



COUNCIL MEETING

December 4, 2014

Edmonton (APEGA Office)

Lindberg Conference Centre

8:30 AM – 4:00 PM

APPROVED MINUTES

PRESENT

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

Vice President: Brian Pearse, P.Eng.

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

Councillors: Lisa Doig, P.Eng., FEC, FGC (Hon.)

George Eynon, P.Geo., FGC

Brad Hayes, P.Geol., PhD

Steve E. Hruday, P.Eng., PhD

Wenona Irving, P.Eng., FEC, FGC (Hon.)

Chris Ketchum, P.Eng., FEC

Paul Knowles, P.Eng.

Craig McFarland, P.Eng.

Mahsoo Naderi-Dasoar, P.Eng.

Terri Steeves, P.Eng.

John Van der Put, P.Eng., FEC, FGC (Hon.)

Terry Waters, P.Eng.

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

Robert Lloyd, QC

Mary Phillips-Rickey, CA

Engineers Canada Directors:

Jim Beckett, P.Eng., FEC, FGC (Hon.)

Larry Staples, P.Eng., FEC, FGC (Hon.)

Dick Walters, P.Eng., FEC, FGC (Hon.)

Branch Observers: Natasha Pounder, P.Eng., Lakeland

Samantha Oler, P.Eng., Lethbridge

Allen Neill, P.Eng., Edmonton

RaeAnne Leach, P.Eng., Peach Region

Aldous Walters, P.Eng., Fort McMurray

Spencer Torrie, P.Eng., Medicine Hat

Kashif Dada, P.Eng., Vermillion River

- Staff:** Mark Flint, P.Eng., Chief Executive Officer
Carol Moen, P.Eng., Registrar
Dirk Kuntscher, B.Sc., CMA, Finance Manager
Len Shrimpton, P.Eng., FEC, MBA, Special Advisor to CEO
Malcolm Bruce, MSM, Director, Corporate Services
Pat Lobregt, FEC (Hon.), FGC (Hon.), Director Executive & Government Relations
Dianne Johnstone, Director of Legislative Review
Krista Nelson-Marciano, Director of Operations
Heidi Yang, P.Eng., Director, Member Services
Mark Tokarik, P.Eng., L.L.B., FEC, FGC (Hon.), Deputy Registrar
Philip Mulder, APR, Director of Communications
Chelsea McNaughton, B.Com., Executive Assistant (Council)
Ross Plecash, P.Eng., M.Eng., FEC, FGC (Hon.), Director of Corporate Affairs and Investigations
John Corriveau, P.Eng., Director of Regulatory Operations
- GUESTS:** Matt Brassard, P.Eng., CEA President
Ken Pilip, P.Eng., CEA CEO
- REGRETS:** John Harper, P.Geo., PhD
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1.0 CALL TO ORDER

Connie Parenteau, P.Eng., FEC, FGC (Hon.), Chair, called the meeting to order at 10:02 AM

2.0 APPROVAL OF THE MEETING AGENDA

MOTION 14-45

MOVED by Steve Hrudey, and seconded, THAT the agenda be accepted as presented. Unanimously in favour. ADOPTED.

3.0 DECLARATION OF CONFLICT OF INTEREST

It was recommended that potential conflicts of interest not directly related to Council agenda items should also be brought to Council's attention under this section.

No conflicts were declared.

4.0 CONSENT AGENDA

4.1 Council Attendance

Council's attendance record was referenced.

4.2 Council Self-Assessment Form

Councillors were reminded to fill out the on-line self-assessment form after the meeting.

5.0 PRESIDENT'S RESIGNATION

The Chair opened the floor for questions or comments regarding the President's resignation. The CEO suggested that any in-depth discussions take place in-camera.

The CEO advised that a decision will be made at a later date on the question of who would assist Ms. Parenteau as Past President when her role changes to President in April 2015. There was also brief discussion about management policies to protect against reputational risk.

6.0 APEGA STRATEGY

Ms. Parenteau turned the chair of the meeting over to the Vice President so that she could brief Council on the work of the Ethics Working Group.

6.1 Ethics Working Group

Ms. Parenteau presented the recommendations of the Ethics Working Group. There were questions and discussion.

Ms. Parenteau resumed her responsibilities as Chair.

6.2 Value for Membership Working Group

Mr. Pearse, Chair of the Value for Membership Working Group, presented recommendations on behalf of the group.

6.3 Health and Sustainability of the Professions Working Group

Mr. Knowles presented recommendations on behalf of the Health and Sustainability of the Professions Working Group with assistance from Mr. Van der Put, Chair of the Health and

Sustainability of the Professions Working Group. There was discussion.

6.4 Legislative Renewal Working Group

Ms. Irving, Chair of the Legislative Renewal Working Group, provided a verbal update on behalf of the group. There were questions and discussions about reducing the size of Council. There will be further discussion on this topic during the February APEGA Strategy Session.

6.5 Strategy Plan

The CEO provided information on the upcoming APEGA Strategy Session. Council was briefed on strategic decisions they will be asked to make regarding the *Regulator vs. Association* decision model.

It was confirmed that the APEGA Strategy Session will take place on Thursday, February 5 and Friday, February 6, 2015. The social event on February 5 will be the CEA Showcase Awards.

7.0 OPEN FORUM

7.1 Engineers Canada

The Chair invited Mr. Staples, Engineers Canada Director, to provide a verbal report on behalf of Engineers Canada. Mr. Staples took this opportunity to address the policy governance journey of Engineers Canada.

7.2 Geoscientists Canada

The Chair invited Mr. Eynon, Councillor and Geoscientists Canada President-Elect, to provide a verbal update on behalf of Geoscientists Canada. Mr. Eynon spoke to the governance renewal of Geoscientists Canada.

The Chair opened the floor to comments and questions.

8.0 ROUTINE BUSINESS

8.1 President Elect's Report

The Chair referenced the written report in the agenda and opened the floor for questions.

8.2 Chief Executive Officer's Report

The CEO presented information on the plan and objectives of 2015. The Chair opened the floor for questions and comments.

Ms. Johnstone presented an update on the Legislative Review process and answered questions.

8.2.1 Honours and Awards Committee

MOTION 14-46

MOVED by Colin Yeo, and seconded, THAT Council approve recommendations one through nine of the Honours and Awards Committee for the 2015 recipients of the APEGA Summit Awards. Unanimously in favour. ADOPTED.

8.3 Executive Committee Report

The Chair referenced the written report included in the agenda package and opened the floor for questions and comments.

8.4 Governance Committee Report

8.4.1 Governance Manual Framework

The Chair of the Governance Committee presented an update on the Governance Manual re-write. Council accepted the proposed framework and timeline.

8.4.2 Council Assessment Results

The Chair of the Governance Committee presented an update on the continuous improvement of Council.

8.5 Nominating Committee Report

The Chair of the Nominating Committee presented an update on the Nominating Committee and went over the proposed changes to the Nominating Committee Bylaws. Some Councillors expressed concern over changing the deadlines for write-in candidates.

8.6 Audit Committee Report

The Chair of the Audit Committee introduced the Audit Committee's written report. Mr. Kuntscher, Finance Manager, provided clarity on specifics of the budget.

8.6.1 Budget

MOTION 14-47

MOVED by Mr. Pearse, and seconded, THAT Council approve the adoption of the 2015 Operating and Capital Budgets given the assumptions and provisions provided, including the release of funds from investment reserves to cover proposed capital budget expenditures and identified projects.

The floor was opened for questions and comments. Open discussion followed.

MOTION 14-47 put to vote: Unanimously in favour. ADOPTED.

8.6.2 Financial Update

Information is available online.

8.7 Engineers Canada Report

A presentation was made during Council's Orientation before commencement of the meeting.

8.8 Geoscientists Canada Report

A presentation was made during Council's Orientation before commencement of the meeting.

8.9 Branch Chair's Report

Ms. Oler, Lethbridge Branch Secretary, provided a verbal update on Branch activities and rebranding.

9.0 IN-CAMERA

All staff and guests were excused from the room.

10.0 SUMMARY

A decision regarding the awarding of life membership to former President Jim Gilliland will be made at a later date.

11.0 NEXT MEETING

APEGA Strategy Session February 5 & 6 2015 (Edmonton)
Special Council Legislative Review February 24, 2015 (Videoconference)
March 19, 2015 (Calgary)

12.0 ADJOURNMENT

Meeting adjourned at 4:02 PM