

Beaver Hills Initiative – Part 9 Company Document Final**Report Purpose**

To present Council with the final documents for the Part 9 Company that is proposed to be incorporated to replace the existing Beaver Hills Initiative (BHI) so that Council can consider whether to become a member, and if so to appoint the County representative, alternate, and appointee to the Selection Committee.

Recommendations

1. THAT membership in a proposed entity (being a corporation incorporated under Part 9 of the Companies Act, RSA 2000, c C-21, and proposed to be named Beaver Hills Biosphere Reserve Limited) to replace the BHI and for which the incorporating documents are attached as Enclosure 1 and Enclosure 2 to the July 3, 2018 Council Priorities report, be approved.
2. THAT Bill Tonita be appointed as the representative of the County and Glen Lawrence be appointed as the alternate representative of the County for the proposed entity (being a corporation incorporated under Part 9 of the Companies Act, RSA 2000, c C-21, and proposed to be named Beaver Hills Biosphere Reserve Limited) for a term commencing on the date of incorporation of the proposed entity and expiring one year later, provided such appointees continue to serve as Councillors throughout the terms of appointment;
3. THAT Bill Tonita be appointed as the County's appointee for the Selection Committee for the proposed entity (being a corporation incorporated under Part 9 of the Companies Act, RSA 2000, c C-21, and proposed to be named Beaver Hills Biosphere Reserve Limited) for a term commencing on the date of incorporation of the proposed entity and expiring one year later, provided such appointee continues to serve as councillor throughout the term of appointment.

Council History

May 8, 2018 – Council endorsed the formation of a Part 9 Company to be known as Beaver Hills Biosphere Reserve Limited, and that administration work with the municipalities of Beaver County, Lamont County and Leduc County to finalize incorporating documents for consideration by the respective Councils. (2018/166).

July 4, 2017 – Council directed that the Mayor, on behalf of Council, write a letter to Beaver County, Lamont County and Leduc County indicating Strathcona County's support for the establishment of a Part 9 Company for the Beaver Hills Biosphere.

Strategic Plan Priority Areas

Economy: BHI and Beaver Hills Biosphere promote Strathcona County locally, nationally, and internationally.

Governance: BHI is based on a foundation of cooperative partnerships with community, business, industry, and neighboring governments.

Social: BHI supports the foundation of strong, healthy, and active communities.

Culture: BHI works to strengthen the community's heritage and identity.

Environment: BHI values the region for its natural beauty, quality of life, and supports cooperative efforts to sustain the quality of air, water, land, natural resources and community development.

Other Impacts

Policy: n/a

Legislative/Legal: n/a

Interdepartmental: Planning and Development Services will work with the company on the transition once it is incorporated.

Summary

On March 12, 2018, elected officials and administration from certain municipalities with land in the geographic land area of the Beaver Hills Biosphere Reserve met to discuss the future of the BHI.

At that meeting it was determined that draft documents for a Part 9 Company (non-profit company) that could replace the existing BHI should be distributed to those municipalities for review.

The proposed name of the Part 9 Company is "Beaver Hills Biosphere Reserve Limited". Corporate Registry will make the final determination regarding whether the proposed name is acceptable. The company is proposed to be incorporated under Part 9 of the *Companies Act*, RSA 2000, c C-21, and will be a non-profit company.

Since the distribution of the documents, comments from those municipalities have been received by Strathcona County. Additionally, on May 8, 2018, after consideration of the draft documents, Council passed a resolution endorsing the formation of the Part 9 Company and directed administration to work with those municipalities to finalize the incorporating documents.

There have been no substantive changes to the incorporating documents, and they are attached to this report as Enclosures 1 and 2.

The Memorandum of Association (Enclosure 1) contains the objects of the Part 9 Company, which is what it is established to achieve. The Articles of Association (Enclosure 2) contains the operating rules for the Part 9 Company. A summary of notable provisions contained in the Articles of Association is attached to this report as Enclosure 3. The last page of Enclosure 3 includes a graphic depiction of the governance structure proposed for the Part 9 Company that is detailed in the Articles of Association.

The proposed first budget for the Part 9 Company is attached to this report as Enclosure 4. The budget and membership fee amounts to be approved will be at the discretion of the Part 9 Company. However, the budget attached to this report is based on the foundation of existing projects and operating costs, and was prepared to provide certainty to the municipalities regarding the proposed membership fee for the first year and to illustrate a sustainable financial forecast.

Each municipality will need to pass a resolution to approve becoming a member of the Part 9 Company, in addition to appointing a representative, alternate, and appointee to the Selection Committee.

Enclosures

- 1 Memorandum of Association
- 2 Articles of Association
- 3 Beaver Hills Biosphere Reserve Limited Articles Summary
- 4 Beaver Hills Biosphere Proposed 2019 Budget