Attachment 1

Edmonton Arts Council (EAC) - Terms of Reference - Council Member Advisor Appointment

The City of Edmonton and EAC's understanding of the Council Member Advisor Appointment role is based on the EAC's Bylaws, as interpreted in the following terms of reference:

Role of Council Member Advisor Appointment

- 1. The Council Member Advisor will provide advice with respect to City Council's vision, goals, policies, priorities and initiatives as they relate to Edmonton Arts Council activities and programs.
- 2. The Council Member Advisor will serve in an advisory, non-voting capacity, as set out in the Edmonton Arts Council bylaws. For clarity this means that Councillors appointed as Advisors to the Board will:
 - a. Receive notification of, and the agenda for all meetings, and receive confidential reports at the discretion of the Board;
 - b. Participate in Board meetings at the discretion of the Board;
 - c. Not vote or count toward quorum for board meetings;
 - d. Represent the City and its interests by providing advice, enhancing communication and acting as a liaison; and
 - e. Not owe a fiduciary duty to the Edmonton Arts Council.
- 3. The Council Member Advisor may be required to sign a confidentiality agreement with the Edmonton Arts Council. The Edmonton Arts Council is responsible for informing the Council Member Advisor on what information falls under any confidentiality agreement.
- 4. The Council Member Advisor will report to City Council on the non-confidential activities of the Edmonton Arts Council at the time determined by City Council for the regular reporting from all Councillors, as Council member appointees.