

(b) in respect of the initial round of appointments to the board at the authority's formation, or

(c) in respect of the initial appointment to a newly created additional office as director.

(2) In serving a term of less than 4 years in circumstances referred to in subsection (1)(b) or (c), a person is not considered to have served a term of office for the purpose of determining under section 14(2) of the Act whether he served the initial 2 consecutive terms of office.

Cessation of office and revocation

10(1) Subject to section 8, a director ceases to hold office as such when his term of office expires or if he previously resigns or does not meet the qualifications under section 11 or if his appointment is terminated by virtue of section 8 or is revoked.

(2) A director wishing to resign must send a written resignation to the authority and, where applicable, to the appointers that appointed him and the resignation becomes effective when received by the authority or at the time specified as the effective date in the resignation, whichever is later.

(3) The articles must provide that the appointers currently having the right to appoint a director or, in the case of a director appointed by directors, the board, has the right to revoke the appointment in

accordance with the procedures set out in the articles and that no other person has that right.

Qualifications for directors

11(1) Notwithstanding anything in this Regulation except subsection (2), a person is not qualified to be or to continue to be a director

- (a) unless he is an individual of adult age;
- (b) if he has the status of a bankrupt;
- (c) if he is a member of Parliament, of the Senate, of any Legislative Assembly or of the council of a municipality;
- (d) if he is a person employed, whether under a contract of service or a contract for services,
 - (i) in the public service of any national, provincial, state, regional or local government, or
 - (ii) by a Provincial agency within the meaning of the *Financial Administration Act* and to which that Act applies, or by any corporation, board, commission, council or other body occupying a similar position in relation to another jurisdiction to what such a Provincial agency does in relation to Alberta;
- (e) if, within the immediately preceding 5 years, he has been convicted of
 - (i) an indictable offence that is of a kind that is related to the qualifications, functions or duties of a corporate director, or
 - (ii) an offence against the Act,

and either the time for making an appeal has expired without the appeal's having been made or the appeal has been finally disposed of by the courts or abandoned;

- (f) if he is a dependent adult as defined in the *Dependent Adults Act* or is the subject of a certificate of incapacity under that Act;
- (g) if he is a formal patient as defined in the *Mental Health Act*;
- (h) if he has been found to be a person of unsound mind by a court elsewhere than in Alberta;
- (i) if he contravenes section 21 or his associate engages in any activity that, if performed by that person himself, would be a contravention of section 21(1), (2) or (3);
- (j) if, being a director of an authority, he has failed to attend the type or number of board or committee meetings, or a combination thereof, specified in the articles;
- (k) if his membership on the board results or would result in a contravention of section 14(4) of the Act.

(2) If 2 or more persons would, but for this subsection, be disqualified by virtue of subsection (1)(k), the person or persons who are actually disqualified shall be ascertained according to the inverse chronological order of the effective dates of their appointments.

Meetings

12(1) Notwithstanding any other law, an authority's by-laws may provide that

- (a) a director may participate in a meeting of directors or of a committee of directors, or
- (b) such a meeting may be held,

by means of telephone or other communication facilities that permit all persons participating in the meeting to hear each other, and, for the purposes of the Act, the directors participating by those means are deemed to be present at the meeting.

(2) The text of a special resolution may be amended at a board meeting if the amendment corrects a manifest error or is not material.

Liabilities

General liability provisions

13(1) Sections 13 to 18 do not operate so as to limit the duties and liabilities that a director or officer of an authority may have under any other law.

(2) No provision in a contract or the articles or by-laws or a resolution of an authority relieves a director or officer from the duty to act in accordance with the Act and this Regulation or relieves him from liability for a breach of that duty.

(3) Section 16(d) of the *Interpretation Act* does not apply to members of an authority, but, without limiting any liability that they may have at law in their capacity as directors, individual members of an authority in their capacity as such members are exempt from personal liability for the debts, obligations and acts of the authority.

Duty of care of directors and officers

14(1) A director or officer of an authority, in exercising his powers and performing his duties, shall

- (a) act honestly, in good faith and with a view to the best interests of the authority,
- (b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances, and
- (c) comply with the articles and by-laws of the authority.

(2) In considering whether a particular transaction or course of action is in the best interests of the authority, a director or officer shall have due regard to the purposes of an authority.

(3) A director or officer is not liable under subsection (1) if he relies in good faith on

(a) financial statements of the authority represented by any of its officers qualified to make such a representation or in a written report of its auditor as reflecting fairly the financial condition of the authority or the results of its operations in accordance with generally accepted accounting principles, or

(b) the opinion or report of a lawyer, accountant, engineer, appraiser or other person whose profession lends credibility to a statement made by him.

(4) Nothing in subsection (1) or (2) prevents a director appointed by an appointer or by 2 or more appointers jointly from reporting to that appointer or those appointers in general terms information on the undertaking and affairs of the authority that is not confidential to the authority or any affiliate.

Liability of directors

15(1) Where the directors of an authority pass a resolution authorizing

(a) the provision of any remuneration, allowances or expenses to directors in contravention of the by-laws,

(b) the payment of an indemnity described in section 18 in contravention of that section,

(c) any payment that contravenes section 20 of this Regulation or section 37 of the Act, or

(d) any other illegal act with respect to the payment of compensation to a director or officer,

the directors who voted for or consented to the resolution are jointly and severally liable to restore to the authority any amount so paid and the value of any property so provided and not otherwise recovered by the authority.

(2) A director who has satisfied a judgment rendered under this section is entitled to contribution from all other directors who by virtue of subsection (1) are also liable.

(3) On an application by the authority, by a director who is liable under subsection (1) or by any person who was a creditor of the authority at the time of the payment or other act, the Court may make an order, if it considers it equitable to do so,

(a) to compel a recipient to restore to the authority any money or other property that was improperly paid or provided to him in connection with any of the circumstances specified in subsection (1)(a) to (d), or

(b) to make such other provision as it considers fit.

(4) A director is not liable under this section if

(a) he proves that he did not know and could not reasonably have known that the facts underlying the act authorized by the resolution were such as to occasion a contravention of the relevant law or by-law, as the case may be, or

(b) he relies in good faith on financial statements or an opinion, report or representation referred to in section 14(3).

(5) An action to enforce any liability imposed by this section may not be commenced after 2 years from the date of the resolution authorizing the action complained of.

Disclosure by directors and officers in relation to contracts

16(1) This section applies to a director or an officer of an authority

(a) who is, or whose associate is, a party to a material contract or proposed material contract with the authority or its affiliate, or

(b) who is a director or an officer of or has a material interest in any person who is a party to a material contract or proposed material contract with the authority or its affiliate.

(2) A director or officer described in subsection (1) shall, forthwith after becoming aware of the facts that bring him within the application of subsection (1), both disclose in writing to the authority and to each of the appointers in detail and request to have entered in the minutes of a board meeting,

(a) the nature of the transaction or proposed transaction,

(b) the nature and extent of his or his associate's interest in it and in the contract, and

(c) where applicable, his relationship with the associate.

(3) The director or officer shall not vote on any resolution to approve the contract or proposed contract or be present while any such vote is being conducted unless the resolution relates to remuneration, indemnities, insurance or other benefits or allowances or expenses to be provided generally to all or a substantial proportion of the authority's directors or officers.

(4) Where the director or officer complied with subsection (2) and has not contravened subsection (3) and the contract or proposed contract was approved by the board and was reasonable and fair to the authority at the time it was so approved,

(a) the contract is neither void nor voidable by reason only of the circumstances bringing that director or officer within the application of subsection (1) or by reason only that he was present at or was counted to determine the presence of a quorum at any meeting that authorized the contract, and

(b) if a profit accrues to him as a result of the making of the contract, he is not liable to account to the authority for that profit by reason only of the circumstances bringing him within the application of subsection (1).

(5) Notwithstanding subsection (2), for the purposes of this section, a general notice by the director or officer is a sufficient disclosure of interest in relation to a contract made between the authority or its affiliate and a person in which the director or officer has a material interest or of which he is a director or officer if

(a) the notice declares that he is a director or officer of or has a material interest in the person and is to be regarded as interested in any contract made or to be made by the authority or its affiliate with that person, and states the general nature of the transactions likely to be covered by the notice and the nature and extent of his interest,

(b) at the time disclosure would otherwise be required by subsection (2), the extent of his interest in that person is not greater than that stated in the notice, and

(c) the notice is given within the 6-month period immediately preceding the time at which disclosure would otherwise be required by subsection (2).

(6) If a person required to comply with this section fails to do so, the Court may, on the application of the authority or a director, set aside the contract on any terms it thinks fit.

(7) Nothing in this section entitles any person to enter into any transaction into which he is not otherwise legally entitled to enter.

(8) The authority shall maintain a register of disclosures made under this section.

Dissent

17(1) A director who was present at a meeting of the board or of a committee of directors is deemed to have consented to any resolution passed or action taken at the meeting, unless

(a) he requested that his abstention or dissent be, or his abstention or dissent is, entered in the minutes of the meeting,

(b) he provided his written dissent to the secretary of the meeting before the meeting was adjourned,

(c) he sent his dissent by registered mail or delivered it to the authority's registered office immediately after the meeting was adjourned, or

(d) he otherwise proves that he did not consent to the resolution or action.

(2) A director who voted for a resolution is not entitled to dissent under subsection (1).

(3) On receipt of a written dissent, the authority shall

(a) have the date, time and place it was received certified on it, and

(b) have it placed and kept with the minutes of the meeting at which the resolution was passed or the action taken.

Indemnification

18(1) An authority may indemnify a person who

(a) is a present or former director or officer of the authority, or

(b) acts or acted at the authority's request as a director or officer of a corporation (in this section referred to as the "other corporation") of which the authority is or was a shareholder or creditor

against costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment, reasonably incurred by him with respect to a civil, criminal or administrative action or proceeding to which he is made a party by reason of his being or having been such a director or officer, but only in accordance with this section.

(2) Notwithstanding anything in this section, the authority may indemnify the person under subsection (1) only if

(a) he acted honestly and in good faith,

(b) he acted with a view to the best interests,

(i) if he is a person referred to in subsection (1)(a), of the authority, or

(ii) if he is a person referred to in subsection (1)(b),

(A) of the other corporation, and

(B) subject to his prior obligations to the other corporation, of the authority,

and

(c) in the case of a criminal or administrative action or proceeding, he had reasonable grounds for believing that the conduct was lawful.

(3) An authority may not indemnify under subsection (1) a person referred to in that subsection in respect of an action to which he is made a party brought by or on behalf of the authority or the other corporation to procure a judgment in its favour except with the approval of the Court.

(4) Notwithstanding anything in this section except subsection (2), a person is entitled to indemnity from the authority in respect of all costs, charges and expenses reasonably incurred by him with respect to the defence of any civil, criminal or administrative action or proceeding to which he is made a party by reason of his being or having been a director or officer referred to in subsection (1) if he was substantially successful on the merits in his defence of the action or proceeding and he is fairly and reasonably entitled to indemnity.

(5) An authority may purchase and maintain insurance for the benefit of any person acting in a capacity referred to in subsection (1) against any liability incurred by him in that capacity, but not if the insurance would cover liability relating to his failure to comply with subsection (2)(a) or (b).

(6) An authority or a person referred to in subsection (1) may apply to the Court for an order approving an indemnity under this section and the Court may so order and make any further order it thinks fit.

(7) On an application under subsection (6), the Court may order notice to be given to any interested person and that person is entitled to appear and be heard in person or by counsel.

PART 3

FURTHER CONFLICT OF INTEREST PROVISIONS

Requirement for policies

19(1) An authority shall have policies established or approved by its board designed to prevent real or perceived conflicts between the interests on the one hand of the authority and its affiliates and on the other hand of

(a) the directors, officers and employees of the authority and its subsidiaries,

(b) directors of affiliates other than subsidiaries, who are elected or appointed as such by the authority or by any of its subsidiaries,

(c) persons holding shares issued by an affiliate that are beneficially owned by the authority,

(d) trustees or other persons representing the authority in relation to a trust or estate in which the authority has a substantial interest, and

(e) persons representing the authority or its subsidiary in relation to a partnership or joint venture into which it has entered.

(2) The authority shall send to the Registrar and to each of the appointers a copy of the policies and of each amendment to them, forthwith after the policies or amendment is established or approved by the board.

(3) The authority shall make a copy of the policies, with all amendments to date, available for inspection by persons attending a meeting held under section 26 or 27 of the Act.

Financial assistance

20(1) An authority shall not, directly or indirectly, give financial assistance by means of a loan, guarantee or otherwise to

(a) a director of the authority,

(b) an individual who is a director or shareholder of its affiliate, or

(c) the associate of any person referred to in clause (a) or (b).

(2) Subsection (1) does not prohibit financial assistance to any person

(a) who is an employee of the authority or of any of its subsidiaries if the assistance is given in that capacity and is for the purpose of

(i) enabling or assisting that employee to purchase or erect living accommodation for his own occupation, or

(ii) assisting in the employee's education or training,

or

(b) on account of expenditures incurred or to be incurred by that person on behalf of the authority.

Directors and affiliates

21(1) A director of an authority or of its subsidiary shall not acquire or hold any shares issued by an affiliate of the authority.

(2) A director of an authority shall not act as a director of an affiliate unless he has been elected or appointed to the board of directors of the affiliate pursuant to a special resolution of the authority.

(3) A director of an authority shall not act as an officer of an affiliate unless so authorized by a special resolution of the authority.

(4) A director of a subsidiary of an authority shall not act as a director or officer of any other affiliate of the authority unless so authorized by a special resolution of the authority.

(5) A person does not contravene subsection (1) if he acquires the shares by transmission or otherwise by operation of law and holds them for a period not exceeding 6 months.

Advantage based on confidential information

22 A director or an officer of an authority or of its subsidiary shall not enter or induce an associate of his to enter into a transaction in

which use would be made of information that is confidential to the authority or to any affiliate in order directly or indirectly to obtain a benefit or advantage for himself, an associate or any other person.

Insider trading

23(1) In this section, "insider" means, with respect to an authority,

- (a) a director or an officer of the authority or of any corporation that is an insider of the authority,
- (b) a person employed by the authority or retained by it on a professional or consulting basis,
- (c) an affiliate of the authority,
- (d) a person who receives specific confidential information from a person described in this subsection or in subsection (2) and who knows that the person giving the information is a person described in this subsection or in subsection (2), or
- (e) a person who receives specific confidential information from the person first mentioned in clause (d) and who knows that that person received that information in the manner described in that clause.

(2) For the purposes of this section, if

- (a) a corporation becomes an insider of an authority, or
- (b) an authority becomes an insider of a corporation under Part 10 of the *Business Corporations Act* or acquires all or substantially all of its property,

a director or an officer of the corporation is deemed to have been an insider of the authority for the previous 6 months or for any shorter period during which he was a director or an officer of the corporation.

(3) An insider who, in connection with a transaction in a security issued by an authority or by any of its affiliates, makes use of any specific confidential information for his own benefit or advantage or that of any associate of his that, if generally known, might reasonably be expected to affect materially the value of the security

(a) is liable to compensate any person for any direct loss suffered by that person as a result of the transaction, unless the information was known or in the exercise of reasonable diligence should have been known to that person at the time of the transaction, and

(b) is accountable to the authority for any direct benefit or advantage received or receivable by the insider as a result of the transaction.

(4) An action to enforce a right created by subsection (3) may be commenced only within 2 years after the date of completion of the transaction that gave rise to the cause of action.

PART 4

RECORDS

Preparation and maintenance of additional records

24 The following records are prescribed for the purposes of section 25 of the Act:

- (a) a securities register complying with section 43;
- (b) the register of disclosures maintained under section 16(8).

Examination and provision of records

25 The records prescribed for the purposes of section 34(1)(e) of the Act are the registers referred to in section 24.

Form of records

26(1) All registers and other records required by the Act or this Regulation to be prepared and maintained may be in a bound or loose-leaf form or in a photographic film form, or may be entered or recorded by any system of mechanical or electronic data processing or any other information storage device that is capable of reproducing any required information in legible written form within a reasonable time.

(2) If a person is entitled to examine any register or record that is maintained by an authority in a form other than a written form and makes a request of the authority to do so, the authority shall

(a) make available to that person within a reasonable time a reproduction of the text of the register or record in legible written form, or

(b) provide facilities to enable that person to examine the text of the register or record in a legible written form otherwise than by providing a reproduction of that text,

and shall allow that person to make copies of that register or record.

(3) An authority shall take reasonable precautions to

- (a) prevent loss or destruction of,
- (b) prevent falsification of entries in, and
- (c) facilitate detection and correction of inaccuracies in,

the registers and other records required by the Act or this Regulation to be prepared and maintained.

Preservation of records

27 An authority shall keep information relating to a person in possession of a security that is entered in the securities register referred to in section 24(a) for a period of at least 7 years after that person ceases to be in possession of the security.

PART 5**DISCLOSURE AND RELATIONS WITH APPOINTERS AND THE PUBLIC****Public meetings**

28 The prior notice required for a public meeting by section 26(2) of the Act must be given

(a) in prominent display advertisements in at least 2 consecutive issues of one or more daily newspapers whose circulation coverage or combined coverage generally encompasses all the places where the principal offices of the appointers are located, and

(b) in the form of a notice kept posted at a prominent location at each airport for which the authority is responsible during the whole of the 30 days prior to the meeting.

Performance review

29(1) For the purposes of section 29(1) of the Act,

(a) the period prescribed is 5 years, and

(b) "independent" shall be construed in accordance with section 34(4).

(2) The report under section 29 of the Act must include statements by or opinions of the reviewer describing or dealing with

(a) the terms of reference of the review, including its scope, extent and nature,

(b) the extent to which the authority was operating

(i) a safe and efficient service to the public, and

(ii) an efficiently run undertaking in accordance with its business plans,

(c) in relation to the authority and its subsidiaries, the extent to which their financial and management control and information systems and management practices were maintained in a manner that provided reasonable assurance that

(i) the assets of each such corporation were safeguarded and controlled, and

(ii) the financial, human and physical resources of each such corporation were managed economically and efficiently and its operations carried out effectively,

(d) any further information that is required by a special resolution of the authority, and

(e) any concerns or qualifications that the reviewer has with respect to any matter described in this subsection.

Reviewer's right to information

30(1) On the demand of the reviewer, a present or former director, officer, employee or agent or the auditor or a former auditor of the authority shall furnish

(a) any information and explanations, and

(b) any access to records, books, accounts and other documents of the authority or any of its subsidiaries

that the reviewer reasonably considers to be necessary to enable him to make the review and report required by section 29 of the Act and that that person is reasonably able to furnish.

(2) On the demand of the reviewer, the directors shall

(a) to the extent that they are reasonably able to do so, obtain from the present or former directors, officers, employees, agents or auditors of any affiliate of the authority the information and explanations that those persons are reasonably able to furnish and that the reviewer reasonably considers to be necessary to enable him to make his review and report, and

(b) furnish the information and explanations so obtained to the reviewer.

(3) The reviewer's report has qualified privilege.

(4) The reviewer may reasonably rely on any report made by an auditor.

Annual financial statements

31 The annual financial statements required by section 30 of the Act must show, as notations to them, in respect of the authority and each of its subsidiaries separately and in respect of the fiscal year in question, separately as between directors of the corporation and those officers of the corporation who are not directors of it, the aggregate amount provided to all those directors and officers

(a) as remuneration, and

(b) separately, as reimbursement or allowance for expenses incurred on its business or undertaking and affairs.

Audit committee

32(1) The board shall establish and appoint an audit committee for the authority consisting of not fewer than 3 directors, a majority of whom are not officers or employees of the authority or of any of its affiliates.

(2) The quorum for an audit committee meeting is a majority of the number of audit committee members appointed, but an officer or employee of the authority or of an affiliate does not form part of a quorum.

(3) The audit committee shall review the financial statements of the authority, including any interim ones, before they are approved by the board.

(4) The auditor is entitled to receive notice of every meeting of the audit committee and, at the expense of the authority, to attend and be heard at each meeting, and, if so requested by a member of the audit committee, shall attend meetings of the committee.

(5) The auditor or a member of the audit committee may call a meeting of the audit committee.

Notification of error or misstatement

33(1) A director or an officer of an authority shall forthwith notify the audit committee and the auditor of any error or misstatement of which he becomes aware in a financial statement that the auditor or a former auditor has reported on.

(2) If the auditor or a former auditor is notified or becomes aware of an error or misstatement in a financial statement on which he has reported and if in his opinion the error or misstatement is material, he shall inform each director accordingly, whereupon the director shall ensure that

(a) a revised financial statement is prepared and issued, and

(b) copies of the revised financial statement, with the auditor's report on them, are provided to the Registrar and to each of the appointees.

(3) A director or officer who knowingly contravenes this section is guilty of an offence and liable to a fine of not more than \$5000.

Auditor

34(1) The board shall appoint and ensure that at all times the authority has an auditor.

(2) A person is not qualified to become, and shall not act or continue to act as, and shall not permit himself to be appointed as, the auditor, and the authority shall not knowingly permit any of those acts, unless that person is

(a) an individual permitted by law to engage, not under the direct supervision of any other person, in an audit intended to be relied on by third parties, or

(b) a partnership or other firm on whose behalf individuals referred to in clause (a) engage in such audits,

and unless that person is independent of the authority, of its affiliates and of the directors and officers of the authority and its affiliates.

(3) Notwithstanding anything in the *Business Corporations Act* or any other law, a subsidiary of an authority must have an auditor.

(4) For the purposes of this section,

(a) independence is a question of fact, and

(b) a person is not independent if he or his associate

(i) is a partner, a director, an officer or an employee of the authority or of any of its affiliates or is a partner of any director, officer or employee of the authority or of any of its affiliates,

(ii) beneficially owns or controls, directly or indirectly, an interest in securities issued by the authority or by any of its affiliates,

(iii) has been a receiver, receiver-manager, liquidator or trustee in bankruptcy of the authority or any of its affiliates within 2 years previous to his appointment as auditor of the authority, or

(iv) is or within those 2 years has been responsible for preparing the books or accounts of the authority or any of its subsidiaries.

(5) An interested person may apply to the Court for an order declaring an auditor to be disqualified under this section and the office of auditor to be vacant.

Attendance of auditor or former auditor at meetings

35(1) An authority shall send the auditor notice of every board meeting and of every meeting held under section 26 or 27 of the Act at the same time that directors are so notified.

(2) The auditor is entitled to attend and be heard at every board meeting on matters relating to his duties as auditor.

(3) If a director gives written notice to the auditor or to a former auditor not less than 10 days before a board meeting, the auditor or former auditor shall attend that meeting.

(4) The auditor shall attend each meeting held under section 26 or 27 of the Act.

(5) If a director or an appointer gives written notice to a former auditor not less than 10 days before a meeting to be held under section 27 of the Act, the former auditor shall attend that meeting.

(6) An auditor or a former auditor who attends a meeting pursuant to this section

(a) attends at the expense of the authority, and

(b) shall answer questions at the meeting relating to his duties as auditor.

(7) If the individual referred to in section 1(e) is unable to attend a meeting under this section, he may be represented by another individual auditor in his firm who is knowledgeable about the authority's undertaking and affairs.

(8) A director or an appointer who sends a notice referred to in subsection (3) or (5) shall concurrently send a copy of the notice to the authority.

(9) An auditor or former auditor who without reasonable cause contravenes subsection (3), (4) or (5) is liable to a fine of not more than \$5000.

Resignation and replacement of auditor

36(1) An auditor who

(a) resigns, or

(b) receives a notice or otherwise learns of a meeting called for the purpose of

(i) removing him from office, or

(ii) appointing another person to fill the office of auditor, whether because of resignation or removal of the incumbent auditor or because his term of office has expired or is about to expire,

is entitled to submit to the authority a written statement giving the reasons for his resignation or the reasons why he opposes any proposed action or resolution.

(2) The authority shall forthwith send a copy of the statement referred to in subsection (1) to every director and appointer and, if a new auditor is to be appointed, the prospective auditor.

(3) A person shall not accept an appointment as or consent to be appointed as auditor if he is replacing an auditor who has resigned or been removed or whose term of office has expired or is about to expire until he has requested and received from that auditor a written statement of the circumstances and the reasons why, in that auditor's opinion, he is to be replaced.

(4) Notwithstanding subsection (3), a person otherwise qualified may accept appointment or consent to be appointed as auditor if, within 15 days after making the request referred to in that subsection, he has not received a reply.

(5) An authority shall, forthwith after the initial appointment of an auditor and after each change in auditor, send a written notice of the new appointment to each of the appointers.

Auditor's right to information

37(1) On the demand of the auditor, a present or former director, officer, employee or agent of the authority or a former auditor shall furnish

(a) any information and explanations, and

(b) any access to records, documents, books, accounts and vouchers of the authority or any of its subsidiaries

that are, in the opinion of the auditor, necessary to enable him to make his examination and report on the annual financial statements and that that person is reasonably able to furnish.

(2) On the demand of the auditor, the directors shall

(a) to the extent that they are reasonably able to do so, obtain from the present or former directors, officers, employees, agents or auditors of any subsidiary of the authority the information and explanations that those persons are reasonably able to furnish and that are, in the opinion of the auditor, necessary to enable him to make his examination and report on the annual financial statements, and

(b) furnish the information and explanations so obtained to the auditor.

Qualified privilege

38 A report made under the Act or this Regulation by the auditor or a former auditor of an authority has qualified privilege.

PART 6

CORPORATE FINANCE

Options and other rights to acquire debt obligations

39(1) An authority may issue certificates, warrants or other evidences of conversion privileges, options or rights to acquire debt obligations of the authority, and shall set out their conditions

(a) in the certificates, warrants or other evidences, or

(b) in certificates evidencing the debt obligations to which the conversion privileges, options or rights are attached.

(2) Conversion privileges, options and rights to purchase debt obligations issued by an authority may be made transferable or non-transferable, and options and rights to purchase may be made separable or inseparable from any debt obligations to which they are attached.

Repayment, acquisition and reissue of debt obligations

40(1) Debt obligations issued, pledged, hypothecated or deposited by an authority are not redeemed by reason only that the indebtedness evidenced by the debt obligations or in respect of which the debt obligations are issued, pledged, hypothecated or deposited is repaid, and those obligations remain obligations of the authority until they are discharged.

(2) Debt obligations issued by an authority and purchased, redeemed or otherwise acquired by it may be cancelled or, subject to any applicable trust indenture or other agreement, may be reissued, pledged or hypothecated to secure any obligation of the authority then existing or thereafter incurred, and any such acquisition and reissue, pledge or hypothecation is not a cancellation of the debt obligations.

PART 7

SECURITY CERTIFICATES, REGISTERS AND TRANSFERS

Division 1

Interpretation and General Provisions

Application and interpretation

41(1) The transfer or transmission of a security issued by an authority shall be governed by this Part.

(2) In this Part,

(a) "adverse claim" includes a claim that a transfer was or would be wrongful or that a particular adverse person is the owner of or has an interest in the security;

(b) "bearer" means the person in possession of a security payable to bearer or endorsed in blank;

(c) "bona fide purchaser" means a purchaser for value in good faith and without notice of any adverse claim who takes delivery of a security in bearer or order form or of a security in registered form

(i) issued to him, or

(ii) endorsed to him or endorsed in blank by an appropriate person as defined in section 58;

(d) "broker" means a person who is engaged for all or part of his time in the business of buying and selling securities and who, in the transaction concerned, acts for, buys a security from, or sells a security to, a customer;

(e) "delivery" means voluntary transfer of possession;

(f) "fiduciary" means

(i) a trustee, guardian, committee, curator or tutor,

(ii) an executor, administrator or representative of a deceased person, or

(iii) any other person acting in a fiduciary capacity;

(g) "fungible" means, in relation to securities, securities of which any unit is, by nature or usage of trade, the equivalent of any other similar unit;

(h) "genuine" means free of forgery or counterfeit;

(i) "good faith" means honesty in fact in the conduct of the transaction in question;

(j) "holder" means a person in possession of a security issued or endorsed to him or to bearer or in blank;

(k) "overissue" means the issue of securities in excess of any maximum number of securities that the authority is authorized by its articles or a trust indenture to issue;

(l) "purchaser" means a person who takes by sale, mortgage, hypothec, pledge, issue, reissue, gift or any other voluntary transaction creating an interest in a security;

(m) "security" or "security certificate" means an instrument lawfully issued by an authority that is

(i) in bearer, order or registered form,

(ii) of a type commonly dealt in on securities exchanges or markets or commonly recognized in any area in which it is issued or dealt in as a medium for investment,

(iii) one of a class or series or by its terms divisible into a class or series of instruments, and

(iv) evidence of any participation or other interest in or any obligation of the authority;

(n) "transfer" includes transmission by operation of law;

(o) "trust indenture" means a trust indenture within the meaning of section 75 and "trust indenture trustee" means a trustee within that meaning;

(p) "unauthorized", in relation to a signature or an endorsement, means one made without actual, implied or apparent authority, and includes a forgery;

(q) "valid" means issued in accordance with the applicable law and the articles of the authority or validated under section 45.

(3) A security is a negotiable instrument except when it is stated conspicuously on the security certificate that it is non-negotiable.

(4) A security is in registered form if

(a) it specifies a person entitled to the security or to the rights it evidences, and

(b) either its transfer is capable of being recorded in a securities register or the security so states.

(5) A debt obligation is in order form if by its terms it is payable to the order or assigns of any person specified in it with reasonable certainty or to him or his order.

(6) A security is in bearer form if it is payable to bearer according to its terms and not by reason of any endorsement.

(7) A guarantor for an authority is deemed to have the rights, duties and liabilities of an authority under this Part to the extent of his guarantee whether or not his obligation is noted on the security.

Security certificates

42(1) A security holder is entitled at his option to a security certificate that complies with this Regulation or a non-transferable written acknowledgment of his right to obtain a security certificate from an authority in respect of the securities issued by that authority and held by him.

(2) An authority may charge a fee in an amount not exceeding \$5 for a security certificate issued in respect of a transfer.

(3) An authority is not required to issue more than one security certificate in respect of securities held jointly by several persons, and delivery of a certificate to one of several joint holders is sufficient delivery to all.

(4) A security certificate must be signed by at least one director or officer of the authority or by or on behalf of a registrar or transfer agent of the authority or by a trustee who certifies it in accordance with a trust indenture.

(5) Signatures required on a security certificate may be printed or otherwise mechanically reproduced on it.

(6) If a security certificate contains a printed or mechanically reproduced signature of a person, the authority may issue the security certificate notwithstanding that the person has ceased to be a director or an officer of the authority, and the security certificate is as valid as if he were a director or an officer at the date of its issue.

Securities records

43(1) An authority shall maintain a securities register in which it

records the securities issued by it in registered form, showing, with respect to each class or series of securities,

(a) the names, alphabetically arranged, and the latest known addresses of every person who is or has been a security holder,

(b) the number of securities held by each security holder, and

(c) the date and particulars of the issue and transfer of each security.

(2) Neither an authority, nor its agent nor a trust indenture trustee is required to produce

(a) a cancelled security certificate in registered form, an instrument referred to in section 39(1) in registered form that is cancelled or a similar cancelled instrument in registered form 6 years or more after the date of its cancellation,

(b) a cancelled security certificate in bearer form, an instrument referred to in section 39(1) in bearer form that is cancelled or a similar cancelled instrument in bearer form after the date of its cancellation, or

(c) an instrument referred to in section 39(1) or a similar instrument, irrespective of its form, after the date of its expiry.

Dealings with registered holders and transmission on death

44(1) An authority or a trust indenture trustee may treat the registered owner of a security as the person exclusively entitled to vote, to receive notices, to receive any interest or other payments in respect of the security and otherwise to exercise all the rights and powers of an owner of the security.

(2) Notwithstanding subsection (1), if an authority's articles restrict the right to transfer its securities, the authority shall, and if they do not, it may, treat a person as a registered security holder entitled to exercise all the rights of the security holder he represents if that person furnishes evidence as described in section 70(2)(b) to the authority that he is

(a) the executor, administrator, heir or legal representative of the heirs of the estate of a deceased security holder,

(b) a guardian, committee, trustee, curator or tutor representing a registered security holder who is an infant, an incompetent person or a missing person, or

(c) a liquidator of, or a trustee in bankruptcy for, a registered security holder.

(3) If a person on whom the ownership of a security devolves by operation of law, other than a person described in subsection (2), furnishes proof of his authority to exercise rights or privileges in respect of a security issued by the authority that is not registered in his name, the authority shall treat that person as entitled to exercise those rights or privileges.

(4) An authority is not required to inquire into the existence of, or see to the performance of, any duty owed to a third person by a registered holder of any securities issued by it or by anyone whom it treats, as permitted or required by this section, as the owner or registered holder of the securities.

(5) If a minor exercises any rights of ownership in the securities issued by an authority, no subsequent repudiation or avoidance is effective against the authority.

(6) An authority shall treat as owner of a security the survivors of persons to whom the security was issued if

(a) it receives proof satisfactory to it of the death of any joint holder of the security, and

(b) the security provides that the persons to whom the security was issued are joint holders with right of survivorship.

(7) Subject to any applicable law relating to the collection of taxes, a person referred to in subsection (2)(a) is entitled to become a registered holder or to designate a registered holder if he deposits with the authority or its transfer agent

(a) the original grant of probate or of letters of administration or a copy of such a grant certified to be a true copy by

(i) the court that granted the probate or letters of administration,

(ii) a trust company incorporated under the laws of Canada or a province, or

(iii) a lawyer or notary acting on behalf of the person referred to in subsection (2)(a),

or in the case of transmission by notarial will in the Province of Quebec, a copy of the will authenticated pursuant to the laws of that Province,

(b) an affidavit, statutory declaration or declaration of transmission made by a person referred to in subsection (2)(a), stating the particulars of the transmission,

(c) the security certificate that was owned by the deceased holder

(i) in the case of a transfer to a person referred to in subsection (2)(a), with or without the endorsement of that person, and

(ii) in the case of a transfer to any other person, endorsed in accordance with section 58,

and

(d) any assurance that the authority requires under section 70.

(8) Notwithstanding subsection (7), if the laws of the jurisdiction governing the transmission of a security of a deceased holder do not require a grant of probate or of letters of administration in respect of the transmission, a legal representative of the deceased holder is entitled, subject to any applicable law relating to the collection of taxes, to become a registered holder or to designate a registered holder, if he deposits with the authority or its transfer agent

(a) the security certificate that was owned by the deceased holder, and

(b) reasonable proof of the governing laws, of the deceased holder's interest in the security and of the right of the legal representative or the person he designates to become the registered holder.

(9) Deposit of the documents required by subsection (7) or (8) empowers an authority or its transfer agent to record in a securities register the transmission of a security from the deceased holder to a person referred to in subsection (2)(a) or to any person whom the person referred to in subsection (2)(a) designates and, thereafter, to treat the person who thus becomes a registered holder as the owner of the security.

Overissue

(1) The provisions of this Part that validate a security or compel its issue or reissue do not apply to the extent that validation, issue or reissue would result in overissue, but if a valid security, similar in all respects to the security involved in the overissue,

(a) is reasonably available for purchase, the person entitled to the validation or issue may compel the authority to purchase and deliver such a security to him against surrender of the security that he holds, or

(b) is not reasonably available for purchase, the person entitled to the validation or issue may recover from the authority an amount equal to the price the last purchaser for value paid for the invalid security.

(2) Where an authority subsequently amends its articles, or a trust indenture to which it is a party, to increase its authorized securities to a number equal to or in excess of the number of securities previously authorized plus the amount of the securities overissued, the securities so overissued are valid from the date of their issue.

(3) Subsection (2) does not apply if the authority has purchased and delivered a security in accordance with subsection (1)(a) or paid the amount referred to in subsection (1)(b).

Burden of proof in actions

46 In an action on a security,

(a) unless specifically denied in the pleadings, each signature on the security or in a necessary endorsement is admitted,

(b) a signature on the security is presumed to be genuine and authorized but, if the effectiveness of the signature is put in issue, the burden of establishing that it is genuine and authorized is on the party claiming under the signature,

(c) if a signature is admitted or established, production of the instrument entitles a holder to recover on it unless the defendant establishes a defence or a defect going to the validity of the security, and

(d) if the defendant establishes that a defence or defect exists, the plaintiff has the burden of establishing that the defence or defect is ineffective against him or some person under whom he claims.

Fungible nature of securities

47 Unless otherwise agreed and subject to any applicable law or stock exchange rule, a person required to deliver securities may deliver any security of the specified issue in bearer form or registered in the name of the transferee or endorsed to him or in blank.

**Division 2
Issue****Notice of defects**

48(1) Even against a purchaser for value and without notice of a defect going to the validity of a security, the terms of the security include those stated on the security and those incorporated in it by reference to another instrument, statute, rule, regulation or order to the extent that the terms so referenced do not conflict with the stated terms, but such a reference is not of itself notice to a purchaser for value of a defect going to the validity of the security, notwithstanding that the security expressly states that a person accepting it admits such notice.

(2) A security is valid in the hands of a purchaser for value without notice of any defect going to its validity.

(3) Except as provided in section 50, the fact that a security is not genuine is a complete defence even against a purchaser for value and without notice.

(4) All other defences that an authority would have but for this subsection, including non-delivery and conditional delivery of a security, are ineffective against a purchaser for value without notice of the particular defence.

Notice as notice of defect

49 After an event that creates a right to immediate performance of the principal obligation evidenced by a security or that sets a date on or after which a security is to be presented or surrendered for redemption or exchange, a purchaser is deemed to have notice of any defect in its issue or of any defence that the authority has,

(a) if the event requires the payment of money or the delivery of securities, or both, on presentation or surrender of the security, and that money or those securities are available on the date set for payment or exchange, and the purchaser takes the security more than 1 year after that date, or

(b) if the purchaser takes the security more than 2 years after the date set for surrender or presentation or the date on which that performance became due.

Unauthorized signature

50 An unauthorized signature on a security before or in the course of issue is ineffective, except that the signature is effective in favour of a purchaser for value and without notice of the lack of authority if the signing has been done by

(a) an authenticating trustee, registrar, transfer agent or other person entrusted by the authority with the signing of the security or of similar securities or with their immediate preparation for signing, or

(b) an employee of the authority or of a person referred to in clause (a) who in the ordinary course of his duties handles the security.

Completion or alteration

51(1) If a security contains the signatures necessary to its issue or transfer but is incomplete in any other respect,

(a) any person may complete it by filling in the blanks in accordance with his authority, and

(b) notwithstanding that the blanks are incorrectly filled in, the security as completed is enforceable by a purchaser who took it for value and without notice of the incorrectness.

(2) A completed security that has been improperly altered, even if fraudulently altered, remains enforceable, but only according to its original terms.

Warranties of agents

52(1) A person signing a security as authenticating trustee, registrar, transfer agent or other person entrusted by the authority with the signing of the security warrants to a purchaser for value without notice that

- (a) the security is genuine,
 - (b) his acts in connection with the issue of the security are within his authority, and
 - (c) he has reasonable grounds for believing that the security is in the form and within the amount that the authority is authorized to issue.
- (2) Unless otherwise agreed, a person referred to in subsection (1) does not assume any further liability for the validity of a security.

Division 3 Purchase

Title of purchaser

- 53(1) On delivery of a security, the purchaser acquires the rights in the security that his transferor had or had authority to convey, except that a purchaser who has been a party to any fraud or illegality affecting the security or who as a prior holder had notice of an adverse claim does not improve his position by taking from a later bona fide purchaser.
- (2) A bona fide purchaser, in addition to acquiring the rights of a purchaser, also acquires the security free from any adverse claim.
- (3) A purchaser of a limited interest acquires rights only to the extent of the interest purchased.
- (4) Nothing in subsection (2) confers any rights on a purchaser unless all necessary endorsements are made by an appropriate person as defined in section 58.

Deemed notice of adverse claims

- 54(1) A purchaser of a security or a broker for a seller or purchaser is deemed to have notice of all adverse claims if
- (a) the security, whether in bearer or registered form, has been endorsed "for collection" or "for surrender" or for some other purpose not involving transfer, or
 - (b) the security is in bearer form and has on it a statement that it is the property of a person other than the transferor.
- (2) The mere writing of a name on a security is not a statement referred to in subsection (1)(b).
- (3) Notwithstanding that a purchaser or a broker for a seller or purchaser has notice that a security is held for a third person or is registered in the name of or endorsed by a fiduciary, he has no duty to inquire into the rightfulness of the transfer and has no notice of an adverse claim, except that if a purchaser knows that the consideration is to be used for or that the transaction is for the personal benefit of the fiduciary or is otherwise in breach of the fiduciary's duty, the purchaser is deemed to have notice of an adverse claim.

Deemed notice of adverse claims

55 An event that creates a right to immediate performance of the principal obligation evidenced by a security or that sets a date on or after which the security is to be presented or surrendered for redemption or exchange is not of itself notice of an adverse claim except in the case of a purchase

- (a) after one year from any date set for that presentation or surrender for redemption or exchange, or
- (b) after 6 months from any date set for payment of money against presentation or surrender of the security if funds are available for payment on that date.

Warranties

- 56(1) A person who presents a security for registration of transfer or for payment or exchange warrants to the authority that he is entitled to the registration, payment or exchange, except that a purchaser for value without notice of an adverse claim who receives a new, reissued or re-registered security on registration of transfer warrants only that he has no knowledge of any unauthorized signature in a necessary endorsement.
- (2) A person, by transferring a security to a purchaser for value, warrants only that
- (a) the transfer is effective and rightful,
 - (b) the security is genuine and has not been materially altered, and
 - (c) he knows of nothing that might impair the validity of the security.
- (3) If a security is delivered by an intermediary known by the purchaser to be entrusted with delivery of the security on behalf of another or with collection of a draft or other claim to be collected against the delivery, the intermediary by the delivery warrants only his own good faith and authority even if he has purchased or made advances against the draft or other claim to be collected against the delivery.
- (4) A pledgee or other holder for purposes of security who redelivers a security received, or after payment and on order of the debtor delivers that security to a third person, gives only the warranties of an intermediary under subsection (3).
- (5) A broker gives
- (a) to his customer and to a purchaser the warranties provided in subsection (2), and
 - (b) to the authority the warranties provided in subsection (1).

(6) A broker has the rights and privileges of a purchaser under this section.

(7) The warranties of and in favour of a broker acting as an agent are in addition to warranties given by his customer and warranties given in favour of his customer.

Right to compel endorsement

57 If a security in registered form is delivered to a purchaser without a necessary endorsement, he may become a bona fide purchaser only as of the time the endorsement is supplied, but against the transferor the transfer is complete on delivery and the purchaser has a specifically enforceable right to have any necessary endorsement supplied.

Endorsement

58(1) In this section, "appropriate person" means

(a) the person specified by the security or by special endorsement to be entitled to the security,

(b) if a person described in clause (a) is described as a fiduciary but is no longer serving in the described capacity, either that person or his successor,

(c) if the security or endorsement mentioned in clause (a) specifies more than one person as fiduciaries and one or more are no longer serving in the described capacity, the remaining fiduciaries, whether or not a successor has been appointed or qualified,

(d) if a person described in clause (a) is an individual and is without capacity to act by reason of death, incompetence, minority or otherwise, his fiduciary,

(e) if the security or endorsement mentioned in clause (a) specifies more than one person with right of survivorship and by reason of death all cannot sign, the survivors,

(f) a person having power to sign under applicable law or a power of attorney, or

(g) to the extent that a person described in clauses (a) to (f) may act through an agent, his authorized agent.

(2) Whether the person signing is an appropriate person is determined as of the time of signing and an endorsement by such a person does not become unauthorized for the purposes of this Part by reason of any subsequent change of circumstances.

(3) An endorsement of a security in registered form is made when an appropriate person signs, either on the security or on a separate document, an assignment or transfer of the security or a power to assign or transfer it, or when the signature of an appropriate person is written without more on the back of the security.

(4) An endorsement may be special or in blank.

(5) An endorsement in blank includes an endorsement to bearer.

(6) A special endorsement specifies the person to whom the security is to be transferred, or who has power to transfer it.

(7) A holder may convert an endorsement in blank into a special endorsement.

(8) Unless otherwise agreed, the endorser by his endorsement assumes no obligation that the security will be honoured by the authority.

(9) An endorsement purporting to be only of part of a security representing units intended by the authority to be separately transferable is effective to the extent of the endorsement.

(10) Failure of a fiduciary to comply with a controlling instrument or with the law of the jurisdiction governing the fiduciary relationship, including any law requiring the fiduciary to obtain court approval of a transfer, does not render his endorsement unauthorized for the purposes of this Part.

Effect of endorsement without delivery

59 An endorsement of a security, whether special or in blank, does not constitute a transfer until delivery of the security on which it appears or, if the endorsement is on a separate document, until delivery of both the security and that document.

Endorsement in bearer form

60 An endorsement of a security in bearer form may give notice of an adverse claim under section 54 but does not otherwise affect any right to registration that the holder has.

Effect of unauthorized endorsement

61 Unless the owner has ratified an unauthorized endorsement or is otherwise precluded from asserting its ineffectiveness, he may assert its ineffectiveness against the authority or any purchaser, other than a purchaser for value without notice of adverse claims, who has in good faith received a new, reissued or re-registered security on registration of transfer.

Warranties of guarantees of signatures or endorsements

62(1) A person who guarantees a signature of an endorser of a security warrants that at the time of signing

(a) the signature was genuine,

(b) the signer was an appropriate person, as defined in section 58 to endorse, and

(c) the signer had legal capacity to sign.

(2) A person who guarantees a signature of an endorser does not otherwise warrant the rightfulness of the particular transfer.

(3) A person who guarantees an endorsement of a security warrants both the signature and the rightfulness of the transfer in all respects, but an authority may not require a guarantee of endorsement as a condition to registration of transfer.

(4) The warranties referred to in this section are made to any person taking or dealing with the security relying on the guarantee and the guarantor is liable to that person for any loss resulting from breach of warranty.

Constructive delivery and constructive ownership

63(1) Delivery to a purchaser occurs when

(a) the purchaser or a person designated by him acquires possession of a security,

(b) his broker acquires possession of a security specially endorsed to or issued in the name of the purchaser,

(c) his broker sends him confirmation of the purchase and the broker in his records identifies a specific security as belonging to the purchaser, or

(d) with respect to an identified security to be delivered while still in the possession of a third person, that person acknowledges that he holds it for the purchaser.

(2) A purchaser is the owner of a security held for him by his broker, but a purchaser is not a holder except in the circumstances described in subsection (1)(b) and (c).

(3) If a security is part of a fungible bulk, a purchaser of the security is the owner of a proportionate interest in the fungible bulk.

(4) Notice of an adverse claim received by a broker or by a purchaser after the broker takes delivery as a holder for value is not effective against the broker or the purchaser, except that, as between the broker and the purchaser, the purchaser may demand delivery of an equivalent security in relation to which no notice of an adverse claim has been received.

Delivery of security

64(1) Unless otherwise agreed, if a sale of a security is made on an exchange or otherwise through brokers,

(a) the selling customer fulfils his duty to deliver when

(i) he delivers the security to the selling broker or to a person designated by the selling broker, or

(ii) he causes an acknowledgment to be made to the selling broker that the security is held for him,

and

(b) the selling broker, including a correspondent broker, acting for a selling customer fulfils his duty to deliver

(i) by delivering the security or a similar security to the buying broker or to a person designated by the buying broker, or

(ii) by effecting clearance of the sale in accordance with the rules of the exchange on which the transaction took place.

(2) Except as otherwise provided in this section and unless otherwise agreed, a transferor's duty to deliver a security under a contract of purchase is not fulfilled until he

(a) delivers the security in negotiable form to the purchaser or to a person designated by the purchaser, or

(b) causes an acknowledgment to be made to the purchaser that the security is held for him.

(3) A sale to a broker purchasing for his own account is subject to subsection (2) and not subsection (1), unless the sale is made on a stock exchange.

Right to reclaim possession of security

65(1) A person against whom the transfer of a security is wrongful for any reason, including his incapacity but not including an unauthorized endorsement, may, against any person except a bona fide purchaser, reclaim possession of the security, obtain possession of a new security evidencing all or part of the same rights or claim damages.

(2) If the transfer of a security is wrongful by reason of an unauthorized endorsement, the owner may reclaim possession of the security or obtain possession of a new security even from a purchaser for value without notice of an adverse claim, if the ineffectiveness of the purported endorsement may be asserted against the purchaser under section 61.

(3) The right to reclaim possession of a security may be specifically enforced, its transfer may be restrained and the security may be impounded pending litigation.

Right to requisites of transfer

66(1) Unless otherwise agreed, a transferor shall on demand supply a purchaser with proof of his authority to transfer or with any other requisite that is necessary to obtain registration of the transfer of a security, but, if the transfer is not for value, a transferor need not do so unless the purchaser pays the reasonable and necessary costs of the proof and transfer.

(2) If the transferor fails to comply with a demand under subsection (1) within a reasonable time, the purchaser may reject or rescind the transfer.

Seizure of security

67 No seizure of a security or other interest evidenced by a security is effective until the person making the seizure obtains possession of the security.

Liability of agent or bailee selling, etc. securities

68(1) An agent or bailee who in good faith has received securities and sold, pledged or delivered them according to the instructions of his principal is not liable for conversion or for participation in breach of fiduciary duty although the principal has no right to dispose of them.

(2) For the purposes of subsection (1), "good faith" includes observance of reasonable commercial standards if the agent or bailee is in the business of buying, selling or otherwise dealing with securities.

Duty to register transfer

69(1) If a security in registered form is presented for registration of transfer, the authority shall register the transfer if

- (a) the security is endorsed by an appropriate person as defined in section 58,
- (b) reasonable assurance is given that the endorsement is genuine and effective,
- (c) the authority has no duty to inquire into adverse claims, or has discharged any such duty,
- (d) any applicable law relating to the collection of taxes has been complied with,
- (e) the transfer is rightful or is to a bona fide purchaser, and
- (f) any fee charged under section 42(2) has been paid.

(2) If an authority has a duty to register a transfer of a security, the authority is liable to the person presenting it for registration for loss resulting from any unreasonable delay in registration or from failure or refusal to register the transfer.

Assurance that endorsement is effective

70(1) An authority may require an assurance that each necessary endorsement on a security is genuine and effective by requiring a guarantee of the signature of the person endorsing and by requiring

- (a) if the endorsement is by an agent, reasonable assurance of the agent's authority to sign,

(b) if the endorsement is by a fiduciary, evidence of the fiduciary's appointment or incumbency,

(c) if there is more than one fiduciary, reasonable assurance that all who are required to sign have done so, and

(d) in any other case, assurance that corresponds as closely as practicable to the assurance or evidence referred to in clauses (a) to (c).

(2) In subsection (1),

(a) "evidence of the fiduciary's appointment or incumbency" means,

(i) in the case of a fiduciary appointed by a court, a copy of the order certified as referred to in section 44(7) and dated not earlier than 60 days before the date the security is presented for transfer, or

(ii) in any other case, a copy of a document showing the appointment or other evidence believed by the authority to be appropriate;

(b) "guarantee of the signature" means a guarantee signed by or on behalf of a person reasonably believed by the authority to be a responsible person.

(3) An authority may adopt reasonable standards

(a) to determine responsible persons for the purposes of subsection (2)(a), and

(b) with respect to evidence for the purposes of subsection (2)(b)(ii).

(4) An authority is not regarded as having notice of the contents of a document referred to in subsection (2)(b) except to the extent that the contents relate directly to appointment or incumbency.

(5) If an authority demands assurance additional to that specified in this section for a purpose other than that specified in subsection (2)(b) and obtains a copy of a will, trust or partnership agreement, by-law or similar document, the authority is regarded as having notice of all matters contained in it affecting the transfer.

Limited duty of inquiry as to adverse claims

71(1) An authority to whom a security is presented for registration of transfer has a duty to inquire into adverse claims if

- (a) written notice of an adverse claim is received at a time and in a manner that affords the authority a reasonable opportunity to act on it before the issue of a new, reissued or re-registered security and the notice discloses the name and address of the claimant, the registered owner and the issue of which the security is a part, or

(b) the authority is regarded as having notice of an adverse claim from a document that is obtained under section 70(5).

(2) An authority may discharge a duty of inquiry by any reasonable means, including notifying an adverse claimant by registered mail sent to the address furnished by him or, if no such address has been furnished, to his residence or regular place of business, that a security has been presented for registration of transfer by a named person and that the transfer will be registered unless, within 30 days from the date of mailing the notice, the authority is

(a) served with a restraining order or other order of the Court, or

(b) provided with an indemnity bond sufficient in the authority's judgment to protect the authority and any registrar, transfer agent or other agent of the authority from any loss that may be incurred by any of them as a result of complying with the adverse claim.

(3) Unless an authority is regarded as having notice of an adverse claim from a document that it obtained under section 70(5) or has received notice of an adverse claim under subsection (1), if a security presented for registration is endorsed by an appropriate person as defined in section 58, the authority has no duty to inquire into adverse claims, and, in particular,

(a) an authority registering a security in the name of a person who is a fiduciary or who is described as a fiduciary is not bound to inquire into the existence, extent or correct description of the fiduciary relationship, and thereafter the authority may assume without inquiry that the fiduciary is no longer acting as such with respect to the particular security,

(b) an authority registering a transfer on an endorsement by a fiduciary has no duty to inquire whether the transfer is made in compliance with the document or with the law of the jurisdiction governing the fiduciary relationship, and

(c) an authority is not regarded as having notice of the contents of any court record or any registered document even if the record or document is in the authority's possession and even if the transfer is made on the endorsement of a fiduciary to the fiduciary himself or to his nominee.

(4) A written notice of adverse claim received by an authority is effective for 12 months from the date when it was received and thereon ceases to be effective unless the notice is renewed in writing.

(5) An authority who registers the transfer of a security on an unauthorized endorsement is liable for improper registration.

Limitation of authority's liability

72(1) Except as otherwise provided in any applicable law relating to the collection of taxes, the authority is not liable to the owner or any

other person who incurs a loss as a result of the registration of a transfer of a security if

(a) the necessary endorsements were on or with the security, and

(b) the authority had no duty to inquire into adverse claims or had discharged any such duty.

(2) If an authority has registered a transfer of a security to a person not entitled to it, the authority shall on demand deliver a similar security to the owner unless

(a) subsection (1) applies,

(b) the owner is precluded by section 73(1) from asserting any claim, or

(c) the delivery would result in overissue.

(3) If delivery under subsection (2) would result in overissue, the authority's liability is governed by section 45.

Rights and obligations on loss or theft

73(1) If

(a) a security has been lost, apparently destroyed or wrongfully taken and the owner fails to notify the authority of that fact by giving the authority written notice of his adverse claim within a reasonable time after he knows of the loss, destruction or taking, and

(b) the authority has registered a transfer of the security before receiving such notice,

the owner is precluded from asserting against the authority any claim to a new security.

(2) If the owner of a security claims that the security has been lost, destroyed or wrongfully taken, the authority shall issue a new security in place of the original security if the owner

(a) so requests before the authority has notice that the security has been acquired by a bona fide purchaser and before a purchaser described in section 61 has received a new, reissued or re-registered security,

(b) furnishes the authority with a sufficient indemnity bond, and

(c) satisfies any other reasonable requirements imposed by the authority.

(3) If, after the issue of a new security under subsection (2), a bona fide purchaser of the original security presents the original security for registration of transfer, the authority shall register the transfer unless registration would result in overissue, in which case the authority's liability is governed by section 45.

(4) In addition to any rights on an indemnity bond, the authority may recover a new security issued under subsection (2) from the person to whom it was issued or any person taking under him other than a bona fide purchaser.

Rights, duties, etc. of authority's agent

74(1) An authenticating trustee, registrar, transfer agent or other agent of an authority has, in respect of the issue, registration or transfer and cancellation of a security of the authority,

(a) a duty to the authority to exercise good faith and reasonable diligence, and

(b) the same obligations to the holder or owner of a security and the same rights, privileges and immunities as the authority.

(2) Notice to an authenticating trustee, registrar, transfer agent or other agent of an authority is notice to the authority with respect to the functions performed by the agent.

PART 8

CORPORATE BORROWING - TRUST INDENTURES

Interpretation and application

75(1) In this Part,

(a) "authority" means an authority that has issued or that is to issue, as the case may be, debt obligations under a trust indenture;

(b) "event of default" means an event specified in a trust indenture on the occurrence of which

(i) a security interest constituted by the trust indenture becomes enforceable, or

(ii) the principal, interest and other money payable under the trust indenture becomes or may be declared to be payable before maturity,

but the event is not an event of default until all conditions prescribed by the trust indenture in connection with that event for the giving of notice or the lapse of time or otherwise have been satisfied;

(c) "guarantor" means a guarantor of debt obligations issued or to be issued under a trust indenture;

(d) "trust indenture" means a deed, indenture or other instrument, including any supplement or amendment to it, made by an authority under which the authority issues debt obligations and in which a person is appointed as trustee for the holders of the debt obligations issued under it;

(e) "trustee" means a person appointed as trustee under the terms of a trust indenture to which an authority is a party, and includes any successor trustee.

(2) This Part applies to a trust indenture only if the debt obligations issued or to be issued under the trust indenture are part of a distribution to the public.

Distribution to the public

76(1) For the purposes of this Part, debt obligations of an authority

(a) issued on a conversion of other debt obligations, or

(b) issued in exchange for other debt obligations

are deemed to be debt obligations that are part of a distribution to the public if those other debt obligations were part of a distribution to the public.

(2) Subject to subsection (3), for the purposes of this Part, a debt obligation of an authority

(a) is part of a distribution to the public if, in respect of the debt obligation, there has been a filing of a prospectus, a statement of material facts, a registration statement or a similar document under the laws of Canada, a province of Canada or a jurisdiction outside Canada, or

(b) is deemed to be part of a distribution to the public if the debt obligation has been issued and a filing referred to in clause (a) would be required if the debt obligation were being issued currently.

(3) On the application of an authority, the Board of the Alberta Securities Commission may determine that a debt obligation of the authority is not or was not part of a distribution to the public if it is satisfied that its determination would not prejudice any holder of any of the authority's debt obligations.

Conflict of interest

77(1) A person may not be appointed as trustee if there is a material conflict of interest between his role as trustee and his role in any other capacity.

(2) A trustee shall, within 90 days after he becomes aware that a material conflict of interest exists,

(a) eliminate the conflict of interest, or

(b) resign from office.

(3) A trust indenture, any debt obligations issued under it and a security interest effected by it are valid notwithstanding a material conflict of interest of the trustee.

(4) If a trustee is appointed in contravention of subsection (1) or if he contravenes subsection (2), an interested person may apply to the Court for an order that the trustee be replaced, and the Court may make an order on any terms it thinks fit.

Qualification of trustee

78 A trustee, or at least one of the trustees if more than one is appointed, must be a trust company registered under the *Trust Companies Act*.

List of holders

79(1) A holder of debt obligations issued under a trust indenture may, on payment to the trustee of a reasonable fee, require the trustee to provide, within 15 days after delivering to the trustee a statutory declaration, a list setting out

(a) the names and addresses of the registered holders of the outstanding debt obligations,

(b) the principal amount of outstanding debt obligations owned by each of those holders, and

(c) the aggregate principal amount of debt obligations outstanding as shown on the records maintained by the trustee on the day that the statutory declaration is delivered to the trustee.

(2) On the demand of a trustee, the authority shall furnish the trustee with the information required to enable the trustee to comply with subsection (1).

(3) If the person requiring the trustee to provide a list under subsection (1) is a corporation, the statutory declaration required by that subsection must be made by a director or officer of the corporation.

(4) The statutory declaration required by subsection (1) must

(a) state the name and address of the person requiring the trustee to provide the list and, if that person is a corporation, the address for service of the corporation, and

(b) state that the list will not be used except as permitted by subsection (5).

(5) A person shall not use a list obtained under this section except in connection with

(a) an effort to influence the voting of the holders of debt obligations,

(b) an offer to acquire debt obligations, or

(c) any other matter relating to the debt obligations or the affairs of the authority or of a guarantor.

(6) A person who, without reasonable cause, contravenes subsection (2) is guilty of an offence and liable to a fine of not more than \$5000.

(1) An authority or a guarantor, before

(a) the issue, certification and delivery of debt obligations under the trust indenture,

(b) the release or release and substitution of property subject to a security interest constituted by the trust indenture, or

(c) the satisfaction and discharge of the trust indenture,

shall provide the trustee with evidence of compliance with the conditions in the trust indenture relating to that act.

(2) On the demand of a trustee, the authority or guarantor shall furnish the trustee with evidence of compliance with the trust indenture by the authority or guarantor in respect of any act to be done by the trustee at the request of the authority or guarantor.

Contents of declaration

80 Evidence of compliance required by section 80 must consist of

(a) a statutory declaration or certificate made by a director or an officer of the authority or guarantor stating that the conditions referred to in that section have been complied with,

(b) if the trust indenture requires compliance with conditions that are subject to review by legal counsel, an opinion of legal counsel that those conditions have been complied with, and

(c) if the trust indenture requires compliance with conditions that are subject to review by an auditor or accountant, an opinion or report of the auditor of the authority or guarantor, or any other accountant the trustee may select, that those conditions have been complied with.

Further evidence of compliance

81 The evidence of compliance referred to in section 81 must include a statement by the person giving the evidence

(a) declaring that he has read and understands the conditions of the trust indenture described in section 80,

(b) describing the nature and scope of the examination or investigation on which he based the certificate, statement or opinion, and

(c) declaring that he has made any examination or investigation that he believes is necessary to enable him to make the statements or give the opinions contained or expressed in it.

Requirement of evidence of compliance

83(1) On the demand of a trustee, the authority or guarantor shall furnish the trustee with evidence in any form that the trustee requires as to compliance with any condition of the trust indenture relating to any action required or permitted to be taken by the authority or guarantor under the trust indenture.

(2) At least once in each 12-month period beginning on the date of the trust indenture and at any other time on the demand of a trustee the authority or guarantor shall furnish the trustee with a certificate that the authority or guarantor has complied with all requirements contained in the trust indenture which, if not complied with, would with the giving of notice, lapse of time or otherwise, constitute an event of default, or, if there has been failure so to comply, giving particulars of the failure.

Notice of default

84 The trustee shall, within 30 days after the trustee becomes aware of its occurrence, give to the holders of debt obligations issued under a trust indenture, notice of every event of default arising under the trust indenture and continuing at the time the notice is given, unless the trustee reasonably believes that it is in the best interests of the holders of the debt obligations to withhold the notice and so inform the authority or guarantor in writing.

Trustee's duty of care

85 A trustee, in exercising his powers and discharging his duties shall

(a) act honestly and in good faith with a view to the best interests of the holders of the debt obligations issued under the trust indenture, and

(b) exercise the care, diligence and skill of a reasonably prudent trustee.

Trustee's reliance on statements

86 Notwithstanding section 85, a trustee is not liable if he relies in good faith on statements contained in a statutory declaration, certificate, opinion or report that complies with this Regulation or the trust indenture.

Inability to obtain relief from duties

87 No term of a trust indenture or of an agreement between

(a) a trustee and the holders of debt obligations issued under the trust indenture, or

(b) the trustee and the authority or guarantor

operates so as to relieve a trustee from the duties imposed on him by section 85.

PART 9**RECEIVERS AND RECEIVER-MANAGERS****Appointment of receiver or receiver-manager**

88(1) A person may act as a receiver or receiver-manager of an authority only if he is appointed by the Court or his appointment is confirmed by the Court.

(2) An instrument that provides for the appointment of a receiver or receiver-manager of an authority is deemed to make the appointment subject to the Court's confirmation.

Confirmation of appointment

89 A person who has lawfully appointed a receiver or receiver-manager of an authority or such an appointee may apply to the Court for confirmation of the appointment.

Functions of receiver

90 A receiver of an authority may, subject to the rights of secured creditors, receive the income from the property, pay the liabilities connected with the property and realize the security interests of those on whose behalf he is appointed, but, except to the extent permitted by the Court, he may not carry on any part of the authority's undertaking.

Functions of receiver-manager

91 A receiver-manager of an authority may, subject to the Act and the Regulation, carry on any part of the authority's undertaking to protect the security interests of those on whose behalf he is appointed.

Directors' powers during receiver-managership

92 The powers of the directors that a receiver-manager is authorized to exercise may not be exercised by the directors until the receiver-manager is discharged.

Court directions

93 A receiver or receiver-manager of an authority shall act in accordance with the directions of the Court and, subject to those directions, with any instrument appointing him.

Duty of care

94 A receiver or receiver-manager of an authority shall

(a) act honestly and in good faith,

(b) have regard to the purposes of an authority, and

(c) subject to the other provisions of this Part, deal with the authority's property in his possession or control in a commercially reasonable manner.

Powers of the Court

95 On an application by a receiver or receiver-manager of an authority or by an interested person, the Court may make any order it thinks fit, including, without limiting the generality of the foregoing, an order

- (a) appointing, replacing or discharging a receiver or receiver-manager,
- (b) approving his accounts,
- (c) specifying the notice to be given to any person or dispensing with notice to any person,
- (d) fixing the remuneration of the receiver or receiver-manager,
- (e) requiring the receiver or receiver-manager, or a person by whom or on whose behalf he is appointed, to make good any default in connection with the receiver's or receiver-manager's custody or management of the property and, where applicable, the undertaking of the authority,
- (f) relieving a person referred to in clause (e) from any default on any terms the Court thinks fit,
- (g) confirming any act of the receiver or receiver-manager,
- (h) directing that the receiver or receiver-manager make available to the applicant any information from the accounts of his administration that the Court specifies, or
- (i) giving directions on any matter relating to the duties of the receiver or receiver-manager.

Duties

96 A receiver or receiver-manager of an authority shall

- (a) immediately send the Registrar a certified copy of the order appointing or discharging him or with written notice of his appointment or discharge,
- (b) take into his custody and control the authority's property in accordance with the Court order appointing him or, if applicable, the instrument under which he is appointed,
- (c) open and maintain a bank account in his name as receiver or receiver-manager for the money of the authority coming under his control,
- (d) keep detailed accounts of all transactions carried out by him as receiver or receiver-manager,

keep accounts of his administration that are available during normal business hours for inspection by the directors,

prepare at least once in every 6-month period after his appointment financial statements of his administration as far as is practicable in the form required by and under sections 30 and 31 of the Act and, subject to any order of the Court, send a copy of them to the Registrar within 60 days after the end of each 6-month period, and

on completion of his duties,

(i) render a final account of his administration in the form adopted for interim accounts under clause (f),

(ii) send a copy of the final report to the Registrar, and

(iii) send a copy of the final report to each director.

Regard by Court to purposes and public interest

97 In exercising its powers and duties under this Part, the Court shall have regard to the purposes of an authority, but the Court may make an order permitting a receiver or receiver-manager of an authority to perform an act or to refrain from performing an act notwithstanding that the purpose referred to in section 21(b) of the Act is not adhered to, if the Court considers that the authority's financial circumstances require such an order and that the making of the order would be equitable.

PART 10

LIQUIDATION AND DISSOLUTION

Definition and application

98(1) In this Part, "distributee" means a body that, pursuant to an authority's articles or an order of the Court, may or is to benefit from a distribution of the authority's assets on its liquidation, dissolution, winding-up or termination.

(2) Section 5 of the *Companies Act* does not apply with respect to an authority.

Stay of proceedings

99 Where an authority is found to be an insolvent person or a bankrupt within the meaning of the *Bankruptcy Act* (Canada), any proceedings taken under this Part to liquidate and dissolve the authority shall be stayed.

Voluntary liquidation and dissolution

100(1) An authority may apply to the Court for an order to liquidate and dissolve the authority under the Court's supervision pursuant to this Regulation if it has passed a special resolution authorizing the proposed liquidation and dissolution and authorizing the discharging of

all its liabilities and the subsequent distribution of all its property remaining after all its liabilities have been discharged.

(2) The application to the Court under subsection (1) may not be made until at least 30 days have elapsed since the giving of notice of the special resolution to the appointers pursuant to section 16(2) or (3) of the Act.

(3) The Court may dispense with the minimum 30-day requirement imposed by subsection (2) if it is satisfied that all the appointers and all interested persons agree to the waiving of the requirement.

Compulsory liquidation and dissolution

101 The Court may, on the application of an interested person, order the liquidation and dissolution under its supervision of an authority if the Court is satisfied that

(a) the authority is not carrying on its undertaking and there is no reasonable likelihood that it will resume the carrying on of its undertaking within the next 3 years,

(b) the authority is being used for an unlawful purpose, or

(c) the authority has not been fulfilling the purposes of an authority generally,

and that it is just and equitable that the authority be liquidated and dissolved.

Show cause order

102(1) An application to the Court under this Part must state the reasons, verified by an affidavit of the applicant, why the authority should be liquidated and dissolved.

(2) On an application, the Court may make an order requiring the authority and any person having an interest in the authority or a claim against it to show cause, at a time and place specified in the order but not less than 4 weeks after the date of the order, why the authority should not be liquidated and dissolved.

(3) On an application, the Court may order the authority's directors and officers to provide to the Court

(a) the authority's articles and financial statements,

(b) the name and address of each member of the authority,

(c) the name and address of each creditor, claimant and person with whom the authority has a contract, and

(d) all other material information known to or reasonably ascertainable by the directors and officers.

(4) A copy of an order made under subsection (2) shall be

(a) published as directed in the order at least once in each week before the time appointed for the hearing in a newspaper published or distributed in the place where the authority has its registered office, and

(b) served on the Registrar and each person named in the order.

Powers of the Court

103 The Court may make any order it thinks fit in connection with the liquidation and dissolution of an authority, including, without limiting the generality of the foregoing, an order

(a) placing the authority in liquidation,

(b) appointing a liquidator, with or without security, fixing his remuneration or replacing him,

(c) appointing inspectors or referees, specifying their powers, fixing their remuneration or replacing them,

(d) specifying the notice to be given to any interested person or dispensing with notice to any person,

(e) determining the validity of claims made against the authority,

(f) restraining the directors and officers at any stage of the proceedings from

(i) exercising any of their powers, or

(ii) collecting or receiving any debt or other property of the authority or from paying out or transferring any property of the authority,

except as permitted by the Court,

(g) determining and enforcing duties or liabilities of any director, officer or member

(i) to the authority, or

(ii) for an obligation of the authority,

(h) approving the payment, satisfaction or compromise of claims against the authority and the retention of assets for that purpose, and determining the adequacy of provisions for the payment or discharge of obligations of the authority, whether liquidated, unliquidated, future or contingent,

(i) disposing of or destroying the documents and records of the authority,

(j) giving directions on any matter arising in the liquidation,

(k) relieving a liquidator from any omission or default on any terms the Court thinks fit or confirming any act of the liquidator,

- (l) approving any proposed interim or final distribution to distributees,
- (m) disposing of any property belonging to creditors who cannot be found,
- (n) staying the liquidation on any terms and conditions the Court thinks fit,
- (o) continuing or discontinuing the liquidation proceedings,
- (p) directing the liquidator to restore to the authority all its remaining property, or
- (q) dissolving the authority after the liquidator has rendered his final account to the Court.

Effect of liquidation order

104(1) If the Court makes an order for the liquidation of an authority,

- (a) the liquidation commences when the order is made,
- (b) the authority continues in existence, but shall cease to carry on its undertaking except such of it as is, in the opinion of the liquidator, required for an orderly liquidation, and
- (c) the powers of the directors cease and vest in the liquidator, except as specifically authorized by the Court.

(2) The liquidator may delegate any of the powers vested in him by subsection (1)(c) to the directors.

Appointment of liquidator

105(1) When making an order for the liquidation of an authority or at any later time, the Court may appoint any person, including a director or an officer of the authority, as liquidator of the authority.

(2) If an order for the liquidation of an authority has been made and the office of liquidator is or becomes vacant, the property of the authority is under the control of the Court until the office of liquidator is filled.

Duties of liquidator

106 A liquidator shall

- (a) forthwith after his appointment give notice of his appointment to the Registrar and to each claimant and creditor known to the liquidator,

(b) forthwith publish notice in The Alberta Gazette and once a week for 2 consecutive weeks in newspapers published or distributed in the place where the authority has its registered office and in the places where the appointers have their principal offices and take reasonable steps to give notice in each province in Canada where the authority carries on its undertaking, stating the fact of his appointment and requiring any person

(i) indebted to the authority, to send a statement of account respecting the indebtedness and to pay to the liquidator at the time and place specified any amount owing,

(ii) possessing property of the authority, to deliver it to the liquidator at the time and place specified, and

(iii) having a claim against the authority, whether liquidated, unliquidated, future or contingent, to present particulars of the claim in writing to the liquidator not later than 2 months after the first publication of the notice,

(c) take into his custody and control the authority's property,

(d) open and maintain a trust account for the authority's money,

(e) keep accounts of the authority's money received and paid out by him,

(f) maintain separate lists of the creditors and other persons having claims against the authority,

(g) if at any time the liquidator determines that the authority is unable to pay or adequately provide for the discharge of its liabilities, apply to the Court for directions,

(h) deliver to the Court and to the Registrar, at least once in every 12-month period after his appointment or more often if the Court requires financial statements of the authority in the form the liquidator thinks proper or that the Court requires, and

(i) after his final accounts are approved by the Court, distribute any remaining property of the authority among the distributees in accordance with directions of the Court.

Powers of liquidator

107(1) A liquidator may

(a) retain lawyers, accountants, engineers, appraisers and other professional advisers,

(b) bring, defend or take part in any civil, criminal or administrative action or proceeding in the name and on behalf of the authority,

(c) carry on the authority's undertaking as required for an orderly liquidation,

- (d) sell the authority's property publicly or privately,
- (e) do acts and execute documents in the name and on behalf of the authority,
- (f) borrow money on the security of the authority's property,
- (g) settle or compromise claims by or against the authority, and
- (h) do all other things for the liquidation of the authority and distribution of its property in accordance with this Regulation.

2) A liquidator is not liable if he relies in good faith on

- (a) financial statements of the authority represented to him by any of its officers qualified to make such a representation or in a written report of its auditor as reflecting fairly the financial condition of the authority or the results of its operations in accordance with generally accepted accounting principles, or
- (b) the opinion or report of a lawyer, accountant, engineer, appraiser or other professional adviser retained by the liquidator.

(3) If a liquidator has reason to believe that any person has in his possession or under his control or has concealed, withheld or misappropriated any of the authority's property, he may apply to the Court for an order requiring that person to appear before the Court at the time and place designated in the order and to be examined.

(4) If the examination discloses that a person has in his possession or under his control or has concealed, withheld or misappropriated any of the authority's property, the Court may order that person to restore it or pay compensation to the liquidator.

Final accounts and discharge of liquidator

108(1) A liquidator shall pay the costs of liquidation out of the authority's property and shall pay or make adequate provision for all claims against the authority.

(2) Within one year after his appointment, and after paying or making adequate provision for all claims against the authority, the liquidator shall apply to the Court

(a) for approval of his final accounts and for an order permitting him to distribute in money or in kind the remaining property of the authority to the distributees named in the application, or

(b) for an extension of time, setting out the reasons for the extension.

(3) If a liquidator fails to make the application required by subsection (2), a member or creditor of the authority may apply to the Court for an order for the liquidator to show cause why a final accounting and distribution should not be made.

(4) A liquidator shall give notice of his intention to make an application under subsection (2) to the Registrar, each inspector appointed under section 103, each member, each appointer, each creditor known to him and any person who provided a security or fidelity bond for the liquidator.

(5) If the Court approves the final accounts rendered by a liquidator, the Court shall make an order

(a) directing the Registrar to file a copy of its order dissolving the authority,

(b) directing the custody or disposal of the documents and records of the authority, and

(c) subject to subsection (6), discharging the liquidator.

(6) The liquidator shall forthwith send a certified copy of the order referred to in subsection (5) to the Registrar.

(7) The authority ceases to exist on the date shown in the order dissolving it.

Final distribution of assets

109(1) The Court shall decide which distributees are to receive the assets of an authority remaining after the discharge of all its liabilities and on its dissolution under this Regulation, and shall do so having regard to

(a) the intent of the Act,

(b) what it considers to be fair and equitable,

(c) any contracts by which the authority is bound, and

(d) the authority's articles,

in that order of priority.

(2) In applying subsection (1), the Court is not bound by or restricted to applying the criteria stated in the authority's articles for distributees, and other public bodies may be considered for eligibility as distributees, but the distributee or distributees selected must be one or more public bodies or bodies then exempt from the payment of income tax.

Custody of records after dissolution

110 A person who has been granted custody of the documents and records of a dissolved authority remains liable to produce those documents and records for 6 years following the date of its dissolution or until the expiry of any shorter period ordered under section 108(5).

Continuation of actions after dissolution

111(1) Notwithstanding the dissolution of an authority under this Regulation,

(a) a civil, criminal or administrative action or proceeding commenced by or against the authority before its dissolution may be continued as if the authority had not been dissolved,

(b) a civil, criminal or administrative action or proceeding may be brought against the authority within 2 years after its dissolution as if the authority had not been dissolved, and

(c) any property that would have been available to satisfy any judgment or order if the authority had not been dissolved remains available for that purpose.

(2) Service of a document on an authority after its dissolution may be effected by serving the document on a person shown in the last notice filed under section 20 of the Act.

(3) Notwithstanding the dissolution of an authority under this Regulation, a distributee to whom any of its property has been distributed in the liquidation is liable to any person claiming under subsection (1) to the extent of the amount received by that distributee on the distribution, and an action to enforce that liability may be brought within 2 years after dissolution.

(4) The Court may order an action referred to in subsection (3) to be brought against the persons who were distributees as a class, subject to any conditions the Court thinks fit and, if the plaintiff establishes his claim, the Court may refer the proceedings to a referee or other officer of the Court who may

(a) add each distributee as a party to the proceedings,

(b) determine the amount that each distributee must contribute towards satisfaction of the claim, and

(c) direct payment of the amounts so determined.

Unknown claimants

112(1) On the dissolution of an authority under this Regulation, the portion of the property distributable to a creditor who cannot be found shall be converted into money and paid to the Provincial Treasurer.

(2) A payment under subsection (1) is deemed to be in satisfaction of a debt or claim of the creditor.

(3) If at any time a person establishes that he is entitled to any money paid to the Provincial Treasurer under this Part, the Provincial Treasurer shall pay an equivalent amount to him out of the General Revenue Fund.

Property not disposed of

113 Subject to sections 110 and 111, property of an authority that has not been disposed of at the date of its dissolution under this Regulation vests in Her Majesty in right of Alberta.

PART 11

COURT-APPROVED ARRANGEMENTS

Definition

114 In this Part, "arrangement" includes, but is not restricted to,

(a) a transfer of all or substantially all the property of an authority to a corporation in exchange for money or other property of or debt obligations issued by the corporation,

(b) an exchange of debt obligations issued by an authority and held by others for money or other property of or securities issued by the authority or by another corporation,

(c) a compromise between an authority and its creditors, the holders of its debt obligations or any class of those creditors or holders, or

(d) any combination of any such transfer, exchange or compromise.

Application to Court

115 An authority, a holder of debt obligations issued by an authority or a creditor of an authority may make an application to the Court for an order approving an arrangement in respect of that authority.

Last resort

116 If an arrangement can be effected under any other provision of the Act or this Regulation, an application may not be made under this Part unless it is impracticable to effect the arrangement under that other provision.

Meetings

117(1) The Court, unless it dismisses the application under this Part, shall order a meeting of persons who are creditors of or holders of debt obligations issued by the authority or of options or rights to acquire such debt obligations, or any class of those persons, if the Court considers that those persons or that class of persons are affected by the proposed arrangement.

(2) The Court may give any directions in the order respecting

(a) the calling of and the giving of notice of the meeting,

(b) the conduct of the meeting,

- (c) subject to subsection (4), the majority required to pass a resolution at the meeting, and
- (d) any other matter it thinks fit.

(3) The notice of the meeting must contain or be accompanied by

- (a) a statement explaining the effect of the arrangement, and
- (b) if the application is made by the authority, a statement of any material interests of the directors in any capacity and the effect of the arrangement on those interests.

(4) Directions respecting the majority referred to in subsection (2)(c) may not provide for any majority that is less than,

- (a) in the case of a vote of creditors or a class of creditors, a majority in number representing at least 2/3 of the amount of their claims,
- (b) in the case of a vote of the holders of debt obligations or a class of those holders, a majority in number representing at least 2/3 of the amount of their claims, and
- (c) in the case of a vote of holders of options or rights to acquire debt obligations, the majority that would be required under clause (b) if those holders had acquired ownership of the debt obligations.

(5) Notwithstanding anything in this section, if a resolution required to be voted on under the order is in writing and signed by all the persons entitled to vote on the resolution,

- (a) the meeting required to be held by the order need not be held, and
- (b) the resolution is as valid as if it had been passed at a meeting.

Hearing and decision

118 After the holding of the meetings required by an order under section 117 or the submission to it of written resolutions that comply with section 117(5), the Court shall hear the application and may

- (a) approve the arrangement as proposed by the applicant or as amended by the Court, or
- (b) refuse to approve the arrangement,

and may make any further order it thinks fit.

Filing of order

119 After an order referred to in section 118(a) has been made, the authority shall send to the Registrar a copy of the order.

Date of effectiveness

120 An arrangement becomes effective on the date the order is filed by the Registrar.

Effect

121 An arrangement, as approved by the Court, is binding on the authority and all other persons.

PART 12

INVESTIGATION

Court order for investigation

122(1) A holder of debt obligations issued by an authority may apply to the Court, ex parte or on any notice that the Court requires, for an order directing an investigation to be made of that authority and of any one or more of its affiliates.

(2) If, on an application under subsection (1), it appears to the Court that there are sufficient grounds to conduct an investigation to determine whether

- (a) the undertaking, business or affairs of the authority or of any of its affiliates is or has been carried on with intent to defraud any person,
- (b) the undertaking, business or affairs of the authority or of any of its affiliates are or have been carried on, or the powers of the directors of any such corporation are or have been exercised, in a manner that is oppressive or unfairly prejudicial to or that unfairly disregards the interests of a holder of any of the authority's debt obligations,
- (c) the authority or any of its affiliates was formed, or is to be dissolved, for a fraudulent or unlawful purpose, or
- (d) persons concerned with the formation, undertaking, business or affairs of the authority or of any of its affiliates have in connection therewith acted fraudulently or dishonestly,

the Court may order an investigation to be made of the authority and of any one or more of its affiliates.

(3) An applicant under this Part is not required to give security for costs.

Powers of the Court

123(1) On an application under section 122 or on a subsequent application, the Court may make any order it thinks fit, including, without limiting the generality of the foregoing, an order

- (a) appointing, fixing the remuneration of or replacing an inspector,

(b) specifying the notice to be given to any interested person, or dispensing with notice to any person,

(c) authorizing the inspector to enter any premises in which the Court is satisfied there might be relevant information and to examine any thing and to make copies of any document or record found on the premises,

(d) requiring any person to produce documents or records to the inspector,

(e) authorizing the inspector to conduct a hearing, administer oaths and examine any person on oath, and prescribing rules for the conduct of the hearing,

(f) requiring any person to attend a hearing conducted by the inspector and to give evidence on oath,

(g) giving directions to the inspector or any interested person on any matter arising in the investigation,

(h) requiring the inspector to make an interim or final report to the Court,

(i) designating the persons to whom all or part of the report is to be sent,

(j) requiring the inspector to discontinue an investigation, or

(k) requiring any person to pay all or part of the costs of the investigation.

(2) A report of the inspector shall be published unless the Court otherwise orders.

(3) Unless the Court otherwise orders, the inspector shall send a copy of his report to the authority.

(4) Unless the Court otherwise orders, the authority shall pay the costs of the investigation.

(5) Any interested person may apply to the Court for directions on any matter arising in the investigation.

Powers of inspector

124(1) An inspector under this Part has the powers set out in the order appointing him and he may also provide information to, or exchange information and otherwise co-operate with, any public official in Canada or elsewhere who is authorized to exercise investigatory powers and who is investigating, in respect of the authority, any allegation of improper conduct that is the same as or similar to the conduct described in section 122(2).

(2) An inspector shall on request produce to an interested person a copy of an order made under this Part.

Hearings by inspector

125 An individual being examined at a hearing conducted by an inspector under this Part has a right to be represented by counsel during the examination.

Evidence

126 A person shall not be excused from attending and giving evidence and producing books, papers, documents or records to an inspector under this Part on the ground that the evidence or documents required of him may tend to criminate him or subject him to any proceeding or penalty, but no oral evidence so required shall be used or is receivable against him in any proceedings thereafter instituted against him under any Act of Alberta.

Absolute privilege

127 An oral or written statement or report made by an inspector or any other person in an investigation under this Part has absolute privilege.

Solicitor-client privilege

128 Nothing in this Part affects the privilege that exists in respect of a solicitor and his client.

Inspector's report as evidence

129 A copy of an inspector's report under section 123, certified as a true copy by the inspector, is admissible as evidence of the facts stated in it without proof of the inspector's appointment or of his signature.

PART 13

REMEDIES AND PROSECUTIONS

Definitions

130 In this Part,

(a) "action" means an action under this Regulation or any other law;

(b) "complainant" means, in respect of an authority,

(i) a present or former registered holder or beneficial owner of a security issued by the authority or by any of its subsidiaries,

(ii) a present or former director or officer of the authority or of any of its subsidiaries, or

(iii) any other person who, in the opinion of the Court, is a proper person to make an application under this Part respecting the authority or any of its subsidiaries.

Derivative action

131(1) A complainant may apply to the Court for leave

(a) to bring an action in the name and on behalf of the authority or any of its subsidiaries, or

(b) to intervene in an action to which the authority or any of its subsidiaries is a party, for the purpose of prosecuting, defending or discontinuing the action on behalf of the authority or subsidiary.

(2) Leave may not be granted under subsection (1) unless the Court is satisfied that

(a) the complainant has given reasonable notice to the directors of the authority or of its subsidiary, as the case may be, of his intention to apply to the Court under subsection (1) if those directors do not bring, diligently prosecute, defend or discontinue the action,

(b) the complainant is acting in good faith, and

(c) it appears to be in the interests of the authority or of its subsidiary, as the case may be, that the action be brought, prosecuted, defended or discontinued.

Powers of the Court

132 In connection with an action brought or intervened in under section 131 or 133(2)(n), the Court may at any time make any order it thinks fit, including, without limiting the generality of the foregoing, an order

(a) authorizing the complainant or any other person to control the conduct of the action,

(b) giving directions for the conduct of the action,

(c) directing that any amount adjudged payable by a defendant in the action is to be paid, in whole or in part, directly to present and former security holders of the authority or of its subsidiary instead of to the authority or its subsidiary, or

(d) requiring the authority or its subsidiary to pay reasonable legal fees incurred by the complainant in connection with the action.

Relief by Court on ground of oppression or unfairness

133(1) A complainant may apply to the Court for an order under this section, and if, on the application, the Court is satisfied that

(a) any act or omission of the authority or of any of its subsidiaries effects a result,

(b) the undertaking, business or affairs of the authority or of any of its subsidiaries are being or have been carried on in a manner, or

(c) the powers of the directors of the authority or of any of its subsidiaries are or have been exercised in a manner

that is oppressive or unfairly prejudicial to or that unfairly disregards the interests of any security holder, creditor, director or officer, the Court may make an order to rectify the matters complained of.

(2) The Court may make any interim or final order it thinks fit in connection with an application under this section, including, without limiting the generality of the foregoing, an order

(a) restraining the conduct complained of,

(b) appointing a receiver or receiver-manager,

(c) amending the authority's articles or by-laws,

(d) directing an issue or exchange of securities,

(e) directing the authority or any other person to purchase securities of a security holder,

(f) directing the authority or any other person to pay to a security holder any part of the money paid by him for securities,

(g) varying or setting aside a transaction or contract to which the authority is a party and compensating the authority or any other party to the transaction or contract,

(h) requiring the authority, within a time specified by the Court, to produce to the Court or an interested person financial statements in the form required by the Act or an accounting in any other form that the Court specifies,

(i) compensating an aggrieved person,

(j) directing rectification of the registers or other records of the authority under section 135,

(k) for the liquidation and dissolution of the authority,

(l) directing an investigation under Part 12 to be made,

(m) requiring the trial of any issue,

(n) granting leave to the applicant

(i) to bring an action in the name and on behalf of the authority or of any of its subsidiaries, or

(ii) to intervene in an action to which the authority or any of its subsidiaries is a party, for the purpose of prosecuting, defending or discontinuing an action on behalf of the authority or of any of its subsidiaries.

(3) If an order made under this section directs an amendment of the articles or by-laws of the authority, no other amendment to the articles or by-laws may be made without the consent of the Court, until the Court otherwise orders.

Court approval of stay, dismissal, discontinuance or settlement

134(1) An application made or an action brought or intervened in under this Part respecting a subsidiary shall not be stayed or dismissed by reason only that it is shown that an alleged breach of a right or duty owed to the authority or its subsidiary has been or may be approved by the shareholders of the subsidiary, but evidence of approval by those shareholders may be taken into account by the Court in making an order under section 132 or 133, respecting the subsidiary.

(2) An application made or an action brought or intervened in under this Part shall not be stayed, discontinued, settled or dismissed for want of prosecution without the approval of the Court, given on any terms the Court thinks fit, and, if the Court determines that the interests of a complainant may be substantially affected by the stay, discontinuance, settlement or dismissal, the Court may order any party to the application or action to give notice to the complainant.

(3) A complainant is not required to give security for costs in an application made or action brought or intervened in under this Part.

(4) In an application made or an action brought or intervened in under this Part, the Court may at any time order the authority or its subsidiary to pay to the complainant interim costs, including legal fees and disbursements, but the complainant may be held accountable for the interim costs on final disposition of the application or action.

Court order to rectify records

135 If the name of a person is alleged to be or to have been wrongly entered or retained in, or wrongly deleted or omitted from, the registers or other records of an authority, the authority, a holder of a debt obligation of the authority or any aggrieved person may apply to the Court for an order that the registers or records be rectified, and the Court may so order and may make any further order it thinks fit, including an order compensating a party who has incurred a loss.

Compliance or restraining order

136 If an authority or a director, officer, employee, agent, auditor, trustee, receiver, receiver-manager or liquidator of an authority contravenes the Act, this Regulation or the articles or by-laws of the authority, a complainant or a creditor of the authority may, in addition to any other right he has, apply to the Court for an order directing

that person to comply with, or restraining that person from contravening that law or instrument and, on the application, the Court may so order and make any further order it thinks fit.

Summary application to Court

137 Where the Act or this Regulation permits a person to apply to the Court, the application may be made in a summary manner in accordance with the rules of the Court by originating notice, petition or otherwise, as the rules provide, and subject to any order respecting notice to interested parties or any other order the Court thinks fit.

Offences relating to reports, returns, etc.

138(1) A person who makes or assists in making a report, return, notice or other document required by the Act or this Regulation to be sent to the Registrar or any other person that

(a) contains an untrue statement of a material fact, or

(b) omits to state a material fact required in it or necessary to make a statement contained in it not misleading in the light of the circumstances in which it was made,

is guilty of an offence and liable to a fine of not more than \$5000.

(2) If an authority contravenes subsection (1), then, whether or not the authority has been prosecuted or convicted in respect of the contravention, any director or officer of the authority who knowingly authorizes, permits or acquiesces in that contravention is guilty of an offence and liable to a fine of not more than \$5000.

(3) A person is not guilty of an offence described in subsection (1) or (2) if the untrue statement or omission was unknown to him and in the exercise of reasonable diligence could not have been known to him.

Order to comply

139(1) If a person is found guilty of an offence against the Act, the court in which proceedings in respect of the offence are taken may, in addition to any punishment it may impose, order that person to comply with the provisions of the Act or this Regulation for the contravention of which he has been found guilty.

(2) An appeal lies from an order of the Provincial Court under subsection (1) to the Court.

Limitation on prosecutions

140 A prosecution for an offence against the Act may be instituted at any time within 2 years from the time when the subject matter of the complaint arose, but not thereafter.

Effect of prosecution on civil remedy

141 No civil remedy for an act or omission is suspended or affected by reason that the act or omission is an offence against the Act.

PART 14

MISCELLANEOUS

Fees

142 The fees payable to the Registrar that are prescribed for the purposes of the Act are as set out in Schedule 1.

Forms

143(1) The form of the notices required by sections 20 and 24(2) of the Act shall be as set out in Forms 1 and 2 respectively.

(2) The form of a return required by section 35 of the Act shall be as set out in Form 3.

(3) The Registrar may certify documents by issuing a certificate in the form set out in Form 4.

(4) The Registrar may certify any fact respecting anything filed by him by issuing a certificate in the form set out in Form 5.

(5) A form or other document sent to the Registrar must be printed or typewritten on good quality white paper 21.5 cm by 28 cm, legible and suitable for microfilming and photocopying.

(6) In a form,

(a) each item must be set out in sequentially numbered sections and be preceded by an appropriate heading,

(b) numbers must be in numeral form,

(c) information must, whenever practicable, be set out in tabular form,

(d) if an item of information does not apply in a particular case, that must be indicated by use of "none", "nil", "not applicable", "N/A" or some similar word or phrase, and

(e) abbreviations formed by the deletion of alphabetic characters

(i) from the end of a word, must be followed by a period, and

(ii) from the middle of a word, must not be followed by a period.

(7) Nothing in subsection (6)(e) prohibits a corporate name from containing, as part of the name, alphabetic characters that are not followed by a period.

(8) Where

(a) any information required to be set out in a form is too lengthy to be set out in the space provided in the form, or

(b) an agreement or other document is to be incorporated by reference in and be part of the form,

the form may incorporate the information on the agreement or other document into the form by inserting in the space provided in the form the words "the attached Schedule is incorporated into and forms part of this Form" or similar words, and a separate Schedule is required in respect of each item so incorporated.

(9) Except where otherwise provided, all forms and other documents sent to the Registrar must be signed by an officer of the authority authorized to do so by the board and be sent in duplicate.

(10) The Registrar, on receiving a form or other document for filing, shall stamp both of the copies received with the word "FILED" and shall indicate on them the date of filing, and shall return one of the stamped copies to the person who sent the form.

(11) In this section, "forms" means forms set out in Schedule 2.

Registrar provisions

144(1) The Registrar may accept a photocopied or a photographic copy of a notice or other document required to be sent to him by the Act or this Regulation.

(2) A notice or document may be sent to or served on the Registrar by leaving it at an office of the Registrar or by mailing it by registered mail addressed to the Registrar at an office of the Registrar and if sent by registered mail is deemed to be received or served at the time it would have been delivered in the ordinary course of mail unless there are reasonable grounds for believing that the Registrar did not receive the notice or document at that time or at all.

(3) The Registrar may alter a notice or document, other than an affidavit or statutory declaration, if so authorized in writing by the person who sent the document or by his representative.

(4) The Registrar shall keep the information in the records that he is required by the Act to prepare and maintain in respect of an authority

(a) for at least 7 years after he receives the information or the information is created, or

(b) where the authority is dissolved, for at least 5 years after the date of the dissolution.

Coming into force

145 *This Regulation comes into force on the commencement of section 40 of the Act.*

Application of Part 7, Division 2, B.C.A.

146(1) *Division 2 of Part 7, other than section 88.9, of the Business Corporations Act applies with respect to an authority as if the authority were a corporation within the meaning of that Act.*

(2) *Subsection (1) has no force after October 1, 1990.*

SCHEDULE 1

FEES

1 The fees payable in respect of this Regulation are as follows:

(a) for a certification under section 143(3)	
of a certificate	\$20
of each additional page certified	1
(b) for a certificate under section 143(4)	50
(c) for stamping, dating and returning copies pursuant to section 143(10)	
(i) of a document listed elsewhere in this Schedule	No Additional Fee
(ii) of a petition	250
(iii) of another document	50
(d) for search - for each authority (microfiche only)	6
(e) for an uncertified copy of any document or part thereof, in addition to the fee for search under clause (d), per page (except if requested as a portion of a search, in which case the first 3 pages are free)	1
(f) for registration of mortgage	50
(g) for registration of a change to a registered mortgage	50
(h) for registration of discharge or partial discharge of mortgage	20
(i) for appointment of a receiver	20
(j) for a photocopy of Registrar's register of mortgages, per page	1
(k) for a telephone or written search	5
(l) for facsimile (FAX) services provided per transaction	5

(m) for expedited service in the provision of any service or thing referred to in clauses (a) to (l)

Double
the
Listed
Fee

2 The Registrar may waive the payment by

(a) a department or agency of the Government, or

(b) a Provincial agency as defined in the *Financial Administration Act*

of a fee set out in this Schedule where he is satisfied that the department, agency or Provincial agency will not recover the fee from a third party.

SCHEDULE 2

FORMS

FORM 1

Regional Airports Authorities Act Section 20

NOTICE OF DIRECTORS OR CHANGE OF DIRECTORS

- Name of Regional Airports Authority: _____
- Corporate access number: _____
- On the ____ day of _____, 19 __, the following person(s) was/were appointed director(s):

Name	Mailing Address (Including Postal Code)	Appointed By	Effective Date of Appointment

- The following person(s) ceased to hold office as director(s):

Name	Mailing Address (Including Postal Code)	Effective Date of Cessation

- As of this date, the directors of the authority are:

Name	Mailing Address (Including Postal Code)	Appointed by	Expiry Date of Term of Office

6. Are at least two-thirds of the directors 1. Canadian Citizens or Landed Immigrants and 2. Resident Canadians?

yes

no

7. (Date) (Signature) (Title) (Telephone No.)
(year) (month) (day)

FORM 2

Regional Airports Authorities Act
Section 24(2)NOTICE OF ADDRESS OR
NOTICE OF CHANGE OF ADDRESS

1. Name of Regional Airports Authority: _____
2. Corporate access number: _____
3. Head office of Authority. (The head office is also designated as the Authority's registered office.) (street address, including postal code, or legal land description) _____
4. Separate address for service by mail (if any). (Post Office Box, including Postal Code): _____
5. Revocation of address for service by mail (give details) _____
6. (Date) (Signature) (Title) (Telephone No.) _____

FORM 3

Regional Airports Authorities Act
Section 35

ANNUAL RETURN

1. Name of Authority: _____
2. Corporate access number: _____
3. Address of registered (and head) office: _____
4. Separate address for service by mail (box number only) (if any): _____

5. At this date, the following are the directors of the Authority:

Name	Mailing Address (including postal code)

6. At this date, the following are the officers (not being directors) of the Authority:

Name	Mailing Address (including postal code)

7. The following corporations are subsidiaries of the Authority:

Names of subsidiaries

8. (Date) (Signature) (Title) (Telephone No.)

FORM 4

Regional Airports Authorities Act and Regulation
Section 143(3) of Regulation

CERTIFICATE

The Registrar of Corporations for the Province of Alberta, Canada, hereby certifies that the documents annexed to this certificate, and relating to _____ are true and accurate photocopies of documents which are on the file maintained in this office, whereof they purport to be copies.

Given under his seal of office in the Province of Alberta, this _____ day of _____ 19 _____.

(Office of the Registrar of Corporations)

FORM 5

Regional Airports Authorities Act and Regulation
Section 143(4) of Regulation

CERTIFICATE

(Name of Authority)

I hereby certify _____

(Registrar of Corporations)

(Date)



PROVINCE OF ALBERTA

REGIONAL AIRPORTS AUTHORITIES ACT

(Assented to August 18, 1989)

CHAPTER R-9.05

1989

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REGIONAL AIRPORTS AUTHORITIES ACT
CHAPTER R-9.05

(Assented to August 18, 1989)

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HER MAJESTY, by and with the advice and consent of the Legislative Assembly of Alberta, enacts as follows:

Interpretation

1(1) In this Act,

- (a) "appointers" means the body or bodies corporate from time to time named as the appointer or appointers for an authority in its articles;
- (b) "articles" means an authority's articles of incorporation, including all amendments made to them, and includes, prior to the authority's creation, the petition under section 4,
- (c) "authority" means a regional airports authority created by an order under section 5(2), and includes a proposed authority;
- (d) "board" means an authority's board of directors;
- (e) "directors" means directors of an authority;
- (f) "filed" means filed by the Registrar under section 38;
- (g) "incorporators" means the body or bodies corporate that have made a petition or propose to make a petition under section 4(1);
- (h) "Minister" means the member of the Executive Council designated by the Lieutenant Governor in Council as the Minister for the purposes of this Act;
- (i) "prescribed" means prescribed or otherwise provided for by the regulations;
- (j) "region" means the general region in which the airports for which an authority is or is to be responsible are located;
- (k) "Registrar" means the Registrar of Corporations appointed under the *Business Corporations Act*;
- (l) "security" has the meaning assigned to it by the *Securities Act*;
- (m) "special resolution" means a resolution of an authority

(i) passed at a board meeting by a majority of at least 3/4 of the directors present at that meeting, or

(ii) signed by all the directors;

(n) "subsidiary" has the meaning assigned to it by the *Business Corporations Act*;

(o) "this Act" includes the regulations.

(2) Where the articles contain or are to contain matters that may or must be contained in the by-laws, references in this Act to the by-laws shall be construed accordingly.

Application

2 Nothing in or done under this Act affects the operation of the *Competition Act* (Canada) in respect of an authority.

Organization and Structure of
Regional Airports AuthoritiesEstablishment
and composition
of authorities

3(1) Regional airports authorities may be formed and created pursuant to this Act.

(2) Each authority consists of its members, and the members of an authority are those persons who from time to time are its duly appointed directors.

Petition for
formation of
authority

4(1) One or more bodies corporate that in the Minister's opinion represent the interests of the public or public interests in the region in which a proposed authority's airports would be located may petition the Lieutenant Governor in Council, through the Minister, for the formation under this Act of a regional airports authority.

(2) To exercise their power under subsection (1), the incorporators must send the Minister a written petition executed by all the incorporators that sets out, in relation to the authority, the matters specified in subsection (3) and that otherwise complies with this Act.

(3) Subject to this Act but without limitation on any other matters considered appropriate for inclusion, the petition must specify or contain the following:

- (a) the proposed name for the authority;
- (b) the airports whose management and operation are intended to be assumed by the authority;
- (c) the names and addresses of one or more bodies corporate that represent the interests of the public or public interests in the region, which body corporate or group may or may not consist of all or include some of the incorporators, and that are to serve as the appointers for the authority;
- (d) the methods by which appointers are to exercise and perform their functions under this Act and the articles, whether directly or through representatives;
- (e) the composition of the board, including the actual number of directors;

- (f) rules respecting the making of appointments to the board and the filling of vacancies thereon;
- (g) arrangements for meetings held under section 27;
- (h) rules and procedures respecting the removal of directors from office;
- (i) restrictions, if any, on the authority's undertaking or any other activities that the authority may carry on;
- (j) other matters, if any, governing relationships between the authority and its appointers in regard to the application of this Act;
- (k) any other matters that are specifically provided for in this Act or that are prescribed.

(4) The petition may contain any matters that may or must be contained in the by-laws.

(5) The petition must be accompanied by

- (a) a copy of the proposed initial by-laws of the authority, and
- (b) a certified copy of a resolution by the governing body of each body corporate named in the petition as an appointer, agreeing to act as an appointer and to be bound by the authority's articles to the extent referred to in section 6(1)(b).

Formation

5(1) On receiving a petition from the incorporators for the formation of a regional airports authority under section 4, the Minister may recommend to the Lieutenant Governor in Council the making of an order under subsection (2), but only if he certifies in the recommendation that he considers that

- (a) the name proposed for the authority is satisfactory and properly reflective of the authority's proposed undertaking.
- (b) the petition is generally complete as to the matters referred to in section 4(3)(c) to (h),
- (c) the appointers collectively are sufficiently representative of the public in the region,
- (d) the proposed arrangements are conducive to the attainment of the authority's purposes and will be generally beneficial to the public in the region, and
- (e) the petition is structured so as to ensure, as far as is reasonably practicable, that the board as a whole will be representative of the authority's region and will consist of persons who collectively have experience of and have shown capacity in air transportation, industry, commerce, finance, administration, law, engineering, the organization of workers and the representation of the interests of consumers.

(2) The Lieutenant Governor in Council may, on the recommendation of the Minister under subsection (1), by order create the regional airports authority as a corporation that is to be subject to this Act.

Effect of petition 6(1) On the creation of an authority,

- (a) the petition under section 4 becomes the articles of incorporation of the authority,
- (b) the authority, its directors and officers and, to the extent that the articles provide for matters that have specific application to appointers, the appointers, are bound by and shall comply with those articles, and
- (c) the making of the order under section 5(2) is conclusive proof that the authority is legally constituted as a corporation and that the conditions precedent to the incorporation have been satisfied.

(2) On the creation of the authority, the authority shall provide

- (a) to the Registrar, a certified copy of
 - (i) the order in council creating it,
 - (ii) its articles and by-laws, and
 - (iii) the resolutions referred to in section 4(5)(b),
 and
- (b) to each of the appointers, a copy of its articles.

Pre-incorporation
contracts

7(1) This section applies where an authority's incorporators

- (a) enter into a written contract in the name of or on behalf of the authority before it comes into existence, and
- (b) in the contract make, or have previously made in writing to the other contracting party, general disclosure of the non-existence of the authority and of the incorporators' proposals with respect to its formation.

(2) Except as provided in this section, the incorporators are bound by and entitled to the benefits of the contract.

(3) The authority may, within a reasonable time after it comes into existence, by any act or conduct signifying its intention to be bound by the contract, adopt the contract, and on the adoption

- (a) the authority is bound by and entitled to the benefits of the contract as if the authority had been in existence at the date of the contract and had been a party to it, and
- (b) the incorporators cease, except as provided in subsection (5), to be bound by or entitled to the benefits of the contract.

(4) If the authority does not adopt the contract within a reasonable time after it comes into existence, the incorporators or the other party to the contract may apply to the Court of Queen's Bench for an order directing the authority to restore to the applicant, in specie or otherwise, any benefit received by the authority under the contract.

(5) Subject to any provision in the contract made under subsection (6), whether or not the authority adopts the contract, a party to the contract may apply to the Court of Queen's Bench for an order, as between or among the authority and the incorporators, apportioning liability or fixing obligations under the contract as joint or joint and several, and on the application that Court may make any order it thinks fit.

(6) The incorporators are not bound by or entitled to the benefits of the contract if the contract expressly provides that they are not to be so liable or entitled and their liability and entitlements under the contract are subject to any limitations or exceptions that are expressed in the contract.

Capacity and powers

8(1) An authority has the capacity and, subject to this Act, the rights, powers and privileges of a natural person.

(2) An authority shall not do anything that is prohibited by, or do anything in a manner that contravenes, its articles.

(3) An act of an authority, including the transfer or receipt of property by it, is not invalid by reason only that the act is contrary to this Act or its articles or by-laws or is inconsistent with its purposes.

Absence of constructive notice

9 A person is not affected by or deemed to have notice or knowledge of the contents of a document concerning an authority by reason only that the document has been filed or is available for inspection at an office of the authority.

Reliance by persons dealing with authority

10 Without limiting a person's rights or obligations under any other law, an authority or a guarantor of an obligation of an authority may not assert against a person dealing with the authority or dealing with any person who has acquired rights from the authority that

(a) the articles, by-laws or any resolution of the authority has not been complied with,

(b) the persons named as directors in the most recently filed notice containing that information are not the directors,

(c) the place named as its registered office in the most recently filed notice containing that information is not its registered office,

(d) the address designated for service by mail in the most recently filed notice containing that information is not its address for service by mail,

(e) a person held out by the authority as a director, officer or agent of the authority

(i) has not been duly appointed, or

(ii) has no authority to exercise a power or perform a duty that the director, officer or agent might reasonably be expected to exercise or perform,

or

(f) a document issued by a director, officer or agent of the authority with actual or usual authority to issue the document is not valid or not genuine,

except where that person has, or by virtue of his position with or relationship to the authority ought to have, knowledge of those facts at the relevant time.

Amendment of articles of incorporation

11(1) Subject to this section, an authority may by special resolution amend its articles of incorporation, so long as the amended articles specify or contain the matters referred to in section 4(3) and otherwise comply with this Act.

(2) An amendment to an authority's articles has no effect until the Lieutenant Governor in Council, on the recommendation of the Minister, makes an order giving effect to it.

(3) The authority must provide a copy of the proposed amendment to the Minister and the Minister may recommend the making of the order in council, but only if he certifies in the recommendation that he considers that the amended articles will be such that there will still be compliance with section 5(1)(a) to (e).

(4) On the making of the order giving effect to the amendment, the authority shall provide

(a) to the Registrar, a certified copy of that order and of the amendment, and

(b) to each of the appointers, a copy of the amendment.

(5) The amendment does not affect any existing cause of action, claim or liability in favour of or against any person or any action or proceeding to which an authority or any of its directors or officers is a party.

(6) For the purposes of this section, the repeal and replacement of articles is deemed to be an amendment of them.

(7) Where pursuant to an amendment the name and address of a new appointer is added to the articles, the amendment must be accompanied by a certified copy of the appointer's resolution described in section 4(5)(b).

(8) This section applies in respect of matters included in the articles pursuant to section 4(4).

By-laws

12(1) An authority shall have by-laws governing relationships among the authority and its directors, officers, committees and auditor.

(2) Without limiting subsection (1), the by-laws must provide, subject to this Act and the articles, for

(a) the calling and holding of, notice for, and the procedure and the business that must or may be conducted at, meetings of the board and of any committees of the authority,

(b) the appointment of an auditor and the term of, cessation of and filling of vacancies in the office of auditor of the authority,

(c) the appointment of officers,

(d) if applicable, the fees, salary or other remuneration and the allowances or expenses to be paid to directors, and

(e) other matters that under this Act must be dealt with by by-law.

(3) On an amendment being made to the by-laws, the authority shall provide a certified copy of the amendment to the Registrar.

(4) For the purposes of subsection (3), the repeal and replacement of by-laws is deemed to be an amendment of them.

Directors of an Authority

13(1) An authority shall have a board of directors consisting of not fewer than 9 and not more than 15 persons appointed as directors in accordance with the regulations and the authority's articles.

(2) Except with respect to the filling of a vacancy and except as prescribed, the term of office of a director is 4 years.

(3) The articles must be so structured that not more than 1/3 of the terms of office of the directors expire in any one year.

14(1) Unless he satisfies the prescribed qualifications, a person is not qualified to become, and shall not act or continue to act as, nor permit himself to be appointed as, a director of an authority, and the authority shall not knowingly permit any of those acts.

(2) A director who has served 2 consecutive terms of office is not entitled

(a) to serve a 3rd consecutive term of office, or

(b) to fill a vacancy on the board with effect from any time before the expiry of the 4-year term of office for which his immediate successor was appointed.

(3) For the purpose of determining under subsection (2) whether a person has served the initial 2 consecutive terms of office, he is not to be considered to have served a term

(a) to the extent that he was only filling a vacancy on the board and in that capacity served as a director for less than 2 years of that term, or

(b) if the prescribed circumstances apply.

(4) At least 2/3 of the directors must be Canadian citizens or persons lawfully admitted into Canada for permanent residence who are resident in Canada.

15(1) Subject to this Act, the board is responsible for the general management of the undertaking and affairs of the authority and, without limiting the generality of the foregoing, particularly for exercising the powers within and on behalf of the authority described in subsection (2)(a) to (j).

(2) Subject to any restrictions contained in the by-laws, the board may appoint officers, whether from amongst the directors or not, or committees of directors and may delegate to the officers or committees any of the board's powers, other than its power

(a) to do anything required to be done by special resolution.

(b) to appoint a director or fill a vacancy on the board, to the extent, if any, that the board has that power,

(c) to appoint or fill a vacancy in the office of auditor,

(d) to issue securities.

(e) to authorize the raising of money by the authority,

(f) to approve the giving of financial assistance, directly or indirectly, by means of a loan, guarantee or otherwise to any person to whom the authority is lawfully entitled to give such assistance,

(g) to approve the authority's annual financial statements,

(h) to approve the authority's annual revenue and operating and capital budgets,

(i) to approve those rates and fees to be charged by the authority for its services and for the use of its facilities that are prescribed, or

(j) to amend or repeal and replace the by-laws.

(3) This section does not prohibit or restrict delegation of the power to issue securities in the manner and on terms that have been authorized by the board.

16(1) Notice of a board meeting at which there is to be transacted any business referred to in section 15(2)(a) to (j) must be given in writing, in accordance with the by-laws, and must state

(a) the nature of that business in sufficient detail to enable the directors to form a reasoned judgment on the business, and

(b) where a proposed special resolution is to be submitted to the meeting, the text of it.

(2) An authority shall give each director and each appointer at least 21 and not more than 35 days' written notice of a board meeting where it is intended to propose a special resolution at the meeting.

(3) Notice under subsection (2) is not required where the special resolution is signed by all the directors without the holding of the board meeting referred to in that subsection, but the authority shall in that case give each appointer written notice of the special resolution, including the text of it, as soon as it is first proposed.

17(1) The quorum for a board meeting is a majority of the number of directors provided for in the articles pursuant to section 4(3)(e) and, notwithstanding any vacancy on the board, a quorum of directors may exercise the powers of the board.

(2) An authority shall, on a written request signed by at least ¼ of the directors, ensure that a meeting of the board is held within 10 days of the request.

18(1) Unless otherwise stated in the by-laws, a resolution in writing signed by all the directors entitled to vote on that resolution at a board meeting is as valid as if it had been passed at a board meeting.

(2) An authority shall keep a copy of every resolution referred to in subsection (1) with the minutes of the proceedings of the board.

19(1) An act of a director or officer is valid notwithstanding an irregularity in his appointment or a defect in his qualification.

(2) An act of the directors is valid notwithstanding non-compliance with section 14(4).

Board

Qualifications of
directorsNotice of board
meetingsDuties of board
and delegationBoard meetings
and quorumResolution in lieu
of meeting

Validity of acts

Notice about
directors

20(1) Within 10 days after the appointment of each of the first directors of an authority, the authority shall provide to the Registrar a notice of the appointment.

(2) Within 10 days after a change in the composition of a board occurs, the authority shall provide to the Registrar a notice setting out the change in directors.

Purposes and Business of an Authority

Purposes

21 The purposes of an authority are

(a) to manage and operate the airports for which it is responsible in a safe, secure and efficient manner, and

(b) to advance economic and community development by means that include promoting and encouraging improved airline and transportation service and an expanded aviation industry

for the general benefit of the public in its region.

Undertaking and
finances

22(1) An authority shall so conduct its undertaking as to promote its purposes.

(2) An authority shall not operate for profit and shall apply all its surpluses towards promoting its purposes.

Disposition of
assets

23 An authority shall not sell, lease or exchange all or substantially all of its assets unless the disposition is approved by a special resolution.

Registered Office and Records

Head office,
addresses and
service

24(1) An authority shall have a head office in Alberta and its head office is its registered office.

(2) An authority, by giving written notice to the Registrar,

(a) shall designate its head office as its registered office and set out the address or other description of the registered office, and

(b) may designate an address in Alberta for service by mail of it,

and the authority may at any time, subject to subsection (1), by giving written notice to the Registrar, change any such designation or revoke the designation of its address for service by mail.

(3) A document may be served on an authority by

(a) delivering the document to its registered office during its usual business hours, or

(b) sending it by registered mail to

(i) its registered office, or

(ii) the address for service by mail designated in the latest notice of that address under this section filed.

(4) An authority shall ensure that its registered office is

(a) accessible to the public during its usual business hours, and

(b) readily identifiable from the address or other description given in the notice referred to in subsection (2).

Authority records

25 An authority shall prepare and maintain at its registered office records containing

(a) the articles and the by-laws, including all amendments,

(b) minutes of meetings and resolutions of the board and of committees of the board,

(c) copies of all notices provided to the Registrar,

(d) its annual financial statements, together with the auditor's reports on them, and

(e) other information respecting its financial position and the results of its operations that is required by its by-laws,

and any other prescribed records.

Disclosure and Relations with Appointers and the Public

Public meetings

26(1) An authority shall hold a public meeting at least once in each year in premises in the authority's region that are adequate for the size of audience that may reasonably be anticipated.

(2) The authority shall give at least 30 days' prior notice of each public meeting in the form and manner prescribed.

(3) Everyone is entitled to attend the public meeting and the authority shall afford reasonable opportunity for the asking of questions and the expression of views.

(4) The authority shall ensure that at least 1/3 of its directors are present at each public meeting.

(5) The authority shall present to the public meeting copies of its annual financial statements, together with the auditor's report on them, and its annual report, for the previous fiscal year.

(6) An authority is not required to hold a public meeting under this section in the year in which it was formed if it was incorporated on or after July 1 in that year.

Appointers'
meetings with
authority

27(1) An authority shall, within 135 days after the end of each fiscal year of the authority, convene a meeting between the authority and its appointers.

(2) No one is entitled to attend a meeting held under subsection (1) except representatives of the authority and of the appointers and persons invited by the authority and the appointers, and the authority shall ensure that at least 1/3 of its directors are present at each meeting.

(3) The authority shall present to the meeting copies of its annual financial statements, together with the auditor's report on them, and its annual report, for the previous fiscal year, and a statement of its operational goals for the current fiscal year.

Validity of
meetings

28 Without limiting any other liability to which an authority may be subject, a meeting convened and held under section 26 or 27 is not invalidated by any contravention by the authority of any provision of that section.

Performance
review

29(1) At least once in every prescribed period, an authority shall have a review of the authority's management, operation and financial performance conducted by a person who is independent, within the meaning prescribed, of the authority.

(2) The person making the review shall prepare a written report containing his findings on the review.

(3) The report must include an assessment of the extent to which and how well the authority fulfilled its purposes during the period covered by the review and any other prescribed information about the authority.

(4) The authority shall forthwith provide a copy of the report free of charge to each of the appointers.

Annual financial
statements

30(1) An authority shall, within 120 days after the end of each fiscal year of the authority, provide to the Registrar and each of the appointers

(a) copies of its annual financial statements for that fiscal year and the most recent annual financial statements of each of its subsidiaries, together with the auditor's report on them, and

(b) any other information respecting the financial position of the authority and the results of its operations that is required by its by-laws.

(2) Where, as a result of the application of section 31, the financial statements required by subsection (1) are on a basis that consolidates the authority's financial statements with those of the authority's subsidiaries, subsection (1) shall be treated as also requiring separate financial statements for the authority.

(3) The annual financial statements required by subsection (1) must contain the prescribed information.

Generally
accepted
accounting
principles and
auditing
standards

31(1) Subject to this Act,

(a) with respect to the preparation of the financial statements of an authority, the authority and any other person responsible for the preparation shall apply generally accepted accounting principles, including the accounting recommendations of the Canadian Institute of Chartered Accountants set out in the Handbook published by that Institute, as amended from time to time, and

(b) with respect to the examination by an authority's auditor of its financial statements for the purposes of the auditor's report and with respect to the report itself, the auditor shall apply generally accepted auditing standards, including the auditing recommendations of that Handbook, as amended from time to time.

(2) For the purposes of this Act, the *Regulations Act* does not apply to generally accepted accounting principles or auditing standards.

(3) An authority shall keep proper accounts and maintain proper records in relation to the accounts.

Issue and
publication of
financial
statements

32 An authority shall not issue, publish or circulate copies of the annual financial statements referred to in section 30 unless those financial statements

(a) have previously been approved by the board and the board's approval is evidenced by the signatures of 2 or more directors on the statements, and

(b) are accompanied by the auditor's report on them.

Annual report

33 An authority shall provide to the Registrar and each of the appointers, at the time that the annual audited financial statements are provided to them, an annual report, of which the annual financial statements may form part, that includes a general summary of its undertaking and affairs during the previous fiscal year.

Examination and
provision of
records, reports,
etc.

34(1) An authority shall make available to any person, on request for examination at its registered office during its usual business hours and free of charge, copies of

(a) the report prepared under section 29(2),

(b) the most recent and previous annual financial statements of the authority and of each of its subsidiaries and of each corporation whose accounts are consolidated in the authority's financial statements, with the accompanying auditors' reports on them,

(c) its annual reports,

(d) records referred to in section 25(a) and (c), and

(e) other prescribed records of the authority,

and that person may make extracts from them.

(2) An authority shall provide to a person, on the payment of a reasonable fee, a copy of any document referred to in subsection (1).

(3) The directors may examine the records referred to in section 25 during the usual business hours of the authority free of charge.

Annual return

35 An authority shall, within 30 days after the end of its fiscal year, provide to the Registrar a return showing

(a) the name of the authority,

(b) the name and address of each director and of each officer of the authority who is not a director,

(c) the address of the authority's registered office,

(d) the address designated for service of the authority by mail, if any, and

(e) the names of the authority's subsidiaries.

Miscellaneous

Borrowings, debt
obligations and
securities

36(1) Without limiting section 8(1), an authority may

(a) borrow money on its credit,

(b) issue, reissue, sell or pledge debt obligations, within the meaning of the *Business Corporations Act*, of the authority, and

(c) create a security interest within the meaning of that Act in its property, whether owned or subsequently acquired.

(2) Unless otherwise prescribed, an authority shall not issue any shares.

Distributions and
surpluses

37(1) An authority shall not

(a) pay any dividends or similar distributions to its members, or

(b) pay or otherwise make available any part of its surpluses to or for the personal benefit of any of its members.

(2) Members are not entitled to participate, on the liquidation, dissolution, winding-up or termination of the authority and after the payment of its debts, in the distribution of its assets.

(3) Nothing in this section is to be construed to prohibit the payment of fees, salary or other remuneration, allowances or expenses to directors pursuant to the authority's by-laws.

Filing by
Registrar

38(1) The Registrar shall file the documents required by this Act to be provided to him.

(2) The Registrar may charge the prescribed fees for the performance of his services under this Act.

(3) A person who has paid the prescribed fee is entitled during the Registrar's usual business hours to examine a filed document and to make copies of or extracts from it, and the Registrar shall permit him to do so.

(4) The Registrar shall provide to any person who has paid the prescribed fee a copy or a certified copy of a filed document.

(5) The Registrar is not required to perform any duty with respect to authorities except those specifically provided by this Act or that are prescribed, and, in particular, the Registrar is not required, except as prescribed, to examine any document provided to him under this Act to ensure its compliance with this Act or to verify the correctness of any information given in such a document.

Offences and
penalties

39(1) A person who contravenes any provision of this Act is guilty of an offence against this Act.

(2) A person who is convicted of an offence against this Act for which no specific penalty is prescribed is liable

(a) in the case of an individual, to a fine of not more than \$3000, and

(b) in the case of any other person, to a fine of not more than \$10 000.

(3) A prosecution in respect of an offence against this Act may not be commenced later than 2 years after the alleged commission of the offence.

Regulations

40(1) The Lieutenant Governor in Council may make regulations

(a) defining any expression used in this Act for the purposes of this Act or for particular purposes of this Act;

(b) establishing the basis for and the manner of the making of appointments as directors, including the filling of vacancies on the board and respecting the removal of directors from office;

(c) respecting the duties and liabilities of members, directors, officers and employees of authorities ~~and the liabilities of appointers~~;

(d) establishing rules designed

(i) to prevent insider trading in respect of securities issued by an authority or by persons who are affiliates of the authority, or

(ii) to prevent real or perceived conflicts of interest amongst the directors, officers and employees of an authority and directors and shareholders of any such affiliates;

(e) respecting the circumstances under which appointers may or are to cease to hold their status as such;

(f) prohibiting or restricting the right of authorities to give financial assistance by any means, whether direct or indirect, to any person;

(g) respecting the rights of persons making reviews under section 29 to have, and the obligations of authorities to provide to those persons, information required to enable the reviewers to make adequate reviews;

(h) subject to section 37, providing for the dissolution or the liquidation and dissolution of an authority, the basis on which they are to be carried out and entitlements to receive the remaining assets of an authority on its liquidation, dissolution, winding-up or termination;

(i) respecting practices and procedures in the office of the Registrar respecting authorities and respecting the performance of his functions under this Act;

(j) prescribing penalties for offences against this Act;

(k) adopting any provision of the *Business Corporations Act* or the regulations under that Act in relation to an authority or making a similar or analogous provision in any respect;

(l) prescribing any matter or thing that by this Act may or is to be prescribed.

(2) Regulations under subsection (1) may make separate provisions for different authorities.

(3) Regulations made with reference to section 36(2) may have retro-active effect to the extent specified in them.

Consequential
amendments

41 *The Department of Transportation and Utilities Act is amended*

(a) in section 6 by striking out "real property held, used or occupied for airports, airstrips or railways" and substituting "airports, airstrips and railways held, used or occupied by, or the title to which is vested in, the Crown in right of Alberta";

(b) in section 18(1) by adding "", in relation to airstrips and airports that are or are to be under his administration," after "Minister may";

(c) in section 19(2) by adding "under his administration" after "an airstrip".

Coming into
force

42 *This Act comes into force on Proclamation.*

Regional Airports Authorities Act

42(1) *The Regional Airports Authorities Act is amended by this section.*

(2) *Section 24(3) is repealed and the following is substituted:*

(3) A document may be served on an authority

(a) by delivering the document during the authority's usual business hours to its registered office, or

(b) by sending the document by registered mail to

(i) the registered office, or

(ii) the address for service by mail

of the authority as shown in the most recently filed notice containing that information.

(3) *Section 40(1)(c) is amended by striking out "and the liabilities of appointers".*

TO THE MAYOR AND COUNCIL OF THE CITY OF RED DEER

GENTLEMEN:

We, the undersigned property owners, request that you will construct Pavement on lane east of 37th Ave from 44th Street to Embury Cres., as a Local Improvement to be assessed by way of a Unit Rate to be fixed by the Council, in accordance with the provisions of the Municipal Taxation Act and the Bylaws of The City of Red Deer.

Signature of Registered Owner or Assessed Owner	Complete Municipal Address	PRINTED NAME OF REGISTERED OWNER OR ASSESSED OWNER	LOT	BLOCK	PLAN	SIGNATURE OF WITNESS
<i>[Signature]</i>	4013-37 Avenue ^{T4N} Red Deer, AB ^{T4N} 2T3	Donald + Wendy J. Winter	9	21	4828KS	<i>[Signature]</i>
<i>[Signature]</i>	4009-37 Ave ^{T4N} Red Deer AB 2T3	EDNA M. STICKEL	10	21	4838 KS	<i>[Signature]</i>
<i>[Signature]</i>	4105-37 Ave ^{T4N} Red Deer, Alta 2T3	Henry + Edith E. Vander Meulen	6	21	4828 KS	<i>[Signature]</i>
<i>[Signature]</i>	4005-37 AVE ^{T4N} Red Deer, Alta 2T3	Fred + Irene A. Wood	11	21	4828 KS	<i>[Signature]</i>
<i>[Signature]</i>	4117-37 Ave	John + Wright Edith + Lewis J		21	4828KS	<i>[Signature]</i>
<i>[Signature]</i>	4113-37 Ave	WALTER M. OGILVIE	4	21	4828K	<i>[Signature]</i>
<i>[Signature]</i>	4101-37 Avenue Red Deer, Alta	DOREEN WINSERT	7	21	4828K.S.	<i>[Signature]</i>
<i>[Signature]</i>	4121-37 Ave Red Deer Alta	MERLE J RODGERS	2	21	4828K.S.	<i>[Signature]</i>

A F F I D A V I T

I, Edm. Schmel, swear that
 (signature of witness - must be an adult)

that to the best of my belief, the persons whose signatures I have witnessed
 are electors of The City of Red Deer in the Province of Alberta.

A F F I D A V I T

I, [Signature], swear
 (signature of witness - must be an adult)

that to the best of my belief, the persons whose signatures I have witnessed
 are electors of The City of Red Deer in the Province of Alberta.

A F F I D A V I T

I, E. Vander Wenden, swear
 (signature of witness - must be an adult)

that to the best of my belief, the persons whose signatures I have witnessed
 are electors of The City of Red Deer in the Province of Alberta.

I, [Signature], whose name
 (Signature of Representative)

appears upon the attached petition represent the petitioners and I am the person
 to whom The City of Red Deer may direct any enquiries with regards to the petition.
 My address and phone number are as follows:

4013-37 Ave Red Deer
 ADDRESS 7N2T3

343-3762
 TELEPHONE NO.

070-013

DATE: November 26, 1996

TO: City Clerk

FROM: Engineering Department Manager

RE: **PROPOSED LOCAL IMPROVEMENT PROJECT - LANE PAVING
LANE EAST OF 37 AVENUE FROM 44 STREET TO EMBURY
CRESCENT**

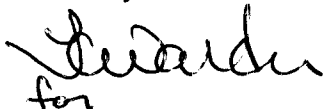
On July 27, 1996, the Engineering Department was contacted by a number of property owners living adjacent to the Joseph Welsh School playground, requesting information regarding paving of the subject lane (copy of letter attached).

On August 9, 1996, the Engineering Department provided the requested information (copy of letter attached) and advised the property owners to submit a petition to the City Clerk if they wished to proceed with a local improvement. The property owners have now submitted such a petition.

As indicated in our August 9, 1996 letter, the lane paving is estimated to cost approximately \$28,600; which equates to about \$70.01 per front metre. It should be noted that The City of Red Deer owns half of the property fronting onto the lane and would, therefore, be obliged to pay half of the cost.

RECOMMENDATION

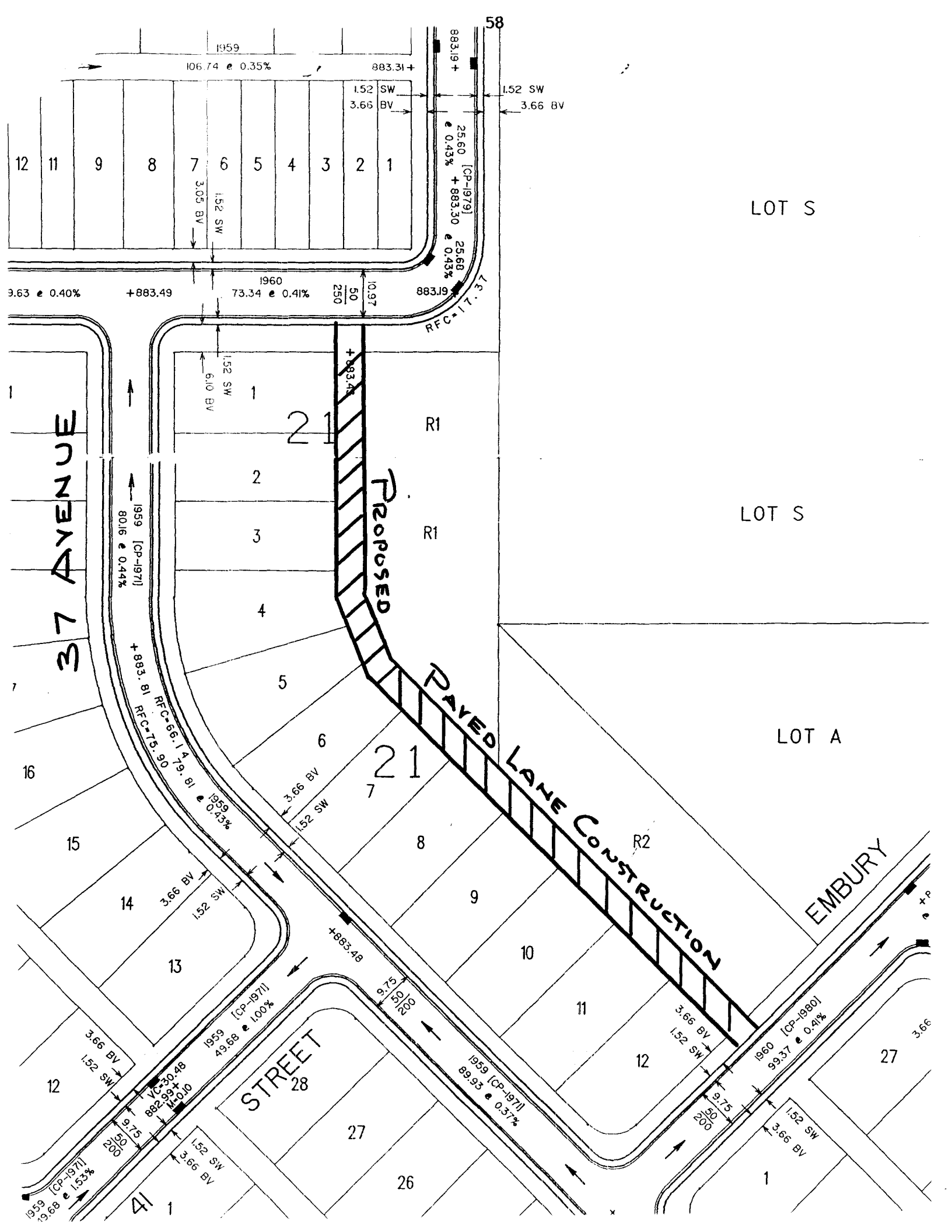
We respectfully recommend that a Local Improvement for lane paving be initiated and that Council approve a budget of \$14,300 from the Capital Reserve Account to cover the City's share of the costs of the project.



for
Ken G. Haslop, P. Eng.
Engineering Department Manager

SS/emr
Att.

c. City Assessor
c. Public Works Manager
c. Principal Planner



4013 - 37 Avenue
Red Deer, Alberta
T4N 2T3

JUL 29 1996

July 27, 1996

*Kenn
Beyon*

Mr. Ken Haslop, Manager
Department of Engineering
City of Red Deer
4914 - 48 Avenue, Box 5008
RED DEER, Alberta. T4N 3T4

Re: West side of Alley bordered by Embury Crescent and
37 Avenue - west of Joseph Welsh School Grounds

Dear Mr. Haslop,

The residents of 37 Avenue, between Embury Crescent and 44 Street, whose back yards face the above described alley wish to express the following concerns and suggestions to alleviate these concerns.

Due to the proximity of Joseph Welsh Elementary School and the Eastview Community Shelter/Play School, a very heavy traffic flow is created in this back alley at certain times of every school day. The peak times are at approximately 8:15 - 8:45 A.M., 11:15 A.M. - 12:00 noon and 3:10 - 3:30 P.M., with lesser but considerable traffic between 7:30 A.M. to 6:00 P.M., when parents drop and pick up children from the Before and After School Care Program. The illegal parking of vehicles near the north end of the alley, is a constant problem during the school term for residents at that end of the alley. During soccer season, in addition to the heavier traffic flow, vehicles are being parked along the alley making it extremely difficult for the property owners to enter or leave their garages and/or driveways.

Following are some suggestions which may alleviate the problems:

1. Re: Illegally Parked Vehicles
 - (a) While a fence erected on the school grounds on the east side of the alley may deter the illegal parking of vehicles, we do not wish to have this area fenced. Many homeowners chose to buy in this location because of the large green area easily accessible from our homes. Several young children in this block are able to walk to and from the playground and school while in view from their parents' homes.
 - (b) A fence would be problematic for residents who need to back large vehicles and equipment, e.g. holiday trailers, motorhomes etc., into specific parking spaces at the rear of their property.
 - (c) A fence near a schoolground becomes unsightly with papers, packages and the collection of general refuse. For example, the litter collected by the fence around Eastview Community School grounds is not attractive.
 - (d) Large "NO PARKING IN ALLEY AT ANYTIME" signs could be placed at both ends of the alley.
 - (e) By-Law personnel to carry out a 'blitz' in the month of September at specified hours of the school day, ticketing all illegally parked vehicles.
 - (f) Enlarge Joseph Welsh School parking lot, and access from Embury Crescent.

2. Re: Dust Control

Because the alley is for use of the general public we cannot control the number of vehicles which pass through it daily. Consequently, enjoyment of our sundecks and back yards is greatly hampered by the dusty conditions arising from the traffic. Homes are invaded by dust, which not only presents an inconvenience, but to those of us who suffer from allergies it is a health hazard as well. However, if the alley was paved, with a few speed bumps strategically placed, it would eliminate the dust and not become a speedway.

We would appreciate learning the following in reference to having the alley paved.

- (a) Total cost of paving the alley.
- (b) Cost to each property owner
- (c) What portion of total cost would be borne by each of the following; property owners, City of Red Deer, and Red Deer Public S. D. #. 104?
- (d) Would there be an increase to property taxes for those who would pay their portion of paving costs outright?

Upon receiving your reply, we will petition all property owners in this block. Meanwhile, a number of interested parties have indicated their approval of this proposal by signing below.

Thank you for your consideration of our concerns, and for your attention to this matter.

Sincerely,



Don and Wendy Winter

D:\WWW.es
cc: BRIAN JOHNSON
CITY ENGINEER

Em Stichel
4009-37 Ave.

M. J. Rodgers
4121-37th Ave.

L. Vander Meulen
4105-37 Ave.

Marcelle Peters
4001-37th Ave.

Kevin P. Waingard
4101-37 Ave.
John Wright
4117-37 Ave

August 9, 1996

Don and Wendy Winter
4013 - 37 Avenue
Red Deer, Alberta T4N 2T3

Dear Mr. and Mrs. Winter:

**RE: PROPOSED CONSTRUCTION OF A LOCAL IMPROVEMENT PROJECT
PAVED LANE EAST OF 37 AVENUE FROM 44 STREET TO EMBURY
CRESCENT**

The City of Red Deer was recently approached by yourself requesting that the above noted lane be constructed as a local improvement.

In order for City Council to consider construction of this project, it will be necessary for you to contact the other property owners, advise them of the approximate cost for their property, and have them sign the attached petition form. Once all property owners have been contacted, the petition is to be submitted to the City Clerk.

The following outlines the procedure to be followed in order for the local improvement to be considered by Council:

1. Petition initiated by a resident or group of residents requesting the construction of a local improvement, e.g. a paved lane.
2. Petition is submitted to City Council for preliminary approval.
3. The Engineering Department proceeds with preparation of detailed design drawings and estimates.
4. The local improvement rate is calculated and notices are prepared for each property owner.
5. The notice is sent to each property owner by registered mail.

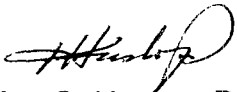
Mr. and Mrs. Winter
Page 2
August 9, 1996

6. The notice provides for a 30 day appeal period before the project is submitted to Council for final approval. If the majority of property owners indicate that they are not in favour of the project, the local improvement project will be canceled.
7. If the majority of property owners do not file an appeal within the 30 day period, the local improvement information is submitted to Council for approval.
8. The amount shown in the notice will be added to your taxes in the year following construction of the local improvement. The option exists for a property owner to make an one-time lump sum payment as well.
9. Construction of the Local Improvement usually occurs during the following year's construction season.

To assist you in discussions with the other property owners, we have prepared a preliminary cost estimate for the work. The attached information sheet has been prepared for your convenience. Column 7 lists the estimated cost per year for a 20 year debenture period and Column 9 lists the one-time payment amount for each property.

If you have any concerns or require additional information with regard to this proposed local improvement, please give Sybren Spyksma a call at (403) 342-8178.

Yours truly,



Ken G. Haslop, P. Eng.
Engineering Department Manager

SS/emg
Att.

PRELIMINARY ESTIMATE
INTENTION TO CONSTRUCT A PAVED LANE AS A LOCAL IMPROVEMENT
PROJECT: Paved Lane East of 37 Avenue - 44 Street to Embury Crescent

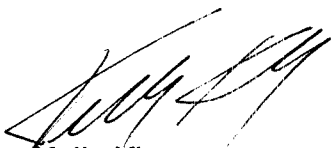
TOTAL COST OF PROJECT \$28,600.00
TOTAL ASSESSABLE FRONTAGE 408.496 METRES
ASSESSMENT PERIOD 20 YEARS
INTEREST RATE (9.0% ASSUMED) 0.10954647

1	2	3	4			5	6	7	8	9
PROPERTY OWNER	MAILING ADDRESS	CIVIC ADDRESS	LOT	BLOCK	PLAN	ASSESSABLE FRONTAGE	ANNUAL RATE PER ASSESSABLE METRE	TOTAL AMOUNT PER ANNUM (BASED ON ANNUAL RATE PER ASSESSABLE METRE)	PREPAYMENT RATE PER ASSESSABLE METRE	TOTAL PREPAYMENT AMOUNT (BASED ON FRONTAGE LENGTH)
Harold & Vikki Hedlund	4125 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4125 - 37 Avenue	1	21	4828 K.S.	18.29	\$7.67	\$140	\$70.01	\$1,280
8 Merle Jesse Rodgers	4121 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4121 - 37 Avenue	2	21	4828 K.S.	15.70	\$7.67	\$120	\$70.01	\$1,099
5 John Lyle, Edith, & Lewis Wright	4117 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4117 - 37 Avenue	3	21	4828 K.S.	15.70	\$7.67	\$120	\$70.01	\$1,099
6 Walter Milburn Ogilvie	4113 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4113 - 37 Avenue	4	21	4828 K.S.	18.23	\$7.67	\$140	\$70.01	\$1,277
Glen C. Crawford	4109 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4109 - 37 Avenue	5	21	4828 K.S.	16.23	\$7.67	\$124	\$70.01	\$1,136
3 Henry & Edith E. Vander Muelen	4105 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4105 - 37 Avenue	6	21	4828 K.S.	16.01	\$7.67	\$123	\$70.01	\$1,121
7 Kevin & Doreen Wingert	4101 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4101 - 37 Avenue	7	21	4828 K.S.	15.70	\$7.67	\$120	\$70.01	\$1,099
Kenneth & Gwan Pozzola	3 Rich Crescent, Red Deer, Alberta; T4P 3P1	4017 37 Avenue	8	21	4828 K.S.	17.07	\$7.67	\$131	\$70.01	\$1,195
1 Donald & Wendy J. Winter	4013 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4013 - 37 Avenue	9	21	4828 K.S.	17.68	\$7.67	\$136	\$70.01	\$1,238
2 Edna M. Stickel	4009 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4009 - 37 Avenue	10	21	4828 K.S.	17.68	\$7.67	\$136	\$70.01	\$1,238
4 F.J. & I. A. Wood	4005 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4005 - 37 Avenue	11	21	4828 K.S.	17.68	\$7.67	\$136	\$70.01	\$1,238
Warren Kotanko	4001 - 37 Avenue, Red Deer, Alberta; T4N 2T3	4001 - 37 Avenue	12	21	4828 K.S.	18.29	\$7.67	\$140	\$70.01	\$1,280
City of Red Deer	P.O. Box 5008, Red Deer, Alberta; T4N 3T4	3701 - 44 Street	R1	21	6337 K.S.	105.43	\$7.67	\$809	\$70.01	\$7,381
City of Red Deer	P.O. Box 5008, Red Deer, Alberta; T4N 3T4	4020 Embury Crescent	R2	21	6337 K.S.	98.82	\$7.67	\$758	\$70.01	\$6,919
TOTALS						408.50		\$3,133		\$28,600

DATE: NOVEMBER 27, 1996
TO: CITY COUNCIL
FROM: CITY CLERK
RE: PETITION FOR LOCAL IMPROVEMENT

For Council's information, the general process for a local improvement once a sufficient petition has been received is as follows:

1. A group of owners in a municipality may petition the council for a local improvement.
2. If a local improvement is proposed, the municipality must prepare a local improvement plan.
3. When a local improvement plan has been prepared, the municipality must send a notice to the persons who will be liable to pay the local improvement tax.
4. If a petition objecting to the local improvement **is filed** with the chief administrative officer within 30 days of the notices' being sent and the chief administrative officer declares the petition to be sufficient, the council must not proceed with the local improvement.
5. If a sufficient petition objecting to the local improvement **is not filed** with the chief administrative officer within 30 days of sending the notices, the council may undertake the local improvement and impose the local improvement tax at any time in the 3 years following the sending of the notices.
6. Prior to Council proceeding with the improvement, a local improvement tax bylaw in respect of the local improvement must be passed. This bylaw authorizes the council to impose a local improvement tax in respect of all land in a particular area to raise revenue to pay for the local improvement that benefits from same.



Kelly Kloss
City Clerk

DATE: November 25, 1996

TO: City Clerk

FROM: City Assessor

RE: LOCAL IMPROVEMENT - LANE EAST OF 37TH AVE

With reference to the petition to construct a paved lane east of 37th Avenue from 44th Street to Embury Crescent, may we advise that there are 14 properties adjacent and abutting the proposed local improvement.

Two of the properties are City-owned, which reduces the number of owners who would be liable to pay the local improvement to 12. The eight signatures on the petition represent 2/3rds of the owners who would be liable to pay the local improvement tax, which is in accordance with Section 392(2) of the Municipal Government Act which states:

- “(2) A petition is not a sufficient petition unless
- (a) it is signed by 2/3 of the owners who would be liable to pay the local improvement tax, and
 - (b) the owners who sign the petition represent at least ½ of the value of the assessments prepared under Part 9 for the parcels of land in respect of which the tax will be imposed.”

Section 392(4) of the Municipal Government Act allows the City leeway in determining the sufficiency of the petition to include the City's properties or not.

Section 392(4) of the Municipal Government Act states:

- “(4) If a municipality, school division, school district, hospital district or health region under the *Regional Health Authorities Act* is entitled to sign a petition under this Division, it may give notice to the council prior to or at the time the petition is presented to the council that its name and the assessment prepared for its land under Part 9 are not to be counted in determining the sufficiency of a petition under subsection (2), and the council must comply with the notice.”

City Clerk
Page 2
November 25, 1996

RECOMMENDATION

As the petition meets the requirements of Section 392 of the Municipal Government Act, that the City of Red Deer proceed with a local improvement plan as per Section 394 of the Municipal Government Act.



Al Knight, A.M.A.A.
City Assessor

AK/ngl

c.c. Director of Development Services
Public Works Manager
Principal Planner

DATE: November 27, 1996

TO: City Clerk

FROM: Director of Corporate Services

RE: **PROPOSED LOCAL IMPROVEMENT PROJECT -
LANE PAVING EAST OF 37 AVENUE
FROM 44 STREET TO EMBURY CRESCENT**

The above project is being submitted to Council for consideration.

The cost of the project is \$28,600 and would be borne as follows:

Description	Amount	%
• Property owners petitioning for local improvement (8)	\$ 9,409	32.9%
• Property owners not petitioning for the local improvement (4)	4,891	17.1%
• The City of Red Deer	14,300	50.0%
	\$ 28,600	100.0%

The project is not presently included in the City budget. This means the City portion would have to be included in the 1997 capital budget. The funding for the \$14,300 would be the Capital Project Reserve. The City uses the Capital Project Reserve funds to finance the major capital program without having to incur long term debt. The more the reserve is used the less funding that is available for other major capital projects.



A. Wilcock, B. Comm., C.A.
Director of Corporate Services

Comments:

We recommend that Council proceed with processing the local improvement. If all approvals are met within this process and the local improvement is to proceed, we recommend that the costs for the City portion of the improvement be funded from the Capital Reserve Account.

"G. D. Surkan"
Mayor

"H. M. C. Day"
City Manager

Council Decision - December 2, 1996 Meeting

DATE: December 4, 1996
TO: Engineering Department Manager
FROM: City Clerk
RE: ***PROPOSED LOCAL IMPROVEMENT PROJECT - LANE PAVING,
(Lane East of 37 Avenue from 44 Street to Embury Crescent)***

FILE

Reference Report:

Engineering Department Manager,
dated November 26, 1996

Resolution Passed:

"RESOLVED that Council of The City of Red Deer, having considered a Petition for Local Improvement to pave the lane on the east side of 37 Avenue from 44 Street to Embury Crescent, hereby agrees as follows:

1. That the necessary local improvement plan be prepared;
2. That all conditions required for local improvements under the Municipal Government Act be met;
3. That following all approvals relative to the said local improvement, the cost for the City's portion is to be funded from the Capital Reserve Account,

and as presented to Council December 2, 1996."

Report Back to Council Required: Yes

Engineering Department Manager
December 4, 1996
Page 2

Comments/Further Action:

Please proceed with the process as required
by the Municipal Government Act.

A handwritten signature in black ink, appearing to read 'Kelly Kloss', is written over the typed name and title.

Kelly Kloss
City Clerk

KK/clr

c Director of Corporate Services
 City Assessor

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

FILE

December 4, 1996

Mr. Don Winter
4013 - 37 Avenue
Red Deer, AB T4N 2T3

Dear Mr. Winter:

At the City of Red Deer's Council Meeting held Monday, December 2, 1996, consideration was given to the Petition for Local Improvement. At that meeting the following resolution was passed:

"RESOLVED that Council of The City of Red Deer, having considered a Petition for Local Improvement to pave the lane on the east side of 37 Avenue from 44 Street to Embury Crescent, hereby agrees as follows:

1. That the necessary local improvement plan be prepared;
2. That all conditions required for local improvements under the Municipal Government Act be met;
3. That following all approvals relative to the said local improvement, the cost for the City's portion is to be funded from the Capital Reserve Account,

and as presented to Council December 2, 1996."

... / 2



*a delight
to discover!*

Mr. Don Winter
December 4, 1996
Page 2

The City will now proceed with the necessary process for final approvals of this local improvement. As was discussed at the Council Meeting, Council requests that you advise the petitioners that, providing the paving of this lane proceeds, Council generally does not consider the placement of speed bumps to be effective, and as such, same are not permitted.

If you have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kelly Kloss', written over a horizontal line.

Kelly Kloss
City Clerk

KK/clr

- c Director of Development Services
- Director of Corporate Services
- City Assessor
- Public Works Manager
- Principal Planner

DATE: November 20, 1996

TO: DIRECTOR OF COMMUNITY SERVICES

DIRECTOR OF CORPORATE SERVICES

X DIRECTOR OF DEVELOPMENT SERVICES

X CITY ASSESSOR

E. L. & P. MANAGER

ENGINEERING DEPARTMENT MANAGER

FIRE CHIEF (EMERGENCY SERVICES)

INFORMATION TECHNOLOGY SERVICES MANAGER

INSPECTIONS AND LICENSING MANAGER

LAND AND ECONOMIC DEVELOPMENT MANAGER

PERSONNEL MANAGER

X PUBLIC WORKS MANAGER

R.C.M.P. INSPECTOR

RECREATION, PARKS & CULTURE MANAGER

SOCIAL PLANNING MANAGER

TRANSIT MANAGER

TREASURY SERVICES MANAGER

X PRINCIPAL PLANNER

CITY SOLICITOR

BACKUP INFORMATION
NOT SUBMITTED TO COUNCIL

FROM: CITY CLERK

RE: LOCAL IMPROVEMENT - LANE EAST OF 37TH AVENUE

Please submit comments on the attached to this office by November 25, 1996, for the Council Agenda of December 2, 1996.

"Kelly Kloss"

City Clerk

FILE

FILE No.



THE CITY OF RED DEER

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

November 20, 1996

Donald & Wendy Winter
4013 - 37 Avenue
Red Deer, AB T4N 2T3

Dear Mr. & Mrs. Winter:

I am in receipt of your petition re: Pavement on Lane East of 37th Avenue from 44th Street to Embury Crescent. Your request will be placed on the Red Deer City Council Agenda of December 2, 1996.

Your request has been circulated to City Administration for comments. A copy of the administrative comments will be available to you prior to the Council Meeting and can be picked up at our office on the second floor of City Hall on Friday, November 29, 1996.

If you wish to be present and/or speak at the Council Meeting, please telephone our office on Friday, November 29, 1996, and we will advise you of the approximate time that Council will be discussing this item. Upon arrival at City Hall, please enter the park side entrance and proceed to the Council Chambers on the second floor.

Council Meetings are open to the general public and are televised live on Shaw Cable, Channel 3. Council Meetings commence at 4:30 p.m., adjourn for the supper hour at 6:00 p.m., and reconvene at 7:00 p.m. Council agendas are available to the public and media from the City Clerk's Department.

If you have any questions or require further assistance, please do not hesitate to contact me.

Sincerely,

Kelly Kloss
City Clerk



*a delight
to discover!*

PICK UP INFORMATION
NOT SUBMITTED TO COUNCIL

BYLAW NO. 2960/B-96

Being a bylaw to amend Bylaw No. 2960/88, The Utility Bylaw of The City of Red Deer.

NOW THEREFORE, THE MUNICIPAL COUNCIL OF THE CITY OF RED DEER, IN THE PROVINCE OF ALBERTA, DULY ASSEMBLED, ENACTS AS FOLLOWS:

Bylaw No. 2960/88 is hereby amended as follows:

- 1 By deleting Part 8 in its entirety and replacing it with Part 8 attached hereto.
- 2 By deleting Schedule "D" in its entirety and replacing it with Schedule "D" attached hereto, effective January 24, 1997.
- 3 Section 122 is amended by deleting therefrom the number "118.1" and replacing same with the number "119(1)".
- 4 Sections 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130 and 131 be renumbered 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131 and 132, respectively.
- 5 This bylaw shall come into full force and effect on January 1, 1997.

READ A FIRST TIME IN OPEN COUNCIL this 4 day of November A.D. 1996.

READ A SECOND TIME IN OPEN COUNCIL this day of A.D. 1996.

READ A THIRD TIME IN OPEN COUNCIL this day of A.D. 1996.

AND SIGNED BY THE MAYOR AND CITY CLERK this day of A.D. 1996.

MAYOR

CITY CLERK

PART 8

GARBAGE UTILITY

- 106 In this part and in the schedules related to this part, the following words shall have the following meanings:
- (a) "Container" means a container for garbage which is designed to be emptied by a front loader garbage vehicle;
 - (b) "Contractor" shall mean the person who is designated by the City as the holder of the exclusive franchise for garbage service in the city pursuant to this bylaw;
 - (c) "Dangerous Goods" shall have the meaning set out from time to time in the Transportation of Dangerous Goods Control Act, R.S.A. 1980, Ch. T-6.5 as amended, and the regulations thereunder;
 - (d) "Disposal Grounds" shall mean the landfill site operated under the authority of the City from time to time;
 - (e) "Garbage" means discarded material or waste of any kind which is permitted to be disposed of at the City landfill site;
 - (f) "Hazardous Waste" shall have the meaning set out from time to time in the Environmental Protection and Enhancement Act, R.S.A. 1980, Ch. E 13.3 as amended, and the regulations thereunder;
 - (g) "Receptacle" means a receptacle for garbage other than a container as defined herein and includes a garbage can and garbage bags;
 - (h) "Special Waste" means waste which requires special disposal treatment at the Disposal Grounds but does not include garbage, hazardous waste or dangerous goods.

ESTABLISHMENT AND CONTRACTING

- 107 The City hereby establishes the garbage utility system for the collection, removal and disposal of all garbage and special waste in the City.

- 108 (1) The City hereby grants an exclusive franchise for the collection, removal and disposal of garbage collected within the boundaries of the City for a term commencing upon the coming into force of this bylaw and terminating upon the 31st day of December 2001 (five years) to Western Canadian Waste Services Inc. (the "Contractor"). Such exclusive franchise shall be governed by the terms of this bylaw and any agreement entered into between the City and the Contractor.
- (2) Except as provided in this part, no person other than the Contractor shall directly or indirectly remove or dispose of garbage collected within the boundaries of the City.
- (3) Notwithstanding the foregoing, the Contractor shall not have any exclusive right to collect, remove and dispose of the following types of garbage:
- (a) residential large household goods;
 - (b) garbage in rolloff containers of a capacity of 20 cubic yards or greater;
 - (c) garbage produced by large scale commercial compactors of a capacity of 20 cubic yards or greater;
 - (d) any waste not accepted at the city Landfill; and
 - (e) those items suitable for recycling or reuse.
- 109 (1) The City hereby grants an exclusive franchise for the collection, removal and recycling of recyclable material from the Residential Recycling Program for a term commencing upon the coming into force of this bylaw and terminating upon the 31st day of December 2001 (five years) to W.M.I. Waste Management of Canada Inc. (the "Recycling Contractor"). Such exclusive franchise shall be governed by the terms of this bylaw and any agreement entered into between the City and the Contractor.
- (2) Except as provided in this part, no person other than the Recycling Contractor shall directly or indirectly remove or dispose of recyclable material from the Residential Recycling Program collected within the boundaries of the City.

GARBAGE SERVICE CHARGES AND BILLING RATES

- 110 (1) The City hereby levies and the consumer shall pay for garbage services provided the amounts and charges provided for in this bylaw and in Schedule "D" attached hereto.
- (2) For greater certainty, all consumers shall pay the City for basic garbage services notwithstanding any contract such consumer may have for additional or special garbage services. The City shall not be responsible to bill or to collect fees for additional or special garbage services.
- (3) Where service is provided for part of a billing period, the rate shown under Schedule "D" for such service shall be prorated and charged for the portion of the period the service is provided.
- (4) No charges shall be levied or collected in respect of residential lands when such lands are not in fact occupied and the garbage service is not being used.

ADMINISTRATION OF GARBAGE COLLECTION, REMOVAL AND DISPOSAL SERVICE

- 111 (1) The Director shall:
- (a) supervise the collection, removal and disposal of garbage under this bylaw and under any contract entered into by the City;
- (b) decide what does or does not constitute garbage or special waste which shall be collected and removed under this bylaw, and
- (c) determine which of the rates set out in Schedule "D" applies to a particular consumer in light of the quantity or volume of garbage produced by that consumer.

USE OF THE GARBAGE SERVICE AND DISPOSAL GROUNDS

- 112 (1) No material shall be considered to be "garbage" within the meaning of this bylaw unless and until the owner of the same shall have placed it in a receptacle or container for collection.
- (2) All garbage shall be removed to and disposed of in the Disposal Grounds subject to the regulations established by the City therefor and no person shall deposit or dispose of garbage at any location in the City except the Disposal Grounds.
- 113 (1) No owner or occupant of land shall permit garbage to accumulate loosely on such land.
- (2) An owner or occupant of land shall ensure that any garbage produced from such land is held in receptacles or containers in good condition adequate to contain the accumulation of garbage originating from such lands between collection times.
- (3) Garbage receptacles shall be placed as near as practicable to the lane abutting the lands upon which the same are situated so as to be easily accessible to the persons required by this bylaw or any contract pursuant hereto to handle the same, or if a lane does not abut such lands, or for any other reason the placement required by this section is impractical, such receptacles shall be placed in such manner as the Director directs.
- 114 When a building is constructed so that its exterior wall abuts the lane or the lane setback and no alternate location is provided on the site accessible to the lane, a space within the building, accessible to the lane, shall be provided of sufficient dimensions to contain all garbage between periods of collection to the satisfaction of the Director.
- 115 (1) Notwithstanding any other provisions of this bylaw, a receptacle containing garbage shall be sufficiently strong to hold the weight of garbage contained therein without breaking and shall not exceed:
- (a) 25 kilograms (55 pounds) in weight;
- (b) 1.2 metres (4 feet) in length; or

- (c) 100 litres (3.6 cubic feet) in volume.
- (2) The City and its Contractor are not required to handle, collect or remove a receptacle, or the contents of a receptacle, which does not comply with section 115(1) of this bylaw.
- (3) All owners or occupants of land shall remove and dispose of all garbage originating on their lands or premises which are not collected, removed and disposed of pursuant to this bylaw, and in default of their so doing, the City may remove and dispose of such garbage at the expense of such owners or occupants and the owners or occupants shall make payment of such expenses on demand.
- 116 (1) The owner or occupant of residential lands or premises may remove the garbage therefrom at his own expense and employ some other person for such purpose, but such action shall not relieve the owner or occupant of this liability to pay to the City the rate levied under this bylaw for removing such garbage.
- (2) The owner or occupant of multi-family residential lands or premises must have hand pick-up or container collection of garbage at least once per week.
- (3) The owner or occupant of non-residential lands or premises may remove his own garbage at his own cost and expense by employing the services of his own workers or employees, but such owner or occupant shall not contract such work out to any party other than the Contractor, except for the removal of this types of garbage listed in Section 108(3).
- (4) Any person who breaches the provisions of subsection (3) hereof, in addition to his liability to be prosecuted for an offence under this bylaw, shall be liable for and make payment to the City of the fees and charges for removal and disposal of garbage which such person would have had to pay had such person used the services of the Contractor for such purpose.
- (5) Section 116 does not apply to removal of garbage from the Michener Centre.

HAZARDOUS WASTE, DANGEROUS GOODS, SPECIAL WASTE

- 117 (1) The owner or occupant of land which produces or possesses any dangerous goods, hazardous waste or special waste shall remove and dispose of such goods in accordance with this bylaw and any regulations of the Governments of Alberta and Canada.
- (2) The owner or occupant of any lands from which any dangerous goods, hazardous waste or special waste is removed shall properly identify such waste or goods and shall be responsible for obtaining approvals for the safe transport and disposal thereof.
- (3) No person shall deposit or mix with any garbage for collection in the garbage service or delivery to the Disposal Grounds any dangerous goods or hazardous waste.
- (4) No person shall place, or cause to be placed, any special waste into the garbage service or Disposal Grounds without obtaining permission from the Director and making payment of the disposal charge specified in Schedule "D".
- (5) Any person breaching any part of this section 117 shall be responsible for all costs incurred in eliminating any pollution or contamination of the Disposal Grounds or any other site in the City and shall make payment of the same to the City on demand.

BURNING

- 118 Except as provided in the City's Fire Permit Bylaw no persons shall burn or attempt to burn any garbage outside of a building in any area of the City.

MISCELLANEOUS

- 119 (1) Notwithstanding anything in this bylaw, no person shall deposit any garbage or refuse at the Disposal Grounds which does not originate from within the boundaries of the City except with the prior written permission of the Public Works Manager or under the authority of a contract with the City.

- (2) The penalty for a breach of section 119 shall be:
- (a) in the case of a first offence, a fine of not less than \$50.00 and not more than \$100.00 and in default of payment thereof to a term of imprisonment for not more than 5 days;
 - (b) in the case of a second offence, a fine of not less than \$150.00 and not more than \$250.00 and in default of payment thereof to a term of imprisonment for not more than 15 days; and
 - (c) in the case of a third and any subsequent offence, a fine of \$500.00 and in default of payment thereof to a term of imprisonment for not more than 90 days, or to both fine and imprisonment.

SCHEDULE "D"

Page 1 of 3

PART 8**SCHEDULE OF GARBAGE RATES**

The following rates are effective January 24, 1997.

1. Rates to be applicable for premises when supplied with a container by the contractor engaged by the City. Scheduled Service includes Contractor-provided container.

SOLID WASTE COLLECTION RATES FOR COMMERCIAL FRONT-END CONTAINERS				
Type of Service	Monthly Rate			
	1.529 cu. m. (2 cu. yds.)	2.294 cu. m. (3 cu. yds.)	3.058 cu. m. (4 cu. yds.)	4.587 cu. m. (6 cu. yds.)
<u>Service on Demand:</u>				
Container rental	19.50	26.00	32.50	39.00
Lift charge	19.50	26.00	32.50	39.00
<u>Scheduled Service:</u>				
1 lift per month	21.05	25.08	29.09	37.15
1 lift every 2 weeks	29.09	37.15	45.20	61.30
1 lift per week	34.26	51.39	66.81	89.93
2 lifts per week	68.52	102.78	133.61	166.50
3 lifts per week	102.78	154.17	189.12	243.59
4 lifts per week	137.05	205.57	246.68	328.90
5 lifts per week	171.30	256.96	308.35	409.84
6 lifts per week	205.57	308.35	370.02	493.35
Extra lift for scheduled service	19.50	26.00	32.50	39.00

Charges for special container services in addition to the above rates will be as follows:

RATES PER CONTAINER

Locking Devices on Containers	\$ 5.00 per month
Castors on Containers	\$ 5.00 per month
Extra Cleaning (if more than one per year required)	\$120.00 each time
Fire Damage	\$100.00 each time

SCHEDULE "D"

Page 2 of 3

PART 8**SCHEDULE OF GARBAGE RATES**

2. Rates to be applicable for premises where the owner or agent is charged and such owner or agent provides receptacles for hand pick-up of solid waste.

MONTHLY SOLID WASTE COLLECTION RATES FOR COMMERCIAL HAND PICK-UP							
Volume per Pick-Up	Frequency of Pick-Up per Week						Cost per Extra Pick-Up
	1	2	3	4	5	6	
.383 cu.m. ($< \frac{1}{2}$ cu. yd.)	7.35	14.69	22.04	29.38	36.73	44.07	6.50
.383 cu.m. ($\frac{1}{2}$ cu. yd.)	14.69	29.38	44.07	58.76	73.45	88.14	9.10
.765 cu. m. (1 cu. yd.)	29.38	58.76	88.14	117.52	146.90	176.28	11.70
1.529 cu.m. (2 cu. yds)	58.76	117.52	176.28	235.04	293.80	352.56	14.30
2.294 cu. m. (3 cu. yds.)	88.14	176.28	264.42	352.56	440.70	528.84	20.80
3.058 cu. m. (4 cu. yds.)	117.52	235.04	352.56	470.08	587.60	705.12	27.30
3.823 cu.m. (5 cu. yds.)	146.90	293.80	440.70	587.60	734.50	881.40	33.80
4.587 cu.m. (6 cu. yds.)	176.28	352.56	528.84	705.12	881.40	1057.68	40.30

3. For a single family dwelling unit, a semi-detached residential unit, a single family dwelling unit with a basement dwelling unit situated therein, or an occupant of a dwelling unit in a multiple family building where the owner or agent does not pay charges directly to the City, the charge shall be \$6.23 per month per dwelling unit for one pick-up per week of garbage year round and once a week collection of yard waste for six months per year.
4. For each residential dwelling unit the charge shall be \$2.31 per month for recycling.
5. The charge for collection of large items up to a maximum load weight of 500 kg. shall be \$100.00 per load, to be invoiced directly by the Contractor.

SCHEDULE "D"

Page 3 of 3

PART 8**SCHEDULE OF GARBAGE RATES****5. DISPOSAL GROUNDS RATES FOR ACCEPTANCE OF GARBAGE AND REFUSE**

<u>Description</u>	<u>Rate</u>
1. Residents hauling residential refuse from their own residences	\$26.00 per metric tonne
2. Private companies or commercial haulers with commercial or residential refuse	\$26.00 per metric tonne
3. Liquid waste contained in a water tight box or tank	\$26.00 per metric tonne
4. Demolition, concrete, asphalt and tree rubble	\$26.00 per metric tonne
5. Special Waste	\$46.00 per metric tonne
6. When fractional metric tonnes are delivered the rate charged for the same shall be determined by pro-rating the above rates per tonne in the same ratio as the weight of such refuse, waste or rubble delivered bears to a metric tonne. In any event, a minimum charge of \$5.00 shall apply.	
7. Clean Fill	No Charge

6. Dry Waste Disposal Site

	<u>Dirt</u>	<u>Concrete and Asphalt</u>
Single Axle	\$ 3.00	\$ 15.00
Tandem	\$ 5.00	\$ 20.00
End Dumps	\$ 10.00	\$ 40.00
Pups and Trucks	\$ 10.00	\$ 40.00

BYLAW NO. 3179/A-96

Being a bylaw to amend Road Closure Bylaw 3179/96, a bylaw to close a portion of road in the City of Red Deer.

NOW THEREFORE THE MUNICIPAL COUNCIL OF THE CITY OF RED DEER, IN THE PROVINCE OF ALBERTA, DULY ASSEMBLED, ENACTS AS FOLLOWS:

That Bylaw 3179/96 be amended as follows:

- 1 By deleting therefrom in its entirety Clause 1 and replacing it with the following Clause 1:

"1 All that portion of 51st (Pine) Avenue as shown on Subdivision Plan 6073 X which lies to the South of the projection westerly of the North boundary of Lot 5, Block 8, Plan 2376 A1 and to the North of the production westerly of the South boundary of Lot 1, Block 8, Plan 2376 A1".

READ A FIRST TIME IN OPEN COUNCIL this day of A.D. 1996.

READ A SECOND TIME IN OPEN COUNCIL this day of A.D. 1996.

READ A THIRD TIME IN OPEN COUNCIL this day of A.D. 1996.

AND SIGNED BY THE MAYOR AND CITY CLERK this day of A.D. 1996.

MAYOR

CITY CLERK

**THE CITY OF RED DEER**

P. O. BOX 5008, RED DEER, ALBERTA T4N 3T4

FAX: (403) 346-6195

City Clerk's Department
(403) 342-8132 FAX (403) 346-6195

FILE

December 4, 1996

Towne Centre Association
B3, 4901 - 48 Street
Red Deer, AB T4N 6M4

Att: John Ferguson, General Manager

Dear John:

At the City of Red Deer's Council Meeting held Monday, December 2, 1996, consideration was given to your letter dated November 19, 1996 concerning appointments to the Board of Directors for the Towne Centre Association for the term January 1997 to December 1999. At that meeting the following resolution was passed:

"RESOLVED that Council of the City of Red Deer hereby appoints the following to the Board of Directors of the Towne Centre Association for the term of January 1997 to December 1999:

Haeley Ginter
John Hull
Doug Sandall
Diana Rowe
Charlene Peel."

I ask that you now contact all those individuals whose names you submitted for consideration of nomination, and advise them of Council's decision in this instance.

... / 2



*a delight
to discover!*

Towne Centre Association
December 4, 1996
Page 2

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kelly Kloss', written over a horizontal line.

Kelly Kloss
City Clerk

KK/clr

- c Director of Community Services
 Director of Development Services
 Inspections and Licensing Manager
 Lucy Bredy, Committee Directory