

DRAFT Minutes

96th Annual General Meeting

Association of Consulting Engineering Companies - Canada

Tuesday, October 27, 2020
Zoom Videoconference

1. CALL TO ORDER

The meeting was called to order at 12:00 PM EDT by the Chair, Lawrence Lukey.

Lawrence Lukey introduced John Gamble, President and CEO, David Murray, Treasurer, Michael Snow, Past-Chair & Chair of the Nominating Committee, Anthony Karakatsanis, Chair-Elect. He also noted that Martin Savard, Manager, IM/IT Systems and Webmaster was available to assist if there are any technical issues and, in the event that a formal vote is required, would act as returning officer.

Lawrence Lukey reminds attendees that only ACEC member firms can vote on motions.

At the Chair's request, John Gamble confirmed that quorum has been met.

Lawrence Lukey thanked the Honourable Catherine McKenna, Minister of Infrastructure and Communities who spoke to meeting participants prior to the call to order. ACEC will make a donation to *Engineers Without Borders* in the Minister's name.

Lawrence Lukey also welcomed Catherine Karakatsanis of ACEC member firm Morrison Hershfield who had recently been elected to the Board of Directors of the International Federation of Consulting Engineers (FIDIC).

2. INTRODUCTION OF THE ACEC BOARD OF DIRECTORS

Lawrence Lukey introduced the members of the 2019-2020 Board of Directors:

Lawrence Lukey, Chair (Saskatchewan)
Anthony Karakatsanis, Chair-Elect (Ontario)
Michael Snow, Past Chair (Ontario)
David Murray, Treasurer (Québec)
Martin Gordon, Vice-Chair (New Brunswick)
Sheldon Hudson, Vice-Chair (Alberta)
Walter Orr, Vice -Chair (Northwest Territories)
Helder Afonso (Alberta)
Alex Brisson (Québec)
Douglas Cole (Prince Edward Island)
Allyson Desgroseilliers (Manitoba)
Marcia Friesen (University of Manitoba)
Catherine Fritter (British Columbia)

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Martin Hétu (Québec)
Tia Hill (YPN)
Jérôme Pelletier (Québec)
Tim Stanley (British-Columbia)
Rick Tiller (Newfoundland & Labrador)
Nick Tobin (Nova Scotia)
Angel Ransom (FNMPC)
Montana Wilson (Ontario)

3. READING OF NOTICE OF MEETING

Lawrence Lukey read the Notice of Meeting:

“That the Annual General Meeting of the Association of Consulting Engineering Companies - Canada will be held via Zoom on October 27, 2020 from 12:00pm to 13:30pm for the following purposes:

- to receive and consider the reports of the Chair, the Treasurer, the President/Secretary, the Officers of the Association and the Presidents of the Member Organizations;
- to elect Directors of the Board;
- to appoint auditors for fiscal year 2020/2021; and
- to ratify the decisions of the Board.

John Gamble confirmed that the Notice of Meeting was properly given in accordance with the By-Laws.

4. APPROVAL OF MINUTES OF 2019 ANNUAL GENERAL MEETING

Lawrence Lukey noted that all present received and presumably read the minutes of the 2019 Annual General Meeting.

Moved by Martin Hétu and seconded by Walter Orr to approve the minutes of the 2019 Annual General Meeting.

Carried

5. APPROVAL OF ACTS AND PROCEEDINGS OF THE MEMBERS OF THE ACEC BOARD OF DIRECTORS

Moved by Andy Robinson that all acts and proceedings of the Directors of the Association of Consulting Engineering Companies - Canada (ACEC) as exhibited by the Minutes of the meetings of that body, held since the last meeting of the members of the Association and all acts and proceedings taken, all payments made by or to the officers, agents of employees of the Association of Consulting Engineering Companies - Canada under authority of or pursuant to any By-law, resolution, motion, instruction or direction contained in the By-law and Minutes of the Board of Directors held subsequent to the last Annual

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Meeting of the members of the Association, be, and the same are hereby ratified, approved and confirmed.”

Carried

6. CHAIR'S REPORT

Lawrence Lukey acknowledged that 2020 was an extraordinary year with unprecedented turmoil, change and adaptation, as a result of COVID-19. He noted that at the ACEC Executive Forum in June 2019, there was a discussion on major disruptions impacting the consulting engineering sector - but not one of the executives in attendance, himself included, predicted a Pandemic.

He has been very proud of the way the ACEC Board, volunteers and staff all worked diligently, and continue to support the consulting engineering sector during uncertain times. ACEC communicated with senior leadership within the Federal Government with specific recommendations as to how the consulting engineering sector could retain its capacity to help mitigate the crisis and be ready to support post-crisis recovery. ACEC stressed that infrastructure investment is a proven economic stimulus that creates economic activity and environmental resilience and needs to be part of an effective economic recovery.

In addition to COVID-19, ACEC continued to make the industry's voice heard on issues of business, public policy and regulatory affairs, and remains committed to creating a more favourable business regulatory climate for the industry. During the past year, we continued to push forward on *Qualifications Based Selection*. There were advocacy efforts in support of our members in advance of the 2019 Federal Election. ACEC worked hard to educate candidates and future Members of Parliament on the priorities of our industry.

He has been proud to further the association's renewed strategic plan, which was completed during the last fiscal year. Continuing the accomplishments of previous Boards, ACEC was able to make progress on diversity, and made it one of the strategic priorities of the association within the strategic plan. He looks forward to the long lasting, positive impacts this will bring to the consulting engineering industry.

For greater appreciation of ACEC's accomplishments over the past year, he referred the meeting participants to the Annual Report which is available at www.acec.ca.

Lawrence Lukey acknowledged that ACEC's accomplishments would not have been possible without the support of a dedicated Board of Directors, of which it was his honour to serve as Chair. He also acknowledged the efforts of the volunteers and staff of the Member Organizations and Member Firms across the country. He extended a special thank you to John Gamble and the staff of ACEC - a team of association professionals working tirelessly to support the Board, the members and the industry. He offered congratulations to incoming Chair Anthony Karakatsanis and new and returning members of the Board, with whom he looks forward to working with over the coming year as Past-Chair.

As his final duty as ACEC Chair, Lawrence Lukey presented the ACEC Chair's Award to Sylvia Jungkind of WSP for her years of participation on ACEC's Contracts Committee and Business Practices Advisory Committee as well as representing ACEC on the Construction Industry Documents Committee.

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7. PRESIDENT'S REPORT

John Gamble thanked Lawrence Lukey and the board for their leadership.

He noted that in the context of COVID-19, member firms as well as the association have been dramatically affected. We are fortunate that ACEC has positioned itself over the years to be able to adapt to these extraordinary circumstances. ACEC was able to implement a more focused strategic plan that led to a balanced budget in 2019.

Throughout the year, ACEC has demonstrated a strong commitment to providing value to its members and ensuring continuous improvement. Which makes us an important and influential voice for Canada's consulting engineering sector in front of the federal government and other national stakeholders. In fact, the *Infrastructure the Right Way* as well as ACEC's election website demonstrated our success.

Many programs and activities undertaken by the association can be found in the *Year in Review* section of the Annual Report.

He highlighted the importance of our MOs who advocate at the provincial, territorial and municipal levels of government and who also engage with our members and stakeholders at the local level.

He thanked ACEC staff for their hard work, creativity and commitment to the association and congratulated the ACEC communications team for winning national and international awards for its *#20DaysOfExcellence* social media campaign promoting the winners of the Canadian Consulting Engineering Awards and to the important impact our members' projects have on our communities and on our economy.

Finally, he thanked the Past-Chair, Chair as well as the Board of Directors for their support and strategic leadership.

8. TREASURER'S REPORT

Lawrence Lukey called upon David Murray to provide the financial report.

David Murray reported that audited financial statements were included in the Annual Report which was distributed to delegates in advance of the AGM. Copies are available from ACEC upon request.

David Murray summarized highlights of 2019-2020 fiscal year including:

- 2019-2020 concluded with a surplus of \$25k
- There was an operating surplus of \$194k (\$176k higher than budgeted)
- This was offset by a non-operating deficit - General Reserve Market Value Losses of \$169K (vs. \$59k gain in prior year)
- The balance of the General Reserve fund at March 31 stood at \$984k (close to 54% of budgeted expenses for the next fiscal year)

David Murray makes a motion to approve Audited Financial Statements:

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Moved by David Murray and seconded by Walter Orr that the 2019-2020 Audited Financial Statements of the Association of Consulting Engineering Companies - Canada be approved as presented.”

Carried

David Murray introduces a Motion to appoint Auditors for the 2020-2021 Fiscal Year:

Moved by David Murray, seconded by Lawrence Pinter that the firm of Deloitte be retained as ACEC’s auditors for the 2020-2021 reporting year.

Carried

9. NOMINATING COMMITTEE REPORT

Lawrence Lukey thanked retiring Board members.

Lawrence Lukey invited Michael Snow to present the Nominating Committee Report. Michael Snow reported that four candidates have been nominated by the Member Organizations to fill vacancies on the Board:

- Nominated by Consulting Engineers of Alberta (four years)
Craig Clifton, Clifton
- Nominated by ACEC - Newfoundland & Labrador (four years)
Brad Dawe, Stantec Consulting
- Nominated by Consulting Engineers of Ontario (four years)
David Evans, R.V. Anderson Associates
- Nominated by Consulting Engineers of Ontario (four years)
Angela Smith, Jacobs

Michael Snow also reported that two candidates have been re-nominated by the Member Organizations to extend their terms on the Board:

- Re-nominated by Association des firmes de génie-conseil – Québec (three years) –
David Murray, CIMA+
- Re-nominated by ACEC – Northwest Territories (one year)
Walter Orr, Stantec Consulting

Michael Snow reported that the following persons are recommended for election by the members as Directors-at-Large for one year:

- Marcia Friesen, University of Manitoba, Faculty of Engineering
- Angel Ransom, First Nations Major Projects Coalition

Lawrence Lukey called for a motion to acclaim the nominees.

Moved by Michael Snow and seconded by Siobhan Robinson that the nominees presented by the nominating committee be acclaimed.

Carried

Michael Snow further reported that in accordance with by-laws, the Board of Directors of

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ACEC has appointed its Executive Committee for 2020-2021 as follows:

Past-Chair:	Lawrence Lukey, Bullée Consulting (Saskatchewan)
Vice-Chair:	Martin Gordon, WSP (New Brunswick)
Vice-Chair:	Helder Afonso, Associated Engineering (Alberta)
Vice-Chair:	Tom Montgomery, CIMA+ (Ontario)
Treasurer:	Tim Stanley, Stratice Consulting (British Columbia)
Chair-Elect:	David Murray, CIMA+ (Québec)
Chair:	Anthony Karakatsanis, Morrison Hershfield (Ontario)

10. INCOMING CHAIR'S MESSAGE

Lawrence Lukey invited Anthony Karakatsanis to present inaugural address as the new Chairman. The following is the text of Mr. Karakatsanis's remarks:

“Thank you, Lawrence. And thank you to the Board and membership of ACEC for allowing me the honor and privilege to serve ACEC and our industry.

I look forward to leading your talented and committed Board of Directors as we continue to execute ACEC's current Strategic Plan.

While there are many voices that speak for the engineering profession in many different capacities, the voice of ACEC - and its Member Organizations across the country - is unique and very necessary.

At our core, we are a business association. Our members are businesses that offer a wide range of professional services – including of course, consulting engineering services. Those services are essential to our social, economic and environmental quality of life. Therefore, we are unapologetic for our advocacy on behalf of our members.

This is reinforced by our mission: “Promoting a business environment that recognises and rewards our members’ expertise and contributions to society.”

To fulfil our mission, the Board has focused on four strategic priorities:

- Advocating for members;
- Profile Building;
- Providing Value to Members; and
- Increasing Diversity

Over my years on the Board, I have seen significant progress in these areas. But there will always be new challenges and new opportunities, and consequently much more to do. But I have confidence in the Board, the ACEC staff and our many members and volunteers that we will continue to achieve important wins for our industry.

This will, of course, mean that we need to approach our strategic priorities in context of the COVID-19 pandemic and unprecedented challenge for our industry - and all of Canadian society. The federal government has acknowledged the importance of our industry in both the response and the recovery. However, to do this we need to

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continue to support our member firms and member organizations to 'adapt and thrive' given this period of uncertainty and potentially into the “next normal” – while remaining agile and appropriately adjusting ACEC's programs and managing our association's financial health.

Thank you for your trust and confidence. I look forward to working with all of you.”

11. RECOGNITION OF MEMBER ORGANIZATIONS

Lawrence Lukey recognized the various MO Executive Directors in attendance:

- Consulting Engineers of Alberta
Ken Kozakewich (CEO)
- ACEC-British Columbia
Caroline Andrewes (President and CEO)
- ACEC-Manitoba
Kerri Hiebert (Executive Director)
Brad Cook (Chair)
- ACEC- Northwest Territories
Rob Girvan (President)
- Consulting Engineers of Nova Scotia
Skit Ferguson (Executive Director)
- ACEC - Ontario
Bruce Matthews (CEO)
- Association des firmes de génie-conseil – Québec
André Rainville (President and CEO)
- ACEC - Saskatchewan
Beverly MacLeod (Executive Director)
- ACEC-New Brunswick/ACEC-Newfoundland and Labrador/ACEC-Prince
Edward Island
Christy Cunningham (Executive Director)
- ACEC – Yukon
Steven Bartsch (President)

Lawrence Lukey applauded the importance of the work the MOs conduct in their own jurisdictions and the relationship between the MOs and ACEC.

The Member Organizations were invited to provide their yearly report in writing.

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**12. INVITATION TO THE 2021 ACEC ANNUAL GENERAL MEETING AND
ACEC's NATIONAL LEADERSHIP CONFERENCE**

Lawrence Lukey invites delegates to the 2021 Annual General Meeting and ACEC's national leadership conference in October 2021.

13. OTHER BUSINESS

There was no other business

14. ADJOURNMENT

Anthony Karakatsanis moved for adjournment. The meeting ended at 1:05 PM EDT.



**Lawrence Lukey
Chair, Board of Directors**



**John Gamble
Secretary of the Meeting**