

Policy CG-5 Council Support Structure

Council is granted authority to exercise the powers conferred on APEGBC in the Engineers & Geoscientists Act. By exercising all rights and powers vested in it by the Act and the Bylaws, Council must govern, control and administer the affairs of APEGBC and may pass resolutions necessary for this purpose.

Council may establish Committees, Joint Practice Boards, and Task Forces to help deliver on its duties. Council may also establish Branches (regional groups) and Divisions (special interest groups).

1. Committees

- 1.1 Council Committees are committees made up exclusively of Council members, such as the Executive Committee and the Governance Committee, that have been delegated certain responsibilities and tasks by Council and that report to Council
- 1.2 Advisory Committees are established to help Council do its job. Their function is to bring the experience, expertise and judgment of a group of interested and informed peers to bear on specific areas of Council's responsibility. Advisory Committees can assist Council by reviewing and researching issues and providing recommendations to Council on strategic, policy or practice matters.
 - 1.2.1 Advisory Committees generally have no authority to make decisions on behalf of Council or to provide direction to staff, unless specifically set out in their Terms of Reference ("TORs"). Advisory Committees are accountable to Council for their operation and results. Decisions of these Committees must be ratified by Council.
- 1.3 Statutory Committees are established by the Engineers and Geoscientists Act or the Bylaws to perform various regulatory functions such as registration, practice review, investigation and discipline. Council makes all appointments to these committees and receives regular information reports on these Committees' work. These committees are granted independent authority under the Act and bylaws to make decisions but under the Registration bylaw and Practice Review Guide, Council has certain specified duties in relation to applications for registration or licensure and practice reviews.

2. Task Forces

Task Forces are struck when Council or Committees have a specific issue to review within a specified time-frame.

3. Joint Practice Boards

Joint Practice Boards (JPBs) are established by Council in conjunction with the regulator of another profession to solve problems and to provide advice that facilitates the effective and efficient collaboration of professions in their respective fields of practice, to ensure protection of the public interest with respect to health, safety and the environment. This is usually done under the guidance of a Memorandum of Understanding (“MOU”) between the professions. The reason for establishing a Joint Practice Board will be examined by Council before work on a MOU is initiated. The draft MOU will be reviewed by Council and the final MOU will be approved by Council. Joint Practice Boards shall follow the general guidance provided for Committees and Task Forces.

JPBs generally operate at arm’s-length from Council. Results are reported, as appropriate, to their respective governing Councils and all decisions reached by a JPB must be ratified by both Councils. Administrative support is provided jointly by the two organizations.

4. Committees, Task Forces, Joint Practice Boards and Working Group Operations

4.1 Terms of Reference & Work Plans

Committees and Task Forces will have well-defined mandates, including purpose, composition, working procedures, reporting, accountability and a termination and/or review date. These will be set out in the Terms of Reference of the Committee or Task Force. Expectations and authority will be carefully stated in order not to conflict with authority delegated to other Committees or individuals.

Terms of Reference of all Committees should be reviewed bi-annually or as required. TORs for Task Forces should have an expiry date, although they can be extended in order to complete the assigned task.

If appropriate, Committees should have an annual work plan that contributes to the achievement of their purpose. This should be updated at least once a year. Task Forces should have a work plan for the duration of their task and it should be consistent with the Terms of Reference that establish the group.

Council will approve all Terms of Reference and revisions thereto; TORs for any new Committees or Task Forces should be reviewed and approved by the Governance Committee prior to going forward to Council for approval.

4.2 Communications

Committees, Joint Practice Boards, Working Groups, and Task Forces shall not speak externally or act on behalf of Council unless specifically delegated to do so by Council in their Terms of Reference. Committees, Joint Practice Boards, Working Groups, and Task Forces may communicate existing (Council-approved) policies or positions without prior permission from Council.

4.3 Reporting

Where requested by Council or as required in their Terms of Reference, Committees and Task Forces will submit a concise report to Council. A concise annual report and work plan for the subsequent period will be prepared by the target date established from year to year for Council review and for external reporting.

Committees, Joint Practice Boards, Working Groups, or Task Forces can raise specific policy issues with Council from time to time that relate to the purpose of the Committee, Joint Practice Board, Working Group, or Task Force. Committee, Joint Practice Board, Working Group, and Task Force Chairs may be invited, at APEGBC’s expense, to attend

the Annual General Meeting to contribute to the annual conference, conduct workshops, and/or solicit Member input to support their purpose.

4.4 Term Appointments

The standard term for a member of a Committee is two years with two renewals possible, for a total of six years. Terms may extend beyond six years at Council's discretion. Task Force members are appointed for a specific time. All appointments shall be made by Council to provide statutory protection from person liability and to ensure that the APEGBC's Directors and Officers Insurance covers all appointees.

4.5 Funding and Staff Support

Committees and Task Forces will have a senior staff liaison person assigned to them and may also have staff support to provide formal minutes, agendas and Council reports. Committees and Task Forces may use APEGBC's offices or facilities for meetings and other support such as IT, phone, photocopying.

Except as specifically defined in approved Terms of Reference, no Committee or Task Force has authority to commit the funds or resources of APEGBC. Only Committee and Task Force members' expenses will be reimbursed in accordance with the Expense Reimbursement Policy.

4.6 Minutes & Notice of Meetings

Preparation and circulation of minutes of meetings for approval at the next meeting are the responsibility of staff. Meetings shall be called by the Chair in conjunction with the staff liaison. The President may attend any Committee meetings, as a non-voting ex-officio member, with the exception of statutory committee meetings.

4.7 Relationship to APEGBC Staff

Council Committees and Task Forces may advise Council or the CEO & Registrar consistent with the TORs, but shall not give direction to, or exercise authority over, staff. The CEO & Registrar works for the full Council. He or she will not be required to obtain approval of a Committee or Task Force before an administrative action is taken.

4.8 Follow-up to Work of Committee or Task Force

A Council Committee or Task Force that has helped the Council create policy on some topic will not normally be used to monitor organizational implementation and performance of that same policy. The Council retains responsibility and authority to monitor organizational performance.

4.9 Code of Conduct

All Committee and Task Force members shall abide by the following Code of Conduct (in the Code below, “committee” is used to denote committee, advisory group or task force):

Professional Behaviour. Members are expected to behave in an ethical, businesslike and lawful manner. They should conduct themselves honestly and ethically, and in a manner that maintains and enhances the public’s trust in the engineering and geoscience professions. Members shall act impartially and with integrity, and shall exercise the degree of care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances. Members should always observe proper decorum and should treat one another and staff with respect and courtesy.

Committee Decisions. Members should discuss all issues freely and openly at committee meetings, presenting both supporting and contrary points of view. They should vote in the public interest in the practice of the professions, and – unless there is a conflict with the public interest – in the best interests of the membership as a whole.

Conflict of Interest. Members must avoid conflict of interest and must disclose any real, perceived or potential conflict of interest. If in doubt, they should declare potential or perceived conflicts, then discuss and agree upon the appropriate action. A member who has been served with a *Notice of Inquiry* by APEGBC that is relevant to the work of the committee, should immediately cease participating in the work of the committee.

Confidentiality. Members should not divulge any confidential information unless either authorized to do so or required to do so by law.

Individual Authority. Members may not attempt to exercise individual authority over APEGBC, its staff or other members, except in a manner that has been specifically delegated to them by APEGBC.

5. Divisions

Divisions are groups of Members who share a common interest in the practice of professional engineering or professional geoscience. They provide a forum for sharing experiences, examining issues on specific areas of professional practice and identifying matters that warrant Council’s attention. Divisions provide a communications link between Council and the Membership, and may be asked by Council to participate in specific communication exercises. Divisions are advisory to Council and convey the opinions of members to Council on professional practice matters.

Council may create Divisions and delegate to them such power and authority as Council sees fit. Each division shall have specific approved TORs that define the purpose, composition, authority, duties and budget of the Division. Council shall approve each specific Division’s TORs and review as required.

Division business is the responsibility of the Division Executive which would ordinarily consist of the: Chair, Past Chair, Vice Chair, Treasurer and Secretary and any other position that the Division deems appropriate. Division Executive positions are filled by an election amongst the members of the Division. Positions are held for one year but incumbents can stand for re-election. The suggested length of term on the Division’s Executive, regardless of the position, should be 6 years. Divisions shall submit an annual activity report to APEGBC so that the information may be included in the APEGBC Annual Report. Divisions must submit annual financial statements. Other responsibilities to be covered in the division’s Terms of Reference.

6. Branches

Branches are geographical groups of Members of APEGBC. Council may create Branches and delegate to them such power and authority as Council sees fit (Council has established a “Guide to Branch Executive Handbook” to guide each Branch).

Branches provide a communications link between Council and the Membership and may be asked by Council to participate in a particular communications exercise. Council approves the general Branch structure as recommended by the Governance Committee. Branches are responsible solely to the Council.

Branch Executive positions, which ordinarily include the Chair, Past Chair, Vice Chair, Treasurer, Secretary, Event-coordinators, Communications coordinator, and Members-at-large, are elected by members of the Branch and are normally one year, which can be renewed. Branches shall have an annual work plan that is complementary to and consistent with the Council Strategic Plan and annual work plan. Branches shall have an annual budget that is consistent with the Branch work plan. Other Branch responsibilities shall be included in the Branch TORs.

7. Registered Charities

APEGBC may establish registered charitable organizations, typically under the BC *Societies Act*, and Council members typically are the “members” of the society. In fulfilling their duties as members of such societies, Council members shall adhere to these Governance Policies, as well as the requirements under the *Societies Act* and/or other applicable legislation and policies.

8. Intellectual Property

All authorship of materials produced by Council, Division, branch and Committee members, staff and volunteers working under the auspices of APEGBC is the property of APEGBC unless there is an express written agreement to the contrary. APEGBC maintains sole ownership of the material and the copyright in the material and all rights of reproduction.