

About YYC's Board of Directors

Information Package



SKILLS- Expanded Definitions *

	Mandated	Strategic	Definitions
Air Transportation	<input checked="" type="checkbox"/>		Senior Executive and related experience in airline, airport, air cargo or air charter industry.
Industry	<input checked="" type="checkbox"/>		Senior Executive and related experience including experience with OHSE in an active business not necessarily aviation related.
Commerce	<input checked="" type="checkbox"/>		Senior Executive and related experience with banking, insurance, employees, real estate development, financing and contracts in a commercial context.
Finance	<input checked="" type="checkbox"/>		Accredited senior accounting or finance designation with audit experience or additional broad industry experience including enterprise risk management.
Administration	<input checked="" type="checkbox"/>		Senior Executive and related experience with HR matters, policies and processes.
Law	<input checked="" type="checkbox"/>		Accredited Law degree plus additional board, senior commercial or aviation experience.
Engineering	<input checked="" type="checkbox"/>		Accredited Engineering degree with commercial experience.
Organizing workers	<input checked="" type="checkbox"/>		Management experience working with large employee groups, collective agreements or bargaining units.
Consumer Interest	<input checked="" type="checkbox"/>		Senior Executive and related experience in consumer business or organization and related marketing/sales experience.
Communications and External Relations		<input checked="" type="checkbox"/>	Senior Executive and related experience with community/stakeholder and government relations and expertise in the area of internal communications.
IT (Information Technology)		<input checked="" type="checkbox"/>	Senior Executive and related experience with all aspects of IT including policy, architecture and audit.

*The Regional Airports Authorities Act does not provide guidance on the meaning of the mandated skills. Section 5(a) of the Articles of Incorporation states that “the Appointers shall ensure that the Board collectively has experience of and has shown capacity in air transportation, industry, commerce, finance, administration, law, engineering, the organization of workers and the representation of the interests of consumers.” These expanded definitions are being suggested by the Nominating Committee to assist in evaluation of prospective Board appointees. It is assumed that all candidates will have experience in corporate governance and associated best practices.

RATES OF REMUNERATION BOARD OF DIRECTORS

Effective October 1, 2018

(Approved by the Board of Directors, September 19, 2018)

<u>Directors Annual Retainer</u> (excluding the Board Chair)	\$12,000
<u>Board Chair Annual Retainer</u> The Board Chair is eligible to receive per meeting fees along with other Directors.	\$80,000
<u>Standing Committee Chair Annual Fee</u> Audit and Finance Committee Governance and Compensation Committee Infrastructure Development Committee Operations and Business Development Committee Nominating Committee	\$6,500
<u>Ad Hoc Committee Chair Annual Fee</u>	\$0
<u>Meeting Fees</u> In-person attendance meeting fees for Director attendance at meetings of the Board of Directors and Standing Committees	\$1,250
Teleconference attendance meeting fees for Director attendance at meetings of the Board of Directors, and standing committees	\$625
Ad Hoc Meeting Fees: <ul style="list-style-type: none"> Annual General Meeting Appointer Meetings Other Meetings at the discretion of the Board Chairman Teleconference Meeting 	\$625 \$625 \$625-\$1,250 \$1,000
<u>Director Expenses:</u> Directors will be compensated for mileage at \$0.50/km, parking, and other incidental expenses incurred for attendance at CAA Board and Committee meetings, and at Calgary Airport Authority functions to which they are invited, and attend. Directors will also be reimbursed for out-of-town expenses incurred on Authority business.	

2018-19 BOARD & COMMITTEE MEMBERSHIP LIST

Board of Directors (16)	Audit & Finance (6)	Business Development (6)	Governance & Compensation (6)	Infrastructure & Technology (6)	Nominating (6)	Operations, Safety, Health & Environment (6)	Ad-Hoc Privatization (5)
Mike Casey	Terry Allen	Matt Heffernan	Grant MacEachern	Heather Kennedy	Richard Hotchkiss	Murray Sigler	Mike Casey
Terry Allen Larry Benke David Blom Don Cormack Kristine Delkus Wendelin Fraser Matt Heffernan Richard Hotchkiss Heather Kennedy Ken King Grant MacEachern James Midwinter Andrea Robertson Laura Safran Murray Sigler	David Blom Don Cormack Grant MacEachern James Midwinter Andrea Robertson Mike Casey (ex-officio)	David Blom Wendelin Fraser Ken King James Midwinter Laura Safran Mike Casey (ex-officio)	Larry Benke Don Cormack Kristine Delkus Wendelin Fraser Heather Kennedy Mike Casey (ex-officio)	Larry Benke Don Cormack Matt Heffernan Laura Safran Murray Sigler Mike Casey (ex-officio)	Wendelin Fraser Matt Heffernan Heather Kennedy Andrea Robertson Murray Sigler Mike Casey (ex-officio)	Terry Allen Kristine Delkus Richard Hotchkiss Ken King Andrea Robertson Mike Casey (ex-officio)	Terry Allen Ken King Grant MacEachern James Midwinter

(See Meeting Schedule on following page)

2018 - 2019 BOARD AND COMMITTEE SCHEDULE

Board/ Committees	Board of Directors (16)	Audit & Finance (6)	Business Development (6)	Governance & Compensation (6)	IT & Infrastructure (6)	Operations, Safety, Health & Environment (6)	Nominating (6)
Chair	Mike Casey	Terry Allen	Matt Heffernan	Grant MacEachern	Heather Kennedy	Murray Sigler	Richard Hotchkiss
Block Time (*see note below)	3.5 hours	2.5 hours	2.5 hours	2.5 hours	2.5 hours	2.5 hours	1.0 hour
Staff Coordinators	Sartor/Chin	Palmer/Chin	Palmer/Chin	Sartor/Chin	Maxwell/Chin	Humphries/Chin	Chin
September 2018	Wed, Sep 19; 8:00 a.m.	Mon, Sep 17; 8:00 a.m.	Tues, Sep 18, 10:30 a.m.	Mon, Sep 17; 10:30 a.m.	N/A	Tues, Sep 18; 8:00 a.m.	Mon, Sep 17; 12:30 p.m.
October 2018	Strategic Planning /Facility Tour: Wed, Oct 24 (8:00 a.m.- 3:00 p.m.)				N/A		
November 2018	Wed, Nov 14; 8:00 a.m.	Mon, Nov 5; 8:00 a.m.	Mon, Nov 12; 10:30 a.m.		N/A	Mon, Nov 12; 1:00 p.m.	
December 2018	Chairman's Lunch (Thurs, Dec 6)				N/A	.	
January 2019							Thurs, Jan 24; 1:30 p.m.
February 2019							
March 2019	Mon, Mar 18; 9:30 a.m.: (TBC) City of Calgary Appointer Meeting Wed, Mar 20; 8:00 a.m. Appointer Meetings: 12:00 Noon Transport Canada Chamber LRPC Rocky View County	Mon, Mar 18; 1:30 p.m.	Tues, Mar 19; 11:00 a.m.	Mon, Mar 18; 11:00 a.m.	Tues, Mar 19; 3:00 p.m.	Tues, Mar 19; 8:00 a.m.	Tues, Mar 19; 1:30 p.m.
April 2019	AGM: Thurs, Apr 18; 11:00 a.m.						
May 2019							
June 2019	Wed, June 19; 8:00 a.m.	Mon, Jun 17; 8:00 a.m.	Tues, Jun 18, 11:00 a.m.	Mon, Jun 17; 11:00 a.m.	Tues, Jun 18; 2:00 p.m.	Tues, June 18; 8:00 a.m.	Mon, Jun 17; 1:30 p.m.
July 2019							
August 2019							
September 2019	Wed, Sep 18; 8:00 a.m.	Mon, Sep 16; 8:00 a.m.	Tues, Sep 17, 11:00 a.m.	Mon, Sep 16; 11:00 a.m.	Tues, Sep 17; 2:00 p.m.	Tues, Sep 17; 8:00 a.m.	Mon, Sep 16; 1:30 p.m.
October 2019	Strategic Planning /Facility Tour: Wed, Oct 23 (8:00 a.m.- 3:00 p.m.)					.	
November 2019	Wed, Nov 13; 8:00 a.m.	Mon, Nov 4; 8:00 a.m.	Tues, Nov 12; 11:00 a.m.	Mon, Nov 4; 11:00 a.m.	Mon, Nov 4; 1:30 p.m.	Tues, Nov 12; 8:00 a.m.	
December 2019	Chairman's Lunch (Thurs, Dec 5)						

*NOTE: Block Time – Individual meetings may vary in length, however Board members are requested to block the times as noted above in their calendars.



MIKE CASEY
BOARD CHAIR

---- APPOINTERS ----

The City of Calgary

Long Range Planning
Committee of the
Calgary Chamber of
Commerce

Rocky View County

Federal Government



TERRY ALLEN



LARRY BENKE



DAVID BLOM



DON CORMACK



KRISTINE DELKUS



WENDELIN FRASER



MATTHEW HEFFERNAN



RICHARD HOTCHKISS



HEATHER KENNEDY



KEN KING



GRANT MACEACHERN



JAMES MIDWINTER



ANDREA ROBERTSON



LAURA SAFRAN



MURRAY SIGLER

BOARD OF DIRECTORS



MICHAEL CASEY, Q.C.

Board Chair

Appointed by the Calgary Chamber in 2014.

Mike Casey is a retired partner of Field LLP where his practice focused on civil litigation, primarily in the areas of insurance defence, construction and energy. He currently is Counsel to the firm following his retirement in 2012. Mike holds a B. Comm from the University of Alberta, an LL.B from Queen's University and has completed the ICD Director Education Program. He has been involved in many organizations, serving as President and Chairman of the Board of the Calgary Stampede, Vice-Chairman of the Alberta Motor Association, President of the Canadian Bar Association Alberta Branch, and President of the Calgary Junior Chamber of Commerce.



TERRY L. ALLEN, CFA, ICD.D

Chair, Audit & Finance Committee

Appointed by the Government of Canada in 2014.

Terry L. Allen is President of Pivotal Capital Advisory Group which she founded in 2002 to provide objective project and corporate finance advice and to raise capital for clients. During her over 30 years of advisory and banking experience, she has managed the senior energy portfolios at CIBC and TD, and PwC's Project Finance Advisory Group in Calgary. Terry holds a B. Admin from the University of Regina, as well as the Chartered Financial Analyst (CFA) and Institute of Corporate Directors (ICD.D) designations. She has served on several corporate and not-for-profit boards over the past 20 years, and is currently a member of the Alberta Securities Commission, Leaders Council for the Kenneth Levene Graduate School of Business at the University of Regina, the Salvation Army Advisory Board, and the Children First Canada Advisory Board.



LARRY BENKE, P.ENG, ICD.D

Appointed by Rocky View County in 2011

Larry has extensive experience in the engineering and construction industries including Chair/ CEO of the Colt Companies and Managing Director of WorleyParsons Canada. He currently serves on the Board of Next Hydrogen Corporation, a Canadian renewable energy and technology company manufacturing advanced electrolyzers for hydrogen generation. Larry is a Director of Cervus Equipment Corporation, a TSX listed company in the business of acquiring and operating agricultural,

transportation and construction equipment dealerships. Larry also serves on the Board of Stray Books Ltd., a publisher of Canadian literature. Past director roles have included the boards of WorleyParsons Limited, a global engineering and project delivery company listed on the Australian stock exchange, and CEDA International Corporation, a maintenance and construction company. Mr. Benke graduated from the University of Alberta in 1973 with a Bachelor of Science in Electrical Engineering (Honors Standing) and is a graduate of the ICD Directors Education Program.



DAVID C. BLOM, CA, TEP
Appointed by the Calgary Chamber in 2016.

David Blom is the Vice President of Finance and Board Secretary for Carey Management Inc. Before joining the team at Wallace & Carey, David was a Managing Partner for Southern Alberta at Grant Thornton LLP where he began his accounting career in 1986. David volunteered in various roles and is currently President of Ducks Unlimited Canada (1984-Present). He also serves on several non-profit and professional boards.



DON CORMACK, CPA, ICD.D
Appointed by the Calgary Chamber in 2016.

Don Cormack is a retired Partner of PricewaterhouseCoopers (PwC) where he served as the Calgary and Alberta Audit and Advisory Practice Leader and was a member of the National Assurance Executive. He has extensive financial accounting and reporting experience with both private and public companies of all sizes, covering regulatory compliance, risk management, acquisitions, corporate restructuring, internal controls and governance in Canada, the U.S. and internationally. Don has served on numerous not-for-profit and public Boards, and he is currently a Director and Audit Committee Chair at Petrus Resources Ltd as well as United Farmers of Alta. Don is also currently Audit Committee Chair of the Calgary Police Foundation. He was the Chair of The Calgary Foundation and a Director of the Parks Foundation, Calgary. He is a Chartered Accountant (CA, CPA), a graduate of the Institute of Corporate Directors Program (ICD.D) and has a Bachelor of Commerce (B.Com) degree from the University of Saskatchewan.

**KRISTINE DELKUS****Appointed by the Government of Canada in 2014.**

Kristine Delkus is Executive Vice President, Stakeholder Relations and General Counsel of TransCanada Corporation. Kristine has overall responsibility for the management of TransCanada's legal, internal audit, aboriginal relations, government relations, communications, and community engagement functions. She also serves as Chief Compliance Officer for the company. Currently Kristine serves on the Board of Directors of the National Chamber Litigation Center. Formerly, she served as a Director of TC Pipelines LP, the Canadian Lymphedema Foundation and Junior Achievement of Southern Alberta. She was named one of Women's Executive Network's top 100 Most Powerful Women in Canada in 2010, and was recognized as one of the World's Distinguished General Counsels by the Director Roundtable in 2015. She was awarded Canadian General Counsel of the Year (2016) by the National Post and ZSA Legal Recruitment.

**WENDELIN FRASER****Appointed by the City of Calgary in 2012.**

Wendelin Fraser teaches entrepreneurship and social innovation as an Associate Professor at Mount Royal University (MRU). She was recently Dean of the Bissett School of Business at MRU. Wendelin is a graduate of the University of Saskatchewan (BA) and Simon Fraser University (MBA), and has worked in increasingly senior positions in five western universities over the past 35 years. Wendelin is a recipient of several national and regional awards including the Queen's Diamond Jubilee Award in 2012 in recognition of her contribution to the community. She has been a Director, Board and Committee member in numerous local and national organizations and currently sits as Board member of the Better Business Bureau of Southern Alberta and member of the Portfolio Advisory Committee of the United Way of Calgary.

**MATT HEFFERNAN****Chair, Business Development Committee
Appointed by the Calgary Chamber in 2015.**

Matt Heffernan is the CEO of Zedi Inc., a Calgary-based oil and gas services and technology company. Matt has served on many boards including Executive Chairman of the Board for Blackbridge, a private company involved with satellite imaging for various companies and government departments. In addition, Matt is a former board member of Canadian Locators Inc. and the Van Horne Institute. Matt also served as a member of the

Chairman's Circle for the Southern Alberta Institute of Technology (SAIT). Matt's extensive experience in executive management roles in technology, sales and business development includes TELUS Corporation, Exocom, and an entrepreneurial venture, Outrider Technologies, before coming to Zedi to achieve the vision of becoming a global leader in production operations management.



RICHARD HOTCHKISS
Chair, Nominating Committee
Appointed by the Calgary Chamber in 2012.

Richard Hotchkiss is the President and CEO of Sunwest Aviation Ltd., a Calgary-based aviation services provider. An active pilot holding an Airline Transport Pilot licence, Richard has been involved in corporate/commercial aviation since completing his law degree in 1980. Richard completed one year of aviation law studies at McGill University and worked in aviation insurance as an aviation claims attorney and underwriter. Richard sits on the SAIT Aviation Program Advisory Board.



HEATHER KENNEDY, P.Eng, F.C.A.E.
Appointed by the Calgary Chamber in 2015.
Chair, Infrastructure & Technology Committee

Heather Kennedy is a fellow with the Canadian Academy of Engineering. She has a certificate in Administrative Tribunal Justice from FOAJ and an Applied Science degree from Queen's University. Heather recently completed terms as a part-time Hearing Commissioner with the Alberta Energy Regulator and on the Board of Governors for Athabasca University. Heather's career has been diverse with executive roles at Suncor Energy in Government Relations, Major Projects, and Human Resources and an extended secondment to the Government of Alberta, working on oil sands policy development and regional planning. Heather has volunteered with many organizations including 2015 Western Canada Summer Games, Calgary Drop-In and Rehabilitation Centre, Fort McMurray United Way, Boyle Street Community Services, Science Alberta, engineering organizations, Athabasca oil sands Area Transportation coordinating committee, and the Stakeholder Advisory Committee for the lower Athabasca regional plan.

**KEN KING****Appointed by the Calgary Chamber in 2013.**

Ken King is the President and Chief Executive Officer of Calgary Sports and Entertainment Corporation, the company that encompasses the NHL Calgary Flames, the AHL Stockton Thunder, the WHL Calgary Hitmen, the CFL Calgary Stampeders and the NLL Calgary Roughnecks. Born and raised in Hanley, Saskatchewan, Ken is a strong believer in support for the community; he is involved with several organizations including the TELUS Community Board, the Calgary Sport Tourism Authority, and is a former Chairman of the Calgary Chamber of Commerce. In 2005, Ken received an Alberta Centennial Medal for outstanding contributions to the province of Alberta. He also received an honorary doctorate degree from the University of Calgary in 2012 and an honorary degree from Mount Royal University in 2014. Prior to joining CSEC in 2001, Ken enjoyed a 30-year career in the newspaper business that included senior executive positions in Canada's leading newspapers including President and Publisher of the Calgary Sun and Calgary Herald.

**GRANT MACEACHERN****Chair, Governance & Compensation Committee****Appointed by the City of Calgary in 2014.**

Grant MacEachern is a Portfolio Manager with Richardson GMP. He uses his 20+ years in the Canadian capital markets to counsel individuals in their financial lives and goals, as well as acting as advisor to public and private companies on their capital market needs and strategies. Grant is a graduate of the University of Calgary and served on its Alumni Association Board from 1995-2013, including a two-year term as President of the Association. Grant has also served on the University of Calgary's Board of Governors and was a member and Chair of the U of C Investment Committee. In the community, Grant has focused his time in support of the Rotary Club of Calgary Olympic and their philanthropic initiatives since 1994.

**JAMES MIDWINTER****Appointed by the Calgary Chamber in 2015.**

James is a seasoned real estate executive with a 35-year career that has spanned public and private commercial real estate firms working across Canada. Most recently, James was Executive Vice-President, Development, at GWL Realty Advisors, a leading Canadian real estate investment advisor providing comprehensive portfolio, asset management, development and investment advice to pension funds and other clients. James oversaw the company's extensive development program, which encompassed a wide variety of projects in major urban centres

across Canada. James has a Bachelor of Environmental Studies degree (Honours Urban and Regional Planning) from the University of Waterloo and a M.B.A. from the University of Ottawa.



ANDREA ROBERTSON
Appointed by the Calgary Chamber in 2017.

Andrea is the President and CEO of STARS, a not for profit organization that has provided helicopter emergency medical care to help save the lives of more than 33,000 critically ill and injured patients across Western Canada for over 30 years. Prior to joining STARS, she served in a variety of leadership roles in health care. Andrea held the positions of Senior Vice President and Chief Nursing Officer at Alberta Health Services; operational experience spanned roles such as the Vice President for the Foothills Medical Centre and Alberta Children's Hospital; and planning roles including the Vice President of the South Health Campus. Andrea has a Baccalaureate in Nursing, a Master's Degree in Healthcare Administration, an Executive Fellowship from Wharton University and Ivey School of Business, and has completed the ICD-Rotman Directors Education Program. Andrea's leadership and contributions to business and community life are widely recognized. She is a former member of the Board of Directors of Bow Valley College, a current member of the Advisory Board of BeeClean Inc., and was awarded one of WXN's Top 100 Most Powerful Women in Canada in 2015.



LAURA M. SAFRAN, Q.C.
Appointed by the City of Calgary in 2011.

Laura Safran is a Senior Partner of DLA Piper (Canada) LLP and specializes in the areas of corporate/commercial, intellectual property and technology law. She is also the head of DLA Piper (Canada) LLP's national aviation law practice group, the former Vice President of Law of Canadian Airlines International and a former President of the Canadian Bar Association, Air and Space Law National Subsection. Laura acts for national and international corporations, major institutions and government entities on commercial and corporate transactions. She also represents a wide variety of Canadian and global aviation-industry clients, is consistently noted as a leading aviation lawyer by all noteworthy legal directories in Canada and internationally and has published and spoken widely on aviation law topics. Laura was named one of Canada's Most Powerful Women (2004) by WXN, as well as one of the Leading Women Lawyers in Canada (2009) by Lexpert. She is a director of a number of organizations and corporations and is a part-time member of the Transportation Appeal Tribunal of Canada.

**MURRAY SIGLER****Chair, Operations, Safety, Health & Environment
Committee****Appointed by the Calgary Chamber in 2014.**

Murray Sigler is CEO of Sport Calgary, and Principle of Calgary-based Altius Corporation. Until 2015 Murray served as President of Axia North America and Executive Vice President of Axia NetMedia Corporation. Before joining Axia in 2009, Murray was Managing Director of the Government of Alberta's UK Office. Prior to that, he was President and CEO of the Calgary Chamber of Commerce and had an extensive career in the aviation industry, including as President and COO of Canadian Airlines International, CEO of Canadian Regional Airlines and initial President and CEO of Winnipeg Airports Authority. He is a former Board member of numerous transportation and aviation sector entities, including CATSA (Vice-Chair), ATAC (Vice-Chair), CAC (Chair) and ACI-NA. Murray's prior Board experience includes major publicly-traded domestic and international airlines, energy and utility companies, and asset-based infrastructure ventures. This unique blend of international aviation and transportation sector experience has enabled him serve as an expert panel member of airport operations review public enquiries including BAA Heathrow Airport (2011) and GTAA Pearson International (2014). Murray holds degrees in Arts and Law from the University of Alberta. He is a member of the Law Society of Alberta and is also a graduate of Harvard University's Graduate School of Business in the Advanced Management Program. Murray currently sits as a community volunteer on the Parks Foundation Calgary, Comrie's Sports Equipment Bank, and Alberta's History and Heroes Foundation Boards of Directors and has been active throughout his career as a Board member and Chair of numerous other corporate, community and professional organizations in Alberta, nationally and beyond.