



APPROVED

COUNCIL MEETING
June 16, 2005
Edmonton APEGGA Office
Edmonton, Alberta

MINUTES

PRESENT

President	Larry Staples, P.Eng.
Past-President	Linda Van Gastel, P.Eng.
President-Elect	Dave Chalcroft, P.Eng.
Vice-President	Dr. Ken Porteous, P.Eng.

Councillors	Chrys. Dmytruk, P.Eng.
	Darcie Greggs, P.Geol.
	Barbara Howes, P.Eng.
	Dr. Judith Lentin, P.Geol.
	Dr. John Peirce, P.Geoph.
	Marc Sabourin, P.Eng.
	Kim Sturgess, P.Eng.
	Jane Tink, P.Eng.
	Nick Trovato, P.Eng.
	Wim Veldman, P.Eng.

Public Members	Bill Grace, FCA
	Dr. Larry Ohlhauser
	Hugh Planche

CCPE Director	Dan Motyka, P.Eng.
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CCPG Directors	Brenda Wright, P.Geol.
	Julie Aitken, P.Geoph.

Branch Observers Robert Arthur, P.Eng.
Daniel Bagheri, P.Eng.
James Mmbando, P.Eng.
Roy Roth, E.I.T.
Vic Saari, P.Eng.

Staff Neil Windsor, P.Eng.
Penny Colton, P.Geoph.
George Lee
Lianne Lefsrud, P.Eng.
Pat Lobregt
Philip Mulder, APR
Ginny Nicholson
Ross Plecash, P.Eng.
Sue Roberts-Jewell
Sandy Roth
Bill Santo, P.Eng.
Al Schuld, P.Eng.
Len Shrimpton, P.Eng.
Dave Todd, P.Eng.
Mark Tokarik, P.Eng.
Trish Williams

Observers Dr. Gary Faulkner, P.Eng.
Dr. Roger Toogood, P.Eng.

ABSENT

Councilors Kim Farwell, P.Eng.
Jim Beckett, P.Eng.

CCPE Director Darrel Danyluk, P.Eng.

1. CALL TO ORDER

The meeting was called to order at 8:30 a.m. The President, Larry Staples, P.Eng. chaired the meeting and the Executive Assistant, Trish Williams recorded the minutes.

2. APPROVAL OF AGENDA

MOVED BY W. VELDMAN AND SECONDED BY J. PEIRCE

05-29

THAT the agenda be approved as distributed.

CARRIED UNANIMOUSLY

IN-CAMERA MEETING

3. IN-CAMERA REPORTS

3.1 Investigative Committee Information Report

The Deputy Registrar presented the Investigative Committee Information Report.

3.2 Practice Review Board Information Report

The Assistant Director Professional Practice presented the Practice Review Board Information Report.

4. REPORT FROM IN-CAMERA MEETING

There was no report from the In-Camera meeting.

5. CONSENT AGENDA

MOVED BY N. TROVATO AND SECONDED BY K. PORTEOUS

05-30

THAT the consent agenda be approved as distributed.

CARRIED UNANIMOUSLY

6. BUSINESS ARISING FROM THE MINUTES

There was no business arising from the Minutes.

7. EXECUTIVE COMMITTEE REPORT

7.1 June 15, 2005 Meeting of the Executive Committee

The Executive Director reported that the Executive Committee had a positive meeting with the ASET executive on June 9. Several areas where the two associations could cooperate, especially at the Branch level, were discussed.

The following issues were discussed at the June 15 Executive Committee meeting:

- Affinity payments
- Standing Policy Committee
- Life Member categories
- University of Calgary Highway Safety Chair
- Council Members' attendance at Executive Committee meetings

8. COUNCIL COMMITTEE/TASK FORCE REPORTS

8.1 Strategic Planning Task Force

Following the strategic retreat in early May, the Task Force has completed its work and the 2005 version of the Strategic Plan was presented for approval by Council. In the course of preparing the plan, new Mission and Vision Statements were developed, new guiding principles were proposed and an Annual Strategic Planning Process outlined. These were also presented for approval.

The work of the Task Force was now complete, so it was recommended that Council permit the Task Force to stand down.

A new standing Council committee for Strategic Planning was proposed with recommended Terms of Reference.

MOVED BY D. CHALCROFT AND SECONDED BY K. PORTEOUS 05-31

THAT the Strategic Plan, the Mission Statement, the Vision Statement, the Guiding Principles and the Annual Strategic Planning Process be approved as presented

CARRIED UNANIMOUSLY

MOVED BY D. CHALCROFT AND SECONDED BY J. PEIRCE 05-32

THAT the creation of a Strategic Planning Committee be approved and the Terms of Reference for that committee be referred to the Governance Committee for comment.

CARRIED UNANIMOUSLY

MOVED BY D. CHALCROFT AND SECONDED BY D. GREGGS

05-33

THAT the Strategic Planning Task Force be stood down.

CARRIED UNANIMOUSLY

8.2 Appeal Board/Discipline Committee/Investigative Committee
- Publication Policy

The three Committee Chairs have unanimously agreed to recommend that Council adopt the following policy with respect to publication of disciplinary cases in *The PEGG*:

“The Council requests the Editor of *The PEGG* to normally publish the results of a disciplinary hearing where there are findings or Recommended Order on approval of the Discipline Committee, with names, following expiration of all appeals, subject to direction otherwise from the Investigative Committee, the Discipline Committee or the Appeal Board. Such direction is to be accompanied by reasons from the Committee having jurisdiction.”

The Deputy Registrar commented that the three Committee Chairs wished to abide by and follow Council’s general direction that there must be openness, transparency and accountability to the public for this process.

The recommendation changes nothing about the existing practice of publishing other than it puts in the hands of the three Committee Chairs a some discretion to vary from the normal practice.

MOVED BY J. PEIRCE AND SECONDED BY D. GREGGS

05-34

THAT Council approve the adoption of the proposed revised policy for publication of disciplinary decisions in “The PEGG” magazine.

CARRIED UNANIMOUSLY

8.3 Finance Committee

8.3.1 Financial Management Audit Update

The Director Internal Affairs presented this report informing Council on the progress of the thirteen recommendations contained in the Financial Management Audit conducted and reported on in 2004. Of those, seven have been completed, and six are in progress. Eight of the recommendations are operational in nature and the rest are of a governance nature which Council has been dealing with.

8.3.2 Expense Variance & Intra-association Transfer of Funds

APEGGA Finance and Executive Committees and management want to formalize a policy that has been followed for several years now by the Executive Director with respect to discretionary incremental budget spending. They want to set upper limits on those discretionary decisions, in total, and for budget transfers between or among APEGGA departments so as not to adversely affect Council-approved programs and initiatives. The policy also provides the Executive Director and Department Managers with formal authority to make such discretionary decisions.

Concern was expressed that the restrictions on the Executive Director may not be appropriate. **Finance Committee will be monitoring the expenditures and these restrictions can be adjusted in future if necessary.**

MOVED BY J. PEIRCE AND SECONDED BY L. VAN GASTEL

05-35

THAT the Executive Director achieve actual expenditures on an annual basis that shall not exceed 3% of budgeted expenditures unless specific prior approval from Council has been received.

CARRIED UNANIMOUSLY

MOVED BY J. PEIRCE AND SECONDED BY C. DMYTRUK

05-36

THAT the Executive Director may authorize transfer of budgeted expenses from one department to one or more other departments to a maximum of 10% of the transferring department's budget.

CARRIED (12 IN FAVOUR – 2 OPPOSED)

8.4 Insurance Review Task Force

8.4.1 Implementation Update

At the September 2004 Council meeting a plan was approved for implementing the recommendations approved in April 2004 regarding insurance. The President Elect presented the summary of the progress to date.

The issue of insurance will be considered when completing the agenda for a meeting with the Standing Policy Committee in September.

8.4.2 Professional Liability Insurance Coverage

At the September 2004 Council meeting it was requested that more consultation with the industry should be undertaken regarding the requirement of consulting firms to advise their clients whether or not they should have professional liability insurance suitable for their clients' particular projects on a mandatory basis

A number of consultation meetings have been held with stakeholder groups and their consensus was that APEGGA should not impose this requirement on a mandatory basis.

A survey has also been conducted with the constituent associations. Seven of the associations have a mandatory declaration policy.

The task force was divided in its views on this issue and brought the following recommendations to Council for approval:

- enhancements be made to the Ethical Practices Guideline that make it clear the obligation our consultants have to discuss the risks inherent in the project with their clients and how to manage them
- enhancement be made to the Consultant Selection Guideline to include risk management and contracts;
- the Permit to Practice Seminars identify to the non-consultants their obligations to discuss and understand risk
- a one pager be produced for both the APEGGA and CEA websites on the need to discuss with clients where risks exist and how to manage them;
- new yellow page ads be taken out in directories where none exist and our existing ones be enhanced that will direct the unsophisticated buyer to APEGGA or CEA for advice on consultant selection and
- APEGGA and CEA explore becoming members of the Better Business Bureau with links from the BBB site to our consultant selection guideline.

The task force further recommended that this issue be reviewed in two years pending APEGGA's Justice Minister's actions.

Finally, believing that its work is done, the task force recommended that it stand down.

The task force Chair was commended for a job well done and Council looked favourably upon the recommendations.

MOVED BY D. CHALCROFT AND SECONDED BY N. TROVATO

05-37

THAT Council approve the recommendations as presented.

CARRIED UNANIMOUSLY

8.5 Inclusivity Update

The Council meeting adjourned before discussing this item.

8.6 Governance Committee

8.6.1 Terms of Reference for the Audit/Finance/Governance Committees

The Audit Committee was established in February of 2005 and has been fulfilling its mandate under terms of reference approved at that time. Refinement of these terms of reference and ensuring symmetry with the proposed Finance Committee Terms of reference has been carried out and a final revised document was prepared for approval of Council.

The structure of the Finance Committee has been changed to include two or more members of Council, in addition to the Executive Committee, and to provide that the Chair shall not be a member of the Executive Committee. Terms of Reference providing independence for the Committee have been developed in concert with similar Terms of reference for the Audit Committee. Both Committees concur with the terms of reference as presented.

The Governance Model Review Committee is proposing that its name be changed to the "Governance Committee" and that certain minor revisions to the present terms of reference be made. Revised Terms of Reference were presented for approval of Council.

MOVED BY L. VAN GASTEL AND SECONDED BY K. STURGESS

05-38

THAT the Terms of Reference for the Audit Committee, Finance Committee and Governance Committee be approved as presented.

CARRIED UNANIMOUSLY

The Governance Committee hopes to finalize a revised draft of the Governance Manual by the end of the year.

One of the roles of the Governance Committee is Council assessment and a portion of the caucus session following the meeting would be allocated to this item.

8.7 Committee Assignments

It was suggested that the President continue to canvas Council members at the beginning of the Council year to be informed as to which committees and task forces each member would like to sit on. **The Governance Committee will discuss this issue and bring a policy to Council for approval.**

MOVED BY L. VAN GASTEL AND SECONDED BY K. PORTEOUS

05-39

THAT Council approve the committee assignments as presented.

CARRIED UNANIMOUSLY

9. COUNCIL EXECUTIVE DIRECTOR REPORTS

9.1 Practice Standards Committee

9.1.1 A Guideline of Considerations in Establishing a Consulting Practice

The Practice Standards Committee has revised the document entitled *Considerations Before Establishing a Consulting Practice – A Guideline*, originally issued in 1982. This revision updates the format, considerations, language, and references. The document was posted for comment by the membership at large.

The Practice Standards Committee recommended that Council receive the *Guideline of Considerations in Establishing a Consulting Practice*, with the intention that it would be brought forward again in September for approval for publication. The Committee also recommended that any specific comments be referred to the Assistant Director by August 22 to enable the Committee to resolve those comments in a timely fashion.

MOVED BY D. CHALCROFT AND SECONDED BY W. VELDMAN

05-40

THAT Council receive the "Guideline of Considerations in Establishing a Consulting Practice" for review.

CARRIED UNANIMOUSLY

It was noted that Ray Chopiuk, P.Eng., Director Professional Practice has been very ill in hospital and will be out of the office for a while. The President asked the Executive Director to convey the best wishes of Council to Ray.

9.2 Environment Committee

9.2.1 Joint Practice Standard for Reclamation and Remediation

Alberta Environment revised its upstream oil and gas reclamation and remediation certification process effective October 2003, to include voluntary 'specialist signoff'. The purpose of this is to increase the quality of applications and the application processing time.

There have been a series of meetings between Alberta Environment and the involved professional associations over the past 1½ years to define who is qualified to be a specialist and what signoff entails. In August 2004, Alberta Environment acknowledged that Professional Regulatory Organizations' members are best able to accept professional responsibility for specialist sign off to protect the public.

Alberta Environment is not moving forward with mandatory specialist signoff at this time. However, there are perceived inadequacies with the current process and the group of six professional regulatory organizations are stepping up to the plate to do a joint practice standard in this area which is a positive and proactive thing

in terms of defining what professional members' obligations are in areas such as this. Similar work is being done in British Columbia and elsewhere.

It was requested that regular updates on this issue be forwarded to Council.

9.3 Permit Fees for Non-Profit Organizations

There are a small number of not-for-profit organizations operating in Alberta that provide consulting services to the public. Typically, these organizations are involved in research and development or environmental protection, though other areas of practice may exist. These firms are registered as Not-For-Profit organizations under the *Alberta Societies Act* (or similar Acts elsewhere), and rely, at least in part, on charitable donations for their operations. They, unlike municipalities and other such not-for-profit bodies, have no power to collect taxes for funding. Municipalities and other such bodies cannot be registered under the *Alberta Societies Act*. Though the Permit fee may be small for some organizations, it is nevertheless money that then cannot be directed to the work of the organization. While the services offered are being supplied through Professional Members, under the *EGGP Act*, these organizations must be licensed as well.

Council has it within its power to reduce or waive fees upon application by the Permit Holder. It was recommended that Council delegate its authority to waive Permit fees, under Bylaw 24(5), to the Executive Director.

MOVED BY B. HOWES AND SECONDED BY D. GREGGS

05-41

THAT Council delegate its authority to waive Permit fees, under Bylaw 24(5), to the Executive Director, where, in the opinion of the Executive Director, the Permit Holder has met the following conditions:

- 1. It is confirmed that the organization in question is practicing engineering, geology or geophysics as described in the EGGP Act.***
- 2. The organization is registered under the Alberta Societies Act or similar Act as a Not-For-Profit organization.***
- 3. The organization has requested in writing for the Permit fee to be waived.***

DEFEATED (7 IN FAVOUR 8 OPPOSED)

9.4 Board of Examiners Member Re-Appointments

It was recommended that Council approve proposed re-appointments of individuals to the Board of Examiners for appropriate terms.

Concern was expressed that about 30% of the board has served for over 10 years and it was suggested that Council may want to consider newer candidates.

MOVED BY J. PEIRCE AND SECONDED BY D. CHALCROFT

05-42

THAT Council approve the proposed reappointments of the named individuals to the Board of Examiners for the terms indicated.

CARRIED UNANIMOUSLY

Council members were invited to attend Board of Examiners meetings should they so wish.

10. BRANCH REPORT

Vic Saari, P.Eng., Chair of the Fort McMurray Branch, presented this report to Council on behalf of the Branch Chairs.

The President commended the Branch Chairs and their Branch memberships for their involvement in various activities and encouraged them to keep up the good work.

11. OTHER BUSINESS

11.1 Items From Consent Agenda

No items from the consent agenda were discussed.

12. STRATEGIC ISSUES

12.1 APGO Presentation

This item was discussed after adjournment.

12.2 PDAC Letters

This item was discussed after adjournment.

13. ADJOURNMENT

Before adjournment a plaque was presented to Julie Aitken, P.Geoph. as outgoing Councillor and a scrapbook was presented to the Past President of her year of presidency.

The meeting adjourned at 12:30 p.m.

14. COUNCIL CAUCUS

A Council Caucus was held at the conclusion of the Council meeting.