

ANNUAL GENERAL MEETING MINUTES

Hyatt Regency Calgary

April 20th, 2022

ATTENDANCE:

ESAA Voting Members present via proxy or in person:

- 360 Energy Liability Management Ltd.
- Abacus Enterprises
- Advisian
- AECOM
- AGAT Laboratories Ltd.
- ALS Global
- Arletta Environmental Consulting Corp.
- Ashwell Consulting Inc.
- ASK Environmental
- Aurora Land Consulting
- Ballast Environmental Consulting Ltd.
- Barr Engineering Company Ltd.
- Bio-Limno Research and Consulting, Inc.
- Bionera Resources
- Borden Ladner Gervais LLP
- Bowron Environmental Group
- BrettYoung Seeds Ltd.
- Brock White Construction Materials
- Bureau Veritas Laboratories
- Canadian Erosion and Containment
- CARO Analytical Services
- CDNova Instruments Ltd.
- Chemco Inc.
- Claystone
- Clean Harbors Canada Inc.
- Clear Environmental Solutions Inc.
- Core Environmental Consulting Inc.
- DBS Environmental
- Delta Remediation
- Dillon Consulting Limited
- Earth Drilling Co. Ltd.
- Earthmaster Environmental Strategies Inc.
- Ecora
- Ecoventure Inc.
- Element Materials Technology
- ELM Inc.
- Englobe Corp.
- Envirogreen Technologies Ltd.
- Environmental Material Science (EMS)
- EnviroSearch Ltd.
- Epsilon Chemicals Ltd.
- Equilibrium Environmental Inc.
- EScIS
- Esker Consulting Ltd.
- Eurofins Environment Testing Canada
- F&M Management Ltd.
- Flint Environmental Services
- GEN7 Environmental Solutions Ltd.
- Geo Tactical Remediation
- Geotech Drilling Services Ltd.
- GHD
- Global Analyzer Systems Ltd.
- Golder Associates Ltd.

- *Great Excavations Inc.*
 - *H3M Environmental Ltd.*
 - *Hemmera, an Ausenco Company*
 - *Hydrovac Waste Solutions*
 - *InnoTech Alberta*
 - *InSitu Remediation Services Ltd.*
 - *Ivey International Inc.*
 - *Jacobs*
 - *JED Anchors & Environmental*
 - *JSK Consulting Ltd.*
 - *KaizenLAB*
 - *KBL Environmental Ltd.*
 - *Lafarge Canada Inc.*
 - *Long Chain Reclaim*
 - *Matidor*
 - *Matrix Solutions Inc.*
 - *McElhanney*
 - *McLennan Ross*
 - *Milestone Environmental Contracting Inc.*
 - *Millennium EMS Solutions Ltd.*
 - *Montrose Environmental Group Ltd.*
 - *Morgan Construction and Environmental Ltd.*
 - *Nelson Environmental Remediation Ltd.*
 - *Newterra Ltd.*
 - *Nichols Environmental (Canada) Ltd.*
 - *Norstar Industries*
 - *North Shore Environmental Consultants Inc.*
 - *NorthWind Land Resources Inc.*
 - *Oak Environmental Inc.*
 - *Osprey Scientific Inc.*
 - *Paragon Soil and Environmental Consulting Inc.*
 - *ParklandGEO*
 - *Parsons*
 - *Proactive Environmental Rentals Inc.*
 - *Prospect Environmental Services Ltd.*
 - *Protocol2 Air Sciences Inc.*
 - *Pure Environmental*
 - *QM Environmental*
 - *Regenesis*
 - *RemedX Remediation Services*
 - *Resolve Earthworks & Environmental*
 - *Rice Resource Technologies*
 - *Ridgeline Environment Inc.*
 - *Saskatchewan Research Council*
 - *SECURE Energy Services Inc.*
 - *Signum Environmental Ltd.*
 - *Site Resources Group Inc.*
 - *SLR Consulting (Canada) Ltd.*
 - *SNC-Lavalin Environment Inc.*
 - *Soil & Forestry Consulting*
 - *Solstice Canada Corp.*
 - *Stantec Consulting*
 - *Stormtec*
 - *SUBLATUS Environmental*
 - *SUEZ Canada Waste Services*
 - *Summit, an Earth Services Company*
 - *SWAT Consulting Inc.*
 - *TerraLogix Solutions Inc.*
 - *Tetra Tech Canada*
 - *Thurber Engineering Ltd.*
 - *Trace Associates Inc.*
 - *Tree Time Services Inc.*
 - *Trium Environmental Inc*
 - *Vertex Environmental Inc.*
 - *Vertex Resource Group*
 - *Waste Connections of Canada*
 - *Waste Management*
 - *Waterline Resources Inc.*
 - *Waterra Pumps Limited*
 - *Western Site Technologies Inc.*
 - *Willms & Shier Environmental Lawyers LLP*
 - *WSP Canada Inc.*
 - *XCG Consultants Ltd.*
- Non Members**
- *Actual Media*
 - *ERIS – Environmental Risk and Information Systems*
 - *Fred Keating Media*
 - *Hamdon & Associates*
 - *Project Forest*

1. Call to Order

JSK Consulting Ltd. (S. Thygesen) served as Chair and North Shore Environmental Consultants (D. Cherniak) served as Secretary for the meeting. Notice of meeting was sent out in accordance with the ESAA bylaws. It was stated that a quorum of members of ESAA were in attendance in person or via proxy. As there was quorum, the meeting was duly constituted, and the Roberts' Rules of Order were followed. The meeting was called to order at 3:05 pm.

2. Approval of the Agenda

Norstar Industries (R. White) moved that the agenda be approved. North Shore Environmental Consultants (D. Cherniak) seconded the motion. The motion was passed and the agenda approved.

3. Approval of Minutes of March 10th, 2020 - Meeting of Members

Norstar Industries (R. White) moved that the minutes be approved. Osprey Scientific (K. Schmidt) seconded the motion. The motion was passed and the minutes approved.

4. President's Report

JSK Consulting (S. Thygesen) delivered the President's Report. There were no questions. SNC-Lavalin (S. Duchek) moved that the President's Report be approved. Osprey Scientific (K. Schmidt) seconded the motion. The motion was passed and the President's Report approved.

5. ESAA Management Report

J. Chowaniec delivered the ESAA Management report. There were no questions. SNC-Lavalin (S. Duchek) moved that the ESAA Management Report be approved. Rice Earth Sciences (K. Hunsche) seconded the motion. The motion was passed and the ESAA Management Report approved.

6. Treasurer's Report

Osprey Scientific (K. Schmidt) delivered the Treasurer's Report. There were no questions. North Shore Environmental Consultants (D. Cherniak) moved that the Treasurer's Report be approved. Norstar Industries (R. White) seconded the motion. The motion was passed and the Treasurer's Report approved.

7. Special Resolution Approval of Revised ESAA Bylaws

During 2021 ESAA undertook a review of its existing Bylaws, last updated in 2014. As a result of the review, a number of proposed amendments to the Bylaws were made.

In order for the Bylaws to be adopted, 75% of the voting membership must approve the Bylaws at the meeting in person or via proxy.

Proposed Bylaw Amendments

- Updated to include the option for virtual/online Annual General and Special Meetings
- Addition of Soil Proprietor and Student membership categories
- Currently Board members are allowed to serve two, three-year terms and then, they must take a one-year break before running again. This period is being changed to three-years.
- Association winding up clause updated
- Other minor edits and language changes to update the Bylaws.

As 77% of the membership is in attendance in person or via proxy, the Bylaws Amendments can be considered for approval.

Rice Earth Sciences (K. Hunsche) moved that the Bylaws as presented and amended be approved. SNC-Lavalin (S. Duchek) seconded the motion. There was one objection. The motion was passed and the amended Bylaws approved.

8. Appointment of Auditors

JSK Consulting (S. Thygesen) asked for a motion to reappoint RSM Canada as ESAA's auditors for the upcoming year. Summit Earth (Z. Wintonyk) moved that RSM Canada be appointed as ESAA's auditor for 2022. Osprey Scientific (K. Schmidt) seconded the motion. The motion was passed and RSM Canada was re-appointed as ESAA's auditor.

9. Election of Directors

The Chair announced, as per ESAA's Bylaws, an initial slate of four (4) candidates was distributed and one (1) additional nomination was received for the two (2) openings, each for a 3 year-term.

The candidates were:

- Tyler Barkhouse, Dillon Consulting
- Adam Dunn, Earthmaster Environmental Strategies
- Amanda MacKinnon, 360 Energy Liability Management

- Scott Purves, Matrix Solutions
- Cory Sommer, Millennium EMS Solutions

The completed ballots were collected and counted by Hamdon & Associates and Fred Keating Media.

The election results were shared, and the following individuals were elected to the ESAA Board for a three (3) year term:

- Adam Dunn, Earthmaster Environmental Strategies
- Scott Purves, Matrix Solutions

JSK Consulting (S. Thygesen) thanked all the candidates for their continued support of ESAA and encouraged those not elected to run again in 2023.

10. Adjournment

There were no additional questions or discussion. Being that there was no additional business, the Chair asked for a motion to adjourn the meeting. Osprey Scientific (K. Schmidt) moved that the meeting be adjourned. Motion carried. Meeting adjourned at 3:25 pm.