

# **Smoky River Regional Water Management Commission Bylaw #01-21**

**Being a Bylaw of the Board of Directors of the Commission governing the Administration of the Commission, the appointment of the Directors of the Commission and the designation of a Chairman and the Officers of the Commission.**

**WHEREAS** the Smoky River Regional Water Management Commission has been established by the Lieutenant Governor in Council by Alberta Regulations 250/2003 and made pursuant to the Municipal Government Act, 2000, Chapter M-26.1; and

**WHEREAS** the Board of Directors of the Smoky River Regional Water Management Commission now wishes to make a Bylaw pursuant to section 602.07 of the Municipal Government Act governing the administration and the designation of the Chairman and other Officers of the Water Management Commission; and

**WHEREAS** the Smoky River Regional Water Management Commission will supply its participating members with a safe and reliable potable water supply, as well as monitoring the participating members water distribution systems and ensuring all testing required is accomplished.

**NOW THEREFORE** be it enacted as a Bylaw of the Board of Directors of the Water Management Commission as follows:

## **1. Definitions**

- a. "Act" shall mean the Municipal Government Act, 1994, Chapter M-26.1 as amended from time to time.
- b. (Amended Bylaw #01-15) "Board" shall mean the Board of Directors of the Smoky River Regional Water Management Commission appointed from time to time.
- c. "Chairman" shall mean the Chairman of the Board elected as Chairmen of the Board pursuant to this Bylaw.
- d. (Amended Bylaw #01-15) "Commission" shall mean the Smoky River Regional Water Management Commission.
- e. "Manager" shall mean a person or persons duly appointed by the Commission who shall hold office at the pleasure of the Board.
- f. "Municipalities" shall mean the members of the Commission; Municipal District of Smoky River, Town of Falher, Town of McLennan, Village of Donnelly, Village of Girouxville

## **2. Board Appointments**

- 2.1 The Municipal Council of each of the Municipalities shall appoint two (2) members of Council to the Board of the commission.
- 2.2 The Smoky River Water Co-operative shall appoint two (2) of its members to the Board of the Commission.

- 2.3 The term of each Board Member's appointment shall be specified by the appointing Municipality or Co-operative.
- 2.4 At any time, a Municipality or Co-operative may terminate the appointment of the Board member whom it has appointed and appoint a replacement member.

### 3. Board Meetings

- 3.1 The business of the Board shall be conducted according to Sections 197 & 199, of the Act; Public Presence at Meetings and Meeting Through Electronic Communications.
- 3.2 Notice of the time and place of any regularly scheduled meeting of the Board need not be given to the members of the Board.
- 3.3 The Chairmen or any four (4) members of the Board may convene a special meeting of the Board.
- 3.4 A forty-eight (48) hour notice of a non-regularly scheduled meeting or special meeting of the Board shall be given to each member of the Board, personally *by email* or by ordinary mail addressed to him or her address shown on the records of the Board provided that any member may waive notice.
- 3.5 A quorum of the Board, at all meetings of the Board, shall consist of a majority of the Board.
- 3.6 Each member of the Board shall have one (1) vote and the Chairman shall not in any event have a second or casting vote.
- 3.7 Subject to the other provisions of this Bylaw, a Resolution passed by a majority of the votes at any duly constituted meeting of the Board shall be binding.
- 3.8 The Chairman shall preside at meetings of the Board and in the absence of the Chairman, the Vice-Chairman and in the absence of the Chairman and Vice-Chairman the meeting may elect a Chairman pursuant to the Act.
- 3.9 A Resolution in writing signed by all the members of the Board shall be of the same force and effect as if the same had been passed by a majority of the votes cast at a duly constituted meeting of the Board.

### 4. Officers

- 4.1 The Board shall at its regular meeting after October 31, elect one Board member to serve as Chairman and one Board member to serve as Vice-Chairman.
- 4.2 The Officers of the Commission shall include:
  - (a) Chairman
  - (b) Vice-Chairman
- 4.3 The Chairman shall:
  - (a) Preside over all meetings of the Commission.
  - (b) Vote as a normal member of the Commission.
- 4.4 The Vice-Chairman shall:
  - (a) Preside over all meetings of the Commission in the absence of the Chair.



(b) Assist the Chairman in all duties, as required.

- 4.5 (Amended Bylaw #01-09) The signing authorities of the Commission shall be, one of two (2) members of the Board appointed as signing authorities at the annual organizational meeting and either the Manager or the Accounting Clerk.

## **5. Seal**

- 5.1 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.
- 5.2 The seal of the Commission shall not be affixed to any document except by the authority of a Resolution of the Board.

## **6. Duties of the Board**

- 6.1 The Board shall formulate programs, policies, 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.
- 6.2 The Board may appoint such committees consisting of its members or of other persons or any combination thereof as it may deem expedient for the furtherance of the objectives of the Commission and in so doing may delegate any of its powers or duties and prescribe such terms of reference as it may deem fit.
- 6.3 The Board, through the Manager, may employ, discipline, terminate, and fix the conditions of remuneration, employee benefits, hours of work and any other matter relating to such employees as may be deemed necessary.
- 6.4 The Board may, from time to time, establish rates for the payment of remuneration to its officers and members and may reimburse the members of the Board, its officers, employees or any other persons for expenses incurred on behalf of the Board.
- 6.5 The Board may, from time to time, retain such consultants, engineers, managers, clerks, servants, and agents as the Board may deem necessary.
- 6.6 (Amended Bylaw #01-14) The Board shall establish only a single water rate for all its partners. The rate shall be adjusted at the time of budgeting. In extraordinary circumstances the rate may be adjusted at a time other than budget time. Under ordinary circumstance, the Board shall inform all partners of the newly adjusted rate no later than November 30<sup>th</sup>, and the rate will be effective January 1<sup>st</sup>, of the following year.
- 6.7 (Amended Bylaw #01-15) The fees charged by the Commission shall not be less than the amount necessary to cover the estimated expenditures and expenses of the Commission less any grants, transfers from accumulated surplus funds or reserves or any other revenue.

## **7. Books and Records**

- 7.1 The Board shall cause to be kept proper books of account 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/Manager and shall be open during reasonable business hours to the inspection and examination by every member of the Board.

- 7.2 The Board shall appoint an auditor or auditors who shall be a member or members of the Association of Certified General Accountants or the Institute of Chartered Accountants and who shall audit the accounts and affairs of the Commission in accordance with the requirements of the Act.
- 7.3 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 a meeting.
- 7.4 The Board shall at all times ensure that the requirements of the Act relating to the delivery of reports, financial statements and information to the Municipalities from the Commission are met.

## **8. Manager**

- 8.1 The Board shall appoint a Manager of the Commission
- 8.2 The Manager shall manage and direct the affairs of the Commission in accordance with the policies, rules, procedures and directions of the Board and in accordance with the Act and the Manager shall conform to all lawful orders and directions given to him by the Board.
- 8.3 The Manager shall keep all records of the Commission in a safe and orderly manner in the office of the Commission/Manager.

## **9. Customers**

All members shall notify & request Commission approval two weeks prior to all new connections. Connections outside the boundaries of the Municipal District of Smoky River must get Board approval.

## **10. Financial Shortfall**

The business of the Board shall be conducted according to Sections 244, of the Act; Financial Shortfalls

## **11. Capital Budgets**

The business of the Board shall be conducted according to Sections 245 & 246, of the Act; Adoption of Capital Budgets and Contents of Capital Budgets.

## **12. Use of Borrowed Money**

The business of the Board shall be conducted according to Sections 253, of the Act; Use of Borrowed Money

## **13. Amendments**

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. *The Minister of Municipal Affairs shall be notified of any and all amendments within sixty (60) days of the amendment being approved by the Board.*



#### 14. Disestablishment Disposal of Assets

If the Board decides to allow a member to take over operations and continues to provide the stated services, then all assets including reserves and all liabilities would be transferred to the member accepting responsibility and the Commission would then be disestablished.

If the Board decides to allow an outside party to take over operations and continue to provide the stated services, then all assets shall be sold and the funds utilized to settle liabilities. All funds remaining shall be shared amongst members per capita, and the Commission would then be disestablished.

Read a first time this 21<sup>st</sup> day of June, 2021.

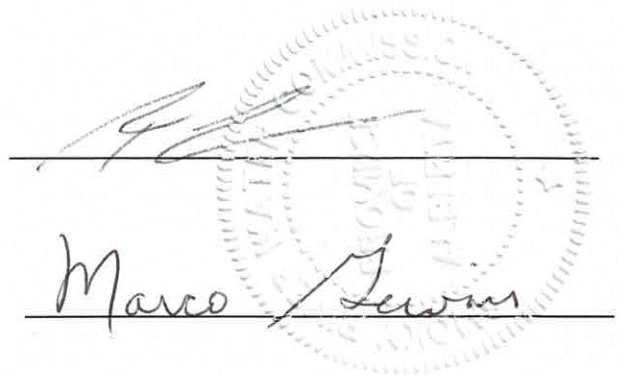
Read a second time this 21<sup>st</sup> day of June, 2021.

Approved unanimously this 21<sup>st</sup> day of June ,2021 to be presented for a third reading at this meeting.

Read a third time and finally passed, this 21<sup>st</sup> day of June, 2021.

Chairman, Rene Limoges

Manager, Marco Gervais



The image shows two handwritten signatures, one above the other, each followed by a horizontal line. The signatures are written in dark ink. Behind the signatures is a faint, circular official seal. The seal contains text around its perimeter, which is partially legible as 'COMMISSION DE LA SANTÉ' and 'PROVINCE DE QUÉBEC'. The seal also features a central emblem.