SCHEDULE A

THE CITY OF WINNIPEG CHARTER
(S.M. 2002, c. 39)

City Corporation to Administer Group Life Insurance Plans Regulation

Regulation
Registered

Definition of "restructuring by-law"

1 In this regulation, **"restructuring by-law"** means the by-law that continues and restructures

(a) the Civic Employees' Group Life Insurance Plan established under By-law No. 1125/75 and continued under By-Law No. 5644/91 of The City of Winnipeg; and

(b) the Police Employees' Group Life Insurance Plan established under By-law No. 5643/91 of The City of Winnipeg.

Incorporation

2(1) The city may use the power referred to in subsection 212(3) of *The City of Winnipeg Charter* to incorporate a corporation only if

(a) the city by itself incorporates the corporation;

(b) the business, activities and purpose of the corporation is restricted to

(i) the maintenance, management and administration of the Plans,

(ii) the maintenance, management, investment and administration of the New Insurance Funds,

(iii) the management and administration, in its capacity as trustee, of the Old Civic Insurance Fund and the Old Police Insurance Fund,

(iv) other matters ancillary or incidental to the business, activities and purposes in subclause (i) to (iii);

(c) the articles of incorporation of the corporation restrict the ownership of any and all voting and non-voting shares in the corporation to the City.

2(2) In subsection (1), the terms **"New Insurance Funds"**, **"Old Civic Insurance Fund"**, **"Old Police Insurance Fund"** and **"Plans"** have the same meaning as they have in the restructuring by-law.

Board

3(1) The board of directors of the corporation incorporated by the city must consist of five individuals to be appointed in accordance with the restructuring by-law,

(a) one of whom must be an appointee of the Winnipeg Police Association;

(b) one of whom must be an appointee of the civic unions, as identified in the restructuring by-law; and

(c) three of whom must be appointees of council, one of which must be a designated employee.

3(2) The board of directors may act despite a vacancy on the board, as long as there is a quorum

Amendments prohibited

4 The corporation incorporated by the city must not make an amendment to its articles of incorporation or to any subsequent articles if the amendment would permit the corporation to carry on a business, activity or purpose other than the business, activities or purposes permitted under clause 2(b).

Limitation

5 The corporation incorporated by the city must not act as an incorporator of another corporate body that is incorporated under any Act.

_____ **Minister of Municipal Government/Le ministre des Administrations municipales,**

Date

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Drew Caldwell