



COUNCIL MEETING

June 15, 2023

8:00 a.m.- 5:00 p.m.

APEGA Office, Lindberg Boardroom

Edmonton, AB

MINUTES

Council Executive:

Manon Plante, CD1, P.Eng., MDS – President

Tracey Stock, KC, PEng, PhD – President Elect

Margaret Allan, FGC, FEC, P.Eng., P.Geo., MEng – Vice President

Lisa Doig, FEC, FGC (Hon.), P.Eng., MBA – Past President

Councillors:

Mihaela Ciulei, P.Eng. PMP, MEng

Lorna Harron, P.Eng., MEng, MBA

Ken Hawrelko, FEC, P.Eng., MEng

Geoffrey Kneller, CD, FEC, P.Eng., MBA

Wally Kozak, P.Eng.

Seema Makwana, P. Eng.

Dean Mullin, P.Eng., PhD

Jeffrey Priest, P.Eng., PhD

Wendy Shier, P.Geo., MSc

Jason Vanderzwaag, FEC, P.Eng., LEED AP, PMP, MASc

Public Member

Mary Phillips-Rickey, FCPA, FCA

Geoscientists Canada Director:

Darcie Greggs, FGC, FEC (Hon), P.Geol., PhD

Engineers Canada Directors:

Tim Joseph, FCIM, P.Eng., PhD

Regrets:

Claudia Gomez-Villeneuve, FEC, FGC (Hon), P.Eng. PMP, DTM, Meng

Natasha Avila, P.Eng. – Engineers Canada Director

Heather Kennedy, FCAE, P.Eng. – Engineers Canada Director

John Van der Put, FEC, FGC (Hon.), P.Eng. – Engineers Canada Director

Staff:

Jay Nagendran, FCAE, FEC, FGC (Hon.), P.Eng., ICD.D, Registrar & CEO
John Corriveau, P.Eng., Deputy Registrar & Chief Regulatory Officer
Nancy Biamonte, ABC, Chief Professional Sustainability Officer
Yvan Boutin, CPA, CA, Chief Financial & Corporate Officer
Krista Nelson-Marciano, MBA, Director, Business Performance
Zac Parsons, BCom, Senior Advisor & Director, Council Relations
Andy Smith, P.Eng., Deputy Chief Regulatory Officer
Dianne Johnstone, CPP, Director, Legislative Review & Government Relations
Colette Fernandes, Council Relations Manager
Penelope Haro Aranda, Executive Assistant to Council
Garth Jespersion, Director, Investigations

Speakers:

George Caraganis, P.Eng., Chair, Investigative Committee

1.0 CALL TO ORDER

The Chair called the meeting to order at 9:05 a.m.

The Chair conducted a Land Acknowledgement and welcomed new Councillors Mihaela Ciulei, Ken Hawrelko, and Jeffrey Priest, as well as the newly appointed Geoscientists Canada Director, Darcie Greggs.

The Chair announced that Victoria Wishart has resigned from Council and proceeded to deliver the President's opening remarks.

2.0 COUNCIL MEETING CONDUCT**2.1 Council Code of Conduct**

The Council Members' Code of Conduct was shared in the meeting package.

2.2 Code of Ethics

The Code of Ethics was shared in the meeting package.

2.3 Declaration of Conflict of Interest

No conflicts of interest were declared.

3.0 ADOPTION OF AGENDA**Motion 23-18**

The item Council Vacancy was added to the Governance Committee report as item 11.3.2.

Moved by Geoffrey Kneller and seconded by Jeffrey Priest, THAT the agenda of the June 15, 2023, Council meeting agenda be adopted as amended.

Adopted unanimously.

4.0 CONSENT AGENDA

The following items were adopted as presented in the June 15, 2023, meeting package:

- 4.1 Statutory Board Appointments ([Motion 23-19](#))
- 4.2 Conditional Reinstatement Recommendations ([Motion 23-20](#))
- 4.3 Council Minutes, March 23, 2023 ([Motion 23-21](#))

It was requested that the following wording be added to item 7.2: “There was Council alignment with respect to not soliciting donations.” The minutes were adopted as amended.

- 4.4 Special Council Meeting Minutes, May 19, 2023 ([Motion 23-22](#))

5.0 REPORTS

The following reports were included as information:

- 5.1 President’s Activity Report
- 5.2 Engineers Canada Report
- 5.3 Consulting Engineers of Alberta Report
- 5.4 E-votes Approved Since Last Council Meeting:
 - Geoscientists Canada Director Appointment
- 5.5 Council & Committees 3-year Schedule
- 5.6 Council Attendance
- 5.7 Geoscientists Canada Report (distributed by email)

6.0 REGISTRAR & CEO ORAL & WRITTEN REPORT

The RCEO welcomed President Plante and the new Councillors, answered questions submitted by Councillors in advance, and presented his oral report, which included the following highlights:

- Changes in government following the provincial election and current conversations with government officials.
- Pending legislation and the possibility that it may move forward.
- Update on conversations with government about software engineering.
- Key areas of risk and opportunity, including legislation, ASET, and software engineering.
- Update on key Council focus areas, including practice reviews, registration timelines, and CPD.
- Changes to engineering regulation in Ontario.
- Nexus conference.
- Organizational changes at APEGA.
- Goals of APEGA’s 10-year vision, which includes:
 - Modernized legislation.
 - One-Act-One-Regulator with ASET being amalgamated with APEGA.
 - APEGA is recognized as the leading regulator of our professions in the country.
 - APEGA has nation-leading tools such as myAPEGA, Ethics module, and perhaps an Entry to Practice Exam.
 - Risk-based regulatory activities.

- APEGA has the courage to be fair, predictable, and even-handed in our regulatory actions.
- APEGA is a leader in EDI with our permit holders taking on such challenges.
- Excellent outreach into schools and universities with the brightest minds being enticed to our professions.
- Great cooperation with Engineers Canada and Geoscientists Canada.
- Sustaining a highly qualified and trained staff who consider APEGA as a wonderful place to work.
- APEGA is able to showcase our value to the government and continue to protect Albertans.

7.0 PRACTICE BULLETIN

7.1 Building Envelope Practice Bulletin

The Deputy Chief Regulatory Officer provided a presentation about the Building Envelope Practice Bulletin developed jointly with The Alberta Association of Architects.

[Motion 23-23](#)

Moved by Lorna Harron and seconded by Mihaela Ciulej, THAT Council approves the AAA/APEGA Joint Practice Bulletin for Functional Relationships for the Building Envelope Portion of Projects endorsed by the PSC, and as recommended by the Practice Review Board.

Adopted unanimously.

8.0 NEW BUSINESS I

8.1 Donations Task Force

The Chair for the Donations Task Force provided a summary of the discussions conducted by the Task Force and presented the following recommendations:

- That APEGA not be associated with solicitation of charitable donations.
- That staff identify options to achieve the disassociation of APEGA from the external solicitation of donations.
- That staff explore alternative ways and means to endow the Ivan Finley Award.
- That APEGA branches be advised that there is no impediment to their donation to charitable causes, including the Ivan Finley Award.
- That policy be developed outlining non-material sponsorship methods for branch activities such as golf tournaments prizes. This may include recommendations for amendment of any Council motion concerning solicitation of charitable donations.

[Motion #23-24 Donations Task Force](#)

Moved by Tracey Stock and seconded by Ken Hawrelko, THAT APEGA shall not be associated with solicitation of charitable donations.

The motion was adopted with 13 votes in favour and 1 vote opposed.

Council and APEGA staff reviewed the roadmap established by the Task Force for next steps. Options for consideration will come back to Council for final approval.

9.0 STATUTORY BOARDS UPDATE

9.1 Investigative Committee

The Chair of the Investigative Committee presented an overview of the work of the committee and answered questions from Council.

10.0 NEW BUSINESS II

10.1 Edmonton Office Space

The Director, Business Performance, presented an overview of the selection process for the Edmonton Office space, including highlights on:

- Process and timeline
- Criteria & Guiding Principles
- Council Task Force Guiding Principles
- High-Level Market Scan
- Shortlisted properties
- Analysis process for selection of recommended property
- Managing the change and next steps

11.0 ROUTINE BUSINESS OF COUNCIL

11.1 Audit Committee Report

The Chair of the Audit Committee provided a summary of its May 24, 2023, meeting, and presented the following items for information/decision:

11.1.1 Edmonton Office Lease

The committee presented the recommendation for the Edmonton Office Lease.

[Motion #23-25](#)

Moved by Wally Kozak and seconded by Jeffrey Priest, THAT APEGA enter into a 15-year lease for the Edmonton head office within the general terms and conditions as presented and that the Registrar & Chief Executive Officer and the Chief Financial & Corporate Officer are authorized to execute lease agreements with Sun Life Assurance Company of Canada and any other documents required to complete the lease for Commerce South Office Park.

The motion was adopted with 13 votes in favour and 1 abstention.

There is an option in the lease agreement for APEGA to put signage in the building, Council requested that staff looks at the pros and consequences of doing so and present the findings to Council for review.

11.1.2 Q1 2023 Financial Report and 2023 Forecast

The Chair of the Audit Committee presented the Q1 2023 Financial Report and 2023 Forecast for information.

11.1.3 Future Dues Increase

The Chair of the Audit committee presented the following motion:

[Motion #23-26](#)

Moved by Wally Kozak and seconded by Lorna Harron, THAT Council amend part 3 of motion #22-33 regarding future dues increase recommendations which reads: *MOVED by Theresa Watson, and seconded by Claudia Gomez-Villeneuve, THAT Council approves: 3. That Audit Committee will review Member and Permit Holder Dues and bring recommendations for the following year's adjustments to the annual June Council meeting for approval.*

With:

3. That Audit Committee will review Member and Permit Holder Dues and bring recommendations to Council for consideration at least six (6) months prior to a proposed dues adjustment effective date.

The motion was adopted with 12 votes in favour and 2 opposed.

11.2 Executive Committee Report

The Chair of the Executive Committee provided a summary of its May 18, 2023, meeting.

11.3 Governance Committee Report

The Chair of the Governance Committee provided a summary of its May 8, 2023, meeting and presented the following items for decision:

11.3.1 Audit Committee Terms of Reference

[Motion #23-27](#)

Moved by Lisa Doig and seconded by Ken Hawrelko, THAT The Terms of Reference of the Audit Committee be approved as presented.

Adopted unanimously.

11.3.2 Council Vacancy

Victoria Wishart stepped down from Council on June 12, 2023. The Governance Committee presented the following recommendation:

[Motion #23-28](#)

Moved by Lisa Doig and seconded by Dean Mullin, THAT as per APEGA Council policy POL-REGL-CCL-7140, Council approves the recommendation put forward by the Governance Committee that

Devarsh Sood, P.Eng. fills the vacancy on Council created by the resignation of Victoria Wishart, P.Eng.

Adopted unanimously.

11.4 Policy and Standards Committee Report

The Chair of the Policy and Standards Committee provided a summary of its May 3, 2023, meeting and presented the following items for decision:

[Motion #23-29](#)

Moved by Margaret Allan and seconded by Jason Vanderzwaag, THAT Council approves the reinstatement application lists presented, as recommended by the Practice Review Board, and endorsed by the Policy & Standards Committee.

The motion was adopted with 13 votes in favour and 1 abstention.

[Motion #23-30](#)

Moved by Margaret Allan and seconded by Wendy Shier, THAT Council approves the Permit Holder Cancellation list presented, endorsed by the Policy and Standards Committee and as recommended by the Practice Review Board.

Adopted unanimously.

[Motion #23-31](#)

Moved by Margaret Allan and seconded by Ken Hawrelko, THAT Council approves the changes to POL-REGL-ALL-8012 Cancellation of Membership and Permits, endorsed by the Policy and Standards Committee.

Adopted unanimously.

11.5 Strategy & Risk Committee Report

The Chair of the Strategy & Risk Committee provided a summary of its May 15, 2023, meeting.

11.6 Nominating Committee Update

The Senior Advisor & Director, Council Relations, informed that the Nominating Committee was appointed at a Special Council meeting that took place on May 19, 2023, and provided a summary of the June 5, 2023, Nominating Committee meeting.

12.0 ITEMS FROM CONSENT AGENDA AND REPORTS THAT REQUIRE DISCUSSION

None.

13.0 EXECUTIVE SESSION (IN-CAMERA) (Council + RCEO)

Council and the RCEO met in-camera.

14.0 EXECUTIVE SESSION (IN-CAMERA) (Council only)

Council met in-camera.

15.0 EXECUTIVE SESSION (IN-CAMERA) SUMMARY (Council + RCEO Only)

Voting for the following motions will be conducted by E-vote:

Motion, THAT Council amends the motion of June 2019 to read: Council supports the guiding principle that the public interest is best served and protected under a one act one association **regulator** governance model of self-regulation for the entire spectrum of the practice of engineering and geoscience, and that APEGA ~~consider~~ **pursue** this model.

Motion, THAT Council support stronger communications for public relations and government messaging that addresses misinformation and positions APEGA to continue to be strong in protecting the public interest.

16.0 ADJOURNMENT

The meeting was adjourned at 5:00 p.m.