

REPORT OF MOTIONS FROM THE 178th BOARD MEETING
HELD IN OTTAWA, ON
September 28, 2016

The following directors were in attendance

C. Roney, President	R. Kinghorn, President-Elect	D. Jayas, Past-President
A. Bergeron	K. Baig	T. Brookes
D. Brown	G. Comrie	S. Devereaux
D. Ford	D. Gelowitz	Z. Ghavitian
S. Gwozdz	J. Holm	B. Hunt
N. Lawen	D. Lynch	C. Parenteau
É. Potvin	R. Shreewastav	L. Staples
R. Trimble		

The following advisors were in attendance:

K. Allen	A. English (CEOG)	W. MacQuarrie (AB)
G. Naterer (NCDEAS)	D. Peters (QB)	

Agenda Item	Motion #	Resolution
1.0 Call to Order and Approval of Agenda	5587 Carried	THAT the agenda be approved and the President be authorized to modify the order of discussion.
2.0 Consent Agenda	5588 Carried	<p>THAT items 2.1 to 2.9 of the consent agenda, minus items 2.1a, 2.2, 2.3a, 2.4a, and 2.5a removed from further discussion, be approved in one motion.</p> <p>2.1b THAT the Board approve the minutes of the June 20, 2016, Board meeting, as presented.</p> <p>2.3b THAT the “consent agenda” policy modifications recommended by the Governance Committee be approved.</p> <p>2.4b THAT the review of policy GP-3 Code of Conduct be received.</p> <p>2.4c THAT the review of policy GP-9.2 Audit Committee Terms of Reference be received.</p> <p>2.6a THAT the monitoring report confirms compliance with policy E-4 Protection of the Engineering Terms during the reporting period.</p> <p>2.7a THAT the monitoring report confirms compliance with policy EL-3 Financial Condition during the reporting period.</p> <p>2.7b THAT the monitoring report confirms compliance with policy EL-4 Asset Protection during the reporting period.</p>

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		<p>2.7c THAT the monitoring report confirms compliance with policy EL-6 Compensation and Benefits during the reporting period.</p> <p>2.7d THAT the monitoring report confirms compliance with policy EL-9 Accreditation and Qualifications Boards during the reporting period.</p> <p>2.8 THAT the following National Position Statements be approved:</p> <ul style="list-style-type: none"> a) Infrastructure b) Diversity and Inclusion c) Climate Change <p>2.9 THAT the following Qualifications Board documents be approved:</p> <ul style="list-style-type: none"> a) Guideline on Sustainable Development and Environment Stewardship b) Guideline on Returning to Active Practice
<i>Item 2.1a</i>	5589 Carried	That the minutes dated May 27, 2016 be corrected to reflect, in the preamble to item 5.2, the name from A. Freeman to A. Bergeron.
<i>Item 2.2</i>	5590 Carried	After discussion, motion was carried with a friendly amendment: THAT the Board approve the appointment of Connie Parenteau to the Executive Committee <i>and to the Compensation Committee</i> for the 2016/17 term.
<i>Item 2.3a</i>	5591 Carried	After discussion, motion remained as presented in the agenda book: THAT the “non-material” policy modifications approved by the Governance Committee be ratified per GP-9.3 s.2.1.
<i>Item 2.4a</i>	5592 Carried	After discussion, motion remained as presented in the agenda book: THAT the review of policy GP-2 Board Job Contributions be received.
<i>Item 2.5a</i>	5593 Carried	After discussion, motion remained as presented in the agenda book: THAT the review of policy BMD-3 Delegation to the Chief Executive Office be received.
4.3 Proposed Changes to Accreditation Criteria	5594 Carried	THAT the proposed changes to criteria of a “housekeeping” nature (identified as housekeeping in consultants’ report) and the procedure changes to provide additional clarity regarding existing practices be approved.

	5595 Carried	THAT the accreditation criteria be amended to reflect Option 2 and that the AB be tasked with clarifying and bringing back the interpretive statement that support Option 2 at the February 2017 meeting.
	5596 Carried	THAT the Engineers Canada Board affirm that the primary purpose of CEAB accreditation is to support the licensing activities of its owners, and that this purpose has precedence over any subordinate objectives or coincidental benefits.
4.4 Linkages Committee Report	5597 Carried	THAT the proposed modification to section 3 of policy GP-11 Board Linkage with Ownership be approved to read: 3. The Board will establish and maintain an ownership linkage plan, in order to ensure that the Board has intentional and constructive dialogue and deliberation with the regulators, primarily around the Ends. The plan will include methods to be used, and questions to be asked of the regulators. The information obtained from this dialogue with regulators will be used to inform the Board's policy deliberations.
5.0 In Camera Session	5598 Carried	THAT the Board move in camera. The reason for going in camera, as per GP-7.1, is to address an item falling within the realm of labour relations or employee relations.
6.1b Policy Modifications	5599 Carried	THAT the following modifications be approved as presented: <ul style="list-style-type: none"> • Removal of sections 12, 12.1 and 13 from policy EL-4 Asset Protection. • Addition of a section to policy EL-5 Planning: The CEO shall not 3.3. Fail to present the budget in the same format as financial statements. • Modification to section 3 of policy EL-7 Communications and Support to the Board to read: 3. Allow the Board to be unaware of any incidental information it requires, including anticipated media coverage, threatened or pending lawsuits, and material or publicly visible external and internal changes or events, including changes in executive personnel, material changes in staff compensation or benefits, material changes in revenue, quarterly financial statements, and the insurance coverage extended to Board Members and Board committee members conducting Engineers Canada business. • Modification to policy E Purpose to read: Engineers Canada exists to provide national support and leadership on behalf of the regulators to promote and maintain the integrity, honour, interests and excellence of the profession at a cost that is justified by the results. • Modification to section 1.1 of policy E-1 Regulatory Excellence to read: Canadian engineering programs that meet the academic

		<p>requirements for licensure are accredited.</p> <ul style="list-style-type: none"> Modification to section 2.2 of policy E-2 Confidence in the Profession to read: Stakeholders have information about public confidence and public expectations of the profession. Modifications to section 3.1 of policy E-3 Sustainability of the Profession to read: <ul style="list-style-type: none"> E-3.1 Sustainable membership of the profession is reflective of Canadian demographics. E-3.2 Most graduates from Engineers Canada accredited programs apply for licensure in Canada. E-3.3 Policy makers use studies, reports, trends and information in decision making. E-3.4 Regulators and government recognize new areas of engineering practice. E-3.5 The professional, social and economic needs of licensed engineers are met. Modification of section 4 of policy E-4 Protection of the Engineering Terms to read: <ul style="list-style-type: none"> E-4 The public is not misled by improper use of terms, titles, images, and words that are integral to the engineering brand. This End shall be allocated no more than 10 percent of the operational budget.
6.1c New Policies	5600 Carried	THAT a new policy EL-10 Image Protection be approved.
6.1d By-law Amendments	5601 Carried	<p>THAT the following by-law amendments be recommended to the Members for approval:</p> <p><u>Definitions</u></p> <p>“Major Capital Project” means a capital project with a value of more than 10% of the annual operating budget.</p> <p>“Special National Initiative” means any project or program which would require a special assessment of Members or an increase in Per Capita Assessment and any major capital project.</p> <p>“Strategic Plan” means the plan to achieve Engineers Canada’s envisioned future.</p> <p><u>Article 5.7 Approvals Requiring Two-thirds Majority</u></p> <p>Repeal 5.7 (e) Adoption, amendment or repeal of Special National Initiatives and re-number 5.7 (f) as 5.7 (e)</p> <p><u>New by-law to permit electronic voting by Members</u></p> <p>3.6 Electronic Voting</p> <p>Meetings of members may be held entirely by means of a telephonic, electronic or other communication facility.</p> <p>Re-number current 3.6 as 3.7</p>

6.2 Appointment of Board 30by30 Champion	5602 Carried	THAT Sarah Devereaux be appointed as the Engineers Canada Board's 30by30 champion.
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