



Minutes of a meeting of **COUNCIL** of the Association of Professional Engineers and Geoscientists of the Province of Manitoba, held on **THURSDAY, September 11, 2014** in the Association premises at 870 Pembina Highway, Winnipeg, Manitoba R3M 2M7.

PRESENT: Marcia Friesen, presiding; Chris Beaumont-Smith; Arthur Chapman; Jonathan Epp; Warren Gendzelevich; David Grant; Rick Lemoine; Sarantos Mattheos; Lesley McFarlane; Dawn Nedohin-Macek; Roger Rempel; Sheryl Rosenberg; Don Spangelo

ALSO PRESENT: Grant Koropatnick; Chantelle Cabral; Sharon Sankar; William Boyce
Ganpat Lodha, Geoscientists Canada Director
Digvir Jayas, Engineers Canada Director

REGRETS: Kaitlin Fritz; Howard Procyshyn; Guenter Schaub; Steven Vieweg

14.05.1 CALL TO ORDER AND INTRODUCTIONS

President Friesen called the meeting to order at 12:28 p.m.

HEALTH AND SAFETY MOMENT

- Be careful with the internet and use online safety.
- Be cautious in school zones - the speed limit has been reduced to 30 kph.

14.05.2 ADOPTION OF AGENDA

It was **MOVED** by Jonathan Epp and **SECONDED** by Arthur Chapman that the agenda be approved as circulated.

CARRIED

14.05.3 MINUTES OF THE COUNCIL MEETING OF 12 June 2014.

It was **MOVED** by Don Spangelo and **SECONDED** by Warren Gendzelevich that the Minutes of the Council meeting of 12 June 2014 be approved as circulated.

CARRIED

OWNERSHIP LINKAGE

14.05.4 01. CHAIR'S REPORT - President Marcia Friesen, P.Eng.

President Friesen, Grant Koropatnick, and Scott Sarna met, on 16 July 2014, with Deputy Minister Jeff Parr and the Policy Analyst Jeff McCulloch. President Friesen noted that it was a very positive meeting.

President Friesen advised that:

- the Nominating Committee worked until late June to develop the 2014 slate of candidates for Council.
- Council's Strategic Priorities Document is available at the home page on the APEGM website.
- the MLEC golf tournament was a success.

President Friesen and Grant Koropatnick attended the ACEC Summit event.

President Friesen and Grant Koropatnick also attended PEGNL's AGM.

Some of the highlights of the meeting included:

- an increase of 9% in their membership in the last year.
- a new limited licence category has been created
- they are making efforts into professional development compliance activities.

President Friesen reminded Council of Ingenium 2014 and the Council Retreat.

14.05.5 02. GOVERNMENT RELATIONS - MEET SCOTT SARNA

President Friesen formally introduced Scott Sarna, APEGM's Government Relations Consultant.

Mr. Sarna talked about his professional background along with some ideas for strategic plans for the Association.

14.05.6 03. BRAINSTORMING SESSION - OWNERSHIP LINKAGE

Council referred to a Decision Background memo from Grant Koropatnick, dated 11 September 2014.

As past monitoring reports on GP-8.7 have demonstrated, Council has not been in compliance with the ownership linkage mandate

and that the APEGM Ownership Linkage committee has not been active for several years.

President Friesen believes that part of lingering non-compliance is also a lack of clarity in how to demonstrate Ownership Linkage and how to enact it in the life of Council. President Friesen advised Council that a plan was previously discussed in which the APEGM Executive Director would invite a representative of one of Manitoba's top engineering employers to each of the 2014/2015 Council meetings for a short presentation on the realities facing their organizations and sectors.

Ownership linkage is also broader than the engineering community and reaches into the public at large – i.e. the various economic, social, and cultural sectors that make up Manitoba.

Councillors were asked to think of the following:

1. What can ownership linkage look like in the likes of Council?
2. How can a Council demonstrate ownership linkage?
3. What activities and Initiative constitute ownership linkage?
4. Which ownership groups should Council attempt link in the upcoming year?

Councillors were advised of the basic rules of brainstorming.

The following ideas were suggested during a two-minute brainstorming session:

- Hydro
- MTS
- Insurance Sector
- City of Winnipeg
- Province Sectors
- Aboriginal Communities
- Newcomers
- Architects
- Environmental interest groups
- Schools
- Teachers
- Seniors
- Universities/Post Secondary institutions
- Mothers of daughters in high school.
- Guidance Councillor Organization/Association
- Labour
- Safe Work Manitoba

- Unions
- Heavy Construction Association
- Critics of Engineers/APEGM
- Military
- Small engineering offices.
- Other Professional Association

14.05.7 *CONSENT AGENDA*

Council approved the Consent Agenda items with the adoption of the agenda.

C1. APPLICATIONS APPROVED BY THE REGISTRATION COMMITTEE

Council received a list of applications approved by the Registration Committee between June 1, 2014 and August 31, 2014.

**C2. FINANCIAL STATEMENTS AND AUDITOR'S REPORT
June 30, 2014 Financial Position
Auditor's Letter to Council**

C3. 2014 APEGM AWARD RECIPIENTS

COUNCIL EDUCATION

14.05.8 **D1. SCHEDULE OF COUNCIL MEETINGS 2014 - 2015**

Council considered a memo from Grant Koropatnick listing the proposed Council meeting dates for 2014 and 2015:

2014 - October 23 Ingenium Conference, October 24 AGM and Awards Dinner, November 14,15 Council Welcome and Orientation

2015 - January 22, March 12, May 14, June 11, September 10

Governance

14.05.9 **G1. APPOINTED COUNCILLOR COMMITTEE - 2 Re-appointments**

Council referred to a Decision Background memo from Grant Koropatnick dated 11 September 2014.

The Appointed Councillor Committee under Section 8(2) of the EGP Act has selected the following two lay members to be reappointed to another term on council:

Sheryl Rosenberg, LLB

Steve Vieweg, CPA

Approval was received from committee members:

Dr. Jonathan Beddoes, PhD, PEng, Dean, UM Faculty of Engineering, Mr. Mel Holley, Ombudsman of Manitoba

Hon. Erna Braun, MLA, Minister of Labour & Immigration

Dawn Nedohin-Macek, PEng, FEC, Chair of the Appointed Councillor Committee

It was MOVED BY Dawn Nedohin-Macek and SECONDED by Don Spangelo that Council welcomes the reappointments of Sheryl Rosenberg and Steve Vieweg to council for a 2 year term ending at the AGM in October, 2016.

CARRIED

14.05.10 G2. NOMINATING COMMITTEE SLATE OF ELECTION CANDIDATES

Council referred to a Decision Background memo from Grant Koropatnick dated 11 September 2014.

It was MOVED by Rick Lemoine and SECONDED by Warren Gendzevich that Council approves the slate of candidates for the 2014 council election.

CARRIED

Roger Rempel abstained

14.05.11 G3. COUNCIL RETREAT

Council referred to a Decision Background memo from Grant Koropatnick dated 11 September 2014.

A weekend retreat is planned for November 14 and 15, 2014. The retreat is planned to provide a welcome, orientation and governance training to all councillors at the start of the year.

It was MOVED By Jonathan Epp and SECONDED by Chris Beaumont-Smith that Council approves the retreat weekend of November 14-15, 2014.

CARRIED

**14.05.12 G4. BY-LAW AMENDMENTS 2014
REVISION TO BY-LAW 17**

Council referred to a Decision Background memo from Grant Koropatnick, dated 11 September 2014.

Council considered the proposed amendment to By-Law 17, as put forward by the Legislation Committee, whereby a vote of the general membership on a proposed change to the by-laws will occur after the annual general meeting or special meeting at which it was discussed.

Council discussed the proposed amendment.

Executive Director Koropatnick noted that the Legislation Committee feels that with a small amount of the membership at the AGM, we would capture most of the membership if the amendment passes.

Dave Ennis was in attendance as a representative of the Legislation Committee. He advised Council that the purpose of the proposed amended by-law would be to get improved participation of the membership.

Councillor Nedohin-Macek mentioned that the result of the proposed by-law revision could potentially be that fewer members would be inclined to vote. She also stated that there may be some confusion among the membership adding the extra voting step.

It was MOVED by Don Spangelo and SECONDED by Rick Lemoine that Council approves the proposed amendment to By-Law 17 "By-Law Changes."

AGREED-4
OPPOSED-5
ABSTAINED-2
MOTION DEFEATED

Councillors continued to discuss this matter after the vote was taken. Councillor Nedohin-Macek called for a Point of Order and recommended that Councillors take a five minute break and voice any concerns they may have to the Legislation Committee representative.

Council took a break at 2:20 p.m.

Council reconvened at 2:30 p.m.

EXECUTIVE DIRECTOR TITLE CHANGE

Related By-Law Amendments

Council referred to a Decision Background memo from Past President Dawn Nedohin-Macek dated 11 September 2014.

It was MOVED by Warren Gendzelevich and SECONDED by Jonathan Epp that Council approves the by-law amendments proposed for changing the title of the Association's senior employee from Executive Director & Registrar to CEO & Registrar.

CARRIED

REVISION to BY-LAW 7.1.3 LIFE MEMBERSHIP

President Friesen along with Councillor Grant provided a brief background on the proposal.

Council discussed the proposed by-law revision.

Councillor Nedohin-Macek called a Point of Order and noted that Councillor Grant may be in a position of conflict of interest.

It was MOVED by David Grant and SECONDED by Rick Lemoine that Council approves the proposed amendment to By-Law 7.1.3 "Life Membership."

CARRIED

David Grant ABSTAINED

14.05.13 G5. REVIEW OF OUTSTANDING ACTION ITEMS LIST

Council considered a memo from Grant Koropatnick dated 11 September 2014 and the cumulative outstanding action list from Council meetings after 12 June 2014:

Council reviewed the list.

- *Appeal committee of council - (Dorn) - in progress*
- *Licensee Task Group - in progress*
- *Appeal Committee - Escobar / Dube - in progress*

14.05.14 G6. Planning the Agenda for the Next Meeting and Assignment of GP Monitoring Responsibilities.

Council considered a memo from Grant Koropatnick dated 11 September 2014 and the proposed agenda for the next Council meeting on 11 December 2014.

Monitoring reports will be prepared for:

EL-3.1 Financial Condition & Activities - Grant Koropatnick

GP-13 Council Member Orientation - Jonathan Epp
GP-14 Primary Council Linkages - Warren Gendzelevich
GP-15 Council Linkage with Other Organizations – Arthur
Chapman

MONITORING - EXECUTIVE LIMITATIONS AND ENDS

14.05.15 M1. EL-3.1 FINANCIAL CONDITION

As a result of all the audit information, the EL-3.1 “Financial Condition” report is not presented this meeting. The next financial condition report EL-3.1 will be presented December 11, 2014.

M2. EL-9 EMERGENCY EXECUTIVE SUCCESSION

Council considered a Monitoring Report from Grant Koropatnick, dated 11 September 2014.

COUNCIL PERFORMANCE

14.05.16 Council considered a Monitoring Report, GP-5 Vice-President's Role and Job Description by Sheryl Rosenberg, dated 11 September 2014.

Council considered a Monitoring Report, GP-10 Code of Conduct by Kaitlin Fritz, dated 11 September 2014.

Council considered a Monitoring Report, GP-11 Conflict of Interest by David Grant, dated 11 September 2014.

EXECUTIVE LIMITATIONS

No revisions.

INFORMATION ITEMS

14.05.17 Council considered and received the following information items:

N1. Membership statistics as at August 31, 2014

N2. Financial Statement - August 31, 2014

N3. Minister, Deputy Minister Meetings

License Category - Act Change Update

N4. Engineers Canada Director's Report -

N5. Geoscientists Canada Director's Report

NICE TO KNOW ITEMS

- 14.05.18** F1. Celebrating Manitoba Presidents
F2. Digvir Jayas, PhD, P.Eng. - ASABE Award Winner
F3. Meet Glenn Churchill, P.Eng.
F4. "Life Without Engineers" Cartoon-of-the-Week

14.05.19 **V1. REVISED EVALUATION PAGE FOR THE MEETING**

President Friesen created an online version of the self-evaluation page. Council was asked to evaluate its' behaviours and performance in the meeting by clicking their responses to the online survey questions. Results were displayed on the Smart Board.

Some Councillors expressed comments during the evaluation time:
Councillor Rempel: if conflict of interest is raised Council should really explore that more fully around the table... maybe we are all in conflict.

Councillor Nedohin-Macek thanked Council for the hospitality. She stated that serving on Council has been a wonderful experience.

President Friesen thanked those Councillors whose terms have ended for their service and expressed thanks to Councillor Dawn Nedohin-Macek for her expertise in Roberts Rules.

Councillor Epp thanked those councillors who are leaving for their valuable input.

Councillor Rosenberg mentioned that the by-law revision for life membership age change was added to the agenda fairly late and had it been added earlier, it may have prevented Council's lengthy discussion.

14.05.20 **ADJOURNMENT**

The meeting adjourned at 3:36 p.m.

The next meeting of Council will be held at 12:00 noon on 11 December 2014.

Marcia Friesen, P.Eng., FEC
President

Ld/ 01000/01100/2014 September 11 Council Minutes

Grant Koropatnick, P.Eng., FEC
Executive Director & Registrar