

**MINUTES OF THE
ENGINEERS CANADA BOARD MEETING
IN CONJUNCTION WITH THE BOARD WORKSHOP**

**JUNE 8, 2015
FAIRMONT WINNIPEG
WINNIPEG, MANITOBA**

The following directors were in attendance

P. Amyotte, Past-President	W.J. Beckett	A. Bergeron
T. Brookes	E. Cheung	G. Comrie
D. Ford	D. Freeman	D. Gelowitz
Z. Ghavitian	S. Gwozdz	J. Holm
B. Hunt	D. Jayas, President	R. Kinghorn
N. Lawen	É. Potvin	C. Roney, President-Elect
R. Shreewastav	L. Staples	R. Trimble

The following director was absent:

S. Bilodeau

The following advisors were in attendance:

K. Allen	P. Blanchard (QB)	M. Flint (CEOG)
G. Lachiver (AB)	G. Naterer (NCDEAS)	

The following staff were in attendance

G. Legault	K. Sutherland
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1. CALL TO ORDER, APPROVAL OF AGENDA AND DECLARATION OF CONFLICT OF INTEREST

The President called the meeting of the Engineers Canada Board to order at 08:30 on Monday, June 8, 2015.

It was requested by D. Ford that a motion that the Chief Executive Officer provide information and a presentation regarding the involvement of WES with the ECA project, be tabled.

It was requested that a motion be added as item 1.2.7:

THAT Emily Cheung, FEC, P.Eng. be appointed to the AB for a term ending June 30, 2018.

No conflicts of interest were declared.

The agenda was approved as amended.

1.1 Accreditation Board Workshop Report

The final report of the Workshop was presented by P. Amyotte. He noted that the report had been reviewed by, and input provided by AB. The report had not yet been shared with other attendees.

G. Lachiver reported that a new AB task force to address concerns with the accreditation system was being created. It was noted that there is no NCDEAS representation on the task force but feedback will be provided to NCDEAS after the September meeting.

Jonathan Beddoes provided comments on behalf of NCDEAS. He emphasized the sense of urgency on the part of the Deans and that the system needed to be stabilized. The Deans are concerned that the work currently being carried out to meet accreditation criteria will be redundant as the system changes, and that the criteria are so constrained that it is difficult to introduce new things, which is taking opportunities away from students (ex. International experience).

The Governance Committee was asked to consider and provide recommendations on how the Board might take responsibility for and provide good direction to AB at the September Board meeting.

The Board requested that the Governance Committee draft Terms of Reference for Board representatives on both QB and AB.

1.2 Appointment of Directors to Board Committees

On a motion by D. Freeman, seconded by D. Ford, it was resolved THAT the following individuals be appointed to committees. Motion carried

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1.2.1 *Audit Committee (GP-9.2)*

Name	Board Member	CA	Appointment
Russ Kinghorn, FEC, P.Eng.	Yes	BC	Chair
Dwayne Gelowitz, FEC, P.Eng.	Yes	SK	V-Chair
Sandra Gwozdz, FIC, ing.	Yes	QC	Member
Maria Celluci, CPA	No	ON	Member

1.2.2 *Governance Committee (GP-9.3)*

Name	Board Member	CA	Appointment
Paul Amyotte, FEC, P.Eng., PhD	Yes	NS	Chair
Russ Kinghorn, FEC, P.Eng.	Yes	BC	Member
W. James Beckett, FEC, P.Eng.	Yes	AB	Member
William C. Hunt, FEC, P.Eng.	Yes	NL	Member
Digvir S. Jayas, FEC, P.Eng.	Yes	MB	Policy

1.2.3 Compensation Committee (GP-9.4)

Name	Board Member	CA	Appointment
Paul Amyotte, FEC, P.Eng., PhD	Yes	NS	Chair
Digvir S. Jayas, FEC, P.Eng.	Yes	MB	Member
Larry Staples, FEC, FCAE, P.Eng.	Yes	AB	Member
Darryl Ford, FEC, P.Eng.	Yes	NB	Member
Zaki Ghavitian, FIC, ing., M.ing.	Yes	QC	Member
Chris D. Roney, FEC, P.Eng.	Yes	ON	Member
Mark W. Flint, P.Eng.	Yes	AB	Member

1.2.4 Board Representative – Accreditation Board

- That Rakesh Shreewastav, FEC, P.Eng. be appointed as a non-voting participant to the AB for a term ending June 30, 2016.
- That Jeff Holmes be appointed as a non-voting participant to the AB for a term ending June 30, 2017.

1.2.5 Board Representative – Qualifications Board

- That Nazmi Lawen, FEC, P.Eng. be appointed as non-voting participant to the QB for a term ending June 30, 2016.
- That Richard Trimble, FEC, P.Eng. be appointed as non-voting participant to the QB for a term ending June 30, 2017.

1.2.6 Linkages Task Force (GP-9.11.1)

Name	Board Member	CA	Appointment
Chris D. Roney, FEC, P.Eng.	Yes	ON	Chair
Annette Bergeron, FEC, P.Eng.	Yes	ON	Member
Richard Trimble, FEC, P.Eng.	Yes	YK	Member
W. James Beckett, FEC, P.Eng.	Yes	AB	Member
Stéphane Bilodeau, FIC, ing.	Yes	QC	Member
Andrew Lowken, FEC, P.Eng.	No	SK	Member
Thomas Chong, FEC, P.Eng.	No	ON	Member
Ann English, P.Eng.	No	BC	Member
Mark W. Flint, P.Eng.	Yes	AB	Member

That the Executive Committee be authorized to approve changes as may be requested by the Presidents' Group or the CEO Group.

1.2.7 *AB Appointment*

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**On a motion by R. Kinghorn, seconded by B. Hunt, it was resolved
That Emily Cheung, FEC, P.Eng. be appointed to the AB for a term ending
June 30, 2018.
Motion carried**

1.3 Consent Agenda

Items are approved with one motion and no discussion.

*Items may be removed from the consent agenda by a request to the President.
Monitoring reports that confirm compliance or partial compliance have been
added to the consent agenda. Note that the numbering below was carried over
from the May 2015 Board meeting.*

Upon request, the following items were removed from the consent agenda:

- 3.3.1a GP-4 Investment in Governance and
- 3.3.3b EL-1 Treatment of Staff and Volunteers.

With respect to policy EL-1 Treatment of Staff and Volunteers,

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**On a motion by J. Beckett, seconded by G. Comrie, it was resolved
THAT the report does not show evidence of compliance, and that a new
report is to be submitted at the September meeting.
Motion carried**

With respect to GP-4 Investment in Governance,

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**On a motion by D. Freeman, seconded by A. Bergeron, it was resolved
THAT the report be accepted and that the Governance Committee consider
alternate governance models and report to the Board in September with a
timeline.
Motion carried**

**On a motion by R. Shreewastav, seconded by L. Staples, it was resolved
THAT the following policy reviews be approved:**

5540

- a) GP-5 President's Role**
 - b) GP-12 Board Linkage with Other Organizations**
 - c) GP-14 Reserve Funds**
 - d) GP-13 Governance Succession Planning**
- Motion carried**

**On a motion by R. Shreewastav, seconded by L. Staples, it was resolved
That the following monitoring reports be approved as they confirm
compliance with the policy during the reporting period:**

5541

- a) E Engineers Canada's Purpose**
 - b) E-1 Consistency in Regulatory Standards and Practices**
 - c) EL General Executive Constraint**
 - d) EL-3 Financial Condition**
 - e) EL-4 Asset Protection**
- Motion carried**

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On a motion by R. Shreewastav, seconded by L. Staples, it was resolved
*That the following monitoring report be approved as it partially confirms
compliance with the policy during the reporting period:*

- *EL-2 Treatment of Constituent Associations*

*Future reports could be enhanced by expanding on the evidence available
to ensure compliance is achieved and providing rationales as to why the
interpretation and evidence is reasonable.*

Motion carried

2 ADJOURNMENT

Minutes prepared by N. Martel for:

Digvir Jayas, FEC, P.Eng.
President

Kim Allen, FEC, P.Eng.
Chief Executive Officer