



COUNCIL MEETING
March 19, 2015
Calgary (APEGA Office)
Windsor Boardroom
8:30 AM – 4:00 PM

APPROVED MINUTES

PRESENT

President: Connie Parenteau, P.Eng., FEC, FGC (Hon.), Chair
President-Elect: Vacant
Vice-President : Brian Pearse, P.Eng.
Past-President : Colin Yeo, P.Geo., FGC, FEC (Hon.)
Councillors: Steve E. Hrudey, P.Eng., PhD
Craig McFarland, P.Eng.
Terri Steeves, P.Eng.
Wenona Irving, P.Eng., FEC, FGC (Hon.)
Brad Hayes, P.Geol., PhD
Terry Waters, P.Eng.
Mahsoo Naderi-Dasoar, P.Eng.
George Eynon, P.Geo., FGC
Chris Ketchum, P.Eng., FEC
Paul Knowles, P.Eng.

Public Members: Mary Phillips-Rickey, CA
Ross Harris, B.Com., FCA, ICD.D
Robert Lloyd, QC

Engineers Canada Directors:
Dick Walters, P.Eng., FEC, FGC (Hon.)
Jim Beckett, P.Eng., FEC, FGC (Hon.)

Branch Observers: Natasha Pounder, P.Eng., Lakeland
Albert Tagoe, Lethbridge
Sadiq Pirani, P.Eng., Edmonton
Aldous Walters, P.Eng., Fort McMurray
Kashif Dada, Vermillion River
Sonny Nagra, Central Alberta
Ade Okusanya, Calgary

Staff: Mark Flint, P.Eng., Chief Executive Officer
Carol Moen, P.Eng., Registrar

Dirk Kuntscher, B.Sc., CMA, Finance Manager
Pal Mann, Director, Corporate Services
Dianne Johnstone, Director of Legislative Review
Krista Nelson-Marciano, Director of Operations
Philip Mulder, APR, Director of Communications
Heidi Yang, P.Eng., Director, Member Services
John Corriveau, P.Eng., Director of Regulatory Operations
Kara Hickman, Calgary Office Manager
Chelsea McNaughton, Executive Assistant (Council)

GUESTS: Eric Amphlett, P.Tech(Eng.), PMP, ASET 2nd Vice-President

REGRETS: Lisa Doig, P.Eng., FEC, FGC (Hon.)
John Van der Put, P.Eng., FEC, FGC (Hon.)
Larry Staples, P.Eng., FEC, FGC (Hon.)

1.0 CALL TO ORDER

Ms. Parenteau, Chair, called the meeting to order at 8:36 AM

2.0 APPROVAL OF THE MEETING AGENDA

The Chair moved to shorten the lunch break to 45 minutes and adjust the sequence of motions in item 6.1.1 so that the approval of the Committee assignments will take place last.

MOTION 15-01

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

3.0 DECLARATION OF CONFLICT OF INTEREST

Mr. Yeo will recuse himself for the discussion and decision of [MOTION 15-02](#) and Ms. Parenteau will recuse herself for the discussion and decision of [MOTION 15-03](#).

4.0 CONSENT AGENDA

- 4.1 Council Attendance**
- 4.2 Council Self-Assessment Form**
- 4.3 2015 AGM Agenda**
- 4.4 Value for Membership Working Group Report**

- 4.5 Executive Committee Performance Review**
- 4.6 Governance Committee Performance Review**
- 4.7 Nominating Committee Performance Review**

Approved by general consensus.

5.0 LEGISLATIVE REVIEW UPDATE

The intent of the discussion papers and presentation is for Councillors to gather enough information to feel comfortable talking openly to members and the public about the Legislative Review process.

5.1 Executive Summary

Ms. Johnstone provided information on the process, timeline, overview of the key changes, and explained the Champions Collaborative for soliciting feedback. Upon request, all materials for the Champions Collaborative can be made available to Councillors.

There was discussion on the express authority to delegate. Delegation can occur for administrative functions through implied delegations; judicial responsibilities must be explicitly laid out in the legislation.

5.1.1 Professional Licensee Discussion Paper

There was discussion on clarifying the limited scope of Geoscientists and the branding that is associated with the "P" in Professional. There was also discussion about risk management with this change as some groups will be impacted more than others. The Limited Licensee license would be more consistent with the rest of the Country.

5.1.2 Student Category Discussion Paper

The success rate of people in this category becoming full licensed members is 0.3 per cent. The largest impact will be on academic professors. There was general agreement.

5.1.3 Licensee Discussion Paper

These recommendations would put APEGA more in line with the rest of the Country. There were no major objections to the proposed changes.

5.1.4 Member-In-Training Discussion Paper

The changes in this category have already been approved by Council to bring the 2016 AGM for a vote by the membership.

5.1.5 Building Code Exemptions Discussion Paper

There was discussion and agreement on the risks associated with having building code exemptions in multiple Acts.

5.2 Renewing the Act Working Group Report

The outcomes of the Renewing the Act Working Group with regards to Council size will be reviewed by the Governance Committee. The Executive Committee will examine the remaining Working Group outcomes and bring forward recommendations in June.

6.0 ROUTINE BUSINESS

6.1 Executive Committee Report

Mr. Yeo recused himself from the following discussion and motion.

MOTION 15-02

MOVED by Brian Pearse, and seconded, THAT Past President, Colin Yeo, be appointed to serve as Past President for the 2015/2016 Council term. Unanimously in favour. ADOPTED.

Ms. Parenteau turned over Chair of the meeting to Mr. Yeo in order to recuse herself from the following discussion and motion.

MOTION 15-03

MOVED by Brian Pearse, and seconded, THAT Pursuant to Section 27 of the Regulations President-Elect, Connie Parenteau, be appointed President of APEGA retroactively to November 4, 2014 for the remainder of the term. All acts from Nov 4, 2014 are hereby ratified and approved. Unanimously in favour. ADOPTED.

Ms. Parenteau resumed her position as Chair.

6.1.1 Council Committee Assignments

There was discussion about the 2020 Task Force and about providing continuity for Committees from year to year.

MOTION 15-04

MOVED by Colin Yeo, and seconded, THAT the Council Committee assignments for 2015/2016 be approved as presented. Unanimously in favour. ADOPTED.

6.2 Chief Executive Officer Report

Ms. Moen presented details surrounding Registration Key Performance Indicators (KPIs).

The Registrar provided a verbal update on several ongoing regulatory issues in an in-camera session.

Mr. Mulder provided a verbal report and answered questions regarding the results of the IPSOS Reid member and public survey results.

Statutory Boards and Committees Composition Approval:

Approval of the members of Statutory Boards and Committees was deferred.

Historically the process has been for Regulatory Directors to select and place volunteers on Statutory Boards prior to formal annual approval by Council. Ms. Moen stressed to Council that, based on the deferral of formal approval, there are some members currently on the Boards that have not been approved by Council. This gap will remain until this topic is re-visited during the next Council meeting. This was acknowledged and accepted by general consensus.

Council expressed their concern was from a lack of understanding of the process used by APEGA Regulatory staff to select volunteers for the Statutory Boards. The CEO committed to documenting the formalized process for selecting volunteers and bringing it to the Governance Committee for review. Until a new approval process is endorsed by Council, things will operate by the status quo.

Draft Travel and Expense Policy:

The CEO expressed concern for some ways APEGA is managing the approval and reimbursement of certain personal expenses. Highlights of a draft policy were discussed. The CEO will continue to collect feedback prior to finalization of the policy. Consideration needs to be given for how Council should manage their travel expenses.

6.3 President-Elect Report

Ms. Parenteau presented her written report.

6.4 Governance Committee Report

Mr. Yeo, Chair of the Governance Committee, presented his written report.

6.4.1 Executive Committee ToR

MOTION 15-05

MOVED by Brian Pearse, and seconded, THAT the amended Executive Committee terms of reference be approved. All amendments have been reviewed and endorsed by the Governance Committee.

There was discussion

MOTION 15-05 put to vote: Majority in favour. Ross Harris and George Eynon Abstained. ADOPTED.

6.4.2 Governance Committee ToR

MOTION 15-06

MOVED by Craig McFarland, and seconded, THAT the amended Governance Committee terms of reference be approved. All amendments have been reviewed and endorsed by the Executive Committee.

It was suggested that clarification should be expressed on who his/her designate can be (i.e.: must be a Council member)

MOTION 15-06 put to vote with amendments: Majority in favour. Ross Harris abstained. ADOPTED

6.4.3 Nominating Committee ToR

MOTION 15-07

MOVED by Steve Hrudey, and seconded, THAT the amended Nominating Committee terms of reference be approved. All amendments have been reviewed and endorsed by the Governance Committee. Unanimously in favour. ADOPTED

6.4.4 Bylaw Changes for 2015 AGM

MOTION 15-08

MOVED by Craig McFarland, and seconded, THAT the amendments to the bylaws for the Ballot Counting Committee and Nominating Committee be approved by Council, as recommended by the Governance Committee, and brought forward at the 2015 AGM.

There was discussion. Item 6.1 of the bylaws for the Ballot Counting Committee will be examined by the Legislative Review Committee for necessary administrative changes.

MOTION 15-08 put to vote: Majority in favour. Terry Waters and Mahsoo Naderi-Dasoar opposed. ADOPTED

6.5 Nominating Committee Report

Mr. Yeo, Chair of the Nominating Committee, presented his written report.

6.6 Audit Committee Report

Mr. Pearse, Chair of the Audit Committee, presented his written report.

6.6.1 Audited Financial Statements

MOTION 15-09

MOVED by Mary Phillips-Rickey, THAT the 2014 audited financial statements be approved, as presented, for publication in the 2014 Annual Report and for presentation at the 2015 AGM. Unanimously in favour. ADOPTED.

6.7 Engineers Canada Report

Mr. Beckett presented highlights from the written report.

6.8 Geoscientists Canada Report

Mr. Eynon, Geoscientists Canada President-Elect, presented highlights from his written report.

6.9 Branch Chairs Report

Ms. Pounder presented a verbal report.

7.0 IN-CAMERA

8.0 IN-CAMERA SUMMARY

9.0 NEXT MEETING

April 24, 2015 AGM (Calgary)
June 18, 2015 (Edmonton)

10.0 ADJOURNMENT

Meeting Adjourned at 4:45 PM