

EXECUTIVE COMMITTEE TELECONFERENCE/WEBINAR

Monday, March 26, 2018, 1:45 – 2:45 ET

<https://attendee.gotowebinar.com/register/888300230631859714>

APPROVED MINUTES

Committee Members			
R. Kinghorn, Chair – Present	A. Bergeron – Present	C. Roney – Present	S. Devereaux – Present
D. Gelowitz – Present	Z. Ghavitian – Absent	C. Parenteau – Present	
Advisors			
A. English – Present			
Staff			
G. McDonald – Present	S. Price - Present	H. Anderson - Present	

1.	<p>The chair called the meeting to order at 2:08 pm.</p> <p>Moved by C. Roney, seconded by D. Gelowitz that the agenda be approved and the President be authorized to modify the order of discussion.</p> <p>CARRIED</p>
2.	<p>Approval of Minutes of January 24, 2018</p> <p>Moved by S. Devereaux, seconded by C. Roney that the minutes of the January 24, 2018 Executive Committee meeting be approved.</p> <p>CARRIED</p>
3.	<p>April 9, 2018 Board meeting agenda</p> <ul style="list-style-type: none"> • Item 3 Financial Statements to be led by T. Brookes instead of R. Kinghorn. • Board Policy Manual – Some additional policies have been added but this is essentially the same document as presented in February with corrections made. • Plans to Reduce Board Size – The board needs to agree upon this item to allow for presentation at the Annual Meeting of Members. It was agreed that the motion should read: “THAT the Board submit the attached plans giving two options to significantly reduce Board size by May 2020 to the Members.” This will also be changed in the proposed action. No background information will be submitted along with the plans as there is insufficient time to prepare a report. A transition plan along with the number of directors needed to staff committees were considered in creating the two proposed options.

	<ul style="list-style-type: none"> • Term Limits for Directors – This has been discussed and agreed to among the Board members and regulators. Any current members whose term has run over the proposed six-year limit would likely be grandfathered in to allow them to finish out their final term; the new guidelines will apply to new members.
<p>4.</p>	<p>GSPC Responsibilities</p> <ul style="list-style-type: none"> a) Competency profiles and assessment methods for Directors and committee chairs b) Competency profiles, performance measurement and assessment methods for the CEO and chairs of the CEAB and CEQB <ul style="list-style-type: none"> • Research has been done to see what is being done among regulators as well as similar organizations. We need to decide on how to do this and what to do with the results. All directors should be consulted on for this work and perhaps involved. It was suggested that we discuss the issue at May 2nd workshop to suggest profiles, the assessment method outline, and how to build upon both. • Do we conduct individual or full Board assessments? Based on the Board Responsibilities policy it should be for individuals, one should be done for the Board as a whole, plus CEAB and CEQB chairs. • For individual assessments we will seek peer and regulator input. This would lead to constructive feedback but not punitive actions. The review process is to be decided by the Executive Committee. The process gives regulators a chance to see how their directors are doing. No self-assessment would be done aside from indicating skills. • Overall, this is a tool to enable continuous improvement and will need specific parameters for measurement. • It was proposed that we start with Individual Assessments. S. Price has enough information on hand to determine what to measure. She will summarize the suggestions and will circulate this information to the committee. • Full Board assessment: the committee agreed to work on this topic next • CEAB/CEQB chairs – It was suggested that we delay this for now until the Board assessment process is in place. <p>At 2:45 R. Kinghorn requested that A. Bergeron chair the remainder of the meeting as he had to leave.</p>
<p>5.</p>	<p>Other Business:</p> <ul style="list-style-type: none"> • S. Price asked if we should invite the CEAB and CEQB chairs to the two upcoming workshops (May and June). It was agreed that they should participate as resources in order to provide direction. • Timeline for Board preparation – we are looking at this with staff. Currently we need the agenda to be drafted two months in advance of the meeting date to allow for translation. This means the Board is not looking at fresh issues. • May 2 Workshop details are forthcoming. • April 19 versus 23 for next Executive Committee meeting. We will reconfirm the date and time with a Doodle poll. The purpose of this meeting is to review the agenda for the May 25, 2018 Board meeting.

6.	The meeting was closed at 2:51.
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