



Legislative Assembly of Alberta

The 30th Legislature
Third Session

Standing Committee
on
Private Bills and Private Members' Public Bills

Bill Pr. 1, Calgary Young Men's Christian Association Amendment Act, 2022
Bill Pr. 2, Calgary Heritage Authority Amendment Act, 2022

Monday, April 25, 2022
8 a.m.

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Standing Committee on Private Bills and Private Members' Public Bills

Rutherford, Brad, Leduc-Beaumont (UC), Chair
Nixon, Jeremy P., Calgary-Klein (UC), Deputy Chair

Amery, Mickey K., Calgary-Cross (UC)
Frey, Michaela L., Brooks-Medicine Hat (UC)
Irwin, Janis, Edmonton-Highlands-Norwood (NDP)
Long, Martin M., West Yellowhead (UC)
Nielsen, Christian E., Edmonton-Decore (NDP)
Rehn, Pat, Lesser Slave Lake (UC)
Rosin, Miranda D., Banff-Kananaskis (UC)
Sigurdson, Lori, Edmonton-Riverview (NDP)
Singh, Peter, Calgary-East (UC)*
Sweet, Heather, Edmonton-Manning (NDP)

* substitution for Michaela Frey

Support Staff

Trafton Koenig
Vani Govindarajan
Nancy Robert
Warren Huffman
Janet Schwegel
Amanda LeBlanc

Senior Parliamentary Counsel
Parliamentary Counsel
Clerk of *Journals* and Committees
Committee Clerk
Director of Parliamentary Programs
Deputy Editor of *Alberta Hansard*

Standing Committee on Private Bills and Private Members' Public Bills

Participants

Bill Pr. 1, Calgary Young Men's Christian Association Amendment Act, 2022.....PB-502
Shannon Doram, Chief Executive Officer and President, YMCA Calgary
Brian Milne, Partner, Norton Rose Fulbright Canada LLP

Bill Pr. 2, Calgary Heritage Authority Amendment Act, 2022.....PB-506
C. Yvonne Chenier, QC, Legal Counsel, IntegralOrg
Josh Traptow, Chief Executive Officer, Heritage Calgary

8 a.m.

Monday, April 25, 2022

[Mr. Rutherford in the chair]

The Chair: Well, good morning, everyone. I'd like to call the meeting of the Standing Committee on Private Bills and Private Members' Public Bills to order and welcome everyone in attendance.

My name is Brad Rutherford, MLA for Leduc-Beaumont and chair of the committee. I'm going to ask that members and those joining the committee at the table introduce themselves for the record, and then I will ask those joining by videoconference to do the same. We will begin to my right.

Mr. Jeremy Nixon: MLA Jeremy Nixon, Calgary-Klein.

Mr. Nielsen: Good morning, everyone. Chris Nielsen, MLA for Edmonton-Decore.

Ms Govindarajan: Vani Govindarajan, Parliamentary Counsel.

Mr. Koenig: I'm Trafton Koenig with the Parliamentary Counsel office.

Ms Robert: Good morning. Nancy Robert, clerk of *Journals* and committees.

Mr. Huffman: Good morning. Warren Huffman, committee clerk.

The Chair: Thank you.
We'll start online.

Mr. Singh: Good morning, everyone. Peter Singh, MLA, Calgary-East.

Member Irwin: Good morning. Janis Irwin, Edmonton-Highlands-Norwood.

Ms Sweet: Good morning. Heather Sweet, MLA, Edmonton-Manning.

Mr. Amery: Good morning. Mickey Amery, MLA, Calgary-Cross.

The Chair: As a few others might join on, I'll ask them to introduce themselves when they do.

I don't have any substitutions to note for today. Sorry; I do: Peter Singh for MLA Frey.

I just see that MLA Long has joined. If you could just please introduce yourself for the record.

Mr. Long: MLA Martin Long for West Yellowhead.

The Chair: Thank you.

The housekeeping items to go through. Microphones are operated by *Hansard* staff. The committee proceedings are live streamed on the Internet and broadcast on Alberta Assembly TV. The audio- and videostream and transcripts of the meeting can be accessed via the Legislative Assembly website. Members participating remotely are encouraged to have your camera on while speaking and your microphone muted when not speaking. Remote participants who wish to be placed on the speakers list are asked to just e-mail or send a message to the group chat and the committee clerk, and members in the room are asked to please signal the chair. Please set your cellphones and other devices to silent.

We will now just go to the next portion of the agenda, which is the approval of the agenda. Any comments or questions regarding it? If not, can I get somebody who would like to move that? MLA

Nixon has moved that the agenda for the April 25, 2022, meeting of the Standing Committee on Private Bills and Private Members' Public Bills be adopted as distributed. Any comments to that motion?

Hearing none, I'll just ask: all those in favour of the motion in the room, please say aye. Anyone opposed in the room, please say no. Moving online, all those in favour of the motion, please say aye. Anyone online opposed, please say no. Hearing none, that motion is carried.

We don't have any minutes to cover off.

I just would ask MLA Sigurdson to introduce herself for the record.

Ms Sigurdson: Lori Sigurdson, Edmonton-Riverview.

The Chair: Thank you for that.

We'll move on to the next portion of the agenda. Petitions on two bills are being heard today. Copies of the bills are available on the committee's internal website, and pursuant to Standing Order 104 Parliamentary Counsel's report on the bills was distributed to members last week.

I will give a bit of background on the process today. The petitioners appear before the committee as well as any other interested parties. All individuals giving evidence on the record must be sworn in. Following a presentation by the petitioner, committee members are provided the opportunity to ask questions of the petitioners. Once both hearings have been completed, the committee will deliberate on the bills consecutively and make one of the three following recommendations: that the bill proceed as is, that it proceed with amendments, or that it not proceed. Once we have made those determinations, I will report on behalf of the committee to the Legislature, and depending on the decision with respect to each bill, it will follow the same process as any other bill in the House; namely, proceeding through second reading, Committee of the Whole, third reading, royal assent, or it could be dropped from the Order Paper.

Are there any other questions before we invite the petitioners to join us? Mr. Nielsen.

Mr. Nielsen: Just to clarify, Chair, does the committee make an amendment to a bill, or do they make a recommendation for an amendment?

The Chair: That's a fair question.
Go ahead, please.

Mr. Koenig: Thank you, Mr. Chair. The committee will be making recommendations, and if it makes a recommendation for an amendment if the bill proceeded, that amendment would happen at Committee of the Whole stage.

The Chair: Thank you for that clarification. I appreciate that.

Any other questions?

Bill Pr. 1, the Calgary Young Men's Christian Association Amendment Act, 2022, is first up. In our meeting of March 15 the committee received an overview of the petition for Bill Pr. 1, Calgary Young Men's Christian Association Amendment Act, 2022, from Parliamentary Counsel, and the petition was found to be in compliance with standing orders 90 to 94. On March 16 the chair reported to the Assembly on the petition pursuant to Standing Order 99, and the bill was subsequently introduced in the Assembly on March 22 by the bill's sponsor, Mr. Matt Jones, the MLA for Calgary-South East. In accordance with Standing Order 100 the bill was referred to the committee after it was introduced.

As this is a private bill rather than a private member's public bill, I would suggest to the committee that we provide up to 10 minutes for opening remarks on this bill. Would anybody object to that?

Okay. Hearing none, I will now ask that the petitioners for Bill Pr. 1, the Calgary Young Men's Christian Association Amendment Act, 2022, be invited to join us.

Thank you for joining us and making your way out here so early on a Monday morning. I'm going to ask Mr. Koenig to just swear you in.

All right. Thank you for that.

Just a couple of items before we begin the hearing. The microphones are operated by *Hansard*, just so you're aware. They will come on and off as you are answering questions or presenting. If you do have a phone, please, now is the time to turn it to silent. It would be much appreciated.

As you see just in front of you, some of the folks that are online on the television screen will be called upon, potentially, to ask some questions as well, and that's where you will see their participation there over Teams.

I'm just going to ask that both of you introduce yourselves, and then we will introduce ourselves as well for you. Please, whoever wants to go first.

Ms Doram: Sure. Good morning. My name is Shannon Doram. I'm privileged to be the president and CEO. Thank you, Mr. Chair, and good morning to the members online.

The Chair: Thank you.

Mr. Milne: My name is Brian Milne with Norton Rose Fulbright, acting as counsel to the petitioner this morning. Again, thanks for having us. Looking forward to our discussion.

The Chair: I appreciate that. Welcome again.

My name is Brad Rutherford, MLA for Leduc-Beaumont, chair of the committee. I will just go to the right, and we'll go around the table.

Mr. Jeremy Nixon: Good morning. My name is Jeremy Nixon. I'm the MLA for Calgary-Klein.

Ms Sigurdson: I'm Lori Sigurdson, the MLA for Edmonton-Riverview.

Mr. Nielsen: Good morning. Chris Nielsen. I'm the MLA for Edmonton-Decore.

Ms Govindarajan: Vani Govindarajan, Parliamentary Counsel office.

Mr. Koenig: Good morning. I'm Trafton Koenig, with the Parliamentary Counsel office.

Ms Robert: Good morning. Nancy Robert, clerk of *Journals* and committees.

Mr. Huffman: Good morning. Warren Huffman, committee clerk.

The Chair: Thank you.

Going online.

Mr. Singh: Good morning, everyone. Peter Singh, MLA, Calgary-East.

Ms Sweet: Good morning. Heather Sweet, MLA for Edmonton-Manning.

Member Irwin: Good morning. Janis Irwin, Edmonton-Highlands-Norwood.

Mr. Amery: Good morning. Mickey Amery, MLA, Calgary-Cross.

Mr. Long: MLA Martin Long, West Yellowhead.

The Chair: Thank you.

MLA Rehn has also joined us, so you get to introduce yourself for the record and to our guests.

8:10

Mr. Rehn: Good morning. MLA Pat Rehn, Lesser Slave Lake.

The Chair: Thank you for that.

Now we have up to 10 minutes for the presentation. You can begin your remarks, and the timer will start when you do.

Bill Pr. 1, Calgary Young Men's Christian Association Amendment Act, 2022

Ms Doram: Wonderful. Well, thank you so much for having us to speak to the proposed petition for our bill. I just wanted to acknowledge as a guest on Treaty 6 territory and as an organization that operates on treaties 6, 7, and 8 territory, it is an honour to be here, and as an organization we honour the ancestral lands of those who come before us.

I thought I would begin – we'll move to the next slide, please, Warren, if I may – with a little bit of history about YMCA Calgary and what brought us to today. The YMCA is one of the world's largest and oldest youth charities. Our organization was founded in 1844 in London, England, as a way of giving young people a place to engage with healthy activities. The YMCA carries out its mission in 120 countries across the world, including 39 independent associations in Canada, and we are one of those associations.

YMCA Calgary began its operation in 1902 and was officially incorporated through an act of legislation in 1908. The act describes our objects to be

to carry on the usual work of [The YMCA] consisting of the maintenance of a gymnasium, reading rooms and lecture rooms and the prosecution of such religious and social effort as will tend to promote the physical, intellectual, moral and spiritual development of the young men of the City of Calgary.

That's from 1908.

During our first 10 years of operation, when the population of Calgary was fewer than 5,000 people, YMCA Calgary operated a library, public reading rooms, recreation activities, and provided classes for young men and boys in downtown Calgary. Our first official branch, which is pictured on the left-hand side of the screen, was an old firehouse known as the Riverside YMCA. Not long after, in 1930, we opened an overnight camp in the Rocky Mountains called Camp Chief Hector. We've served Canadian Armed Forces during World War II, and in 1963 the very first coed facilities were opened, the first time women were welcome to participate. That was 1963.

We've come a long way since that time, and the world has changed significantly since the original act of incorporation in 1908. We are now a place for everyone, and our mission has been updated to address our modern context, as you can see on the slide. We're privileged to stand before you today with a petition to amend our 1908 act for the purpose of modernizing the objects and powers of YMCA Calgary so that they reflect the modern context and charitable purposes of our organization today.

We'll go to the next slide, please. Who are we today? This slide shows the community program sites, in the smaller dots there, and the physical locations that comprise our current operating context.

Today YMCA Calgary is one of the city's most impactful operating charities. We are privileged to provide experiences to Calgarians through health and wellness facilities – and those are some of the larger pictures you see there – early learning and child care, outdoor experiences, and community-based programing. As a trusted charity the YMCA helps create spaces and communities that are welcoming and inspiring. Guided by four core values of honesty, caring, respect, and responsibility, we strive to offer programs and services that give children, youth, and adults the opportunity to belong, grow, thrive, and lead.

Our organization thrives from the leadership of more than 800 staff, more than 1,000 volunteers to deliver our mission through health and wellness, aquatics, youth engagement, early years, the outdoors, community outreach, and partnership-based opportunities. Despite its challenges the pandemic has brought unique opportunities to adapt programming, find creative solutions to emerging needs, and to keep people safe in the settings they need. YMCA Calgary remains a strong and healthy charity focused on supporting Calgarians as their needs change and as the world around us continues to change.

We'll go to the next slide, please, Warren. The next two slides will give a little bit of an overview – I understand you've received our bill amendment – to some of the particulars and some of the reasons we would like to amend this act, and Brian will speak to the proposed powers that we'd like to amend as well. On the left-hand side of the chart here are the excerpts of the objects from the original act, and on the right-hand side are the new objects. What we've attempted to do through some colour coding is highlight some of the key areas. The red highlights really highlight some of the specific ways that we serve people, the blue highlights some of the changes in geography, and the green highlights some of the changes in articulating who we serve and to make that more inclusive.

The other piece that I think is worth mentioning is that we have also aligned the amended objects to align with CRA definitions of charitable purposes, which is important, obviously, to our organization as well.

Just a couple of highlights. If you look at the left compared to the right side, we're moving from a fairly narrow definition of our physical spaces to one that describes our modern provision, as you would have seen on the slides prior, of public amenities for multi-uses for the benefit of the general public. Again, that moves from a fairly narrow view to something that's a little bit more broad and inclusive. The proposed amendments also more accurately describe who we are and who we serve, including children, individuals, and families, and how we serve them. You'll see that we've detailed preschool, daycare, children's programming and "by operating outdoor facilities" and experiences. Lastly, the blue text recognizes our desire to have the capacity to operate within the province of Alberta whereas our current objects are specified to within the city of Calgary.

Move to the next slide. I'll just explain a couple of more pieces here: obviously, a continuation on the left of the old objects compared to the proposed amendments on the right. One of the things that we are very proud to offer is community-based activities as well. All of the dots that you would have seen on the map represent community-based opportunities that we felt were important to outline in this as well. And then bullets (e) and (f) describe two new additions to our act which outline our desire to conduct charitable activities in alignment with the Canadian Income Tax Act and to do all such other things that are incidental, ancillary to the attainment of our purposes.

Speaking of such, it's my pleasure to now welcome Brian to speak to some of the specific proposed changes to the powers of the organization. Over to you, Brian.

Mr. Milne: Thanks very much, Shannon. Good morning once again, and then thanks again for having us. We'll turn to the powers in just one minute – you can leave it on this slide – but just as a further comment on the objects that we're putting in the proposed bill, Shannon had noted that those have been drafted specifically to adhere to and comply with the CRA's understanding of charitable purposes, just to sort of provide to the committee the point that a fair bit of sort of care and attention has been put into the specific wording of those purposes, having compared them against accepted model purposes from the CRA, our own experience having worked with the CRA as legal counsel, and so forth. I just want to put that context in front of you as well.

With respect to the specific powers, again, the purpose of the bill is to modernize the objects and powers of the YMCA to have them line up with the current context and also the future forward-looking context. Part of the opportunity we're taking here is to broaden the powers to simply provide that they'd be those of a natural person, really, and that's in line with modern corporate drafting for incorporating statutes both in Alberta and elsewhere. The sort of historical practice, particularly at the time, 1908, when the YMCA's act was first passed, was for incorporating statutes to be very prescriptive with respect to powers, which may have made sense at the time in the context, but since then it leads to a lot of interpretational uncertainties. You know, when an organization is wanting to pursue any initiative, having to sort of ask, "Is what we want to do in line with our powers?" could lead to unfortunate questions: well, we're not entirely sure, or it's clear, or it's not clear, et cetera.

We're shifting away from that, and we're simply providing through the new bill here, if adopted, that the YMCA as a corporate body has the powers of a natural person, which again is consistent with modern corporate drafting, including the Alberta Business Corporations Act, the relatively modern Canada Not-for-profit Corporations Act as well as the new not-for-profit acts in Ontario and B.C. If and when the day comes for Alberta to have a new not-for-profit statute, I would expect something similar to be in that legislation as well. That's the context we thought it was important to raise in case you're wondering sort of why we're pursuing it, and then also the other point here being just the geography, you know, again, moving sort of beyond just the confines of Calgary.

Ms Doram: Great. Thank you, Brian.

I believe our last slide is just a "thank you" slide. It's been a privilege, and I'd just like to make mention and a thank you to MLA Matt Jones, who is our sponsor for this bill. Happy to turn it back to you, Mr. Chair, for any questions.

8:20

The Chair: Thank you for that. It was well timed; just two seconds to spare. I appreciate that.

We're now just going to open up the floor to questions, and then once questions are completed by committee members, just to remind everybody, Parliamentary Counsel might also ask a few questions. I have a couple on the list already, starting with MLA Nixon.

Mr. Jeremy Nixon: Excellent. Thank you again for being here with us this morning. My take on this is that it's mostly administrative. You guys are already doing most of this work anyway, which is good. You do great work. I know my kids certainly enjoy your facilities, so thank you for that. I guess my question is: why now? It's been 114 years, so I'm wondering if you can give me a bit of context in regard to what's triggered you coming before us today with these changes.

Ms Doram: Yeah. Thank you so much. Well, one of the things that I would like to mention is that we've had the privilege of operating Camp Chief Hector for nearly 90 years, and we'd like to make sure that the operation of that facility is in line with our current constitution. We're also about to pursue significant fundraising activities for that site. As you've seen, we've been in existence since 1930, and it's time to reinvest into that. As a process of going through, looking at all the requirements that we would like to have in place to make sure that that campaign is successful and that all of our governing articles are in good order, this was really an opportunity for us to go down the path today to make sure that we are in line. We are also looking at our bylaws as well. So this is part of a larger effort both to set the stage for some significant fundraising but also to make sure that we are operating within our governing articles.

The Chair: A follow-up?

Mr. Jeremy Nixon: Yeah. Has your fundraising been limited because of this in the past?

Ms Doram: No, it has not, but this is a very significant undertaking. We endeavour to raise almost \$15 million for the Camp Chief Hector site. Currently, today, you may be aware – MLA Rosin would be familiar that the site is actually outside of the city limits, so one of the things that we'd like to be sure of is that we can preserve the capacity to continue to run that site within the articles of our organization. So that was really – as we started to look at raising significant dollars for that site, we wanted to make sure that it was all nice and appropriate for what we've got in writing.

The Chair: Thank you.

Just going online now. Member Irwin for a question and a follow-up.

Member Irwin: Wonderful. Thanks for being here. I just want to thank you for the work that you do, you know, particularly with child care. I know my nephew was talking about going to Camp Chief Hector this summer, so exciting times for him.

I would just like to ask, you know – obviously, your focus is on the Calgary area, and I know that in the Edmonton area we've got the YMCA of Northern Alberta, and we've got sort of a different kind of model. YMCA of Northern Alberta obviously serves Edmonton; it serves Red Deer, Wood Buffalo, Grande Prairie. I think that may be all of them. Is your bill hoping to sort of take on a similar structure? Like, have you connected with some of the surrounding communities?

Ms Doram: Thank you for the question, Member Irwin. For the benefit of the committee, the YMCA of Northern Alberta consists of the Edmonton area, Grande Prairie, Fort McMurray, and Red Deer. They have actually gone through the exact same process, which, Member Irwin, you might be aware of. Often YMCAs have the opportunity to work together formally and informally. In the case of northern Alberta that's a formal amalgamation, and what was required was the very same process we're talking about today, to open the constitution to enable activities in the province of Alberta. The language is actually the same. So there is precedent there.

We as YMCAs do work together very closely. The four YMCAs in Alberta – the YMCA of Northern Alberta, the YMCA of Calgary, the YMCAs of Medicine Hat and Lethbridge – do work together quite significantly. Proposed amendments would allow us to formally work together and to support each other in a broader way, so if there was the need to support another YMCA, we actually

have, then, the geographic capability to do that. The other opportunity is to work more intentionally together on shared initiatives like fundraising endeavours if we chose to operate as a province, so being able to expand outside of Calgary would enable us to do that.

Member Irwin: Okay. Yeah. You kind of touched on my follow-up there. So you don't – no concerns from the surrounding YMCAs. Clearly, you have a fairly good relationship.

Ms Doram: Absolutely. Thank you for the clarification. When we initiated this process, we did reach out to all of our colleagues across the province, including northern Alberta, Lethbridge, and Medicine Hat, to actually share all of the documentation that's been shared with you so they're aware of exactly what we're proposing – “no concerns” is the specific answer to your question – and also, I think, a fairly significant opportunity to work together in the future and to also address surrounding communities. As you know, Calgary is growing. Right now we would be constrained to operating within the city, so we would not be able to pursue other opportunities in Airdrie, Cochrane, Okotoks, Chestermere, and so on. “No concerns” is the short answer to your question.

Member Irwin: Perfect. Thanks so much.

The Chair: Thank you.

We're just going to return to MLA Nixon for a question or follow-up.

Mr. Jeremy Nixon: Excellent. Thank you. Again, just kind of going down the path of the changing of the powers to be considered a person. That'll be a great day. I'm wondering if you can kind of tell me if you've been limited at all by the current definition as it is, legally speaking, in your operations.

Mr. Milne: I guess historically – and maybe Shannon can speak to this a little bit – you know, the answer is probably: no, in a sense of not directly. I don't believe there's been a program that YMCA Calgary has wanted to pursue that it felt it hasn't been able to, for example, because of its powers wording before. But I think the intention here is, while we have the bill in front of us and are kind of going down this path of broadening the geographic scope to also address some uncertainties surrounding where the YMCA can and cannot operate, to take the opportunity to also address what really probably were historically also uncertainties as to specifically what actions and steps the YMCA may have been able to take and, certainly going forward, more so looking to make sure we don't run into those sorts of questions down the road.

Mr. Jeremy Nixon: Perfect. Is there a chance that decisions that have been made in the past may be problematic for you guys because of that?

Mr. Milne: No. Sorry. I wouldn't want to suggest that. You know, the powers, when you look at the wording of the act: fairly prescriptive as far as addressing certain actions, the power to operate. What was the language in the original act? “A system of technical education,” for example, and operate such branches as required: that has been repealed, in fact, partly just because it's not relevant to what the YMCA Calgary is doing today and what it plans to be doing forward. Again, the powers would not have fully addressed the scope and breadth of what the YMCA was looking to do, and they weren't prescriptive in a negative sense. They didn't necessarily restrict the YMCA from doing what it did. They weren't in the act here to say: you have the ability to enter into contracts and

do all the things that you would as a corporate body under modern statutes.

The Chair: Thank you for that.

MLA Sigurdson for a question and follow-up.

Ms Sigurdson: Thank you so much. Yeah. I'm more familiar with the YMCA here in Edmonton because this is where I live, but I know that the work of the Ys is very important, and I just want to thank you so much for all that you do. Just to share that a lifetime ago I used to work at Bissell Centre, and I was the director of Moonlight Bay on Lake Wabamun. We would meet collectively, all the camps, and Camp Chief Hector was always sort of the star. You know, they did so many great things, and I was always admiring all their work. But that was a very long time ago.

Anyway, a lot of the things that are in the objectives that are new, you know, and why you're bringing this legislation forward, you are already doing. You just expanded some of the things, so you're formalizing that. Am I correct that just sort of the tax rules and things like that that you can then benefit from are sort of the key piece of this?

Mr. Milne: I can speak to that. I think the balance with the objects has been trying to capture primarily what the YMCA does. I mean, they've been driven by what YMCA Calgary does day to day and what it also plans to do, which is perhaps, you know, an extension of what it's doing today. That was the basis for all the different items in there. But as far as the specific wording and language and sort of description of each of those, those have been drafted specifically to ensure that they are considered exclusively charitable, and that's a requirement of YMCA Calgary's status as a registered charity. It has to ensure that everything it does is exclusively charitable. The CRA can have concerns where an organization's activities open the door to things that would not be considered charitable. Again, we've drafted these from the starting point of: what does the YMCA Calgary do? But then how do we present that and frame that within the objectives to ensure that it is clear that everything in this list is intended to be and will be exclusively charitable?

8:30

Ms Sigurdson: Thank you.

The Chair: No follow-up? No.

MLA Nixon has one more comment.

Mr. Jeremy Nixon: Excellent. I actually don't have a question; I did have a comment. I just wanted to thank you guys so much, as parliamentary secretary of civil society, and let you know how thankful we are as a government and MLAs for the work that you do in the community in building strong communities and providing opportunities for families and children and others to be able to gather. Thank you for work.

The Chair: Thank you.

That's the end of our list at this point. I'll just pause for a moment if there are any other comments or questions. Okay. Hearing none.

Thank you for taking the time to present to us today.

We're just going to turn it over to Parliamentary Counsel, though, just for a few comments and maybe some questions.

Mr. Koenig: Thank you, Mr. Chair. With your indulgence, I just have two brief questions for the record. It's touching on some items that have already been discussed somewhat. I'm wondering if either of the representatives for the petitioner can talk to us about, to the best of your knowledge, whether there are any debts or liabilities of

the corporation that might be impacted by the proposed changes in this bill.

Ms Doram: Not to my knowledge, no.

Mr. Koenig: Okay. Are you aware of any third parties that might object or do object to the changes proposed in this bill?

Ms Doram: Not at this point, no.

Mr. Koenig: All right. Thank you.

The Chair: Okay. Thank you for that.

Any other comments? Hearing none. Thank you.

I got a little ahead of myself there, but thank you for joining us today and taking the time to come up and give a presentation and answer our questions.

That concludes the hearing, committee members, for Bill Pr. 1.

As I just did, of course, I thank the folks for joining us today. Of course, you are free to go if you like, or you can just join us and watch the rest of the committee proceedings if you so choose.

We will now be moving on to Bill Pr. 2, the Calgary Heritage Authority Amendment Act, 2022. At our meeting on March 15 the committee also received an overview of the petition for Bill Pr. 2 from Parliamentary Counsel, and the petition was also found to be in compliance with Standing Orders 90 to 94. As chair I reported to the Assembly on the petition on March 16, pursuant to Standing Order 99, and the bill was introduced in the Assembly on March 22 by the bill's sponsor, Mr. Jeremy Nixon, the MLA for Calgary-Klein. In accordance with Standing Order 100 the bill was referred to the committee after it was introduced.

Now I will ask that the petitioners for Bill Pr. 2 be invited to join us.

Thank you for joining us today. I'm just going to ask Ms Govindarajan to swear in the petitioners, please.

Thank you for that.

Just a couple of things to note before we begin. The microphones are operated by *Hansard* staff. If you have a phone, please turn it to silent. And the folks from the committee that are joining us online will just be on the TV right in front of you when we get to the portion around questions.

I'm going to ask you both to introduce yourselves, and then we will introduce ourselves here at the table and online as well. Please go ahead.

Mr. Traptow: Good morning, Mr. Chair. Josh Traptow, chief executive officer of Heritage Calgary.

Ms Chenier: Good morning, members, Mr. Chair. Yvonne Chenier, QC, from IntegralOrg, counsel for the petitioner.

The Chair: Thank you for that.

I'm MLA Brad Rutherford for Leduc-Beaumont and chair of the committee.

I'll just turn to my right.

Mr. Jeremy Nixon: Good morning. It's Jeremy Nixon, MLA for Calgary-Klein.

Ms Sigurdson: Good morning. Lori Sigurdson, Edmonton-Riverview.

Mr. Nielsen: Good morning. Chris Nielsen, and I'm the MLA for Edmonton-Decore.

Ms Govindarajan: Vani Govindarajan, Parliamentary Counsel office.

Mr. Koenig: Good morning. I'm Trafton Koenig, also with the Parliamentary Counsel office.

Ms Robert: Good morning. Nancy Robert, clerk of *Journals* and committees.

Mr. Huffman: Good morning. Warren Huffman, committee clerk.

The Chair: Thank you.
I'll just go online.

Ms Sweet: Good morning. Heather Sweet, MLA for Edmonton-Manning.

Member Irwin: Good morning. Janis Irwin, Edmonton-Highlands-Norwood.

Mr. Singh: Good morning. Peter Singh, MLA, Calgary-East.

Mr. Amery: Good morning. Mickey Amery, MLA, Calgary-Cross.

Mr. Long: Good morning. Martin Long, MLA for West Yellowhead.

Mr. Rehn: Good morning. Pat Rehn, MLA, Lesser Slave Lake.

The Chair: Thank you for that.

We will now turn to the presentation. There are 10 minutes to make the presentation and inform the committee of the bill that you have brought forward. You can begin your remarks, and the timer will start when you do.

Bill Pr. 2, Calgary Heritage Authority Amendment Act, 2022

Mr. Traptow: Right. Thank you again, Mr. Chair. It's my pleasure to speak to the committee today on Bill Pr. 2, the Calgary Heritage Authority Amendment Act, 2022. Heritage Calgary is a civic partner of the city of Calgary with a mission to embrace and keep space for the stories of this place. We have existed in our current form since 2000, when our bill was last amended, when the city merged two previous heritage organizations to create the then Calgary Heritage Authority.

In 2015 the organization took their first step to becoming a truly stand-alone organization from the city when they hired myself as executive director. In 2019 we became a civic partner of the city of Calgary, which came with operations funding. We have been working with the city of Calgary for the last couple of years to improve and continue to enhance our governance as an organization. Amendments to our act are the last piece of that work.

Some of the key amendments that are before you today include changing our legal name from the Calgary Heritage Authority to Heritage Calgary; updating definitions and terminology, including using gender-neutral terms by shifting from chairman to chair, changing terminology of members to directors, updating the name of the city's inventory to the inventory of evaluated historic resources, and the definition of heritage resource being updated to align with the expanded provincial definition.

We're also making changes to reflect Heritage Calgary's role in designing and delivering public programs: reduction to the minimum board size from 10 members to eight members – the maximum remains at 12 – this was a recommendation from our governance review; the addition of a new section allowing for the board to recommend the removal of a director to council by a two-thirds vote of the board and for council to also have the ability to remove a director; the extension of the time to fill vacancies from 60 days to 90 days; provision for a board member to act in the role

of interim executive director if required; and the addition of a new section about indemnity, limitation of liability, and insurance for directors. These proposed amendments were approved by Calgary city council at their combined meeting of council on February 15, 2022.

As part of this process we have integrated advice and comments from the office of Parliamentary Counsel and the Canada Revenue Agency, including advice about changing the organization's legal name from the Calgary Heritage Authority to Heritage Calgary to ensure we are able to remain as a registered charity.

Since undergoing a rebranding process in 2019, we have operated as Heritage Calgary. We identified that the new name better reflects our vision, mission, mandates, and our values. The name change also aligns with similar heritage organizations across the country, including Heritage Toronto, Heritage Vancouver, and Heritage Saskatchewan.

Thank you very much, Mr. Chair and members of the committee, for your consideration. Ms Chenier and I are happy to answer any questions you may have.

The Chair: Well, I appreciate that, and thank you for the presentation and your opening comments.

We are just going to turn to the committee for questions. We'll start with MLA Nielsen. And just so you're aware, Parliamentary Counsel may have some remarks and questions afterwards as well.

MLA Nielsen, please go ahead.

Mr. Nielsen: Thanks, Mr. Chair, and thank you both for being here this morning and presenting to us. I might as well just jump right in. Will these legislative changes change, I guess, how the authority operates right now?

8:40

Mr. Traptow: Not really. The work that we're already doing, the programs we're already delivering, won't change. It's, again, similar to the Y's just cleaning up the legislation to make sure that we can do what we actually set out to do. When the organization was created in 2000, it was the idea that it would still be a very close city organization kind of run by the city. Over the last 20 years we've seen that progression to being a truly arm's-length organization with our own staff and our own authority, so just making sure that we're within the confines of our act is one of the reasons that we're here today with those amendments.

The Chair: A follow-up?

Mr. Nielsen: A follow-up, Chair. Yeah. Amendments include, of course, the addition of a treasurer on the authority board. Have the finances of the authority been controlled in the past?

Mr. Traptow: We've had a treasurer in the past. They just haven't been defined in the act, so that was one piece; we wanted to make sure that it was defined within the legislation. As part of our funding agreement we also have to go through an audit every year with the city of Calgary, so our books are audited, and that oversight is provided by the treasurer.

The Chair: Thank you for that.

Let's turn to MLA Nixon for a question and follow-up.

Mr. Jeremy Nixon: Excellent. Thank you for being here today and for your leadership in regard to heritage and preservation of heritage in our city. Thank you for that. Parliamentary Counsel has recommended an amendment to the bill, one which pertains to liabilities and liabilities of directors. I was just wondering if you have any concerns with the potential amendment or any thoughts on

whether the committee should be recommending this amendment to the Legislature.

Ms Chenier: The amendment pertaining to the directors' liability: the directors will not be responsible for their acts unless it's caused by their own negligence or fraud. Is that the one you're referring to, MLA Nixon?

Mr. Jeremy Nixon: I believe so. Yes.

Ms Chenier: Yes. That's to bring it in line with modern governance statutes in the not-for-profit area, including the most recent government of Alberta legislation, the Freedom to Care Act, which was enacted last year by this Assembly and which makes volunteers and directors of the Calgary Heritage Authority – hopefully, we'll be named Heritage Calgary – volunteers, and as such they would not be personally liable for any of their actions under that act, and it's codified in this act as well, similar to that.

Mr. Jeremy Nixon: Just to clarify, then: you have no concerns with us recommending that amendment to the Legislature?

Ms Chenier: No, because it's similar to other nonprofit legislation, including similar Alberta legislation.

Mr. Jeremy Nixon: Thank you.

The Chair: Thank you.
MLA Nielsen, go ahead, please.

Mr. Nielsen: Thank you again, Mr. Chair. How will these amendments support the protection and the preservation of heritage sites in Calgary?

Mr. Traptow: One of the big changes is just clarifying what programs and services Heritage Calgary is able to offer. One of our core mandates is to maintain the inventory of evaluated historic resources. In 2000, when the legislation was created, it was still just a potentials list. Now anything on the inventory, which is over 900 properties, has historical significance. Not all of them are designated as provincial or municipal heritage resources, but it continues to give us that flexibility to really do the public programs. We do a number of walking tours, partnering with community associations to help them with the preservation of heritage in their community. So it really just is in line with the work we're currently doing around, you know, telling the stories of Calgary.

Also, that piece around our name, Calgary Heritage Authority: it wasn't a very inviting or opening name. You know, people would come to us and say, "Use your authority to save this property," and we didn't have that authority. That was the city of Calgary that needed to do that. So really trying to also kind of get away from just being built heritage but also around people's story and cultural landscapes has been a really big focus for us in the last number of years. We've been partnering with the Calgary public library for our historian in residence, and each historian has a different theme. We've had one who has looked at Calgary's LGBTQ-plus history, Calgary's Métis history, Calgary's prehistory, and then the current one is looking at how museums in a modern context are still part of the heritage ecosystem.

Mr. Nielsen: Actually, some of your comments segued nicely into one of the other questions I'd like to ask. As was actually just mentioned, we did have some changes that were made by the current government around heritage legislation in the province. How has this impacted your organization and heritage sites in

Alberta, and have the changes informed, I guess, any of the changes that you've presented here today within your bill?

Mr. Traptow: Are you talking about the removal of one of the provincial designations, where it was a registered historical site and not a designated historic site?

Mr. Nielsen: Yeah. So when we were talking about, like, as was mentioned, the Freedom to Care Act, you know, have any changes occurred there that have, I guess, put you in a position where you've had to make some changes which, of course, we now see today in your bill?

Mr. Traptow: No. None of the changes made to the Historical Resources Act impact any of the changes that are before you today.

The Chair: Thank you for that.

MLA Singh has his hand up for a question and a follow-up.

Mr. Singh: Thank you, Mr. Chair, and thanks very much for the excellent presentation. My question has been mostly answered here, but I would just reiterate it a bit here. Can you confirm that the city of Calgary reviewed the proposed changes to the governance framework of the authority and that they agree with the proposed amendments?

Mr. Traptow: Yes, they did. They had provided a signed letter that was included in our petition package, and those amendments were approved by city council at their combined meeting in February. We worked very closely with both the law department at the city of Calgary along with the planning department and the office of partnerships. It was very much a collaborative process through the city for them to be comfortable with these changes and for council to ultimately approve them.

Mr. Singh: Thank you for answering.

What other inputs, if there are any, can you expound on?

Mr. Traptow: Sorry. What was that?

Mr. Singh: I wonder if there were inputs into this year, and can you expound right there? Expand on it a little bit more.

Mr. Traptow: Expand on – I didn't catch that.

Mr. Singh: On the inputs.

Mr. Traptow: The inputs. The city's inputs?

Mr. Singh: Yes.

Mr. Traptow: Oh, yes. Yeah. The piece around how members are appointed: board members are still appointed by city council with recommendation from the board of Heritage Calgary. We use a search firm for our board selection. Also, the piece around the definition of heritage: the city also, you know, obviously was quite interested in that to make sure that it was in alignment with the city's municipal development plan but that it was also not too confined based on what the province considers as heritage.

Mr. Singh: Thank you for answering, and thank you, Mr. Chair.

The Chair: Thank you for that.

I don't have anybody else on the list for questions, so I'll just pause for a moment to see if anybody else has any questions. Okay. Hearing none.

Thank you again for joining us today and presenting and answering questions.

We are now turning to Parliamentary Counsel, if Ms Govindarajan has any questions or anything to follow up.

Ms Govindarajan: I just have one follow-up. If you could just confirm for the record: are you aware of any third parties that may object or that do object to the changes proposed by this bill?

Mr. Traptow: Not to my knowledge, no.

Ms Govindarajan: That's everything for me.

The Chair: Okay. Thank you for that.

That concludes the hearing into Bill Pr. 2, and again thank you for being in attendance with us today. You're welcome to leave if you like. It says here: free to go. You've always been free to go. I have no ability to make you stay. You will be advised as to the disposition of this bill after the committee has finished its deliberations.

We are now going to be turning to deliberations, starting with Bill Pr. 1. Members, at this time the committee will begin its deliberations on Bill Pr. 1, and as mentioned earlier, the committee must ultimately decide whether the bill should proceed, proceed with amendments, or not proceed. I will now turn to . . .

Mr. Koenig: Mr. Chair.

The Chair: Yeah. Sorry. Please go ahead.

Mr. Koenig: Thank you, Mr. Chair. Before the committee begins its deliberations, I just want to offer two small clarifications. I suspect they'll probably relate more to the deliberations on Bill Pr. 2, but I just want to emphasize them now. The first point is just to make clear Parliamentary Counsel's role with private bills. We, of course, assist the petitioners, but we do not advise the petitioners. The contents of the bill are based on what the petitioners would like to see in that bill. We are not providing advice to those petitioners about the content.

The other point for committee members to keep in mind is that Parliamentary Counsel's report is our legal advice to the committee, so that is not circulated generally. Just keep in mind that that report and the contents of that report are for the purposes of committee members only.

8:50

The Chair: Okay. Thank you for that.

I'm still just looking around the room to see if there are any comments around Bill Pr. 1. Not seeing any in the room, does anyone online have any comments around Bill Pr. 1? Okay. Then we can move on.

If somebody would like to move a motion regarding Bill Pr. 1. Mr. Nielsen.

Mr. Nielsen: Thanks. You probably have the exact wording pulled right out of my head, as you normally do, Mr. Chair, but suffice to say that I would move that Bill Pr. 1 proceed back to the House for debate.

The Chair: Okay. Thank you for that. We are just a little bit ahead of you here. Is that the wording that you would like to just read into the record for us?

Mr. Nielsen: Yeah. I move that the Standing Committee on Private Bills and Private Members' Public Bills recommend that Bill Pr. 1, Calgary Young Men's Christian Association Amendment Act, 2022, proceed.

The Chair: Thank you.

Any other questions or comments to that motion?

Okay. Hearing none, I'll call the question. On the motion as moved by MLA Nielsen, all those in favour in the room, please say aye. Anyone opposed in the room, please say no. Moving online, all those in favour of the motion, please say aye. And anyone online opposed, please say no. Thank you.

That motion is carried.

Members, that would conclude the deliberations on Bill Pr. 1.

The committee must now consider directing research services to prepare a draft report, including the committee's recommendations. Would a member wish to move a motion to direct research services to prepare the committee's draft report? MLA Nixon has moved the following motion. We'll get it up on the screen.

MLA Nixon, if you want to just read it into the record and then add any comments, if you have any, to this motion.

Mr. Jeremy Nixon: Excellent. That

the Standing Committee on Private Bills and Private Members' Public Bills (a) direct research services to prepare a draft report on the committee's review of Bill Pr. 1, Calgary Young Men's Christian Association Amendment Act, 2022, which includes the committee's recommendations, and (b) authorize the chair to approve the committee's final report to the Assembly on or before noon on Wednesday, April 27, 2022.

The Chair: Thank you, MLA Nixon. Do you have any comments?

Does the whole committee have any comments to that motion?

Hearing none, I'll call the question. All those in the room in favour of the motion as moved by MLA Nixon, please say aye. Anyone opposed, please say no. Moving online, all those in favour of the motion, please say aye. Anyone opposed online, please say no.

That motion is carried.

I would note that if anybody would like to provide a minority report to that, they will have to provide it by noon on Thursday, April 28, 2022.

Moving on to Bill Pr. 2, the Calgary Heritage Authority Amendment Act, 2022, now we will begin deliberations on that bill. If anybody has any questions or comments around it. We just need to decide if it needs to proceed, proceed with amendments, or not proceed. I will now open it up to discussion.

Would anybody, then, like to move a motion? Mr. Nielsen.

Mr. Nielsen: Thanks, Mr. Chair. Obviously, during our deliberations, as, you know, Mr. Nixon had brought up earlier, we also had that question around section 12.1, around the liabilities. I think the committee would probably be prudent in maybe recommending a bit of an addition based on some of the advice from Parliamentary Counsel to give to the House to maybe consider putting into that bill just to maybe kind of expand a little bit and provide some protections in there. I don't know if there's actually a motion available.

The Chair: There is. We'll just get it up on the screen here and see if it's something you're interested in moving. So that adds the wording of the amendment. If you would like to move it as written, please read it into the record.

Mr. Nielsen: Sure. I can probably manage that. I move that the Standing Committee on Private Bills and Private Members' Public Bills recommend that Bill Pr. 2, Calgary Heritage Authority Amendment Act, 2022, proceed with the following amendment. Section 11 is amended in the proposed section 12.1 by adding the following immediately after subsection (3): (4) nothing in this section affects the liability of the authority with

respect to loss or damage, including loss or damage caused by an act or omission of a director for which the director is not liable under subsection (2).

The Chair: All right. Thank you for moving that motion.

Any other questions or comments from the committee regarding this motion?

Hearing none, I will call the question, then, on the motion as moved by MLA Nielsen. All those in the room in favour, please say aye. Anyone in the room opposed, please say no. Moving online, all those in favour, please say aye. Anyone online opposed, please say no.

The motion is carried.

Members, that finishes the deliberations on Bill Pr. 2, and the committee should now consider directing research services to prepare a draft report, including the committee's recommendations. Would a member wish to move a motion to direct research services to prepare the committee's draft report? MLA Nixon.

MLA Nixon, if that's the motion you'd like to move, please read it into the record.

Mr. Jeremy Nixon: Sure. I move that the Standing Committee on Private Bills and Private Members' Public Bills (a) direct research services to prepare a draft report on the committee's review of Bill Pr. 2, Calgary Heritage Authority Amendment Act, 2022, which includes the committee's recommendations, and (b) authorize the chair to

approve the committee's final report to the Assembly on or before noon on Wednesday, April 27, 2022.

The Chair: Thank you.

Any questions or comments to that motion?

Hearing none, I'll call the question. All those in the room in favour of the motion as moved by MLA Nixon, please say aye. Anyone in the room opposed, please say no. Moving online, all those in favour, please say aye. Anyone opposed online, please say no.

The motion is carried.

I would note for members that any minority reports should be provided to the committee clerk by noon on Thursday, April 28, 2022.

Is there any other business for the committee? Hearing none.

The date of the next meeting will be at the call of the chair.

If there's nothing else for the committee's consideration, can I get a motion to adjourn?

Mr. Nielsen: So moved.

The Chair: Mr. Nielsen has moved that the meeting be adjourned. All those in favour both in the room and online, please say aye. Anyone opposed, please say no. That motion is carried.

Thank you. This meeting is adjourned.

[The committee adjourned at 8:58 a.m.]

