

**Minutes of the Human Resources Committee meeting**  
 May 29, 2021 | 12:30pm-3:00pm ET | via Microsoft Teams

<b>Committee members in attendance</b>	
Jean Boudreau, Past President, APEGNB (Chair) Kathy Baig, President-Elect, OIQ Danny Chui, President, PEO	Dawn Nedohin-Macek, Engineers Geoscientists MB Janet Bradshaw, CEO Group member, PEGNL
<b>Regrets</b>	
Jane Tink, APEGA	
<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 12:32pm ET and committee members were welcomed.

***Moved by D. Nedohin-Macek, seconded by K. Baig***

***THAT the agenda be approved, and the chair be authorized to modify the order of discussion.***

***Carried***

**2. Confirmation of committee chair**

As per Board policy 6.12, *HR Committee Terms of Reference*, "The Past President normally serves as chair of the committee unless the HR Committee decides otherwise.". The committee agreed to follow the guidance, and J. Boudreau accepted the position of Chair.

**3. Review of last meeting**

**3.1. Approval of minutes**

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

***Moved by D. Chui, seconded by D. Nedohin-Macek***

***THAT the March 29, 2021 minutes be approved.***

***Carried***

**3.2. Review of action table**

The table was reviewed, and it was noted that all actions are complete. No questions were received.

**4. Approval of the 2021-2022 work plan**

The pre-circulated draft work plan was reviewed. No questions were received, and the committee agreed to the proposed meeting times.

***Moved by J. Bradshaw, seconded by K. Baig***

***THAT the 2021-2022 HR Committee work plan be approved as presented.***

***Carried***

**5. Nominate 2021-2022 committee members and recommend chairs**

The committee reviewed the matrix and recommendations prepared by staff. It was noted that six (6) of the eight (8) new Directors prefer to observe for the 2021-2022 year. The following discussion was captured:

- In response to a question about whether Directors observe meetings, it was reported that some choose to observe many meetings, while other may not take advantage of the opportunity. Directors are provided with the schedule of committee meetings once it is established and are invited to attend all public (non-in-camera) meetings. Attendance is recorded and provided in Board meeting agenda books.

- Director Appointee positions to the CEAB and the CEQB did not receive many top choices in the Director self-assessment survey. The reasons could include workload with these groups given there are three (3) day-long meetings per year that typically occur over weekends, and a lack of clarity on their mandates.
- It was clarified that while the HR Committee recommends a Chair for the FAR and Governance committees, the committees make the final decision for the member that will fill the role at their first meeting.

J. Boudreau will be reaching out to all Directors proposed for roles to discuss their placements and ensure they agree with the HR Committee's decision prior to circulation of the June 14 Board meeting agenda book.

***Moved by J. Bradshaw, seconded by K. Baig***

***THAT the individuals as proposed in the Board committee and other Director role placement listing be approved for recommendation to the Board, pending confirmation of agreement from the Directors placed within the roles.***

***Carried***

## **6. Oversight of Director development planning**

The committee reviewed the pre-circulated briefing note, and the following discussion was captured:

- It was reported that the 2021 professional development budget was \$10,000 and to date, \$6,000 has been spent on the Board-on-Board program. The proposed in-person program to be delivered by Christina Becker, creator of the Board-on-Board program, is currently on hold due to the virtual environment and desire to host the session in an in-person environment.
- It is not yet determined if Catalyst would be the chosen provider for equity, diversity, and inclusion (EDI) programming in 2022; EDI programming will not be planned until the 2021 Catalyst workshop on June 14 has taken place and feedback has been gathered.
- The facilitation programming was noted as a good practice to continue for future years.

The committee commended the 2022 Director development plan.

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

***THAT the HR Committee include \$17,500 for Director development activities in the 2022 budget.***

***Carried***

## **7. Other business**

It was noted that the high level of committee observers coming forward for the 2021-2022 year may result from the ratio of incoming Directors who are women and may not be comfortable committing without fully understanding the amount of work involved. The committees are quite active as demonstrated in the Board reporting, and it may seem like a daunting workload for some.

Congratulations was given to J. Boudreau on her first meeting as Chair. C. Mash and E. Spence were thanked for the work on the supporting documentation in a challenging year for committee placements.

## **8. Next committee meetings**

The next committee meetings are as follows:

- Tuesday, October 5, 2021
- Tuesday, December 14, 2021
- Tuesday, January 11, 2022
- Friday, February 25, 2022 (does not include full committee, 3 Presidents (3Ps) to meet with CEO)
- Tuesday, March 29, 2022

## **9. Closing**

With no further business to discuss, the meeting closed at 1:30pm ET.