

## Bylaw 37(3) Mail & Electronic Voting

APEGA Council wishes to update Bylaw 37(3) to improve the current method for mail and electronic votes to be held, which will enable Council to effectively govern APEGA in a timely manner.

When Professional Members vote on topics that may not hold a high level of interest, or not affect a large number of Members, the current minimum requirement of 10 per cent of total votes cast for a vote result to be compliant with Bylaw 37(3) can become a barrier.

APEGA recognizes that the input of its Members is vital to APEGA's role in self-regulating the engineering and geoscience professions. Having an unrealistic required number of votes will interfere with APEGA's ability to engage Members in setting APEGA bylaws.

Bylaw 37(3) currently requires a minimum of 10 per cent of Professional Members to vote for a mail or electronic vote result to be valid. APEGA Council wishes to explore three options regarding this requirement:

1. a simple majority vote
2. an appropriate minimum number of votes
3. retaining the minimum 10 per cent requirement with no amendments

### What is a Simple Majority?

A **simple majority** means that the option with the highest number of votes is approved, regardless of the total number of votes cast.

### Background

- Self-regulation, by definition, requires APEGA to be able to effectively engage its membership in governance, including setting APEGA bylaws.
- The 10 per cent minimum requirement may limit the ability for engaged Members to have their voices heard on matters that may be of limited interest to the broader membership.
- All votes are meaningful. Members should believe that their votes count, regardless of the number of votes cast.
- Members should have a voting system that is democratically sound and suitable for our diverse membership.
- Any change to Bylaw 37(3) will not affect Council elections as those are governed by bylaws 6 and 6.1.

### Why is This Important?

- When Professional Members vote on topics that may not hold a high level of interest for many Members, or may not affect a large number of Members, the challenges of our current 10 per cent minimum requirement become readily apparent.
- For example, of APEGA's Professional Members, only 9 per cent are Professional Geoscientists. Therefore, for matters focusing on geoscience, it would be challenging to obtain the currently required 10 per cent minimum if no Professional Engineers vote.

- Members can have a varying range of interest with APEGA matters. For example, Council elections — something that should have broad appeal and far-reaching effect on the entire membership — have had an average engagement rate of 15.8 per cent over the past nine years. If this rate for Council elections is any indicator, it seems unlikely that APEGA matters with smaller appeal to the membership will obtain votes above 10 per cent, which is about 5,600 Professional Members.
- Not obtaining the 10 per cent minimum on a bylaw or regulation vote would prevent APEGA from moving forward on an issue and could negate the opinions and needs of an important segment of the membership.
- If a vote does not receive the minimum 10 per cent, the matter would be brought to a special meeting or the next annual general meeting for a vote. Not only will that delay the decision, but it will also increase the cost of governing APEGA – a cost borne by the Members.

## Proposed Changes

The following are three possible options:

### *Option One*

Change the bylaw for a Member vote from requiring 10 per cent of all Professional Members to requiring a simple majority of the Professional Members who choose to vote.

### *Option Two*

Change the bylaw for a Member vote from requiring 10 per cent of all Professional Members to requiring a minimum of 400 votes from Professional Members.

### *Option Three*

Bylaw 37(3) is not changed. Mail and electronic voting will continue to require 10 per cent of Professional Members to validate a vote.

Council encourages Members to consider choosing either Option 1 (simple majority) or Option 2 (minimum 400 votes) because they will:

1. ensure that the best possible input on APEGA matters is made by those most affected by or invested in these matters
2. ensure that the diversity of Members' interests is represented by removing a significant barrier to mail and electronic voting

### *Effects of Option One – Simple Majority Vote*

1. Removing the minimum 10 per cent requirement and replacing it with a simple majority vote requirement will be consistent with the current process for Council elections.
2. The simple majority vote is already used by some constituent associations and professional regulators, such as Engineers Nova Scotia, the Professional Engineers and Geoscientists Newfoundland & Labrador, and the Chartered Professional Accountants of Alberta.
3. A simple majority vote is the current best practice in corporate and regulatory governance.
4. A simple majority vote is the current process for all levels of government elections (municipal, provincial, and federal).

### *Effects of Option Two – Minimum of 400 Votes*

1. Based on our research of statistical significance in survey research, a minimum of 400 votes provides an appropriate level of confidence that the views and needs of our Members are represented as a whole. According to survey science, this number is sufficient to accommodate a much larger population than any foreseeable APEGA membership growth.
2. Depending on the topic of the APEGA matter to be voted on, this option may make it more difficult for a vote result to be compliant with the bylaw versus a simple majority requirement.

### *Effects of Option Three – Retaining the Current Minimum 10 Per Cent Requirement*

1. The minimum 10 per cent requirement is a barrier for votes to be compliant with Bylaw 37(3) on APEGA matters that lack a broad level of interest.
2. If a vote does not receive the minimum 10 per cent, the matter would be brought to a special meeting or the next annual general meeting for a vote. This will take additional time and effort, and it will delay APEGA's ability to move forward on changes. In addition, note that, per the *Engineering and Geoscience Professions Bylaws* Section 16(3), only 60 Professional Members are required to attend such a meeting, and the vote would pass with a simple majority.

## **Next Steps**

Council will consider Members' feedback at the March 23 Council meeting. If Council decides that Bylaw 37(3) should be updated, the revised wording will be presented at the April 28 annual general meeting in Calgary for a Member vote.

You can provide Council with your input by [completing this survey](#) by March 4.