

Minutes of a meeting of the council of Engineers Geoscientists Manitoba held on Thursday, March 16, 2017 in the Association premises at 870 Pembina Hwy, Winnipeg, Manitoba, R3M 2M7.

PRESENT: Lindsay Melvin, presiding; Doug Bell; James Blatz; Jay Doering; Ruth Eden; Jonathan Epp; Neil Klassen; Lesley McFarlane; Dave Owens

ALSO PRESENT: Grant Koropatnick; Fiona Hillier; Digvir Jayas; Ganpat Lodha; Nusraat Masood

REGRETS: Janet Gauthier; John Guenther; Sarantos Mattheos; Don Spangelo; Chris Trenholm

OBSERVERS: Mike Gregoire; Angela Moore; Sharon Sankar; Scott Sarna; David Grant, Dave Ennis

17.02.1 CALL TO ORDER AND INTRODUCTIONS

President Melvin called the meeting to order at 12:30 p.m.

17.02.2 TRADITIONAL TERRITORIES ACKNOWLEDGEMENT

President Melvin read the statement acknowledging the traditional lands on which Engineers Geoscientists Manitoba sits and to recognize Engineers Geoscientists Manitoba's commitment to Indigenous peoples and communities.

17.02.3 CONFLICT OF INTEREST DECLARATION

No conflicts of interest were declared.

17.02.4 HEALTH AND SAFETY MOMENT

Councillors were reminded to be careful on icy sidewalks.

17.02.5 EVALUATION OF THE PREVIOUS COUNCIL MEETING

It is a realistic estimate that meetings will go beyond 4:00 p.m. and councillors were encouraged to plan accordingly for future meetings.

17.02.6 ADOPTION OF AGENDA

It was MOVED by Ruth Eden and SECONDED by Doug Bell that the agenda of the Council meeting be approved.

Amendment to the agenda:

- remove item N4 from Information Items and add as G6
- remove item C4 from the Consent Agenda and add as G7
- remove item C2 from Consent Agenda and add as G8

CARRIED

The agenda was adopted as amended.

17.02.7 MINUTES OF THE COUNCIL MEETING OF January 19, 2017

It was MOVED by Jay Doering and SECONDED by Jonathan Epp that the minutes of the Council meeting of January 19, 2017 be approved.

CARRIED

OWNERSHIP LINKAGE

17.02.8 O1. OWNERSHIP LINKAGE PRESENTATION – Nusraat Masood – WISE Kid-netic Energy.

At 12:36 p.m. President Melvin introduced and welcomed Nusraat Masood.

Ms. Masood thanked Council for the opportunity to speak at today's meeting and addressed the key ownership linkage questions. Some of the highlights included;

- The Association should reflect a Canadian society in order to help the public relate more to the professions.
- WISE is a not for profit organization so there is a constant need for funding and the biggest challenge is long term planning. For example, there are many opportunities in the northern indigenous communities but no funds to travel there.
- Stop talking to high school students about going into STEM fields. You need to influence the choices when they happen, which occurs around grade 8.
- Amend the code of Ethics to include the responsibility of engineers to maintain a respectful work environment.
- Amend Canon 5 to include paternity and maternity leave, top ups & part time work.

Ms. Masood invited question and comments from Council.

At 1:03 p.m. President Melvin thanked Nusraat for her presentation.

17.02.9 O2. CHAIR'S REPORT - President Lindsay Melvin, PEng, FEC

President Melvin reported that March is Engineering and Geoscience month, and as such there are many events and opportunities for ownership linkage.

President Melvin spoke of the events she attended;

- Engineers Canada's Sustainable Professions Committee meeting in Ottawa on January 24th. The committee looks at women in engineering, Indigenous, newcomers to Canada and general outreach.
- Chinese Members AGM on January 26th. The chapter is establishing a sponsor relationship with the National Bank of Canada.
- Professional Development Conference and AGM for Engineers Geoscientists New Brunswick on February 9th and 10th. Highlights included lessons learned from Elliot Lake, Mount Polley and Charbonneau, electronic seals, smart grid and the approval of by-law changes to reduce the size of their council by half.
- The Executive Committee will meet at least once in between each council meeting. Topics to include budget preparations, member services and Engineers Canada.
- This last weekend there were numerous events: Spaghetti Bridge competition (attended by Grant), Filipino Chapter AGM (attended by Jonathan), and Wise Kid-Netic Energy's Make Your Move Event (attended by Lindsay).
- India Members Chapter's professional development event on March 13th. The topic of connecting our work to the public was interesting and I appreciated the opportunity to remind members that we are all ambassadors for the professions.
- Ownership Linkage committee met to identify speakers for all council meetings from June 2017 until December 2018.

CONSENT AGENDA

17.02.10 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, 2017 and February 28, 2017

C3. MINUTES OF THE “IN CAMERA” SESSION OF January 19, 2017

COUNCIL EDUCATION

17.02.11 D1. SELF-MONITORING

It was noted that there will be a training session on the topic of “Self-Monitoring of Council Policy” with governance coach Richard Stringham on May 18, 2017, 8:30 a.m. until 12:00 p.m.

17.02.12 D2. IN CAMERA SESSION GUIDELINES

It was suggested that In-Camera sessions be a routine practice at every council meeting. A guideline was reviewed by councillors on the typical topics warranting in-camera discussions.

ENDS

None

GOVERNANCE

17.02.13 G1. AUDIT COMMITTEE CHAIR

Council referred to a Decision Background memo from Grant Koropatnick dated March 16, 2017. Audit Committee Chair Steve Vieweg, CPA resigned.

It was MOVED by Jonathan Epp and SECONDED by James Blatz that Council approve Evan Thompson as the replacement Chair for the Audit Committee for 2016-17.

CARRIED

17.02.14 G2. INVESTMENT POLICY TASK GROUP

Council referred to a Decision Background memo from Grant Koropatnick dated March 16, 2017.

It was MOVED by Ruth Eden and SECONDED by James Blatz that Council directs the Audit Committee to review the draft investment policy and to make any changes deemed necessary for prudent fiscal management; then forward the policy to Council for approval and addition to the policy manual.

CARRIED

17.02.15 G3. 2017 NOMINATING COMMITTEE

Council referred to a Decision Background memo from Grant Koropatnick dated March 16, 2017.

It was MOVED by Ruth Eden and SECONDED by Doug Bell that Council appoints Dr. Mohamed Matar, Mr. Rao Atmuri, Mr. Steven Wu, and Mr. Marc de Rocquigny to the Nominating Committee.

CARRIED

17.02.16 G4. AFI FOUNDATION LIAISON REPORT

Council referred to a report from Jonathan Epp dated March 16, 2017.

The report provided a brief history on the foundation, a record of what happened at the January meeting and gave four recommendations that are considered germane to Council's relationship with the foundation.

It was agreed that a working relationship with the foundation has potentials benefits for both parties. An invitation to meet has been extended to the foundation. Items of discussion could include;

- Identifying the purpose of the Foundation going forward.
- Old name "APEGM Foundation" and possible re-branding.

Councillor Blatz and Councillor Doering volunteered to work with Vice-President Epp to continue the relationship between the Foundation and Council.

President Melvin asked if there were any objections on receiving the report. Hearing no objections, Council received the report as presented.

17.02.17 G5. SPECIAL MEETING AGENDA TOPICS

Council referred to a Decision Background memo from the Executive Committee dated March 16, 2017.

It was MOVED by Ruth Eden and SECONDED by James Blatz that Council approves the proposed agenda topics for the April 12, 2017 Special Meeting.

CARRIED

It was suggested that information on in-camera sessions could be included under the topic of Policy Governance.

17.02.18 G6. (formerly N4.) AUDIT COMMITTEE CHAIR’S REPORT

James spoke to the Audit Committee Chair’s Report and the 7 priorities. It was noted that the minutes from the Audit Committee meetings will be a regular item in the Council online agenda under the Information section.

It was suggested that the Audit Committee Chair attend and observe the June Council meeting when the budget is being voted on. James will talk to the committee to see if there would be a perceived conflict of interest.

President Melvin asked if there were any objections from Council on receiving the report. Hearing no objections, Council received the report as presented.

17.02.19 G7. (formerly C4.) PROPOSED FEE FOR SUSPENSION REVERSAL

Council referred to a Decision Background memo from the Grant Koropatnick dated March 16, 2017.

It was MOVED by Jay Doering and SECONDED by Jonathan Epp that Council approve the fee of \$100 for the removal of a suspension; coming into effect January 1, 2018; contingent on the planned addition to By-Law 9.2 “Fees.”

CARRIED

17.02.20 G8. (formerly C2.) MANUAL OF ADMISSIONS UPDATE

It was MOVED by Ruth Eden and SECONDED by Neil Klassen that council accepts the updates to the manual of admissions.

CARRIED

17.02.21 G9. (formerly G8) REVIEW OF OUTSTANDING ACTION ITEMS LIST

Council considered a memo from Grant Koropatnick dated March 16, 2017 and the cumulative outstanding action list from Council meetings after December 8, 2016.

- Ownership Linkage Committee – in progress
- GP-10 Mediation Process Task Group – in progress
- 14.03 Appeal Panel – in progress
- 16.01 Appeal Panel – in progress
- 16.02 Appeal Panel – in progress
- By-law Task Group – in progress
- Chapter Constitution Task Group – in progress
- GP-15 Non-compliance – in progress

17.02.22 G10. (formerly G9) PLANNING AGENDA FOR THE NEXT MEETING

Council considered a memo from Grant Koropatnick dated March 16, 2017 and the proposed agenda for the next Council meeting on May 18, 2017.

Monitoring reports will be prepared for:

EL-2 Treatment of Staff – Koropatnick
EL-5 Interactions with Members – Koropatnick

Councillors have been assigned to complete a monitoring report on the following:

GP-3 Council Role and Job Descriptions – McFarlane
GP-8.9 Registration Committee – Eden
GP-8.11 Audit Committee – Spangelo
GP-9 Council and Committee Expenses – Guenther
GP-12 Cost of Governance – Owens

2:05 p.m. Council took a break

2:11 p.m. Council returned from break

EXECUTIVE LIMITATIONS AND ENDS

17.02.23 M1. E-2 MEMBER COMPETENCE MONITORING

Review of Monitoring Report by Grant Koropatnick dated March 16, 2017

It was MOVED by Dave Owens and SECONDED by Ruth Eden that council has assessed the monitoring report for E-2 and determined that the report demonstrates compliance with the reasonable interpretation of the Council's policy.

Amendment to the motion to include; with the exception of:

1. The parent clause which requires a proposed metric for compliance and the associated evidence to be presented.
2. Clause 2.1 which requires a rationale linking the interpretation with the metric.

Hearing no objections, Council voted on the amended motion

CARRIED

17.02.24 M2. E-5 DIVERSITY MONITORING REPORT

Review of monitoring report EL-1 by Grant Koropatnick dated March 16, 2017

It was MOVED by Jonathan Epp and SECONDED by Lesley McFarlane that council has assessed the monitoring report for E-5 and determined that the report demonstrates compliance with the reasonable interpretation of the Council's policy with the exception of the parent clause which requires a proposed metric for compliance and the associated evidence to be presented.

Amendment to the motion:

Remove "with the exception of the parent clause which requires a proposed metric for compliance and the associated evidence to be presented."

Council voted on amending the motion

CARRIED

Council voted on the amended motion

CARRIED

Council was in agreement with Grant revising his metric to state that compliance will be achieved when the register shows more Indigenous members on January 1st than the previous year.

17.02.25 M3. EL-3.1 FINANCIAL CONDITION

Review of monitoring report EL-4 by Grant Koropatnick dated March 16, 2017

It was MOVED by James Blatz and SECONDED by Neil Klassen that council has assessed the monitoring report for EL-3.1 and determined that the report demonstrates compliance with the reasonable interpretation of the Council's policy.

CARRIED

17.02.26 M4. EL-6 APPLICATION OF THE ACT

Review of monitoring report EL-7 by Grant Koropatnick dated March 16, 2017

It was MOVED by Jonathan Epp and SECONDED by Ruth Eden that council has assessed the monitoring report for EL-6 and determined that the report demonstrates compliance with the reasonable interpretation of the Council's policy, with the exception of:

1. Clause 6.1 requires a threshold metric so that compliance can be determined by the evidence presented.
2. Clause 6.2 and 6.3 require the compliance statements to show a threshold metric related to the evidence.

CARRIED

3:07 p.m. Council took a break

3:14 p.m. Council returned from break

COUNCIL PERFORMANCE

17.02.27 P1. GP-6 Governance Succession - Eden

Monitoring Report by Councillor Eden dated March 16, 2017 (held over from January 19, 2017)

It was MOVED by Jay Doering and SECONDED by James Blatz to accept the report with the recommendation to amend GP-8.1.

CARRIED

Councillor Eden and Councillor Doering volunteered to work on a proposed amendment to GP-8.1.

17.02.28 P2. GP-7 Council Committee Principles – Owens

Monitoring Report by Councillor Owens dated March 16, 2017 (re-submitted with revisions)

Hearing no objections the report was accepted and it was requested that Councillor Owens and Councillor Bell continue to work on GP-7.

- 17.02.29 P3. GP-8.1 Nominating Committee - Mattheos**
Monitoring Report by Councillor Mattheos deferred to May meeting
- 17.02.30 P4. GP-8.2 Past President's Committee - Blatz**
Monitoring Report by Councillor Blatz dated March 16, 2017

Hearing no objections the report was accepted.
- 17.02.31 P5. GP-8.3 Executive Committee - Trenholm**
Monitoring Report by Councillor Trenholm dated March 16, 2017

Hearing no objections the report was accepted.
- 17.02.32 P6. GP-8.4 Discipline Committee - Gauthier**
Monitoring Report by Councillor Gauthier dated March 16, 2017

Hearing no objections the report was accepted.
- 17.02.33 P7. GP-8.5 Investigation Committee - Doering**
Monitoring Report by Councillor Doering dated March 16, 2017

Hearing no objections the report was accepted. Vice-President Epp and Councillor Doering volunteered to work on the report recommendations.

EXECUTIVE LIMITATIONS

- 17.02.34 S1. EL-8 REVISION TO INCLUDE ACT CHANGES**
Council referred to a Decision Background memo from Don Spangelo dated March 16, 2017.

It was MOVED by Lesley McFarlane and SECONDED by Ruth Eden that Council approves the following revision to the Executive Limitation policy EL-8:

10. Fail to provide to the Council a Required Approvals agenda containing proposed changes to the Act, Bylaws, Code of Ethics, polices or regulations.

Amendment to the motion: It was MOVED by Jonathan Epp and SECONDED by Ruth EDEN to change the wording

From: "Fail to provide to the Council a Required Approvals agenda containing proposed changes to the Act, Bylaws, Code of Ethics, polices or regulations."

To: "Request changes to the Act or regulations without the approval of Council."

Amendment to the amended motion: to change the word "Request" to "Authorize".

It was MOVED by Jay Doering and SECONDED by Neil Klassen to table the motion to the next meeting.

CARRIED

The motion has been tabled.

COUNCIL-CEO RELATIONSHIP

None

INFORMATION ITEMS

- 17.02.35** Council received the following information items:
- N1.** Membership Stats as at February 28, 2017
 - N2.** Financial Statement as at January 31, 2017
 - N3.** Members Written-off Report
 - N4.** Audit Committee Chair's report
 - Audit Committee minutes from January 26, 2017 meeting
 - 7 Priorities
 - N5.** Problem for an Entire Gender: Boys, Men Not Adapting to Changing Job Market
 - N6.** Engineers Canada Director's Report
 - Your Feedback is Invited - Engineers Canada Survey of Councillors
 - N7.** Geoscientists Canada Director's Report
 - Geoscientists Canada Board Meeting Briefing
 - N8.** Dorn vs Engineers Geoscientists Manitoba - Court Decision
 - N9.** Indigenous Members Declaration
 - N10.** Final Year Engineering Students 2016 Survey - National Results
 - Key Points from the Executive Summary
 - N11.** The Future of Renewable Energy
 - N12.** Filipino Chapter AGM Report
 - Chapter Report Power Point Presentation
 - N13.** UMES Student Council Election Results

SELF-EVALUATION

- 17.02.36** President Melvin invited a roundtable discussion on the meeting. All councillors offered their comments both verbally and on the written evaluation page.

NICE TO KNOW ITEMS

- 17.02.37** **F1.** Fortune Cookie Wisdom
F2. Hidden Figures - a "Must See" Movie
F3. Events:
 ENGAP Grad Dinner March 22, 2017 – table
 UMES Grad Dinner April 1, 2017 - table
 YMCA-YWCA Women of Distinction Awards Dinner May 3, 2017 - table

17.02.38 ADJOURNMENT

The meeting adjourned at 4:26 p.m.

The next meeting of Council will be held at 12:30 p.m., Thursday, May 18, 2017.

Lindsay Melvin, M.Sc., MBA, P.Eng., FEC
President

Grant Koropatnick, P.Eng. FEC
CEO & Registrar