

**MINUTES OF THE 202nd ENGINEERS CANADA BOARD MEETING**

May 22, 2020 9:00am-4:00pm CT via webinar

<b>The following directors were in attendance</b>	
D. Lynch, President (Chair), APEGA J. Boudreau, President-Elect, APEGNB A. Bergeron, Past-President, PEO K. Baig, OIQ C. Bellini, PEO T. Brookes, NAPEG L. Champagne, OIQ D. Chui, PEO L. Doig, APEGA J. Dunn, Engineers PEI G. Faulkner, APEGA	D. Gelowitz, APEGS S. Gwozdz, OIQ J. Holm, Engineers & Geoscientists BC C. Lamothe, OIQ D. Nedohin-Macek, Engineers Geoscientists MB K. Reid, PEO C. Sadr, PEO J. Tink, APEGA R. Trimble, Engineers Yukon M. Wrinch, Engineers & Geoscientists BC C. Zinck, Engineers Nova Scotia
<b>The following directors sent regrets</b>	
J. Card, PEGNL	
<b>The following advisor was in attendance</b>	
J. Landrigan, Chair, CEO Group	
<b>The following direct reports to the Board were in attendance</b>	
L. Benedicenti, Chair, CEAB R. LeBlanc, Chair, CEQB	G. McDonald, CEO E. Spence, Legal Counsel and Corporate Secretary
<b>The following incoming directors were in attendance</b>	
V. Benz, APEGA N. Hill, PEO S. Jha, NAPEG	T. Joseph, APEGA N. Turgeon, OIQ
<b>The following observers were in attendance</b>	
T. Bradfield, Great-West Life J. Bradshaw, CEO & Registrar, PEGNL R. Crawhall, Executive Director CAE-ACG L. Daborn, CEO, APEGNB C. Dixon, President, Engineers Yukon A. English, CEO & Registrar, Engineers & Geoscientists BC L. Golding, Executive Director & Registrar, NAPEG J. Hazenberg, President, NAPEG D. Iacona, ABET K. King, Executive Director, Engineers Yukon G. Koropatnick, CEO, Engineers Geoscientists MB A. Lockwood, President-Elect, APEGS L. Mah, President, Engineers & Geoscientists BC	M. Milligan, ABET J. Nagendran, Registrar & CEO, APEGA J. Nicell, Chair, EDC J. Paliwal, President, Engineers Geoscientists MB B. Pearse, President-Elect, APEGA S. Perruzza, CEO, OSPE M. Rose, President, APEGNB J. Samaras, Manulife N. Serraglio, Great-West Life M. Sterling, President-Elect, PEO M. Stiles, TD Insurance M. Stohart, Incoming President, APEGNB J. Van der Put, President, APEGA

M. Mahmoud, Vice-Chair, CEQB P. Mann, CEO Engineers Nova Scotia D. Martini, President, NSPE B. McDonald, Executive Director, APEGS	W. Vasquez, President, CFES A. Waldie, CEO Geoscientists Canada R. Wilson, Hub International J. Zuccon, Registrar, PEO
<b>The following staff were in attendance</b>	
A. Gaucher, Executive Assistant S. Francoeur, Director, Human Resources R. Gauthier, Executive Assistant B. Gibson, Manager, Communications E. Guest, Accreditation Program Advisor J. Lamarche, Accreditation Coordinator C. Mash, Governance Administrator E. McParland, Planning, Event, and Change Practitioner	M. Ouellette, Manager, Qualifications Board S. Price, Executive Vice President, Regulatory Affairs L. Scott, Manager, Member Services J. Southwood, VP, Corporate Affairs & Strategic Partnerships J. Taylor, Manager, Public Affairs H. Theelen, Manager, Organizational Excellence M. Warken, Manager, Accreditation Board D. Villeneuve, IT Infrastructure Specialist

## 1. Opening

### 1.1 Call to order and approval of agenda

D. Lynch called the meeting to order at 9:04am (CT). Participants were welcomed and the land was acknowledged. Meeting attendees were introduced.

#### ***Motion 5848***

***Moved by J. Holm, seconded C. Sadr***

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

***Carried***

Participants were reminded of the meeting rules:

- Raise hand to be added to the list of speakers.
- Speak for only two minutes (time projected on the screen).
- Speak a second time only if everyone else has had a chance to speak.
- Not restate or reiterate the same point. New information is suggested if individuals speak again.

D. Lynch shared a safety minute with the Board, discussing this era of working and living from home as a result of COVID-19, where more hours at the computer and less movement are becoming the new normal. Ideas were shared to promote physical and mental health, while balancing productivity.

D. Lynch also presented a diversity moment, addressing mental health needs in a time of social distancing. There has been significant learning about how we need to be responsive to different people's needs for support to avoid burnout, depression, and anxiety since the beginning of the pandemic and suggestions were shared on how to support those around us.

### 1.2 Declaration of conflict of interest

D. Lynch and L. Doig stated a conflict and that they will recuse themselves from the affinity issue discussions.

### 1.3 Review of previous meeting

#### **a) Action item list**

The action list was circulated, no questions were received.

**b) Board attendance list**

The attendance list was circulated, no questions were received. One editorial error was noted, where one meeting was duplicated.

**2. Executive reports**

**2.1 President's report to the Board**

A detailed report was pre-circulated, no questions were received.

**2.2 CEO Update**

G. McDonald provided a verbal update, focusing on the organization's flexible approach to COVID-19. Future meetings are being planned as hybrids, where those who prefer to travel can do so, and those who are not comfortable or able to travel can participate virtually.

**2.3 Q1 Interim performance report to the Board**

The Q1 report was pre-circulated. Visual measurement has been improved using the chevron icons. Most work was reported as "on schedule", with some projects noted as experiencing delays due to COVID-19. The following was captured from the discussion:

- The measurement is perceived as optimistic for some initiatives.
- Reporting could be improved to include what is planned, rather than only what has been achieved.
- Plans to mitigate any disruption should also be included. It was noted that the Governance Committee will be considering key performance indicators in the coming year.
- The Accreditation Improvement Program (AIP) is experiencing delays, and the new accreditation management software (Tandem) will not launch with the fall accreditation visits in 2020. This delay is largely due to challenges with resourcing on the vendor's side, but also recently linked to the COVID-19 situation and the postponement of accreditation visits, which impacts data collection.
- Accountability in Accreditation work was reported as proceeding well, and that the initial delay has been reduced.
- The Qualifications Board noted some delays with diversity and inclusion; a task force has been struck, although workshop meeting plans were delayed due to COVID-19. The group will be building a survey instead, at their virtual meeting in June.
- NAOG is collaborating to develop a shared understanding of entrepreneurship; this topic is no longer being explored by the Qualifications Board.
- The PIEVC program divestment was highlighted, noting the chief architect of the program, D. Lapp's pending retirement at the end of May 2020. D. Lapp's career with Engineers Canada was celebrated and he was thanked for his contributions.

**ACTION: K. Reid to send reporting samples to the three presidents and the 2020-2021 Governance Committee.**

**2.4 Board self-assessment report**

J. Holm presented the pre-circulated report, reflecting the inaugural Board self-assessment. This process and report provide clarity to where continuous improvement efforts should be focused. The following notes were captured during the discussion:

- *Board responsibility 1: Hold itself and its direct reports accountable (BR1)* reflects a low score, mainly due to this being a new initiative with no clear results available yet.

- Detailed feedback provided on *Board responsibility #3: Provide ongoing, appropriate strategic direction (BR3)* should be shared with the Strategic Plan Task Force in case improvements can be made to the ongoing process.
- One member noted that FAR should further consider the following points raised in the report:
  - *Board responsibility #5: Ensure the CEO maintains and acts on a risk management system* - some directors reported that Engineers Canada is not getting the full value of risk management since the last year has been reactionary, and it would be good to better understand why this is an issue.
  - The EDC risk may require more focus, 50% of respondents reported this sentiment.
- The HR Committee will be working on sourcing/developing Board training to fulfill the Governance Committee recommendations, for consideration in the 2021 budget. A focus will be made on flexible training that can be re-visited.
- Communication with regulators was noted as an area that needs to be improved. The governance effectiveness survey, which will measure how the Board is perceived from the outside, will be the correct vehicle for this engagement. This survey is scheduled for circulation later in the year.
- It was suggested that those who did not respond to the survey could be surveyed to find out why they did not respond.

The Governance Committee was commended for their work with the Board self-assessment.

**ACTION: Staff to provide detailed feedback on Board responsibility #3 to the Strategic Plan Task Force.**

#### 2.5 Results of the 2019 employee engagement survey and action plan

The executive report and action plan were pre-circulated. G. McDonald reported that the survey response rate was strong, and although there are areas for improvement, Engineers Canada has realized improvement in several categories. Performance feedback was noted as an area for improvement, which will be addressed in the work done by the working group focusing on performance management.

#### 2.6 CEO Group report to the Board

J. Landrigan shared an update from the CEO Group following their May 20 meeting. Representation was present from all regulators except for OIQ. EDC was invited to attend a portion of the meeting to discuss areas of common interest.

#### 2.7 Presidents Group report to the Board

J. Paliwal provided the update on behalf of the Presidents Group's meeting on May 21. Representation was present from all regulators. The group focused on practice sharing and updating one another on the operations and issues currently underway within the regulators they represent, including continuing professional development, membership categories, funding and resources for national initiatives, council sizes, and nominations for council elections.

The group will be further considering how to manage membership consistency within their meetings. This issue is related specifically to the presidents' terms that turn over annually in most cases. Incoming presidents are being engaged in meetings, where possible, for knowledge continuity.

D. Lynch thanked the presidents for hosting the regulator presentations on May 21.

### 3. Consent agenda

#### 3.1 Approval of minutes

- a) THAT the minutes of the February 26, 2020 Board meeting be approved as presented.
- b) THAT the minutes of the April 8, 2020 Board meeting be approved as presented.

#### 3.2 Appointments to the Accreditation Board

THAT the following appointments to the Accreditation Board be approved:

- Pemberton Cyrus, representative for Atlantic region - July 1st, 2020 to June 30th, 2023 (3rd term renewal)
- Suzanne Kresta, member-at-large - July 1st, 2020 to June 30th, 2023 (2nd term renewal)
- Anne-Marie Laroche, member-at-large - July 1st, 2020 to June 30th, 2023 (2nd term renewal)
- Julius Pataky, member-at-large - July 1st, 2020 to June 30th, 2023 (2nd term renewal)
- Jeff Pieper, member-at-large - July 1st, 2020 to June 30th, 2023 (3rd term renewal)
- Tara Zrymiak, representative for Manitoba/Saskatchewan - July 1st, 2020 to June 30th, 2023 (2nd term renewal)
- Pierre Bourque, member-at-large – July 1st, 2020 to June 30th, 2023 (new member)
- Mrinal Mandal, representative for Alberta / Northwest Territories and Nunavut – July 1st, 2020 to June 30th, 2023 (new member)

#### 3.3 Appointments to the Qualifications Board

THAT the following appointments to the Qualifications Board be approved:

- Roydon Fraser, representative for the Ontario region - July 1, 2020 to June 30, 2023 (3rd term renewal)
- Anil Gupta, representative for Alberta / Northwest Territories and Nunavut - July 1, 2020 to June 30, 2023 (new member)

#### 3.4 National positions statements

3.4.2 THAT the following updated national position statements be approved:

- a) Diversity, equity, and inclusion
- b) National and international labour mobility
- c) Infrastructure on Indigenous reserves and in remote Indigenous communities

#### **Motion 5849**

**Moved T. Brookes, seconded J. Holm**

**THAT the consent agenda items 3.1, 3.2, 3.3 and 3.4.2a), b) and c) be approved.**

**Carried**

#### 3.4 National positions statements

3.4.1 THAT the following new national position statement be approved:

- a) Professional practice in cyber security

This item was identified as requiring further clarity, to include a definition of critical infrastructure.

#### **Motion 5850**

**Moved C. Sadr, seconded L. Doig**

**THAT item 3.4.1a) be deferred to the next meeting.**

**Carried, deferred to October 2, 2020**

#### 4. Board business/required decisions

##### 4.1 Operational imperative 6: Sub-strategy on actively monitoring, researching, and advising on changes and advances that impact the Canadian regulatory environment and the engineering profession

S. Price presented the pre-circulated report, highlighting the three goals recommended to fulfill the sub-strategy. The following was noted during the discussion:

- PEO requested that the student exit survey be re-visited for modification rather than cancellation, since it is the last touch point with students and the information gathered helps the regulators to understand if graduates will be pursuing licensure.
- The Qualifications Board will not be overseeing the emerging areas work. Subject matter experts will be engaged, based on recommendations from regulators and volunteers. The research topics will follow an 18-month cycle. The Board will be notified of the work being completed through the strategic reporting and will also be included on the consultation of each topic (as per step 11).
- The central consultation area on the Engineers Canada password protected website was highlighted and will be communicated through future regulator council volunteer onboarding.
- A central repository would be helpful so that regulators can communicate ongoing research questions as they arise.
- The labour market report is a high cost activity that does not fit within this sub-strategy's budget. Although it was noted that the research supports 30 by 30, monitors the risk of an aging membership, and some regulators have used the report, others specifically do not use it and the regulators have agreed it should be discontinued.
- Global perspective and ideas from outside Engineers Canada will be generated through the semi-annual newsletter that reports on regulatory developments.

##### **Motion 5851**

**Moved C. Bellini, seconded K. Reid**

**THAT the Board approve the proposed sub-strategy for Operational imperative 6, on recommendation of the CEO.**

**Carried**

##### 4.2 Accreditation Board criteria

L. Benedicenti presented the pre-circulated briefing note. Extensive consultation was held to reach this proposed decision and while there were multiple perspectives, most of those engaged in the consultations agreed that the reduction of 100 accreditation units (AUs) would be acceptable. Some suggested a higher reduction; however, the principles used to model the general engineering programs support the recommendation of 1850 AUs as an appropriate minimum. A correction was recorded for the final page of the briefing note, that implementing changes to the published criteria of the CEAB will occur in the fall of 2020 and not 2019, as stated. Higher Education Institutions (HEIs) undergoing accreditation in the Fall of 2020 to the Spring of 2021 will not be affected by this proposed change but are welcome to use the reduced criteria. In the future, the Accreditation Board will be taking a more strategic approach to changes to the criteria.

##### **Motion 5852**

**Moved C. Sadr, seconded D. Gelowitz**

**THAT the Board approve the following change to Criterion 3.4.6:**

**3.4.6 The program must have a minimum of ~~1,950~~ 1,850 Accreditation units that are at a university level. The revised criterion will be effective starting the 2021/2022 accreditation visit cycle.**

**Carried with two-thirds majority**

#### 4.3 Policy manual – updates, rescindments, and approvals

J. Holm presented the policy updates, noting that this effort is ongoing and that the Governance Committee remains open to changes, as required.

The section eight policies were discussed for relevancy; although they provide support for the strategic plan, they may no longer be helpful. It was noted that they are meant to articulate the Board's position to staff and assist in narrowing the scope for operational implementation.

#### **Motion 5853**

**Moved J. Holm, seconded G. Faulkner**

**THAT the Board approve the following revised policies, on recommendation of the Governance Committee:**

- |   |  |
|---|--|
| <b>i. Policy 1.4 Three-year strategic plan</b>                  | <b>xiv. Policy 6.9 Canadian Engineering Accreditation Board</b>          |
| <b>ii. Policy 2 Definitions</b>                                 | <b>xv. Policy 6.10 Canadian Engineering Qualifications Board</b>         |
| <b>iii. Policy 3 Reporting structure</b>                        | <b>xvi. Policy 6.12 Human resources committee terms of reference</b>     |
| <b>iv. Policy 4 Role of the Board preamble</b>                  | <b>xvii. Policy 6.13 President-elect nomination and election process</b> |
| <b>v. Policy 4.2 Director's responsibilities</b>                | <b>xviii. Policy 7.9 Process for in-camera meetings</b>                  |
| <b>vi. Policy 4.3 Code of conduct</b>                           | <b>xix. Policy 8.1 Emerging disciplines policy</b>                       |
| <b>vii. Policy 4.7 Monitoring the CEO</b>                       | <b>xx. Policy 8.2 Diversity and inclusion policy</b>                     |
| <b>viii. Policy 4.8 Board competency profile</b>                | <b>xxi. Policy 9.2 Qualifications Board products</b>                     |
| <b>ix. Policy 4.12 Board assessment process</b>                 | <b>xxii. Policy 9.3 National position statements</b>                     |
| <b>x. Policy 4.13 Board director assessment</b>                 |  |
| <b>xi. Policy 5.4 Communication and support to the Board</b>    |  |
| <b>xii. Policy 6.1 Board committees and task forces</b>         |  |
| <b>xiii. Policy 6.8 Governance committee terms of reference</b> |  |

**Carried with two-thirds majority**

#### 4.4 Governance Committee report on Board size

J. Holm presented the pre-circulated report, noting that consensus was not had at the Governance Committee level with the proposed approach. This report was generated following a request from the Members and a directive from the Board at its October 2019 meeting. It was clarified that the intent of the first motion, that is, to report out to the Members, is to provide a response and to close the loop, ensuring they are aware that the Board has done the requested diligence and examined this issue in full.

#### **Motion 5854**

**Moved J. Holmes, seconded C. Zinck**

**THAT the Board report out to the Members for their consideration.**

**Carried**

#### **Motion 5855**

**Moved J. Holm, seconded L. Doig**

**THAT the Board recommends the plan to reduce the size of the Board through attrition to the Members.**

**Defeated**

## **7. Elections and appointments**

Due to time constraints, the Board agreed to move directly into elections, in advance of the reports.

### 7.1 Election of the president-elect

A. Bergeron presented the new election process, designed for the electronic meeting. J. Paliwal was not able to attend this portion of the meeting. Marlo Rose agreed to assume the role of scrutineer, and the Board agreed to amend the motion for scrutineers with the highlighted text below.

#### **Motion 5856**

**Moved T. Brookes, seconded C. Sadr**

**THAT the Board appoint Gerard McDonald, Engineers Canada CEO, and ~~Jitendra Paliwal, President, Engineers Geoscientists Manitoba~~ Marlo Rose, President, APEGNB, as scrutineers for the 2020 president-elect election.**

**Carried, as amended**

D. Chui and J. Holm each addressed the directors for five minutes before the vote commenced. Following the Simply Voting electronic vote results, A. Bergeron declared D. Chui as president-elect.

### 7.2 Appointment of the Human Resources Committee

It was noted that in addition to the HR Committee members listed in the motion below, A. English was selected as the member representing the CEO Group; this individual is selected by the CEO Group and not approved by the Board.

#### **Motion 5857**

**Moved M. Wrinch, seconded J. Dunn**

**THAT the Board appoint the following directors to the 2020-2021 Human Resources Committee on recommendation of the 2019-2020 Human Resources Committee:**

**a) Past-president David Lynch**

**b) President Jean Boudreau**

**c) President-Elect Danny Chui**

**d) Dawn Nedohin-Macek**

**e) Kelly Reid**

**Carried**

## **6. Annual updates from stakeholders**

The stakeholders were invited to provide their annual updates in advance of the Board reports.

### 6.1 Engineering Deans Canada (EDC)

J. Nicell, Chair of the EDC was invited to provide an update and noted appreciation for the accreditation unit decision and the opportunity to address the CEO Group on May 20. The EDC slides were presented and shared in advance of the meeting, posted to the Engineers Canada website.

### 6.2 Canadian Federation of Engineers Students (CFES)

W. Vasquez, President of CFES, provided an update on their work. The slides as presented were made available on the Engineers Canada website.

## **5. Reports to the Board**

Board committees provided year-end updates, with supporting slide presentations available on the Engineers Canada website.



### 5.1 Accreditation Board update

L. Benedicenti reported on behalf of the Accreditation Board and thanked the Board for their support over his term. No questions were received, and L. Benedicenti was thanked for his leadership during a very complex year.

### 5.2 Qualifications Board update

R. Leblanc reported on behalf of the Qualifications Board. It was noted that with the change from “white paper” to “Engineers Canada paper,” existing papers will be adjusted. R. Leblanc was thanked for his leadership contributions.

### 5.3 Update from the FAR Committee

L. Doig presented the annual reporting on behalf of the inaugural FAR Committee and thanked everyone for their involvement and support. No questions were received.

### 5.4 Risk register

L. Doig presented the risk register, noting that FAR is continuing their work to expand on the new strategic risks, and these efforts will resume with the 2020-2021 committee. A request was made for background on the graduate attributes regarding risk 26. The FAR Committee was commended for their efforts with the new strategic risks and L. Doig was thanked for her leadership.

### 5.5 Update from the Governance Committee

J. Holm presented the annual reporting, noting that much has been accomplished and recommendations have been made for the 2020-2021 committee’s workplan. No questions were received, and J. Holm was thanked for his leadership over the year.

### 5.6 Update from the HR Committee

D. Lynch presented the annual reporting, noting that some items have been transferred to the Governance Committee due to better mandate alignment. No questions were received, and the committee members and staff were thanked for their efforts.

### 5.7 Update from the Strategic Plan Task Force

J. Boudreau provided the update. A survey has been circulated to regulators concerning the impact of COVID-19 and the results will be incorporated into the environmental scan. The task force is planning the strategic workshop and will be providing an update at the June 15 Board meeting. Staff were commended for their efforts.

### 5.8 Update from the Board’s 30 by 30 Champion

S. Gwozdz provided the update. No questions were received and S. Gwozdz was commended for her leadership in the role.

### 5.9 Annual list of partnership organizations

G. McDonald presented this report, which is generated as a result of the strategic plan.

## **6. Other business**

D. Lynch recognized and thanked the outgoing directors for their service to Engineers Canada.

## 7. Next meetings

The next meetings of the Engineers Canada Board are scheduled as follows:

- June 15-16, 2020 (Virtual)
- October 1-2, 2020 (Gatineau-Ottawa, QC-ON)
- December 7, 2020 (Ottawa, ON)
- February 22-24, 2021 (Ottawa, ON)
- May 26-29, 2021 (Halifax, NS)

## 8. In-camera sessions

An amendment was made to include the incoming Board directors in each session, as highlighted below.

### **Motion 5858**

**Moved J. Holm, seconded R. Trimble**

**THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board directors, incoming Board directors, the Engineers Canada CEO, the chairs of the CEAB and CEQB, the CEO Group Advisor to the Board, the Secretary and the Governance Administrator.**

**Carried, as amended**

At the conclusion of the in-camera session, D. Lynch and L. Doig, having declared a conflict under agenda item 1.2, left the meeting before the next in-camera session discussions began.

### **Motion 5859**

**Moved M. Wrinch seconded D. Gelowitz**

**THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board directors, incoming Board directors, the Engineers Canada CEO, the CEO Group advisor to the Board, the manager of member services, the vice president of corporate affairs and strategic partnerships, the secretary, the governance administrator and external counsel.**

**Carried, as amended**

D. Lynch and L. Doig were notified at the conclusion of the in-camera session and were invited to re-join the meeting for the subsequent in-camera sessions.

### **Motion 5860**

**Moved J. Holm, seconded M. Wrinch**

**THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board directors, incoming Board directors, and the Engineers Canada CEO.**

**Carried, as amended**

### **Motion 5861**

**Moved T. Brookes, seconded C. Sadr**

**THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board directors and the incoming Board directors.**

**Carried, as amended**

## **9. Closing**

With no further business to address, the meeting closed.

*Minutes prepared by C. Mash for:*

David T. Lynch, PhD, P.Eng., FEC, President

Evelyn Spence, LL.B., CIC.C, Corporate Secretary