



REGIONAL MUNICIPALITY
OF **WOOD BUFFALO**

Consolidated Version
of
**Regional Municipality of Wood Buffalo
(2022) Arctic Winter Games Bylaw**

(being Bylaw No. 19/007 of the Regional Municipality of Wood Buffalo, as amended by Bylaw No. 19/020, consolidated and printed under the authority of the Chief Administrative Officer of the Regional Municipality of Wood Buffalo)

This is certified to be a true copy of consolidated Bylaw No. 19/007 of the Regional Municipality of Wood Buffalo.

Jade Brown
Chief Legislative Officer

The text shown in parentheses in various locations throughout this document identifies the corresponding amending bylaw which authorized the change. For example (BL 19/020) refers to Bylaw No. 19/020.

BYLAW NO. 19/007

A BYLAW OF THE REGIONAL MUNICIPALITY OF WOOD BUFFALO TO ESTABLISH THE 2022 ARCTIC WINTER GAMES HOST SOCIETY

WHEREAS the Municipality has been selected by the Arctic Winter Games International Committee to host the Games;

AND WHEREAS the Municipality agrees to host the Games and intends to enter into an agreement with the Arctic Winter Games International Committee to formalize the arrangement;

AND WHEREAS the Municipality wishes to form an incorporated society to act as Host Society and bear full responsibility for planning, managing and staging the Games;

AND WHEREAS the Municipality intends that the Host Society shall be responsible to and controlled by the Municipality;

NOW THEREFORE, the Council of the Regional Municipality of Wood Buffalo, duly assembled, hereby enacts as follows:

Short title

1. This Bylaw shall be cited as the "Regional Municipality of Wood Buffalo (2022) Arctic Winter Games Bylaw".

Definitions and Interpretation

2. In this bylaw:
 - (a) "Board" means the Directors appointed to the Host Society.
 - (b) "Municipality" means the Regional Municipality of Wood Buffalo, a municipal corporation.
 - (c) "CAO" means the individual appointed by Council to be chief administrative officer for the Municipality and includes anyone appointed in an interim or acting capacity.
 - (d) "Council" means the elected Council of the Municipality.
 - (e) "Executive" means the Co-Chairs, Secretary and Treasurer.
 - (f) "Games" means the 2022 Arctic Winter Games.

- (g) "Host Society" means a society incorporated under the *Societies Act* of Alberta to plan, manage and stage the Games.
- (h) "Mayor" means the chief elected official of the Municipality.
- (i) "Municipal Representative" means an employee of the Municipality appointed by the CAO and serving at the will of the CAO.

Incorporation

- 3. The Mayor and the CAO shall cause the Host Society to be incorporated.
- 4. The Host Society shall have objects and bylaws consistent with this bylaw and the Terms of Reference attached hereto as Schedule A.
- 5. The Host Society shall be incorporated under the name "Wood Buffalo Arctic Winter Games Host Society" or such other name as the CAO, Mayor and Alberta Registries may approve.
- 6. The Municipality shall be the sole member of the Host Society

Appointment of Directors

- 7. The following shall be appointed as ex-officio, non-voting Directors:
 - (a) The Mayor;
 - (b) Council may appoint up to two Councillors to be ex-officio non-voting Directors and may remove and replace the Councillors with alternate Councillors at will;
 - (c) The Alberta Sport Connection may appoint up to one representative as ex-officio non-voting Director and may remove and replace its representative with an alternate representative at will; and
 - (d) The Arctic Winter Games International Committee may appoint up to two representatives as ex-officio non-voting Directors and may remove and replace its representatives with alternate representatives at will.
- 8. The following shall be appointed as ex-officio, voting Directors:
 - (a) The CAO; and
 - (b) The Municipal Representative

9. Council shall appoint up to 13 voting Directors from the public-at-large and each Director shall be appointed to one of the following roles:
- (a) Co-Chair
 - (b) Co-Chair
 - (c) Director Sponsorship & Donations
 - (d) Director of Administration
 - (e) Director Marketing & Public Relationship
 - (f) Director Communications & IT
 - (g) Director Care & Comfort
 - (h) Director Sport – Technical
 - (i) Director Sport – Facilities
 - (j) Director Culture & Ceremonies
 - (k) Director Volunteer & Protocol
 - (l) Director at Large
 - (m) Director at Large

(BL 19/020)

Responsibilities of the Host Society

10. The Host Society shall:
- (a) Be accountable to the Municipality in all aspects of fulfilling its mandate to plan, manage, stage, finance and promote the Games;
 - (b) Plan, manage, stage, finance and promote the Games in accordance with:
 - (i) any obligations imposed on the Host Society by the Municipality, Alberta Sport Connection or the Arctic Winter Games International Committee; and
 - (ii) any agreements which may be entered into from time to time between the Municipality and the Arctic Winter Games International Committee;

- (c) Establish such committees, standing committees and subordinate bodies as are necessary for the successful organization and staging of the Games;
- (d) Do any and all things as may be necessary to ensure the attainment of the objects of the Society and function within the terms of reference as described in Schedule A; and
- (e) Be empowered to borrow money only through and upon the consent and authority of the Municipality.

Coming into Force

1. This Bylaw comes into force when passed.

READ a first time this 26th day of March 2019.

READ a second time this 26th day of March 2019.

READ a third time and final time this 26th day of March 2019.

Amendment:

19/020

SCHEDULE "A"

WOODBUFFALO ARCTIC WINTER GAMES HOST SOCIETY

TERMS OF REFERENCE

1. RIGHTS AND OBLIGATIONS OF DIRECTORS

- (a) Directors shall be entitled to take part in all Host Society activities.
- (b) Directors shall act with diligence and demonstrate fiscal responsibility in fulfilling the objects of the Host Society.
- (c) Directors shall act with professionalism at all times and shall refrain from behaving in any way that could bring the Municipality, Alberta Sport Connection or the Arctic Winter Games International Committee into disrepute.
- (d) Directors shall serve without compensation or remuneration from the Host Society.

2. MEMBER

- (a) The Municipality shall be the sole Member.
- (b) Meetings of the Member, both special meetings and general meetings, may be held at the call of the Chair or the Member.
- (c) A resolution, in writing, signed by the Member shall be effective as a resolution passed at a meeting of the Member duly convened.

3. OFFICERS

- (a) The officers of the Host Society shall be the Co-Chairs, Treasurer and Secretary.
- (b) The officers of the Host Society shall be known as the Executive.
- (c) The Co-Chairs shall hold office at the pleasure of Council.
- (d) The Treasurer and Secretary shall hold office at the pleasure of the Board of Directors.

4. RECRUITMENT OF DIRECTORS

- (a) The CAO shall recruit and recommend two individuals for appointment as Director by Council to fill the two roles of Co-Chair.
- (b) The CAO shall accept applications from individuals resident in the Regional Municipality of Wood Buffalo to fill the remaining 10 public-at-large Director positions:
 - (i) Director of Administration
 - (ii) Director Marketing & Public Relationship
 - (iii) Director Communications & IT
 - (iv) Director Care & Comfort
 - (v) Director Sport – Technical
 - (vi) Director Sport – Facilities
 - (vii) Director Culture & Ceremonies
 - (viii) Director Volunteer & Protocol
 - (ix) Director at Large

Applications shall be reviewed by Council in collaboration with both Co- Chairs. Council shall appoint one individual to fill each Director position.

5. WITHDRAWAL AND EXPULSION OF DIRECTORS

- (a) A Director may resign from the Board of Directors by providing notice in writing to the Chair.
- (b) A Director shall hold office at the will of the Member.
- (c) Any Director whose conduct is considered detrimental to the Host Society, the Municipality, Alberta Sport Connection or the Arctic Winter Games International Committee may be expelled either by majority resolution of the Board of Directors or the Member.

6. SIGNING OFFICERS

- (a) Any member of the Executive and the General Manager or alternately any two members of the Executive, shall have signing authority for the Host Society.

7. GENERAL MANAGER

- (a) The Host Society shall employ a General Manager to fulfil its mandate.
- (b) The General Manager is responsible to the Host Society and shall take direction from the Board of Directors through the Chair or his/her delegate.

- (c) The General Manager shall be responsible for managing the Host Society's employees and volunteers.

8. DUTIES OF OFFICERS

- (a) The Chair shall preside at all meetings of the Member, the Board of Directors and the Executive.
- (b) The Vice-Chair shall assist the Chair in his/her duties when called upon and assume the responsibilities of the Chair in his/her absence.
- (c) The Secretary shall:
 - (i) Record the minutes of all meetings (or appoint an administrative delegate to fulfil this duty);
 - (ii) Within 7 days of each meeting, circulate the minutes to all Directors and the Member; and
 - (iii) Send out meeting notices as directed by the Chair.
- (d) The Treasurer shall:
 - (i) Establish a financial management system in accordance with good accounting practices and in keeping with the Municipality's standards;
 - (ii) Place all monies in the bank;
 - (iii) Issue cheques and pay all accounts which are duly authorized by the Executive;
 - (iv) Keep accurate records of all receipts and disbursements and submit the records with proper vouchers to the auditors appointed for the current year;
 - (v) Prepare a financial statement at the end of the fiscal year; and
 - (vi) Prepare and present interim reports to the Board of Directors at each quarter.

9. STANDING COMMITTEES

- (a) The Board of Directors may from time to time appoint standing committees or any other committees it deems necessary to fulfil the objects of the Host Society.
- (b) Each committee shall be responsible to the Host Society and shall not be authorized to not accept any obligations, whether contractual, financial or otherwise, without approval of the Board of Directors, Member or Municipality as may be required;
- (c) A minimum of 1 Director shall sit on and chair each standing committee; and

- (d) The list of standing committees suggested for the Host Society's consideration is as follows:

Ceremonies, Hospitality and Protocol
Volunteer Services
Facilities
Athlete's Services
Accreditation
Security
Media Relations
Culture
Sport
Administration
Finance
Medical
Awards, Results and Transportation
Information Services
Marketing

10. FISCAL YEAR

- (a) The fiscal year of the Host Society shall end on the 31st day of December each year.

11. BORROWING POWERS

- (a) The Host Society shall not be empowered to borrow money unless having obtained the consent and authority of the Municipality's Council.

12. ACQUISITION AND DISPOSITION OF ASSETS

- (a) The Host Society may not acquire any capital asset unless the acquisition is approved by Members resolution.
- (b) The Host Society must not dispose of any asset for less than fair market value unless the disposition is approved by Members resolution.

13. SURPLUS ASSETS

- (a) Any surplus assets remaining after the Host Society has staged the Games shall be returned to the Municipality's Emerging Issues Reserve fund.

14. AUDITOR

- (a) The Board of Directors shall annually recommend an Auditor to serve for a period one year.
- (b) The Auditor shall be appointed by the Member.