

# Westlock Regional Waste Management Commission

## Bylaw #01-16

Being a Bylaw of the Board of Directors of the Westlock Regional Waste Management Commission Governing the Administration of the Commission,

**WHEREAS** the Westlock Regional Waste Management Commission has been established by Alberta Regulations and made pursuant to the *Municipal Government Act*, R.S.A. 2000, c. M-26; and

**WHEREAS** the first Board of Directors of the Westlock Regional Waste Management Services Commission now wishes to make a Bylaw pursuant to Section 602.07 (3) (b) of the *Municipal Government Act* governing the administration of the Westlock Regional Waste Management Commission;

**NOW THEREFORE** the Board of Directors of the Commission enacts the following:

### 1. Definitions

- 1.1 "Act" means the Municipal Government Act, R.S.A. 2000, c. M-26;
- 1.2 "Board" means the Board of Directors of the Commission;
- 1.3 "Chair" means the chairperson of the Board;
- 1.4 "Commission" means the Westlock Regional Waste Management Commission.
- 1.5 "Director" means a person appointed to the Board of Directors of the Commission in accordance with this bylaw;
- 1.6 "Member(s)" means the municipal member as set out in the Regulation
- 1.7 "Regulation" means Alberta Regulation No. 40-2000 as amended from time to time.

### 2. Board Meetings

- 2.1 The Board shall conduct their meetings in public unless all or part of the meeting is a matter to be discussed within one of the exceptions to disclosure in Division 2 of Part 1 of the *Freedom of Information and Protection of Privacy Act* and when a meeting is closed to the public, no resolution or bylaw may be passed at the meeting except a resolution to revert to a meeting held in public.
- 2.2 The Board shall hold a minimum of four (4) regularly meetings per year.
- 2.3 The Board shall set the time and place of the next regular meeting at the end of the preceding regular meeting. Notice of the next regular meeting need not be given to those directors in attendance. Notice shall be provided to those directors who were not in attendance,
- 2.4 The chairperson or any three (3) directors may call a special (non-regular) meeting of the Board. Any such meeting will require notice as described herein, to be provided to each director. Alternatively, a special (non-regular) meeting

may be convened without notice providing at least four (4) directors sign a waiver of notice,

- 2.5 Notice of a special (non-regular) meeting shall be provided to each director by providing at least seven (7) days' notice in person, or by ordinary mail, or electronic mail addressed to him or her address as shown on the records of the commission
- 2.6 A quorum of the Board, at all meetings of the Board shall consist of at least three (3) Directors.
- 2.7 Each Member at the Board shall have one (1) vote.
- 2.8 A Resolution passed by a majority of the votes at any duly constituted meeting of the Board shall be binding.
- 2.9 The Chairperson shall preside at meetings of the Board and in the absence of the Chairperson, the Vice Chairperson and in the absence of the Chairperson and Vice Chairpersons the meeting may elect a Chairperson.
- 2.10 Notwithstanding anything to the contrary of this bylaw, a resolution in writing signed by all the Directors shall be valid and effectual as if it had been passed at a meeting duly called and constituted and will be ratified at the next regularly scheduled Board meeting.

### **3. Seal**

- 3.1 The Board shall adopt a seal of the Commission and the Seal shall be in the custody of the Manager under the control of the Board.
- 3.2 The seal of the Commission shall not be affixed to any document except by the authority of a resolution of the Board and in the presence of the Chairperson or Vice Chairperson or any other person appointed by the Board and in the presence of the Manager or any other person appointed by the Board.

### **4. Duties of the Board**

- 4.1 The Board shall formulate bylaws, policies, programs, procedures, rules and regulations concerning all aspects of the affairs of the Commission in accordance with the Act and the Board shall be at liberty to exercise any or all of the powers of the Commission granted to the Commission pursuant to the Act for the purpose of carrying out the objectives of the Commission
- 4.2 The Board may appoint such committees consisting of its directors or other persons or any combination thereof as it may deem expedient for the furtherance of the objectives of the Commission and in doing so may not delegate any of its powers or duties and shall prescribe such terms of reference as it may deem fit. No such committee shall have the right to pledge the credit of the commission.
- 4.3 The Board, through the Manager, may employ, discipline, terminate and fix the conditions of remuneration, employee's benefits, pension, hours of work and any other matter relating to such employees as may be deemed necessary.
- 4.4 The Board may from time to time establish rates for the payment of remuneration to its Officers and Directors and may reimburse the Directors of

the Board, its Officers, employees or any other persons for expenses incurred on behalf of the Board.

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

**5. Books and Records**

5.1 The Board shall cause to be kept proper books of accounts and records and such books of account and records together with all papers and other documents relating to the Commission shall be kept at the office of the Commission and shall be open during reasonable hours to the inspection and examination by every Director of the Board.

5.2 The Board shall appoint an auditor or auditors who shall be a member or members of the institute of Chartered Accountants and who shall audit the accounts and affairs of the Commission in accordance with the requirements of the Act.

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

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

**6. Manager**

6.1 The Board shall appoint a Manager of the Commission

6.2 The Manager shall manage and direct the affairs of the Commission in accordance with set bylaws, policies, programs, procedures, rules, regulations and directions of the Board and in accordance with the Act and the Manager shall conform to all lawful orders and directions given to him or her by the board.

**7. Amendments**

7.1 This bylaw may be amended from time to time by the Board by a majority of the votes cast at any duly constituted meeting of the board.

READ A FIRST TIME this 22<sup>nd</sup> day of July, 2016

READ A SECOND TIME this 28<sup>th</sup> day of October, 2016

READ A THIRD TIME this 28<sup>th</sup> day of October, 2016

  
\_\_\_\_\_  
CHAIR PERSON

  
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COMMISSION MANAGER