

BYLAW 01-2021

BEING A GOVERNANCE BYLAW OF THE WESTLOCK REGIONAL WASTE MANAGEMENT COMMISSION

WHEREAS the Westlock Regional Waste Management Commission has been established by Alberta Regulation and made pursuant to the Municipal Government Act, 1994, Chapter M-26.1; and Regional Service Commissions are established by Part 15.1 of the MGA, and

WHEREAS the first Board of Directors and Chairperson of the Westlock Regional Waste Management Commission were appointed through Ministerial Order L:024-00 in accordance with the Municipal Government Act (MGA), and

WHEREAS Bill 22, the Red Tap Reduction Implementation Act, September 1, 2020, amended the MGA by requiring commissions to pass bylaws to meet these requirements of section 602.09 of the Act,

1. The provision of the Commission's Services and Service Area
2. Administration of the Commission
3. The process for changing of Directors and the Chair and for establishing the terms of office
4. The process for adding or removing members
5. The fees to be charged for services provided (see current Rates bylaw)
6. The disposal of assets of the Commission
7. The process of disestablishment of the Commission, including the treatment of assets and liabilities on disestablishment, and

WHEREAS a Commission is a corporation under section 602.05 of the MGA with natural person powers under section 602.13

WHEREAS the existing Bylaw No. 03-2015 was adopted on November 15, 2015 and the Board wishes to repeal that bylaw.

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

1 DEFINITIONS

- 1.1. "Act" means the *Municipal Government Act*, RS.A. 2000, c. M-26 as amended from time to time;
- 1.2. "Administration" means the appointed Commission manager, or their designee, of the Waste Commission. See Administration Bylaw;
- 1.3. "Board" means the Board of Directors of the Commission;
- 1.4. "Chair" means the Chairperson of the Board;
- 1.5. "Commission" means Westlock Regional Waste Management Commission;
- 1.6. "Director" means a person appointed to the Board of Directors of the Commission in accordance with this Bylaw;
- 1.7. "Member" or "Members" means the member municipal authorities as set out in the Regulation;

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- 1.8. "Regulation" means Alberta Regulation No. 40-2000; and
- 1.9. "Vice Chair" means that person selected by the board to act as Chair in the event that the Chair is not available.

2 REPEAL

- 2.1 Bylaw No. 03-2015 is repealed and replaced by this Bylaw 01-2021.

3 BOARD OF DIRECTORS

- 3.1 The Board shall consist of 5 Directors that shall be appointed as follows:
 - 3.1.1 The Members of the Town of Westlock and Westlock County shall appoint two (2) elected officials as directors and the member of the Village of Clyde shall appoint one (1) elected official as director
- 3.2 Directors shall hold office for a period of one (1) year beginning on December 1st and ending the following November 30th or until such time that:
 - 3.2.1 the Director resigns;
 - 3.2.2 the Director ceases to be an elected official;
 - 3.2.3 the Director is replaced by their appointing Member; or
 - 3.2.4 a resolution approved by two-thirds (2/3) of the Directors that the Director be removed from office for an of the following reasons:
 - 3.2.4.1 unethical conduct; or
 - 3.2.4.2 conduct that is detrimental to the good name of the Commission.
- 3.3 The Board of Directors will appoint a chair and vice chair at its organizational meeting on an annual basis, within one month of appointment from the respective municipalities. There must be a 2/3 majority vote and the position accepted by the electee.
- 3.4 The Board of Directors may appoint a Manager of the Commission as required, who shall be responsible for the Administration of the Commission. See Bylaw #01-2016 Administration Bylaw

4. SERVICES and SERVICES AREA

- 4.1 The Commission is authorized to provide solid waste management services
- 4.2 The Commission area is within the boundaries of its members (unless otherwise specified) and; outside the boundaries of its members with the approval of the municipality within whose boundaries the services may be provided.

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5. ADDING MEMBERS

- 5.1 A potential member may write to the Commission requesting to be added as a member to the Commission.
- 5.2 The Board through the Manager/CAO may respond to the potential member with any financial requirements, governance structure including director representation and bylaws of the Commission that would be required of the potential new member to accept.
- 5.3 A potential new member shall respond back with a majority resolution from their council accepting the financial requirements, governance structure, any director representation and bylaws of the Commission.
- 5.4 Upon receipt of the resolution from a potential new member the Board of directors by 2/3 majority vote may approve the new member.

6 REMOVAL OF MEMBERS by the BOARD

- 6.1 The Board of Directors may remove a member of the Commission with 2/3 majority vote for just cause giving 6 months' notice to the member.
- 6.2 The Commission shall also require a majority resolution from 2/3 of its members councils for the removal of a member for just cause pursuant to Section 6.1.
- 6.3 Upon removal the member loses rights to assets of the Commission they may have contributed.
- 6.4 Any removed member shall remain liable for their share of financial obligations for landfill closure and post closure liabilities.

7 MEMBER REQUEST for REMOVAL

- 7.1 A member may request being removed from the Commission providing the member:
 - 7.1.1 Provides 12 months' notice at the beginning of the Commissions Calendar Year on January 1st.
 - 7.1.2 Provides a resolution from their council with a majority consent, specifying the request and;
 - 7.1.3 Provides plans, to the satisfaction of the Board, for how solid waste management services will be provided that replace the solid waste management services of the Commission for their constituents.
- 7.2 Upon Removal of a member in any circumstances, including pursuant to Section 6 or 7 of this Bylaw:
 - 7.2.1 A member forfeits any service privileges and will be considered a non-member
 - 7.2.2 A member forfeits the rights to any assets of the Commission they may have contributed.
 - 7.2.3 Any former member shall remain liable for their share of financial obligations for landfill closure and post closure liabilities.

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- 7.3 A departing member shall enter into an agreement, in a form and on terms and conditions satisfactory to the Board, to address any matters relating to Section 7 of this bylaw, and other matters which are in the opinion of the Board as required which agreement shall be a condition of the removal of the member.
- 7.4 In the event the Commission and the Member requesting removal or being removed are unable to come to an agreement, the matter shall be submitted to arbitration pursuant to the Arbitration Act of Alberta.

With the approval or removal of a member applicable bylaws may be required to be updated.

8 THE DISPOSAL OF ASSETS BY THE COMMISSION

- 8.1 The Administration of the Commission may dispose of assets of value less than \$25,000.00 without board approval.
- 8.2 The Administration may not, without majority vote, sell any of the Commission's land, buildings, equipment, or personal property with a value greater than \$25,000.00
- 8.3 Requires the plan to be the satisfaction of the Board of directors discretion

9 THE PROCESS OF DISESTABLISHMENT OF THE COMMISSION, INCLUDING THE TREATMENT OF ASSETS AND LIABLITIES ON DISESTABLISHMENT

- 9.1 The Board of Directors may consider to disestablish the Commission. The following is required to disestablish the Commission:
- 9.1.1 First, A vote of unanimous consent of the Board of Directors to disestablish the Commission.
- 9.1.2 Second, a vote of majority from each member council to disestablish the Commission
- 9.1.3 The Board of Director's unanimous approval of a plan with respect to the closure of the landfill and satisfaction of any applicable regulatory requirements, and the distribution of any remaining assets or liabilities following disestablishment.
- 9.1.4 A vote of majority by council from each member to disestablish the Commission and to accept their respective responsibilities for any and all liabilities still associated with the Commission.
- 9.2 Upon the approval of the disestablishment of the Commission;
- 9.2.1 All members and non-members remain liable for closure and post closure costs for any landfills and facilities.
- 9.2.2 Assets may be liquidated with proceeds held in trust until any landfill closure and post closure liabilities have been satisfied by Provincial regulations or have been transferred to another entity to do so.

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9.3 Once closure and post closure liabilities have been satisfied, surplus proceeds may be distributed to the members in accordance with the plan approved pursuant to Section 9.1.2 herein.

10 AMENDMENTS

10.1 In accordance with section 602.07(2) of the Act, a bylaw to amend this Bylaw does not come into force until it has been passed by a majority of the Directors of the Board;

10.2 At least 21 days written notice of any meeting of the commission of this Bylaw is proposed to be amended shall be given to the Members.

Bylaw 01-2015 is hereby rescinded.

READ A FIRST TIME this 26th Day of, February AD 2021.

READ A SECOND TIME this 26th Day of, February AD 2021.

READ A THIRD TIME this 15th Day of, April AD 2021.


Curtis Snell, Commission Chairman


E. Tom Moore, Commission Manager