

Alberta Agricultural Products Marketing Council Mandate and Roles Document

The Mandate and Roles Document for the Alberta Agricultural Products Marketing Council ("Marketing Council") has been developed collaboratively between the Minister of Agriculture, Forestry and Rural Economic Development (AFRED) and Marketing Council to reflect a common understanding of their respective roles and responsibilities.

Nothing in this Mandate and Roles Document is intended to or shall interfere with Marketing Council's proper exercise of any statutory powers of decision. Although Marketing Council is part of the Ministry of AFRED for administrative purposes, Marketing Council is an arm's length agency that makes independent decisions.

Marketing Council is a regulatory agency established under the *Marketing of Agricultural Products Act* (MAPA).

Definitions:

- "Chair" is the term used to identify the Chair of Marketing Council;
- "General Manager" is the term used to identify the General Manager of Marketing Council;
- "GOA" is the term used to identify the Government of Alberta;
- "Governance Committee" is the term used to identify a committee of Marketing Council chaired by the Vice Chair, with members from Marketing Council and Marketing Council staff;
- "Minister" is the term used to identify the Minister responsible for the *Marketing of Agricultural Products Act*;
- "Ministry" is the term used to identify the Ministry of AFRED;
- "Marketing Council" is the term used to identify the Alberta Agricultural Products Marketing Council as a whole;
- "Marketing Council staff" is the term used to identify the General Manager and other GOA staff who support Marketing Council;
- "Members" is the term used to identify the members appointed to Marketing Council; and
- "Vice Chair" is the term used to identify the Vice Chair of Marketing Council.

1. Marketing Council Mandate

Marketing Council is a regulatory agency established by MAPA providing regulatory oversight and facilitating effective governance and leadership for Alberta's 20 agricultural Marketing Boards and Commissions in the province. It also provides administrative support to the Appeal Tribunal, which is formed under the Review and Appeal Regulation and is responsible for hearing a party's appeal on a decision(s) made by a marketing board or commission (as formed under MAPA) or by Marketing Council.

Applicable Legislation and Regulations

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

- *Financial Administration Act (FAA)*
- *Freedom of Information and Protection of Privacy Act (FOIP)*
- *Public Service Act*
- *Marketing of Agricultural Products Act*
- *Alberta Public Agencies Governance Act*
- *Operation of Boards and Commissions Regulation*
- *Conflicts of Interest Act*

Mission

The mission of Marketing Council is to empower Alberta's 20 agricultural Marketing Boards and Commissions by advancing governance excellence, providing integrated policy advice, and administering effective legislation for the benefit of the agricultural industry and government.

Regulatory Matters

A. Marketing Council exercises general supervision over the following 20 agricultural Marketing Boards and Commissions within the Province of Alberta:

- Alberta Barley Commission
- Alberta Beef Producers
- Alberta Beekeepers Commission
- Alberta Canola Producers Commission
- Alberta Chicken Producers
- Alberta Elk Commission
- Alberta Hatching Egg Producers
- Alberta Lamb Producers
- Alberta Milk
- Alberta Oat Growers Commission
- Alberta Peace Region Forage Seed Growers
- Alberta Pork
- Alberta Pulse Growers Commission
- Alberta Sugar Beet Growers
- Alberta Turkey Producers
- Alberta Vegetable Growers (Processing)
- Alberta Wheat Commission
- Alfalfa Seed Commission
- Egg Farmers of Alberta
- Potato Growers of Alberta

B. Marketing Council is responsible for making regulations, with the approval of the Minister, relating to any matter necessary or advisable to carry out the intent and purpose of MAPA, for providing policy advice to the Minister on issues related to

MAPA, and for ensuring effective governance practices and regulatory compliance among the 20 agricultural Marketing Boards and Commissions.

Specifically, in accordance with MAPA, Marketing Council has regulatory-related responsibilities to:

- Advise the Minister on matters relating to the establishment, operation, and control of the 20 agricultural Marketing Boards and Commissions;
- Review each proposed plan submitted to Marketing Council, and decide whether to hold public hearings or meetings in respect of a proposed plan;
- Make recommendations to the Minister respecting the establishment, amendment, and termination of a plan;
- Conduct votes on plans for the establishment, amendment, or termination of plans and of Marketing Boards and Commissions;
- Supervise the operation of the Marketing Boards and Commissions;
- Administer the regulations made under MAPA;
- Perform any other duties and functions necessary in exercising the authority given to the Council under MAPA and the regulations; and
- Carry out any other duties assigned to Marketing Council by the Minister or the Lieutenant Governor in Council.

2. Duties and Responsibilities

Marketing Council

Meetings

Marketing Council meetings will be held as required.

Legal Compliance/Statutory Requirements

Marketing Council is responsible for overseeing compliance with all relevant policies and procedures by which Marketing Council operates and ensuring that it operates at all times in compliance with all applicable laws and regulations, and to the highest ethical standards. Marketing Council is responsible for approving all matters that require Marketing Council's approval, as prescribed by applicable legislation and regulations. Marketing Council ensures that matters are brought to the attention of the Minister if necessary.

Selection of Management

The General Manager is a GOA employee; however, Marketing Council is responsible, in partnership with the Minister, for providing input in the selection of the General Manager, and for monitoring and evaluating the General Manager performance.

Evaluation

Marketing Council, through a process led by its Governance Committee, conducts an annual evaluation and review of the performance of Marketing Council, the Chair, and individual Members. The Governance Committee reviews the results of such evaluations and together with the Marketing Council Chair discusses potential ways to improve Marketing Council's effectiveness. The Governance Committee also discusses the results of the evaluations and the recommended improvements with all the Members.

Minister's Roles

The Minister is accountable to the Legislature for the operation of Marketing Council as outlined under MAPA. The Minister reports to the Legislature on the affairs of Marketing Council and answers questions about Marketing Council.

The Minister is responsible for:

- recommending to Cabinet the appointment and/or removal of any Member;
- recommending to Cabinet the appointment and/or removal of the Chair and the Vice-Chair;
- approving the hiring and/or dismissal of the General Manager of Marketing Council in consultation with Marketing Council and in accordance with the *Public Service Act*;
- reviewing, on an ongoing basis, the need for the continued existence of Marketing Council as a provincial corporation under the *Financial Administration Act*;
- ensuring through the Chair that all Members are informed of their role;
- making recommendations to the Lieutenant Governor in Council regarding the terms and conditions (which may include remuneration and full disclosure in financial statements) for the appointment of Members;
- establishing the mandate and purpose of Marketing Council, and ensuring the mandate and purpose is communicated to Members and the public;
- exercising any powers granted by Marketing Council's constituting instrument (such as by statute or Ministerial Order);
- approving policies and changes to policies for matters under the Minister's administration;
- reporting annually to the Legislature on the affairs of Marketing Council, including the tabling of Marketing Council's annual report and answering questions regarding Marketing Council;

and in relation to MAPA:

- approving or recommending to Cabinet legislation concerning changes to MAPA;
- approving or recommending to Cabinet any new Marketing Board or Commission plan regulation or other regulation as needed under MAPA;
- approving or recommending to Cabinet any plan amendment regulation under MAPA;
- monitoring the operations and performance of Marketing Council to ensure that it is fulfilling its mandate in compliance with government policies, while respecting the need of Marketing Council for independence in conducting its regulatory function;
- participating in the process of setting and monitoring Marketing Council's strategic direction and targets, if applicable; and
- informing Marketing Council of government policies and directions affecting the work of Marketing Council.

Deputy Minister's Roles

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:

- ensuring MAPA legislation and regulations are current and facilitate industry viability;
- establishing a broad framework for financial, administrative, and operational controls (including but not limited to exemptions from the *Financial Administration Act*);
- approving Marketing Council's strategic plan and supporting budget;
- communicating GOA policies to the Members and Chair;
- monitoring the activities of Marketing Council to ensure that its mandate is being fulfilled in compliance with GOA policies; and
- reviewing regularly Marketing Council's mandate and purpose.

Department of Agriculture, Forestry and Rural Economic Development Roles

In order to meet the responsibilities delegated to Marketing Council, the government and the Department are responsible for supporting Marketing Council in the following areas:

- ensuring MAPA legislation and regulations are current and facilitate industry profitability;
- establishing a broad framework for financial, administrative, and operational controls (including but not limited to exemptions from the *Financial Administration Act*);
- approving Marketing Council's strategic plan and supporting budget;
- monitoring the financial performance of Marketing Council, 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 [if applicable] and Generally Accepted Accounting Principles (GAAP);
- communicating GOA policies to the Members and Chair; and
- monitoring the activities of Marketing Council to ensure that its mandate is being fulfilled in compliance with government policies.
- Financial Resources
 - Marketing Council's general funding is sourced from the Department budget.
 - Marketing Council's staff works directly with the Department financial division on all matters relating to finance.
- Human Resources
 - Marketing Council members are compensated according to the rates set by the Lieutenant Governor in Council.
- Administration
 - Marketing Council's staff utilizes the administrative processes prescribed by the Department.
- Communications
 - Marketing Council's staff works directly with Department communication personnel for all correspondence relating to Marketing Council matters.

- Orientation and Training
 - The GOA provides governance orientation for all agency, board, and commission members that have been appointed by government.
 - Marketing Council provides orientation materials for all Members and regularly offers board governance workshops when applicable for any agricultural organization that wishes to attend. Typically, the 20 agricultural Marketing Boards and Commissions have participated in these training opportunities, as have Members, Marketing Council staff, and Department staff.

Marketing Council's Role

Marketing Council is responsible for their governance and overseeing the management of Marketing Council's business and affairs. Marketing Council guides the strategic direction; contributes to the evaluation and hiring of Marketing Council's General Manager; approves and monitors Marketing Council's strategic plan, operational plan, and financial results; and is ultimately accountable to the Minister. Marketing Council must act honestly, in good faith, leaving aside personal interests to advance the public interest and the mandate of Marketing Council. Specifically, Marketing Council is responsible for:

- identifying appropriate business processes to assist in fulfilling its mandate, including:
 - frequency of meetings, and
 - use of virtual participation technologies;
- ensuring that all Members comply with Marketing Council's Code of Conduct;
- participating in the selection process for the General Manager and monitoring and evaluating the General Manager performance, in partnership with the Department;
- ensuring that adequate plans are in place for management development and succession, and conducting an annual review of such plans;
- ensuring that all material developments and significant emergent issues of Marketing Council are disclosed to the Minister on a timely basis;
- overseeing compliance with all relevant policies, procedures, and standards by which Marketing Council operates, and ensuring that Marketing Council operates at all times in compliance with all applicable laws and regulations, and to the highest ethical standards;
- establishing a schedule for mandatory regulatory reviews, and reviewing all regulations made under MAPA, within the required time periods;
- approving all matters that require Marketing Council approval, as prescribed by applicable legislation and regulations. Marketing Council ensures that such matters are brought to the attention of the Minister if necessary;
- providing an orientation to the particular practices of their organization, including their governance practices;
- providing ongoing development opportunities for Members;
- ensuring that Marketing Council, through a process led by the Governance Committee, conducts an annual evaluation and review of the performance of Marketing Council, the Chair, and individual Members.
- reviewing results of the evaluations and discussing opportunities to improve Marketing Council effectiveness. Member evaluations are used to identify

opportunities to improve the individual members' competence and to inform the re-appointment process;

- preparing and providing to the Minister a strategic plan and annual report for each fiscal year, in the form and at a time acceptable to the Minister. These documents are made available to the public through the Department;
- addressing how Marketing Council interacts with the public, and establishing policies that clearly identify roles and responsibilities in the area of communication with the public;
- developing mechanisms to communicate with the Minister and the Department on items of mutual concern;
- engaging in a strategic planning process that includes the consideration of the principal risks associated with Marketing Council's business. The management of these risks is assigned to the General Manager, and the status is periodically reviewed by Marketing Council. The General Manager is charged with the responsibility to ensure that Marketing Council and its committees are kept well informed on a timely basis of changing risks; and
- complying with the Code of Conduct and any requirements under the *Conflicts of Interest Act*.

Members' Roles

Members are responsible for the governance of Marketing Council and overseeing the management of Marketing Council's business and affairs. In doing so, they must act honestly, in good faith, and in the best interests of Marketing Council, the overall agricultural industry, and the people of Alberta. Specifically, the Members will:

- consider their duties as members within the broad policy objectives defined by the government, Legislative Assembly, Treasury Board, Ministers, and Marketing Council;
- exercise the care, diligence, and skill that a reasonable and prudent person would exercise in comparable circumstances;
- support, implement, and advocate for good governance behaviours and practices;
- ensure that all members are made aware of the need to declare any conflicts of interest and of the consequences that may result from failure to do so;
- follow Marketing Council's approved Code of Conduct;
- disclose the nature of that conflict to the members in a meeting or in writing at the first opportunity, and refrain from participation in the discussion and voting on the matter in any case where a member has a conflict of interest in a matter under consideration by Marketing Council;
- resign from Marketing Council in circumstances where the Member perceives that they have been involved in a violation of legislation or regulations that would have a material adverse impact on Marketing Council; and
- represent Marketing Council to the community, and listen to the views of the community.

Members guide Marketing Council's strategic direction, evaluate the performance of the General Manager, and are ultimately accountable to the Minister. Specifically, the Members will:

- keep the Minister informed of issues or events that concern or can reasonably be expected to be important in the exercise of the Minister's responsibilities;
- advise the Minister on policies and issues that arise from Marketing Council's mandate and expertise;
- develop and approve Marketing Council's strategic plan;
- establish clear goals and measurable results, for which Marketing Council will be held accountable;
- operate within the mandate, policies, and budgets approved by the government;
- maintain a conflict of interest policy consistent with GOA policies;
- contribute to the performance assessment of the General Manager;
- update and maintain Marketing Council's Member Orientation Guide and Policy and Procedures Manual;
- review its own performance through the solicitation of feedback from Marketing Council staff, industry, management, auditors, and the Minister;
- conduct annual evaluations and review of the performance of Marketing Council, the Chair, and individual Members; and
- comply with the Code of Conduct.

Department Representative

Marketing Council shall include a Department Representative. The Department Representative will be chosen from employees within AFRED and for whom this role is within, or a natural extension of, their duties and who have the knowledge and skills to effectively represent the department in this capacity. The role of the Department Representative is to provide input to Marketing Council regarding the Department's priorities and business, and to communicate Marketing Council's priorities and business back to the Department.

Chair

With direction from Marketing Council, the Chair represents Marketing Council and its interests, as well as the interests of Marketing Council, in dealing with the Minister, the Department, the General Manager, stakeholders, and the community. The Chair is responsible for providing leadership for Marketing Council and for effectively facilitating the work of Marketing Council.

The Chair is responsible for:

- planning and managing Marketing Council meetings;
- providing the Minister with regular updates on Marketing Council's operations and informing the Minister regarding emergent issues;
- ensuring that Marketing Council, and its committees, have opportunities to meet independent of the General Manager and Marketing Council staff;
- ensuring that Marketing Council conducts an annual evaluation of its performance, the work of individual Members, and the performance of the General Manager;
- administering the Code of Conduct, and ensuring that conflict of interest matters are addressed; and
- compliant with the Code of Conduct and any requirements under the *Conflicts of Interest Act*.

Remuneration

The Members and the Chair of the Council shall be paid remuneration and expenses prescribed by the Lieutenant Governor in Council. The Department Representative will not receive an honorarium but will be compensated for travel expenses.

The General Manager

The General Manager is responsible for leading management, developing recommendations for and implementing the organization's strategy, and reporting to Marketing Council.

The General Manager is responsible for:

- the day-to-day management of Marketing Council;
- ensuring that programs and services are being delivered within the standards and policies of Marketing Council and the GOA;
- establishing appropriate systems for the general administration and financial management and control of Marketing Council;
- monitoring performance, and taking corrective action when problems are identified;
- ensuring the proper management of Marketing Council's risk in providing services and care of the organization's assets;
- providing support to Marketing Council to allow it to carry out its governance responsibilities;
- working with Marketing Council to prepare an annual strategic plan and annual report in accordance with the guidelines provided by the Minister;
- maintaining effective communications with the Chair, the Deputy Minister, senior staff in the Department, other Ministries as required, stakeholders, and other business partners; and
- operating within the mandate, policies, standards, and budget approved by Marketing Council and the GOA.

3. Recruitment and Appointment of Members

Individuals are recruited according to the GOA's Public Agency Secretariat Recruitment and Appointment Guidelines. Members are appointed by the Lieutenant Governor in Council, and collectively constitute Marketing Council. Individuals appointed to Marketing Council will be subject to Marketing Council's Code of Conduct and act in the best interest of Marketing Council. Appointment to Marketing Council is for a fixed term of up to three years, with the potential of reappointment, for one additional term. An individual's appointment, is limited to a maximum of six years of continuous service.

To establish a platform to further increase opportunities for efficiencies and consistencies across the government, the recruitment process for public agencies, boards and commissions (ABCs) is centralized through the Public Agency Secretariat (PAS). Centralized recruitment ensures effective processes are in place in order for

vacancies to be filled efficiently and with certainty that the appropriate skills and competencies are represented on boards.

Competency Matrix

Marketing Council will utilize a competency matrix when determining Members' needs.

Remuneration

Council members are paid an honoraria and travel expenses as prescribed by the Minister and outlined by the Lieutenant Governor in Council.

Member

When a vacancy for a Member occurs, Marketing Council will recommend a set of desired competencies in accordance with the competency matrix to the Minister to form the basis for the recruitment of a new Member(s). Marketing Council will determine these competencies by following the GOA's Public Agency Secretariat Recruitment and Appointment Guidelines, the *Alberta Public Agencies Governance Act*, and related legislation.

A review of all the applicants, as well as a list of candidates recommended for interview will be provided to the Minister for consideration. The Minister will choose which candidates to interview, and may designate individuals to the interview panel. The Minister will select the final candidate(s) from the qualified candidates and recommend Members for appointment to Cabinet. Following Cabinet approval of the Members recommended for appointment, Members are appointed by Order in Council in accordance with section 3 of MAPA.

4. Interaction between Marketing Council and the Ministry

Communication and Reporting

Marketing Council will ensure that all material developments of Marketing Council are disclosed to the Minister on a timely basis. Marketing Council communicates to the Minister through the Chair or through the General Manager. Marketing Council will deliver to the Minister the following documents according to the dates and in the format agreed to by the Minister:

- strategic plan;
- regular post-Marketing Council meeting summaries and industry updates;
- annual reports in time frames as required by the GOA; and
- other information, specific documents, or reports as requested.

All correspondence will be copied to the Ministry's Executive Team to ensure that all parties are kept informed.

5. Code of Conduct

The process for administering the Code of Conduct is set out in the Code itself.

6. 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 must be reviewed within three years of the date it was signed, or reviewed and affirmed on a change in either the Minister or Chair.

Transparency

Copies of the Mandate and Roles document will be filed with the Minister, and Marketing Council. In support of the principle of transparency, this document will also be available to the public on the Public Agency Secretariat website:

<https://www.alberta.ca/public-agency-list.cfm>

Doug Sawyer, Chair
Alberta Agricultural Products
Marketing Council,
Agriculture, Forestry and Rural Economic
Development

June 22/2022
Date

Honourable Nate Horner, Minister
Agriculture, Forestry and Rural
Economic Development

July 8/22
Date