

Airport Board Appointments

Effective Date: September 1, 2026
Last Revised:

1. Purpose

The purpose of this policy is to establish a clear, transparent and competency-based process for the City of Pitt Meadows to appoint Directors to the Pitt Meadows Airport Society Board of Directors.

2. Scope

This policy applies to all appointments made by the City of Pitt Meadows to the Pitt Meadows Airport Society Board of Directors.

3. Authority

3.1 The Pitt Meadows Airport Society Bylaws provide as follows:

- a) the City of Pitt Meadows and the City of Maple Ridge are the only Members of the Society;
- b) the Society has six Directors;
- c) each Member appoints three Directors to the Board;
- d) each Director serves a term of four (4) years, expiring January 31st of the year following the local government election; and
- e) each Director may be removed, replaced or re-appointed by the appointing Member at their discretion.

4. Definitions

4.1 In this policy,

- a) **Airport** means the Pitt Meadows Airport (YPK).
- b) **Board** means the Pitt Meadows Airport Society Board of Directors.
- c) **City** means the City of Pitt Meadows.
- d) **Chief Administrative Officer** means the City's Chief Administrative

- Officer or their designate.
- e) **Corporate Officer** means the City's Corporate Officer or their designate.
- f) **Council** means City Council.
- g) **Director** means a person appointed to the Board.
- h) **Staff** means employees of the City.
- i) **Society** means the Pitt Meadows Airport Society.

5. Guiding Principles

5.1 Appointments under this policy will be guided by the following principles:

- a) merit and competency;
- b) transparency and fairness;
- c) support for effective public sector governance;
- d) recognition of the City's role as a member of the Society and part owner of the Airport;
- e) diversity of skills, experience, background and perspective on the Board;
- f) continuity and succession planning; and
- g) management of real and potential conflicts of interest.

6. Appointment Objectives

6.1 In making appointments, Council will seek to ensure that its three appointees collectively contribute to a balanced, capable and effective Board.

6.2 Council should aim, where practicable, to appoint individuals whose combined skills and experience include a mix of:

- a) governance and strategic oversight;
- b) finance, accounting or audit experience;
- c) legal, regulatory, risk or policy expertise;
- d) aviation, transportation, infrastructure, land development or commercial leasing knowledge; and
- e) community engagement and public accountability.

6.3 Council may appoint Council members, Staff members, and/or members of the public, provided that the overall mix of appointees supports effective governance, appropriate oversight, and the competency needs of the Board.

- 6.4 One of the City's three appointments will be reserved for the Chief Administrative Officer to support administrative continuity and strengthen the connection between the City and the Society.

7. Eligibility

- 7.1 A person is eligible for appointment only if they:
- a) are qualified to serve as a Director under the *Societies Act* and the Airport Society Bylaws;
 - b) agree to comply with the Society's bylaws, policies and lawful Board directions;
 - c) consent to reasonable background, reference and conflict of interest screening, as applicable;
 - d) are willing and able to attend meetings and participate in orientation and any ongoing education considered appropriate by the Board; and
 - e) submit a completed application or expression of interest in the form required by the Corporate Officer, for appointments subject to open recruitment.

8. Disqualifications and Limitations

- 8.1 Without limiting applicable law or the Society's bylaws, Council must decline to appoint or reappoint a person if Council determines that:
- a) the person has a real, significant or ongoing conflict of interest that cannot be adequately managed;
 - b) the person has business interests materially connected to Airport leases, contracts, development proposals or litigation that, in Council's opinion, prevent the individual from fulfilling their fiduciary duties as a Director, notwithstanding any disclosure, recusal, or conflict management measures that may be available;
 - c) the person is unable to meet attendance, conduct or confidentiality expectations; or
 - d) the appointment would not reasonably support the overall competency and composition needs of the Board.

9. Desired Competencies

- 9.1 Council will consider the following competencies when evaluating candidates, with preference given to those with aviation expertise:
- a) board governance;
 - b) public sector or municipal governance;

- c) financial literacy;
- d) strategic planning;
- e) legal and regulatory awareness;
- f) risk management;
- g) aviation or airport operations;
- h) infrastructure or capital project oversight;
- i) commercial leasing, land use or real estate; and
- j) community relations and communications.

9.2 Council is not required to appoint candidates who possess all the listed competencies but should consider the overall balance of competencies across its three appointees.

10. Recruitment Process

10.1 The Corporate Officer will monitor appointment timelines and coordinate recruitment for any vacancy or anticipated vacancy, in alignment with this policy.

10.2 The recruitment process for positions subject to open recruitment may include one or more of the following:

- a) public advertisement of the opportunity;
- b) targeted recruitment; and
- c) solicitation of expressions of interest from qualified individuals.

10.3 Any public recruitment notice will include, as applicable:

- a) the role of the Society and Board;
- b) term length;
- c) core expectations;
- d) desired competencies;
- e) disclosure requirements relating to conflicts of interest; and
- f) application process.

11. Screening and Assessment

11.1 The Chief Administrative Officer will establish a selection committee to review eligible applications and make recommendations to Council. The committee may include City staff, Airport staff, external experts, or any other individuals the Chief Administrative Officer considers appropriate to support the best possible advice to Council.

- 11.2 In conducting its review, the committee may use a competency matrix, structured interviews, reference checks, and conflict of interest screening to support its recommendations to Council.

12. Appointment Process

- 12.1 Board appointments will be made by Council resolution.
- 12.2 Following Council's decision, the Airport Manager or their designate will complete any required member-level appointment processes under the Society's bylaws.

13. Term and Reappointment

- 13.1 In considering reappointment, Council may review the following information relating to a Director's performance:
- a) attendance records;
 - b) preparedness and participation;
 - c) adherence to governance expectations;
 - d) ability to work collaboratively; and
 - e) contribution to the Board's strategic oversight.
- 13.2 Council may request administrative input from the Airport Manager, the Chief Administrative Officer, or both, to inform its reappointment decision.

14. Vacancies

- 14.1 Where a Pitt Meadows-appointed Director resigns, dies, becomes disqualified, or is removed before the expiry of their term, Council will strive to appoint a replacement for the balance of the term to ensure full Board composition in alignment with the Pitt Meadows Airport Society Bylaws and to prevent imbalance of representation between the two Society member cities.
- 14.2 Council may use an expedited recruitment and appointment process for a mid-term vacancy where a timely appointment is necessary to maintain the effective functioning of the Board.

15. Conflict of Interest and Confidentiality

- 15.1 Before appointment, each candidate must disclose any actual and potential conflicts of interest that are relevant to the Society's operations.
- 15.2 Appointed Directors must promptly disclose any new conflict arising during their term.
- 15.3 Appointed Directors must comply with all conflict of interest and confidentiality requirements established by law, the Society's bylaws, and any applicable Board policies.
- 15.4 The Chief Administrative Officer's employment with the City does not, in itself, constitute a conflict of interest for the purposes of this policy.

16. Orientation and Education

- 16.1 The Airport Manager or their designate is responsible for ensuring that each new Director receives orientation materials addressing:
 - a) the Society's purpose, bylaws and governance structure;
 - b) the Airport Strategic Plan and reporting framework;
 - c) fiduciary duties and conduct expectations;
 - d) conflicts, confidentiality and closed meeting requirements;
 - e) the relationship between the Board, the Members, and management.
- 16.2 Directors should participate in ongoing governance education appropriate to their role.

17. Removal and Replacement

- 17.1 If Council determines that a City-appointed Director should no longer continue in office, Council may direct the City, in its capacity as a Member of the Society, to remove the Director and appoint a replacement in accordance with the Society's bylaws.
- 17.2 Grounds that may justify removal include:
 - a) loss of eligibility;
 - b) persistent failure to attend meetings;
 - c) serious or repeated conflict of interest concerns;
 - d) breach of confidentiality;
 - e) misconduct;

- f) conduct that materially undermines the effective functioning of the Board or the Director's ability to fulfill the responsibilities of the role; or
- g) Council's objective to support Board continuity, succession planning, and create or maintain staggered expiry dates among Board members.

17.3 Before making a decision under this section, Council will provide the Director with notice of the concerns and a reasonable opportunity to respond.

17.4 At the midpoint of each Council term, Council will conduct a recruitment process seeking individuals wishing to serve on the Board to support transparency, succession planning, and awareness of qualified candidates whose skills, experience, and perspectives may contribute to the effective governance of the Society. Following the recruitment process, Council may maintain its existing appointments or appoint one or more replacement Directors where Council determines doing so would best serve the interests of the Society.

18. Administration

18.1 The Corporate Officer is responsible for administering this policy and maintaining records relating to the City's appointment processes under it.

18.2 This policy will be reviewed at least once every four years, or earlier if the Society's bylaws or governance model materially change.

19. Related Policies

None currently identified.