

Minutes of a meeting of the Council of Engineers Geoscientists Manitoba held online on Thursday, January 21, 2021.

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**PRESENT:** Jason Mann presiding; Neil Klassen; Cheryl Lashek; Katrine Levesque; Christina McDonald; Crystal Paculan; Jitendra Paliwal; John Sawatzky; Allan Silk; Ian Smallwood; Efrem Teklemariam; Shipra Verma; Michelle Wadelius;

**ALSO PRESENT:** Grant Koropatnick; Fiona Hillier; Dawn Nedohin-Macek; Doug Bell; Brent Ross; Jennifer Sokal; Matthew Deleau; Mike Gregoire; Sharon Sankar; Scott Sarna; Lisa Stepnuk; Ian Wiebe

**REGRETS:** Linda Murphy; Izabela Witkowska

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**21.01.1 CALL TO ORDER**

President Mann called the meeting to order at 12:35 p.m.

**21.01.2 TRADITIONAL TERRITORIES ACKNOWLEDGEMENT**

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

**21.01.3 INTRODUCTIONS**

President Mann thanked everyone for attending and welcomed the following: newly appointed councillors Crystal Paculan and Shipra Verma, guests Engineers Canada Director Dawn Nedohin-Macek, Geoscientist Canada Director Doug Bell, Brent Ross, Jennifer Sokal and Matthew Deleau from MLT Aikins, and Association Management.

**21.01.4 ADOPTION OF AGENDA**

To streamline the voting, President Mann announced that for anyone wanting to vote against a motion, he would only call for verbal opposition rather than approvals.

President Mann asked if there were any additions or changes to the agenda.

At 12:41 p.m. Councillor Lashek arrived at the meeting

At 12:42 p.m. Councillor Paculan arrived at the meeting

It was **MOVED** by Ian Smallwood and **SECONDED** by Christina McDonald that there be discussion on Information item N2. BRACE Project with a potential motion that Council obtain legal opinion and contact the owner of a potential legal issue.

Councillor Smallwood clarified that "owner" referred to the Government of Manitoba.

Hearing no further discussion, President Mann called the question.

CARRIED

President Mann noted that item N2 would be removed from the Information Items section and added to the Governance section as item G5. The remaining Governance items would be renumbered accordingly.

Hearing no further additions or changes, the agenda was approved as amended.

**21.01.4 CONFLICT OF INTEREST DECLARATION**

President Mann asked Council if anyone had a conflict of interest to declare. Hearing none, Council was reminded that one could be declared at any time, for any item, on the agenda.

**21.01.6 MOMENT OF SILENCE – DOUG RUTH**

President Mann asked Council and guests to observe a moment of silence in memory of Doug Ruth, P.Eng., Dean Emeritus of the Price Faculty of Engineering, University of Manitoba.

**21.01.7 MINUTES OF THE COUNCIL MEETING DECEMBER 10, 2020**

President Mann asked if there were any corrections to the minutes of the meeting of December 10, 2020. Hearing none, the minutes were adopted as circulated.

REPORTS TO COUNCIL

**21.01.8 B1. CHAIR'S REPORT – PRESIDENT JASON MANN, P.GEO.**

President Mann spoke of the three chapter meetings he attended this month and welcomed newly appointed lay councillors Crystal Paculan and Shipra Verma to Council.

**21.01.9 B2. ENGINEERS CANADA ANNUAL REPORT**

Dawn Nedohin-Macek spoke to her report and highlighted the following links: 2020 National Membership Report, 4 Seasons of Reconciliation Education, CEAB's monthly newsletter, Impacts of the COVID-19 Pandemic on Women submitted to the House of Commons Standing Committee on the Status of Women and the 30 by 30 K-12 Outreach Guide.

**21.01.10 B3. GEOSCIENTISTS CANADA ANNUAL REPORT**

Doug Bell spoke to the highlights in his report which included: the online offering of the Qualified Professional short course, the filming of the 25<sup>th</sup> anniversary video for Geoscientists Canada, and the recent application for a Federal grant to support the development of an Equity, Diversity, and Inclusion resource page on the website.

President Mann thanked the directors for their reports.

At 12:59 p.m. Dawn Nedohin-Macek and Doug Bell left the meeting.

### CONSENT AGENDA

**21.01.11** Council approved the Consent Agenda items with the adoption of the agenda.

#### **C1. APPLICATIONS APPROVED BY THE REGISTRATION COMMITTEE**

Council received a list of applications approved by the Registration Committee between December 1, 2020 and December 31, 2020.

### COUNCIL EDUCATION

#### **21.01.12 D1. LEGAL EDUCATION SESSION**

President Mann invited Brent Ross, Jennifer Sokal and Matthew Deleau from MLT Aikins to begin their presentation.

Brent Ross began by reviewing the powers and obligations of councillors as it related to the Engineering and Geoscientific Professions Act, the Association's By-laws, Code of Ethics and policies, including the Councillor Code of Conduct and Conflict of Interest Policy.

He then provided a summary of the fiduciary duties of a councillor and highlighted Conflicts of Interest as an aspect of a councillor's fiduciary duty.

At 1:24 p.m. Past President Paliwal arrived at the meeting.

He reviewed the types of conflicts as outlined in the Code of Conduct declaration and Conflict of Interest Policy.

Jennifer Sokal presented on the topic of Council appeals and reviewed the procedures for the two appeals specified in the Act.

Finally, Jennifer defined and discussed the topic: reasonable apprehension of bias.

The floor was opened to questions from Council.

Council requested a copy of the slide presentation. It was noted that it would be provided and posted to the January 21, 2021 online agenda under item D1 after the meeting.

At 2:28 p.m. Past President Paliwal left the meeting.

At 2:33 p.m. President Mann thanked MLT Aikins for their presentation and Brent, Jennifer and Matthew left the meeting.

**21.01.13 D2. EVALUATION OF THE PREVIOUS COUNCIL MEETING**

President Mann remarked that the evaluations help to remind us of our goals for the Council meetings. He noted that comments were always welcome and he appreciated those who added their names to the comments which demonstrates candor and transparency.

At 2:36 p.m. Council took a break

At 2:47 p.m. Council returned from break

**GOVERNANCE**

**21.01.14 G1. POLICY UPDATE ON PRODEV EXEMPTION FOR SENIOR MEMBERS**

Council referred to Decision Background memo from the Continuing Competency Committee dated January 21, 2021.

It was MOVED by Allan Silk and SECONDED by Michelle Wadelius that Council approves the recommended modification of the Policy on ProDev Exemption for Senior Members and removes "Said application will be reviewed by the Continuing Competency Committee for approval" from the policy.

CARRIED

**21.01.15 G2. GOVERNANCE REVIEW**

Council referred to Decision Background memo from Grant Koropatnick dated January 21, 2021.

It was MOVED by Christina McDonald and SECONDED by Neil Klassen that after considering the proposals, cost and timing, Council defers the governance review to a time when a session can be held safely in person.

Council acknowledged that deferring the Governance Review would require issuing another RFP at a later date which would include a revised timeline and additional costs for travel and accommodations.

Council discussed the selection process and it was remarked that this would fall under the responsibility and duty of the CEO. Council requested to see the RFP document. It was noted that it would be posted to the January 21, 2021 online agenda under item G2 after the meeting.

Hearing no further discussion, President Mann called the question.

CARRIED

At 3:13 p.m. Past President Paliwal returned to the meeting

President Mann transferred the role of chair to Vice President Silk.

It was MOVED by Jason Mann and SECONDED by Katrine Levesque that Council asks the Finance Committee to consider setting aside available funds for the Governance Review.

CARRIED

Vice President Silk transferred the role of chair back to President Mann.

**21.01.16 G3. 2021 ANNUAL GENERAL MEETING**

Council referred to Decision Background memo from Grant Koropatnick dated January 21, 2021.

It was MOVED by Christina McDonald and SECONDED by Michelle Wadelius that Council approves that the 2021 Annual General Meeting take place at 1:30 p.m. Thursday, October 14, 2021.

CARRIED

**21.01.17 G4. SPECIAL MEETING FOR 2021 BY-LAW DISCUSSION**

Council referred to Decision Background memo from Grant Koropatnick dated January 21, 2021.

It was MOVED by Ian Smallwood and SECONDED by Michelle Wadelius that Council approves the expedited vote on proposed by-laws to coincide with the voting period for the 2021 Council Election.

CARRIED

It was MOVED by Christina McDonald and SECONDED by Ian Smallwood that Council approves a special meeting, on September 16, 2021, whose purpose will be to discuss by-law proposals.

CARRIED

At 3:31 p.m. Vice President Silk left the meeting.

**21.01.18 G5. BRACE DISCUSSION (formerly item N2.)**

Councillor Smallwood began the discussion and suggested that a legal review be done to ensure that there were no potential legal issues.

At 3:34 p.m. Vice President Silk returned to the meeting.

It was added that the legal review would be on section 59 in The Engineering and Geoscientific Professions Act.

At 3:57 p.m. Councillor Verma left the meeting.

It was MOVED by Ian Smallwood and SECONDED by John Sawatzky regarding the BRACE contract that Engineers Geoscientists Manitoba would approach the government and request a legal opinion on whether this contract contravenes section 59 of the Act.

CARRIED

It was MOVED by Ian Smallwood and SECONDED by Michelle Wadelius that Council seeks legal advice on whether Engineers Geoscientists Manitoba is in a legally proper position to enter into any contract to provide services under section 59 of the Act.

It was MOVED by Allan Silk and SECONDED by Ian Smallwood to table the motion.

CARRIED

At 4:00 p.m. Councillor Teklemariam left the meeting.

## 21.01.19

### **G5. REVIEW OF OUTSTANDING ACTION ITEMS LIST**

Council considered a memo from Grant Koropatnick dated January 21, 2021 and the cumulative outstanding action list from Council meetings after December 10, 2020.

- IC/DC Procedures Manual Task Group – in progress
- Appeal Panel 20.12 – in progress
- Appeal Panel 13.01 – in progress

## 21.01.20

### **G6. PLANNING AGENDA FOR THE NEXT MEETING**

Council considered a memo from President Mann dated January 21, 2021 and the proposed agenda for the next Council meeting on March 11, 2021.

Please send any in advance of the meeting.

Monitoring reports will be prepared for:

|         |   |                    |
|---------|---|--------------------|
| GP-8.7  | Ownership Linkage Committee               | Christina McDonald |
| GP-8.10 | Continuing Competency Committee           | Izabela Witkowska  |
| GP-15   | Council Linkages with other Organizations | Shipra Verma       |

|      |   |                   |
|------|---|-------------------|
| E-5  | Practitioners reflect the diversity of the public                 | Grant Koropatnick |
| EL-3 | Financial Condition   | Grant Koropatnick |
| EL-6 | Application of the Engineering and Geoscientific Professions Act. | Grant Koropatnick |

President Mann moved that the meeting go in camera for the purposes of discussing private and confidential matters about an individual, labour relations, investigations, discipline, appeals, litigation or potential litigation.

At 4:15 Council went in camera

At 4:20 p.m. Council came out of Camera

At 4:22 p.m. Past President Paliwal and Councillor Paculan left the meeting

EXECUTIVE LIMITATIONS AND ENDS

**21.01.22 M1. E-4 STAKEHOLDERS UNDERSTAND AND VALUE THE CONTRIBUTION OF THE PROFESSIONS – KOROPATNICK**

Review of Monitoring Report by Grant Koropatnick dated January 21, 2021.

It was MOVED by Christina McDonald and SECONDED by Neil Klassen that Council accepts the reasonable interpretation of the policy statements and approves this report.

CARRIED

**21.01.23 M2. EL-4 ASSET PROTECTION & RISK MANAGEMENT - KOROPATNICK**

Review of Monitoring Report by Grant Koropatnick dated January 21, 2021.

It was MOVED by Katrine Levesque and SECONDED by Michelle Wadelius that Council accepts the reasonable interpretation of the policy statements and approves this report.

CARRIED

COUNCIL PERFORMANCE

**21.01.24 P1. GP-8.9 REGISTRATION COMMITTEE - WADELIUS**

Monitoring Report by Councillor Wadelius dated January 21, 2021.

Hearing no objections, the monitoring report was approved by unanimous consent.

**21.01.25 P2. GP-8.12 PUBLIC INTEREST REVIEW COMMITTEE - LEVESQUE**  
Monitoring Report by Councillor Levesque dated January 21, 2021.  
Hearing no objections, the monitoring report was approved by unanimous consent.

**21.01.26 P3. GP-12 COST OF GOVERNANCE - TEKLEMARIAM**  
Monitoring Report by Councillor Teklemariam dated January 21, 2021.  
Hearing no objections, the monitoring report was approved by unanimous consent.

INFORMATION ITEMS

**21.01.27 COUNCIL RECEIVED THE FOLLOWING INFORMATION ITEMS:**  
N1. Financial Summary as at November 30, 2020  
N2. BRACE Background Information

SELF-EVALUATION

**21.01.28 V1. EVALUATION PAGE FOR THIS MEETING**  
President Mann asked for councillors to fill out and submit the evaluation form for today's meeting.

FYI 'NICE TO KNOW' INFORMATION

**21.01.29 F1. THANK YOU – FILIPINO MEMBERS CHAPTER**  
**F2. CARTOON PICK-OF-THE-DAY**

ADJOURNMENT

**21.01.30** The meeting adjourned at 4:33 p.m.

The next Council meeting will be Thursday, March 11, 2021, at 12:30 p.m.

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Jason Mann, P.Geo.  
President

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Grant Koropatnick, P.Eng., FEC  
CEO & Registrar