

Vote the Share - Calgary Technologies Inc. 2020 Annual Meeting of Shareholders

RECOMMENDATIONS:

That Council:

1. Authorize the Manager, The Office of Partnerships, Lori Kerr or designate on behalf of The City of Calgary, to represent The City of Calgary and exercise all the powers and voting rights of The City of Calgary as a shareholder of Calgary Technologies Inc. at the 2020 December 17 annual and special meeting of shareholders.
2. Direct that Attachment 2 remains confidential pursuant to Section 16 (Disclosure harmful to business interests of a third party) of the *Freedom of Information and Protection of Privacy Act*, to be reviewed no later than 14 December 2027.

HIGHLIGHTS

- Calgary Technologies Inc. (CTI), operating as Platform Calgary, is incorporated under the *Business Corporations Act* (Alberta) owned by three shareholders – The City, the University of Calgary and the Calgary Chamber of Commerce. This report recommends that Council authorize the Manager, The Office of Partnerships, Lori Kerr or designate to represent The City of Calgary (“The City”) CTI’s 2020 annual meeting of shareholders and exercise all the powers and voting rights of The City as a shareholder of CTI.
- **What does this mean to Calgarians?** As a Civic Partner supported by The Office of Partnerships, the Manager of The Office of Partnerships is familiar with The City’s involvement with CTI and has the information required to represent The City and exercise all the powers and voting rights of The City as a shareholder of CTI at the annual meeting.
- **Why does this matter?** As one of three shareholders of CTI, The City is required to exercise its powers as a shareholder and voting rights at the annual meeting on 2020 December 17.
- Regular business to be conducted at the meeting includes approval of the minutes of the 2019 annual meeting of shareholders, presentation and approval of CTI’s 2019-20 audited financial statements, appointment of the board of directors, appointment of auditors, and two resolutions: a resolution for a change of shares, and resolution for amendments to the by-laws.
- Most recent Council Direction: 2019 November 18 Council adopted recommendations in C2019-1444 as follows: That Council authorize the Manager, The Office of Partnerships, Lori Kerr or designate on behalf of The City of Calgary, to represent The City of Calgary and exercise all the powers and voting rights of The City of Calgary as a shareholder of Calgary Technologies Inc. at the 2019 December 6 annual meeting of shareholders.
- Strategic Alignment to Council’s Citizen Priorities: A well-run city
- Background and Previous Council Direction is included as Attachment 1.

DISCUSSION

Calgary Technologies Inc., operating as Platform Calgary, is incorporated under the *Business Corporations Act* (Alberta), and owned by three shareholders – The City, the University of Calgary and the Calgary Chamber of Commerce.

**Community Services Report to
Combined Meeting of Council**

**ISC: UNRESTRICTED
C2020-1402
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Annually, Council authorizes a representative to vote The City's share at the annual meeting of shareholders. Given the familiarity with The City's involvement with CTI, Administration recommends that Council authorize the Manager, The Office of Partnerships, Lori Kerr or designate to represent The City and exercise all the powers and voting rights of The City as a shareholder at CTI's annual meeting of shareholders.

CTI's annual meeting of shareholders is scheduled for 2020 December 17. Regular business to be conducted at the meeting will include: approval of the minutes of the 2019 annual meeting of shareholders, presentation and approval of CTI's 2019-20 audited financial statements, appointment of the board of directors, and appointment of auditors. The meeting also includes two special resolutions: one to amend the bylaws, and a request to change the share structure (Attachment 2).

STAKEHOLDER ENGAGEMENT AND COMMUNICATION (EXTERNAL)

- Public Engagement was undertaken
- Public Communication or Engagement was not required
- Public/Stakeholders were informed
- Stakeholder or customer dialogue/relations were undertaken

This report was prepared based on information provided by CTI in advance of the annual meeting of shareholders.

IMPLICATIONS

Social

The City is one of three shareholders of Calgary Technologies Inc., and the ownership supports advancement of its mission to empower people building the next economy through placemaking, acceleration, and advocacy.

Environmental

Not applicable

Economic

CTI's operations support implementation of *Calgary in the New Economy: An Economic Strategy for Calgary*, in particular, CTI's President and CEO co-chairs the Innovation area of focus of the strategy. Supporting effective governance of CTI through participation in the annual meeting of shareholders provides clear shareholder direction so CTI can continue to effectively serve Calgarians.

Service and Financial Implications

CTI supports the delivery of the Economic Development and Tourism line of service in One Calgary. There are no financial implications related to this report.

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RISK

As a shareholder of CTI, The City can reduce its exposure to risk by authorizing a representative who is familiar with CTI's strategic plans, operations and finances to participate in the annual meeting of shareholders.

ATTACHMENTS

1. Previous Council Direction, Background
2. Memo to Shareholders (Confidential)

Department Circulation

General Manager	Department	Approve/Consult/Inform
Not applicable		