

TABLE OF CONTENTS

Council Policies Association of Professional Engineers and Geoscientists of Manitoba

ENDS

- E-1 Mega-End
- E-2 Competent Practice and Ethical Conduct
- E-3 Members Work Within and Value A Self-Regulating Profession
- E-4 Government and Regulators Understand and Support the Role of APEGM
- E-5 Under-Represented Groups that Reflect the Whole Diversity of the Public are Valued as Members
- E-6 Educational Institutions Engage in a Mutually Supportive Relationship with APEGM
- E-7 The Public Understands and Values the Contribution of the Professions

GOVERNANCE PROCESS

- GP-1 Global Governance Commitment
- GP-2 Governing Style
- GP-3 Council Role and Job Description
- GP-4 President's Role and Job Description
- GP-5 Council Committee Principles
- GP-6 Council Committee Structure
 - GP-6.1 Nominating Committee
 - GP-6.2 Past Presidents Committee
 - GP-6.3 Executive Committee
 - GP-6.4 Discipline Committee
 - GP-6.5 National Liaison Committee
 - GP-6.6 Ownership Linkage Committee
 - GP-6.7 Recruitment Committee
 - GP-6.8 Registration Committee
- GP-7 Council and Committee Expenses
- GP-8 Code of Conduct
- GP-9 Conflict of Interest
- GP-10 Cost of Governance
- GP-11 Primary Council Linkages
- GP-12 Council Linkage With Other Organizations
- GP-13 Council Planning Cycle and Agenda Control
- GP-14 Governance Succession
- GP-15 Governance Self Monitoring Schedule



EXECUTIVE LIMITATIONS

- EL-1 General Executive Constraint**
- EL-2 Treatment of Staff**
- EL-3 Financial Planning**
- EL-4 Financial Condition**
- EL-5 Asset Protection**
- EL-6 Interactions with Members**
- EL-7 Application of The Engineering and Geoscientific Professions Act**
- EL-8 Compensation and Benefits**
- EL-9 Communication and Support to Council**
- EL-10 Emergency Executive Succession**
- EL-11 Interactions with Public**
- EL-12 Information Management**
- EL-13 Partnerships**
- EL-14 Development of Standards for Practice**
- EL-17 Criteria Governing Professional Practice**

COUNCIL-EXECUTIVE DIRECTOR RELATIONSHIP

- CE-1 Global Council-Executive Director Relationship**
- CE-2 Unity of Control**
- CE-3 Accountability of the Executive Director**
- CE-4 Delegation to the Executive Director**
- CE-5 Monitoring Executive Performance**

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Mega-End

Number: E-1

Policy Type: Ends

Date Approved: 11 April 2001

Date Replaced: 15 Sept 2004

APEGM exists so that the public interest is protected and promoted through the professional excellence of Engineers and Geoscientists who have the privilege to self-regulate.

More specifically and in order of priority, this is further defined as the following 2nd level Ends:

E-2 Members Practice with Competence and Ethical Conduct.

E-3 Members Work Within and Value A Self-Regulating Profession.

E-4 Government and Regulators Understand and Support the Role of APEGM.

E-5 Under-Represented Groups that Reflect the Whole Diversity of the Public are Valued as Members

E-6 Educational Institutions Engage in a Mutually Supportive Relationship with APEGM.

E-7 The Public Understands and Values the Contribution of the Professions.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: **Competent Practice and Ethical
 Conduct**

Number: E-2

Policy Type: **Ends**

Date Approved: 11 April 2001

Date Amended: 10 April 2002

Date Amended: 15 Sept 2004

The End “**competent practice and ethical conduct**” is further interpreted to include or require, but is not limited to:

1. Students and MITs are educated and trained to a high standard..
2. Members have opportunities for networking, professional development and the exchange of knowledge.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: **Members Work Within and Value a Self-Regulating Profession.** **Number: E-3**

Policy Type: Ends

Date Approved: 11 April 2001

Date Amended: 10 April 2002

Date Replaced: 15 Sept 2004

Date Amended: 20 January 2005

The End “**Members work within and value a self-regulating profession**” is further interpreted to include or require, but is not limited to:

1. All practicing engineers and geoscientists are registered or licensed.
 - 1.1 Potential members experience efficient registration or licensure
 - 1.2 Qualified professionals experience a seamless registration process across Canada and internationally.
2. Members are assured of effective mechanisms for promoting and enforcing compliance with the Act.
3. Members investigate complaints and apply discipline in instances of non-compliance with the Act.
4. Practitioners of emerging technologies are appropriately integrated into the professions.
5. Members are engaged through effective communication.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: **Government and Regulators
Understand and Support the Role
of APEGM.**

Number: E-4

Policy Type: Ends

Date Approved: 11 April 2001

Date Amended: 10 April 2002

Date Replaced: 15 Sept 2004

The End “**Government and regulators understand and support the role of APEGM**” is further interpreted to include or require, but is not limited to:

1. The provincial government will provide clearly defined regulatory authority.
2. Governments dialogue with the professions in developing public policy and codes and standards.
3. Related professions and occupations agree to an integrated regulatory framework.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Under-represented Groups that
Reflect the Whole Diversity of the
Public are Valued as Members

Number: E-5

Policy Type: Ends

Date Approved: 11 April 2001

Date Amended: 10 April 2002

Date Replaced: 15 Sept 2004

The End “**Under-represented groups that reflect the whole diversity of the public are valued as members**” is further interpreted to include or require, but is not limited to:

1. Persons from diverse groups holding qualifications that are not accredited or otherwise recognized as equivalent to the national recommendations for academic qualification are supported with appropriate policies to facilitate registration or licensure.
2. Persons from diverse groups have opportunities to network & address issues.
3. Persons from diverse groups are encouraged to consider a career in the professions.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Educational Institutions Engage in a Mutually Supportive Relationship with APEGM. **Number:** E-6

Policy Type: Ends

Date Approved: 11 April 2001

Date Amended: 10 April 2002

Date Replaced: 15 Sept 2004

Date Amended: 20 January 2005

The End “Educational institutions engage in a mutually supportive relationship with APEGM.” is further interpreted to include or require, but is not limited to:

1. Practitioners in emerging and traditional areas of academia are appropriately recognized as qualified for registration.
2. Post-secondary institutions promote registration to students and graduates.
3. High schools promote the professions as rewarding careers.
4. All Manitobans have access to engineering and geosciences education.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: **The Public Understands and
 Values the Contributions of the
 Professions.**

Number: E-7

Policy Type: **Ends**

Date Approved: 15 September 2004

The End “**The public understands and values the contributions of the professions.**” is further interpreted to include or require, but is not limited to:

1. The public understands the competency and ethics of practitioners.
2. The public perceives the professions as having a leading role in protecting public interest.
3. Consumers have access to a reasonable supply of practitioners’ services.
4. Consumers of engineering and geoscience services provide fair compensation to practitioners.



**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Global Governance Commitment **Number:** GP-1
Policy Type: Governance Process **Date Approved:** May 9, 2000
Date Amended:

The Council will, on behalf of its members, ensure that APEGM determines ENDS and assures their achievement in the best interest of the public of Manitoba and avoids unacceptable actions and situations.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name:	Governing Style	Number: GP-2
Policy Type:	Governance Process	Date Approved: May 9, 2000 Date Amended:

The Council will govern with an emphasis on outward vision rather than an internal preoccupation, commitment to obtaining community input, encouragement of diversity in viewpoints, strategic leadership more than administrative detail, clear distinction of Council and the Executive Director's roles, collective rather than individual decisions, future rather than past or present, and proactivity rather than reactivity.

More specifically, the Council will:

1. **Cultivate a sense of group responsibility.** The Council, not the Executive Director, will be responsible for excellence in governing. The Council will be an initiator of policy, not merely a reactor to staff initiatives. The Council will use the expertise of individual members to enhance the ability of the Council as a body to make policy.
2. **Direct, control and inspire the organization through the careful establishment of broad written policies reflecting the Council's values and perspectives.** The Council's major policy focus will be on the intended long term impacts outside the operating organization, not on the administrative or programmatic means of attaining those effects.
3. **Enforce upon itself whatever discipline is needed to govern with excellence.** Discipline will apply to matters such as attendance, preparation for meetings, policy making principles, respect of roles, and ensuring the continuity of governance capability. Continual Council development will include orientation of new members in the Council's governance process and periodic Council discussion of process improvement.
4. **Monitor and regularly discuss the Council's process and performance at each meeting.** Self-monitoring will include comparison of Council activity and discipline to policies in the Governance Process and Council-Executive Director Relationship categories.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: President's Role and Job Description **Number:** **GP-4**

Policy Type: Governance Process **Date Approved: September 12, 2000**
Date Amended: 11 April 2001
Date Amended: 09 May 2001

The President, as Chair of the Council, assures the integrity of the Council's process, and represents the Council to outside parties. The President is the only Council member authorized to speak for the Council (beyond simply reporting Council decisions), other than in specifically authorized instances.

1. The work of the President's is to ensure that the Council's behaviour is consistent with the Act, the Association's By-laws, its own policies and rules legitimately imposed upon it from outside the organization.
 - 1.1. Meeting discussion content will only be those issues which, according to Council policy, clearly belong to the Council to decide.
 - 1.2. Information which is neither for monitoring performance nor for Council decisions will be avoided or minimized and always noted as such.
 - 1.3. Deliberation will be timely, fair, orderly and thorough, but also efficient and kept to the point.
 - 1.4. Council meetings will be conducted according to Robert's Rules of Order.
2. The authority of the President consists in making decisions that fall within the topics covered by Council policies on Governance Process and Council-Executive Director Relationship, except (a) employment or termination of an Executive Director and (b) instances where the Council specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.
 - 2.1. The President is empowered to chair Council meetings with all the commonly accepted power of that position (e.g. ruling, recognizing).
 - 2.2. The President has no authority to make decisions about policies created by the Council within *Ends and Executive Limitations* policy areas. Therefore, the President has no authority to supervise or direct the Executive Director.

2.3. The President may represent the Council to outside parties in announcing Council-stated positions and in stating Chairperson's decisions and interpretations within the area delegated to the President (consistent with policies in *Governance Process* and *Council-Executive Director Relationship* areas).

3. The President shall:

3.1. Collaborate with the Executive Director in the fulfillment of the Presidential Responsibilities.

3.2. Assist in the development of the President-Elect for the President's role.

3.3. Inform the President-Elect of key activities, processes and events.

4. The President may delegate this authority, but remains accountable for its use.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Council Committee Principles **Number: GP-5**
Policy Type: Governance Process **Date Approved: 11 April 2001**

Council committees, when used, will be assigned so as to reinforce the wholeness of the Council's job and so as never to interfere with delegation from Council to Executive Director.

1. Council committees are to help the Council do its job, never to help or advise the staff. Committees ordinarily will assist the Council by preparing policy alternatives and implications for Council deliberation. In keeping with the Council's broader focus, Council committees will normally not have direct dealings with current staff operations.
2. Council committees may not speak or act for the Council except when formally given such authority for specific and/or time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Executive Director.
3. Council committees cannot exercise authority over staff. Because the Executive Director works for the full Council, he or she will not be required to obtain approval of a Council Committee before an executive action, except where the committee has been delegated specific authority to act on behalf of the Council.
4. If a Council Committee is used to monitor organizational performance in a given area, the same Committee must not have helped the Council create policy in that area. This separation of responsibility for policy development and responsibility for monitoring policy compliance is to prevent a Committee from identifying with a part of the organization rather than the whole. The Council retains responsibility and authority to monitor organizational performance.
5. Council Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group which is formed by Council action, whether or not it is called a committee, and whether or not it includes Council members. It does not apply to committees formed under the authority of the Executive Director.
7. All committee members shall abide by the same Code of Conduct as governs the Council.
(GP-8)
8. Except as defined in written Terms of Reference, no Committee has authority to commit the funds or resources of APEGM.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Council Committee Structure **Number: GP-6**
Policy Type: Governance Process **Date Approved: 11 April 2001**

A committee is a Council committee only if its existence and charge come from the Council, regardless of whether Council members sit on the committee. The only Council committees are those which are set forth in this policy. Unless otherwise stated, a committee ceases to exist as soon as its task is complete.

1. All Council Committees shall be provided with Terms of Reference from Council on their creation, including the product expected from the committee, and the authority of the committee.
2. Committee expenses will be reimbursed in accordance with Council Policies.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Nominating Committee
Terms of Reference

Number: GP-6.1

Policy Type: Governance Process

Date Approved: 11 April 2001
Date Amended: 06 March 2002
Date Amended: 12 April 2005
Date Amended: 14 Sept 2006

1. Products:

- 1.1 A slate of qualified nominees for Council positions, consistent with the Act, By-laws, taking into consideration the broadest possible diversity of the membership and comprising a number no less than the number of vacancies.
- 1.2 Upon request by Council a list of members qualified and interested in serving as APEGM nominees to, or representatives on, various external boards and committees.

2. Authority

- 2.1 The Committee authority to expend or commit Association funds shall be strictly limited to the direct solicitation of candidates for Nomination to Council.
- 2.2 The Committee's mandate is limited to the period between the first meeting of each new Council and the submission of its report regarding qualified nominees to Council for that year.
- 2.3 The Committee's mandate and membership is subject to annual ratification and reconstitution by each new Council after each Annual General Meeting

3. Composition

- 3.1 Seven professional P. Eng and P. Geo members, one of whom is the current President, one of whom is a current Councillor in the first year of his or her term appointed by Council and five (5) of whom are elected at the annual general meeting.
- 3.2 The Chair or designate of the Investigation Committee.
- 3.3 If the Annual General Meeting fails to elect 5 members, Council will appoint members to fill the vacancies.
- 3.4 The Past-President, if available, who will normally also serve as Chair.
- 3.5 Nominating Committee members are ineligible for consideration for the slate of qualified nominees to be put forward by the Committee during the mandate of the Committee
- 3.6 The President-elect, if any, is not eligible for membership on the Committee

4. Term of Office

- 4.1 The term of office of the seven appointed members is a maximum of two years, with provision for rotation, and is renewable once.
- 4.2 The members elected at the Annual General Meeting have a one-year term.
- 4.3 The term of the Chair is coincident with the term of the Past-President.

5. Criteria

Candidates for Council have characteristics which will enable them to govern, not to manage, the Association, and who, as much as possible, have the following characteristics:

- 5.1 Commitment to linking with the ownership. Understanding that they represent an ownership comprised of diverse people and are willing to actively seek to access and understand that diversity;
- 5.2 Ability to think in terms of systems and context — to see the big picture;
- 5.3 Interest in and capability to discuss the values underlying the actions taken in the organization, and to govern through the broader formulations of these values;
- 5.4 Willingness to delegate the operational detail to others;
- 5.5 Ability and willingness to deal with vision and the long term, rather than day-to-day details;
- 5.6 Ability and willingness to participate assertively in deliberation, while respecting the opinions of others;
- 5.7 Willingness and commitment to honour Council decisions;
- 5.8 In the absence of documented criteria, develop criteria before making decisions.

Subject to the above, strive for the broadest range of perspectives taking into consideration,

- (a) discipline
- (b) industry
- (c) geography
- (d) gender
- (e) demographics

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Past Presidents Committee
Terms of Reference

Number: GP-6.2

Policy Type: Governance Process

Date Approved: 09 May 2001

Date Amended: 12 February 2003

1. Product:

- 1.1 Advice to Council, based on their wisdom and historical knowledge, on selected issues, at the request of Council.

2. Authority

- 2.1 The Committee has no authority to expend or commit Association funds.
- 2.2 Committee members are not entitled to reimbursement for expense incurred in the attendance at meetings of the committee.

3. Composition

- 3.1 Past-Presidents who are members in good standing.

4. Term of Office

- 4.1 A Past-President's term on the Committee ends if he or she ceases to be a member in good standing.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Executive Committee
Terms of Reference

Number: GP-6.3

Policy Type: Governance Process

Date Approved: 09 May 2001
Date Amended: 12 April 2005
Date Amended: 17 January 2008

1. Products:

- 1.1 Urgent governance or legislated regulatory decisions on behalf of Council in situations where it is not feasible to call a meeting of the Council.
- 1.2 Specific governance tasks delegated by the Council.
- 1.3 Direct Inspection monitoring reports of policies EL3 (Financial Planning) and EL-4 (Financial Condition).
- 1.4 Investment policy.

2. Authority

- 2.1 The Committee has authority to act on behalf of Council only as specified under part 1 above.

3. Composition

- 3.1 The composition of the Committee is in accordance with the Association's By-laws.

4. Term of Office

- 4.1 The term of office is in accordance with the Association's By-laws.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Discipline Committee
Terms of Reference

Number: GP-6.4

Policy Type: Governance Process

Date Approved: 12 Sep 2001

Date Amended: 12 April 2005

1. Products:

- 1.1 Decisions and orders in accordance with the Act and By-laws with respect to Charges forwarded by the Investigation Committee.

2. Authority

- 2.1 The Committee has authority provided by the Act and By-laws.
- 2.2 The Committee has the authority to commit and expend funds from the restricted fund established under By-law 15.11.1.

3. Composition

- 3.1 The composition of the Committee is in accordance with the Association's By-laws.

4. Term of Office

- 4.1 The term of office of committee members is four years and is reviewed annually by the Council.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Investigation Committee
Terms of Reference

Number: GP-6.4.1

Policy Type: Governance Process

Date Approved: March 8, 2007

1.0 Name

Investigation Committee [Act¹ Clause 30]

2.0 Purpose

The purpose of the Investigation Committee is to:

2.1 Deal with complaints made about the conduct of member² [Act Clause 31(1)]

2.2 When consulted, offer advice to members on questions of proper professional conduct [Bylaw 15.2.9]

2.3 Prepare and publish Practice Notes on issues affecting professional practice [Bylaw 15.2.10]

3.0 Scope

3.1 Authority

The Investigation Committee is established by Clause 30 of the Act and By-laws 15.1 through 15.4

3.2 Accountability

The Investigation Committee is a committee of Council³ and is responsible to Council for the fulfilling its purposes. It is accountable to the Executive Director for expenditures and use of other APEGM resources.

3.3 Membership

The composition of the Investigation Committee is established by the Act Clause 30. Council makes appointments to the Investigation Committee and also appoints the chair in accordance with that Clause. In addition, the Executive Director and the Registrar may attend meetings in order to fulfill their duties under the Act and Bylaws but do not vote. The Investigation Committee may elect one or more Vice-Chairs from among the appointees to the Investigation Committee who shall assume the duties of the Chair in the Chair's absence or when requested to do so by the Chair. The duration of an appointment to the committee is normally two years and is renewable for consecutive appointments. The duration of an appointment to the chair is normally one year and is renewable for consecutive appointments. The Executive Director shall normally provide one or more APEGM staff persons to attend the meetings of the Investigation Committee as a recording secretary and facilitator to the work of the Investigation Committee. Such staff have a voice at meetings but do not vote.

3.4 Meetings

The Investigation Committee shall meet at least four times in each fiscal year of the APEGM. The times and locations of the meetings are at the call of the Chair.

The Chair shall establish the agenda for each meeting and cause it to be distributed to the Investigation Committee at least three days prior to the meeting along with the minutes of the previous meeting and any other information required by the Investigation Committee. The minutes are compiled by the recording secretary and reviewed by the Chair. The agenda, minutes and other information used by the Investigation Committee as well as its deliberations are confidential and shall not be disclosed to other parties except as provided for in the Act and By-laws.

3.5 Reporting

The Investigation Committee provides a report to Council on the disposition of all complaints considered. It also provides a summary report of its activities annually to the Executive Director for use in other reports. The Chair provides a report to Council on the members of the Investigation Committee including the names of members whose appointments are due to expire as well as their eligibility for re-appointment. The Chair may make recommendations to Council in confidence regarding the re-appointment or removal of appointees. The other members of the Investigation Committee may make recommendations to Council in confidence regarding the re-appointment or removal of the Chair.

3.6 Use of APEGM resources

The Investigation Committee is funded by the Registrar in accordance with By-law 15.11. The Registrar, in consultation with the Investigation Committee, shall prepare an estimated budget for the use of the Executive Director at such times as the Executive Director may request. The estimate shall include all anticipated costs including but not limited to, meeting and travel costs and the costs of engagement of legal counsel, experts and other professionals. The estimate should also include the anticipated number of meetings and the resulting expectation of staff requirement. The Investigation Committee's costs are normally covered by the special fund described in By-law 15.11.

4.0 Expected outcomes

The expected outcomes of the Investigation Committee include:

- 4.1 Timely handling of complaints from the public about the conduct of a member
- 4.2 Timely response to requests for consultation from the membership
- 4.3 Practice Notes as required to address issues affecting the practice of the profession
- 4.4 Timely recommendations to the Executive Director on matters that arise at Investigation Committee that may affect the regulation of the profession.

Act¹ – The use of the word act in these terms of reference means The Engineering and Geoscientific Professions Act

Member² – The term member in these terms of reference includes: Professional Member, Holder of a Certificate of Authorization, Temporary Licensee, Specified Scope of Practice Licensee or Member-in Training

Council³ – The term Council in these terms of reference means the Council of the APEGM

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: National Liaison Committee
Terms of Reference

Number: GP-6.5

Policy Type: Governance Process

Date Approved: 18 June 2003
Date Amended: 14 January 2004
Date Amended: 18 March 2004

1. Products:

- 1.1 Advice for the persons representing APEGM on the Boards of Directors and at the Meetings of Members of the Canadian Council of Professional Engineers and the Canadian Council of Professional Geoscientists.
- 1.2 When requested, provide policy options for the Council on liaison initiatives from, or directed to, nationally based organizations whose objects and activities are germane to the governance and regulation of the practices of professional engineering and professional geoscience.

2. Authority

- 2.1 The Committee has no authority to expend or commit Association funds.
- 2.2 The person appointed by the Council to serve as the APEGM Director on the Board of Directors of the Canadian Council of Professional Engineers and the person appointed by the Council to serve as the APEGM Director on the Board of Directors of the Canadian Council of Professional Geoscientists have a responsibility to put forward the position communicated by the APEGM Council on any issue that may be before the Board, and having done so, are then authorized to vote as, in his or her judgment, is best for engineering or geoscience in Canada.

3. Composition

- 3.1 The person appointed by the Council and serving as the APEGM Director on the Board of Directors of the Canadian Council of Professional Engineers.
- 3.2 The person appointed by the Council and serving as the APEGM Director on the Board of Directors of the Canadian Council of Professional Geoscientists.
- 3.3 The President, who will normally also serve as Chair.
- 3.4 The President Elect.
- 3.5 The Past-President.
- 3.6 The Executive Director

4. Term of Office

- 4.1 The term of office of the person appointed by the Council to serve as the APEGM Director on the Board of Directors of the Canadian Council of Professional Engineers and the person appointed by the Council to serve as the APEGM Director on the Board of Directors of the Canadian Council of Professional Geoscientists is:
- i. nominally two years, extendable once by a maximum period of one year;
 - ii. to be reviewed at approximately 18 months into the term; and
 - iii. can be extended beyond the third year to complete any current term on the Executive Committee of the national organization.
- 4.2 The term of office of all of the other committee members is concurrent with their office in the Association.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Ownership Linkage Committee
Terms of Reference

Number: GP-6.6

Policy Type: Governance Process

Date Approved: 15 September 2004

1. Products:

- 1.1 Plan and prioritize for 2004 / 05 for Ownership Linkage by November 30th, 2004
- 1.2 List of contacts and methodologies for each target group
- 1.3 Ownership Linkage strategy options for that segment of each Council meeting

2. Authority:

- 2.1 The committee has no authority to expend or commit Association funds
- 2.2 Committee members are not entitled to reimbursement for expense incurred in the attendance at meetings of the committee.

3. Composition:

- 3.1 President, Past President, New Council member, one each of public/lay Council member and geoscientist member plus invitees and volunteers (to a maximum of 9 members)
- 3.2 Committee members will self-select the Chair

4. Term of Office:

- 4.1 The term of office, including the Chair, is one year, with provision for rotation, and is renewable once

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Recruitment Committee
Terms of Reference

Number: GP-6.7

Policy Type: Governance Process

Date Approved: 20 January 2004

1. Product:

- 1.1 The appointment of an Executive Director who, under the direction of Council and in accordance with the Act and Bylaws, is well qualified and capable of leading the administrative, member and program operations toward the achievement of APEGM's Ends.

2. Authority

- 2.1 The Committee has the authority to commit funds for the purpose of facilitating the recruitment process, and retaining the services of a firm to assist the committee in the recruitment process.
- 2.2 The selection of the candidate will be made by the Council as a whole.
- 2.3 The Committee has the authority to make an offer of employment to the individual selected for the position of Executive Director, including committing Association funds for salary, benefits and other perquisites.

3. Composition

- 3.1 A minimum of five members, one of whom is a current Geoscientist Councillor.
- 3.2 The current President, the immediate Past-President and a Past-President from any prior year.
- 3.3 An appointed Councillor.
- 3.4 The committee shall be chaired by the immediate Past-President.

4. Term of Office

- 4.1 The committee shall be disbanded upon completion of its task and the term of office for the committee members will also expire at that time.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Registration Committee
Terms of Reference

Number: GP-6.8

Policy Type: Governance Process

Date Approved: 11 October 2006

1. Products:

Reports to Council listing those accepted for membership, licensed or enrolled as a member-in-training.

An annual summary report of its activities, including the number of applications considered and the number approved, for inclusion in the APEGM annual report to the membership.

2. Authority:

The Registration Committee is a committee of Council under the Act.

Follow the criteria, policies, and procedures set forth in Act, the Manual of Admissions, and Council's Governance Policies.

Consider registration or licensure based on information provided by the Registrar or his/her delegate or any committee formed by the Executive Director to aid in the registration process.

Conduct hearings on appeals against decisions taken by the Executive Director, any of his/her staff, or any committee formed by the Executive Director to aid in the registration process. The Executive Director or his/her delegate will be present at all appeals. Results of the appeal will be communicated directly to the Executive Director.

The Registration Committee meets as required to consider all applications in a timely fashion, and in accordance with the Manual of Admissions.

The proposed agenda of meetings will be established by the Secretary of the Committee in consultation with the Chair. A quorum consists of committee members present. The committee may meet by conference call.

3. Composition:

The composition of the Registration Committee will be determined and reviewed by Council. Council will appoint at least one lay member.

The Registrar or his/her designate is an ex-officio member of the Committee. Other staff members may attend by mutual consent of the Chair of the Committee and the Executive Director. Other members may be called to attend at the discretion of the Chair.

A staff member will be assigned by the Executive Director to serve as secretary (non-voting).

4. Term of Office:

Membership of the Registration Committee is at the pleasure and discretion of Council.

The term of the Chair is two years and is not renewable.

A member may serve to a maximum of 6 years.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Council and Committee Expenses **Number:** GP-7

Policy Type: Governance Process **Date Approved:** 12 Sep 2001
Date Amended: 10 April 2002

Whereas appointed Councillors are not members of the professions, and are donating their time to the governance of the professions Appointed Councillors shall be paid an honorarium. Additionally all Councillors residing outside of the Greater Winnipeg Capital Region shall be eligible for reimbursement of expenses for all Council and committee meetings attended, as well as for any meeting attended at the direction of the Council.

1. Honoraria for appointed Councillors shall:
 - (a) normally be \$100.00 for all Council and committee meetings attended; or
 - (b)** subject to the approval of the President or Council, an amount not to exceed \$340.00 for each half-day of attendance or participation required for duties pursuant to sections 21 or 36 of The Engineering and Geoscientific Professions Act.

2. Expenses shall be reimbursed on the basis of:
 - (a) receipts for economy class air or other travel, and for accommodation and meals;
 - (b) receipts for hospitality activities; and
 - (c) claims not exceeding \$25.00 for other associated expenses without a requirement to be supported by receipts.

3. Vehicle Usage allowances shall be paid at the Manitoba Government per kilometre rate for the distance travelled by the normal route.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name:	Code of Conduct	Number:	GP-8
Policy Type:	Governance Process	Date Approved:	13 June 2000
		Date Amended:	11 April 2001
		Date Amended:	5 May 2005

The Council expects of itself and its Members ethical, businesslike and lawful conduct. This includes fiduciary responsibility, proper use of authority and appropriate decorum when acting as Council members. It expects its Council Members to treat one another and staff members with respect, co-operation and a willingness to deal openly on all matters.

Council Members shall be bound by the following Code of Conduct:

1. Council Members shall represent the interests of the public in accordance with the Association's Mission. Council Members are accountable to exercise the powers and discharge the duties of their office honestly and in good faith. Council Members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
2. Council Members must be loyal to the interests of the Council and respect the conflict of interest policy.
3. Council members shall not use their positions to obtain employment for themselves, family members, or close associates, and they shall in all respects abide by the conflict of interest policy GP-9.
4. Council Members will respect the confidentiality appropriate to issues discussed in camera.
5. Council Members may not attempt to exercise authority over staff of the organization.
6. Council Members, or groups of Council Members, who are interacting with the public, press or other entities, shall emphasize that they do not speak for the Council unless specifically designated to do so by the Council.
7. Except for participation in Council deliberation about whether reasonable interpretation of Council policy has been achieved by the Executive Director, Council members will not express individual judgments of the Executive Director or staff performance.
8. Council Members shall not encourage direct communication with employees who attempt to bypass administration but shall encourage employees to utilize reporting lines within the administration to bring their concerns to the Council.

9. Council Members shall be familiar with The Engineering and Geoscientific Professions Act and Bylaws and policies of the Association as well as the rules of procedure for and proper conduct of a meeting so that any decision of the Council may be made in an efficient, knowledgeable and expeditious fashion.
10. Members will be properly prepared for Council deliberation.
11. Council Members shall regularly take part in educational activities which will assist them in carrying out their responsibilities.
12. Council Members shall attend meetings on a regular and punctual basis and in accordance with section 8(4) of the Act.
13. Council members are responsible under parliamentary law to abide by the final decision of the majority of the Councillors. Councillors may have a dissenting vote on a motion recorded in the minutes, if requested during that meeting. Councillors not in attendance may record a dissenting voice within ten days of receiving the minutes.
- 11 A Council Member who is alleged to have violated the Code of Conduct shall be informed in writing and shall be allowed to present his or her views of such alleged breach at the next Council meeting. The complaining party must be identified. If the complaining party is a Council Member, he or she and the respondent Council Member shall absent themselves from any vote upon resolution of censure or other action that may be brought by the Council. Council Members who are found to have violated the Code of Conduct may be subject to censure.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Conflict of Interest

Number: GP-9

Policy Type: Governance Process

Date Approved: 12 September 2000

Date Amended: 15 January 2004

1. Any Council Member having an occasional conflict of interest shall declare the details of that conflict before discussion of the question. Such conflicts of interest include, but are not limited to:
 - a) any question affecting a partnership or firm of which he/she is a member;
 - b) any question affecting an organization of which he/she is a Board Member.
 - c) any question in which the Council Member or a member of his/her immediate family (defined as spouse, spousal equivalent or dependent child) has a direct or indirect financial interest;
 - d) any other matter in which the Council Member's ability to act in the best interest of the organization may be or appear to be compromised.
 - e) any question affecting a private corporation of which the Council Member or his/her immediate family (spouse, spousal equivalent or dependent child), is a shareholder or a public corporation in which he/she or immediate family holds more than five percent of the number of voting securities issued (excluding mutual funds);

A Councillor with a conflict in categories (c) and (e) is required to and absent him/herself from the portion of the meeting during which discussion or voting takes place. A Councillor with a conflict in any other categories may, unless requested by the Council to absent him/herself by the Council, may remain in the meeting but may neither speak to nor vote on the matter.
2. No Council Member, or his or her spouse, spousal equivalent, or dependent child, shall enter into any business arrangement with the Association in which they have an interest directly or indirectly except:
 - a) on a written and competitive sealed quotation basis; and
 - b) having declared any interest therein, and the applicable Council Member having refrained from voting thereon.
3. A Council Member who abstains from participation due to conflict of interest is still included in determining quorum.
4. The minutes must record all declarations of conflict of interest.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name:	Cost of Governance	Number:	GP-10
Policy Type:	Governance Process	Date Approved:	September 12, 2000
		Date Amended:	09 May 2002
		Date Amended:	12 February 2003
		Date Amended:	18 June 2003

The Council recognizes that governance has a cost in terms of time, effort and potential expenditure. The Council is committed to investing in its governance capacity.

1. The Council recognizes that continual updating of skills and awareness of new governance issues are vital to a member's contribution to the Council. Therefore, it is expected that:
 - 1.1. New Council members shall receive a complete orientation to ensure familiarity with APEGM's structure and issues, and the Council's process of governance.
 - 1.2. Candidates for Council membership shall be provided with information that clearly outlines the role of the Council, the necessary qualifications and the expectations of Council members.
 - 1.3. Council members shall have ongoing opportunity for continued training and education to enhance their governance capabilities.
2. External monitoring assistance may be arranged so that the Council can assure the achievement of its Ends and compliance with its Executive Limitations policies.
3. The Council shall establish and be accountable for an annual budget for its own governance functions, which shall include, in addition to the costs of Council and Council Committee Meetings, funds for:
 - 3.1. Trustee attendance at conferences and conventions.
 - 3.2. Improvement of its governance function.
 - 3.3. Costs of fiscal audit and any other outside monitoring assistance required.
 - 3.4. Costs of methods such as focus groups and surveys to ensure the Council's ability to listen to owner viewpoints and values.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Primary Council Linkages

Number: GP-11

Policy Type: Governance Process

Date Approved: September 21, 2000

Date Amended: 11 April 2001

The “moral ownership” of APEGM is the public at large of Manitoba. As “trustee” the Council is accountable for the Association to its “owner.” On behalf of the professional engineers and geoscientists of Manitoba, the Council shall act in the best interests of the “moral ownership” as a whole, rather than being advocates for specific geographic areas or interest groups.

1. When making governance decisions, Council Members shall:
 - 1.1 maintain a distinction between their personal interests as members of the Association, and their obligation to act as a “trustee” of the “owner”. As “trustees” Council Members are obligated to identify and know the “owner’s” values and expectations.
 - 1.2 Gather information in a way that reflects the diversity of the “ownership.”
2. Collection of input from the “ownership” may be accomplished through a variety of methods, including, but not limited to, public meetings, focus groups, surveys, and advisory committees.
3. Council shall act on behalf of the membership when it is not inconsistent with the public interest.
 - 3.1 Council shall ensure that the engineering and geoscience professions are represented on local, provincial, national and international levels.
 - 3.2 Council shall gather information in a way that reflects the diversity of membership.
4. Collection of input from the membership may be accomplished through a variety of methods, including, but not limited to, Committees, meetings, Chapter events, focus groups, Council and Annual General Meetings, and other forums.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Council Linkages with Other Organizations

Number: GP-12

Policy Type: Governance Process

Date Approved: September 21, 2000

Date Amended: 11 April 2001

1. Government

The Council shall ensure that the Association's interests are represented to governments and government agencies.

2. Legislated Linkages with other Organizations

The Council shall ensure that linkages as provided for in Part 15 of *The Engineering and Geoscientific Professions Act* (the Engineering, Geosciences and Architecture Inter-Association Relations Joint Board, and the Engineering, Geosciences and Applied Sciences Inter-Association Relations Joint Board) are effectively sustained and maintained.

3. Appointments to External Policy or Advisory Committees

3.1. Upon request for Association appointments to external committees, the Council will assess whether such representation is appropriate within the Council's stated policies and current priorities. Issues of confidentiality, information sharing, reporting and administrative support shall be considered in the assessment. If the assessment is positive, the Council shall appoint appropriate representative(s).

3.2. Appointee(s) shall be kept informed of current Council policies that might affect deliberations of the Committee. Any representations made on behalf of the Council shall adhere to Council policies. Any issues requiring the statement of a new policy position on the part of the Council shall be brought to the Council for decision.

4. Voluntary Membership in Other Organizations

4.1. The Council shall annually consider the merits of membership in other organizations. This consideration shall include, but not be limited to:

4.1.1. The degree to which participation in the organization will further the mission and ends of the Association.

4.1.2. The benefits to the Association of membership compared to the cost of membership.

4.1.3. The ability of the Association to influence the direction of the organization in a manner commensurate with the Association's contribution.

5. Relationships With Other Organizations

The Council shall identify other organizations with which it requires good working relationships in order to share and enhance its role as “owner representative” in determining the most appropriate Ends. It will establish mechanisms for maintaining open communication with these organizations. Such mechanisms may include, but are not limited to:

- 5.1. Monitoring and maintaining the current Memoranda of Understanding with the Certified Technicians and Technologists Association of Manitoba, Association of Manitoba Land Surveyors and the Manitoba Association of Landscape Architects.
- 5.2. Utilizing Memoranda of Understanding with other Associations and organizations which foster and serve the interests of the Association’s “owners.”
- 5.3. Establishing liaison with other organizations on an informal or formal basis as appropriate.
- 5.4. Requesting the Executive Director to establish linkages at a staff level, and to report on areas of mutual interest and activity.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Council Planning Cycle and Agenda **Number:** GP-13
Control
Policy Type: Governance Process **Date Approved:** 11 April 2001

To accomplish its job products with a governance style consistent with Council policies, the Council will follow an annual agenda which (a) completes a re-exploration of Ends policies annually and (b) continually improves Council performance through Council education and enriched input and deliberation.

Accordingly:

1. The Council shall maintain control of its own agenda by developing each year no later than the first quarter of the Council's term of office, an annual schedule which includes, but is not limited to:
 - 1.1. considered review of the Ends in a timely fashion which allows the Executive Director to build a budget
 - 1.2. consultations with selected groups in the ownership, or other methods of gaining ownership input, prior to the above review.
 - 1.3. scheduled time for education related to ends determination (for example, presentations relating to the external environment, demographic information, exploration of future perspectives which may have implications, presentations by advocacy groups, and staff).
 - 1.4. scheduled time for monitoring of the Council's own compliance with its Governance Process policies, and for review of the policies themselves.
 - 1.5. scheduled time for monitoring compliance by the Executive Director with Executive Limitations and Ends policies, and for review of the policies themselves. Monitoring reports will be provided and read in advance of the Council meeting, and discussion will occur only if reports show policy violations, if reports do not provide sufficient information for the Council to make a determination regarding compliance, or if policy criteria are to be debated.
 - 1.6. scheduled time for education about the process of governance.

2. Based on the outline of the annual schedule, the Council delegates to the President the authority to fill in the details of the meeting content. The detailed agenda shall be prepared jointly by the Council President and the Executive Director. Potential agenda items shall be carefully screened to ensure that they relate to the Council's job description, rather than simply reviewing staff activities. Screening shall be based on:
 - 2.1. Clarification as to whether the issue clearly belongs to the Council or the Executive Director.
 - 2.2. Identification of what category an issue relates to - Ends, executive limitations, governance process, Council-executive linkage.
 - 2.3. Review of what the Council has already said in this category, and how the current issue is related.
3. Throughout the year, the Council will attend to Consent Agenda items as expeditiously as possible. When an item is brought to the Council via the Consent Agenda, provided that compliance with all of the criteria in Executive Limitations has been demonstrated, the Council will not discuss the item prior to approval. An exception will be made only if a majority of the Council votes to remove the item from the Consent Agenda for discussion.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Governance Succession

Number: GP-14

Policy Type: Governance Process

Date Approved: 09 May 2001

Date Amended: 06 March 2002

In keeping with the Council's commitment to excellence in governance, the Council shall strive to solicit from the membership candidates for Council who have characteristics which will enable them to govern, not to manage, the Association.

1. Council shall delegate to the Nominating Committee the responsibility to present a slate of nominees who meet the qualifications required by the Act and Bylaws, and who, as much as possible, have the following characteristics:
 - 1.1 Commitment to linking with the ownership. Understanding that they represent an ownership comprised of diverse people willing to actively seek to access and understand that diversity.
 - 1.2 Ability to think in terms of systems and context — to see the big picture.
 - 1.3 Interest in and capability to discuss the values underlying the actions taken in the organization, and to govern through the broader formulations of these values.
 - 1.4 Willingness to delegate the operational detail to others.
 - 1.5 Ability and willingness to deal with vision and the long term, rather than day-to-day details.
 - 1.6 Ability and willingness to participate assertively in deliberation, while respecting the opinions of others.
 - 1.7 Willingness and commitment to honour Council decisions.
 - 1.8 In the absence of documented criteria, develop criteria before making decisions.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Governance Self
Monitoring Schedule

Number: GP-15

Policy Type: Governance Process

Date Approved: 18 June 2003

1. The Council shall establish governance process policies and a governance action plan which shall serve as measurable standards against which the Council's performance can be evaluated.
 - 1.1. Under the leadership of the chairperson, on at least an annual basis, the Council shall conduct a self-evaluation. As a result of this evaluation, the Council shall include in its governance action plan specific goals and objectives for improvement of identified areas.
 - 1.2. The Council shall monitor its adherence to its own Governance Process policies regularly. Upon the choice of the Council, any policy can be monitored at any time. However, at minimum, the Council will both review the policies, and monitor its own adherence to them, according to the following schedule:

No.	Policy Title	Frequency	Month
GP-1	Global Governance Commitment	Annually	January
GP-2	Governing Style	Each Meeting	All
GP-3	Council Role and Job Description	Annually	January
GP-4	President's Role and Job Description	Annually	January
GP-5	Council Committee Principles	Annually	March
GP-6	Council Committee Structure	Annually	March
GP-6.1	Nominating Committee	Annually	January
GP-6.2	Past Presidents Committee	Annually	March
GP-6.3	Executive Committee	Annually	January
GP-6.4	Discipline Committee	Annually	January
GP-6.5	National Liaison Committee	Annually	January
GP-7	Council and Committee Expenses	Annually	May
GP-8	Code of Conduct	Annually	September
GP-9	Conflict of Interest	Annually	September
GP-10	Cost of Governance	Annually	May
GP-11	Primary Council Linkages	Annually	May
GP-12	Council Linkage With Other Organizations	Annually	June
GP-13	Council Planning Cycle and Agenda Control	Annually	June
GP-14	Governance Succession	Annually	May
GP-15	Governance Succession Self-Monitoring Schedule	Annually	June



**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: General Executive Constraint

Number: EL-1

Policy Type: Executive Limitations

Date Approved: February 14, 2001

Date Amended:

The Executive Director shall not knowingly cause or allow any practice, activity, decision or organizational circumstance which is either imprudent, illegal, or in violation of commonly accepted business and professional ethics.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Treatment of Staff

Number: EL-2

Policy Type: Executive Limitations

Date Approved: February 14, 2001

Date Amended: March 14, 2001

The Executive Director shall not cause or allow working conditions for staff or volunteers which are unfair, undignified, unsafe, or unclear.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not fail to:

1. develop and implement written human resource policies and procedures which at minimum clarify expectations and working conditions for staff, and provide for effective handling of grievances and harassment.
2. permit an environment where staff is free to express an opinion, or to consider and respond to documented opinions.
3. ensure that there is an effective staff education and development plan and process in place.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Financial Planning

Number: EL-3

Policy Type: Executive Limitations

Date Approved: February 14, 2001
Date Amended:

Budgeting for any fiscal period or the remaining part of any fiscal period shall not:

- (a) deviate materially from Council-stated Ends priorities in allocation of resources;
- (b) jeopardize the financial viability of the Association; or
- (c) fail to be derived from a multi-year plan consistent with (a).

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not:

1. Fail to include credible projection of revenues and expenses, separation of capital, operational, and designated fund items, cash flow, and disclosure of planning assumptions.
 - 1.1. Fail to include provision for replacement and repair of capital assets, based on a long term administrative plan.
 - 1.2. Fail to include provision for the funding of obligations under the Act.
2. Plan the expenditure in any fiscal year of more funds for operations than are received.
3. Fail to estimate revenues conservatively and expenses realistically.
4. Fail to provide funds as determined annually by the Council for the Council's direct use during the year, such as costs of fiscal audit, Council development, Council and Council committee meetings, and Council legal fees.
5. Endanger the fiscal soundness of future years or ignore the building of organizational capability sufficient to achieve ends in future years.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Financial Condition

Number: EL-4

Policy Type: Executive Limitations

Date Approved: February 14, 2001

Date Amended:

With respect to the actual, ongoing financial conditions and activities, the Executive Director shall not cause or allow the financial viability of the Association to be jeopardized, or a material deviation of expenditures from Council priorities as established in *Ends* policies.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not:

1. Allow borrowed funds to, at any point, be in an amount greater than 10 % of the value of the unrestricted invested funds.
2. Use restricted funds for other than their designated purposes.
3. Fail to settle payroll and debts in a timely manner.
4. Allow tax payments or other government ordered payments or reports to be overdue or inaccurately filed.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Asset Protection

Number: EL-5

Policy Type: Executive Limitations

Date Approved: February 14, 2001

Date Amended: March 14, 2001

Date Amended: 06 March 2002

The Executive Director shall not allow assets to be unprotected, inadequately maintained or unnecessarily risked.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not:

1. Fail to insure against theft, fire and casualty losses to a prudent replacement value and against liability to Council Members, staff and individuals engaged in activities on behalf of the organization or the organization itself in an amount comparable to similar organizations.
2. Unnecessarily expose the Association, its Council Members, committee members or staff to claims of liability.
3. Allow uninsured personnel access to material amounts of funds.
4. Receive process or disburse funds under controls insufficient to meet the appointed auditor's standards.
5. Cause or allow facilities and equipment to be subjected to improper wear and tear, insufficient maintenance, or risk of theft.
 - 5.1. Make purchases without due consideration to quality, after-purchase service, value for dollar, and normally prudent protection against conflict of interest.
6. Fail to protect intellectual property, information and files from loss, significant damage, or unauthorized use.
7. Invest or hold funds in unsecured instruments, including uninsured checking accounts, other than in a Chartered Bank in an amount not greater than three times the insured limit, and bonds of less than AA rating, or in non-interest bearing accounts except where necessary to facilitate ease in operational transactions.
 - 7.1. Make investments in the following securities: mortgages, equities, real estate holdings, foreign investments, and derivative securities (i.e., futures and options, etc.).
8. Fail to design and maintain the investment strategy so as to assure the necessary cash flow.
9. Acquire or dispose of land or buildings.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Interactions With Members

Number: EL-6

Policy Type: Executive Limitations

Date Approved: 11 April 2001

With respect to interactions with members, the Executive Director shall not cause or allow conditions, procedures, or decisions which are unsafe, disrespectful, undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy, other than release of information required by law.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not:

1. Fail to provide for appropriate membership involvement in determining means for achieving the Council's Ends.
2. Fail to use an open and transparent process for member involvement.
3. Fail to establish a process which ensures that member comments, questions and complaints are responded to fairly, consistently, respectfully, and in a timely manner.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Application of The Engineering and Geoscientific Professions Act **Number:** EL-7

Policy Type: Executive Limitations **Date Approved:** 11 April 2001

The Executive Director shall not fail to ensure that the provisions of The Engineering and Geoscientific Professions Act are enforced, consistent with any further Council interpretation of the Act in its Bylaws or Policies. The Executive Director shall not fail to ensure fair and due process in applying the legislation.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not fail to:

1. Ensure that professional members, licensees and Certificate of Authorization holders are duly informed of their obligations under the Act and Bylaws, including the Code of Ethics.
2. Take appropriate action regarding members, licensees and Certificate of Authorization holders who fail to comply with the Act, Code of Ethics and Bylaws.
3. Take appropriate action regarding persons who practice or use the titles “professional engineer” or “professional geoscientist” or the abbreviations “P. Eng.” or “P. Geo.” without appropriate authority.
4. Ensure that registration, licensing and issuing of Certificates of Authorization are carried out consistently with the Act, Bylaws, and policies of the Association.
5. Ensure that appeals allowed by legislation are presented to Council in a timely manner.
6. Bring to Council on the Consent Agenda appointees for the Registration, Investigation, and Discipline Committees who meet the requirements of the Act.
7. Establish Terms of Reference, consistent with the Act and Bylaws, and including terms of office, for Registration, Investigation and Discipline Committees.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Compensation and Benefits

Number: EL-8

Policy Type: Executive Limitations

Date Approved: 11 April 2001

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the Executive Director shall not cause or allow jeopardy to fiscal integrity or public image.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not:

1. Change his/her own compensation and benefits.
2. Establish current compensation and benefits which:
 - 2.1. Deviate materially from the geographic or professional market for the skills employed
 - 2.2. Create obligations over a longer term than revenues can be safely projected.
 - 2.3. are discriminatory.
3. Establish a pension plan.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Communication and Support to Council

Number: EL-9

Policy Type: Executive Limitations

Date Approved: February 14, 2001

Date Amended: June 14, 2001

The Executive Director shall not fail to inform and support the Council in its work.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not fail to:

1. Supply to the Council relevant opinions, perspectives and options, from the staff and external sources, so that the Council can make informed choices.
2. Inform the Council of issues which have implications for Council policy or of information that may significantly affect the organization.
3. Submit the required monitoring data (see policy on Monitoring Executive Performance) in a timely, accurate and understandable fashion, directly addressing provisions of the Council policies being monitored.
4. Advise the Council if, in the Executive Director's opinion, the Council is not in compliance with its own policies on Governance Process and Council-Executive Director Relationship, particularly in the case of Council behaviour which is detrimental to the work relationship between the Council and the Executive Director.
5. Provide information to the Council as a whole except (a) for fulfilling individual requests for information or (b) for responding to officers or committees duly charged by the Act or Council.
6. Supply for the consent agenda all items delegated to the Executive Director, yet required by law, contract, or By-law to be Council-approved, along with the monitoring assurance pertaining to the item(s).
7. Provide reasonable administrative support for Council activities.
8. Report in a timely manner actual or anticipated non-compliance with any policy of the Council.



**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Emergency Executive Succession **Number:** EL-10

Policy Type: Executive Limitations **Date Approved:** 11 April 2001

The Executive Director shall not fail to ensure that there is sufficient organizational capacity for the competent interim operation of the Association to continue in the event of sudden loss of Executive Director services.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Interactions with Public

Number: EL-11

Policy Type: Executive Limitations

Date Approved: 11 April 2001

As the spokesperson for the Association, the Executive Director shall not endanger the Association's public image or credibility, particularly in ways that would hinder its accomplishment of Ends.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not:

1. Fail to establish an effective corporate communications and public relations strategy.
2. Permit presentations to be made to the media which inaccurately portray Council policy.
3. Permit staff members other than him/herself or designate to make presentations to the media.
4. Operate without a process to ensure that comments, questions and complaints from the public are responded to fairly, consistently, respectfully, and in a timely manner.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Information Management

Number: EL-12

Policy Type: Executive Limitations

Date Approved: 09 May 2001

The Executive Director shall not fail to develop and maintain an effective information management process which assists the Association in effectively carrying out and evaluating achievement of the Council's Ends.

Further, without limiting the scope of the above statement by the following list, the Executive Director shall not fail to:

1. Maintain an up-to-date prioritized plan for necessary information systems enhancements or acquisitions.
2. Develop and apply implementation plans which ensure a smooth transition to new information systems.
3. Evaluate the effectiveness and efficiency of information systems.
4. Meet legislated requirements for records retention, confidentiality, and freedom of information.
5. Ensure that back-up and recovery plans are designed, documented and tested.



**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Partnerships

Number: EL-13

Policy Type: Executive Limitations

Date Approved: 14 June 2001

Date Amended: 18 June 2003

The Executive Director shall not fail to develop appropriate partnerships and collaborative relationships to achieve the Council's Ends

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Development of Standards for Practices

Number: EL-14

Policy Type: Executive Limitations

Date Approved: 11 April 2001

Date Amended: 12 Sept 2001

When developing or changing Guidelines* for the practices of professional engineering and professional geoscience, the Executive Director shall not: fail to:

1. Obtain the input of a range of membership, including members from different areas of practice, with a mix of relevant expertise.
 - 1.1. Use an open and transparent process for obtaining membership input.
2. Consider the perspective of other regulatory bodies, organizations and groups that may be impacted.
3. Ensure that relevant research findings and literature have been considered.
4. Ensure that the Guidelines developed are compliant with legal and regulatory requirements.
5. Advise Council if the Guidelines presented does not represent a consensus.
6. Ensure that all Guidelines are reviewed periodically.
7. Bring the Guidelines to Council via the Consent Agenda for final approval prior to release.

*Official Association statements that are accepted and articulated as constituting good practice.



Note:

EL-15 Development of Position Statements was eliminated 18 June 2003

EL-16, "Internal Process Evaluation" has never been adopted

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Criteria Governing Professional Practice

Number: EL-17

Policy Type: Executive Limitations

Date Approved: 09 October 2002

Date Amended:

When developing or changing published criteria for admission to the Association and the conducting of the practices of professional engineering and professional geoscience, the Executive Director shall not: fail to:

1. Obtain input from committees and groups structured for that purpose, and/or a range of membership from different areas of practice with a mix of relevant expertise.
 - 1.1. Use an open and transparent process for obtaining membership input.
2. Consider the perspectives of the other constituent members of the CCPE and CCPG, other regulatory bodies, organizations and groups that may be affected.
3. Ensure that the criteria developed are compliant with legal and regulatory requirements.
4. Bring the criteria to the Council via the Consent Agenda for final authorization prior to release.
5. Advise Council if the criteria as presented does not represent a consensus.
6. Ensure that all criteria are reviewed periodically.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Global Council-Executive Director
Relationship

Number: CE-1

Policy Type: Council-Executive Director
Relationship

Date Approved: February 14, 2001

Date Amended:

The Council's sole official connection to the operational organization, its achievements and conduct will be through a Chief Executive Officer, titled Executive Director & Registrar.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Unity of Control

Number: CE-2

Policy Type: Council-Executive Director
Relationship

Date Approved: February 14, 2001

Date Amended:

Only officially passed motions of the Council are binding on the Executive Director.

Accordingly:

1. Decisions or instructions of individual Council members, officers, or committees are not binding on the Executive Director except in rare instances when the Council has specifically authorized such exercise of authority.
2. In the case of Council members or committees requesting information or assistance without Council authorization, the Executive Director can refuse such requests that require, in the Executive Director's opinion, a material amount of staff time or funds or are disruptive to operations.
3. Only the Council acting as a body can employ, discipline, terminate, or change the conditions of employment of the Executive Director.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name: Accountability of the Executive Director

Number: CE-3

Policy Type: Council-Executive Director Relationship

Date Approved: February 14, 2001

Date Amended:

The Executive Director is the Council's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Council is concerned, is considered the authority and accountability of the Executive Director.

Accordingly:

1. The Council shall not give instructions to persons who report directly or indirectly to the Executive Director.
2. The Council shall not evaluate, either formally or informally, any staff other than the Executive Director.
3. The Council shall view Executive Director performance as identical to organizational performance, so that organizational accomplishment of Council stated Ends and compliance with Executive Limitations will be viewed as successful Executive Director performance. Therefore the Executive Director's job shall be accomplishment of the Ends while maintaining compliance with the Executive Limitations.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name:	Delegation to Executive Director	Number:	CE-4
Policy Type:	Council-Executive Director Relationship	Date Approved:	February 14, 2001
		Date Amended:	22 September 2005

The Council will instruct the Executive Director through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

Accordingly:

1. The Council will develop policies instructing the Executive Director to achieve certain results, within the overall approved budget. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.
2. The Council will develop policies which limit the latitude the Executive Director may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies.
3. As long as the Executive Director uses *any reasonable interpretation* of the Council's Ends and Executive Limitations policies, the Executive Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.
4. The Council may change its Ends and Executive Limitations policies, thereby shifting the boundary between Council and Executive Director domains. By doing so, the Council changes the latitude of choice given to the Executive Director. But as long as any particular policy is in place, the Council will respect and support the Executive Director's choices. This does not prevent the Council from obtaining information from the Executive Director about the delegated areas, except for information restricted by statute.

**ASSOCIATION OF PROFESSIONAL ENGINEERS AND GEOSCIENTISTS OF MANITOBA
COUNCIL POLICY**

Policy Name:	Monitoring Executive Performance	Number:	CE-5
Policy Type:	Council-Executive Director Relationship	Date Approved:	February 14, 2001
		Date Amended:	09 October 2002 11 December 2002 20 January 2005?

Systematic and rigorous monitoring of Executive Director job performance will be solely against the only expected Executive Director job outputs:

- (a) organizational accomplishment of Ends; and
- (b) organizational operation within the boundaries established in Executive Limitations.

1. The purpose of monitoring is simply to determine the degree to which Council policies are being fulfilled. Only information which does this will be considered to be monitoring. Monitoring will be as automatic as possible, using a minimum of Council time so that meetings can be used to create the future rather than to review the past.
2. A given policy may be monitored in one or more of three ways:
 - 2.1. Internal report: Disclosure of performance data by the Executive Director on Council-stated policy that are sufficiently clear, unbiased, and representative to cause a Council majority to be confident that a reasonable interpretation of Council policy has been achieved.
 - 2.1.1. "Clear" means that the information is easily understood and interpreted, and is not submerged in unnecessary incidental information.
 - 2.1.2. "Unbiased" means that the integrity of the information must be demonstrable.
 - 2.1.3. "Representative" means that information is provided to monitor the complete criterion, not just a part of it or a single implication of it.
 - 2.2. External report: Discovery of compliance information by an impartial, external auditor, inspector or judge who is selected by and reports directly to the Council. Such reports must assess executive performance only against policies of the Council, not those of the external party, unless the Council has previously indicated that party's opinion to be the standard.
 - 2.3. Direct Council Inspection: Discovery of compliance information by a Council member, a committee or the Council as a whole. This is a Council inspection of documents, activities or circumstances directed by the Council which allows a "prudent person" test of policy compliance. Such an inspection is only undertaken at the instruction of the Council, and with the Executive Director's knowledge.

3. In every case, the standard for compliance shall be *any reasonable Executive Director interpretation* of the Council policy being monitored. The Council is the final arbiter of reasonableness, but will always judge with a “reasonable person” test rather than interpretations favoured by Council members or even the Council as a whole.
4. Upon the choice of the Council, any policy can be monitored by any method at any time. For regular monitoring, however, each *Ends* and *Executive Limitations* policy will be classified by the Council according to frequency and method.
5. A formal evaluation of the Executive Director by the Council will occur annually, based on the achievement of the Council's *Ends* Policies and non-violation of its *Executive Limitations* policies. This formal evaluation will be conducted as a summative evaluation of previous regular monitoring data for the year

Policy	Monitoring Method	Frequency	Month
EL-1 General Executive Constraint	Internal Report	Annually	January
EL-2 Treatment of Staff	Internal Report	Annually	May
EL-3 Financial Planning	Direct Inspection	Annually	June
EL-4 Financial Condition (on-going)	Internal Report (Financial Statement)	Each Meeting	N/A
EL-4 Financial Condition (yearly)	Internal Report & External Audit	Annually	September
EL-5 Asset Protection	Internal Report & External Audit	Annually	September
EL-6 Interactions with Members	Internal Report	Annually	September
EL-7 Application of the Act	Internal Report	Annually	September
EL-8 Compensation and Benefits	Internal Report	Annually	June
EL-9 Communication and Support to Council	Direct Inspection	Annually	January
EL-10 Emergency Executive Succession	Internal Report	Annually	January
EL-11 Interactions with Public	Direct Inspection	Annually	January
EL-12 Information Management	Internal Report	Annually	January
EL-13 Partnerships	Internal Report	Annually	March
EL-14 Development of Standards for Practice	Internal Report	Annually	March
EL-17 Criteria Governing Professional Practice	Internal Report	Annually	March

Note:

EL-15 Development of Position Statements was eliminated 18 June 2003
 EL-16, “Internal Process Evaluation” has never been adopted

Ends	Method	Frequency	Month
E-2 Members Practice with Competence and Ethical Conduct.	Internal Report	Annually	January
E-3 Members Work Within and Value a Self-Regulating Profession.	Internal Report	Annually	May
E-4 Government and Regulators Understand and Support the Role of APEGM.	Internal Report	Annually	June
E-5 Under-Represented Groups that Reflect the Whole Diversity of the Public are Valued as Members.	Internal Report	Annually	March
E-6 Educational Institutions Engage in a Mutually Supportive Relationship with APEGM.	Internal Report	Annually	September
E-7 The Public Understands and Values the Contribution of the Professions.	Internal Report	Annually	March

Combined Schedule Executive Limitations and Ends

Month	ELs	EL Direct Inspection	Ends	No./ Month
January	EL-1, EL-10, EL-12	EL-9, EL-11	E-2	7
March	EL-13, EL-14, EL-17		E-5, E-7	5
May	EL-2		E-3	2
June	EL-3, EL-8		E-4	3
September	EL-4, EL-5, EL-7	EL-6	E-6	6