



COUNCIL MEETING
September 27, 2018
Calgary (APEGA Office)
Windsor Room (22nd floor)
8:30 a.m. – 4:30 p.m.

MINUTES

PRESENT

Council Executive:

Nima Dorjee, P.Eng., FEC., FGC (Hon.) – President
George Eynon, P.Geo., FGC, FEC (Hon.) – President-Elect
Tim Joseph, P.Eng., PhD, FCIM – Vice-President
Jane Tink, P.Eng., FEC, FGC (Hon.) – Past-President

Councillors:

Natasha Avila, P.Eng.
Jennifer Enns, P.Eng.
Brad Hayes, P.Geol., PhD, FGC, FEC (Hon.)
Darren Hardy, P.Eng.
Tim Hohm, P. Eng.
Wally Kozak, P.Eng.
RaeAnne Leach, P.Eng., PMP
Manon Plante, P.Eng., MDS
Bob Rundle, P.Eng., PMP
Jason Vanderzwaag, MASC, P.Eng., LEEDS AP, PMP
Claudia Villeneuve, P.Eng., M.Eng., PMP, ACG
Emily Zhang, P.Eng., PMP

Public Members:

Mary Phillips-Rickey, FCA

Engineers Canada Directors:

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.Geo., FGC, FEC (Hon.)

Staff:

Jill Arbuthnott, Executive Assistant to Council
Joanne Blomert, Help Desk/SharePoint Administrator
Sloan d'Entremont, P.Eng., CPCC, Senior Advisor & Director of Council Relations
Colette Fernandes, Executive Assistant to Senior Advisor & Director of Council Relations
Sharilee Fossum, MBA, CPA, CMA, ICD.D, Chief Financial & Corporate Officer (CFCO)
Matt Oliver, CD, P.Eng., Deputy Registrar & Chief Regulatory Officer (CRO)
Katie Starratt, Director of Communications
Heidi Yang, P.Eng., FEC, FGC (Hon.), Chief Membership Services Officer (CMSO)

Special Guests:

Anuradha Ajayaghosh, P.Eng. – Fort McMurray Branch Chair
Calvin Goveia, E.I.T. – Yellowhead Branch Chair
Travis Fillier, P.Eng. – Central Branch Chair
Tibor Kaldor, P.Eng., FEC, FGC (Hon.) – Calgary Vice Branch Chair
Kevin Willis, P.Eng., P.E. - Investigative Committee Chair
Blake McCord, P.Eng. – Vermilion River Branch Chair (left at lunch)
Rick Thiessen, Director of Investigations

Regrets:

Gary Faulkner, PhD, P.Eng.
Jay Nagendran, M.Sc., P.Eng., QEP, BCEE, FEC, FGC (Hon.), Registrar & CEO
Georgeann Wilkin RN, LI.B

1.0 CALL TO ORDER

The Chair 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 18-42

MOVED by Tim Joseph and seconded by Brad Hayes, THAT the September 27, 2018, Council agenda be adopted as amended.

Item 13.1 ASET Mediation was moved to item 14 to include staff in the discussion.

Number of votes in favour: 15/15
Necessary for adoption: 8/15
Motion unanimously adopted.

4.0 COUNCIL MINUTES APPROVAL

4.1 Council Minutes – June 20, 2018

MOTION 18-43

MOVED by Manon Plante and seconded by RaeAnne Leach, THAT the minutes of the June 20, 2018, Council meeting be approved, as amended, by Council.

A change to item 10.4 in the June 20, 2018, minutes was made, amending the statement “an invitation to Council members” to read “an invitation to Council meetings”.

Number of votes in favour: 14/15
Number of abstentions: 1/15
Necessary for adoption: 8/15
Motion adopted.

Note: The number of voting members increased after item 5.0 from 15 to 16, due to a late arrival.

5.0 CONSENT AGENDA

The Consent Agenda items were approved as presented, including the following:

5.6 Statutory Board Appointments

Moved and Seconded That

The recommended Statutory Board Appointments reviewed and endorsed by the Governance Committee on August 22, 2018, be approved by Council.

5.7 Reinstatement Recommendations

Moved and Seconded That

The recommended members for Reinstatement, reviewed and endorsed by the Policies and Standards Taskforce be approved by Council.

6.0 REGISTRAR & CEO'S VERBAL UPDATE

In his absence, the Registrar & CEO's update was provided by the Deputy Registrar & CRO, the CMSO, and the CFCO. The updates contained information on the following:

- Focused on stability and assessment of APEGA's systems and practices to achieve the goal of moving to a level of increased regulatory intensity. This includes determining the total cost of development projects down to the staff time required to support these projects.

- Consultations of the draft authentication standard occurred in Edmonton, Calgary, and other locations around the province, revealing confusion among members as to what is required regarding authentication. APEGA has learned that regulatory professional development offerings need to be available in the future.
- Preparation for mediation between APEGA and ASET began in early September and will continue for the foreseeable future.
- Membership Services is focused on providing consistent quality services and experiences for APEGA's membership.
- Working towards APEGA's commitment to diversity and inclusion by "building partnerships to address systematic barriers" with a focus on economic security for women.
- The Centennial 2020 advisory group will focus on logo rebranding, public advertising, Humans of APEGA, branch Centennial in a box and branch events, plus other initiatives.
- APEGA is partnering with McEwan University for a 1-year grant submission on "Bridging the Gap" to evaluate Engineers-in-Training (EIT's) throughout the multi-year life cycle and determine possible improvements to support EIT's on their journey.
- Financial Internal Controls Plan – the current effort is focused on policy development which strengthens APEGA's internal controls and creates efficiencies. There is also a focus on Risk Management.
- The upgrade to Aptify, our Member Services database, is scheduled to be complete at the end of the year. The upgrade will resolve some items from the Risk Register.
- Cybersecurity continues to be a be an item of high focus for the organization. With October being Cybersecurity month there will be a focus on vigilance against phishing and other attacks with contests and tests throughout the month. By the end of 2018, all cybersecurity risks from the 2017 assessment will have been addressed. Another security assessment will be held before the end of the year.

7.0 STAT. BOARD UPDATES

7.1 Investigative Committee

The Chair of the Investigative Committee spoke to the report in the Council package.

8.0 PROGRESS UPDATES

8.1 Sponsorship

The Director of Communications commented on the various sponsorship projects that APEGA is tracking for the remainder of 2018 and into 2019.

9.0 ROUTINE BUSINESS OF COUNCIL

9.1 Governance Committee Report

The Chair of the Governance Committee spoke to the report provided.

MOTION 18-44

MOVED by Jennifer Enns and seconded by Natasha Avila, THAT as recommended by the Governance Committee, on August 22, 2018, the Recommended Election Candidates Policy be approved as presented.

Number of votes in favour: 16/16

Necessary for adoption: 9/16

Motion unanimously adopted.

MOTION 18-45

MOVED by Manon Plante and seconded by Jennifer Enns, THAT as recommended by the Governance Committee, on August 22, 2018, the Nominating Committee Terms of Reference be approved.

Number of votes in favour: 16/16

Necessary for adoption: 9/16

Motion unanimously adopted.

9.2 Nominating Committee Report

The Chair of the Nominating Committee spoke to the report provided. The nominations cycle closed on September 27, 2018, with a total of 10 candidates running for Council in the 2019 election.

9.3 Audit Committee Report

The Chair of the Audit Committee spoke to the report provided.

9.3.1 2018 Q2 YTD Management Financial Statements & Analysis

9.3.2 2018 Q2 Forecast of Year-End Operating Results

9.4 Policy Standards Task Force Report

The Chair of the Policy Standards Task Force spoke to the CPD Non-Compliance Reporting list, commenting on the due diligence that is performed by staff to contact the members on the list to ensure that they are aware of the impending cancellation, and what will happen once staff have taken the necessary steps to strike members from the Register.

MOTION 18-46

MOVED by Tim Joseph and seconded by RaeAnne Leach, THAT Members listed in the CPD Non-Compliance Reporting List August 2018 be struck from the register for CPD reporting non-compliance.

Number of votes in favour: 16/16

Necessary for adoption: 9/16

Motion unanimously adopted.

9.5 Executive Committee Oral Report

The President provided an oral report of the Executive Committee meeting held on September 13, 2018, noting that Council members will be invited to attend the upcoming Executive Committee meetings.

10.0 APEGA FOUNDATION UPDATE

An update was provided on the APEGA Foundation (the Foundation), on their current activities and financial position. As of July 20th, 2018, the Foundation had received notice that they are once more on the Corporate Register. The Foundation is consulting their donors to determine next steps. The current Memorandum of Understanding between APEGA and the Foundation has expired and will be extended until further information has been provided.

11.0 BUSINESS PLAN AND 2019 BUDGET

11.1 Draft Business Plan

The focus will be on 2019 with a preliminary view to 2020/2021. Management has transitioned from a one-year approach report to a three-year rolling report. No membership fees or dues increases are anticipated for 2019.

11.2 Draft Operating & Capital Budget

The CFCO presented the draft Operating and Capital Budget. The budget was based on the proposed business plan and assumptions and is supported by the Audit Committee.

12.0 GENERATIVE DISCUSSION

The discussion focused on APEGA's relevance to the Public and the Membership, which concentrated on what it means to protect the public interest, including the offshoring of engineering, and raising awareness of APEGA's role.

13.0 EXECUTIVE SESSION

There was an Executive (in-camera) Session held.

14.0 EXECUTIVE SESSION SUMMARY

A summary of the Executive (in-camera) Session was not provided.

15.0 ADJOURNMENT

The meeting adjourned at 4:30 p.m.