

## Policy 3 Appendix A

## □ハケム"▷△⊃, b ◀⊃¬b"△"Ċ·° ¬a b <P□σ"Ċ·° ▷¬ba>◀·\ tipiyawihowin, kâ-atoskahihtwâw mîna kâ-pakitinihtwâw onîkânapowak

**Eligibility, Appointment and Termination of Board Members** 

## **Guidelines:**

- The affairs of KTCEA shall be managed by a Board of not less than one (1) individual from each of the four (4) member First Nations and not more than twelve (12) Board Members.
- At all times, each member First Nation shall be entitled to appoint up to three (3)
  Board Members of their choosing to serve on the Board, subject to any eligibility
  restrictions contained within the Articles of Association or the Companies Act of
  Alberta.
- 3. The initial Board Members shall be appointed by the member First Nations at the first Annual General Meeting. Each member First Nation must appoint initial Board Members from among the Chief and the Councillors of that member First Nation.
- 4. A member First Nation must appoint subsequent Board Members from among the Chief and Councillors of that member First Nation and any other person that has been approved to be a Board Member by that participating First Nation as evidenced by a Band Council Resolution.
- 5. The term of the appointment of a Board Member who is a Chief or Councillor shall be the earlier of two (2) years from the date of the appointment as a Board Member or the date upon which that Board Member ceases to be a Chief or Councillor, as the case may be.
- 6. The term of the appointment of a Board Member who is not a Chief or Councillor shall be two (2) years from the date of appointment.
- 7. The appointment of a Board Member may be terminated upon Special Resolution of the Board Members.
- 8. Board Members appointed by a Withdrawing Member shall automatically cease to be Board Members as of the effective date of the withdrawal from KTCEA of the Withdrawing Member.
- 9. A Board Member may retire from office upon giving five (5) days' notice in writing to KTCEA. Such resignation shall take effect upon the expiration of such notice or its earlier written acceptance by the Board.
- 10. The following persons are disqualified from being a Board Member of KTCEA:

- 10.1. any person who is less than eighteen (18) years of age,
- 10.2. any person who becomes of unsound mind or is legally found to be mentally incompetent,
- 10.3. any person who is not an individual,
- 10.4. any person who is not a resident of Alberta,
- 10.5. any person who has the status of a bankrupt; and
- 10.6. any person who is or becomes an "ineligible individual", as the term is defined by the Income Tax Act RSC 1985 c. 1, as amended from time to time.
- 11. Upon the occurrence of any event referred to in Article 10, the Board shall serve the disqualified Board Member with written notice of disqualification and such disqualification shall be effective immediately upon delivery of such notice.