



Minutes of a meeting of **COUNCIL** of the Association of Professional Engineers and Geoscientists of the Province of Manitoba, held on **THURSDAY, March 12, 2015** in the Association premises at 870 Pembina Highway, Winnipeg, Manitoba R3M 2M7.

PRESENT: Howard Procyshyn, presiding; Arthur Chapman; Chris Beaumont Smith; Fred Cross; Ruth Eden; Jonathan Epp; Marcia Friesen; Kaitlin Fritz; Pamela Fulton-Regula; Warren Gendzelevich; David Grant; Sarantos Mattheos; Lesley McFarlane; Roger Rempel; Brett Todd; Steven Vieweg

ALSO PRESENT: Grant Koropatnick; Lorraine Dupas; Mike Gregoire; Sharon Sankar; William Boyce; Scott Sarna; Angela Moore; Gemma Keatch, Ganpat Lodha (Geoscientists Canada Director) Rick Lemoine, Derek Drayson (UM Geology Club) Troy Gallik, (UM Geology Club)

REGRETS: Digvir Jayas; Sheryl Rosenberg

15.02.1 CALL TO ORDER AND INTRODUCTIONS

President Procyshyn called the meeting to order at 12:32 p.m. All councillors, observers, and staff introduced themselves.

HEALTH AND SAFETY MOMENT

- Watch out for falling icicles.
- It's bicycle and motorcycle season. Watch out for cyclists.
- Be careful walking when it's icy outside.

15.02.2 ADOPTION OF AGENDA

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

CARRIED

15.02.3 MINUTES OF THE COUNCIL MEETING OF 22 January 2015

It was **MOVED** by Jonathan Epp and **SECONDED** by David Grant that the Minutes of the Council meeting of 22 January 2015 be approved with the following amendment:

Amend the minutes with the words provided by Councillor Grant when approving the minutes of December 11, 2014 (at the January 22, 2105 council meeting). Amending item 14.06.13 Election of

Vice-president: They were paper ballots and counted by Grant Koropatnick and Mike Gregoire. Mr. Koropatnick returned from the count and returned with the results. Mr. Gregoire shredded the ballots.

CARRIED

15.02.4 01. CHAIR'S REPORT - President Howard Procyshyn, P.Eng.

President Procyshyn reported that he attended two of the public information sessions on the Act amendment proposal. At one session a member voiced his opposition to ProDev – the continuing professional development program. President Procyshyn noted that this may not be an isolated position, particularly among members nearing retirement or those newly retired.

Director of Professional Standards Mike Gregoire reported that in January, there were over 400 members that had not reported any CPD hours, and over 700 members that had reported between 0 and 240. As of today, the number who have not reported any hours is down to 130 and those who have reported between 0 and 240 hours is down to approximately 330.

Mr. Koropatnick advised that the intent of engineering regulators across Canada is for a member to report in their home jurisdiction and submit a declaration of compliance in the other associations where they are registered. However, he added that some regulators have not yet implemented this policy.

President Procyshyn thanked those councillors who were able to attend the public information sessions.

15.02.5 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 January 1, 2015 and February 28, 2015.

C2. REVISIONS TO THE POLICY HANDBOOK

Two revisions were made to the governance policy handbook: (1) changing the title of Executive Director to CEO as per the amended

by-law 3.3.3 and (2) revised policy GP-13 Council Member Orientation. The latest version is dated March 12, 2015.

COUNCIL EDUCATION

15.02.6 D1. COUNCIL AND CEO COMMITTEES OVERVIEW: COMPARISON AND IMPLICATIONS FOR COUNCIL

Council referred to an education item prepared by Marcia Friesen, P. Eng., dated 12 March 2015.

Past-President Friesen presented the topic for council education. She stated that the purpose was to remind council of the distinction between council committees and CEO committees under the Carver Governance model.

Dr. Friesen explained that a CEO committee is created by and reports to the CEO. A CEO committee is for assisting the CEO in achieving the day-to-day operations of the Association. She further explained that Council committees are typically created under a legislative mandate (reference in the Act) and normally don't have direct dealings with business operations.

Some councillors questioned why the Professional Development Committee and the Legislation Committee had been disbanded without input from Council.

Council was advised that both of these committees were CEO committees and not committees of Council.

CEO Grant Koropatnick distributed a memorandum N5 – Disbanding of Two Committees. He gave a thorough explanation; noting some history and important changes to the Association over the years.

Councillor Rempel commented that it would be helpful for councillors to receive information on potentially sensitive issues in a timely manner so that they can provide an informed response when they are approached by the membership.

President Procyshyn thanked councillors for a good discussion and Past-president Friesen for presenting this important education item.

Councillor Epp suggested a topic for the next council education session: How to get items placed on the agenda.

2:00 p.m. council took a break.

2:20 p.m. Council reconvened.

GOVERNANCE

15.02.7 G1. EGP Act Section 8(4) Resolution of Council

Council referred to a Decision Background memo from Grant Koropatnick dated 12 March 2015.

It was MOVED by David Grant and SECONDED by Arthur Chapman be it resolved that the absence of Councillor Steve Vieweg from three successive regular meetings be excused according to the provision of Section 8(4) in the Act.

CARRIED
S. Vieweg abstained

15.02.8 G2. NOMINATING COMMITTEE TERMS OF REFERENCE

Council referred to a Decision Background memo from Grant Koropatnick dated 12 March 2015.

Past President Friesen stated that she provided a monitoring report on GP-8.1 Nominating Committee at the January meeting. Discussion took place on the procedure used for populating the Nominating Committee. The method of randomly selecting five members from the AGM floor may not serve council or the membership well.

It was MOVED by Marcia Friesen and SECONDED by Lesley McFarlane that GP 8.1 be amended as follows: clause 3.3 be deleted and clause 3.1 be amended to read "five of whom are appointed by Council".

MOTION DEFEATED
M. Friesen - Abstained

Council discussed the matter further.

Past President Friesen offered to re-work the recommendation based on the discussion that took place and submit it for the next council meeting agenda.

15.02.9 G3. HONORARY LIFE MEMBERSHIP NOMINEE

Council referred to a Decision Background memo from Grant Koropatnick dated 12 March 2015.

It was MOVED by David Grant and SECONDED by Roger Rempel that Council approves the nomination of Digvir S. Jayas, P.Eng for the 2015 Honorary Life Membership.

CARRIED - Unanimous

15.02.10 G4. EXECUTIVE COMMITTEE TERMS OF REFERENCE

Council considered a monitoring report from Councillor Jonathan Epp, dated 12 March 2015.

Article 1.3 – it was noted that the numbering in policy GP-8.3 is incorrect in the governance policy handbook; Financial Condition is EL-3.1 (not EL-4 as shown).

It was MOVED by Jonathan Epp and SECONDED by Roger Rempel that the governance policy handbook be edited to reflect the correct numbering.

CARRIED

It was MOVED by Jonathan Epp and SECONDED by Lesley McFarlane to change Article 2.1 in policy GP-8.3: The Committee has authority to act on behalf of Council only as specified under part 1 above and as per By-Law 4.5.2. Further, the Committee must report to Council at or no later than the June meeting any financial decisions taken on its behalf for inclusion in the minutes of the subsequent council meeting.

CARRIED

D. Grant - abstained

15.02.11 G5. REVIEW OF OUTSTANDING ACTION ITEMS LIST

Council considered a memo from Grant Koropatnick dated 22 January 2015 and the cumulative outstanding action list from Council meetings after 22 January 2015:

Council reviewed the list.

- *Appeal committee of council - (Dorn) - in progress*
- *Licensee Task Group - in progress*

- *Appeal Panel – (Escobar) – in progress*
- *Ownership Linkage Committee – first meeting TBA*

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

Council considered a memo from Grant Koropatnick dated 12 March 2015 and the proposed agenda for the next Council meeting on 14 May 2015.

Add council education topic: How to get items onto the agenda.

Monitoring reports will be prepared for:

- GP-3 Council Role and Job Description – Councillor Rempel
- GP-8.9 Registration Committee – Councillor Todd
- GP-9 Council and Committee Expenses – Councillor Beaumont Smith
- GP-12 Cost of Governance – Councillor Fulton-Regula

MONITORING - EXECUTIVE LIMITATIONS AND ENDS

15.02.13 M1. EL-3.1 FINANCIAL CONDITION

Council considered a Monitoring Report from Grant Koropatnick, dated 12 March 2015.

M2. EL-6 APPLICATION OF THE ACT

Council considered a Monitoring Report from Grant Koropatnick, dated 12 March 2015.

COUNCIL PERFORMANCE

15.02.14 Council considered a Monitoring Report, GP-8 Council Committee Structure by Ruth Eden, dated 22 February 2015. Councillor Eden spoke to the report. The chairs of the RC and IC expressed concerns about term limits; some committee members were long over their term limits. Council is not compliant.

Council considered a Monitoring Report, GP-8.2 Past President's Committee by Kaitlin Fritz, dated 12 March 2015. Councillor Fritz spoke to the report. Council is compliant.

Council considered a Monitoring Report, GP-8.2 Executive Committee by Jonathan Epp, dated 12 March 2015. Council is compliant.

Council considered a Monitoring Report, GP-8.4 Discipline Committee by Sarantos Mattheos, dated 12 March 2015. Councillor Mattheos spoke to the report. Council is compliant.

Clarification on the procedure for submitting monitoring reports was requested. Mr. Koropatnick replied that when councillors complete their monitoring reports they should e-mail them to him (copying the President) and he will upload the file to the online agenda.

EXECUTIVE LIMITATIONS – NONE
COUNCIL – EXECUTIVE DIRECTOR RELATIONSHIP

INFORMATION ITEMS

15.02.15 Council considered and received the following information items:

- N1. Act Amendment Proposal – Charitable Giving Added
- N2. Guideline on Climate Change Adaptation
- N3. Keeping Up: Mandatory CPD Across Canada
- N4. Radio Ad for PEGW
- N5. Membership statistics as at February 28, 2015
- N6. Financial Statement February 28, 2015
- N7. Engineers Canada Director's Report
- N8. Geoscientists Canada Director's Report

15.02.16 **V1. SEE THE SURVEY RESULTS FROM LAST MEETING**

V2. ONLINE EVALUATION PAGE FOR THE MEETING

Council was asked to evaluate its' behaviours and performance in the meeting by clicking their responses to the survey questions.

What is the most important thing Council could do to improve the next meeting?

- Send out emails on timely, sensitive topics so that councillors can be more aware of these issues.
- Council will review the evaluation page at the beginning of the next meeting.

NICE TO KNOW ITEMS

- 15.02.21** F1. Watch for these Coming Events
F2. Filipino Members Chapter Technical Conference and AGM
F3. See “Engineering Infrastructure” You Tube Pick of the Week

15.02.22 **ADJOURNMENT**

The meeting adjourned at 4:08 p.m.

The next regular meeting of Council will be held at 12:00 noon on 14 May 2015.

Howard Procyshyn, P.Eng.
President

Ld/ 01000/01100/2015 March 12 minutes

Grant Koropatnick, P.Eng.
CEO & Registrar