



Minutes of the **Annual General Meeting** of Engineers Geoscientists Manitoba held online on **Thursday, October 15, 2020**.

1. Call to Order and Declaration of Quorum

President Jitendra Paliwal called the meeting to order at 1:30 p.m. and welcomed everyone to the 101st Annual General Meeting of Engineers Geoscientists Manitoba.

It was announced that the business meeting was being held virtually to comply with the current restrictions put in place by Manitoba Public Health during the COVID-19 pandemic.

Everyone was invited to stand for the National Anthem.

President Paliwal declared that quorum was present and that the meeting was duly constituted. As of the Call to Order there were 105 professional members in attendance online.

President Paliwal noted that a link to the reports and supporting documents were provided by email and could also be found on the Engineers Geoscientists Manitoba website. He provided instructions for the online meeting and a practice vote was held.

2. Standing Rules of the Meeting

President Paliwal invited Professional Registered Parliamentarian, Vera Chernecki, PRP, to introduce the standing rules of the meeting.

After the rules were presented, President Paliwal announced the motion “It is MOVED by Jason Mann and SECONDED by Carolyn Geddert that the standing rules of the meeting be approved”.

He asked if there was any discussion on the motion.

Hearing none, President Paliwal called for a vote on the motion.

In Favour – 98%

Opposed – 2%

CARRIED

3. Approval of the Agenda

President Paliwal asked if there were any additions to the agenda.

David Ennis asked where in the agenda would the 2019 resolution be discussed. It was noted that this would be addressed during item #12.

Hearing no further comments, the agenda was approved as circulated.

4. Minutes of the 2019 Annual General Meeting

President Paliwal asked if there were any corrections to the minutes of the Annual General Meeting of October 17, 2019.

It was MOVED by David Ennis and SECONDED by David Sanders that the by-law proposal re-write be attached to the minutes.

In Favour – 94%
Opposed – 6%
CARRIED

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

5. Introductions

President Paliwal introduced the members of the 2019 - 2020 Council.

President Paliwal welcomed guests joining the online meeting from outside the province and from other Manitoba associations. He then invited Jean Boudreau, P.Eng., FEC, President of Engineers Canada and Michael Parkhill, P.Geo., FGC, President of Geoscientists Canada, to bring greetings.

6. Moment of Silence for Deceased Members

President Paliwal called for a moment of silence to remember those members who passed away since the last Annual General Meeting.

Len Bateman
Brian Bodnaruk
Duane Boutang
William Brisbin
Louis Chastko
Ted Clarke
Bernard Crocker
John Fairbairn

Bahereh Hajesfandiari
Donald George Hanson
Myron Kostelnyk
Easton Lexier
David Livingstone
Patrick Martin
William McDermid
Jerry Moskalyk

Melanie Mulder
John Paulsen
Frank Penner
Robert Romanetz
Ramesh Suri
Jim Warrener

7. Report of the President

President Paliwal transferred the Chair to Vice President Jason Mann, P.Geo. while he presented his report.

Vice President Mann called for questions on the report.

Hearing none, the Secretary was asked to record that the President's Report was presented and received as information.

Vice President Mann returned control of the meeting back to President Paliwal.

8. Report of Council Election and By-Law Changes

President Paliwal named the scrutineers appointed to oversee both the 2020 Council election and the By-law changes: Don Spangelo, P.Eng., FEC, Ethel Fernandez, P.Eng., and Paul Bernatsky, P.Eng.

Don Spangelo, Chief Scrutineer, was invited to present the Scrutineers Report.

Mr. Spangelo announced the results of the 2020 Council election and named the newly elected councillors.

Four (4) professional engineers elected for a two-year term.

- John Sawatzky, P.Eng.
- Ian Smallwood, P.Eng.
- Efrem Teklemariam, P.Eng., FEC
- Michelle Wadelius, P.Eng.

One (1) professional geoscientist elected by acclamation for a two-year term

- Linda Murphy, P.Geo.

Mr. Spangelo announced the results of the By-law vote.

- 2020 Council Proposed By-law changes on Retired Members – PASSED
- 2020 Member Proposed By-law changes on Dues and Fees – PASSED

President Paliwal asked the Secretary to record that the Scrutineers Report was presented and received as information. He then announced the members of the 2020-2021 Council.

9. Auditors Report

President Paliwal invited Ron Stoesz, CPA, FCPA, Chair of the Audit Committee, to present the report of the external auditor and the financial statements.

Mr. Stoesz noted that the report provided by Deloitte was comprehensive and that Engineers Geoscientists Manitoba was given a clean audit report with no identified deficiencies.

President Paliwal noted that Council approved the auditor's report and the 2020 financial statements as part of its governance policies and process.

President Paliwal asked if there was any discussion on the report.

Hearing none, the Secretary was asked to record that the report of the Auditors and the 2020 Financial Statements were presented and received as information.

10. Appointment of Auditors

President Paliwal asked Ron Stoesz, CPA, FCPA, Chair of the Audit Committee, to present the Audit Committee's recommendation of the external auditor.

Mr. Stoesz noted that this was the third annual audit performed by Deloitte and based on the committee's review of their performance, Deloitte had been recommended as the Association's auditor for the 2020-2021 fiscal year.

President Paliwal announced the motion "It was MOVED by Vaibhav Banthia and SECONDED by Allan Silk that Deloitte be appointed as the Association's auditor for the 2020-2021 fiscal year".

He asked if there was any discussion on the motion.

Hearing none, President Paliwal called for a vote on the motion.

In Favour – 97%
Opposed – 3%
CARRIED

11. 2020-2021 Budget and Schedule of Dues and Fees

President Paliwal announced that the 2020-2021 Budget and the Schedule of Dues and Fees were approved by Council, in accordance with By-law 10.1 (b).

He invited Jason Mann, P.Geo., Vice Chair of the Finance Committee, to deliver a presentation on the budget.

Councillor Mann provided an overview of the budget development and spoke of the highlights, which included the financial impacts resulting from COVID-19 and the plans for the upcoming year. He noted that the budget demonstrated that the Association was able to fulfill its regulatory functions, essential requirements and priorities while working with its means, requiring no member dues increase for 2021.

President Paliwal asked if there was any discussion on the presentation.

Discussion on the Capacity Building for Engineers took place. Ian Wiebe, Manager of Finance was invited to provide clarity on this budget item. He explained that this expense was part of the Building Regional Adaptation Capacity and Expertise (BRACE) project which would be offset by government funding.

It was observed that the budget did not show any revenue changes due to the by-law change in membership categories. President Paliwal reminded everyone that the passing of the by-law proposal was just announced and that the change was expected to be minimal.

Hearing no further discussion, President Paliwal asked the Secretary to record that the 2020-2021 Budget and the Schedule of Dues and Fees were presented and received as information.

12. Resolutions

President Paliwal provided a report on the resolution passed at the 2019 Annual General Meeting and referred to the Notice to Members that went out on February 14, 2020.

He asked if there was any discussion on the report.

The question on sharing the legal advice with the membership was raised. President Paliwal reported that the legal advice, that the September 19, 2019 was properly constituted, was shared, and stated in the notice.

Hearing no further discussion, President Paliwal asked the Secretary to record that the report on the Resolution from the 2019 AGM was presented and received as information.

13. Other Business

President Paliwal noted that in accordance with By-law 13.1 (d) special business proposed by professional members shall be considered at the Annual General Meeting provided that the motion was received by the secretary no less than 48 hours before the start of the meeting.

Mr. Koropatnick advised that no motions were received.

President Paliwal asked if there was any other business to be discussed.

The question of an Act change to permit a non-practising category, without ProDev requirements was raised. President Paliwal noted that an Act change was a long and indeterminate process and, in the meantime, the reduced levels of ProDev for the senior member category, were achievable.

Discussion on the two pathways of the nomination process took place. Members were referred to By-law 4.3 Nomination Procedure and policy GP-8.1 Nominating Committee in the Council Governance Policy Handbook.

Hearing no further business, President Paliwal continued to the next item.

14. Recognition of Retiring Councillors

President Paliwal recognized the following councillors who had completed their term on Council and thanked them for their service.

Vaibhav Banthia, P.Eng.
Ruth Eden, P.Eng., FEC
Carolyn Geddert, P.Eng.

15. Gavel Ceremony

The Scott gavel was passed from Dr. Jitendra Paliwal to Mr. Jason Mann in accordance with the official ceremony for turning over the gavel to the incoming president.

16. Incoming President's Address

Vice President Mann spoke of his upcoming term and while it would be marked by COVID-19 he felt encouraged by the adaptiveness, intellect, and courage displayed on many levels, including those in the fields of engineering and geoscience. He further emphasized the importance of having a skilled, diverse, and representative roster of practitioners to carry the professions forward in increasingly challenging times.

17. Closing Announcements and Adjournment

President Paliwal thanked everyone for attending and announced that this year's Ingenium professional development events would be taking place virtually, next week, from October 19 and October 22.

President Paliwal adjourned the meeting at 2:38 p.m.

Jitendra Paliwal, P.Eng. FEC
President

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