



COUNCIL MEETING

June 18, 2015

Edmonton (APEGA Office)

Lindberg Conference Centre (15th floor)

9:45 AM – 4:00 PM

APPROVED MINUTES

PRESENT

President: Connie Parenteau, P.Eng., FEC, FGC (Hon.), Chair

President-Elect: Steve Hrudehy, P.Eng., PhD, FCAE

Vice-President : Nima Dorjee, P.Eng.

Past-President : Colin Yeo, P.Geo., FGC, FEC (Hon.)

Councillors: Jeff DiBattista, P.Eng., PhD
Lisa Doig, P.Eng., MBA, FEC, FGC (Hon.)
Jennifer Enns, P.Eng.
George Eynon, P.Geo., FGC
Brad Hayes, P.Geol., PhD
Wenona Irving, P.Eng., FEC, FGC (Hon.)
Paul Knowles, P.Eng.
Craig McFarland, P.Eng.
Mahsoo Naderi-Dasoar, P.Eng.
Art Washuta, P.Eng.
Terry Waters, P.Eng.

Public Members: Ross Harris, B.Com., FCA, ICD.D
Robert Lloyd, QC

Acting Geoscientists Canada Director:
John Rhind, P.Geol.

Staff: John Corriveau, P.Eng., Director of Regulatory Operations
Colette Fernandes, Executive Assistant to the Director, Executive and Government Relations
Mark Flint, P.Eng., Chief Executive Officer
Dianne Johnstone, Director of Legislative Review
Dirk Kuntscher, B.Sc., CMA, Finance Manager
Pat Lobregt, Director, Executive and Government Relations
Pal Mann, Director, Corporate Services
Chelsea McNaughton, Executive Assistant to Council
Carol Moen, P.Eng., Registrar

Philip Mulder, APR, Director of Communications
Krista Nelson-Marciano, Director of Operations
Heidi Yang, P.Eng., Director, Member Services
Erin Kroker, Executive Assistant to the Registrar
Mohamed El Daly, Director of Outreach and Product Services

REGRETS: Jim Beckett, P.Eng., FEC, FGC (Hon.)
Larry Staples, P.Eng., FEC, FGC (Hon.)
Mary Phillips-Rickey, FCA

1.0 CALL TO ORDER

The Chair called the meeting to order at 9:30 AM

2.0 APPROVAL OF THE MEETING AGENDA

MOTION 15-10

MOVED by Jennifer Enns, and seconded, THAT the agenda be adopted as presented. Unanimously in favour. ADOPTED

3.0 DECLARATION OF CONFLICT OF INTEREST

No conflicts were declared.

4.0 CONSENT AGENDA

- 4.1 Council Attendance**
- 4.2 Council Self-Assessment Form**
- 4.3 Governance Manual Sign-Off**

Approved by general consensus.

Ms. Doig asked that previous information on Council attendance be included in the agenda package.

5.0 LEGISLATIVE REVIEW UPDATE

Ms. Johnstone, Mr. Tokarik, and the Registrar provided a verbal presentation on the legislative review process to supplement the written report included in the agenda package.

There were questions on the policy specifics surrounding the proposed ability of the Registrar to launch an investigation and temporarily suspend the licence of a member. There was discussion on transfers, new categories of licenses, and the need to educate the public on restrictions associated with new licenses.

Mr. Rhind requested that in September, Council be advised of the material changes and any risks are associated with the changes.

There was an in-camera session.

6.0 STRATEGIC PLAN 2017-2019

Mr. Mann provided a verbal update on the 2016 Business Plan and the framework for drafting the 2017-2019 Strategic Plan. The four themes for the upcoming strategic plan are:

1. Ethics and professionalism
2. Strengthening relationships (with stakeholders)
3. Professional practice management
4. Operating and Management System Enhancement

6.1 Vision

Council agreed to approve in principal a vision and mission statement that the CEO can use until September 2015 for drafting the strategic and business plans. The discussion and approval will take place through email.

6.2 Outline

The timeline for bringing the new strategic plan to Council is:

1. June 2015 - Orientation briefing on strategic plan framework
2. September 2015 - Resources and metrics that will be used to establish guidelines for the strategic plan
3. December 2015 – Completed draft presented to Council for review
4. March 2016 – Final draft presented to Council for approval

6.3 Branding

There was debate on rebranding APEGA with a heavier focus on regulating and less focus on being an Association. Councillors expressed concern with the financial and human capital requirements needed to rebrand.

Councillors agreed that a name change should not be pursued at this time, however, they were open to adding the tag line “Alberta’s Engineering and Geoscience Regulator” in key areas (i.e. website and voicemail).

7.0 ROUTINE BUSINESS

7.1 Geoscientists Canada Report

Mr. Eynon, Geoscientists Canada President, presented the written report available on the Council website and answered questions.

7.2 Engineers Canada Report

The Chair and the CEO presented the written report included in the agenda package and spoke to the June 4-6, 2015 Engineers Canada Board meeting- which they both attended.

The CEO has been elected Chair of the Engineers Canada CEO's group and the Chair has been elected Chair of the Engineers Canada President's group.

There was discussion on APEGA's decision to fill only two of its four director positions on the Engineers Canada board.

7.3 President's Report

The Chair presented the written report included in the agenda package and answered questions.

7.4 Chief Executive Officer's Report

The CEO provided an update to supplement the written report included in the agenda package and answered questions.

- **Business Plan Update**

The CEO provided an update on the progress towards a reciprocity agreement with APEGBC.

- **Regulatory**

The Registrar provided information on the Regulatory update.

There was an in-camera session.

- **Governance Manual**

The CEO updated Council on the new timeline for the Governance Manual. A team of APEGA staff will aim to complete the drafting in early July 2015.

- **APEGA Education Foundation (AEF)**

A Memorandum of Understanding (MOU) is underway between APEGA and the AEF. Council agreed that, for the purposes of drafting the 2016 Business

Plan and Budget, the CEO can plan to fund the AEF approximately \$200-225K until the end of 2016.

There was discussion on allowing the AEF to continue using the name "APEGA" if it becomes a separate entity. Council will be provided more information and asked to make a decision on support to the AEF in September 2015.

- 13th Floor Renovations

APEGA has the opportunity to take the entire 13th floor instead of 60 per cent of the floor, which was already planned. This acquisition will require approximately \$500K in additional capital in 2016. There was discussion. Council agreed to allow this cost to be incorporated into the planning process for the 2016 budget. Council requested a brief risk assessment including the primary assumptions for this plan.

- Issues and Risk Management

The existence of an APEGA risk register was shared with Council, and it is being reviewed by the Audit Committee. Council requested a more thorough discussion about the risk register in September.

7.5 Executive Committee Report

The Chair presented the written report included in the agenda package and answered questions.

7.6 Governance Committee Report

Mr. Yeo referenced the written reports included in the agenda package.

7.6.1 Appointments to Statutory Boards

MOTION 15-11

MOVED by Jennifer Enns, and seconded, THAT Council approve the appointments of professionals to statutory boards as recommended by the Governance Committee and supplied in attachment 7.6.1 of the agenda package. Unanimously Approved

7.6.2 Voluntary Requests for Cancellation

MOTION 15-12

MOVED by Jennifer Enns, and seconded, THAT Council approve the voluntary cancellation of Mr. Don Perera, P. Eng., member # 48872.

The Registrar answered questions on the specifics of this voluntary cancellation.

In favour 16
Opposed 0
Abstained 1, Terry Waters

MOTION 15-12 ADOPTED

7.6.3 March Council Self-Assessment Results

Item deferred

7.7 Nominating Committee Report

Mr. McFarland presented the written report included in the agenda package and answered questions.

7.7.1 Report on Council Needs and Attributes

Complete survey results are available on the Council website. Results were divided into two sections because Council ranked general attributes (i.e.: support of mission, team skills, etc.) higher than specific skills. Both lists will be used for evaluating candidates.

A new vetting process is being examined. This process will mirror the procedures that will be implemented for Statutory Board members; however, no formal motion has been brought to Council at this point.

7.8 Audit Committee Report

Mr. Harris presented the written report included in the agenda package and answered questions. There was discussion on bringing non-Council financial experts to Audit Committee meetings, as non-voting members, to provide insight.

8.0 IN-CAMERA

9.0 IN-CAMERA SUMMARY WITH CEO

10.0 NEXT MEETING

September 24, 2015 (Calgary)
October 6, 2015 (Teleconference)

10.0 ADJOURNMENT

Meeting adjourned at 4:45 PM