



COUNCIL MEETING
December 15, 2021
8:30 a.m.- 4:00 p.m.
Remote/Microsoft Teams

MINUTES

Council Executive:

Brian Pearce, P.Eng. – President
Lisa Doig, P. Eng., FEC, FGC (Hon.), MBA – President-Elect
Manon Plante, P.Eng., MDS – Vice-President
John Van der Put, P.Eng., FEC, FGC (Hon.) – Past-President

Councillors:

Claudia Villeneuve, P.Eng., M.Eng., PMP, ACG
Darren Hardy, P.Eng.
Geoff Kneller, CD, P.Eng., MBA
Jason Vanderzwaag, MASC, P.Eng., LEED AP, PMP
Margaret Allan, M.Eng., P.Eng., P.Geo., FGC, FEC
RaeAnne Leach, P.Eng., PMP, FEC, FGC (Hon.)
Seema Makwana, P. Eng.
Theresa Watson, P.Eng., MBA, JD
Tracey Stock, P.Eng., QMed, JD, MBA, PhD
Victoria Wishart, P.Eng.
Wally Kozak, P.Eng.

Public Members:

Mary Phillips-Rickey, FCA

Engineers Canada Directors:

Tim Joseph, P.Eng., PhD, FCIM
Victor Benz, P.Eng., FEC, FGC (Hon.)
Natasha Avila, P.Eng.

Geoscientists Canada Director

George Eynon, P.Geo., FGC, FEC (Hon.)

Guest Observers:

Mark Bellamy, P.Eng., FEC – Lethbridge Branch Chair
Roya Iranitalab, P.Eng., FEC, FGC (Hon.) – Calgary Branch Chair
Vahid Ayan, P.Eng. – Edmonton Branch Chair

Staff:

Jay Nagendran, P.Eng., FCAE, ICD.D, FEC, FGC (Hon.), Registrar & CEO (RCEO)
Matthew Oliver, CD, P.Eng., Deputy Registrar & Chief Regulatory Officer (CRO)
Nancy Biamonte, ABC, Chief Professional Sustainability Officer
Yvan Boutin, CPA, CA, Chief Financial & Corporate Officer
Krista Nelson-Marciano, MBA, Director, Business Performance
Zac Parsons, B.Comm, Senior Advisor & Director, Council Relations
Dianne Johnstone, CPP, Director, Legislative Review & Government Relations
Mark Tokarik, P.Eng., LL.B., FEC, FGC (Hon.), Senior Advisor, Legislation & Regulatory Affairs
John Corriveau, P.Eng., Director, Regulatory Affairs
Colette Fernandes, Council Relations Manager
Diane Christie, Council Relations Coordinator
Jill Arbuthnott, Executive Assistant to RCEO
Teresa Goldie, Executive Assistant to Council

Regrets:

David Johnson, P.Geo., PhD
Jane Tink, P.Eng., FEC, FGC (Hon.) – Engineers Canada Director

1.0 CALL TO ORDER

The Chair called the meeting to order at 8:30 a.m.

The Chair made opening remarks and reviewed Robert's Rules of Order (1.2) and Document Management (1.3).

2.0 COUNCIL MEETING CONDUCT

- 2.1 Council Code of Conduct
- 2.2 Code of Ethics
- 2.3 Declaration of Conflict of Interest

The Chair declared a conflict for item 7.5 and proposed to recuse himself from the discussion and voting on the motions. One councillor also declared a conflict for an item in 7.5 and proposed excuse or abstaining from the vote.

3.0 ADOPTION OF AGENDA

Motion 21-46

Moved by John Van der Put and seconded by Darren Hardy, THAT the December 15, 2021 agenda be adopted as presented.

Adopted unanimously.

4.0 CONSENT AGENDA

The following items were approved as presented in the December 15, 2021 meeting package:

- 4.1 Statutory Board Appointments (Motion 21-47)
- 4.2 Conditional Reinstatement Recommendations (Motion 21-48)
- 4.3 Council Minutes – October 6 & 7, 2021 (Motion 21-49)
- 4.4 Policy and Standards Committee Terms of Reference (Motion 21-50)

5.0 REGISTRAR AND CEO ORAL REPORT

The RCEO delivered his oral presentation with the following highlights: Bill 49 (Labour Mobility Act); APEGA United Way Campaign; \$400K Women and Gender Equality (WAGE) grant from the Government of Canada; possible meeting with Alberta Energy Regulator, awards received by APEGA Communications Department.

6.0 REPORTS

The following reports were presented in the meeting package as information.

- 6.1 Registrar and CEO
- 6.2 President's Report
- 6.3 Engineers Canada
- 6.4 Geoscientists Canada
- 6.5 Consulting Engineers of Alberta
- 6.6 Council and Committee 3-Year Schedule
- 6.7 Council Attendance
- 6.8 Nominations Bylaw Amendments Results

7.0 ROUTINE BUSINESS

7.1 Executive Committee Report

The Chair of Executive Committee (EC) presented an overview of the report of the November 17, 2021 EC meeting.

7.2 Governance Committee Report

The Chair of the Governance Committee (GC) presented an overview of the report from the October 25, 2021 GC meeting highlighting that the GC recommended that any committee Terms of Reference approved unanimously by the Governance Committee (such as those of the Policy and Standards Committee) could appear on Council consent agendas. (7.2.1) The Chair of the Governance Framework Working Group provided a brief update on the ongoing efforts.

7.3 Nominating Committee Report

The Chair of the Nominating Committee (NC) presented an overview of the report of the October 13, 2021 NC meeting including the list of candidates for the 2022 APEGA election.

7.4 Policy and Standards Committee Report

The Chair of the Policy and Standards Committee (PSC) provided an overview of the report of the October 15, 2021 meeting. The report included two motions that were put before Council for consideration with the results as follows:

Motion 21-51

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

ADOPTED unanimously.

Motion 21-52

Moved by Margaret Allan and seconded by Darren Hardy THAT Council approves the revised APEGA Practice Standard: Authenticating Professional Work Products (v8.5), as recommended by the Practice Review Board and endorsed by the Policy & Standards Committee.

ADOPTED unanimously.

7.5 Honours & Awards Committee Report

Due to conflicts of interest, the Chair recused himself and one councillor abstained from voting. The President-Elect took over chair duties for this item.

The Manager, Events and Member Recognition presented the report from the Honours & Awards Committee that included recommended recipients of the 2022 APEGA Summit Awards and nominees for the 2023 Engineers Canada Awards.

Motion 21-53

Moved by Wally Kozak and seconded by John Van der Put THAT Council approves the recommendations of the Honours & Awards Committee for the 2022 recipients of the APEGA Summit Awards.

In favour: 14

Abstain:1

Motion ADOPTED unanimously.

Motion 21-54

Moved by Tracey Stock and seconded by Victoria Wishart THAT Council approves the recommendations of the Honours & Awards Committee for the 2022 nominees of the Engineers Canada Awards.

In favour: 14

Abstain:1

Motion ADOPTED unanimously.

7.6 Audit Committee Report

The Chair of the Audit Committee (AC) presented an overview of the reports contained in the meeting package including (7.6.1) 2021 Q3 Year to Date Management Financial Statements and Analysis and (7.6.2) 2021 Q3 Forecast of Year-End Operating Results.

The RCEO presented (7.6.3) 2022-2024 Business Plan and Budget (7.6.3.1) Business Plan and (7.6.3.2) Operating and Capital Budget. The following motion was brought forward:

Motion 21-55

Moved by Jason Vanderzwaag and seconded by Tracey Stock THAT Council approves the 2022 Operating & Capital Budget as presented and endorsed by Audit Committee on November 10, 2021.

ADOPTED unanimously.

8.0 ITEMS FROM CONSENT AGENDA AND REPORTS THAT REQUIRE DISCUSSION

No items were pulled for discussion.

9.0 GENERATIVE DISCUSSION

The following item was discussed: (9.1) Geoscientists: Compliance and Participation. Item (9.2) Council's Role in Regulation was deferred.

10.0 STATUTORY BOARD UPDATES

The Chair of the Enforcement Review Board and the Chair and Vice-chair of the Practice Review Board provided updates on their respective board activities: (10.1) Enforcement Review Board and (10.2) Practice Review Board.

11.0 SPECIAL COMMITTEE OF COUNCIL ON NOMINATIONS

11.1 Nominations Project Deliverables

(Two guests joined the meeting for this item: Ian McCormack and Tammy Pidner). Senior Advisor and Director, Council Relations, outlined the next steps in the implementation process. Currently in scope are recommendations #1 and #3 of the special committee's report and this includes approval of the Terms of Reference (ToR) for the structure of the new Nominating Committee. A special meeting of the Governance Committee will be held in early January to review the draft ToR and, due to the tight timeline, an electronic vote by Council may be required to approve it before the March Council meeting.

12.0 CO-REGULATION & MEMORANDUMS OF UNDERSTANDING

Chief Regulatory Officer and Director, Regulatory Affairs, presented an update on synergies with other regulators and how APEGA is approaching a cooperative way of working together to protect the public.

13.0 NEW BUSINESS

13.1 Strategic Planning Next Steps

There was a brief update on follow-up from the October Strategic Retreat. More information will be available at the March Council meeting.

14.0 EXECUTIVE SESSION

Council met in camera. No summary was provided.

15.0 ADJOURNMENT