

**Beaver Regional
Waste Management
Services Commission
BYLAW No. 1B/2013**

**BEING A BYLAW OF THE BOARD OF DIRECTORS OF THE BEAVER
REGIONAL WASTE MANAGEMENT SERVICES COMMISSION,
GOVERNING ITS OPERATIONS AND ADMINISTRATION**

WHEREAS the Beaver Regional Waste Management Services Commission has been established by the Lieutenant Governor in Council under Alberta Regulation, 75/92, made pursuant to the *Regional Municipal Services Act 1981* c.R-9-1S.2; and

WHEREAS a Bylaw 1/95 passed pursuant to s.8 of the aforesaid Act governing the operation and administration of the Beaver Regional Waste Management Services Commission was duly approved and passed in December of 1994; and

WHEREAS effective September 1, 1995, the *Regional Municipal Services Act* was replaced by provision in the *Municipal Government Act* S.A 1994 c.M.26.1 as amended by the *Municipal Government Amendment Act* 1997; and

WHEREAS the Board of Directors of Beaver Regional Waste Management Services Commission repealed the aforesaid Bylaw 1/95 and passed a Bylaw 1/96 pursuant to s.602.07 of the Act on March 21, 1996; and

WHEREAS the *Municipal Government Act*, RSA 2000, chapter M-26, Part 15.1 now is the governing statute of the Beaver Regional Waste Management Services Commission; and

WHEREAS the Board of Directors repealed Bylaw 1/96, and enacted Bylaw 1/2013; and

WHEREAS Bylaw 1A/2013 describes the appointment of the Beaver Regional Waste Management Services Commission Board of Directors and the designation of its Chairperson.

NOW THEREFORE BE IT ENACTED as a Bylaw of the Board of Directors of the Beaver Regional Waste Management Services Commission as follows:

1. DEFINITIONS

In this Bylaw,

- 1.1 "Act" shall mean the *Municipal Government Act* RSA 2000, M-26, as amended.
- 1.2 "Board" shall mean the Board of Directors of the Beaver Regional Waste Management Services Commission.
- 1.3 "Chairman" shall mean the Chairman of the Board appointed pursuant to this Bylaw.
- 1.4 "Chief Administrative Officer and General Manager" shall mean the person appointed by the Board pursuant to Section 6 of this Bylaw.
- 1.5 "Commission" shall mean the Beaver Regional Waste Management Services Commission.
- 1.6 "Council" shall mean a Council of a member municipality of the Commission.
- 1.7 "Committees" shall mean any Standing or Ad Hoc Committee established from time to time pursuant to this Bylaw.
- 1.8 "Director" shall mean a person appointed by a Member who must be a Councillor of that Member.
- 1.9 "Member or Members" shall mean the municipal authorities that form the Commission.
- 1.10 "Vice-Chairman" shall mean the Vice-Chairman of the Commission appointed pursuant to this Bylaw.

2. OBJECT

2.1 The object of the Commission is:

2.1.1 To supply waste management services to its Members; and

2.1.2 To supply waste management services to any additional firms, persons or municipalities to whom the Board decides to supply such waste management services.

2.2 Without in any way limiting the generality of the foregoing, the Commission may undertake such studies, research, projects or programs and enter into such contracts as may be deemed necessary or desirable in the furtherance of its objectives and to the economic and environmental benefit of the Members.

3. DIRECTORS

3.1 A Director or Director-at-Large cannot be an employee of the Commission.

3.2 A Director or Director-at-Large cannot have been an employee of the Commission within three years of their initial date of appointment to the Board.

4. BOARD MEETINGS AND COMMITTEE MEETINGS

4.1 The Board shall meet on, and at such date, time and place as determined by a majority of the Directors, or as may be directed from time to time by the Chairman.

4.2 A quorum for meetings of the Board shall be one-half of the Directors plus One (1).

4.3 Except as otherwise provided, the business of the Board, or of a Committee thereof, shall be conducted at meetings of the Directors, or the Committee at which a quorum is present.

4.4 Notice of the time and place of any regularly scheduled meeting of the Board, or of a Committee, need not be given to the Directors or the Committee.

4.5 Each Director of the Board, or of a Committee, shall have one (1) vote and all Directors shall vote, except in conflict of interest situations, of a personal nature.

4.6 A vote on any matter before the Board, shall not be recorded unless specifically directed by the Chairman, or requested by any Director.

- 4.7 In the absence of the Chairman and the Vice-Chairman from a meeting of the Board, those Directors present may elect one of them to preside as chairman at that meeting.
- 4.8 The agenda for all meetings of the Board, and for meetings of any Committees of the Board, shall be prepared by the Chief Administrative Officer and General Manager and approved by the Chairman, or the Chairman of the Committee involved, as the case may be.
- 4.9 Directors, at the discretion of the Chairman of a meeting of the Board, shall be entitled to speak more than once on any matter before the Board and the mover of any question before the Board shall be entitled to close the debate on any matter.
- 4.10 With respect to motions before the Board, the following shall apply:
 - 4.10.1 General – no seconder required;
 - 4.10.2 Referral or Deferral – debatable;
 - 4.10.3 Tabling – non-debatable;
 - 4.10.4 Amending – no seconder required;
 - 4.10.5 Separation – can be requested;
 - 4.10.6 Reconsideration – must be made by voter on prevailing side of original motion at same meeting or by notice of motion; and
 - 4.10.7 Notices of Motion – in writing prior to distribution of Agenda or by proper waiving of Rules of Procedure or by verbal notice at a meeting for the next meeting.
- 4.11 In the event that a question shall arise as to the rules of procedure to be followed at a meeting of the Board or a Committee thereof, and if the procedure to be followed has not been otherwise dealt with via a Bylaw of the Board, Roberts' Rules of Order shall apply to such question.
- 4.12 Any motion to waive a rule of procedure established by Bylaw of the Board, or, in the absence of a Bylaw, by Roberts' Rules of Order, shall require an affirmative vote by two-thirds (2/3s) of all Directors in attendance at that meeting.
- 4.13 The Board and each Committee thereof shall cause minutes to be kept of each Board or Committee meeting and minutes of all Board and Committee meetings once approved, shall be distributed promptly to all Directors.

4.14 The Board shall appoint the Chairman of any Committees formed, from time to time, from amongst the Directors appointed to those Committees.

4.15 In the absence of any Director at any Board or Committee meeting, in the event an Alternate Director has been nominated for the Director absent, such Alternate Director shall be entitled to take the place of the absent Director.

5. CHAIRMAN AND VICE-CHAIRMAN

5.1 In the absence of the Chairman, the Vice-Chairman shall preside at all regular and special meetings of the Board.

5.2 The Chairman shall be an ex-officio member of all Standing, or Ad Hoc Committees appointed by the Board from time to time, in addition to any other Directors appointed to these committees.

5.3 Notwithstanding that the term of office of the Chairman, or the Vice-Chairman may have ended, the Chairman and the Vice-Chairman shall remain in office, and perform the duties of such until such time as a successor has been appointed.

6. CHIEF ADMINISTRATIVE OFFICER AND GENERAL MANAGER

6.1 The Board shall appoint a Chief Administrative Officer and General Manager who shall provide leadership, and administrative and financial management to the Commission, and advise the Board on governance issues.

6.2 The duties and responsibilities of the Chief Administrative Officer and General Manager shall be as described in Schedule "A" to this Bylaw.

6.3 The Board shall appoint such other advisors as the Board shall deem necessary from time to time to serve the needs of the Commission and shall define the duties and responsibilities of any such advisor so appointed.

7. COMMITTEES

7.1 The Board shall establish Standing or Ad Hoc Committees from time to time.

7.2 The Chairman shall be entitled to attend all committee meetings in an ex officio capacity.

- 7.3 Meetings of any such committees formed shall be held on such day, time and place as may be determined from time to time by either the Chairman of the Committee, the Chairman of the Board, or a majority of the Directors on the Committee, or a majority of Directors.
- 7.4 Minutes of all Committee meetings shall be kept and distributed to the full Board upon approval and adoption by the Committee members.

8. SEAL

- 8.1 The Board shall adopt a seal of the Commission and the seal shall be in the custody of the Chief Administrative Office and General Manager under the control of the Board.
- 8.2 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 Chairman or Vice-Chairman or any other person appointed by resolution and in the presence of the Chief Administrative Officer and General Manager or any other person or official so appointed and authorized by the Board.

9. FINANCIAL REPORTS AND BANKING

- 9.1 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 and shall be open during reasonable business hours to the inspection and examination of every Director of the Board.
- 9.2 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.
- 9.3 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 or of any Committee and shall cause to be recorded the names of all persons present at such meetings.

- 9.4 The Board shall at all times ensure that the requirements of the Act relating to its operation, budgeting, expenditures, delivery of reports, financial statements and information to the Directors and the Members of the Commission are met.
- 9.5 The Board shall from time to time appoint a bank or banks as banker or bankers for the Commission and the Board shall designate those officials and Directors, who are authorized to sign cheques on behalf of the Board.
- 9.6 Authorization procedures for payments and release of funds and for execution of contractual documents by the Commission will be made by policy.

10. HONORARIA AND EXPENSES FOR BOARD DIRECTORS

- 10.1 The Board shall from time to time designate the remuneration payable to the Chairman, Vice-Chairman, Directors and Alternate Directors, and provide for their reimbursement of expenses incurred in the course of their duties as Directors.

11. AMENDMENT

- 11.1 Upon thirty (30) days' notice of motion, and a two-thirds (2/3s) majority vote of the Directors, this Bylaw may be amended from time to time.

12. FEES

- 12.1 The Board on at least an annual basis or more frequently, if deemed necessary, shall review and if necessary amend any Bylaw(s) governing the fees to be charged by the Commission for services provided to its customers or to any class of its customers.

13. REPEAL BYLAW NO. 1/2013

- 13.1 Bylaw No. 1/2013 is hereby repealed.

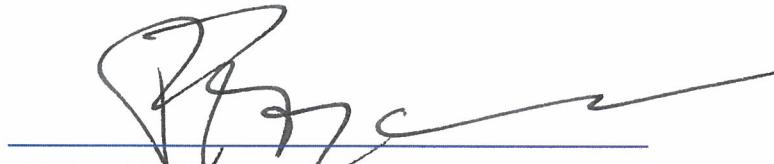
READ A FIRST TIME this 24th day of September, 2013

READ A SECOND TIME this 15th day of October, 2013

READ A THIRD TIME this 15th day of October, 2013

A handwritten signature in blue ink, reading "Ken Ruszick", written over a horizontal line.

CHAIRPERSON

A handwritten signature in black ink, consisting of stylized initials and a long horizontal stroke, written over a horizontal line.

CHIEF ADMINISTRATIVE OFFICER AND GENERAL MANAGER

**Beaver Regional Waste Management
Services Commission**

Job Description

Title	
CHIEF ADMINISTRATIVE OFFICER & GENERAL MANAGER (CAO)	
Pay Band	Reports to: COMMISSION BOARD
M4	Date: AUGUST 1, 2011
Purpose A brief summary of the job, covering the main responsibilities, the framework within which the job has to operate and the main contribution to the organization.	
To provide leadership, and administrative and financial oversight to the Beaver Regional Waste Management Services Commission, operating as BEAVER MUNICIPAL SOLUTIONS, and advise the Commission Board on governance issues.	
Responsibilities and activities The purpose of the job can be broken down into different responsibilities and activities. Each responsibility is accomplished through the performance of several activities. The job description only requires the main activities for each responsibility.	
<p>Provide Chief Administrative Officer leadership to the governance of the Beaver Regional Waste Management Services Commission (BEAVER MUNICIPAL SOLUTIONS), senior management of the waste collection and landfill operations, senior financial oversight and business development.</p> <p>Manage the activities of the BEAVER MUNICIPAL SOLUTIONS through the Board approved plans, policies, programs and budgets for the effective, efficient and economical delivery of services that meet the needs of our member municipalities and external customers.</p> <p>Prepare and monitor long-term financial planning including the development and administration of annual and multi-year operating and capital budgets, reserve funds, grant applications, financial analysis and reporting of operations, and presentation to the Board.</p> <p>Develop sound business plans to maintain a consistent cash flow and plans to grow sales of services in accordance with the Board approved long-range Strategic Plan and annual Business Plan.</p> <p>Formulate, define, clarify and interpret objectives within the context of the Strategic Plan, Corporate goals, annual budget and Business Plan. Ensure the organization is structured in such a way as to ensure that on-going evaluations are undertaken to meet approved objectives. Present an annual work plan to the Board.</p> <p>Ensure staff understand and are committed to statutory and legislative laws and policies pertaining to the services provided by the BEAVER MUNICIPAL SOLUTIONS and that they embrace a quality assurance philosophy in the delivery of our services.</p> <p>Ensure a positive customer service orientation is maintained in the operation of the BEAVER MUNICIPAL SOLUTIONS using processes which maximize communication with our customers in order to maintain a positive image in the minds of our customers and the Board members.</p>	

Provide well-researched, thoughtful perspectives and senior advice regarding BEAVER MUNICIPAL SOLUTIONS services, liaise and support the Board, foster healthy relationships with regional government agencies and special interest groups to ensure cost-effective program delivery.

Hire, administer, lead and supervise staff, provide opportunities for staff to excel in their professional and personal lives, and ensure working conditions, health, safety and welfare of staff are paramount when meeting the objectives of the BEAVER MUNICIPAL SOLUTIONS.

Contacts The main contacts of this position and the purpose of those contacts.

- Commission Board Directors
- Member municipalities' CAO's
- Staff
- Alberta Municipal Affairs
- Customer representatives

Knowledge, skills and abilities A brief list of the most important knowledge factors, skills and abilities including knowledge about practical procedures, specialized techniques, etc; analytical and conceptual skills and abilities; and skills needed for direct interaction with others. Also include any certifications, diplomas, degrees, and designations that an incumbent is required to have.

Post-secondary training in Management/Leadership with a local government authority and excellent interpersonal skills in dealing with individuals, groups or representatives of business and officials in government.

Extensive knowledge in solid waste utilities and/or a Professional Engineering designation.

A working knowledge of the GAAP. Working knowledge of the principles and practices of public administration including budgeting, accounting, finance and financing of assets.

Possess leadership skills and behaviours that provide for team development, collaboration, employee empowerment, continuous improvement, mentorship and coaching.

Outstanding supervisory skills, with a minimum of five years at a senior supervisory level and administrative abilities in co-ordinating, directing, motivating and evaluating staff.

Ability to produce or co-ordinate the production of effective (meaningful) reports in order that Board members, municipalities and the public are informed concerning activities of the BEAVER MUNICIPAL SOLUTIONS.

Ability to work effectively under pressure with a minimum of supervision.

Working conditions Briefly describe the working conditions of the including physical effort, sensory attention and mental stress.

Mostly office. Some on-site at the landfill involving various temperatures and weather conditions.

Impact of decisions on organization Briefly describe the impact that the decisions made by the position incumbent in the execution of his/her duties can have on the organization

CRITICAL – The decisions made by the CAO in the course of executing his/her work duties can critically affect the fiscal performance and public image of the Commission. An exceptionally high degree of good judgment, diligence and duty of care is required.

END