



Minutes of the **ANNUAL GENERAL MEETING** of the Association of Professional Engineers and Geoscientists of the Province of Manitoba, held at The Fort Garry Hotel, Winnipeg, Manitoba on **FRIDAY, OCTOBER 24, 2008** at 11:30 a.m.

CALL TO ORDER AND OFFICIAL OPENING

President Tim Corkery called the meeting to order and welcomed everyone to the 89th Annual General Meeting of the Association of Professional Engineers and Geoscientists of the Province of Manitoba. He confirmed that a quorum (more than 50 members) was present.

Mr. Corkery advised that the meeting was being recorded.

MOMENT OF SILENCE FOR DECEASED MEMBERS

Mr. Corkery read the names of the members, deceased during the year.

A moment of silence was observed in their memory.

NOTICE OF MEETING

The Notice of Meeting, which had been included in the Summer 2008 edition of The Keystone Professional, was read by the Secretary, Mr. Grant Koropatnick.

APPROVAL OF THE AGENDA

It was MOVED by Dr. James Blatz and SECONDED by Mr. Dave Ennis that the agenda be approved as presented.

CARRIED

INTRODUCTION OF THE COUNCIL AND STAFF

The members of Council and the APEGM staff were introduced.

Mr. Corkery also introduced Mr. Dave Ennis, the APEGM Director on the Board of Engineers Canada; Mr. Gary Ostry, the APEGM Director on the Board of the Canadian Council of Professional Geoscientists; Mr. Jamie Horyski, the Association's legal counsel; and Michelle Kunzler, from the firm BDO Dunwoody – the Association's Auditors.

INTRODUCTION OF COMMITTEE CHAIRS

Mr. Corkery introduced the Chairs of the Committees and Chapters who were in attendance.

RECOGNITION OF GUESTS AND ASSOCIATION REPRESENTATIVES

Mr. Corkery recognized the invited guests from outside of Manitoba, most of whom were representing other engineering or geoscience organizations:

- Dennis Paddock – Executive Director – APEGS
- Bert Munro – President, APEGS
- Gary Reavie – Manager, Finance and Administration, APEGGA
- Gordon Williams – President, APEGGA
- David Adams – President, PEO
- Dan Motyka – President Elect – Engineers Canada
- Marc Bourgeois – Director of Communications and Public Affairs, Engineers Canada

Mr. Corkery informed the meeting that greetings from those representatives could be found in the folders provided for the meeting.

Mr. Corkery also introduced:

- Doug Ruth – Dean of Engineering at the University of Manitoba;
- Megan Lusty – Representative of UMES
- Riley Davidson – Representative of UMES

Mr. Corkery recognized the representatives of the other related Manitoba professions.

Todd Smith, President, Consulting Engineers Manitoba
Stan Rhoda, President, Manitoba Association of Architects
Judy Pestrak, Executive Director, Manitoba Association of Architects

Mr. Corkery transferred the Chair to Dr. Digvir Jayas.

REPORT OF THE PRESIDENT

Mr. Corkery drew the meetings attention to his report printed in the 2007-2008 Annual Report and brought the meeting up to date on some of the highlights which included:

- Revision of the Manual of Admissions by Past-President Allan Silk, Councilor Brian Shortt and President Corkery is almost complete.
- Revision to the Academic Review Committee Manual
- Engineers Canada's advertising campaign.
- Introduction of the Earth Ring to graduating geology classes.

Mr. Corkery concluded his report by welcoming Don Himbeault as the new President of APEGM.

Dr. Jayas called for questions. The President's report was received as read.

It was MOVED by Dr. Doug Chapman and SECONDED by Dr. Ganpat Lodha that the President's report be accepted as presented.

CARRIED

Mr. Corkery returned to the Chair.

MINUTES OF THE ANNUAL GENERAL MEETING OF October 26, 2007

It was MOVED by Mr. Allan Silk and SECONDED by Mr. Bill Girling that the minutes of the Annual General Meeting of October 26, 2007 be accepted as read and adopted.

CARRIED

REPORT OF THE SCRUTINEERS - COUNCILLORS ELECTED FOR 2008-2009

Mr. Corkery read the report of the Scrutineers.

He announced that, in accordance with section 8(1) of The Engineering and Geoscience Professions Act, the following were elected to Council for a two year term:

Engineers:

- Jeannette Montufar
- Ed Ryczkowski
- Don Spangelo
- John Woods

Geoscientist:

- Rick Lemoine

Mr. Corkery also reported that the Councillors appointed under section 8(2) of the Act for the 2008-2010 term are:

- Dr. Sheila Dresen
- Ms Cindy Rodych

It was MOVED by Mr. Charlie Bouskill and SECONDED by Ms Robyn Taylor that the report of the scrutineers on the result of the voting for the 2008 election to the Council be received.

CARRIED

Mr. Corkery congratulated those who had been elected and expressed sincere appreciation to those members who had let their names stand in nomination but who were not elected.

Mr. Corkery announced that, in accordance with By-law No.4.2.1.1 of the Association, Don Himbeault, P.Eng. would become the President of the Association at the close of the meeting and that his term of office would continue until the end of the 2009 Annual General Meeting.

AUDITORS' REPORT AND THE JUNE 30, 2008 FINANCIAL STATEMENT

Mr. Corkery referred the meeting to the Auditor's Report.

He noted that Council had approved the report as part of its governance policies and process. He added that the statement makes provision for the appropriation to the APEGM Foundation Inc. and that the money is in an internally restricted fund for that purpose.

It was MOVED by Dr. Hilmi Turanli and SECONDED by Mr. Dave Ennis that the Auditors' Report for the year ending June 30, 2008 be received.

CARRIED

APPOINTMENT OF AUDITORS

It was MOVED by Dr. Ron Britton and SECONDED by Mr. Don Spangelo that BDO Dunwoody LLP be appointed as the Association's auditors for the 2008 -2009 fiscal year.

CARRIED

2008/2009 BUDGET AND SCHEDULE OF DUES AND FEES

Mr. Corkery referred the meeting to the 2008/2009 Budget and the 2009 Schedule of Dues and Fees.

Mr. Corkery announced that both the Budget and Fee Schedule had been previously approved by Council in accordance with the By-laws and were on the agenda to provide an opportunity for questions and comments to the Council.

There being no comments or questions, Mr. Corkery requested the Secretary to record that the 2008-2009 Budget and the 2009 Schedule of Dues and Fees were considered and received as information.

NOMINATING COMMITTEE APPOINTMENTS

Mr. Corkery informed the meeting that this item was on the agenda to select five members to serve on the Nominating Committee.

He advised that the Nominating Committee had important responsibilities and a significant workload. He noted that not only does the Committee nominate members for election to Council; it is also responsible for recommending persons to serve on external Boards and Committees.

Mr. Corkery reviewed the composition of the Committee, as set out in its Terms of Reference, and invited nominations for the five positions to be filled at the Annual Meeting.

- Doug Chapman nominated Allan Silk. Mr. Silk accepted the nomination.

- Bob McKibbin nominated Bob Foster. Mr. Foster accepted the nomination.
- Grant Koropatnick nominated Lindsay Melvin. Ms Melvin accepted the nomination.
- Allan Silk nominated Doug Chapman. Dr. Chapman accepted the nomination.
- Grant Koropatnick nominated Bill Brant. Mr. Brant accepted the nomination.

As there were no more nominations forthcoming it was MOVED by Dr. Ron Britton and SECONDED by Mr. Dan Wiwchar that nominations close.

CARRIED

BY-LAW CHANGE PROPOSAL

Mr. Corkery advised the meeting that the Council proposes to amend three By-law changes in addition to three new by-laws.

He noted that these By-law changes were received and approved by Council at the meeting of September 11, 2008. The Legislation Committee reviewed and drafted the final wording.

Proposed By-law Changes:

Part VII Title wording change

Current wording "Membership Categories"

Proposed Wording "Membership"

It was MOVED by Mr. Charlie Bouskill and SECONDED by Mr. Ted Speers to approve the proposed by-law Part VII as presented.

CARRIED

5.1.3 Agenda

The ~~order of business of~~ **agenda items for** the annual general meeting must include:

- a) Approval of the Agenda
- b) Report of the President
- c) Accepting or Correcting Minutes
- d) Business Arising out of the Minutes
- e) Declaration of the Result of the Ballot
- f) Consideration of the Auditors Report
- g) Appointment of an Auditor
- h) By-Law Changes
- ~~i) Reports of Boards and Committees~~
- j) Resolutions
- k) Other Business.

This order may be changed by the president, if necessary, to suit the business in hand.

Reports of boards and committees removed as required agenda items to allow inclusion with the Annual Report instead of required reporting at the Annual General Meeting.

It was MOVED by Mr. Bob Malenko and SECONDED by Mr. Ed Ryczkowski to approve the proposed by-law 5.1.3 as presented.

CARRIED

7.3 Notice of Delivery Address

7.3.1 Each professional member shall advise the registrar of the address to which the Association is to direct all correspondence to the member.

7.3.2 Each professional member shall advise the registrar of any change in the address to which the Association is to direct all correspondence to the member, within 15 calendar days of the effective date of the change of address.

7.3.3 Each professional member shall provide the registrar with the name and address of any person designated to receive correspondence from the association on the member's behalf, with respect to:

- a) complaints, charges and disciplinary matters involving the member;
- b) professional liability insurance reports, claims or processes involving the member; and
- c) the member's failure to pay monies owing to the association.

A new by-law to require professional member to notify the Association when their address information changes.

Mr. Koropatnick stated that the new by-law was based on advice from the Investigation Committee's legal counsel who advised that the Association had no legal way to require members to update contact information.

It was MOVED by Mr. Robert Booth and SECONDED by Mr. Charlie Bouskill to approve the proposed by-law 7.3 as presented.

It was MOVED by Ms Alana Gauthier and SECONDED by Dr. Ganpat Lodha to amend the proposed by-law 7.3.2 to "within 30 calendar days".

The main motion, as amended, was
CARRIED.
(3 opposed)

7.4 Requirement to Respond

- 7.4.1. Where the Association makes a written request to a member for a response within a specified period, the member shall provide a written response within the specified time period and shall provide the information, explanation or records in the possession of or under the control of the member. A written request sent to the mailing address of the member, or the member's designate, appearing in the records of the association shall be deemed to have been delivered three working days following the date of being sent by registered mail, and shall be deemed to have been received by the member.
- 7.4.2. Failure of the member to submit a written response as required under sub-section 7.4.1 may constitute professional misconduct.
- 7.4.3. Where a member fails to respond to a written request as required under sub-section 7.4.1, the person, investigation committee or sub-committee conducting an investigation may proceed with the investigation without the member's response.

Mr. Koropatnick stated that the new by-law was based on advice from the Investigation Committee's legal counsel who advised that the Association had no legal way to require members to respond to requests made by the Association.

It was MOVED by Dr. James Blatz and SECONDED by Mr. Bill Girling to approve the proposed by-law 7.4 as presented.

CARRIED

15.3. Investigation Committee Procedures

- 15.3.6.1 When proceeding under clause 35(1) (f) of the Act, the investigation committee may, in addition to other action provided for in the Act or these by-laws
- a) formulate a charge;
 - b) formulate a penalty to be imposed upon a conviction on the charge ~~subject to review and approval or amendment by a delegate appointed by the chair of the discipline committee;~~ and
 - c) formulate the text of any public statement to be made upon a conviction on the charge and establish where those statements will be published.

It was MOVED by Mr. Alan Pollard and SECONDED by Mr. Michael Gregoire to approve the proposed by-law 15.3 as presented.

Mr. Dave Ennis spoke in opposition to the motion. He advised that the by-law change would eliminate a step that serves as a "check and balance" in Investigation Committee procedures.

15 voted in favour of the Motion
21 voted in opposition of the Motion
MOTION DEFEATED

15.6 Hearing Procedures

15.6.3.6.1 The discipline committee may accept written certification by the registrar regarding the Act, the By-laws and the Code of Ethics applicable to the charge(s) being heard.

15.6.3.6.2 The discipline committee may accept written certification by the registrar, or by a person authorized by the registrar to issue such documents, regarding documents served on the investigated person during the course of the investigation which gave rise to the charge(s) being heard.

It was MOVED by Mr. Ed Ryczkowski and SECONDED by Mr. Charlie Bouskill to approve the proposed by-law 15.6 as presented.

CARRIED

REPORTS OF THE COMMITTEES AND STAFF

Mr. Corkery referred the meeting to the 2007-2008 Annual Report.

Mr. Corkery noted that the report also contains the Council Governance Policy, the Minutes of the last AGM, the Auditor's Report and Financial Statement, and the Budget and Schedule of Fees and Dues for the year ending June 30, 2009.

It was MOVED by Mr. Ed Ryczkowski and SECONDED by Mr. Dave Cross that the Committee and Staff reports, as published in the 2007-2008 Annual Report, be accepted.

CARRIED

RESOLUTIONS

Mr. Corkery announced that By-law 5.1.4 provided for resolutions to be put forward and voted upon at the Annual General Meeting.

Mr. Koropatnick advised that no resolutions had been received.

RECOGNITION OF RETIRING COUNCILLORS

Mr. Corkery recognized the contributions of the following retiring Councillors:

James Blatz for four years on Council;
Brenda Bilton for one year on Council
Jim Miller for four years on Council
Robyn Taylor for two years on Council

GAVEL CEREMONY

The Scott gavel was passed from Mr. Tim Corkery to Dr. Don Himbeault in accordance with the official ceremony for turning over the gavel to the incoming president. Dr. Himbeault signed the scroll, which was then returned to its place in the gavel.

INCOMING PRESIDENT'S ADDRESS

Dr. Himbeault expressed his thanks to Council for electing him as Vice-President. He gave a brief account of his academic, work and family background.

CLOSING ANNOUNCEMENTS AND ADJOURNMENT

Mr. Corkery announced that:

- Provincial Engineering and Geoscience Week will be the first week in March 2009, and that there would be a number of activities sponsored by APEGM;
- Nominations for Awards are accepted through the APEGM office at any time.
- The Sixth Annual "Making Links Engineering Classic" Golf Tournament would be held on June 18, 2009. This year we raised \$13,500 for the University of Manitoba.

At 12:58 p.m. it was MOVED by Mr. Allan Silk and SECONDED by Mr. Gary Ostry that the meeting be adjourned.



G. Koropatnick, P.Eng.
Executive Director & Registrar



T. Corkery, P.Eng.
President