


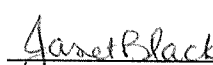
## BYLAW 6, 2012

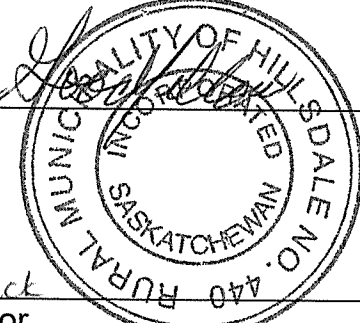
A BYLAW TO PROVIDE FOR ENTERING INTO AN AGREEMENT  
RESPECTING THE DEVELOPMENT, MANAGEMENT AND OPERATION  
OF MEDICAL CLINICS

The Council of the Rural Municipality of Hillsdale No. 440, in the Province of Saskatchewan, enacts as follows: -

- 1] The Rural Municipality of Hillsdale No. 440 is hereby authorized to enter into the agreement, attached hereto and forming part of this bylaw and identified as Exhibit ``A`` for the purpose stated in the agreement.
- 2] The Reeve and Administrator of the Rural Municipality of Hillsdale No.440 are hereby authorized to sign and execute the attached agreement identified as Exhibit ``A``.

  
Reeve

  
Administrator



I certify this to be a true copy  
of the original document

Bylaw 6, 2012  
Date December 13, 2012  
Janet Black, Administrator  
Name/Position

Janet Black  
Signature

AN AGREEMENT FOR THE DEVELOPMENT,  
MANAGEMENT AND OPERATION OF MEDICAL CLINICS

BETWEEN:

**The Village of Neilburg**

a body corporate, in the Province of Saskatchewan

-and-

**The Town of Cut Knife**

a body corporate in the Province of Saskatchewan

-and-

**The R.M. of Hillsdale No. 440**

a body corporate in the Province of Saskatchewan

-and-

**The R.M. of Cut Knife No. 439**

a body corporate in the Province of Saskatchewan

## Bylaws of the Highway 40 Health Holdings Board

### 1. DEFINITIONS

In these and other bylaws of the Board, unless the context otherwise requires or specifies:

- (A) "M.A." means the Municipalities Act.
- (B) "Board" means the board which adopted these bylaws and has been declared a body corporate pursuant to Section 4 (4) of the Municipalities Act.
- (C) "Facility" means any building used for clinic purposes by Highway 40 Health Holdings.
- (D) "Representatives" means the representatives appointed by the member municipalities.
- (E) "Municipalities" or "Member Municipalities" means the following municipalities:

Village of Neilburg	R.M. of Hillsdale No. 440
Town of Cut Knife	R.M. of Cut Knife No. 439
- (F) "Proportionately" or "Shared Proportionately" means at the percentages established in Section 6(a) of this bylaw.
- (G) "Municipal Funding" means monies provided by the member municipalities pursuant to this bylaw.
- (H) "Project" means the development, management and operation of medical clinics.
- (I) The headings used in the bylaws are inserted for reference only and are not to be considered constricting the terms thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms.
- (J) Words importing the masculine gender shall include feminine, and works importing singular shall include the plural and vice versa.

### 2. BUSINESS OF THE BOARD

- (A) Registered Office  
The registered office shall be located in the R.M. of Cut Knife No. 439 office in the Town of Cut Knife, in the Province of Saskatchewan.
- (B) Fiscal Year  
The fiscal year of the board shall end on the 31<sup>st</sup> day of December in each year.
- (C) Signing Officers  
Contracts, documents or instruments in writing requiring execution by the board shall be signed on behalf of the board by two persons, one of which shall be either the Administrator or the Assistant Administrator and the other shall be either the Chairman or Vice Chairman.
- (D) Borrowing Powers:  
Any loans entered into by the board must be approved by a majority of the representatives of the Board and be ratified by the municipalities.
- (E) Bank Account:  
A bank account shall be established to handle the funds of the board.

### 3. REPRESENTATION ON THE BOARD

#### (A) Representatives

- (i) Each of the Municipalities shall appoint, annually, one representative to form the board.
- (ii) Where a vacancy occurs during the term, the affected municipality shall appoint another representative to fill the remainder of the term.

#### (B) Regular Meetings

##### (i) Quorum

The quorum of the board shall be 50% of all participating municipalities plus one.

##### (ii) Notice

The board may meet at any place and on any notice they consider appropriate.

##### (iii) Transaction of Business

- The Chairperson shall submit to the board every question on a motion of any board member and no seconder is required.
- At regularly and legally constituted meetings of the board, all questions may be decided by a majority vote.
- In the case of any equality of vote, the motion shall be lost.

#### (C) Non-Voting Members:

- (i) The participating physicians are invited to the board meetings as associated members to the board.

### 4. AUDITORS

#### Appointment of Auditor

An auditor shall be appointed pursuant to section 188(2) of the Municipalities Act.

### 5. BOARD APPOINTMENTS

The board shall appoint:

- (i) From among representatives. A chairman and vice-chairman;
- (ii) One person as an Administrator and one person as an Assistant Administrator for the Board. They shall serve at the pleasure of the board.

#### (A) Chairman Duties

The Chairman Shall:

- (i) preside as chairman at all meetings of the board, including the annual meeting;
- (ii) be ex-officio member of all appointed committees; and

- (iii) preform such other duties that are incidental to such office or as may be required, from time to time, by the board.

(B) Vice-Chairman Duties

The vice-chairman, in the absence of the chairman, shall discharge the duties of the chairman.

(C) Administrator Duties

The administrator shall:

- (i) attend all meetings of the board and keep, or cause to be kept correct minutes of same;
- (ii) have charge of the seal, if any, of the board;
- (iii) conduct the correspondence of the board and, subject to the order of the board, have charge of all financial corporate records, books, papers and documents of the board;
- (iv) perform such other duties that are incidental to the office or as may be required, from time to time, by the board.

(D) Officer/Employee Appointments:

The board may appoint and delegate powers and duties to such officers and employees, in addition to the chairman, vice-chairman and administrator, as it deems necessary, to properly conduct the affairs of the board.

(E) Employee Management:

The Board may:

- (i) appoint, remove, and define the duties and fix remuneration of the employees, as they deem necessary, for carrying out the activities and services of the board; or
- (ii) may delegate the hiring, removal and supervision of other employees to a supervisor.

(F) Bonding/Insurance

The board may provide for security or fidelity bonding and insurance coverage as deemed necessary.

6. FUNDING

- (A) Member Municipality's financial contribution to the Highway 40 Health Holdings Board shall pay Ten dollars(\$10.00) per capita per year grant based on the following percentages of total population:

Village of Neilburg - 100%

R.M. of Hillsdale No. 440 – 100%

Town of Cut Knife - 100%

R.M. of Cut Knife No. 439 – 100%

- (B) Any additional costs incurred, including future losses, will be shared proportionally between the member municipalities.

7. ENACTMENT, AMENDMENT, AND REPEAL OF BYLAWS:

The member municipalities may enact, amend, repeal or replace any bylaws with consent of the majority of the member municipalities at any annual or any special meeting called for that purpose.

8. DISSOLUTION

(A) Resolution to Dissolve

Upon the dissolution of the board, the distribution of the assets of the project shall be proportionally returned to the participating municipalities.

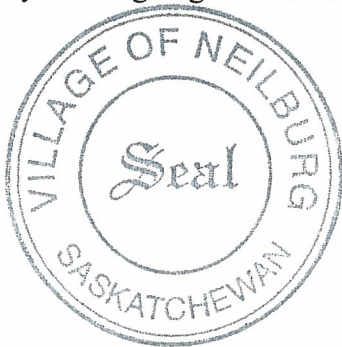
(B) Resolution to Withdraw

If a municipality wishes to withdraw from this agreement, a one year written notice to the board is required.

9. EFFECTIVE DATE

It is understood and agreed that this agreement will commence on January 1<sup>st</sup>, 2013 and be continuous with any party able to withdraw from the agreement with notice as required by Section 8(B)

IN WITNESS WHEREOF the Village of Neilburg has hereto have affixed it's corporate seal attested by their signing officers in that behalf, duly authorized this 3 day of December, 2012



Village of Neilburg

Mayor

Administrator

IN WITNESS WHEREOF the Town of Cut Knife has hereto have affixed it's corporate seal attested by their signing officers in that behalf, duly authorized this 10 day of December, 2012 .



Town of Cut Knife

Mayor

Administrator

IN WITNESS WHEREOF the R.M. of Hillsdale No. 440 has hereto have affixed it's corporate seal attested by their signing officers in that behalf, duly authorized this 13 day of December, 2012



R.M. of Hillsdale No. 440

Glen Goodfellow  
Reeve

Janet Black  
Administrator

IN WITNESS WHEREOF the R.M. of Cut Knife No. 439 has hereto have affixed it's corporate seal attested by their signing officers in that behalf, duly authorized this 6 day of December, 2012

R.M. of Cut Knife No. 439

Donna A. Smith  
Reeve

[Signature]  
Administrator