



101st ANNUAL GENERAL MEETING
Brian Pearse, P.Eng., Chair
Electronic Meeting
April 22, 2022, 2:00-5:00 PM

MINUTES

1.0 CALL TO ORDER

The Chair called the electronic meeting to order at 2:00 PM.

2.0 CREDENTIALS REPORT

Jay Nagendran, P.Eng., FCAE, ICD.D, FEC, FGC (Hon.), Registrar & CEO and Chair of the Credentials Committee, announced that there were 279 professional members in attendance online. The Chair declared that a quorum was present.

3.0 SPECIAL RULES FOR THE MEETING

At a meeting of Council on March 24, 2022, pursuant to the authority granted by the *Engineering and Geoscience Professions Act* and the APEGA Bylaws, the APEGA Council adopted the 2022 Annual General Meeting Special Rules that will apply for this meeting. These Meeting Special Rules were posted March 31, 2022, on the APEGA website.

The Chair called on Councillor Tracey Stock, P.Eng., to read the 2022 Annual General Meeting Special Rules.

Ross Plecash, P.Eng. raised a Point of Order objecting to the use of unanimous consent. The Chair ruled that unanimous consent is a type of vote and that the Point of Order is not well-taken.

4.0 APPOINTMENTS

In accordance with the Special Rules, the Chair appointed: Teresa Goldie as Recording Secretary, and Robert James, PRP, as Parliamentarian.

The Chair also appointed: Wally Kozak, P.Eng., Lisa Doig, P.Eng. and Claudia Gomez-Villeneuve, P.Eng., as members of the Minutes Approval Committee, who will review and approve the minutes of the meeting.

5.0 APPROVAL OF AGENDA

The Chair called on Councillor Darren Hardy, P. Eng. to move approval of the agenda. The proposed agenda was made available to each member in attendance and was also posted on APEGA's website for public viewing on March 31, 2022.

MOTION AGM 22-01

Moved by Darren Hardy, P.Eng., to adopt the proposed agenda which was approved by Council.

Ross Plecash, P. Eng. called in to the meeting to object to the use of unanimous consent and requested that the agenda be approved as is except for the use of unanimous consent. The Chair ruled that the objection to the use of unanimous consent had been previously dealt with.

The Chair then called for a vote on the approval of the agenda as presented with the following results:

In favour: 93.1 %

Opposed: 6.9%

The motion to approve the agenda as presented was adopted.

6.0 INTRODUCTIONS

6.1 HEAD TABLE

The Chair introduced the head table: President Brian Pearse, P. Eng., President - Elect Lisa Doig, P. Eng., Vice President Manon Plante, P. Eng., Past-President John Van der Put, P. Eng., Registrar and CEO Jay Nagendran, P. Eng., and Parliamentarian Robert James, PRP.

6.2 SPECIAL GUESTS

The Chair recognized several special guests attending the meeting.

7.0 GREETINGS

The following video greetings were played during the meeting:

- Ontario Society of Professional Engineers
- Engineers and Geoscientists New Brunswick
- Geoscientists Canada
- Engineers Canada

8.0 PAYMENT OF RESPECT TO MEMBERS DECEASED SINCE THE 2021 ANNUAL GENERAL MEETING

A moment of silence was observed in respect of the members deceased since the last Annual General Meeting as well as those killed on the job site.

9.0 MINUTES OF THE 2021 ANNUAL GENERAL MEETING

The minutes of the 2021 AGM were reviewed and approved by the 2021 Minutes Approval Committee. The minutes of the 2021 AGM are posted on APEGA's website.

10.0 BUSINESS ARISING FROM THE MINUTES

There was no business arising from the minutes.

11.0 ADDRESS OF THE PRESIDENT

The President delivered his address and referenced that the President's Report can be found in APEGA's 2021 Annual Report.

12.0 REGISTRAR & CEO'S REPORT

The Registrar & CEO delivered his oral report and referenced that the RCEO Report can be found in APEGA's 2021 Annual Report.

13.0 AUDITOR'S REPORT

The Chair called on Jason Vanderzwaag, P.Eng., Chair of the Audit Committee, to present the 2021 Annual Audited Financial Statements. As there were no objections, the Auditor's Report was not read.

The Audit Committee Chair reported the 2021 Summary of Financial Statements and the Summary of Operations. The summarized financial statements are included in the Annual Report. The full Financial Statements are available on the APEGA website.

No questions were raised about the financial statements.

The Chair declared a 10-minute recess.

14.0 APPOINTMENT OF AUDITOR FOR 2021

[MOTION AGM 22-02](#)

Moved by Jason Vanderzwaag, P.Eng., as recommended by Council, that BDO Canada LLP be hereby appointed auditor for the Association for 2022, and that the Registrar & CEO be authorized and instructed to set the remuneration of the auditor.

No objections were made, and so the motion was adopted by unanimous consent.

15.0 CONSTITUENT ASSOCIATION REPORTS

The Chair noted that written reports from Constituency Associations are included in the Digital Resources section of the meeting platform.

16.0 REVIEW OF 2022 ELECTION PROCESS AND ANNOUNCEMENT OF ELECTION RESULTS

Blair Bisson, P.Eng., Chair of the Ballot Counting Committee, provided an overview of the ballot counting process and the results of the election.

For the office of First Vice-President, President Elect, the candidate who received the most votes was Manon Plante, P.Eng.

For the office of Second Vice-President, the Vice-President, the candidate who received the second highest number of votes was Tracey Stock, P. Eng.

For the office of Councillor, the following four candidates received the highest number of votes and were declared elected for three-year terms:

1. Lorna Harron, P.Eng.
2. Wendy Shier, P.Geo.
3. Dean Mullin, P.Eng.
4. Wally Kozak, P.Eng.

Tracey Stock was originally elected to Council in 2021 for a three-year term, which leaves a one-year vacancy on Council. Therefore, a fifth member of Council is required to fill that vacancy. Pursuant to Section 8(3) of the Bylaws, the candidate who received the fifth highest number of votes is Jason Vanderzwaag, P. Eng.

17.0 OBJECTION TO ELECTION RESULTS

No objections were received.

18.0 NEW BUSINESS

Two resolutions were submitted during the time available for submission as per the AGM Special Rules.

Ross Plecash, P. Eng. moved the following resolution, and it was seconded:

That APEGA's Council is requested to conduct, or direct staff to conduct, a thorough review of APEGA's sole-source digital signature policy, including a comparison of costs, features, and security with at least two other digital signature providers, and make the results of the review available to the members.

The Chair called for debate on the resolution and heard from professional members "for" and "against". The Chair called for a vote with the following results:

In favour: 70%

Opposed: 30%

The resolution passes.

Paresh Thanawala, P. Eng. moved the following resolution, and it was seconded:

It is moved that APEGA's Council is requested to direct staff to create a technical committee and technical journal where members can provide articles to share with APEGA members.

The Chair called for debate on the resolution and heard from professional members “for” and “against”.

Ross Plecash, P. Eng. proposed an amendment as follows: to strike “technical journal” and add “online technical forum”. The amendment was moved and seconded, and the Chair heard from professional members “for and “against”.

The Chair called for a vote on the amended resolution with the following results:

In favour: 36.3 %

Opposed: 63.7 %

The amendment was defeated.

The Chair called for a vote on the original resolution with the following results:

In favour: 26.7%

Opposed: 73.3%

The resolution did not pass.

19.0 DATE AND LOCATION FOR THE 2022 ANNUAL GENERAL MEETING

MOTION AGM 22-03

MOVED by Wally Kozak, P. Eng., AND SECONDED by Darren Hardy, P. Eng. that the 2023 Annual General Meeting be held in Calgary, Alberta, in person, electronically, or a combination of in person and electronic means on Friday, April 28, 2023.

No objections were made and so the motion is adopted by unanimous consent.

20.0 VESTING OF THE PAST-PRESIDENTS

The AGM marks the final official duty of APEGA's President. Current president Brian Pearse, P. Eng. was presented with a vest, signalling the end of his term and he now joins the list of APEGA's Past-Presidents. He was also awarded with fellowship status from Engineers Canada for his contribution to his regulatory organization, its members, and the profession.

21.0 INDUCTION OF THE PRESIDENT

Lisa Doig, P. Eng. was sworn in as APEGA's 103rd President.

22.0 ADJOURNMENT

The meeting was adjourned at 4:50 PM.