



COUNCIL MEETING
September 20, 2017
Calgary (APEGA Office)
Windsor Conference Centre (22nd floor)
11:30 a.m. – 4:00 p.m.

MINUTES

PRESENT

President: Jane Tink, P.Eng., FEC, FGC (Hon.)
President-Elect: Nima Dorjee, P.Eng.
Vice-President: John Rhind, P.Geol.
Councillors: Natasha Avila, P.Eng.
Jeff DiBattista, P.Eng., PhD, MBA, ICD.D
Jennifer Enns, P.Eng.
George Eynon, P.Geol., FGC, FEC (Hon.)
Darren Hardy, P.Eng.
Brad Hayes, P.Geol., PhD, FGC, FEC (Hon.)
Tim Joseph, P.Eng., PhD, FCIM
RaeAnne Leach, P.Eng.
Manon Plante, P.Eng., MDS
Jason Vanderzwaag, MASC, P.Eng., LEEDS AP, PMP
Emily Zhang, P.Eng., PMP

Public Members: Susan McRory, B.A., LI.B., A.R.C.T.
Mary Phillips-Rickey, FCA

Engineers
Canada Director: Lisa Doig, P. Eng., MBA, FEC, FGC (Hon.)
David Lynch, FCAE, FEIC, FCIC, FEC, FGC (Hon.), PhD, P.Eng.
Connie Parenteau, P.Eng., FEC, FGC (Hon.)

Geoscientists
Canada Director: Colin Yeo, P.Geol., FGC, FEC (Hon.)

Staff: Jay Nagendran, M.Sc., P.Eng., QEP, BCEE, Registrar & CEO
Jill Arbuthnott, Executive Assistant to Council
Joanne Blomert, Helpdesk/SharePoint Administrator
Pam Cholak, MBA, Director of Stakeholder & Council Relations
Sharilee Fossum, MBA, CPA, CMA, ICD.D
Kara Hickman, Office Services Manager
Dianne Johnstone, CPP, Director of Legislative Review
Matthew Oliver, P.Eng., CD, Chief Regulatory Officer
Mark Tokarik, P.Eng., LL.B., FEC, Deputy Registrar
Heidi Yang, P.Eng., FEC, FGC (Hon.), Chief Operating Officer

Regrets: Gary Faulkner, PhD, P.Eng.
Steve Hrudehy, P.Eng., PhD, DSc (Eng.), FEC, FCAE, FSRA
Claudia Villeneuve, P.Eng., M.Eng., PMP, ACG
Georgeann Wilkin RN, LI.B

1.0 CALL TO ORDER

The President called the meeting to order at 12:40 p.m.

2.0 COUNCIL MEETING CONDUCT

- 2.1 Council Code of Conduct
- 2.2 Code of Ethics
- 2.3 Declaration of Conflict of Interest: there were no conflicts of interest declared.

3.0 ADOPTION OF MEETING AGENDA

MOTION 17-76

MOVED by Manon Plante, and seconded by Jason Vanderzwaag, THAT the September 20, 2017 Council agenda be adopted as presented.

Number of votes in favour 14/14
Necessary for adoption: 8/14
Unanimously adopted.

4.0 LEGISLTATIVE REVIEW

The Registrar & Chief Executive Officer (RCEO) introduced the work that has been done on the deferred items from the June 2017 Council meetings.

4.1 Legislative Review Summary

A summary and chronological history of the Legislative Review project was provided to Council outlining the information gathering and consultation processes followed, summarizing the key proposed legislative changes and describing the key takeaways.

It was noted that permit holders have been appreciative of the request to provide input into the legislative review.

Over 80 recommendations were reviewed through five rounds of consultations with members and permit holders engaging over 6,000 participants, which is just over 7% of the membership participating in the consultations to date. General regulation changes were submitted to government in July 2017.

It is important to note that the current Act is not broken, but it is over 35 years old and this has been an opportunity to improve it to give APEGA better tools to be a better regulator in the public interest. It was also an opportunity to modernize the act and regulations and better align them with modern professional legislation.

4.2 ASET Update

Since the June 2017 Council meetings, APEGA received verification from ASET that ASET's use of the term "universal registration" for CETs means the same thing as a scope of practice to work independently within codes and standards using established principles.

ASET also advised APEGA that, in their view if technologists are working within codes and standards and using established engineering principles, their work is essentially already authenticated by those codes, standards and principles and therefore those technologists do not need to work under the supervision of a licensed professional. In other words, codes standards and established engineering principles are already authenticated and CETs should be able to independently practice within this pre-authenticated area. This interpretation does not align with what authentication means. Also, many of the codes and guidelines are not detailed enough to be used as authenticated design principles.

4.3 Exemptions - Status Update

The Deputy Registrar provided Council with a status update and described the various issues and potential implications associated with amending the exemptions sections. Additional analysis and discussion is required and recommendations will then be brought back to Council at the March 2018 Council meeting.

4.4 Integrated Notifications (formerly Joint Investigations)

The Deputy Registrar presented his report and discussion ensued. This item is on the Council agenda for September 21, 2017, to be motioned.

4.5 Plans Forward – Recommended Government Relations

The Director of Stakeholder and Council Relations provided an overview of the work being done in building a better relationship with the Government of Alberta. It was mentioned that the passing of APEGA's new legislation is unlikely to happen in 2018-19. A list of recommended actions to move forward was provided.

4.6 Plans Forward – Current Legislative Options

One of Council's Public Members provided Council members with a perspective on APEGA's current legislation, from the view of a public member. The Public Member indicated that the current legislation can still be utilized effectively to regulate the professions.

5.0 GENERATIVE DISCUSSION

There was conversation on the generative discussion list that was provided in the package and other future topics Council would like to see brought to the table.

6.0 ADJOURNMENT

Meeting adjourned at 4:10 p.m.



COUNCIL MEETING
September 21, 2017
APEGA Office, Calgary
Windsor Conference Centre (22nd floor)
8:30 a.m. – 4:30 p.m.

MINUTES

PRESENT

President: Jane Tink, P.Eng., FEC, FGC (Hon.)
President-Elect: Nima Dorjee, P.Eng.
Vice-President: John Rhind, P.Geol.
Past-President: Steve Hrudey, P.Eng., PhD, DSc(Eng.), FEC, FCAE, FSRA
Councillors: Natasha Avila, P.Eng.
Jeff DiBattista, P.Eng., PhD, MBA, ICD.D
Jennifer Enns, P.Eng.
George Eynon, P.Geol., FGC, FEC (Hon.)
Darren Hardy, P.Eng.
Brad Hayes, P.Geol., PhD, FGC, FEC. (Hon.)
Tim Joseph, P.Eng., PhD, FCIM
RaeAnne Leach, P.Eng.
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Connie Parenteau, P.Eng., FEC, FGC (Hon.)

Geoscientists
Canada Director: Colin Yeo, P.Geol., FGC, FEC(Hon.)

- Branch Chairs:** Genesh Chariyil, P.Eng., Branch Chair, Central Alberta
Roya Iranitalab, P.Eng., Branch Chair, Fort McMurray
James Johansen, P.Eng., Branch Chair, Medicine Hat
Gobind Khiani, P.Eng., Branch Chair, Calgary
Natalia Thornton, E.I.T., Branch Chair Delegate, Peace Region (until 10:00 am)
Bob Rundle, P.Eng., PMP, Branch Chair, Edmonton
- Staff:** Jay Nagendran, P.Eng., M.Sc., QEP, BCEE, FEC, Registrar & CEO
Jill Arbuthnott, Executive Assistant to Council
Joanne Blomert, Helpdesk/SharePoint Administrator
Pam Cholak, MBA, Director of Stakeholder & Council Relations
John Corriveau, P.Eng., Director of Regulatory Operations (for item 5.1)
Sharilee Fossum, MBA, CPA, CMA, ICD.D
Kara Hickman, Office Services Manager
Dianne Johnstone, CPP, Director of Legislative Review (for item 5.1)
George Lee, FEC (Hon.), FGC (Hon.), Publications Manager
Matthew Oliver, P.Eng., CD, Chief Regulatory Officer
Mark Tokarik, P.Eng., LL.B., FEC, Deputy Registrar (for item 5.1)
Heidi Yang, P.Eng., FEC, FGC (Hon.), Chief Operating Officer
- Regrets:** Lisa Doig, P. Eng., MBA, FEC, FGC (Hon.)
Gary Faulkner, P.Eng., PhD
Georgeann Wilkin RN, LI.B
-

1.0 CALL TO ORDER

The President called the meeting to order at 8:35 a.m.

2.0 COUNCIL MEETING CONDUCT

- 2.1 Council Code of Conduct
- 2.2 Code of Ethics
- 2.3 Declaration of Conflict of Interest

There were no conflicts of interest declared.

3.0 ADOPTION OF MEETING AGENDA

MOTION 17-77

MOVED by Brad Hayes, and seconded by John Rhind, THAT the Registrar & CEO Report and the Council Minutes Approval – June 14 and 15, 2017 be lifted from the Consent Agenda.

Number of votes in favour: 14/14
Necessary for adoption: 8/14
Unanimously adopted.

MOTION 17-78

MOVED by Tim Joseph, and seconded by Darren Hardy, THAT the September 21, 2017 Council agenda be adopted as amended.

Number of votes in favour: 14/14
Necessary for adoption: 8/14
Unanimously adopted.

4.0 CONSENT AGENDA

Items 4.4 (Registrar and & CEO Report) and 4.5 (Council Minutes Approval – June 14 and 15, 2017) were lifted from the Consent Agenda.

- 4.1 Council Attendance
- 4.2 President's Report
- 4.3 Executive Committee Report
- 4.4 *Registrar & CEO Report – lifted from Consent Agenda*
- 4.5 *Council Minutes Approval – June 14 and 15, 2017 – lifted from Consent Agenda*
- 4.6 Engineers Canada Report
- 4.7 Geoscientists Canada Report
- 4.8 Statutory Board Appointments
- 4.9 Reinstatement Recommendations

MOTION 17-79

MOVED by Jennifer Enns, and seconded by RaeAnne Leach, THAT the Consent Agenda be adopted as amended.

Number of votes in favour: 14/14
Necessary for adoption: 8/14
Unanimously adopted.

Note: The number of voting members increased after item 4.5 from 14 to 17, due to late arrivals.

4.4 Registrar & CEO Report

There was a request for more information on APEGA's membership growth and trends that were represented in the September 21, 2017, Council package. The Chief Regulatory Officer (CRO) provided clarification on the charts regarding the membership numbers. It was noted that the downturn in Members-in-Training (M.I.T's) numbers is due to a high volume of M.I.T's transitioning to professional members, to increase their competitiveness in the marketplace. The professional member numbers have been trending upwards for the last three years and with the conversion of M.I.T's to professional members this has caused a higher than anticipated increase in revenue.

Concern was expressed on delivery expectations regarding membership enrolment and internal capacity to manage, even with a decline in membership numbers. The Registrar & CEO (RCEO) and the CRO agreed that the commitments made by staff need to represent a realistic timeline. It was noted that no additional staff will be brought on until full life cycle assessments have been completed, except that the Compliance division is one area capable of scaling capacity with additional staff. Staff will provide Council with a plan moving forward for the remaining divisions of the Association.

4.5 Council Minutes

It was requested that the wording for item 9.4 Policy and Standards Task Force be reworded to “The Chair recommends that a long-term plan for the future of the Policies Standards Task Force be developed.” It was also noted that the number of votes for the motion under item 13.0 Executive Session (In-Camera) Discussion (Council, Registrar & CEO Only) was not correct. Both amendments were made at table.

MOTION 17-80

MOVED by John Rhind, and seconded by Darren Hardy, THAT the minutes of the June 14 and June 15, 2017 Council meeting be approved as amended.

Number of votes in favour: 14/14

Necessary for adoption: 8/14

Unanimously adopted.

5.0 LEGISLATIVE REVIEW

5.1 Integrated Notifications (formerly Joint Investigations)

MOTION 17-81

MOVED by Steve Hrudehy, and seconded by Tim Joseph, THAT Council endorses the proposed recommendation that new sections be added to the *Engineering and Geoscience Professions (EGPA) Act* to explicitly authorize APEGA to:

- Take immediate steps to notify other persons or entities of imminent serious danger to persons or property because of any thing, process or activity related to the practice of engineering or geoscience;
- Disclose information about a complaint, information about an investigation, and the status of a complaint to any organization outside Alberta that regulates engineering or geoscience in which a registrant or former registrant who is the subject of the complaint is registered, was registered or is seeking registration; and
- Enter into memorandums of understanding or agreement with persons or entities respecting:
 - Reciprocal notification of incidents that involve the practice of engineering or geoscience;
 - co-operation between APEGA and such persons or entities when investigating matters within the mandate of each; and
 - the sharing of information for the purposes of an investigation.

Number of votes in favour: 0
Motion withdrawn.

Council requested the original motion be split into three separate motions, withdrawing the original motion. Three proposed motions were brought back to the table.

MOTION 17-82

MOVED by Steve Hrudey, and seconded by Natasha Avila, THAT Council endorses the proposed recommendation that new sections be added to the *Engineering and Geoscience Professions (EGPA) Act* to explicitly authorize APEGA to:

- Take immediate steps to notify other persons or entities of imminent serious danger to persons or property because of any thing, process or activity related to the practice of engineering or geoscience;

Number of votes in favour: 17/17
Necessary for adoption: 9/17
Unanimously adopted.

Following further discussion, it was decided to table the two remaining motions to allow for further Council member input and further research and analysis to be done.

MOTION 17-83

MOVED by Natasha Avila, and seconded by George Eynon, THAT the proposed motions:

“Council endorses the proposed recommendation that new sections be added to the *Engineering and Geoscience Professions (EGP) Act* to explicitly authorize APEGA to:

- Disclose information about a complaint, information about an investigation, and the status of a complaint to any organization outside Alberta that regulates engineering or geoscience in which a registrant or former registrant who is the subject of the complaint is registered, was registered or is seeking registration.”

and

“Council endorses the proposed recommendation that new sections be added to the *Engineering and Geoscience Professions (EGP) Act* to explicitly authorize APEGA to:

- Enter into memorandums of understanding or agreement with persons or entities respecting:
 - Reciprocal notification of incidents that involve the practice of engineering or geoscience;
 - co-operation between APEGA and such persons or entities when investigating matters within the mandate of each; and
 - the sharing of information for the purposes of an investigation.”

be tabled until the March 22, 2018, Council meeting.
Number of votes in favour: 17/17

Necessary for adoption: 9/17
Unanimously adopted.

6.0 REGISTRAR EXCEPTIONS & EXTENUATING CIRCUMSTANCES

The Registrar & CEO (RCEO), spoke to his report and recommended that a Registrar's Exceptions policy be developed that would apply to all APEGA management processes, policies, and procedures. This will allow the Registrar to exercise discretion when requests for exceptions are brought forward.

The RCEO also addressed the following items:

- Reinstatements: after a review by the Policy and Standards Task Force (PSTF), this process could take three to six months depending on the timing of the application. There are options on how we can mitigate this timeline by having Council reinstate members by an e-vote, by creating a reinstatement subcommittee, or by having the PSTF manage the reinstatements. Staff will work on updating the current policy and procedures to work on an expedited process and bring this to the November 2017 Council meeting for approval.
- Policy and Standards Task Force: the RCEO was asked by the Chair of the PSTF to review the activities of the task force. It is the recommendation of the RCEO that the task force remain active, as a sub-committee of the Governance Committee.

7.0 REGISTRAR & CEO'S VERBAL UPDATE

The RCEO provided a verbal update. Background was given on the state of the organization since his start day of April 3, 2017.

The RCEO focused on the three main areas of what needs improvement, what APEGA has done well, and where we need to go.

Areas of improvement include, but are not limited to, improving the internal integrated system, working on the relationship with ASET, and becoming a leader among the national constituent associations.

The main effort has been in getting our financial house in order. Thanks to Ms. Fossum, Chief Financial & Administrative Officer (CFAO) and the finance team there are several areas within the finance area that have seen improvements. There are many other areas in the organization that are doing well.

We have committed to become a better regulator and are working towards achieving that. APEGA is committed to continuing to build our foundation. The Quality Management System, Finance and IT are areas that we are doing well in. We need to concentrate our efforts on Continuous Professional Development (CPD), Permit to Practice Management (PPMP) and practice reviews, reactive practice reviews, and standard setting.

8.0 ROUTINE BUSINESS OF COUNCIL

8.1 Governance Committee Report

The Chair of the Governance Committee spoke to his report. The Bylaws and Policies Sub-Committee have been reviewing all the bylaws, and the sub-committee will be reporting back to the Governance Committee at the November 2, 2017 meeting.

The Chair also noted that both the Governance Committee and the Nominating Committee have asked that the Bylaw and Policies Sub-Committee review the eligibility of candidates for election to the Council Executive Committee and report back to the Governance Committee on whether the bylaw could be revised to include other candidates (ex: statutory board members and chairs).

There will be a comprehensive review in 2018 of the compensation provided to the Registrar & CEO.

8.2 Nominating Committee Report

The group of Councillor candidates suggested by the Nominating Committee for this year is viable. The Chair remarked that there will be three executive candidates for this year, but that it was a challenging process. It was also noted that the roster of potential Executive Committee candidates needs to be reviewed and revised to include other candidates (as per the work of the Bylaws and Policies Sub-Committee mentioned in the Governance Committee Report).

Interviews of the potential Councillors will be held between October 10th and 13th, 2017, and conducted by two of the Nominating Committee members.

Another item of note is that the backcheck process will be completed after the Nominating Committee has endorsed the final candidates who will appear on the ballot.

8.3 Policy and Standards Task Force Report

There have been two meetings since the June 2017 Council meeting. Staff have been working hard on the creation of the *Procedural Guideline on the Administration of Sanctions* which will be used by the various boards and committees. PSTF has reprioritized their work in preparation of a decision from Council on the future of PSTF.

At the June 2017 Council meeting, PSTF was tasked with the rewording of Rule 1 of the APEGA Code of Ethics. The PSTF has discussed this in their meetings and will be coming back to Council at the November 2017 meeting with their recommendation to keep the wording as it currently exists.

MOTION 17-84

MOVED by John Rhind, and seconded by Tim Joseph, THAT the proposed motion:

“Council endorses the “Procedural Guideline on the Administration of Sanctions” for use by the Practice Review Board, Discipline Committee, Appeal Board and the Investigative Committee (Recommended Discipline Orders).”

be tabled until the March 22, 2018, Council meeting.

Number of votes in favour: 17/17

Necessary for adoption: 9/17

Unanimously adopted.

8.4 Audit Committee Report

The Chair of the Audit Committee provided a verbal update. The Chair also took a moment to thank and praise the work that the CFAO has been doing of revamping the finance team. A great deal of progress has been done with some work still to be completed.

At the June 2017 Council meeting the Audit Committee offered to take on working with APEGA management regarding risk. A risk framework is currently being developed and the Audit Committee will bring to Council any items that need to be discussed.

9.0 ANNUAL COUNCIL ASSESSMENT SURVEY

9.1 Review of the 2017 Annual Council Self-Assessment

A review of the annual council self-assessment was included in the Council package. The Chair of the Governance Committee noted that all members of Council, including Public Members, need to respond to the survey. Highlights of the report were discussed. A conclusion statement, including an overall percentage score, will be added after every question on the assessment to assist with differentiating what was captured in the charts.

9.2 Recommendation to Council

MOTION 17-85

MOVED by Steve Hruday, and seconded by George Eynon, THAT the Annual Council Assessment Survey be:

- i. reviewed and updated as necessary for clarity by the Governance Committee prior to March 2018;
- ii. that the updated survey be administered to all Councillors on a yearly basis for no less than three years; and
- iii. that the results of the annual survey be shared with Council each year.

Number of votes in favour: 17/17
Necessary for adoption: 9/17
Unanimously adopted.

10.0 GENERATIVE DISCUSSION / BRANCH FEEDBACK

The generative discussion concentrated on two pertinent topics – The future of the Policy and Standards Task Force (PSTF), and Sponsorship.

The Future of the Policy and Standards Task Force:

The Chair suggested that a five-year extension be given to the PSTF with a defined end date. This will allow the task force to continue the work they have started without adding additional committees to Council.

There was a question regarding the delegation of authority to reinstate members for non-payment. The Legislative Review group will investigate and bring an answer back to Council.

MOTION 17-86

MOVED by John Rhind, and seconded by Tim Joseph, THAT the term of the Policy and Standards Task Force (PSTF) be extended from December 31, 2017, to now end December 31, 2022, (or earlier if the Chair of PSTF considers it appropriate).

Number of votes in favour: 17/17
Necessary for adoption: 9/17
Unanimously adopted.

MOTION 17-87

MOVED by John Rhind, and seconded by Tim Joseph, THAT for approving process 1, 2, and 3 reinstatements, where the recommendation is to reinstate that Council delegates authority to approve those reinstatements to the Policy and Standards Task Force.

Number of votes in favour: 0
Motion withdrawn.

As the PSTF is not a statutory body the task force cannot approve reinstatements; they can, however, make recommendations to Council which they are currently doing. There was agreement that, to ensure a more efficient process for reinstatements, an email to Council would be sent within one week after each PSTF meeting requesting an electronic vote be taken to approve Reinstatement Processes One, Two and Three.

Sponsorship:

The discussion focussed on sponsorship and how it should be managed for the remainder of the year and into the future. There was mention that APEGA needs to work on repairing relationships with stakeholders, and the public. Council agreed that funds be allocated in the 2017 budget to continue building better relationships with the Government of Alberta and APEGA's Executive Committee.

MOTION 17-88

MOVED by Jeff DiBattista, and seconded by Steve Hrudehy, THAT Council approve an allowance in the 2017 budget not exceeding \$30,000.00 for government relationships in consultation with the Executive Committee.

Number of votes in favour: 17/17
Necessary for adoption: 9/17
Unanimously adopted.

11.0 EXECUTIVE SESSION (IN-CAMERA) DISCUSSION

There was an Executive Session discussion.

12.0 EXECUTIVE SESSION (IN-CAMERA) (Council & Registrar & CEO only)

13.0 EXECUTIVE SESSION (IN-CAMERA) SUMMARY

MOTION 17-89

MOVED by Jason Vanderzwaag, and seconded by Darren Hardy, THAT APEGA Council fully endorses the principles advanced by QBS, but APEGA Council cannot support QBS as a practice standard. APEGA is willing to explore all feasible options within its jurisdictions including strengthening the guideline for selecting consulting services.

Number of votes in favour: 17/17
Necessary for adoption: 9/17
Unanimously adopted.

14.0 ADJOURNMENT

Meeting adjourned at 4:30 p.m.