



Minutes

The 518th MEETING of the COUNCIL of PROFESSIONAL ENGINEERS ONTARIO (PEO) was held at the Westin Harbour Castle, Toronto, Ontario on Saturday, April 21, 2018 at 3:00 p.m.

- Present:
- D. Brown, P.Eng., President and Council Chair
 - B. Dony, P.Eng., Past President [minutes 11980 to 11985 only]
 - N. Hill, P.Eng., President-elect
 - M. Sterling, P.Eng., Vice-President (Elected)
 - K. Reid, P.Eng., Councillor at Large
 - I. Bhatia, P.Eng., Eastern Regional Councillor
 - G. Boone, P.Eng., Eastern Regional Councillor
 - M. Chan, P.Eng., Lieutenant Governor-In-Council Appointee
 - T. Chong, P.Eng., East Central Regional Councillor
 - L. Cutler, P.Eng., Councillor at Large
 - R. A. Fraser, P.Eng., Councillor at Large
 - L. Hidalgo, P.Eng., Western Regional Councillor
 - Q. C. Jackson, Barrister & Solicitor, Lieutenant Governor-In-Council Appointee [minutes 11980 to 11987 only]
 - L. Lederman, Q.C., Lieutenant Governor-In-Council Appointee
 - L. MacCumber, P.Eng., West Central Regional Councillor
 - T. Olukiyesi, P.Eng., Lieutenant Governor-In-Council Appointee
 - S. Robert, P.Eng., Northern Regional Councillor
 - N. Rush, C.E.T., Lieutenant Governor-In-Council Appointee
 - M. Spink, P.Eng., Lieutenant Governor-In-Council Appointee
 - R. Subramanian, P.Eng., Northern Regional Councillor [minutes 11980 to 11987 only]
 - K. Torabi, P.Eng., East Central Regional Councillor
 - W. Turnbull, P.Eng., Western Regional Councillor
 - G. P. Wowchuk, P.Eng., Councillor at Large
- Regrets:
- G. Houghton, P.Eng., Western Regional Councillor
 - T. Kirkby, P.Eng., Lieutenant Governor-In-Council Appointee
- Staff:
- J. Zuccon, P.Eng., Interim Registrar
 - C. Mehta, Director, Finance
 - L. Latham, P.Eng., Deputy Registrar, Regulatory Compliance
 - D. Smith, Director, Communications
 - M. Wehrle, Director, Information Technology
 - B. Ennis, P.Eng., Director, Policy and Professional Affairs
 - R. Martin, Manager, Secretariat
 - D. Power, Secretariat Administrator

CALL TO ORDER

Notice having been given and a quorum being present, President Brown called the meeting to order.

**11980
APPROVAL OF AGENDA**

Moved by Councillor Hidalgo, seconded by Councillor Turnbull:

That:

- a) the agenda, as presented to the meeting at C-518-1.1, Appendix A be approved; and**
- b) The Chair be authorized to suspend the regular order of business.**

CARRIED

**11981
SPECIAL RULES OF ORDER**

Section 25(1) of By-Law No. 1 requires that all meetings of the association are to be governed by *Wainberg's Rules of Order*. These rules may be amended by passing *Special Rules of Order*, which supersede *Wainberg's*, and which remain in effect only until the close of business at the next Annual General Meeting.

Adopting *Special Rules* provides guidance on how to deal with certain situations that arise in meetings where PEO convention varies from the rules contained in its parliamentary authority, *Wainberg's Rules of Order*, or on which *Wainberg's* is silent.

Adopting *Special Rules* also provides consistency on how such matters may be handled at all meetings of the association.

Section 25(3) of By-Law No. 1 requires that, at the first meeting of Council following the Annual General Meeting, all *Special Rules*, which were in force immediately before the close of business at the Annual General Meeting, are to be presented to Council for adoption and/or amendment, if it so wishes.

Moved by Councillor Subramanian, seconded by Councillor Chong:

That the Special Rules of Order, as presented to the meeting at C-518-2, Appendix A, be approved effective immediately and to remain in effect until the close of business at the 2019 Annual General Meeting.

Moved by Councillor Reid, seconded by Councillor Fraser:

That the main motion be amended to read:

That the Special Rules of Order, as presented to the meeting at C-518-2, Appendix A, be approved effective immediately and to remain in effect until the close of business at the 2019 Annual General Meeting as amended by adding item 6. Approving Large Value Motions – A two thirds majority vote is required to pass a

motion that exceeds \$300,000 expenditure in a calendar year beyond the approved capital and operating budgets and 7. PEO Council Actions Table – Outstanding motions and action items that are raised at PEO Council sessions shall be added to an Action Table. To add action to the table, a member of the Council is required to indicate it should be an action.

Moved by Vice-President Sterling, seconded by Councillor Hidalgo:

That proposed Special Rule “6. Approving Large Value Motions” be tabled to the June 21-22, 2018 Council meeting.

CARRIED

Council then voted on the main motion as amended.

That the Special Rules of Order, as presented to the meeting at C-518-2, Appendix A, be approved effective immediately and to remain in effect until the close of business at the 2019 Annual General Meeting be approved as amended by adding item 7. PEO Council Actions Table – Outstanding motions and action items that are raised at PEO Council sessions shall be added to an Action Table. To add an action to the table, a member of the Council is required to indicate it should be an action.

CARRIED

[Secretariat Note: The above motions required a two-thirds majority of votes cast to carry].

**11982
APPOINTMENT OF COUNCIL MEETING
CHAIR**

President Brown passed the gavel to Past President Dony.

The Chair stated that, at its February 2011 meeting, Council approved a process for selecting a Council Meeting Chair that requires Council to annually appoint its Meeting Chair at the first Council meeting following the Annual General Meeting.

The Chair advised that President Brown had indicated his willingness to serve as Council Meeting Chair and asked for further nominations. None being received, he declared nominations closed.

Moved by Councillor Reid, seconded by Councillor Turnbull:

That Council approve the acclaimed appointment of President Dave Brown, P.Eng. as Council Meeting Chair for the 2018-2019 Council year or until his successor is appointed.

CARRIED

Past President Dony returned the gavel to President Brown as newly elected Council Meeting Chair.

**11983
APPOINTMENT OF REGIONAL
COUNCILLORS COMMITTEE CHAIR**

The Chair stated that Council was being asked to approve the Chair of the Regional Councillors Committee (RCC) for the ensuing Council year in accordance with the Committees and Task Forces Policy.

Moved by Councillor Turnbull, seconded by Councillor Reid:

That Councillor Warren Turnbull, P.Eng., be appointed as Chair of the Regional Councillors Committee, effective immediately and to hold office until the close of business at the 2019 Annual General meeting.

CARRIED

**11984
APPOINTMENT OF VICE PRESIDENT**

The Chair stated that Section 3(1)2 of Regulation 941 under the *Professional Engineers Act* requires that Council appoint a Vice President from among its Councillors who are members of the Association at a meeting to be held after the close of business and on the day of the Annual Meeting of members or within thirty days thereafter. Non-member Lieutenant Governor-in-Council appointees are ineligible from serving as Vice President under this Regulation.

The Chair announced the names of Councillors who had indicated their willingness to serve as Vice President and asked for further nominations. There being none, he declared the nominations closed.

In keeping with the procedures for appointing Councillors to board positions, the Chair advised that voting would be by electronic vote in accordance with Special Rule #4.

Each candidate consented to serving and was invited to address the meeting.

An electronic vote was then conducted to select the Vice President.

Moved by Councillor Chong, seconded by Councillor Fraser:

That Council accept the result of the electronic vote for the Vice-President and approve the appointment of Councillor Kelly Reid, P.Eng., as Vice President (appointed) for the 2018-2019 Council year.

CARRIED

**11985
APPOINTMENT OF COUNCILLORS TO
EXECUTIVE COMMITTEE**

Section 28.(1)(e) of Regulation 941 under the Professional Engineers Act requires that Council appoint one or more other members of Council, in addition to the president, president-elect, immediate past president and the two vice presidents, to serve on the Executive Committee.

Section 28.(1.1) of Regulation 941 requires that at least one member appointed by the Lieutenant Governor be appointed to the Executive Committee.

Appointments are to be made in accordance with the process approved by Council at its September 2016 meeting for Board Committee appointments and the Special Rules. The Human Resources Committee met on April 4, 2018 and did not make recommendations for positions on the Executive Committee in order to provide Council the opportunity to make a full decision.

The Chair announced the names of Councillors who had indicated their willingness to serve on the Executive Committee and asked for further nominations. When the final list of nominations had been determined, he declared the nominations closed.

In keeping with the procedures for appointing Councillors to Board positions, the Chair advised that voting would be by electronic vote in accordance with Special Rule #4.

Each candidate consented to serving and was invited to address the meeting.

Moved by Councillor Lederman, seconded by Councillor Robert:

That Council appoint LGA Councillor Michael Chan, P.Eng., to the Executive Committee for the 2018-2019 Council year.

CARRIED

Moved by Councillor Turnbull, seconded by Councillor Hidalgo:

That Council appoint one other Councillor to the Executive Committee for the 2018-2019 Council year.

CARRIED

Councillor Lederman withdrew his name as a candidate for the one other Councillor position to the Executive Committee. The remaining candidates addressed the meeting.

Moved by Councillor Lederman, seconded by Councillor Hidalgo:

That one additional Council member, Councillor Ishwar Bhatia, P.Eng., be appointed as a member of the Executive Committee for the 2018-2019 Council year.

CARRIED

**11986
APPOINTMENT TO HUMAN RESOURCES**

The Chair announced the names of Councillors who had indicated their willingness to serve on the Human Resources Committee and

COMMITTEE

asked for further nominations. Councillor MacCumber and Vice-President Reid withdrew their name from the list of candidates. When the final list of nominations had been determined, he declared the nominations closed.

In keeping with the procedures for appointing Councillors to the Human Resources Committee, the Chair advised that voting would be by electronic vote in accordance with Special Rule #4.

Each candidate consented to serving and was invited to address the meeting.

An electronic vote was then conducted to select the two members of the Human Resources Committee for the 2018-2019 Council year.

Moved by Vice-President Reid, seconded by Councillor Turnbull:

That Councillors Qadira Jackson, LL.B. and Marilyn Spink, P.Eng., be appointed as members to the Human Resources Committee for the 2018-2019 Council year.

CARRIED

11987 APPOINTMENT TO BOARD COMMITTEES

Annually, Council appoints the requisite number of Councillors to Board Committees and representatives to the OSPE-PEO Joint Relations Committee.

Appointments are to be made in accordance with the process approved by Council at its September 2016 meeting for Board Committee appointments and the Special Rules. The Human Resources Committee met on April 4, 2018 and made its recommendations which were provided to Council. In determining its recommendations, the Human Resources Committee (HRC) reviewed the submitted board committee preferences of Councillors, their respective backgrounds, the need to balance committee continuity with succession planning, Councillor workloads, Councillor involvement with other committees and external appointments as well as committee terms of reference.

Councillor Cutler referred to the HRC's' recommendation that he serve on the Audit Committee. He indicated that his first choice was the Finance Committee and that this was his preference. During the course of discussion, Councillor Hidalgo volunteered to relinquish her position on the Finance Committee as recommended by the HRC in order to allow Councillor Cutler to serve on that committee. She indicated her willingness to serve on the Audit Committee.

Moved by Councillor Subramanian, seconded by Councillor

Olukiyesi:

That, as recommended by the Human Resources Committee, the Audit Committee be composed of five Council members and that Councillors Ishwar Bhatia, P.Eng., Thomas Chong, P.Eng., Guy Boone, P.Eng., and Lola Hidalgo, P.Eng., be appointed as members to the Audit Committee for the 2018-2019 Council year.

CARRIED

Moved by Councillor Robert, seconded by Councillor Turnbull:

That, as recommended by the Human Resources Committee, Councillors Michael Chan, P.Eng., Lorne Cutler, P.Eng., Tim Kirkby, P.Eng., and Kelly Reid, P.Eng., be appointed as members to the Finance Committee for the 2018-2019 Council year.

CARRIED

Councillor Jackson withdrew her name from the HRC recommended list to serve on the Legislation Committee. Councillor Torabi withdrew his name from the list of candidates. Councillor Chong consented to having his name stand as a candidate.

Moved by Councillor Chan, seconded by Councillor Hidalgo:

That, as recommended by the Human Resources Committee, Councillors Thomas Chong, P.Eng., Lola Hidalgo, P.Eng., Gary Houghton, P.Eng., Lisa MacCumber, P.Eng., and Gregory Wowchuk, P.Eng., be appointed as members to the Legislation Committee for the 2018-2019 Council year.

CARRIED

Moved by Councillor Robert, seconded by Councillor Turnbull:

That, as recommended by the Human Resources Committee, Councillor Roydon Fraser, P.Eng., and Vice-President Marisa Sterling, P.Eng., be appointed as members to the OSPE-PEO Joint Relations Committee for the 2018-2019 Council year.

CARRIED

Moved by Councillor Turnbull, seconded by Councillor Spink:

That Council move in-camera.

CARRIED

**11988
IN-CAMERA SESSION**

While in-camera, Council:

- a) Approved the 2018 Ontario Professional Engineers Award Nominees
- b) Moved the appointment of the Complaints Review Councillor

into open session

**11989
REQUEST FROM THE CANADIAN
ENGINEERING ACCREDITATION BOARD
(CEAB) NOMINATING COMMITTEE**

At the request of the Canadian Engineering Accreditation Board (CEAB) Nominating Committee, PEO confirms that:

- Dr. Robert Dony, P.Eng. is a member in good standing with the Association.
- The Association has no objection to the appointment of Dr. Robert Dony, P.Eng. as Vice Chair of the Canadian Engineering Accreditation Board (CEAB) for a one-year term, in accordance with the CEAB Terms of Reference, Section 5.10.

The Board, based on recommendations from the AB Nominating Committee, appoints the chair and the vice-chair, both for a period of one year. The chair automatically becomes past-chair following the completion of their term. The terms of office may be extended to a maximum of two years. Appointments are effective July 1 of the year of appointment. The vice-chair is normally appointed chair following his or her term as vice-chair.

The recommendation from the CEAB Nominating Committee will be made to the Board on May 25, 2018 that Dr. Robert Dony be appointed as vice-chair. The recommendation from the Nominating Committee includes confirmation that the regulator has no objection to the appointment. Therefore, the Nominating Committee has requested a response from PEO confirming no objections to Dr. Robert Dony, P.Eng. being appointed as CEAB Vice Chair.

Councillor Lederman advised that he would like an information session explaining accreditation and suggested that this would be a good topic for an upcoming plenary session. This will be added to the action list.

**11990
COUNCILLOR ITEMS**

a) Action List

Responding to a query, President Brown explained that the action list is a document owned by Council and would be similar to a committee action list. He advised that he would like to bring a draft to the June Council meeting.

Vice-President Reid suggested that the action list be included in each Council agenda package and that it include action owners and timelines for completion. Councillor Olukiyesi suggested that in addition to tabled items, that a list of ideas be included in the action list as well.

President Brown noted that the action list could also be sent out

with the Disposition of Motions.

b) Revisit Chapter Funding

Councillor Bhatia advised that the RCC will be requesting that Council revisit Chapter funding at the June Council meeting in an attempt to rebalance some of the Chapters inequities.

c) Suggested Issues For Council Consideration

Councillor Fraser suggested that the following issues be considered by Council in the coming year:

- Relevancy
- Value-added
- Communication
- Entrepreneurs
- Globalization
- Whistle Blowing
- Natural Scientists
- Privacy/Security
- Artificial Intelligence/Internet of Things/Autonomous Vehicles

**11991
COMPLAINTS REVIEW COUNCILLOR
APPOINTMENT**

This item was moved from the in-camera session to open session.

Moved by Councillor Fraser, seconded by Councillor Wowchuk:

That Council moves the following in-camera motion appointing Qadira Jackson to the position of Complaints Review Councillor into open session, *“That Qadira Jackson be appointed Complaints Review Councillor on condition of her resignation from the Discipline Committee.”*

CARRIED

There being no further business, the meeting concluded.

These minutes consist of nine pages and minutes 11980 to 11991 inclusive.

D. Brown, P.Eng., Chair

R. Martin, Manager, Secretariat