



## Relevant Bylaws and Internal Policies

### CADA bylaws pertaining to Board of Directors appointments and terms:

- The Board of Directors shall be comprised of not more than (15) members, who shall be appointed by the shareholder (The City of Calgary).
- Board members are appointed to specific term lengths, however to ensure continuity, each member of the Board shall continue to be a member of the Board until a successor is appointed. Where a vacancy occurs at any time in the membership of the Board, it may be filled by City Council, and the Board's Governance and HR Committee is expected to make recommendations respecting appropriate skill sets and individuals to fill the vacancy.

### CADA bylaws are augmented by the following internal policies:

- Directors will generally be appointed to three-year terms.
- The first year of a director's first appointment will constitute a "probationary" year. After the probationary year, the director may continue to serve out their initial appointment, or leave the board.
- Directors may serve a maximum of two terms, for a total of 6 years of service on the board.
- Director term lengths shall be staggered to ensure that no more than one-third of the board is renewed in any given year.
- At the discretion of the Governance and HR Committee, exceptions to director term length may be made to maintain effective board function.