

**REPORT OF MOTIONS FROM THE BOARD MEETING
HELD VIA TELECONFERENCE
APRIL 17, 2015**

The following directors were in attendance

P. Amyotte, President	W.J. Beckett, Past-President	A. Bergeron
S. Bilodeau	T. Brookes	G. Comrie
D. Ford	D. Freeman	Z. Ghavitian
S. Gwozdz	C. Harwood	D. Jayas, President-Elect
R. Kinghorn	R. Kullman	N. Lawen
É. Potvin	C. Roney (joined at 13:25)	L. Staples
D. Walters	R. Shreewastav	

The following directors were absent:

D. Benson	E. Cheung	
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The following advisors were in attendance:

K. Allen	P. Blanchard	K. Woodhouse
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The following advisors were absent:

M. Symonds (represented by P. Blanchard)	G. Lachiver	D. Paddock
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The following constituent association delegates were in attendance:

T. Chong	G. Emberley	J. Landrigan
G. McDonald	A. McLeod	G. Pichler
R. Savoie		

The following staff were in attendance

G. Legault	N. Martel	S. Price
K. Sutherland	C.A. Tyndall	

The following observer was in attendance:

M. Mahmood		
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Agenda Item	Motion #	Resolution
2.0 Approval of Agenda	5500 Carried	RESOLVED THAT the agenda be approved as amended and the President be authorized to modify the order of discussion as required.
2.0 Consent Agenda	5501 Carried	RESOLVED THAT consent agenda items 6.1(d), 6.1(e), 6.1(f), 6.2, 6.3(a), 6.3(b), 7.1(a) and 7.1(b) be approved.
3.0 Approval of Minutes	5502 Carried	RESOLVED THAT the Board approve the minutes of the April 16, 2014, Board teleconference, as presented.
5.0 Engineers Canada Draft Audited 2014 Financial Statements	5503 Carried	RESOLVED THAT the Board approve the Engineers Canada financial statements for the year ending December 31, 2014, as audited by KPMG LLP, and included in the Annual Meeting of Members' agenda.

Agenda Item	Motion #	Resolution
8.1 Education Credential Assessment	5504 Carried	RESOLVED THAT the PEO motion of non-compliance be deferred to the May 2015 Board meeting. (17 voting members present, 10 for, 7 against)
6.1 Policy Amendments - Governance Process (GP)	5505 Carried	RESOLVED THAT the following be approved: a) GP-3 Code of Conduct (amendment) b) GP-3.0.1 Confidentiality (new policy) c) GP-3.0.2 Director Consent and Declaration (new policy)
6.3 Policy Amendments - Executive Limitations (EL)	5506 Carried	RESOLVED THAT the amendment to EL-7 Communication and Support to the Board, be approved.
7.2(a) Board Monitoring – Board- Management Delegation (BMD)	5507 Carried	RESOLVED THAT the review of policy BMD Global Board-Management Delegation review be approved.
7.2(b) Board Monitoring – Board- Management Delegation (BMD)	5508 Carried	RESOLVED THAT the review of policy BMD-4 Monitoring Chief Executive Officer Performance by D. Benson be approved.
7.3(a) Chief Executive Officer Monitoring – Ends (E)	5509 Carried	RESOLVED THAT this monitoring report is not required at this time due to the need to review the policy.
7.3(b) Chief Executive Officer Monitoring – Ends (E)	5510 Carried	RESOLVED THAT the monitoring report partially confirms compliance with policy E-2 during the reporting period. Following the meeting, the lead reviewer will forward her feedback for future enhancements to the CEO.
7.4(a) Chief Executive Officer Monitoring – Executive Limitations (EL)	5511 Carried	RESOLVED THAT on the basis that reserve funds were not used during the reporting period, this monitoring report is not necessary.
7.4(b) Chief Executive Officer Monitoring – Executive Limitations (EL)	5512 Carried	RESOLVED THAT the monitoring report confirms compliance with policy EL-5 during the reporting period.

Agenda Item	Motion #	Resolution
<p style="text-align: center;">7.4(c) Chief Executive Officer Monitoring – Executive Limitations (EL)</p>	<p style="text-align: center;">5513 Carried</p>	<p>RESOLVED THAT the monitoring report partially confirms compliance with policy EL-7 during the reporting period. Future reports could be enhanced by focusing on improving the interpretations so that they define the descriptive words in the policies, include metrics that measure outcomes, and indicate why the interpretations themselves are reasonable. The evidence would then be easier to identify and report on in the future. The evidence should also reflect the requirements of the Policy Governance model.</p>
<p style="text-align: center;">7.4(d) Chief Executive Officer Monitoring – Executive Limitations (EL)</p>	<p style="text-align: center;">5514 Carried</p>	<p>RESOLVED THAT the monitoring report partially confirms compliance with policy EL-8 during the reporting period. Future reports could be enhanced by giving a better visibility to performance indicators and/or productivity KPI. It should include results or compilation of results.</p>