

Energy Efficiency Alberta Mandate and Roles Document

The Mandate and Roles Document for Energy Efficiency Alberta (“EEA”) has been developed collaboratively between the Minister of Environment and Parks and EEA to reflect a common understanding of their respective roles and responsibilities.

1. Agency Mandate

As stated in section 2(2) of the *Energy Efficiency Alberta Act* (“Act”), the Government of Alberta has given EEA the responsibility for delivery of the following services:

- to raise awareness among energy consumers of energy use and the associated economic and environmental consequences;
- 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
- to promote the development of an energy efficiency services industry.

EEA will consider the cost per tonne of greenhouse gas emission reductions, among other criteria, in making funding decisions.

Applicable Legislation and Regulations

EEA has responsibilities under, and is subject to, a number of statutes and regulations including:

- *Energy Efficiency Alberta Act*
- *Financial Administration Act* (FAA)
- *Fiscal Planning and Transparency Act*
- *Freedom of Information and Protection of Privacy Act* (FOIP)
- *Alberta Public Agencies Governance Act* (APAGA)
- *Reform of Agencies, Boards and Commissions Compensation Act* (RABCCA)
- *Public Sector Compensation Transparency Act*

2. Duties and Responsibilities

The Government is responsible for the legislative, regulatory and policy frameworks in which EEA operates.

The Minister

The Minister is accountable to the Legislature for EEA. The Minister reports to the Legislature on the affairs of EEA and answers questions about EEA.

The Minister:

1. establishes the policy framework, legislation and regulations, as well as the accountability standards and expectations under which EEA operates;
2. recommends the appointment of the Board Members, and the designation of the Chair and the Vice-chair to the Lieutenant Governor in Council based on an assessment that the appointees have the appropriate knowledge, skills, experience and values to assist EEA in achieving its objectives and performing its functions;
3. approves the appointment of EEA's Chief Executive Officer ("CEO");
4. monitors the operations and performance of EEA to ensure that it is fulfilling its mandate in compliance with Government policies;
5. approves EEA's business plan;
6. approves EEA's bylaws in order for them to come into effect;
7. participates in the process of setting and monitoring EEA's strategic direction and targets;
8. informs EEA of Government policies and direction affecting the work of EEA;
9. may, from time to time, conduct or facilitate reviews of EEA's activities to ensure EEA is operating within the budgetary and performance expectations established for it;
10. may issue directives to EEA in carrying out its powers and duties under the Act and regulations; and
11. conducts regular (at least every seven years) reviews of EEA's mandate and purpose to determine if the work of EEA is still relevant to the needs of Albertans, if it is aligned with Government priorities and if the operations and functions are being carried out in a manner that can achieve Government objectives.

The Deputy Minister

The Deputy Minister supports and acts under the general direction of the Minister. The Deputy Minister is responsible for the following activities which have been delegated by the Minister:

1. advises and directs Department employees to assist EEA in its setup;
2. allocates, directs and coordinates resources from Department services areas in order to deliver services outlined in a shared services contract entered into between the Department and EEA; and
3. communicates with EEA Board and Executive staff concerning Government policy.

The Department of Environment and Parks (“Department”)

In order to meet the responsibilities delegated to EEA, the Government and the Department are responsible for supporting EEA in the following areas to the extent described and for the duration of a term set out in the shared services contract:

1. Human Resources
2. Freedom of Information, Privacy, and Records Management
3. Information Technology and Management
4. Finance
5. Program Development
6. Secretariat Support
7. Communications
8. Legal Support
9. Accommodations
10. Legislation Support

The Board

The Board is responsible for the governance of EEA and overseeing the management of EEA’s business and affairs. The Board guides EEA’s strategic direction, evaluates the performance of EEA’s CEO, approves and monitors EEA’s business plan, operational plan, and financial results, and is ultimately accountable to the Minister. Board members must act honestly and in good faith, leaving aside personal interests to advance the public interest and the mandate of EEA.

The Board is responsible for:

1. identifying appropriate business processes to assist in fulfilling its mandate including:
 - a. development of bylaws,
 - b. the frequency of meetings, and
 - c. use of teleconference participation.
2. ensuring that all board members comply with EEA’s Code of Conduct;
3. delegating, on terms and conditions the Board considers advisable, to a member, a committee of the board, the CEO, any officer or employee of the Corporation or any other person any of the Board’s powers, duties and functions except the power to appoint the CEO, the power to make bylaws, and the power to approve business plans;
4. recommending to the Minister the appointment of the CEO; monitoring and evaluating the CEO’s performance; and approving the CEO’s compensation in accordance with any applicable regulations under RABCCA or any directions from the Minister, if no regulations under RABCCA are applicable;
5. ensuring that adequate plans are in place for management development and succession, and conducting an annual review of such plans;

6. monitoring the financial performance of EEA, ensuring that, with the advice of the external auditors, the financial results are reported on a timely and regular basis and in accordance with any legislated requirements and the Generally Accepted Accounting Principles (GAAP);
7. ensuring that all material developments, and significant emergent issues of EEA, are disclosed to the Minister on a timely basis;
8. overseeing compliance with all relevant policies, procedures and standards by which EEA operates and ensuring that EEA operates at all times in compliance with all applicable laws and regulations, and at the highest ethical standards;
9. approving all matters which require Board approval as prescribed by applicable legislation and regulations. Ensuring that such matters are brought to the attention of the Minister if necessary;
10. providing an orientation for new Board members to the particular practices of their organization, including their governance practices;
11. providing ongoing development opportunities for their members;
12. ensuring that the Board, through a process led by the Chair (or a delegated committee), conducts an annual evaluation and review of the performance of the Board, its committees, the Chair of the Board and individual members. The Board reviews the results of the evaluations and discusses opportunities to improve Board effectiveness. Individual member evaluations are used to identify opportunities to improve the individual member's competence and to inform the re-appointment process;
13. preparing and providing to the Minister, a business plan and annual report for each fiscal year in the form and at a time acceptable to the Minister. The business plan requires the Minister's approval for both content and form;
14. addressing how EEA interacts with the public and establishing policies that clearly identify roles and responsibilities in the area of communication with the public;
15. developing mechanisms to communicate with the Minister and the Department on items of mutual concern; and
16. engaging in a strategic planning process which includes the consideration of the principal risks associated with EEA's business. The management of these risks is assigned to the CEO and the status is periodically reviewed by the Board.

Board Chair

With direction from the Board, the Chair represents the Board and its interests, as well as the interests of EEA, in dealing with the Minister, the Department, the CEO, stakeholders and Albertans. The Chair is responsible for providing leadership to the Board and for effectively facilitating the work of the Board.

The Chair is responsible for:

1. planning and managing Board meetings;

2. providing the Minister with regular updates on EEA's operations and informing the Minister regarding emergent issues;
3. ensuring that the Board, and its committees, have opportunities to meet independently of management;
4. ensuring that the Board conducts an annual evaluation of its performance, the work of individual Board members and the performance of the CEO; and
5. administering the Code of Conduct and ensuring that conflict of interest matters are addressed by the Board.

Vice Chair

The Vice-Chair is responsible for:

1. administering the Code of Conduct in relation to the Chair; and
2. performing all of the duties of the Chair in the event the Chair is absent or unable to perform them.

The CEO

The CEO is responsible for leading management, developing recommendations for and implementing the organization's strategy and reporting to the Board.

The CEO is responsible for:

1. the day-to-day management of EEA;
2. ensuring that programs and services are being delivered within the standards and policies of EEA and the Government of Alberta;
3. establishing appropriate systems for the general administration and financial management and control of EEA;
4. monitoring performance and taking corrective action when problems are identified;
5. ensuring the proper management of EEA's risk in providing services and care of the organization's assets;
6. providing support to the Board to allow it to carry out its governance responsibilities, including ensuring that the Board and its committees are kept well informed of changing risks on a timely basis.
7. working with the Board to prepare an annual business plan and annual report in accordance with the guidelines provided by the Minister;
8. maintaining effective communications with the Board Chair, the Deputy Minister, senior staff in the Department, stakeholders and other business partners; and
9. operating within the mandate, policies, standards and budget approved by the Board of EEA and the Government of Alberta.

3. Recruitment and Appointment of Board Members

Board members are appointed by the Lieutenant Governor in Council and collectively constitute the Board. Appointments to the Board are for a fixed term of up to 4 years, with the potential for reappointment, to a maximum of ten (10) years of continuous service.

The Board and the Department will identify a competency matrix for the Board as a whole and the values and competencies required for individual members.

When a vacancy occurs, the Board will work with the department to identify the competencies that need to be replaced and will prepare a recruitment package that reflects these requirements.

The recruitment and appointment of Board members will be made in accordance with the current Government of Alberta recruitment and appointment policies and processes. The results of the recruitment process will be posted publicly on the Government of Alberta's public agencies website and EEA's website.

4. Interaction Between Agency and Department

EEA and the Minister expect ongoing communication, collaboration and consultation with each other, including regular meetings between the Department and Agency management to obtain briefings on the following:

1. EEA activities;
2. results of operations;
3. compliance with regulations and directives;
4. emerging strategic decisions directly impacting the mandate of EEA; and
5. initiatives planned to amend and legislation, regulation, or guidelines which may affect the operations of EEA.

Pursuant to a shared services agreement entered into between EEA and the Government, the Department will provide assistance to EEA in the form of interim operational and infrastructure support until EEA becomes fully operational with independent staff.

5. Administration

Review of the Mandate and Roles Document

The Mandate and Roles document shall be in effect for not more than three years. It must be renewed or revised by the expiry date.

The Mandate and Roles document may be amended at any time; any amendment must be signed by the Chair and by the Minister designated with the responsibility for the EEA under the Designation and Responsibility Regulation under the *Government Organization Act*.

Transparency

Copies of the Mandate and Roles document will be filed with the Minister of Environment and Parks, EEA and the Public Agency Secretariat. In support of the

principle of transparency, this document will also be easily available to the public on the Government of Alberta's public agency website and the EEA's website.

David Dodge
Board Chair
Energy Efficiency Alberta

Honourable Shannon Phillips
Minister
Department of Environment and Parks

Date

Date

SIGNED ORIGINAL ON FILE