

## Minutes of the Finance, Audit, and Risk Committee Meeting

January 26, 2021 1:00pm – 2:00pm ET | Virtual

<b>Committee members in attendance</b>	
Dwayne Gelowitz, Chair Christian Bellini Jean Boudreau (ex-officio) Sudhir Jha	Jane Tink Steve Vieweg Chris Zinck
<b>Regrets</b>	
Carole Lamothe	
<b>Observers in attendance</b>	
Nancy Hill	
<b>Staff and support</b>	
Roseanne Gauthier Christina Mash Derek Menard	Mélanie Ouellette Stephanie Price Evelyn Spence

### 1. Call to order and approval of agenda

D. Gelowitz, FAR Committee Chair, opened the meeting at 1:03pm (ET) and welcomed the committee members.

***Moved by S. Jha, seconded by C. Bellini***

***THAT the agenda be approved.***

***Carried***

### 2. Last meeting review

#### a) Approval of minutes

The minutes were circulated in the agenda book. No feedback or comments were received.

***Moved by C. Zinck, seconded by S. Jha***

***THAT the minutes from December 1, 2020 be approved.***

***Carried***

#### b) Review of action table

The action table was reviewed. D Menard noted that he will be working with E. Spence, Engineers Canada Legal Counsel to draft appropriate language for the speaking notes to accompany the 2020 audited statements. Should Member questions arise regarding the statements, it is critical that responses comply with non-disclosure agreements.

### 3. Review of TD-APEGA results for October and November 2020

D. Menard presented the reporting. It was noted that overall, retention rates and inbound closing ratios remain strong. TDI continues to invest in marketing to the west region, to both acquire new customers and maintain strong retention.

Although TDI marketing efforts have influenced the minimized decline in Alberta policies since APEGA's departure, the committee would like to better understand what other forces are impacting this outcome.

S. Price will follow up with the Member Services team to gain insight into other factors to be considered.

**ACTION: S. Price to communicate with the Member Services' team to gain insight into the factors leading to successful policy retention in Alberta.**

#### **4. Review of proposed improvements to strategic risk management process**

S. Price presented the recommended improvements. The aim of the proposed Corporate Risk Profile is to promote a proactive approach to risk management. Proposed improvements will re-direct efforts from risk monitoring and reporting to focus more on identification, analysis, and response.

The committee commended S. Price and M. Ouellette on their efforts and proposed the following:

- Addition of a target score for each risk at the top, so the Board knows if they are making progress or if additional actions are necessary.
- The “events” section should include both threats and opportunities
- Retain the heat map in the Corporate Risk Profile, it is helpful and should be included in future reporting.
- Include mechanisms for:
  - other committees or groups to receive the risk that pertain to their mandate for information so that they have visibility on what is going on in their area of work.
  - FAR can report to the Board at any time there is a drastic shift in the environment that affects the risk profile, outside of the annual presentation.

**ACTION: Staff to update the proposed Corporate Risk Profile to reflect the committee’s feedback above for the next meeting.**

**ACTION: Staff to prepare slides and speaking notes to present the proposed approach at the February Board meeting.**

#### **5. Review of strategic and operational risk registers to be presented at the February 24 Board meeting**

The committee reviewed the current risk register. The following discussion was noted:

- Risk 1, *Poor vision or strategy*: the committee supports the reduced score, noting that the Regulators have expressed satisfaction with both the development process and the content of the draft 2022-2024 Strategic Plan.
- Risk 16, *Financial planning and monitoring processes*: the committee supports the reduction in score at this stage. It was noted that the new Corporate Risk Profile will better reflect the association of seemingly disparate risks through consolidation, such as Financial risks 16 and 19.
- No changes were requested for the document that is going to be presented to the Board at its upcoming February meeting.

#### **6. Work plan review**

The work plan was reviewed, with the following discussion captured:

- The progress of item 9, *Finalize risk management process improvements*, has accelerated. Pending committee approval in February, this work could be presented to the Board at their April meeting.
- It was clarified that FAR’s oversight and review of finance related operational policies and long-term procurement contracts scheduled for its February meeting relates only to the committee’s awareness of the existence of these policies, and of Engineers Canada long-term obligations.

#### **7. Other business**

No other business was discussed.

## **8. Next meetings**

The next committee meetings are as follows:

- Feb. 25, 2021 (Virtual)
- Mar. 17, 2021 (Virtual)
- May 12, 2021 (Virtual)

## **9. Closing**

With no further business, the meeting was closed at 1:52pm ET.