

TERMS OF REFERENCE FOR THE PUBLIC AFFAIRS AND COMMUNICATIONS COMMITTEE

1.0 GENERAL PRINCIPLES

Each Committee member will make decisions so as to:

- 1.1 ensure excellent transparency and accountability;
- 1.2 minimize the cost of operating the system;
- 1.3 promote and encourage effective environmental stewardship of beverage containers;
- 1.4 strive for continuous improvement in operations;
- 1.5 maintain a safe and healthy environment for employees;
- 1.6 provide a culture of honesty and integrity; and
- 1.7 ensure each container type (material/size) is self-funding.

2.0 DEFINITIONS

In these Terms of Reference the following terms have the meaning ascribed to them:

- 2.1 "ABCRC" means Alberta Beverage Container Recycling Corporation.
- 2.2 "Act" means the *Business Corporations Act* (Alberta).
- 2.3 "Board" means the board of directors of ABCRC.
- 2.4 "Board Chair" means the chairman of the Board.
- 2.5 "Committee" means the Public Affairs and Communications Committee.
- 2.6 "Committee Chair" means chair of the Public Affairs and Communications Committee..
- 2.7 "Directors" means members of the Board.
- 2.8 "President" means the person appointed by the Board to serve as the most senior operating officer of ABCRC.
- 2.9 "Shareholders" means the beneficial holders of all of the issued and outstanding shares in the capital of ABCRC.

3.0 INTERPRETATION

In the Terms of Reference for the Committee, except if defined in Section 2.0 or the context does not permit:

- 3.1 words and expressions defined in the Act have the meaning given to them in the Act;
- 3.2 words importing the singular include the plural and vice versa; and

3.3 words importing gender include masculine, feminine and neuter genders.

4.0 COMMITTEE

A committee to be known as the "Public Affairs and Communications Committee" is established.

5.0 COMPOSITION OF THE COMMITTEE

The Committee shall consist of not less than three and not more than seven people, all of whom are resident Canadians (as defined in the Act). The majority of the Committee must be Directors but non-Directors are allowed.

6.0 APPOINTMENT OF COMMITTEE MEMBERS

Members of the Committee shall be appointed at the meeting of the Directors immediately following the annual meeting of Shareholders, having regard to the recommendation of the Governance Committee, and shall hold office until the next annual meeting, or until their successors are appointed.

7.0 VACANCIES

Where a vacancy occurs at any time in the membership of the Committee, it may be filled by the Board, having regard to the recommendation of the Governance Committee, and shall be filled by the Board if the membership of the Committee is less than three people.

8.0 COMMITTEE CHAIR

The Board Chair shall appoint a Director to serve as Committee Chair.

9.0 ABSENCE OF COMMITTEE CHAIR

If the Committee Chair is not present at any meeting of the Committee, the President or one of the other members of the Committee present at the meeting shall be chosen by the Committee to preside at the meeting.

10.0 SECRETARY OF THE COMMITTEE

The Committee shall appoint a recording secretary.

11.0 MEETINGS

The Committee Chair or any two members of the Committee may call a meeting of the Committee. The Committee shall meet at its discretion but at least quarterly.

12.0 QUORUM

A majority of the members of the Committee, present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak to each other, shall constitute a quorum.

13.0 NOTICE OF MEETINGS

Notice of the time and place of every meeting shall be given in writing and shall be sent by courier, personal delivery or other electronic means at least 24 hours prior to the time

fixed for such meeting, provided, however, that a member may in any manner waive a notice of a meeting; and attendance of a member at a meeting is a waiver of notice of the meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

14.0 ATTENDANCE OF ABCRC OFFICERS AT MEETINGS

At the invitation of the Committee Chair, one or more officers of ABCRC may attend any meeting of the Committee.

15.0 PROCEDURE, RECORDS AND REPORTING

The Committee shall fix its own procedure at meetings, keep records of its proceedings and report to the Board when the Committee may deem appropriate (but not later than the next meeting of the Board). The Board shall receive the minutes of Committee meetings and the Committee Chair shall present an oral report to the next meeting of the Board.

16.0 REVIEW OF TERMS OF REFERENCE

The Committee shall review its terms of reference at least annually or otherwise as it deems appropriate and propose or recommend changes to the Governance Committee and the Board.

17.0 GENERAL MANDATE

The mandate of the Committee is to recommend policies with respect to communications with all stakeholders of ABCRC and to enhance relations between ABCRC and its stakeholders.

18.0 SPECIFIC MANDATES

The Committee shall:

18.1 review and make recommendations to the Board on policy matters which require senior government or political interface;

18.2 review and make recommendations to the Board on policy matters which introduce new obligations on manufacturers as that term is defined in the regulations;

18.3 review and make recommendations to Board on policy matters which impact significantly other stakeholders;

18.4 review and make recommendations to the Board on stakeholder relation plans with government, regulatory boards, and bottle depots;

18.5 develop the policies and procedures of the Board regarding communication issues, including communication of policy statements;

18.6 on an annual basis, recommend to the Board communication strategies relative to new technology development;

18.7 oversee the Joint Marketing Committee in the development of marketing, advertising and promotional strategies and programs focused on increasing consumer awareness and participation in beverage container recycling;

18.8 on an annual basis, recommend to the Board strategies relative to communications including annual plans and budgets; and

18.9 on an annual basis, review and make recommendations to the Board regarding the Confirmation of Collection System Agent signed by manufacturers.

19.0 DUTIES OF THE COMMITTEE CHAIR

Generally, the Committee Chair shall assure the integrity of the Committee process including effectiveness of meetings and the Committee's adherence to its Terms of Reference. Specifically, the Committee Chair shall:

19.1 set or approve the agenda of all meetings of the Committee called by the Committee Chair;

19.2 except as otherwise provided in the Terms of Reference, call all meetings of the Committee;

19.3 establish the rules of procedure and rules of order to be followed at meetings of the Committee;

19.4 confer with the President regarding all items of business which the President wishes to bring before the Committee;

19.5 take reasonable measures to ensure that all Committee members are active and contributing;

19.6 confer with the Chair of the Governance Committee with regards to the appointment of new members to, or the rotation of members on the Committee;

19.7 together with the President advise the Committee of the business and affairs of ABCRC; and

19.8 ensure appropriate communication among the Committee members.