



## MINUTES

### ANNUAL GENERAL MEETING OF MEMBERS 2012

21 June 2012, 1230 – 1400 EDT  
Albion Room, Novotel Hotel  
33 Nicholas Street, Ottawa, Ontario

#### MEMBERS IN ATTENDANCE

Michael A. Ball	Omer L. Gulder *	Jan Oleszkiewicz *
Michael Charles	Ralph Haas	Fred Otto
David Colcleugh	Andrew Hrymak	Dennis K. Paddock *
David Coll	Jagmohan Humar	John Plant
Lynne Cowe Falls *	Geza Joos	Bill Roggensack
Ken Croasdale *	Ian Jordaan	Herb Saravanamuttoo
Ajay Dalai *	Philip A. Lapp	Shamim A. Sheikh *
Ross Douglas *	Garry Lindberg	Sara Jane Snook *
Stephen Dunn	Pierre Lortie	C. William Stanley *
Ebrahim Esmailzadeh *	Richard Marceau	Larry Staples
Robert L. Evans	Moyra McDill	Patricia Kim Sturgess
Peter Frise	John Nenniger	Kimberly Woodhouse
Ronald C. Gilkie *	Emil Nenniger	

(\* = New Member)

#### NON-MEMBERS IN ATTENDANCE

Peter Robinson  
Ralph Torrie

#### 1. OPENING REMARKS

Executive Director **Kevin Goheen** opened the meeting at 12:45 p.m. The Executive Director introduced himself to the Fellows present, reviewed his impressions of the state of the Academy and described how his focus would be on implementing strategic initiatives which had previously been defined. He welcomed volunteers from the Fellowship to help him, the Office Manager, **V. Broadfoot**, and the Board with these tasks.

President **Kim Sturgess** then extended a warm welcome to all members, old and new to the 26<sup>th</sup> Annual General Meeting of the Canadian Academy of Engineering. The President introduced the head table participants – President-Elect, **Moyra McDill**, Past-President **Michael Charles**, Secretary-Treasurer **Richard Marceau** and **Kevin Goheen**, Executive Director.

President Sturgess noted that since 1987 the Academy has grown from its 44 founding members – to some 354 active members and 150 emeritus members, and 3 honorary members, for a total on 507 at this time, with an additional 49 being inducted later today. We believe that our members clearly include many of the country's most accomplished engineers, and we salute their dedication to the engineering profession.

## **2. RECOGNITION OF DECEASED FELLOWS**

President Sturgess asked the assembly to pause for a moment to recognize Fellows who we are aware of who have passed away since our last AGM:

**Morrel P. Bachynski**, elected in 1991, deceased March 21, 2012.

**Ion I. Inculet**, elected in 1994, deceased November 5, 2011.

**James B. Morrow**, elected in 1992, deceased May 4, 2011.

**Wallace S. Read**, elected in 2001, deceased August 16, 2011.

**L. W. Shemilt**, elected in 1987, deceased December 20, 2011.

**Gordon R. Slemon**, elected in 1988, deceased September 26, 2011.

**Torstein Utigard**, elected in 2010, deceased April 11, 2012.

**George J.M. Zarzycki**, elected in 1990, deceased June 12, 2012.

## **3. QUORUM DETERMINATION**

The President noted that our By-Laws require a minimum of 20 members or 20% of the active membership (whichever is less) to constitute a quorum. She observed that there were clearly more than 20 active Fellows present, and hence declared a quorum. She reminded attendees that while Emeritus Members are welcome to participate fully in the discussion and to address the meeting, they are **NOT** eligible to cast a formal vote, or to propose or second motions. She requested participants to identify themselves, when making motions or addressing the meeting, to ensure that we have an accurate record of the meeting.

## **4. APPROVAL OF AGENDA**

The President invited any additions or modifications to the agenda distributed. Kim Woodhouse asked that the Honours & Awards Committee be added as a topic of discussion under item 12 – Other Business.

It was moved by P. Frise, seconded by R. Evans that the Agenda as amended be approved.  
**CARRIED.**

## 5. APPROVAL OF MINUTES – AGM 2011

It was noted that the minutes from the previous Annual General Meeting in Vancouver on June 2, 2011 had been available on the CAE website for an extended period of time, and were also included in the folders for this meeting. As no errors or omissions were identified by those in attendance, it was moved by M. A. Ball, seconded by M. McDill that the minutes for AGM 2011 be approved. **CARRIED.**

## 6. REPORT OF PRESIDENT – 2011/2012

President Sturgess discussed highlights from her complete report set out below which had been distributed to the members present at the Annual General Meeting of the Canadian Academy of Engineering (CAE):

It is with great pleasure that I present my report as the outgoing President of the Academy for this year.

When I assumed this role a year ago, I identified several goals for my Presidency, and these were summarized in my first President's report last summer. I summarize results against each goal.

**Confirm Energy Pathways participation and next steps.** As many of you know, Dr. Clem Bowman has led a dedicated group of Academy members over the last six years on an amazing journey to establish Canada as an Energy Superpower. At the start of my term, this project was very near completion, but needed an additional boost to complete it. On May 25<sup>th</sup>, the Energy Pathways book, written and edited by Clem Bowman and incoming President Richard Marceau was launched with great fanfare in the Globe and Mail. All of you will receive a copy of this supplement at the annual meeting. Kudos to Clem and his team for their marvelous achievement, one of which we should all be very proud.

**Confirm TEFPP participation and leadership.** The Trottier Energy Futures Project (TEFP) is the next big energy project being undertaken by the Academy. This project was launched two years ago at the Academy AGM. The progress over the first year was challenged by leadership changeovers. Over the last year, the Academy has actively participated in this project through the leadership of incoming President Richard Marceau and Executive Director Kevin Goheen. The management of this project is now in much better shape than a year ago. The successful completion of this project will be a key challenge for the Academy over the next two and a half years.

**Launch one new strategic initiative in this year.** This goal was not achieved. However, President-Elect Pierre Lortie has chosen the area of innovation and productivity in manufacturing as the topic for next year's Academy Symposium. I believe that it is the intention of the Board to move forward with this topic area as the next strategic initiative. This is well timed and an excellent choice. This issue is vital to all Canadians and one that is uniquely suited for the skills of Academy members.

**Engage more industry participation in the Academy.** This goal related to the implementation of the recommendations of the task force on this topic chaired by Past President Axel Meisen. Some of the recommendations from Axel's task force were implemented during the nomination process this year. Outgoing Fellowship Chair Michael Avedesian brought forward several of these recommendations this year as part of his Fellowship Committee report, and these will be implemented in next year's new member nomination process. Although I believe that we are seeing a better balance between academia and industry in our membership and leadership, this is an area that needs continuing attention in the years ahead.

**Engage new Executive Director.** One of the most important goals for this year was to replace our long serving Executive Director Michael A. Ball, who had indicated his desire to retire after many years of excellent service. After an exhaustive process, we are very fortunate to have engaged Dr. Kevin Goheen who assumed the position of Executive Director on January 1, 2012. Since assuming his position, Kevin has undertaken numerous updates of the Academy systems, including launching a Facebook page for the Academy. Along with Valérie Broadfoot, the Academy is in excellent hands with our management team. Welcome to Kevin and thanks again to Michael A. Ball for all his hard work over many years.

**Strengthen links to sister organizations.** The Canadian Council of Academies is a key partner for the Academy. The Council is our landlord, and the Academy is a founding member of the Council. This year, the Council, and Academies of Engineering and Health Sciences, and the Royal Society, signed a Memorandum of Understanding summarizing their commitment to collaboration. This is a milestone agreement for all four organizations. With this success, it is important to reach out to other related organizations in Canada (Engineers Canada) and around the world (CAETS).

**Increase member engagement.** Over the last year, the executive has worked diligently on a plan to bring Academy interests to more local communities by establishing Academy groups in several Canadian cities. Over the last year, a strategy document was prepared by Richard Marceau and reviewed in detail by the executive. It is our intention to implement this plan over this coming year. The target cities for testing this concept are Toronto, Montreal and Calgary (I expect to extend this to all of Alberta). I expect that we will see regional meetings starting shortly.

**Increase the visibility of the CAE in the community at large.** This objective has been achieved in several ways. First the Academy website has been updated and modernized. Second, at the Annual Meeting, we will be celebrating the 25<sup>th</sup> Anniversary of the Academy, a celebration that I expect will continue for the rest of 2012. Third, we have participated in several international events this year, including a visit by the Chinese Academy of Engineering, and supporting the Silver Jubilee of the Indian Academy of Engineering. Fourth, the special feature in the Globe and Mail on the Energy Pathways work was an excellent profiling of the Academy. We have much more to do in this area, but we are well on our way.

During this year, the board assessed the Strategic Plan that was reviewed by the membership at the AGM in 2009. The board concluded that overall the Strategic Plan is still relevant and provides good guidance for the Academy. However, there is a need to focus on operationalizing the plan over the next year. To that end, several specific actions were identified that will be discussed by incoming President Richard Marceau in his remarks.

Finally, I am particularly happy with the updates and improvements we have made in the procedures and practices of the Academy. Modernizing of By-Laws and streamlining of meeting agendas and practices are not glamorous but they are essential to improving the operation of the Academy. Thanks to Kevin and Valérie for providing focus and attention to these important issues.

This has been a very busy but rewarding year for me as your President. Thanks to departing executive members Moyra McDill and Michael Charles, as well as departing board member Michael Avedesian. All have served you with distinction over many years. Best wishes to incoming President Richard Marceau, who has an exciting and challenging year ahead!

## **7. FINANCIAL**

The Secretary-Treasurer, R. Marceau and the Executive Director, K. Goheen, presented the financial reports to the membership.

- **Financial Statements 2011**

These statements have been prepared by our auditors (Marcil Lavallée) for the year just past, and they are contained in the meeting folders. The net result for 2011 was an insignificant operating loss of \$664; this was due to careful control of operations expenses and greater than budgeted revenue from donations and AGM/Symposium Sponsorship. As well, this was achieved by not having to transfer funds from our investment account, which was a transaction which we anticipated having to do at the beginning of Fiscal 2011. It was moved by L. Staples, seconded by K. Woodhouse that the audited Financial Statements for 2011 be approved. **CARRIED.**

- **Treasurer's Report / Budget 2012**

The meeting folders include the 2012 Budget, which was previously approved by the Board of Directors. It is provided for the information of members, and projects a break-even situation for 2012 operations, after a transfer from our investment account of \$12,000 more than our projected investment income. The major deviation from 2011 is an increase in staff salaries. Year to date, we are on budget or better with each line item.

P. Frise asked how long the transferring of funds to cover any shortfall is expected to continue. R. Marceau stated that this is only planned for a worst case scenario and that the burn rate of expenses is on par with revenue so far this year.

- **Policy on Unpaid Dues**

The meeting folders contain an Unpaid Dues Policy, which was approved by the Board earlier. It restates the Article of the By-laws which allows for removal of members who have been given due notice to pay their dues but have still not after one year, unless there are issues such as illness or economic hardship which prevents them from doing so. It also modernizes the procedure to allow reminders and notices to take place by email.

- **Appointment of Auditors 2012**

It was noted that we continue to receive good service and good value from our auditors/accountants, Marcil Lavallée, and the recommendation of the Board is that we reappoint them for the year 2012.

It was moved by P. Lortie, seconded by M. A. Ball that Marcil Lavallée be appointed as CAE auditors for 2012. It was noted that Marcil Lavallée has been the CAE auditors for approximately 10 years, with a review of their service done every 3 years. **CARRIED.**

## **8. BY-LAW CHANGES**

It was noted that the By-laws were last modified in 2009. The proposed By-law changes were e-mailed to our members on May 8, 2012, were posted on the “Members Only” portion of our website, and a few printed copies were made available at this meeting. When the new Executive Director, Kevin Goheen, was appointed, he was asked to review all operations, including those of an administrative nature. Furthermore the Board, at its Strategic Planning Session of 11 April 2012, considered a number of questions, including the use of modern electronic means to attend annual meetings, thus allowing more of our Fellows to participate. The Executive Director noticed that there were some parts of the By-laws which did not align with practice, such as the number and titles of Officers, some single sex language, and some important omissions, such as the definition of the duration of terms of directors. We also took the important step of adopting a simple, yet comprehensive set of rules of orders to govern the conduct of our meetings, Francis & Francis.

The By-laws may be amended by a majority vote of the Board, which has been completed, and a subsequent 2/3 affirmative vote of the voting members at the AGM.

It was moved by P. Lortie, seconded by R. Marceau that the By-Law amendments be accepted. **CARRIED WITH 2/3 AFFIRMATIVE VOTE.**

## **9. ELECTION OF DIRECTORS AND OFFICERS – 2012/2013**

The President noted that the Nominating Committee had provided a recommended slate of proposals for 2012/2013, and that these had been endorsed by the Board of Directors.

Relative to Officers/Directors-at-Large, the following names had been proposed:

*For Officers:*

<i>President</i>	<i>Richard Marceau</i>
<i>President-Elect</i>	<i>Pierre Lortie</i>
<i>Secretary-Treasurer</i>	<i>Jacques Lyrette</i>
<i>Past President</i>	<i>Kim Sturgess</i>

*For Directors-at-Large:*

<i>Continuing:</i>	<i>Robert Evans</i>
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*Continuing: Eugene Polistuk*  
*Continuing: Larry Staples*  
*Continuing: Bert Wasmund*  
*New: Ian Jordaan*  
*New: Kimberly Woodhouse*  
*New: Douglas Ruth*

There being no alternative nominations from the floor, it was moved by M. McDill, seconded by M. Charles, that this slate of officers/directors be approved. **CARRIED.**

Relative to membership of the Fellowship Committee the following proposal had been received:

*For Fellowship Committee:*

*Chair (New): Peter Frise*  
*President*  
*President-Elect*  
*Secretary-Treasurer*

*Members-at-Large:*

*Continuing: David Coleman*  
*Continuing: Don Whitmore*  
*New: Dorina Petriu*

It was moved by R. Evans, seconded by P. Lortie, that this slate of members for the Fellowship Committee be approved. **CARRIED.**

As an information item, President Sturgess noted that the CAE members for the Council of Canadian Academies Board of Governors will continue to be **Axel Meisen** and, beginning in September 2012, herself. Retiring member **John Leggat** was thanked for his work on the Council.

## **10. TRANSFER OF POWERS TO INCOMING PRESIDENT 2012/2013**

President Sturgess invited incoming President R. Marceau to assume the chair for the balance of the meeting and to address the members. First she asked him to accept the token of Presidential office (memory stick) which she received a year ago. R. Marceau thanked K. Sturgess and proceeded to discuss what he hopes to accomplish in the year ahead. His complete address is set out below:

I would like to express my profound gratitude for the honour and privilege of your trust in having been elected the President of the Academy for the coming year. Je tiens à vous exprimer ma profonde reconnaissance pour le privilège de votre confiance dans le cadre de l'élection du Président de l'Académie canadienne du génie pour la prochaine année. As we all know too well, we build on the shoulders of the giants that have preceded us! To this end, I intend to ensure the seamless continuation of the important initiatives undertaken by the past eight presidents I have had the privilege to serve, and whom I hereby wish to recognize today: Kim Sturgess,

Michael Charles, Axel Meisen, John Leggat, Ravi Ravindran, John McLaughlin, Kathy Sendall, and Ron Nolan. Over the years, these stellar leaders have been the architects of many significant Academy initiatives, including:

- Implementing new Strategic Plans;
- Strengthening ties with sister academies, both nationally and internationally;
- Strengthening the Academy's brand, in industry and the public at large;
- Advocating for new policy proposals;
- Nurturing innovative partnerships, such as the Council of Canadian Academies along with our sister Academies, and the Trottier Energy Futures Project, along with the David Suzuki Foundation; and many more!

Your presence here today is a testimonial to your belief in the value of the Academy, and of its role in the service of Canada! Malheureusement, L'Académie peine à accomplir sa mission telle que définie à sa naissance. Despite the quality of its membership, the Academy remains challenged in its ability to make its vision a reality, a vision that states that it should "... provide strategic advice on matters of critical importance to Canada." Pourquoi est-ce le cas? Why is this so? Tout d'abord, nous ne sommes pas nombreux. Our Academy's membership is small. This should come as no surprise ... The Academy aims to celebrate only the very best among Canadian engineers. Nous manquons de ressources financières. Our Academy lacks financial means. Contrary to most other national engineering academies, it is subsidized by no one but its members, and our membership is modest in comparison with others. Enfin, notre structure bénévole est déficiente. Finally, our Academy lacks the volunteer organization it needs to achieve its aims. Now, let's take these points one at a time. Regarding our low membership, there is little we can do. If we are to continue to celebrate the most senior, accomplished and successful Canadian engineers, our membership must remain modest. Regarding the second point, that of our financial means, there is a limit to what a single Executive Director can do at Academy Headquarters in Ottawa. However, regarding the third point, that of our volunteer organization, there is a great deal that we can do which, in time, will impact the first two! If for a moment, we are candid about ourselves, we meet essentially once a year, deliberate, have a good time, resolve to do more to advance the mission of the Academy, and then return to the four corners of Canada to more immediate preoccupations...

Fellows of the Academy, we can do better! If the Academy is to be accountable to its founding vision, if the Academy is to have real impact on our country as it was founded to do, we must do better! If we look back at every successful outcome that we have achieved as an Academy, the engagement of individual Fellows has been the cornerstone of our every success! Clairement, l'engagement systématique et intensifié de nos Fellows est la clef de voûte des succès futurs de l'Académie! Let us consider the following example. Many of you have recently seen the May 25th edition of the Globe and Mail where an 8-page supplement launched the Academy's latest publication entitled: "Canada: Winning as a Sustainable Energy Superpower"! When we dissect this successful initiative, we see that it came to fruition, thanks to a group of Academy Fellows from all over Canada who came together around a common purpose, gave themselves ambitious goals, and with the Board's approval, worked tirelessly to achieve their objective! Clearly, the Academy has the capability to contribute powerfully to the national dialogue when our Fellows put their mind to it! Now, what if we had not one, but three, five or even ten teams working on ambitious projects at any given time, on a variety of topics! Would



the Academy not achieve real visibility, and would it not have real impact on national policy and direction over time?

Over the past year, with the unflagging support of our outgoing president, Kim Sturgess, and that of the entire Board, I have actively pursued the project of defining a framework for significantly enhancing the engagement of Academy Fellows. A pilot project, now approved by the Board, aims to go forward in creating local three volunteer Sections which will host workshops, conferences, luncheon meetings, seminars, annual meetings of the Academy, or take on special projects on behalf of the Academy. The intent is to explore the feasibility of this approach. Je crois que la création de sections locales, là où il existe une masse critique de Fellows voulant contribuer à l'avancement de l'Académie, contribuerait de manière significative à son rayonnement. I deeply believe in this initiative. In so doing, the Academy's footprint will extend across Canada. More Academy activities will take place, enhancing public awareness, raising the Academy's profile, and over time, provide badly-needed direction to our nation!

As we all know, much remains to be done to strengthen Canada's sovereignty, to support its economic prosperity, to further its unity, to ensure its quality of life, to reduce its carbon footprint, and to continue to build our nation for the benefit of future generations. Engineers have a great deal to say about all of these topics, and the Academy has a tremendous opportunity to fill this space! Dans la prochaine année je parcourrai le Canada à la recherche de Fellows qui partageront cette vision de l'avenir! Over the next year, on your behalf, I will partner with Fellows wherever they may be, and create local Sections of the Academy in willing communities, in the hope of inaugurating a new era, one characterized by a more vital, and active Academy, a truly "Canadian Academy of Engineers"! Après cette assemblée générale, si j'ai piqué votre intérêt, je serais ravi d'entamer les discussions qui pourraient aboutir à la création d'une section locale là où vous vous trouvez! If I have said anything today, that might have caught your interest, I invite you to meet with me or connect with me at any time! Je vous remercie de votre généreuse attention! Again, I remain grateful for your support.

## **11. ANNUAL GENERAL MEETING ARRANGEMENTS – 2013**

R. Marceau invited P. Lortie to present the proposed theme and location of the 2013 Annual Meeting. P. Lortie wished R. Marceau a lot of success as President. He then gave an extensive presentation on the subject of the state of manufacturing in Canada. He noted that the Board had agreed that the next Annual Meeting be held in June 2013 in Montreal with the topic of manufacturing for the symposium. Currently, P. Lortie plans to approach academies in other industrialized countries for their participation and to publish a paper on the main elements and conclusions of the symposium afterwards. It was noted that the Board may need to revise the date as the year advances.

## **12. OTHER BUSINESS**

R. Marceau told the members about the newly created Queen Elizabeth Prize for Engineering (an inaugural award, managed by CAETS, for £1 million for an individual or team of up to three for major engineering achievements helping humanity) and indicated that the Board, earlier

that day, asked that the Honours and Awards Committee be reformed and, as their first order of business, work on the nomination for this award, to be finalized by 14 September 2012. L. Staples has volunteered to serve as Chair of this committee, with 4 other members still needed. Volunteers to serve on the committee were requested. As no volunteers came forward at the meeting, R. Marceau asked members to get in touch with L. Staples after the meeting and noted that the CAE will be contacting members soon to ask them to participate.

R. Marceau then proposed a vote of thanks the following retiring members of the Board: Michael Charles, Moyra McDill, Michael Avedesian; retiring members of the Fellowship Committee: Michael Avedesian and Etienne P.D. Mansard; and retiring member of Council of Canadian Academies' Board of Governors, John Leggat.

R. Marceau personally thanked K. Sturgess, M. Charles and M. McDill for all of their work on behalf of the CAE and presented them with thank-you gifts.

### **13. ADJOURNMENT**

R. Marceau reminded all members that the dinner and induction of new Fellows starts later this afternoon with a reception at 5:00 p.m. at the Canada Aviation and Space Museum. There being no other items of business he thanked members for attending the Annual General Meeting and declared a CONSENSUS for adjournment at 1:35 p.m.

### **INDUCTION OF NEW FELLOWS 2012 (Added for the record)**

The Induction of New Fellows took place prior to dinner on June 21, 2012 at the Canada Aviation and Space Museum. This year, 36 of the 49 newly-elected members were able to be present at the Induction Ceremony. M. McDill read the citations as each inductee came forward, received their framed certificate from K. Sturgess and had a photograph taken, and then signed the "Academy Members' Register" and received a CAE pin. Those present were:

D. Grant Allen	Omer L. Gulder	Dennis K. Paddock
Brahim Benmokrane	Biao Huang	Bill Roggensack
Pierre Berini	Raman Kashyap	V. S. Sastri
Michael Carter	George Lampropoulos	Gary S. Schajer
Lynne Cowe Falls	Gregory Lawrence	Ravi Seethapathy
Ken Croasdale	Robert Legros	Shamim A. Sheikh
Ajay Dalai	John C. Luxat	Xuemin (Sherman) Shen
Louis-A. Dessaint	Derek Martin	Sara Jane Snook
Ross Douglas	Peter Mascher	C. William Stanley
Waguih H. ElMaraghy	C. James Montgomery	Douglas Thomson
Ebrahim Esmailzadeh	Jan Oleszkiewicz	Andrew Hastie Wilson
Ronald C. Gilkie	Jeffrey A. Packer	Jianping Yao

Thirteen other Fellows have been formally accepted for the year 2012, and will receive their certificates and members pin by mail. The additional Fellows are:

Jorge Angeles  
Daniel H. Bader  
Jan Carr  
Kevin S. Fraser  
Aaron Gulliver

Peter A. Irwin  
David Johns  
Al MacDonald  
Molly Shoichet  
Ivan Stojmenovic

Paul Stuart  
Robert Tremblay  
Thierry Vandal