



APPROVED

COUNCIL MEETING
February 3, 2005
Edmonton APEGGA Office
Edmonton, Alberta

MINUTES

PRESENT

President	Linda Van Gastel, P.Eng.
President-Elect	Larry Staples, P.Eng.
Vice-President	Dave Chalcroft, P.Eng.

Councillors	Julie Aitken, P.Geoph.
	Chrys. Dmytruk, P.Eng.
	Kim Farwell, P.Eng.
	Darcie Greggs, P.Geol.
	Jack Hole, P.Eng.
	Barbara Howes, P.Eng.
	Dr. Ian McIlreath, P.Geol.
	Dr. John Moldon, P.Eng.
	Dr. John Peirce, P.Geoph.
	Jane Tink, P.Eng.
	Nick Trovato, P.Eng.
	Wim Veldman, P.Eng.

Public Members	Dr. Larry Ohlhauser
	Bill Grace, FCA

CCPE Directors Darrel Danyluk, P.Eng.
Dale Miller, P.Eng.

CCPG Directors Dr. Gordon Williams, P.Geol.
Brenda Wright, P.Geol.

Branch Observers Dr. Ron Hinds, P.Geoph.
Darwin Juell, P.Eng.
Mustafa Malik, P.Eng.
Andrew Poole, P.Eng.
Roy Roth, E.I.T.
Sheldon Stark, P.Eng.

Staff Neil Windsor, P.Eng.
Ray Chopiuk, P.Eng.
Penny Colton, P.Geoph.
George Lee
Lianne Lefsrud, P.Eng.
Pat Lobregt
Philip Mulder, APR
Ginny Nicholson, CMA
Dr. Milt Petruk, P.Eng.
Ross Plecash, P.Eng.
Bill Santo, P.Eng.
Al Schuld, P.Eng.
Len Shrimpton, P.Eng.
Dave Todd, P.Eng.
Mark Tokarik, P.Eng.

ABSENT

Past President Mike Smyth, P.Eng.

Public Members Hugh Planche

1. CALL TO ORDER

The meeting was called to order at 8:30 a.m. The President, Linda Van Gastel, P.Eng. Chaired the meeting and the Executive Assistant, Trish Williams recorded the minutes.

A moment of silence was held in remembrance of Director, Special Projects, Stewart McIntosh, P.Eng. and Council Public Member, Dr. Norm Wagner. It was also noted that the Investigative Committee Public Member, Phil Lulman passed away recently.

Council welcomed new Public Member, Bill Grace, FCA, who has been appointed in place of Dr. Norm Wagner for a three year term, concluding on January 27, 2008.

The President informed Council that Public Member, Hugh Planche has agreed to continue as a Public Member on Council for the interim and that the Minister has agreed not to appoint a new Public Member in his place at this time.

2. APPROVAL OF AGENDA

The agenda was approved as distributed with the recommended added items:

- 8.6 Governance Committee Verbal Report
- 11.2 RedR Update on Tsunami Relief
- 11.3 Correspondence From Members
- 11.4 Honorary Member

Adjournment was placed before the Strategic Issues discussion.

IN-CAMERA MEETING

3. IN-CAMERA REPORTS

3.1 Investigative Committee Information Report

Al Schuld, P.Eng. presented the Investigative Committee information report.

Advice from the Investigative Committee and Appeal Board regarding publication policy will be forwarded to Council and the item will be placed on the April 22 Council agenda.

3.2 Practice Review Board Information Report

Ray Chopiuk, P.Eng. presented the Practice Review Board information report. **Council requested that the Board's next report indicate what the Practice Review Board would do if it found a member's PPMP to be inadequate.**

4. REPORT FROM IN-CAMERA MEETING

There was no report from the In-Camera Meeting.

5. CONSENT AGENDA

MOVED AND SECONDED

05-01

THAT the consent agenda be approved as presented with the removal of items 5.1, 5.6.3.2 and 5.6.9 for discussion.

CARRIED

6. BUSINESS ARISING FROM THE MINUTES

Concerns were expressed by Council on the content of the minutes. The pros and cons of including names, numbers of votes for motions, differences of opinions and more information were discussed.

Council consensus was that the following be contained in the minutes in future:

- names of the mover and seconder of a motion.
- the number of votes for and against a motion.
- the essence of discussions as appropriate.

The President Elect will be responsible for counting the votes at Council meetings.

MOVED BY J. MOLDON AND SECONDED BY K. FARWELL

05-02

THAT the minutes of November 25, 2004 be approved as presented.

CARRIED UNANIMOUSLY

7. EXECUTIVE COMMITTEE REPORT

7.1 February 2, 2005 Meeting of the Executive Committee

The Executive Director gave a verbal report on this meeting. The main purpose of the meeting was primarily to prepare for the Council meeting.

The schedule of Council meetings was discussed. It was recommended that the February Council meeting each year be moved to a week later in February to accommodate the audited financial statements which are presented to Council each year for approval and also to allow a longer time between Council meetings to prepare. Similarly, it was recommended that the September Council meeting each year be moved to a week later in September to accommodate the Business Plan which is also presented to Council each year for approval.

The Executive Committee discussed whether the strategy discussions held in the afternoon portion of the Council meeting should be held in a public meeting or not, as Council should be able to comment freely on any issue as an extension of the Strategic Retreat.

Council also discussed this matter, acknowledging that brainstorming in a public session would keep Council transparent but could restrict debate since sensitive issues might be discussed.

The possibility of placing the Council Agenda on the APEGGA website was also considered. **The matter was delegated to the Governance Committee and recommendations will be brought back to Council.**

The President drew Council's attention to the matter of encouraging aboriginals to enter the professions and finding ways to support aboriginal students. She suggested that **Council members forward contact details to the Executive Director or the Director Internal Affairs of anyone who is involved in this type of work.**

Jane Tink, P.Eng. will forward to the Executive Committee names of aboriginals she is aware of who are involved in the engineering profession. Kim Farwell, P.Eng. and Brenda Wright, P.Geol. will also forward names of aboriginals working in Fort McMurray, including names of graduates from the University of Manitoba.

8. COUNCIL COMMITTEE/TASK FORCE REPORTS

8.1 Finance Committee Report

8.1.1 Draft Audited Financial Statements

The Director Internal Affairs presented the draft audited Financial Statements which were distributed to Council. He indicated that the Finance Committee had reviewed the statements and had agreed to support them and recommend approval from Council.

Council agreed that the terms of reference for the proposed Audit Committee should reflect that the Audit Committee is to meet with the Auditor with and without management to confirm that all was in order with the financial statements.

Concern was expressed on the over-budget expense on some items and under-budget expenses on other items. **The Finance Committee will develop guidelines on internal transfers and bring recommendations to Council at the April Council meeting.**

MOVED BY D. CHALCROFT AND SECONDED BY J. AITKEN

05-03

THAT Council approve the 2004 financial statements as presented for publication in the 2004 Annual Report, and presentation at the Annual General Meeting.

CARRIED

MOVED BY D. CHALCROFT AND SECONDED BY J. PEIRCE

05-04

THAT Council recommend to the membership at the April 2005 Annual General Meeting that Bruce H. Childs, CA be reappointed as Auditor for the financial year 2005.

CARRIED UNANIMOUSLY

The Audit Committee will review the practice of rotating auditors to determine the appropriate length of time to employ a single auditor.

8.2 Strategic Planning Task Force

The President Elect presented the report to Council and Consultation Draft of the APEGGA Strategic Plan for the Decade to 2015 which the task force is preparing to take to the membership and to the stakeholders listed in the report.

After the public consultation, the task force will take the feedback into account and the next draft will be presented for information at the April 22 Council meeting. This draft will then be finalized at the Strategic Retreat in May and presented to Council for approval at the June 16 Council meeting.

The consensus of the meeting was that the proposed process for seeking feedback on the strategic plan should proceed. **Council members were requested to forward any comments to the President Elect by the end of March.**

The President Elect presented a slide presentation on the strategic retreat goals and the retreat agenda and timing. It was agreed that the Strategic Retreat should be held from May 4 – May 6.

8.3 Regulatory Task Force Report

The Deputy Registrar presented his report to Council which was further to the report provided by the task force at the November Council meeting. On January 7 this item was discussed at a manager's retreat and again at another meeting with key regulatory staff where feedback was obtained.

The President and the Chair of the Regulatory Task Force, Kim Farwell, P.Eng. agreed that it was a good report and that **it now should be left with the task force for consideration, keeping in mind the ends, the means and the accountability process**

for committees and bring back recommendations to Council in April. The President thanked staff for the work done on this matter.

8.4 Inclusivity Consultation Committee

The President noted that on the report Larry Staples, P.Eng. is listed as a Co-Chair of this committee and informed Council that Dave Chalcraft, P.Eng. is the only Chair.

The Consultation Committee has developed a White Paper which forms the basis of the consultation program with members. The White Paper articulates the reasons why APEGGA proposes to move the Inclusivity initiative forward, what the implementation issues are, and what the options are to accomplish the goal. The Consultation Committee has also engaged Ipsos-Reid, a national communication consultant which has developed a three-phase consultation program on behalf of the Consultation Committee. The report advises Council that the Consultation Committee intends to proceed with the consultation program as outlined in the report.

A final recommendation will be brought to Council in February 2006. If Council decides to move forward with the creation of a new category there would be a full membership vote.

Dave Chalcraft, P.Eng. invited Council feedback on the section “Why Consider Changing the Regulatory Model”. After some discussion the President invited members to continue the discussion in the afternoon session.

8.5 Act, Regulations & Bylaws Committee

8.5.1 Proposed Amendments for 2005 AGM

The Vice President presented this report to Council which specifies proposed changes to the Act, Regulations and By-Laws in relation to voting rights, voting arrangements and electronic voting.

There was a concern that Registered Professional Technologists (geological) and (geophysical) are being omitted from the act change. **This will be verified and corrected if necessary.**

MOVED BY D. CHALCROFT AND SECONDED BY N. TROVATO

05-05

THAT Council approve the presentation of the following proposed amendments to the Act, Regulations and By-Laws to the membership at the 2005 APEGGA Annual Meeting, and recommend their adoption and referral to the Minister of Human Resources and Employment for amendments as needed to the Act and Regulations.

CARRIED UNANIMOUSLY

8.6 Governance Committee

The President updated Council on the activities of the Governance Committee which has met twice since the last Council meeting. The committee has considered the recommendations from the Finance Committee regarding the formation of an Audit Committee. **The Terms of Reference have been developed and will be presented to Council for approval at the April 22 Council meeting.**

It was agreed that the membership of the Audit Committee should comprise at least four members of Council, none of whom will be on the Executive Committee and one of whom will be a public member. It will be an arms-length and independent committee and Bill Grace, FCA has been requested to serve as the Public Member on the committee because of his extensive accounting background.

The Governance Committee is also considering Terms of Reference for the Finance Committee which will be presented to Council for approval at the April 22 Council meeting. To date the membership of the Finance Committee has comprised the Executive Committee. The committee has agreed that the membership should now comprise Executive Committee plus three Council members. One of the Council members will Chair the Finance Committee.

Both the Terms of Reference for the Audit Committee and the Finance Committee will be reviewed by Bill Grace, FCA.

The Governance Committee is also still considering the items resulting from the 2004 Strategy Session and has also agreed to review the Governance Manual to ensure that it is sufficiently detailed in its guidance. **The Governance Manual will be presented to Council for approval at the April 22 Council meeting.**

9. EXECUTIVE DIRECTOR REPORTS

9.1 Public Member Appointments

A vote was done by email for a Public Member appointment to Council. Bill Grace, FCA has been recommended and approved by the Minister and is now a member of Council. Dr. Gene Romaniuk is recommended to Council to sit on the Board of Examiners and Mr. Robert Stokes, RPF is recommended to Council to sit on the Investigative Committee.

MOVED BY J. MOLDON AND SECONDED BY J. AITKEN

05-06

THAT Council approve the nomination to the Minister, the named individuals for potential appointment/reappointment as Public Members on the Board of Examiners and the Investigative Committee

CARRIED UNANIMOUSLY

9.2 Practice Standards Committee

9.2.1 Advertising Guideline

This Guideline has been returned to Council for approval after its review.

Concern was expressed on the wording of “shall” and “should” in the Guideline, and whether the title of the document should include the words “And Requirements”. There was consensus that legal implications could arise, although there was a realization that there is a process in place to deal with this possibility. However, Council agreed that legal counsel would be advised.

MOVED BY K. FARWELL AND SECONDED BY B. HOWES 05-07

THAT Council approve the “Guideline for Advertising of Professional Services” for publication, subject to editorial changes.

AMENDMENT MOVED BY D. CHALCROFT AND SECONDED BY J. AITKEN 05-08

THAT the Motion be amended by adding the words “legal review and.”

AMENDMENT CARRIED (12 IN FAVOUR – 3 OPPOSED)

MOVED BY K. FARWELL AND SECONDED BY B. GRACE 05-09

THAT Council table the motion until legal review is complete.

CARRIED (11 IN FAVOUR - 3 OPPOSED)

9.2.2 Guideline For Developing Rate Structures and Contracts

The title of this document was changed to “Development of Consulting Rate Structures and Contracts” to reflect that it is not a mandatory requirement, but is for consultation for members only. Excellent comments from members were received with regards to this document, including appreciation for having the document updated. Legal advice has been obtained.

MOVED BY J. MOLDON AND SECONDED BY I. MCILREATH 05-10

THAT Council approve the document “Development of Consulting Rate Structures and Contracts” for publication, subject to editorial changes

CARRIED UNANIMOUSLY

Concern was expressed that the joint AAA/APEGGA document is inconsistent in relation to this document. The Director Professional Practice informed Council that the Joint Board of Practice is presently reviewing this document and is revising it as appropriate.

The President Elect noted that the Consulting Engineers of Alberta have participated in the document and at their last meeting this document was referred

to as the definitive reference on formulating contracts for different kinds of projects. Ray Chopiuk, P.Eng. and Lianne Lefsrud, P.Eng. as well as the Practice Standards Committee were commended on a job well done.

9.3 AGM Agenda

Concern was expressed that in terms of time management, the Issue Forum item may not be utilized. It was suggested that times should be targeted to ensure the completion of the agenda. Minor amendments were made to the AGM agenda.

MOVED BY W. VELDMAN AND SECONDED BY J. PEIRCE

05-11

THAT Council approve the 2005 Annual General Meeting Agenda as amended.

CARRIED UNANIMOUSLY

9.4 Communications Department

9.4.1 Brand Strategy

At the request of Council, a Member feedback mechanism was created and both were placed on the website and on the back page of the January 2005 issue of *The PEGG*. Members were afforded the opportunity to provide feedback on a selection of four positioning tag lines, four more descriptive tag lines and four logo options (three new logos and the existing logo). Members were invited to indicate their preferred approach for each element by assigning a first, second, third and fourth choice ranking to each element.

Six hundred and seventy-four Members provided feedback or 1.6%, a statistically invalid, non-random sample.

Of the 674 respondents, 618 provided feedback on-line, 41 provided feedback digitally (either by fax or e-mail) and 15 provided feedback by mailing the form printed on the back page of *The PEGG*.

Comments were provided by 138 respondents.

A summary of the Member feedback on APEGGA's visual identity will be printed in the March edition of *The PEGG* and be available on the website. The Executive Director gave a demonstration of the new website to Council indicating its various aspects.

The question was raised whether APEGGA's name should be changed to reflect the wording "Geoscientists" instead of "Geologists and Geophysicists". It was expressed that the trend is moving towards Geoscientists using this term generically, but that individuals use their own specific titles. Presently, this matter is not a major concern, but may be considered in future.

After a brief discussion on the logos, taglines and voting results and financial implications, it was acknowledged that at the November 25, 2004 Council meeting a motion was passed that staff may proceed with the Branding process. However, because the old logo was approved by Council and in the light of continuity it would be appropriate for Council to approve the new one.

MOVED BY J. HOLE AND SECONDED BY I. MCILREATH

05-12

THAT the logo, option A, be approved as presented.

CARRIED (14 IN FAVOUR – 2 OPPOSED)

9.5 MEMBER SERVICES

9.5.1 Automotive Discount Programs

APEGGA has offered an automotive discount program through Royalty Auto for several years. The agreement between Royalty and APEGGA is non-exclusive to ensure that APEGGA treats all service providers fairly. In the last half of 2004, independent, unsolicited proposals were received from three different automotive dealers offering discount programs to our members. In order to meet the requirements of our Member Services Guidelines, each offer was considered and will now be added to the list of Member Benefits.

9.5.2 Financial Services

APEGGA has offered various financial and insurance products as Member Services for years. Though aspects of an offer by RBC Royal Bank are already being provided by existing service providers, there are aspects that are unique to the RBC program. In order to fulfill the requirements of our member services guideline to treat all service providers fairly, the RBC offer was considered and found to be satisfactory and will now be added to the list of Member Benefits.

9.5.3 Expatriate Services

The Expatriate Group has been offering a range of services for expatriate workers for over eighteen years. The organization is run by a Professional Geologist based in Calgary with extensive experience working as a professional overseas. A significant portion of the Expatriate Group's clients are APEGGA members. These services will now be added to the list of Member Benefits.

9.6 APPEAL BOARD INFORMATION REPORT

The Deputy Registrar presented this information report.

10. BRANCH REPORT

Darwin Juell, P.Eng., Chair of the Peace River Branch, presented this report to Council on behalf of the Branch Chairs.

11. OTHER BUSINESS

11.1 Items From Consent Agenda

11.1.1 Insurance Review Task Force

Concern was expressed that the geoscience community was not engaged in the consultation regarding professional liability insurance. The Vice President, Chair of the Insurance Review Task Force, offered to provide a seminar to geoscience firms and present to them the results of the Insurance Review Task Force and more specifically on the question of regarding mandatory declaration of non-insurance to clients. **Penny Colton, P.Geoph. was requested to organize this meeting which the Director Internal Affairs would also attend.** Concern was expressed that insurance requirements of some constituent associations will be a major barrier to mobility.

11.1.2 Mr. David Paton and Penserv

The Executive Director informed Council that the Alberta Institute of Agrologists would like to mitigate this situation by working with APEGGA to discover a mechanism with which to deal with this case without resorting to legal proceedings. He has asked the Practice Standards Committee to develop a guideline, in conjunction with the Agrologists, that would seek to clarify what is the practice of geophysics thereby eliminating any confusion or disagreement.

11.1.3 RedR Update On Tsunami Relief

The Vice President updated Council on the Tsunami relief effort that the Registered Engineers for Disaster Relief (RedR) are undertaking. APEGGA supported the effort by suggesting to the membership via *The PEGG* and the APEGGA website that RedR was an avenue for donations.

This was a 9.0 earthquake and 200,00 people were killed in 11 countries. Approximately 5 million people were left homeless. The area most affected is the west and north coasts of Sumatra, although other areas are heavily affected. There is an unprecedented relief effort in progress.

Eighty RedR personnel have been deployed in the affected area. Some were on the scene within 24 hours. There were 25 from Australia and 18 from RedR India, 26 from the U.K., 7 from New Zealand and 3 from Canada. There are 15 other members willing to go and are on a standby list.

There was a good response to the fund-raising effort. \$80,000 was raised in personal donations from about 500 individuals, \$30,000 of which was from Alberta. \$60,000 was raised in corporate donations and there will be matching funds in federal money which will flow 100% to "Save the Children Canada".

11.1.4 Correspondence From Members

The President advised Council that when receiving communication from the membership regarding APEGGA issues, the response needs to be appropriate as follows:

- Acknowledge the document.
- Forward the document to the appropriate committee if it impacts the operations of a committee.

11.1.5 Honorary Member

In December the Executive Director circulated an email requesting that Council name David Curtis, P.E., Executive Director of the Idaho State Board of Licensure for Engineers and Land Surveyors as an Honorary Member of APEGGA. Not all members of Council have responded.

MOVED BY L. STAPLES AND SECONDED BY J. MOLDON

05-13

THAT David Curtis, P.E. be named as Honorary Member of APEGGA.

CARRIED UNANIMOUSLY

12. ADJOURNMENT

The meeting adjourned at 2:30 p.m.

13. STRATEGIC ISSUES

Council discussed strategic issues in a private session.

14. COUNCIL CAUCUS

There was no Council Caucus.