

CALGARY TECHNOLOGIES INC. – 2015 JULY 30 ANNUAL GENERAL MEETING

EXECUTIVE SUMMARY

This report recommends that Council authorize the City Solicitor, Glenda Cole, to represent The City of Calgary (“The City”) at the Calgary Technologies Inc. (“CTI”) 2015 annual general meeting of shareholders and exercise all the powers and voting rights of The City as a shareholder of CTI.

ADMINISTRATION RECOMMENDATION(S)

That Council authorize Glenda Cole, 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 2015 annual general meeting of shareholders.

PREVIOUS COUNCIL DIRECTION / POLICY

On 2014 October 20, at Council's Organizational Meeting, Council appointed three citizens, Michael Whitt, Gord Follett and Henry Jung, to serve on CTI's Board of Directors until Council's 2015 Organizational Meeting. Prior to 2014, Council typically appointed two citizens and The City's Chief Information Technology Officer to the Board and the latter voted The City's share at CTI annual general meetings.

On 2014 October 6, Council approved the recommendation in C2014-0788 appointing Mr. Doug Hodgson, The City of Calgary's Chief Information Technology Officer to represent the City at CTI's 2014 annual meeting of shareholders.

On 2013 October 28, Council approved the recommendation in C2013-0588 appointing Doug Hodgson, The City's Chief Information Technology Officer, Mr. Michael R. Whitt and Mr. Henry Jung to the Board of CTI.

BACKGROUND

CTI is one of The City's Civic Partners. CTI is a non-profit corporation incorporated under the *Business Corporations Act* (Alberta). CTI is owned equally by three shareholders – The City, the University of Calgary and the Calgary Chamber of Commerce. In accordance with CTI's bylaws, The City is entitled to appoint up to a maximum of three representatives to the Board of Directors.

INVESTIGATION: ALTERNATIVES AND ANALYSIS

CTI's next annual general meeting of shareholders is scheduled for 2015 July 30 by telephone conference. The following matters will be considered at this meeting:

- Consent to holding the meeting by telephone conference.
- CTI's audited financial statements.
- Election of Directors (which will be a reappointment to the Board of Directors of the Director-at-large, existing Directors appointed by the University and the Chamber of Commerce and will include confirmation of the continuance of the appointment of The City's Directors until their terms expire at Council's 2015 Organizational Meeting).
- Appointment of auditors.

CTI's management advised that no other business is expected to occur at the annual general meeting of shareholders.

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It is necessary for Council to authorize a representative to vote The City's share at the annual general meeting of shareholders. Given her familiarity with The City's involvement with CTI, Administration recommends that Council authorize the City Solicitor, Glenda Cole, to represent The City and exercise all the powers and voting rights of The City as a shareholder of CTI at the annual general meeting of shareholders.

Stakeholder Engagement, Research and Communication

N/A

Strategic Alignment

N/A

Social, Environmental, Economic (External)

No implications were identified.

Financial Capacity

Current and Future Operating Budget:

No implications were identified.

Current and Future Capital Budget:

No implications were identified.

Risk Assessment

There are no risks associated with this report.

REASON(S) FOR RECOMMENDATION(S):

Council authorization is required to authorize Glenda Cole on behalf of The City of Calgary, to represent The City of Calgary and exercise all the powers and voting rights as a shareholder at Calgary Technologies Inc.'s 2015 annual general meeting of shareholders.

ATTACHMENT(S)

N/A