

**Minutes of the Human Resources Committee meeting**  
March 29, 2021 | 11:00am-1:30pm ET | via webinar

<b>Committee members in attendance</b>	
David Lynch, Chair, Past President, APEGA Jean Boudreau, President, APEGNB Danny Chui, President-Elect, PEO	Ann English, CEO Group Advisor, Engineers & Geoscientists BC Dawn Nedohin-Macek, Engineers Geoscientists MB Kelly Reid, PEO
<b>Regrets</b>	
<b>Observers</b>	
None	
<b>Staff and support</b>	
Sylvie Francoeur, Director, HR Roseanne Gauthier, Executive Assistant Christina Mash, Governance Administrator	Gerard McDonald, CEO Evelyn Spence, Corporate Secretary

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

The meeting was called to order at 11:02am ET and committee members were welcomed. It was agreed to adjust the agenda to move other business and next committee meetings ahead of the meeting moving in-camera to assist in simplifying meeting participant connection and disconnections.

***Moved by D. Chui, seconded by A. English  
THAT the agenda be approved as amended.  
Carried***

**2. Review of last meeting**

**2.1. Approval of minutes**

The committee reviewed the pre-circulated minutes. No feedback was received.

***Moved by A. English, seconded by J. Boudreau  
THAT the January 11, 2021 minutes be approved.  
Carried***

**2.2. Review of action table**

The action table was reviewed, no questions were received.

**3. Oversight of onboarding and Director developments program**

**a) Orientation for new Directors**

The Committee reviewed the suggested improvements brought forward since the 2020 delivery of the orientation sessions and the following additional enhancements were suggested:

- Add emphasis on fiduciary responsibilities to ensure Directors understand their role, with examples included of what would constitute a breach.
- Ensure slides are accessible. A few slides in the 2020 presentation were noted as difficult to read. Special focus needs to be made on the colours and order of boxes used on slides, and it was suggested that PowerPoint's accessibility review tool could be used. Engineers Canada staff have been made aware of this issue for other communications as well.
- Explain more about how the CEO and Presidents Groups work within Engineers Canada's governance structure, including the value they provide.
- Include a slide about Engineers Canada's focus on equity, diversity, and inclusion through outreach and advocacy.
- Add more information about what to expect at a Board meeting, to be enhanced with pictures as available.

- List the international agreements, including information about the recent IPEA/APEC renewal with emphasis on competency-based assessment and mandatory professional development required to maintain good standing.
- Include slides dedicated to summarizing the rules of order.
- Update the operational committee slides to clarify that they are committees, and to remove one operational committee that is no longer functioning.
- Ensure the organizational chart is reflected in both presentations.
- Add to the organizational chart (agenda book page 15), the names of key contacts who will be present at Board meetings and the areas of business they represent.
- Add the finance and administration officials group to each list of officials groups.

Additionally, it was suggested to consider following up with new Directors via survey after their first three-four meetings to ask what would have been helpful, for future planning.

Regarding “Board buddy” mentors, the committee discussed their personal experiences and how it would have been helpful to have access to more experienced Directors, who represent different regions from their own. The committee agreed that pairings should be informal and up to the discretion of new Directors as to whether they wish to utilize the resource. It was agreed to reach out to existing Board Directors via email to determine their interest in becoming a resource for new Directors, noting that no response received would be considered as “not interested”.

**ACTION: Staff to generate, in working with the Legal Counsel and J. Boudreau, some examples of how fiduciary responsibility could be breached.**

**ACTION: Staff to make updates to the orientation presentations and to work with J. Boudreau to prepare for delivery of the sessions.**

**ACTION: Staff to draft an email to Directors, to be sent on behalf of David Lynch, to determine their interest in having new Directors contact them for guidance as they navigate their new roles. Staff to compile the list of willing “Board buddies” to be provided to the new Directors as an additional onboarding resource if they wish to access additional peer support.**

*b) Director professional development*

The committee agreed that equity, diversity, and inclusion (EDI) training should be provided to the whole Board on an annual basis. This recommendation will be further explored and included in the recommendation for development opportunities made to the 2021-2022 HR Committee.

Additionally, the 4 Seasons of Reconciliation training was noted as an important program to build awareness of Indigenous matters in Canada that is applicable to the engineering profession and should continue to be delivered to new Directors.

**ACTION: Staff to explore EDI development opportunities, for reporting to the 2021-2022 HR Committee.**

**4. Oversight of Volunteer Management Program (VMP)**

The committee reviewed the pre-circulated briefing note.

A point was raised that the VMP should consider the circumstances that would warrant a volunteer being removed from their role, noting the importance of ensuring expectations are clear in advance. A discussion was had about volunteers who may be under investigation with their Regulator, and if they should voluntarily step back until the issue is resolved. Currently, there is no requirement for an individual to disclose to Engineers Canada that they are the subject of a complaint. The VMP work will include job descriptions and setting these types of expectations, although this situation is complicated, given complaints do not necessarily confirm wrongdoing. A. English reported that Engineers & Geoscientists BC ensures volunteers are aware in advance of accepting a volunteer position that they are expected to protect the reputation of the organization over their individual reputation, and that they will be expected to notify the organization should any complaints arise. It

was decided to refer this issue to the Governance Committee for further consideration within the code of conduct, and to provide their findings to next year's committee.

**ACTION: That staff review the feedback received on complaints against volunteers for potential further consideration by the Governance Committee, with findings to be reported to the 2021-2022 HR Committee.**

#### **5. Update on employee engagement improvement work plans**

S. Francoeur provided the update. The groups continue to be engaged, with all three on track to meet deliverables. No delays have arisen with the original timelines as presented to the committee in June 2020.

It was clarified that the Talent Map staff survey is performed every three years.

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

##### **6.1. Current work plan**

The committee reviewed the work plan. The Chair commended the committee and the staff for completing the significant workload.

##### **6.2. Year-end report to the Board**

The committee reviewed the report and agreed that the committee composition should remain at six (6) people. Additional recommendations for the 2021-2022 committee work plan were provided:

- EDI orientation programming to be added as a focus for Director development training.
- The HR Committee should consider engaging an external HR expert to conduct the mini-360 CEO reviews in order to ensure consistency in interviewing and reporting.

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

D. Lynch extended thanks to all committee members and staff, for the attention to detail on the large number of topics covered over the 2020-2021 year. A. English was recognized for her significant contributions and D. Lynch was commended for his excellent chair skills in keeping the committee on track through the heavy workload, noting the year was both enjoyable and productive.

#### **8. Next committee meetings**

No further meetings are scheduled for the 2020-2021 committee. The first meeting of the 2021-2022 committee immediately follows the Annual Meeting of Members on May 29.

***Moved by D. Chui, seconded by K. Reid***

***THAT the meeting move in-camera***

***Carried***

*The meeting moved in-camera for the next items.*

#### **9. CEO assessment discussion**

S. Francoeur, R. Gauthier, C. Mash, and E. Spence left the meeting. The discussion was closed to HR Committee members and the CEO only.

#### **10. Recommendation for HR Committee nominees for 2021-2022**

D. Nedohin-Macek and K. Reid exited, while C. Mash and S. Francoeur rejoined the meeting.

The remaining committee members reviewed the list of individuals who indicated an interest in serving on the HR Committee via responses to the Director self-assessment survey. Diversity, representation of various sizes of Regulators across the country, and the appropriate level of knowledge continuity were all considered. It was agreed by consensus to recommend to the Board that the following Directors be appointed to the 2021-2022 HR Committee:

- Dawn Nedohin-Macek, Engineers Geoscientists MB
- Jane Tink, APEGA
- Maxime Belletête, (alternate, in the event that any of the previous are elected as President-Elect)

These individuals will join the following HR Committee members who are appointed for 2021-2022 due to role or commitment:

- Past President Jean Boudreau, APEGNB
- President Danny Chui, PEO
- President-Elect, as selected in agenda item 7.1 on May 28, 2021
- Janet Bradshaw, CEO, PEGNL (CEO Group member, as communicated at Feb 24 Board meeting)

**ACTION: D. Lynch to communicate the nominations to selected Directors and confirm their interest.**

***Moved by J. Boudreau, seconded by A. English  
THAT the meeting move out of in-camera  
Carried***

*The meeting moved out of in-camera.*

#### **11. Closing**

With no further business to discuss, the meeting closed at 1:45 pm ET.