



ANNUAL GENERAL MEETING

MARIOTT RIVER CREE, EDMONTON

12:00 PM

FEBRUARY 12, 2014

MINUTES

ATTENDANCE:

ESAA Voting Members present via proxy or in person:

AECOM
AGAT Laboratories Ltd.
Alberta Innovates - Technology Futures
ALS Environmental
AMEC Environment & Infrastructure
ARCADIS Canada, Inc.
Arletta Environmental Consulting
Ballast Environmental Consulting Ltd.
BearStone Environmental Solutions Inc.
Beaver Regional Waste Management Services Commission
BFI Canada Inc.
Biogenie, a division of EnGlobe Corp.
Bio-Limno Research and Consulting, Inc.
Border Drilling Ltd
Canadian Mat Systems Inc.
CARO Analytical Services
CDNova Instruments Ltd.
CETCO
CH2M HILL Canada Limited
Chemco Inc.
CL3
Clean Harbors Canada, Inc.
Clifton Associates Ltd.
Concept Controls Inc.
Conestoga-Rovers & Associates
Davis LLP
DBS Environmental
Delsan - AIM Environmental Services Inc.

Di-Corp
Dillon Consulting Limited
Earthmaster Environmental Strategies Inc.
Ecoventure Inc.
Edmonton Waste Management Centre of Excellence
Engineered Containment Inc.
Envirocon Environmental Services, ULC
Enviro-Pads Containment Systems Inc.
Envirowest Engineering Inc.
Epsilon Chemicals Ltd.
Equilibrium Environmental Inc
Exova
Fleet Energy Ltd.
Frontline Integrated Services Ltd.
G&R Remediation/Enviro Core Sampling
Geotech Drilling Services
GFL Environmental Corporation
Ghostpine Environmental Services Ltd.
Golder Associates Ltd.
Grassland Environmental Inc.
Hemmera
I.W. Kuhn Environmental Corp.
IHS
Integrated Environments (2006) Ltd.
Iron Horse Earthworks
Ivey International Inc.
J. K. Engineering Ltd.
JADA Solutions (HSE) Inc.
JED Anchors & Environmental
JSK Consulting LTD.
KBL Environmental Ltd.
Keneco Environmental Services (2000) Inc.

Ketek Group Inc.
Klohn Crippen Berger Ltd.
Klondike Disposal & Recycling
Lafarge Canada Inc.
Lakeland College
LandSolutions LP
LEHDER Environmental Services Ltd.
Levelton Consultants Ltd.
Matrix Solutions Inc.
Maxxam
Mayken Hazmat Solutions
McCue Environmental Contracting Inc.
MCL Waste Systems and Environmental
McLennan Ross
MetaFLO Technologies Inc.
Microbial Insights Inc.
Millennium EMS Solutions Ltd.
MMM Group
Morgan Construction and Environmental
Ltd.
MWH Canada, Inc.
Nakeyan Environmental Consulting Inc.
Nelson Environmental Remediation Ltd.
Newalta Corporation
newterra ltd.
Nichols Environmental (Canada) Ltd.
Nilex Inc.
North Shore Environmental Consultants
Inc.
NorthWind Land Resources Inc.
Norton Rose Fulbright
OAKRIDGE Environmental Engineering
Inc.
Paracell Laboratories
Paragon Soil and Environmental
Consulting Inc.
ParklandGEO
Parkvalley Consulting Ltd.
Parsons
PENSERV Corp.
Perspective Environmental Ltd.
Pinchin West Ltd.
Pioneer Offroad Rentals Ltd.
Pratum Resource Consultants Ltd.
Quadra Chemicals
Quantum Murray LP

Recycle Systems Company Inc., The
Remediation Consulting Group Inc. (RCGI)
RemedX Remediation Services Inc.
Rice Earth Sciences
Ridgeline Environment Inc.
RWDI AIR Inc.
Secure Energy Services Inc.
SENA Waste Services
Shield Specialized Emergency Services Inc.
Silvacom
SLR Consulting (Canada) Ltd.
SNC-Lavalin Environment Inc.
Solstice Canada Corp.
Spirit Resource Management Ltd.
Stantec Consulting
Stormtec
Summit Environmental Consultants Inc.
Sun-West Environmental
Sustainability Resources Ltd.
Swift Environmental Equipment Ltd.
Technosol Engineering Ltd.
TEREX Environmental Group Inc.
Terracon Geotechnique Ltd.
TerraLogix Solutions Inc.
Tervita Corporation
Tetra Tech EBA
The Gavia Group Inc.
TOTERRA Remediation
TR3 Energy Inc.
Trace Associates Inc.
Tracker Sales Ltd.
Trek Construction & Environmental
Services Ltd.
Tri-Arrow Industrial Recovery Inc.
Trium Environmental Inc
Tundra Environmental & Geotechnical
drilling
Urban Systems Ltd.
Vertex Environmental Inc.
Vertex Resource Group
Visser Consulting Ltd.
Waterline Resources Inc.
Western Site Technologies Inc.
Willms & Shier Environmental Lawyers
LLP
Wilson Analytical Services Inc.

*WorleyParsons Canada Services Ltd.
Wotherspoon Environmental Inc.
WSP Canda Inc.
Year Round Abandonment & Reclamation*

*Canadian Natural Resources
Devon Canada
Encana Corporation
Husky Energy
Nova Chemicals
Regional Municipality of Wood Buffalo
Shell Canada
Suncor Energy*

The following non-voting members were present at the meeting:

*Agrium
Alberta Environment and Sustainable
Resource Development*

1. Call to Order

MCL Waste Services (G. Scott) served as Chair and CH2M HILL Canada (J. Keller) served as Secretary for the meeting. Notice of meeting was sent out in accordance with the ESAA by-laws. 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 Orders were to be followed. The meeting was called to order at: 12:20 pm.

2. Approval of the Agenda

CL3 (S. Kerr) moved that the Agenda be approved. Clifton Associates (S. Quinn) seconded the motion. The motion was passed and the agenda approved.

3. Approval of Minutes of February 12, 2013 - Meeting of Members

WSP Canada (C. Robertson) moved that the Minutes be approved. Exova (R. Neumann) seconded the motion. The motion was passed and the minutes approved.

4. President's Report

MCL Waste Services (G. Scott) delivered the President's Report. There were no questions. The Gavia Group (L. Semenchuk) moved that the President's Report be approved. Newalta (R. White) seconded the motion. The motion was passed and the President's Report approved.

5. ESAA Management Report

J. Barraclough delivered the ESAA Management report. There were no questions. Clifton Associates (S. Quinn) moved that the ESAA Management Report be approved. CL3 (D. Kerr) seconded the motion. The motion was passed and the ESAA Management Report approved.

6. Special Resolution: New ESAA Bylaws

MCL Waste Services (G. Scott) explained why ESAA was putting forth new Bylaws. The new Bylaws bring ESAA's Bylaws in compliance with the Alberta Societies Act by including a wrap up clause. In addition, ESAA took the opportunity to re-write the Bylaws into plain English for easier comprehension and to move ESAA's year end from October 31st to December 31st. The Chair informed the meeting that for the Bylaws to pass that approval by 75% of the membership as per the Alberta Societies Act. Staff informed The Chair that 80.5% of the membership was in attendance or submitted a proxy. The Chair asked for questions. There were no questions.

The Gavia Group (L. Semenchuk) moved that the new Bylaws be approved. KBL Environmental (J. Dirks) seconded the motion. The motion was passed and the Bylaws were approved.

The Gavia Group (L. Semenchuk) moved that the existing Bylaws of ESAA be rescinded in their entirety and the Bylaws, as amended by special resolution passed at this Annual General Meeting held on February 12, 2014 [attached], be adopted. . Newalta (R. White) seconded the motion. The motion was passed and the Bylaws were approved.

7. Treasurer's Report

KBL Environmental (J. Dirks) delivered the Treasurer's Report. There were no questions. Alberta Innovates Technology Futures (B. Drozdowski) moved that the Treasurer's Report be approved. CL3 (S. Kerr) seconded the motion. The motion was passed and the Treasurer's Report approved.

8. Appointment of Auditors

MCL Waste Services (G. Scott) asked for a motion to reappoint Collins Barrow as ESAA's Auditors. The Gavia Group (L. Semenchuk) moved that Collins Barrow be appointed as ESAA's auditor for the upcoming year. Newalta (R. White) seconded the motion. The motion was passed and Collins Barrow was re-appointed as ESAA's auditor.

9. Appointment/Election of Directors

MCL Waste Services (G. Scott) announced that Hamdon & Associates (L. Hamdon) would be a scrutineer as ESAA staff member J. Chowaniec and J. Byrna counted the ballots. Ballots were distributed to all full members

in attendance. Results were tabulated based on ballots and proxies received.

Outgoing Board Members MCL Waste (G. Scott) and WSP Canada (C. Roberston) were thanked for their 6 years on the ESAA Board.

Election Results:

A. Neumann (Exova), L. Power (AGAT Laboratories) and R. White (Newalta) were elected to the Board, each for a term of three (3) years.

The Chair thanked all of the candidates who put forward their name for the election.

10. Adjournment

Being that there was no additional business, MCL Waste Services (G. Scott) asked for a motion to adjourn the meeting. CL3 (S. Kerr) moved that the meeting be adjourned. The Gavia Group (L. Semenchuk) seconded the motion. Motion carried. Meeting adjourned at 12:50 pm.