



## REGULAR MEETING OF THE REAL ESTATE COUNCIL OF ALBERTA

9:30 am, Wednesday, April 11, 2018  
Nakiska Boardroom, Calgary, AB

### MINUTES

**In Attendance:** Brian Klingspon, Chair  
Krista Bolton  
Bobbi Dawson  
Amina Deiab  
Ramey Demian  
Bill Kirk  
Phil McDowell  
Stan Mills  
Robyn Moser  
Bob Myroniuk, RECA Executive Director  
Rob Telford  
Christine Zwozdesky, Past Chair

**Guests:** Teresa Budd, Watson Advisors

**Absent:** Bonny Clarke, Chair Elect

**Recording Secretary:** Rina Hawkins

#### 1. Call to Order

The Chair, called the meeting to order at 9:58 am.

#### 2. Approval of Agenda

Council reviewed the agenda.

*MOTION: Council approves the April 11, 2018 Council Meeting agenda as presented.*

*Phil McDowell / Carried*

#### 3. Action Register Review

Council reviewed the Council Action Register, an information item.

#### 4. Business by Council Consent

Council reviewed details of the Real Estate Assurance Fund (REAF) pay-out applications.

RECA's General Counsel explained that each of the nine compensation pay-outs identified require Council approval, as the amounts exceed RECA's Executive Director signing authority. General Counsel noted that RECA made 25 other pay-outs under the Executive Director's authority.

Council requested a report on the REAF for its July meeting. The report will include information on, claim trends, pay-out history, claims by industry sector etc. This will assist Council to determine if there are issues or policy decisions affecting the REAF.

**ACTION:** Administration will provide a report to the Finance and Audit Committee for its July 4, 2018 meeting.

**ACTION:** Administration will add to the Forward Calendar, under the April Council meeting, a report of REAF pay-outs by sector.

In response to a question, RECA's General Counsel explained there are two streams for applicants to apply to the REAF. One is through the courts and obtaining a judgment based on fraud or breach of trust. The second is where the claim is against an industry member who fails to disburse or account for monies held in trust.

***MOTION:** Council approves payment of compensation from the Real Estate Assurance Fund to nine (9) applicants totalling \$124,510.47.*

*Stan Mills / Carried*

**ACTION:** Council directs the Audit & Finance Committee to review the current limit of the Executive Director to approve REAF payments. The Committee will bring a report back to Council at its July 2018 meeting.

#### 5. Business Arising or Issues Requiring Council Action

- **2018 Schedule of Council Meetings Update**

The Executive Director explained that the October 17, 2018 Council meeting coincides with the Canadian Network of Agencies for Regulation (CNAR) Conference. Administration attempted to reschedule the Council meeting but could not find a suitable alternate date. Administration recommends leaving the Council schedule as is.

Council discussed the upcoming Real Estate Regulators of Canada (RERC) Conference set to take place in Saskatoon, June 6-9, 2018.

RECA's General Counsel explained that board member/Council member participation at the annual RERC conference occurs every second year. This is an excellent opportunity to meet council members from across Canada and discuss issues of common interest. Administration encourages Council members to attend the conference if their schedule permits.

**ACTION:** Administration will add the RERC conference to the 2017/2018 Council Calendar.

- **Committee Terms of Reference – Staff Resources Section**  
The Executive Director brought forward a proposed amendment to all RECA Committee Terms of Reference, to eliminate the need for Council approval each time there is an organizational change to the "staff resources" assigned to each Committee.

*MOTION: Council approves amending the wording in the section "Resources" or "Staff Resources" in all current and future Committee Terms of Reference, to read, "The Executive Director will appoint one or more staff members to serve as staff resources to the Committee".*

*Bobbi Dawson / Carried*

The Executive Director explained this is a housekeeping change to eliminate taking up Council time and provides a more efficient way to respond to change at the operational level. Some Council members expressed concern that the Committee Chair would have no input into the selection of Committee staff resources. The Executive Director assured Council members that if a Committee requests additional/different resources the Executive Director would discuss the issue with the Chair.

- **Amendment to Banking Resolution**  
The Executive Director and RECA's Finance & Administration Manager referenced RECA's current banking resolution Council approved in April 2017. Since that time, there have been some changes to Council member and senior management positions and titles. The bank's audit department requested RECA amend the current banking resolution to include a schedule aligning individuals with positions and titles.

Following discussion, the Executive Director indicated that the Audit & Finance Committee reviews RECA's financial policies every year

at its budget meeting and will review Council Policy 7.3 Signing Authorities at that meeting.

**ACTION:** Council directs the Audit & Finance Committee to review Council Policy 7.3, Signing Authorities at its 2018 budget meeting.

***MOTION:** Council approves amending the banking resolution authorizing any two of the Chair (Brian Klingspon), Chair-Elect (Bonny Clarke), Past-Chair (Christine Zwozdesky), Robyn Moser, Executive Director (Bob Myroniuk), Director Registrar (Charles Stevenson), Director Education Programs (Joseph Fernandez), Director Corporate Services (Dale Cawsey), and Director Strategic Initiatives & Project Management (Kirk Bacon), as signing authorities on the bank accounts of RECA. This banking resolution does not confer authorization to borrow money from BMO upon credit of RECA.*

*Krista Bolton / Carried*

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- **AREA Correspondence**

The Chair provided a recap of correspondence he received from AREA regarding AREA's continued request for RECA's education standards.

The Chair sought guidance from the rest of Council on how to respond to AREA. Council discussed what constitutes RECA's education standards, RECA's approach to education, and completing the learning objectives outlined in the courses. Consensus of Council was that it's not clear what additional information AREA is requesting and this issue is administrative. The Executive Director indicated RECA's Director of Education Programs would be available to answer questions regarding RECA's educational standards or clarify information previously provided to AREA.

**ACTION:** RECA's Chair will respond to the AREA correspondence on behalf of RECA, indicating Council has discussed this issue, and RECA's Director of Education Programs will be available to AREA to clarify their request and fill in any information as it relates to RECA's education standards.

## 6. Executive Director Reports

The Executive Director provided an update on a number of initiatives.

- As a result of the April 10, 2018 Strategic Plan review session, changes to the strategic plan are layered on top of RECA's day to day operations.

- Administration continues to work with AREA on an engagement MOU between the two organizations. A key element of any stakeholder agreement with RECA is recognition of respective roles. In the case of RECA's, it includes respect for RECA as the regulator and the interpretations it provides with respect to the *Real Estate Act*, Rules, and Bylaws.
  - The Residential Measurement Standard (RMS) working group met on January 30, 2018 and again on April 4, 2018 to discuss and develop a strategy to transition to a single measurement methodology. The group will endeavour to provide a recommendation to Council at their July 2018 Council meeting.
  - RECA launched the Boardvantage platform (meeting software tool) internally and it is now operational. The next step is Council member training. RECA's Executive Assistant will work with each Council member one-on-one to schedule hands on training. Administration hopes to launch the platform for the July 2018 Council meeting.
  - Administration encourages Council participation at the 2018 Real Estate Regulators of Canada Conference in Saskatoon, June 6-8, 2018. This year's conference has both an educational component and networking component. Administration will circulate the agenda to Council upon receipt.
  - Administration outsourced the search for a new General Counsel to the Council Network. One of the requirements of this position is a corporate secretary background.
- **Executive Director Delegations**  
The Executive Director referenced Council Policy 8.2 Delegation to the Executive Director. The policy required updating due to RECA's recent organizational structure change. This is an information item for Council.

## 7. Committee Reports and Recommendations

- **Governance Committee**

The Chair of the Governance Committee gave an update on the activities of the Committee. The Committee met on March 23, 2018 and March 29, 2018 and discussed the following items:

### ***Approval of RECA Priority Action Plan***

The Governance Committee reviewed the RECA Governance Priority Action Plan with the assistance of a governance consultant, and finalized the document for Council approval.

The Chair of the Governance Committee provided Council with a hardcopy, one-page summary of the governance consultant recommendations and the status of each one.

Council discussed the volume of work the Governance Committee is undertaking and whether sub-committee(s) could reduce some of the workload. The Governance Committee Chair indicated the Governance Committee is in a position to deal with the majority of the items in the Priority Action Plan by January 2019.

***MOTION:** Council approves the Priority Action Plan as presented.  
Ramey Demian / Carried*

### ***Electronic Communications Policy***

RECA's Communication Manager indicated Council asked the Governance Committee to review RECA's Electronic Communications Policy, and to consider the impacts of the Boardvantage platform implementation. She presented the revised version to Council.

Some Council members expressed concern with the existing policy, believing it to be too restrictive. The importance of conducting Council business at the Council table was discussed as well as waiting until Council members have all the background information prior to making decisions.

***MOTION:** Council approves RECA's Electronic Communication Policy as presented.  
Rob Telford / Defeated*

**ACTION:** Council refers the Electronic Communications Policy back to the Governance Committee for further review.

### ***Council Forward Calendar***

The Governance Committee reviewed a draft Council Forward Calendar provided by Administration, and recommended it for Council approval. The purpose of the calendar is to provide Council members advance notice when issues are on the Council agenda.

Following discussion, Council made a number of changes to the document.

### **ACTION:**

- Add a review of the Real Estate Assurance Fund to the April Council agenda

- Move “Section 6, REA – Council Member Appointments (if required)” from the October Council agenda to the July Council agenda
- Change two bullets under the October Council agenda to read:
  - Report results of Council review of Executive Director performance
  - Discussion of Executive Director succession

*MOTION: Council approves RECA’s Council Forward Calendar as amended above.*

*Robyn Moser / Carried*

### ***Approval of Online Annual Meeting Technology Platform***

At the July 6, 2017 Council meeting, Council directed Administration to explore the feasibility of and resources required to host an online, webinar-style annual meeting. The Governance Committee reviewed the research provided by Administration. The research affirmatively answers the question “Is an online annual meeting feasible?” The next step is to decide whether Council would like to hold such a meeting.

Council agreed to proceed with an online general meeting.

*MOTION: Council approves RECA hold an online meeting in 2019 using the Cisco WebEx platform.*

*Phil McDowell / Carried*

**ACTION:** The Executive Director will arrange an annual meeting in 2019 to update stakeholders on the activities of RECA and Council.

- **Condominium Managers Implementation Advisory Committee (CMIAC)**  
The Committee Chair indicated two members have resigned from the Committee. There is a vacancy for one condominium owner and one condominium manager on the Committee.
- **Property Management Advisory Committee (PMAC)**  
The Committee Chair indicated there is an opening on the Committee for an industry member from the Real Estate Institute of Canada.
- **Other**  
**ACTION:** Administration will publish advertisements for the Public member and Non-AREA member of Council in the April – July 2018 timeframe.

- **Legislation Review Committee**

The Chair of the Legislation Review Committee, explained that there appears to be a lack of clarity with respect to the “term” in the current Legislation Review Committee Terms of Reference. The Legislation Review Committee recommends changes to improve clarity.

*MOTION: Council approves amending the current “Term” in the Legislation Review Committee Terms of Reference to:*

*The term of the committee expires October 31, 2018.*

*The term of the committee may be extended in writing by the Chair of the Real Estate Council of Alberta.*

*Council members appointed to this committee serve on an annual basis from November 1<sup>st</sup> to October 31<sup>st</sup> unless otherwise specified by the Chair of the Real Estate Council of Alberta.*

*Krista Bolton / Carried*

## 8. In-Camera

Council went in-camera and noted the following:

**NOTE:** Council approved the January 24, 2018 Council meeting minutes as presented, by an email vote on March 2, 2018.

After a discussion on whether there is a conflict of interest for a Council member to be an instructor on RECA education offerings, Council directed the Governance Committee to establish a policy for Council’s consideration on this issue.

**ACTION:** The Governance Committee will prepare a policy for Council’s consideration on Council members instructing RECA education offerings.

**ACTION:** Administration and the Council Chair to work on a procedure on how to add items to the Council agenda.

## 9. Adjournment

The meeting adjourned at 6:10 pm.

## 10. Next Meeting(s)

- July 18, 2018 (9:30 am) Regular Council Meeting



Approved at Calgary, Alberta on May 17, 2018

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Brian Klingspon, Chair

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Bonny Clarke, Chair-Elect

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