Southport
AEROSPACE CENTRE INC.



General Members Handbook

PRESENTED BY

Southport Aerospace Centre Inc.

BOARD OF DIRECTORS

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Overview

As a General Member, you join a group of engaged citizens and professionals who monitor Southport's mission and business activities to safeguard Southport's long-term viability and adherence to established governance Bylaws, Articles of Continuance, and the Canada Not-for-Profit Corporations Act.

Your Role at Southport

Your Value to the Organization

You are a critical component of the Southport Not-for-Profit (NFP) business structure. You benefit Southport by:

Providing Oversight and Accountability of Board Performance

General Members ensure there is sound governance, and that Southport is managed in a businesslike manner. Oversight and accountability come through the following activities:

- Informally monitoring Southport activities
- Monitoring Southport financial performance (AGM)
- Raising any business and voting on business matters at Member meetings
- Supporting our values of 'accountability' and 'collaboration' by contributing broad oversight, general support and active participation in designated General Member events

Acting as Ambassadors for Southport

General Members promote and extend the goodwill of the corporation through positive advocacy. Acting as an ambassador includes:

- Being equipped with information and motivation to highlight and promote Southport's economic and social benefits to local communities, region, and the province, on an ongoing, generic, and ad hoc basis
- Proactively and publicly supporting specific Southport business objectives and advocating proactively in your area of influence, when requested by the Board

Acting as a Source of Advice and Collective Wisdom for the Board

The General Membership is comprised of a wide variety of valued professionals that can be called upon as required by the Board for advice. This includes:

- Providing specific subject matter expertise and independent perspectives to task forces, special projects, and Board initiatives, as required
- Providing feedback to Southport by your active participation in surveys, selected General Member events and focus group sessions
- Assisting with the recruitment of new General Members, when requested by the Board

Establishing a Group of Individuals for Potential Selection to Future Board Positions

The General Membership offers a group of multi-skilled and engaged personnel from which new Directors can be selected.



2026 General Member Event

How You Will Be Involved

As a General Member, we ask that you:

- Stay informed, current and if required, seek information to exercise your responsibilities reasonably and prudently
- Vote on specific business matters. This includes the:
  - Election of Directors
  - Appointment of the Independent Auditor
  - Amendment of By-laws
  - Removal of Directors
  - Specific changes to the Articles of Continuance
- Be a positive and proactive ambassador highlighting Southport's economic and social benefits to local communities and regions
- Proactively promote and advocate within your area of influence, when requested by Southport

To remain in good standing as a General Member you must, each year at minimum:

1. Participate in at least one official General Member function
2. Attend the Annual General Meeting either in person, by electronic means or by proxy vote
3. Complete the Annual Confidentiality Agreement and Conflict of Interest Statement
4. When requested by Southport, respond to the Southport General Member Engagement Questionnaire or other questionnaire



2026 Annual General Meeting

The Value of General Membership to You

As a General Member, you will benefit from the opportunity to:

- Give back to your community
- Protect and preserve the Southport Legacy
- Contribute directly to Southport governance
- Associate and network with like-minded citizens and professionals



2026 Annual General Meeting

Staying Informed and Connected

As a General Member, you will receive information through different mediums to help you stay informed and connected to the organization.

Reach Out and Connect

General Members are encouraged to reach out to Southport to provide feedback, input, or seek additional information. The Board has assigned a General Member Liaison to support you in this manner. Please direct your inquiries to **liaison@spboard.ca**.

Annual General Meeting

The Annual General Meeting is the forum for General Membership to review Southport's business results and strategic plans. The meeting is held annually on the last Wednesday in June. Prior to, meeting information relevant to the agenda is distributed to General Members.

Event Calendar

General Members events are planned on an annual basis. Events are designed to inform, engage and solicit input from General Members. Members are encouraged to participate in as many of these events as possible given their personal commitments. The following outlines the typical events that may be planned each year.

- New Member Orientation (Existing Members are always welcome to participate)
- Member Appreciation Events
- Annual Engagement Questionnaire
- Annual Conflict of Interest and Confidentiality Review
- Surveys, Task Force or Focus Group Activity
- Ad hoc Meetings, Volunteer Activities (Manitoba Airshow, etc.)

Southport Communication Channels

The Annual General Meeting is the forum for General Membership to review Southport's business results and strategic plans. The meeting is held annually on the last Wednesday in June. Prior to, meeting information relevant to the agenda is distributed to General Members.

Southport.ca @SouthportAirport @SouthportMB

Southport Aerospace Centre Inc.

BOARD OF DIRECTORS



Peter Young
Board Chair



Ken Webb
Board Vice Chair



Dan Bolton
Audit Committee Chair



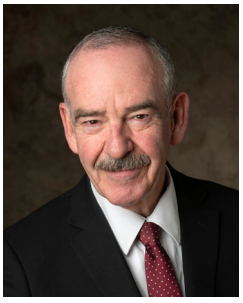
Marc Groenewegen
Governance Committee Chair



Julene Toews Dewis



Carey Duncan



Irvine Ferris



William Toews



Nettie Neudorf



Darryl Shyiak

The Southport Board of Directors has the ultimate responsibility for the operations of the corporation. They oversee business activities and act as a steward of the assets. The Board is comprised of representatives with a broad spectrum of vocations, interests, and expertise from within the Province of Manitoba, and maintains a balance of local interest as well as representation of national and international business experience, and the aerospace community.

The Board is responsible for the nomination of new and incumbent Directors to the General Membership for their approval. They strive to select Director nominations from the General Membership. Directors are elected to a three-year term and can be re-nominated for an additional two terms. Directors maintain voting rights and privileges as General Members.

Southport's Business Focus

About Southport

Southport Aerospace Centre Inc. (Southport) is a not-for-profit, property management and development Non-share Corporation that provides dynamic economic leadership and commitment to Portage la Prairie and the surrounding region.

Southport is located on Treaty One lands, the original territories of the Anishinaabe, Cree, Oji-Creed, Dakota, Lakota, Dene peoples, and the homeland of the Métis Nation.



Four Winds Cultural Centre

SOUTHPORT'S FIVE-YEAR STRATEGIC PLAN (2023-2028)

1	**Solidify Southport as the RCAF site of choice for aviation training**	• Plan proactively to ensure availability of supplies and construction when needed • Codify Southport's reporting systems for future expansion • Achieve Airport of Entry Status • Formalize recruitment and retention strategy • Work with FAcT partners to grow workforce capabilities • Capitalize on training and development opportunities
2	**Prioritize aviation / aerospace training and economic development initiatives**	• Continue to build effective relationships with all levels of government • Support growth of new and existing educational institutions on-site • Support growth of existing on-site businesses • Actively pursue new business opportunities and partnerships
3	**Continue to position Southport as a leader in responsible stewardship**	• Continue to work towards the reduction of our carbon footprint • Create a long-term sustainability plan with defined goals • Optimize social impact on the community • Advanced diversity, equity, and inclusion

A 20-year contract worth $11.2 billion to supply the Royal Canadian Air Force with the provision of military flight training, known as the Future Aircrew Training (FAcT) contract, has been awarded to SkyAlyne and will be implemented at Southport, Winnipeg, and Moosejaw. At the Southport location, there will be extensive construction involving six new buildings estimated to cost approximately $740 million. Southport is set to take on responsibility for providing airfield services supporting this initiative, leading to substantial organizational expansion with the addition of 35 new employees. The multi-billion-dollar FAcT contract promises a lasting and meaningful economic boost for both Southport and the Central Plains region, aligning with the original mission to enhance its economic impact.

Mission, Vision & Values

MISSION	To stimulate economic development in the communities we serve by realizing the full potential of Southport's airspace, airport, and commercial and residential properties.
VISION	An airport community fostering aerospace technology and diversified training; a strong partner with the Canadian military and a leader in recreation, site services, and property management.
VALUES	Southport's Values are demonstrated through four key pillars, as stated below:

1	**We care deeply about our community**	We believe in building heartfelt relationships with each other, our customers, and the communities we serve.
2	**We enable the success of others**	Our growth is driven by the success of our employees, customers, and community partners.
3	**We lead the way**	We are committed to being trailblazing leaders and providing opportunities for development and advancement for our customers and community.
4	**We prioritize the well-being of our employees**	We take care of each other and are committed to developing our employees and helping them reach their full potential.

Southport
AEROSPACE CENTRE INC.

Continuing to **Power People**, **Community**, & the **Economy**

2024 Impacts

Job Creator

Empowering skills development, training, and employment opportunity

610
DIRECT JOBS



across military-related services, aviation training, air transportation, aviation support, health and social services, property management, security, and education

1,050
TOTAL JOBS

including supplier businesses and local spending

Economic Driver

Strengthening the local and provincial economies

$110M
DIRECT GDP
from onsite operations

$160M
TOTAL GDP
with supply chains and household spending

Military Enabler

Supporting military operations by strong partnerships and first-class facilities



60%
OF JOBS

63%
OF GDP

ATTRIBUTED TO MILITARY OPERATIONS

Community Builder

Investing in our community priorities:
aerospace and aviation, community support, DEIA, education, environmental stewardship, and healthy living

2,000
VOLUNTEER HOURS

$105,000
GIVEN BACK TO THE COMMUNITY

Tax Contributor

Generating taxes to fund services and infrastructure



$24M
in taxes to federal, provincial, and municipal governments

History of Southport



Aerial photos of Southport taken in the late 1980's.

Southport was formally established as a not-for-profit entity under Part 2 of the Canada Corporations Act in February 1990. The First Board of Directors was appointed in 1990. In 1992 the Board assumed ownership of over 607 hectares including the airport, residential properties, recreation infrastructure and all other assets associated with the former Canadian Forces Base. The base originally opened as No.14 Elementary Flying Training School on October 28, 1940, a part of the British Commonwealth Air Training Plan. Following the end of the Second World War, the base became temporarily inactive. Then, with the post-war expansion of the Royal Canadian Air Force, RCAF Station Portage la Prairie was re-activated on September 15, 1952.

No.2 Advanced Flying School (No. 2 AFS) was established to train RCAF and NATO pilots. Several other flight schools followed at the site over the succeeding decades. As a result of the unification of the Canadian military, the station was renamed Canadian Forces Base (CFB) Portage la Prairie in 1966 and continued to operate as a military air base. CFB Portage employed approximately 800 to 900 military and civilian personnel, becoming an integral part of the Portage la Prairie and Manitoba community.



Aerial photos of Southport taken in the late 1980's.

In April of 1989 the Federal Government announced CFB Portage would be closed due to cuts in the Department of National Defense budget. These budget cuts would lead to the contracting out of military flight training to civilian agencies. As a result, CFB Portage la Prairie closed as a military facility on September 1, 1992.

The political atmosphere in the City of Portage la Prairie and the Province was very charged following the base closure announcement by the Federal Government. Aware of the negative economic effect of this decision on Portage la Prairie and Manitoba, the citizens of Portage rallied and formed a community-based committee called "Save the Base". This committee worked to raise awareness, advocate, and lobby to stress the importance of the Base to the local economy of Portage la Prairie and Manitoba.

The committee prepared economic impact reports which were presented to the Federal Government, and maintained a high profile in the media to keep pressure on the Government to ensure that flight training remained in Portage la Prairie. The "Save the Base" committee was composed of citizens from all political backgrounds, community and provincial chambers of commerce, municipal governments and unions. Support came from within the community, the province and beyond. The group also had the support of the three main provincial political party leaders of the day.



The R.C.A.F Station Sign, circa 1953.

As a result of the lobbying efforts and media attention brought on by "Save the Base" and others, the Federal Government, through Western Economic Development, in February 1990 announced the formation of a local corporation to take over the assets of CFB Portage la Prairie. The original intent of this corporation was for it to research new and viable alternative uses for the base.

In September of 1990 the Federal Government announced that CFB Portage, after privatization, would be an ideal site for many elements of flight training to continue. The not-for-profit corporation would be called Southport Aerospace Centre Inc. The Corporation was to function with a Board membership comprised of a cross section of provincial, community and business leaders. The initial Board of the Corporation was selected by the Federal Government. The first Board Chair was local businessman Orville Wagner, and the first Board consisted of Craig Chapman, Bev Edmondson, Tom Hyde, Dianne Moon, Ernest Shwaluk, Sidney Gordon, Lieutenant-General Fred Sutherland, Murray Auld and George Elliott.

This Board was tasked to set up the Corporation and its initial governance procedures. The Board was also asked to work with the Department of National Defence towards an orderly transfer of the base assets from DND to the Corporation in the fall of 1992. In completing these tasks, the Board saw a need for term limits for Board members to ensure that there was a continual change of Board members, and to move the Board away from being seen as a political board. The Board also determined that a mechanism was required to ensure that community awareness of the activities carried out at Southport were open and public.

To accomplish this objective the Board established and maintains a General Membership group comprised of interested persons from many walks of life. The Board utilizes this group as a resource and reports the activities at Southport to this group on an annual basis. General Members have no equity in the Corporation, but do have responsibilities that are outlined in the Governance Manual. The General Members hold the Board of Southport accountable to the public to ensure there is sound governance and that the Corporation is managed in a businesslike manner, to ensure the long-term viability of the property by attracting business which will generate jobs and revenue on an ongoing basis.

Anyone may apply for General Membership. The General Membership as outlined in the Governance Manual is kept at approximately 75 members. The Board is responsible for the appointment and selection of the General Members.



Musketeers take flight, circa 1990.

The General Membership of Southport is a key body from which the Board can draw ideas and assistance, helping ensure the community-based and not-for-profit nature of Southport is maintained. In this way, the General Membership is of tremendous assistance in furthering the objectives of Southport.

When the Federal Government initially set this corporation up, there were no models in Canada for the new Board to follow in terms of dealing with the Department of National Defence, dealing with contractors for the military flight training or for taking over and operating the assets of a major facility of this nature. At this point in Southport's development the Board was hands-on with the day-to-day operations of the Corporation. This active involvement of the Board Chair and some Board Members in the daily operations may have initially been warranted. However, as time went on, this involvement caused the Board to realize there were issues occurring which could possibly be seen as not being totally transparent to the General Members and others in the community.

Thus, there was a conscious move by the Directors to steer the Board from an operating type Board to a policy Board having an oversight and governance role of the Southport operations.



Bell 206's soar above Southport in 1985.

The first steps the Board took with this change was to adopt the Carver model for governance. This approach ensured there was a clear understanding of the CEO's role, the roles of the Board Chair and Board of Directors. The Directors found, as they became more accustomed to the Carver model, that it was very cumbersome for this operation. The Board decided, as part of its continued evolution, to take the best from the Carver model as well as other successful governance models and establish a new governance model which was more suited to the needs of the Southport Board's vision and operation. In completing this move, a new governance manual was developed for use by the Directors and CEO. This Governance Manual incorporates all aspects of the Board and CEO's responsibilities. The governance policies are reviewed annually and updated as required by the Board.

Today's Southport Board continues to have the ultimate responsibility for the operations of the corporation.

The Board is comprised of representatives with a broad spectrum of vocations, interests and expertise from within the Province of Manitoba, and maintains a balance of local interests as well as representation of national and international business experience, and the aerospace community. Accountability of the Board on how well it executes its responsibilities is determined through a self-governance assessment process by the Board, external auditor's audits and at the annual General meeting.

From 1992 to 2005 Southport focused on aviation training. The Canadian Force's initial contract was with Bombardier for a multi-year military flight training program. With Bombardier as the "anchor tenant" at Southport, the Board focused on upgrading dated site facilities, converting Southport from a military style facility to a commercial style facility, which would be able to attract other enterprises to the site to diversify the revenue stream of the Corporation.

In 2005 Southport entered into a new twenty-year training contract with Allied Wings, who were the successful company in the renewed flight training contract with the Department of National Defence. Allied Wings is a significant partner, using a substantial number of services and a large part of the infrastructure of Southport. Since the implementation of this contract, there have been many new major site improvements completed to support the flight training and other on-site tenants. Southport continues, on an annual basis, to invest significant money into building new and upgrading existing facilities to ensure Southport has the infrastructure required by all our major tenants to support and operate their businesses in an efficient and profitable manner.

Today Southport is a multi-functional property development and management organization. The Corporation is not only focused on aerospace but is also pursuing opportunities in all aspects of commerce, which will be of benefit to the long-term development and sustainability of Southport.

This diverse development has created a unique and dynamic community at Southport that now includes a thriving residential community and a destination for recreation and leisure activity. Southport acknowledges our role in the many relationships that make up our community and we commit to a spirit of reconciliation and collaboration for the future. There are currently a variety of commercial, educational, and business operations on the Southport site which include manufacturing, counselling facilities, corporate offices, community college, secondary education, dining, and recreation facilities.



Grob Aircraft - Utilized in the Current Contract

Southport, through a multi-faceted development plan, has allowed its tenants to create several hundred full and part-time challenging employment opportunities. This diverse development has created a unique and dynamic community at Southport, supported by on-site residential and recreation facilities and the Four Winds Cultural Centre. The recreation activities include a nine-hole golf course, running track, sports field, bowling alley, and a recreation complex. All these facilities contribute to a very vibrant and unique business atmosphere at Southport.



Four Winds Cultural Centre

Southport has evolved from a military airbase into a successful and dynamic commercial development. The future for Southport looks bright and prosperous as the facility continues to grow and diversify its business for the Portage la Prairie area and Manitoba.

Southport

AEROSPACE CENTRE INC.

