



Minutes of the **ANNUAL GENERAL MEETING** of Engineers Geoscientists Manitoba, held at RBC Convention Center, Winnipeg, Manitoba on **Thursday, October 19, 2017.**

1. CALL TO ORDER AND DECLARATION OF QUORUM

President Lindsay Melvin called the meeting to order at 2:45 p.m. and welcomed everyone to the 98th Annual General Meeting of Engineers Geoscientists Manitoba.

She then declared that *“the RBC Convention Center is located on original lands of Anishinaabeg, Cree, Oji-Cree, Dakota, and Dene peoples, and on the homeland of the Metis Nation. We respect the Treaties that were made on these territories, we acknowledge the harms and mistakes of the past, and we dedicate ourselves to move forward in partnership with Indigenous communities in a spirit of reconciliation and collaboration.”*

Those present stood for the National Anthem; led by Allan Silk, P.Eng.

President Melvin announced that quorum was achieved and declared the meeting duly constituted (with 111 professional members in attendance). She reminded the assembly that Engineers Geoscientists Manitoba will be presenting ten awards at the Awards Gala and Dinner tomorrow evening.

President Melvin explained that in-room voting would be done via hand-held, electronic voting devices and the results of each vote would appear on the screen. Instruction on how to use the voting device were given and a practice vote was held.

Finally, she noted that the meeting was being recorded and asked speakers to use the microphone and state their name before speaking.

2. STANDING RULES OF THE MEETING

President Melvin introduced Professional Registered Parliamentarian, Vera Chernecki and invited her to read the rules of the meeting. It was noted that motion forms would be available at the back of the room for members who wanted to put forth a motion.

It was MOVED by Jonathan Epp and SECONDED by Julian Nedohin-Macek that the Standing Rules of the Meeting be approved.

President Melvin asked if there was any discussion on the motion.

It was MOVED by David Grant and SECONDED by Arnold Permut to amend item 5 on Standing Rules “up to one minute per turn and the total time, if over 15 minutes to be at the call of the Chair”.

President Melvin asked if there were any objections to amend the original motion to the following;

“That the Standing Rules of the Meeting be approved with the exception of rule number 5”.

Hearing no objections, President Melvin called for a vote on the amended original motion.

In Favour – 89%
Opposed – 11%
CARRIED

President Melvin then called for a vote on the motion to amend item 5 on the Standing Rules of the meeting.

In Favour – 72%
Opposed – 28%
CARRIED

3. APPROVAL OF THE AGENDA

President Melvin asked if there were any additions to the agenda. Hearing none the agenda was approved as circulated.

She noted that a short break will be taken in agenda item #13.

4. MINUTES OF THE 2016 ANNUAL GENERAL MEETING

President Melvin noted that the minutes of the Annual General Meeting of October 27, 2016 were posted on the Association’s website and were provided in the meeting packages.

She asked if there were any corrections to the minutes.

It was MOVED by Dave Ennis and SECONDED by Arnold Permut that the wording of Item No. 12 be amended by inserting the words; “Dave Ennis noted that the by-law change process had been complicated. He advised the meeting and the President and President-Elect that he would be proposing changes to By-law 17 intended to improve the process.”

President Melvin asked if there were any objections to accepting this correction. An objection was noted. President Melvin called for a vote on the correction to the minutes.

In Favour – 84%
Opposed – 16%
CARRIED

President Melvin asked if there were any further corrections to the minutes.

Mike Gregoire noted that the date in the title for item #10 was incorrect and should be October 23, 2015. He also noted that the name of the BDO representative in item #6 was incorrect and should be Corrine Holman.

President Melvin asked if there were any objections in accepting these corrections to the minutes. Hearing none, the corrections were accepted.

Hearing no further corrections, the minutes were adopted as corrected.

5. INTRODUCTIONS

President Melvin introduced the members of the 2016 - 2017 Council. Also introduced were Dr. Digvir Jayas, Manitoba Director on the board of Engineers Canada; Dr. Ganpat Lodha, Manitoba Director on the Board of Geoscientists Canada; Wells Peever, the Association's legal counsel; and Pamela Dupuis, Partner from BDO Canada LLP – the Association's Auditors.

President Melvin asked any Past Presidents of the Association to please stand and be recognized.

She further invited any member that had served on a task group, committee or chapter over the past year to please stand and be recognized.

President Melvin recognized the invited guests who were representing other engineering or geoscience associations:

- Russ Kinghorn – President, Engineers Canada
- Jeff O'Keefe – President, Geoscientists Canada
- Stormy Holmes – President-Elect, Association of Professional Engineers and Geoscientists Saskatchewan
- Shawna Argue – Director of Registration, Association of Professional Engineers and Geoscientists Saskatchewan

President Melvin recognized the representatives of related Manitoba organizations:

- Jonathan Beddoes – Dean, Faculty of Engineering, University of Manitoba
- Allyson Desgrosseilliers – Past President, Association of Consulting Engineering Companies (Manitoba).
- Judy Pestrak – Executive Director, Manitoba Association of Architects
- Bob Okabe – Executive Director, Certified Technicians and Technologists Association of Manitoba
- Katie Moist – Vice Stick External, University of Manitoba Engineering Society

President Melvin introduced Mr. Russ Kinghorn, P.Eng., FEC, who brought greetings on behalf of Engineers Canada.

President Melvin introduced Jeff O’Keefe, P.Eng., P.Geo., who brought greetings on behalf of Geoscientists Canada.

6. MOMENT OF SILENCE FOR DECEASED MEMBERS

President Melvin read the names of the members who had passed on during the year. A moment of silence was observed in their memory.

7. REPORT OF THE PRESIDENT

President Melvin transferred the chair to Councillor Eden, while she presented her President’s Report.

She spoke to some of the highlights from the past year, which included the new ends, member engagement activities and the 30 by 30 Goal.

President Melvin concluded her report and thanked the many whom she collaborated with and those that provided support.

Councillor Eden called for questions. Hearing none, Councillor Eden asked the Secretary to record that the President’s Report was presented and received as information. Councillor Eden then returned control of the meeting back to President Melvin.

8. PROBE RESEARCH: MEMBER SURVEY RESULTS

President Melvin invited Scott MacKay from Probe Research to provide a presentation on the member survey conducted this past spring.

He began an explanation of the survey results by noting that the response rate was high compared to other public opinion surveys. Survey highlights included: an increase in the public’s understanding of the profession as a result of the advertising campaign; both members and the general public agreed that the profession will become more important in the future and finally 75 percent of members have a favorable view of the Association.

9. SCRUTINEERS REPORT AND INTRODUCTION OF 2017-2018 COUNCIL

President Melvin announced the names of this year’s scrutineers and invited Kian Tan, Chief Scrutineer, to provide his report.

Mr. Tan announced the names of the newly elected councillors and provided the results of the by-law vote. He also noted that the report of the scrutineers was provided in the member package.

Discussion on the proposed by-law changes took place. As the initiator of one by-law proposal, Ian Smallwood gave some background information pertaining to his proposal.

President Melvin asked if there was any further discussion on the report. Hearing none, she asked the Secretary to record that the Scrutineer's Report was discussed and received as information.

The 2017-2018 Council was announced and those present were invited to stand and be recognized.

10. AUDITORS' REPORT

President Melvin noted that the Auditor's Report and the Financial Statement were provided in the member package.

She invited Evan Thompson, Chair of the Audit Committee, to present his report. Highlights included the revised Investment Policy, review of the draft financial statements and audit report, review of Council spending and future monitoring of CEO compliance with Executive Limitations policies on finance.

President Melvin noted that the Audit Committee reviewed and Council approved the report as part of its governance policies and process.

It was MOVED by Alan Silk and SECONDED by Ganpat Lodha that the Auditors' Report for the year ending June 30, 2017 be received.

In Favour – 90%
Opposed – 10%
CARRIED

11. APPOINTMENT OF AUDITORS

Evan Thompson, Chair of the Audit Committee, presented the Audit Committee's recommendation of external auditor and spoke of the process used by the committee in making the selection.

It was MOVED by David Grant and SECONDED by Doug Chapman that Deloitte be appointed as the Association's auditors for the 2017-2018 fiscal year.

In Favour – 95%
Opposed – 5%
CARRIED

15. 2017-2018 BUDGET AND SCHEDULE OF DUES AND FEES

President Melvin announced that the Budget and the 2017-2018 Schedule of Dues and Fees were provided in the member package.

She noted that both the Budget and Fee Schedule had been previously approved by Council at the July meeting in accordance with the by-laws.

She next invited Councillor Trenholm to provide a brief overview of the process for approving the budget and highlights of the 2017-2018 budget.

Discussion on the budget took place.

President Melvin asked if there was any further discussion. Hearing none, President Melvin asked the Secretary to record that the 2017-2018 Budget and the Schedule of Dues and Fees were discussed and received as information.

13. PUBLIC INTEREST REVIEW COMMITTEE APPOINTMENTS

President Melvin explained that two committee members were to be appointed by way of a motion, to serve on the Public Interest Review Committee, in accordance with By-law 4.5.4.2.

She called for a 15 minute break so members could seek consent from their potential nominees for committee appointment.

4:23 p.m. Break

4:38 p.m. Meeting resumed

The meeting was called back to order and nominations for the two positions on the Public Interest Review Committee were invited.

Evan Thompson nominated David Grant.

Doug Chapman nominated Arnold Permut.

Dawn Nedohin-Macek nominated Don Spangelo.

Arun Ogale nominated Dave Ennis.

Hearing no other nominees, President Melvin closed the nominations.

With more than two nominees, President Melvin explained that an election was necessary. She explained the election process. She sought two volunteers; Allan Silk and Evan Thompson, to assist Chief Scrutineer, Kian Tan with the counting of the ballots.

Grant Koropatnick abstained from the vote; citing his role as participant on the Public Interest Review Committee.

Allowing time for the ballots to be counted, President Melvin continued the meeting and noted that the results would be announced during agenda item 14.

14. RESOLUTIONS

President Melvin stated that presentations would be made on the resolutions that Council had been working on since the last AGM.

Councillor Doering provided an overview of Council's response to sub-point 4 of Resolution #1 from the 2015 AGM.

Discussion on the revised GP-10 (Councillor Code of Conduct) policy took place. President Melvin asked if there was any further discussion. Hearing none, she asked the Secretary to record that the report on sub-point 4 of Resolution #1 from the 2015 AGM was presented and received as information.

Councillor Spangelo provided an overview of Council's response to Resolution #1 from the 2016 AGM.

President Melvin asked if there was any discussion. Hearing none, President Melvin asked the Secretary to record that the report of Resolution #1 from the 2016 AGM was presented and received as information.

The Secretary stated that four resolutions for the 2017 AGM were received in accordance with By-law 5.1.4.

Resolution #1

It was MOVED by David Grant and SECONDED by Alan Pollard that whereas the 2016 AGM lost quorum before all the business on the agenda had been completed, and whereas in previous years Council both allowed more time to complete the AGM business and specified a time at which the meeting would re-convene (usually after the lunch speaker) therefore it is resolved that Council allow a reasonable period of time to properly complete the agenda at Annual General and Special Meetings and also specify a time for the meeting to re-convene in the event that the business of the meeting is not completed at the end of the allotted time.

Councillor Epp spoke to the Resolution. Hearing no further discussion President Melvin called for a vote on the resolution.

In Favour – 54%
Opposed – 46%
CARRIED

Resolution #2

It was MOVED by David Grant and SECONDED by Roger Rempel that whereas Bylaw 5.4 calls for Robert's Rules of Order, which in turn call for voting to be by voice, rising or show of hands/cards, and whereas voting, at previous APEGM meetings, has been by

raised cards, be it resolved that cards be provided for voting at all general meetings of APEGM, and that all such votes be by raised hands/cards. Secret class-room style polling, open to anyone with a transmitter is not a legitimate voting process; it is even worse when only one person sees the actual output of the system.

David Grant, the Mover of Resolution #2, spoke to the resolution. Councillor Doering also provided comments on the resolution. Discussion on the electronic voting took place. Hearing no further discussion, President Melvin called for a vote on the resolution.

In Favour – 18%
Opposed – 82%
DEFEATED

At this time the Mover of Resolutions #3 and #4 asked to withdraw both resolutions. President Melvin asked if there were any objections. Hearing none, withdrawal of Resolutions #3 and #4 occurred by unanimous consent.

President Melvin announced that the results of the Public Interest Review Committee election were ready and invited Kian Tan, Chief Scrutineer to deliver the results.

Mr. Tan announced that Dave Ennis and Don Spangelo were elected and hereby appointed to the Public Interest Review Committee for a two year term.

President Melvin noted that if there were no objections, the ballots would be destroyed immediately after the meeting.

15. RECOGNITION OF RETIRING COUNCILLORS

President Melvin recognized the contributions of the following councillors who had completed their term on Council:

Sarantos Mattheos, LLB
Lesley McFarlane, P.Eng., FEC
Dave Ownes, P.Geo.
Don Spangelo, P.Eng., FEC
Chris Trenholm, P.Eng.,

16. OTHER BUSINESS

(none)

17. GAVEL CEREMONY

The Scott gavel was passed from outgoing President Lindsay Melvin to Vice-President Jonathan Epp. After accepting the gavel, President Epp signed the scroll, which was then returned to its place inside the gavel.

21. INCOMING PRESIDENT

President Epp spoke of the privilege of self-regulation and the vital role the members played in the Association. He presented his outlook for the coming year and noted that while some areas could be improved, he expressed optimism that great things would take place through the hard work and collaboration of Council, the staff and members.

22. CLOSING ANNOUNCEMENTS AND ADJOURNMENT

President Melvin thanked everyone for attending and announced the meeting was adjourned.

Meeting adjourned at 5:13 p.m.

G. Koropatnick, P.Eng. FEC
Secretary, CEO & Registrar

L. Melvin, P.Eng. FEC
President