

**APPROVED MINUTES OF THE
183rd ENGINEERS CANADA BOARD MEETING
August 30, 2017
TELECONFERENCE**

The following directors were in attendance		
R. Kinghorn, President	A. Bergeron, President-Elect	C. Roney, Past-President
K. Baig	J. Boudreau	T. Brookes
S. Devereaux	L. Champagne	J. Dunn
G. Faulkner	L. Doig	Z. Ghavitian
S. Gwozdz	D. Gelowitz	W. Hunt
D. Jayas	J. Holm	C. Parenteau
R. Shreewastav	D. Lynch	R. Trimble
The following directors sent regrets		
D. Chui	D. Brown	
The following advisors were in attendance		
A. English (CEOG)	W. MacQuarrie (AB)	D. Peters (QB)
I. Puri (NCDEAS)	S. Price (Interim CEO)	

The following observers were in attendance (due to the nature of the teleconference it was not possible to track all observers)		
J. Tink	J. Landrigan	J. Collins
L. Golding	M. Fewer	K. MacLeod
L. White	G. McDonald	C. Zinck

The following staff were in attendance		
W. Guy	L. Villeneuve	

1. OPENING

CALL TO ORDER AND APPROVAL OF AGENDA

The President called the meeting to order at 12:04 on Wednesday, August 30, 2017.

5659 On a motion by W. Hunt, seconded by C. Roney, it was resolved

THAT the agenda be approved

Motion carried

2. APPROVAL OF ACCREDITATION BOARD NOMINATIONS

5660 On a motion by C. Parenteau, seconded by S. Gwozdz, it was resolved

THAT the following appointments to the Accreditation Board be approved.

a) Luigi Benedicenti, FEC, P.Eng., Vice-chair, new member, 1-year appointment for the term September 1, 2017 to June 30, 2018

b) Tara Zrymiak, FEC, P.Eng., member representing Manitoba/Saskatchewan, new member, 3-year appointment for the term September 1, 2017 to June 30, 2020

c) Suzanne Kresta, FEC, P.Eng., member-at-large, new member, 3-year appointment for the

term September 1, 2017 to June 30, 2020
d) *Anne-Marie Laroche, ing., member-at-large, new member, 3-year appointment for the term September 1, 2017 to June 30, 2020*
Motion carried

3. DISTRIBUTION OF AFFINITY PRODUCTS MEMO

5661 On a motion by C. Roney, seconded by T. Brookes, it was resolved THAT the Affinity Products memo be approved for distribution.
Motion carried

The purpose of the memo was discussed, as some Board members thought the memo should include a more detailed breakdown indicating which regulator brings what percentage of business for each program. It is unknown at this time if this information is confidential. It was clarified that the memo is to support transparency and accountability, indicating where the revenue comes from and where it is spent.

S. Price summarized that she will:

- look into the confidentiality of the information, and what further information could be provided
- distribute the memo to the CEO Group and the Presidents Group, and add it to the Presidents Group agenda at their upcoming meeting to solicit feedback
- ensure that future budgets are broken down in alignment with the memo

4. GOVERNANCE WORK BUDGET

5662 On a motion by S. Devereaux, seconded by D. Jayas, it was resolved with the amendment that follows
THAT the Board authorize the CEO to use reserve funds for the Governance, Strategic Planning and Consultation project for 2017 and 2018. This authority shall permit up the CEO to draw down up to a maximum of \$448,000 for 2017 and up to a maximum of \$625,000 for 2018.

Amendment:

On a motion by D. Gelowitz, seconded by C. Roney, it was amended and resolved THAT the Board authorize the CEO to use reserve funds for the Governance, Strategic Planning and Consultation project for 2017.
Motion carried

A discussion occurred with concerns regarding the amount of money to be approved, the selection process of the vendor, and the impending hiring of a new CEO. It was clarified that the Governance Committee was mandated with a large scope of work, and that this work is the responsibility of the Board on how they want to be governed as opposed to work of the current interim CEO or incoming CEO. The selection of the vendor is an operational matter, as it is the interim CEO's responsibility to support and execute the directions mandated by the Board.

S. Price highlighted that since the distribution of the Agenda Book she had received a level of effort quote in the amount of \$1.291 million for a similar scope of work. C. Comeau is already

familiar with Engineers Canada, which is background that another firm would be required to learn in order to execute the project.

S. Price commented that if the use of reserves was not approved then the funds would need to be covered by the operating budget because the Board gave direction in May when the Board approved the project, and asked that the Governance Committee maintain oversight of the implementation of the plan.

The wording of the motion on the table was discussed resulting in the need to clarify what was to be approved. It was determined that the current need was to approve a motion agreeing that this was a special project and reserve funds could be used for 2017 with more information to be provided and specific amounts going forward to be discussed and approved at the September 27, 2017 Board meeting. The contract would be staged and further reports would be provided and approvals sought as the project progresses.

5. CEO SEARCH UPDATE

C. Roney provided a status report on the CEO Search.

Boyden has been contracted as the executive recruitment firm, and has completed stakeholder consultations. Active recruiting will begin next week with the goal of having a recommendation of one candidate, who has been interviewed by the CEO Search Committee to put forward to the board in early December. It was noted that being a P.Eng. is not a mandatory requirement of this role, although it is preferred as the Committee decided that it was in the best interest of Engineers Canada to keep options open as opposed to screening out otherwise qualified candidates based on this one criteria.

6. CLOSING

Business being concluded, the meeting closed at 13:09.

Minutes prepared by W. Guy for:

Russ Kinghorn, FEC, P.Eng.
President

Stephanie Price, CAE, P.Eng.
Interim Chief Executive Officer