



Province of Alberta

ENERGY EFFICIENCY ALBERTA ACT

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Chapter E-9.7

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ENERGY EFFICIENCY ALBERTA ACT

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Table of Contents

1	Definitions
2	Establishment of Energy Efficiency Alberta
3	Crown agent
4	Board
5	Duties and functions of board
6	Chief executive officer
7	Responsibility of directors and officers
8	Indemnities
9	Bylaws
10	Business plans
11	Reports, records and information
12	Directives
13	Complying with directives
14	Regulations
15	Coming into force

Definitions

1 In this Act,

- (a) “board” means the board of directors appointed under section 4;
- (b) “Corporation” means Energy Efficiency Alberta established by section 2;
- (c) “director” means a member of the board;
- (d) “Minister” means the Minister determined under section 16 of the *Government Organization Act* as the Minister responsible for this Act.

Establishment of Energy Efficiency Alberta

- 2(1)** Energy Efficiency Alberta is established as a corporation.
- (2)** The mandate of the Corporation is
- (a) to raise awareness among energy consumers of energy use and the associated economic and environmental consequences,
 - (b) to promote, design and deliver programs and carry out other activities related to energy efficiency, energy conservation and the development of micro-generation and small scale energy systems in Alberta, and
 - (c) to promote the development of an energy efficiency services industry.
- (3)** The Corporation has the capacity and, subject to this Act and the regulations, the rights, powers and privileges of a natural person.
- (4)** The share capital of the Corporation consists of one share owned by the Crown.
- (5)** Subject to the regulations, the Corporation may, in carrying out its mandate, make grants, contributions or loans or issue loan guarantees.
- (6)** The Corporation shall maintain its head office and principal place of business in Alberta.
- (7)** The fiscal year of the Corporation is April 1 to the following March 31.
- (8)** The Auditor General is the auditor for the Corporation.
- (9)** The Lieutenant Governor in Council may make regulations
- (a) expanding or clarifying the mandate of or functions or duties to be carried out or performed by the Corporation;
 - (b) imposing limits on the powers, functions or duties to be exercised, carried out or performed by the Corporation.

Crown agent

- 3(1)** The Corporation is for all purposes an agent of the Crown in right of Alberta.
- (2)** An action or other legal proceeding in respect of a right or obligation acquired or incurred by the Corporation on behalf of the

Crown in right of Alberta, whether in the name of the Corporation or in the name of the Crown in right of Alberta, may be brought by or taken against the Corporation in the name of the Corporation.

Board

4(1) The Corporation shall have a board of directors consisting of not fewer than 6 and not more than 10 members appointed by the Lieutenant Governor in Council.

(2) The Lieutenant Governor in Council shall designate one of the directors as Chair and another as Vice-chair.

(3) A director may hold office for one or more terms but in no case may a person serve as a director for more than 10 consecutive years.

(4) A break in service of less than 2 years shall be disregarded in determining the number of consecutive years under subsection (3).

(5) A director ceases to hold office when

- (a) the director resigns,
- (b) the director's appointment expires,
- (c) the director's appointment is terminated by the Lieutenant Governor in Council, or
- (d) the director is disqualified under the regulations.

(6) Subject to the 10-year maximum established by subsection (3) and notwithstanding subsection (5)(b), a director continues to hold office after the expiry of the director's term until

- (a) the director is reappointed,
- (b) a successor is appointed, or
- (c) 3 months has elapsed since the expiry,

whichever occurs first.

(7) The Lieutenant Governor in Council may determine the remuneration and expenses payable to directors.

(8) If regulations under the *Alberta Public Agencies Governance Act* apply in respect of the remuneration or payment of expenses of members of the board, those regulations prevail, to the extent of any conflict or inconsistency, over any determination made under subsection (7).

Duties and functions of board

5(1) The board shall manage or supervise the management of the business and affairs of the Corporation.

(2) The board may delegate, on terms and conditions the board considers advisable, to a director, a committee of the board, the chief executive officer, any officer or employee of the Corporation or any other person any of the board's powers, duties and functions except

- (a) the power to appoint the chief executive officer under section 6,
- (b) the power to make bylaws under section 9, and
- (c) the power to approve business plans referred to in section 10.

Chief executive officer

6(1) The board may, with the approval of the Minister, appoint an individual, who must not be a member of the board, as the chief executive officer of the Corporation and determine the chief executive officer's powers, duties and functions.

(2) The board shall determine the remuneration to be paid to the chief executive officer in accordance with

- (a) any applicable regulations under the *Alberta Public Agencies Governance Act*, or
- (b) any directions from the Minister if no regulations under the *Alberta Public Agencies Governance Act* are applicable.

Responsibility of directors and officers

7 Every director and officer, in exercising powers and discharging duties,

- (a) shall act honestly and in good faith and with a view to the best interests of the Corporation, and
- (b) shall exercise the care, diligence and skill that a reasonable and prudent person would exercise in comparable circumstances.

Indemnities

8(1) The Corporation may, subject to the regulations, indemnify

- (a) a present or former director or officer of the Corporation,
- (b) an individual who acts or acted at the Corporation's request as a director or officer, or in a similar capacity, of another entity, whether incorporated or unincorporated, of which the Corporation or the Crown is or was a direct or indirect security holder or creditor,
- (c) an employee or former employee of the Corporation, and
- (d) the heirs and legal representatives of a person referred to in clause (a), (b) or (c),

against costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment, reasonably incurred by that person with respect to a civil, criminal or administrative action or proceeding to which that person is made a party by reason of holding such a position if that person acted honestly, in good faith and with a view to the best interests of the Corporation or, as the case may be, to the best interests of the other entity for which the individual acted as a director or officer or in a similar capacity at the Corporation's request, and in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, that person had reasonable grounds for believing that the conduct that is the subject of the action or proceeding was lawful.

(2) An indemnity under subsection (1) must be

- (a) in writing, and
- (b) authorized by a resolution of the board.

(3) The Corporation shall not provide indemnities other than those

- (a) authorized by subsection (1), or
- (b) provided in accordance with the regulations.

Bylaws

9(1) The board may make bylaws respecting the business and affairs of the Corporation.

(2) The board shall, forthwith after the making of a bylaw, provide a copy of the bylaw to the Minister.

(3) A bylaw made under this section does not have effect until it is approved by the Minister.

Business plans

10 The Corporation shall annually complete and provide to the Minister, in a form and at a time determined by the Minister, a multi-year business plan approved by the board, which must include

- (a) the budget for the fiscal years to which the plan relates,
- (b) the goals, objectives and targets for the fiscal years to which the plan relates, and
- (c) any additional information requested by the Minister.

Reports, records and information

11 The Corporation shall, at such time as the Minister determines, submit to the Minister any reports, records or other information required by the Minister, including any information required for the purposes of a review of the Corporation.

Directives

12 The Minister may issue directives that must be followed by the Corporation, the board, or both, in carrying out their powers and duties under this Act and the regulations.

Complying with directives

13(1) In this section, “directive” means

- (a) a directive issued under section 12,
- (b) a directive issued by Treasury Board pursuant to the *Financial Administration Act*,
- (c) a policy set pursuant to section 10 of the *Alberta Public Agencies Governance Act*, and
- (d) any other directive or direction issued under another enactment.

(2) The board shall ensure that any directive issued to or required to be followed by the board, and the Corporation shall ensure that any directive issued to or required to be followed by the Corporation, is implemented in a prompt and efficient manner and in accordance with section 7(b), and compliance by the board or the Corporation, as the case may be, with any directive is deemed to be in compliance with section 7(a).

Regulations

- 14** The Lieutenant Governor in Council may make regulations
- (a) respecting appointments to the board, including eligibility and qualifications for appointment, and the disqualification of directors;
 - (b) respecting the making of grants, contributions or loans by the Corporation and the issuing of loan guarantees by the Corporation under section 2(5);
 - (c) respecting the giving of indemnities by the Corporation under section 8 and any terms and conditions applicable to those indemnities;
 - (d) respecting the collection, use and disclosure of information, including personal information, by the Corporation;
 - (e) respecting generally the operation of the Corporation;
 - (f) respecting the dissolution and winding-up of the Corporation;
 - (g) defining for the purposes of this Act any term or expression that is used but not defined in this Act;
 - (h) respecting any other matter or thing that the Lieutenant Governor in Council considers necessary to carry out the purposes of this Act.

Coming into force

- 15** This Act comes into force on Proclamation.

(NOTE: Proclaimed in force October 27, 2016.)



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