



COUNCIL MEETING
December 5, 2013
Calgary (APEGA Office)
Windsor Conference Centre
8:30 AM – 4:30 PM

MINUTES **Indicates additional report(s) or attachment(s)*
Highlight indicates a motion is being made

PRESENT

President: Colin Yeo, P.Geo., FGC, FEC, (Hon.)
President-Elect: Jim Gilliland, P.Eng., PhD, FEC, FGC, (Hon.)
Vice-President: Connie Parenteau, P.Eng., FEC, FGC, (Hon.)

Councillors: Brian Pearse, P.Eng.
Brad Hayes, P.Geol., PhD
Chris Ketchum, P.Eng., FEC
Craig McFarland, P.Eng.
George Jergeas, P.Eng., PhD
Ginger Rogers, P.Geol.
Heidi Yang, P.Eng., FEC, FGC, (Hon.)
John Van der Put, P.Eng., FEC, FGC, (Hon.)
Paul Knowles, P.Eng.
Steve E. Hrudey, P.Eng., PhD
Terri Steeves, P.Eng.
Wenona Irving, P.Eng., FEC, FGC, (Hon.)

Public Members: Gary Campbell, QC
Mary Phillips-Rickey, CA

Engineers Canada

President: Jim Beckett, P.Eng., FEC, FGC (Hon.)
Directors: Larry Staples, P.Eng., FEC, FGC, (Hon.)
Dick Walters, P.Eng., FEC, FGC, (Hon.)

Geoscientists

Canada Director: George Eynon, P.Geo., FGC

Branch Observers: Bob Rundle, P.Eng., Edmonton
Johnathon Assels, P.Eng., Lethbridge
Mason Crandall, E.I.T., Lakeland

David Lario, P.Eng., Peace Region Branch
Jim McCuaig, P.Eng., Vermilion River Branch
Jonathan Assels, P.Eng., Lethbridge Branch
Malcolm Edirisinghe, P.Eng., Fort McMurray
Spencer Torrie, P.Eng., Medicine Hat
Tina Hoops, P.Eng., Calgary

Regrets: RaeAnn Leach, P.Eng., Peace Region Branch
Malcolm Edirisinghe, P.Eng., Fort McMurray
Bill Thomas, P.Eng., Central Alberta

Staff: Mark Flint, P.Eng., Chief Executive Officer
Al Schuld, P.Eng., FEC, Registrar
Carol Moen, P.Eng., Registrar
Dirk Kuntscher, B.Sc., CMA, Finance Manager
Kara Hickman, Calgary Office Manager
Len Shrimpton, P.Eng., FEC, MBA, Senior Director
Member Services
Malcolm Bruce, MSM, Director, Corporate Services
Mark Tokarik, P.Eng., LLB, FEC, Deputy Registrar
Pat Lobregt, (Hon.), Director Executive & Government
Relations
Philip Mulder, APR, Director Communications
Sharon Graham, Executive Assistant
Stu Frunchak, Operations Project Manager
Chelsea McNaughton, B.Com, Executive Assistant
(Council)

1.0 CALL TO ORDER

Meeting called to order at 10:10 AM

2.0 APPROVAL OF THE MEETING AGENDA

Motion No. 13-42

MOVED by Terri Steves, and Seconded, THAT the agenda for December 5, 2013 be accepted as presented. ADOPTED.

3.0 DECLARATION OF CONFLICT OF INTEREST

No conflict of interest declared.

4.0 CONSENT AGENDA

4.1* Council Minutes September 19, 2013

Motion No. 13-43

MOVED by Heidi Yang, and Seconded, THAT the September 19, 2013 Council Meeting Minutes be accepted as presented. Unanimously in favour. ADOPTED.

5.0 ITEMS LIFTED FROM THE CONSENT AGENDA

6.2 Strategic Planning Priority #2 was deleted from the Consent Agenda due to insufficient time.

6.0 STRATEGIC DISCUSSION ITEMS

6.1 Governance Committee Recommendations

Steve Hrudey provided a recap of Governance decisions and meetings over the past six months. Gary Campbell and Nouman Ashraf provided insight into the analysis and writing process of the report submitted to the Governance Committee on November 12, 2013 (item # 6.1.2).

Engineers Canada Directors Dick Walter and Larry Staples shared their recent experiences around Engineers Canada's adoption of the Carver Model of Governance.

6.1(a) Governance Committee Discussion and Motion:

Motion No. 13-44

MOVED by Heidi Yang, and Seconded, THAT The Governance Committee continues in its current form, with terms of reference that are clearer and crisper.

A timeframe for completing the terms of reference was requested.

ACTION: Drafting of the Terms of Reference for all Committees is to commence at the next Governance Committee meeting on January 21, 2014. These are to be completed by the March 20, 2014 Council meeting.

ACTION: Half a day of the Strategic Planning Session (January 31 – February 1, 2014) will be dedicated to providing an outline for new terms of reference.

Motion No. 13-44 put to vote: Unanimously in favour. ADOPTED.

6.1(b) Compensation Committee Discussion and Motion:

Motion No. 13-45

MOVED by Heidi Yang, and Seconded, THAT the Compensation Committee be merged with the Governance committee. Unanimously in favour. ADOPTED.

6.1(c) Nominating Committee Discussion and Motion:

Motion No. 13-46

MOVED by Heidi Yang, and seconded, THAT the Nominating Committee continues as a Standing Committee of Council, with a much-needed refocus.

There was discussion about the Nominating Committee's current shortfalls, specifically around the lack of transparency and communication between Council and Committee members. It was agreed that the Nominating Committee serves an important function, but its current composition is not reflective of Council's intended direction or membership demographics.

Motion No. 13-46 put to vote: Unanimously in favour. ADOPTED.

6.1(d) Executive Committee Discussion and Motion:

Motion No. 13-47

MOVED by Heidi Yang, and Seconded, THAT the Executive Committee continues as a committee of Council but that its terms of reference and functions need to be addressed. Unanimously in favour. ADOPTED.

ACTION: Regulation changes, if required, will be brought to an Annual General Meeting.

6.1(e) Public Issues Committee Discussion and Motion:

Motion No. 13-48

Moved by Heidi Yang, and Seconded, THAT The Public Issues Committee be disbanded and Council's role as a whole in this area be significantly enhanced. Unanimously in favour. ADOPTED.

6.1(f) Strategic Planning Committee Discussion and Motion:

Motion No. 13-49

MOVED by Heidi Yang, and Seconded, THAT the Strategic Planning Committee be disbanded and that there be an enhanced focus on crafting and executing the agenda in such a way that there is dedicated time for this function at every Council meeting.

There was discussion and overall agreement that the creation of a Task Force for specific issues (including every three years on the Strategic cycle), would be more successful than a Standing Committee of Council.

There was support for an annual review of Council's Strategic Priorities.

AMENDED MOTION: The Strategic Planning Committee be disbanded and that there be an enhanced focus on crafting and executing the agenda in such a way that there is dedicated time for this function at every Council meeting. **Council will also document how the function will be handled by March 20, 2014.**

ACTION: A document outlining how the strategic planning function and the three year planning cycle will be handled, will be presented at the March 20, 2014 Council Meeting.

Motion No. 13-49 Amended Motion put to vote: 16 in favour, Ginger Rogers opposed. ADOPTED.

6.1(g) Audit, Finance, and Pension Committees Discussion and Motion:

Motion No. 13-50

MOVED by Heidi Yang, and Seconded, THAT there be a merger of the Audit, Finance and Pension Committees.

It was expressed, with agreement, that the new Committee would have an overwhelming workload. Nouman Ashraf suggested that the workload of this committee would only be overwhelming if not enough work is completed at the staff level. There was agreement that Councillors need to maintain an advisory position and allow staff members to complete their work. Council needs to focus on risk management and process control, not creating budgets.

Motion No. 13-50 put to vote: 13 in favour; Ginger Rogers, John Van der Put, Chris Ketchum, and Wenona Irving opposed. ADOPTED.

6.1(h) Geoscience Committee Discussion and Motion:

Motion No. 13-51

MOVED by Heidi Yang, and Seconded, THAT the Geoscience Committee be disbanded as a Committee of Council and that its role is to become Council's responsibility. In addition a Geoscience Staff Advisory Committee will be created to support the initiatives of the geoscience community.

The mechanisms that Council currently has in place to identify and protect the needs of Geoscientists were reviewed. Council was also

informed of a well-connected staff member who is a conduit for bringing geoscience issues to the CEO and Councillors.

Council members were reminded that their focus should be on issues that are facing both engineers and geoscientists rather than specific issues for one group alone. It was also noted several times that the original purpose of the Committee has been served.

There was discussion on appropriate geoscience representation on Council. There was support that the mandated two Geoscientists on Council is not sufficient representation. Some felt a plan must be in place to address the risks that will come out of disbanding the Committee. For example, Geophysicists are already upset with dropping the G from APEGGA, and not having any Geophysicists on Council.

Nouman Ashraf reminded Councillors that this is an issue of culture. If Council members feel they can only represent members that have the same designation as them, then Council is failing its constituents. He also added that a special group to plead the case of one sub-set is not necessarily a best practice.

It was suggested that having a Council mandated Staff Advisory Committee might be overstepping the role of the CEO. Mark Flint, CEO, acknowledged that the message portrayed by Council is very important due to the sensitivity of the issue. Therefore, if a Council-backed Staff Advisory Committee is necessary, it will be embraced.

There was discussion on the benefits of becoming a Staff Advisory Committee and the ability to create a Special Task Force when specific issues arise.

Motion No. 13-51 put to vote: 12 in favour. Ginger Rogers, John Van der Put, Chris Ketchum, and Terri Steeves opposed. George Jergeas abstained. **ADOPTED.**

Jim Gilliland made an announcement about the Council Policy Session agenda for January 31- February 1, 2014.

ACTION: Colin Yeo, Jim Gilliland, and Connie Parenteau are to meet with Committee Chairs before January 31, 2014 to gauge progress and address questions associated with building the terms of reference for the new Committee structures.

7.0 ROUTINE BUSINESS

7.1 President's Report

Colin Yeo presented highlights from his written report.

APEGM has an Advocacy Task Force whose primary function is to determine whether or not Council should engage in an issue.

There is a program offered at the University of Manitoba titled the Internationally Educated Engineer Qualification Program. The purpose of this program is to take internationally educated engineers and provide the courses necessary to become qualified in their jurisdiction.

ACTION: President Yeo will follow-up with Marcia Friesen (APEGM President and Professor) about the Internationally Educated Engineer Qualification Program. There may be an opportunity for similar programs in Alberta.

There is a work plan in place for mobility issues with the aim of having tangible results by the next PNWER conference in July. The largest issue is that some US States do not recognize the mobility section of NAFTA, whereas all Canadian provinces do. This leaves a double standard to the advantage of the U.S. which makes negotiation very difficult.

ACTION: Jim Gilliland will report to Council on September 18, 2014 on the progress of this issue (after the July PNWER Conference).

7.2 CEO's Report

Mark Flint presented a PowerPoint to highlight his written report.

The Registration overhaul, which is underway, will focus on streamlining the Registration process eventually, this will allow more resources to be diverted to other Regulatory efforts (such as more involvement in pipeline safety, ethics, etc.).

ACTION: Over the coming year Mark Flint will work with Engineers Canada and other Constituent Associations to explore a temporary licensing vehicle that will work within current constraints.

Motion No. 13-52

MOVED by Steve Hrudey, and Seconded, THAT Council appoint Mrs. Carol Moen, P.Eng., as Registrar of APEGA in accordance with The Act, Part 2(Section 13). Unanimously in favour. ADOPTED.

Malcolm Bruce provided an update on the building renovations for the Edmonton office.

7.2.1 Canadian Framework for Licensure

Mark Tokarik summarized his written report and the procedure if Enforcement Practices are to be endorsed.

Colin Yeo expressed dissatisfaction with the wording in CFL Concurrence Enforcement (online report), under Policy Direction which reads "*National adoption of these key considerations will increase the value of Engineering Licenses*". He believes this is an issue of protecting the public, not an issue of monetary value.

There was discussion about the interpretation of the same report under Key Considerations (item 5) "*regulatory bodies inform their registrants of the requirement to be licensed in every jurisdiction in which they practice professional engineering*". Consensus was that APEGA's role is to inform members, not police members.

Motion No. 13-52

MOVED by Connie Parenteau, and Seconded, THAT Council approve the proposed policy direction and key considerations of "Enforcement Practices" element of the CFL. Unanimously in favour. ADOPTED.

There was discussion on the remaining items, specifically in regards to recreating a Code of Ethics and a Code of Conduct with Engineers Canada; which will be brought to Council for vote at a later date.

7.2.2* Regulatory

Al Schuld presented his written report.

There was discussion and agreement that EIT's should be exempt from Unions. Now that the City of Calgary has unionized EIT's other large permit holders may follow suit. It was suggested, with support, that APEGA lobby the government to create a consistent platform to exclude EIT's from Unions.

ACTION: Mark Flint will gather information in order to gain greater clarity on the **unionization of EIT's issue and what options might be appropriate for APEGA to take. **This issue will come back to Council for the March 20, 2014 Meeting.****

ACTION: Council Members that are interested in participating in the EIT issue are to contact Mark Flint directly.

7.2.3 Honours and Awards Committee

Colin Yeo recused himself from this discussion.

Motion No. 13-53

Moved by Craig McFarland, and Seconded, THAT Council approve the recommendations of the Honours and Awards Committee for the 2014 recipients of the APEGA Summit Awards.

There was discussion on the number of nominees and the process of selection.

Motion No. 13-53 put to vote: Unanimously in favour. ADOPTED.

Motion No. 13-54

Moved by Terri Steeves, and Seconded, THAT Council approve the recommendations of the Honours and Awards Committee for the 2015 nominees of the Engineers Canada Awards. Unanimously in favour. ADOPTED.

7.3 Compensation Committee

Chris Ketchum presented his written report.

7.4 Governance (see item 6.1)

7.5 Audit Committee (see item 6.1)

7.6 Nominating Committee (see item 6.1)

Process of nomination is now underway.

7.7 Strategic Planning Committee (see item 6.1)

7.8 Finance Committee

John Van der Put presented his written report.

ACTION: Council will be notified of the exact timing of the draw from the Reserves.

7.8.1 2014 Budget

Motion No. 13-55

MOVED by John Van der Put, and Seconded, THAT Council approve the adoption of the 2014 Operating and Capital Budgets given the assumptions and provisions provided, including the release of funds from investment reserves to cover proposed Capital Budget expenditures.

There were several questions from Councillors regarding the 2014 budget (item # 7.8.1) that were answered by Dirk Kuntscher and Mark Flint. There was also discussion around the projections for 2015 and 2016.

Motion No. 13-55 put to vote: Unanimously in favour. ADOPTED.

ACTION: The forward planning and off-ramp lists are to be posted on the Council Website.

7.9 Public Issues Committee (no report)

7.10 Pension Committee (no report)

7.11 Geoscience Committee (no report)

7.12* Engineers Canada Report

Larry Staples presented EC written report, with emphasis on the importance of CFL work over the next 3-5 years.

The heading of paragraph four was corrected to read *International Mobility* (not *Internal Mobility*).

The Washington accord has proven to be very useful; however, APEGBC is currently the only Province that abides by it. The Washington Accord Coalition will have discussions with EC and all Constituent Associations about what the barriers are that prevent them from abiding fully.

Al Schuld added that the APEGA Board of Examiners have adopted the Washington Accord with a "Looking to Exempt Policy", by looking at transcripts from member countries but reserving the right to be the final authority. Larry Staples confirmed that this does not meet the standards of being fully compliant with the Accord.

ACTION: APEGA should be prepared to discuss the barriers that prevent full adoption of the Washington Accord.

ACTION: Strategic discussion on international mobility is to be added to the agenda for the Council Policy Session so ideas can be brought to the Engineers Canada Board Meeting.

7.13 Geoscientists Canada Report

George Eynon presented the GC written report and recommended that APEGA nominate Ian McIlreath to run as President-Elect for Geoscientists Canada. All potential nominees have been contacted and the process is underway.

ACTION: APEGA must respond to the letter for nomination by March 14, 2014.

7.14 Branch Chairs Report

Brief verbal report from Branch Chairs.

Nouman Ashraf asked how engaged the Branch Chairs felt at Council meetings. The Branch Chairs expressed they feel their role in Council Meetings is ambiguous. There was discussion.

ACTION: Branch engagement placed on the Council Policy Session agenda for discussion.

8.0 COUNCIL SELF-ASSESSMENT FORM

9.0 NEXT MEETING

March 20, 2014 (Edmonton)

10.0 CAUCUS

11.0 ADJOURNMENT

Meeting adjourned at 3:53 PM.