



# Minutes

**The 531<sup>st</sup> MEETING of the COUNCIL of PROFESSIONAL ENGINEERS ONTARIO (PEO) was held at PEO Offices, 40 Sheppard Avenue West, Toronto, Ontario on Friday, February 7, 2020 at 9:00 a.m.**

- Present:
- N. Hill, P.Eng., President and Council Chair
  - D. Brown, P.Eng., Past President
  - M. Sterling, P.Eng., President-elect
  - C. Bellini, P.Eng., Vice-President (Elected)
  - T. Olukiyesi, P.Eng., Vice-President (Appointed) - via teleconference
  - A. Arenja, P.Eng., Lieutenant Governor-In-Council Appointee
  - S. Ausma, P.Eng., Councillor at Large
  - G. Boone, P.Eng., Eastern Regional Councillor
  - R.A.H. Brunet, P.Eng., Lieutenant Governor-In-Council Appointee
  - L. Cutler, P.Eng., Lieutenant Governor-In-Council Appointee
  - G. Houghton, P.Eng., Western Regional Councillor - via teleconference [minutes 12212 to 12220 only]
  - Q. C. Jackson, Barrister & Solicitor, Lieutenant Governor-In-Council Appointee
  - W. Kershaw, P.Eng., Western Regional Councillor
  - L. MacCumber, P.Eng., West Central Regional Councillor
  - L. Notash, P.Eng., Councillor at Large
  - A. Sinclair, P.Eng., East Central Regional Councillor
  - M. Spink, P.Eng., Lieutenant Governor-In-Council Appointee
  - K. Torabi, P.Eng., East Central Regional Councillor – [minutes 12212 to 12219 only]
  - W. Turnbull, P.Eng., Western Regional Councillor - via teleconference [recused for minute 12227 h]
  - R. Walker, P.Eng., Eastern Regional Councillor
  - G. P. Wowchuk, P.Eng., Councillor at Large – [minutes 12212 to 12220 only]
- Regrets:
- S. Robert, P.Eng., Northern Regional Councillor
  - N. Rush, C.E.T., Lieutenant Governor-In-Council Appointee
  - R. Subramanian, P.Eng., Northern Regional Councillor
  - S. Sung, Lieutenant Governor-In-Council Appointee
- Staff:
- J. Zuccon, P.Eng., CEO/Registrar
  - L. Latham, P.Eng., Deputy Registrar, Regulatory Compliance
  - D. Smith, Director, Communications
  - M. Wehrle, Director, Information Technology
  - D. Abrahams, General Counsel
  - B. Ennis, P.Eng., Director, Policy and Professional Affairs [plenary only]
  - C. Mehta, Director, Finance
  - J. Chau, P.Eng., Manager, Government Liaison Programs
  - F. Georgis, P.Eng., Manager, Registration
  - J. Max, Manager, Policy
  - C. Knox, P.Eng., Manager, Enforcement, Regulatory Compliance
  - K. Slack, P.Eng., Manager, Complaints and Investigations
  - R. Martin, Manager, Secretariat
  - D. Power, Secretariat Administrator

E. Chor, Research Analyst, Secretariat  
B. St. Jean, Senior Executive Assistant

Guests:

- A. Bergeron, PEO Director, Engineers Canada [minutes 12212 to 12220 only]
- P. Ballantyne, Chair, Succession Planning Task Force [minutes 12212 to 12220 only]
- D. L. Brown, Governance Solutions Inc.
- D. A. H. Brown, Governance Solutions Inc. [plenary only]
- H. Brown, Brown & Cohen [minutes 12212 to 12220 only]
- D. Chui, P.Eng., PEO Director, Engineers Canada [minutes 12212 to 12220 only]
- L. Lukinuk, Governance Solutions Inc.
- B. Matthews, P.Eng., CEO, Consulting Engineers of Ontario [minutes 12212 to 12220 only]
- S. Perruzza, P.Eng., CEO, Ontario Society of Professional Engineers [minutes 12212 to 12220 only]
- K. Reid, P.Eng., PEO Director, Engineers Canada – via teleconference [minutes 12212 to 12220 only]
- C. Sadr, P. Eng., PEO Director, Engineers Canada [minutes 12212 to 12220 only]
- T. Tariq, Office of the Fairness Commissioner [minutes 12212 to 12220 only]

On Thursday evening, Council received a presentation from David Brown, Governance Solutions Inc.

Council convened at 9:00 a.m. on Friday, February 7, 2020.

**CALL TO ORDER**

Notice having been given and a quorum being present, the Chair called the meeting to order at 9:00 a.m. She welcomed Robert Brunet, newly appointed Lieutenant Governor-In-Council Appointee, and invited him to provide some words of introduction about himself.

**12212  
APPROVAL OF AGENDA**

Moved by Councillor Ausma, seconded by Councillor Notash:

**That:  
the agenda, as presented to the meeting at C-531-1.1, Appendix A be approved as presented; and**

**The Chair be authorized to suspend the regular order of business.**

**CARRIED**

**12213  
CONFLICTS OF INTEREST**

The Chair asked if there were any conflicts of interest to declare. There were none. It was requested that, in future, Conflicts of Interest also be included as an agenda item for the in-camera session.

**12214  
AMENDMENT TO SEPTEMBER 2019  
MINUTES**

In reviewing the minutes of the September 2019 Council meeting, Councillor Torabi felt that the section of the minutes related to item 2.15 Membership Referendum on PEAK did not capture discussion held by Council.

Councillor Torabi, with the assistance of staff, developed an amendment to the September 2019 minutes.

Moved by Councillor Torabi, seconded by Councillor Notash:

***“That the September 2019 Council meeting minutes regarding item 2.15 Membership Referendum on PEAK be amended to read;***

***Following the introduction of the motion for a membership referendum on the PEAK program, Past President Brown objected to Council considering the motion reasoning it was premature to discuss the motion in light of the pending work to be done related to the results of PEO's external regulatory performance review. The Chair put the question “that Council shall consider discussing the motion on holding a membership referendum on the PEAK program.***

***DEFEATED”***

**CARRIED**

**12215  
PRESIDENT’S REPORT**

President Hill provided an update on her recent activities advising that she attended Engineers PEI Annual General Meeting on November 29, 2019. There was an awards ceremony which included a number of high school students who had gone through the 30 by 30 program offered through the University of PEI.

President Hill was a guest panelist, coordinated through Howard Brown, on TVO’s The Agenda with Steve Paikin, to discuss where things are now with women and engineering. This was aired December 5, 2019 – 30 years after the Montreal Massacre at École Polytechnique.

President Hill also recently attended an ethics lecture at the University of Toronto which was very interesting. Two other Councillors attended, either in person or online, and the lecture was fully subscribed so there is a lot of interest in ethics in the engineering realm.

**12216  
CEO/REGISTRAR’S REPORT**

CEO/Registrar Zuccon provided highlights on the various activities taking place throughout the organization. His report covered operational review/action plan (including the activity filter), organizational review, governance and a high level overview of operations. He advised that this report would be included in all Council agenda packages going forward. He asked for feedback as to what information is useful to Council in its oversight role. CEO/Registrar Zuccon responded to questions.

**12217  
ACTIVITY FILTER APPLICATION**

D. Abrahams, General Counsel, presented a progress report on the Activity Filter for Council’s information. He first reintroduced the filter, which was approved by Council in November. He then explained how the filter had been applied. Staff advisors had identified activities and associated outputs from terms of reference and workplans of approximately 35 committees, chapters, subcommittees and working groups. Each activity was reviewed for its legal basis, whether required or permitted by the PEA, the Regulation, or some other legal authority.

Each activity output was then assessed through the tool to determine:

- Is it regulatory (that is, related either (a) to core regulatory activities involving standards, licensing, compliance, complaints, discipline or enforcement, or more generally to the service and protection of the public interest as it pertains to the engineering profession; or (b) to the development of regulatory policy in those areas)?
- Is it related to governance (as in Board governance)?
- Is it neither? – if an activity or output is classified as “neither” that is just a classification – it does not mean that the activity should or should not continue.

D. Abrahams advised that the terms of reference and workplans for approximately 35 committees, task forces and working groups were reviewed. Chapters were dealt with as a group in order to avoid duplication. Subcommittee activities were included if distinct from those of the main committee.

Initially, staff identified approximately 140 potential activities. Some activities, however, lacked discernible outputs. Moreover, similar activities were combined to avoid duplication. In the end 93 activities and outputs appear in the progress report.

The following observations were noted:

- Core regulatory activities (20 activities) are a mix of required and permitted, pursuant to the legislative scheme.
- Numerous committees contribute to the development of regulatory policy (20 activities). Some of these committees are statutory. Others were created by Council.
- Governance activities (18 activities) are scattered amongst a few committees.
- The “neither” group (35 activities) is large and diverse.

The next steps in the application of the filter are evaluation, accountability and reporting. Over the next several months recommendations will be developed for the assignment of responsibility for outputs to either Council or the CEO/Registrar. For activities that clearly fall within the CEO/Registrar’s domain, staff will develop appropriate metrics for reporting to Council. For activities and outputs that do not fall within the CEO/Registrar’s domain, staff will begin to develop options for Council to consider.

The Chair thanked those involved for the work that has been done so far on this initiative.

Council then asked questions and commented on the progress report, for future follow-up as appropriate.

At the 528<sup>th</sup> Council Meeting held on June 21, 2019, all Councillors present agreed by a show of hands to pursue the White Paper on the

**12218  
LAND ACKNOWLEDGEMENT**

need for a PEO policy on Indigenous land acknowledgement, submitted by President-Elect Hill, Elected Vice President Sterling and Northern Regional Councillor Subramanian.

Council was provided an information update at the November 2019 Council Meeting.

Following completion of policy development work, Council was asked to consider the “Land Acknowledgement Policy” document for approval.

Land acknowledgements were one of the recommendations of the Truth and Reconciliation Commission of Canada’s 2015 Report. Making a land acknowledgement statement is the first step towards reconciliation with Indigenous Peoples.

PEO has the statutory authority to create an Indigenous Land Acknowledgement Policy and statement; there is nothing to authorize or prohibit PEO from making such a decision.

Staff contacted the Mississaugas of the Credit First Nation, Anishinabek Nation, and the Métis Nation of Ontario to determine if they had any concerns, issues or comments about PEO’s decision make land acknowledgement statements. The Mississaugas of the Credit First Nation replied with wording for PEO to use in the land acknowledgement statement and did not raise any concerns or the need for in-person consultations. The Anishinabek Nation reviewed and approved PEO’s Land Acknowledgement Policy and Statement. The Métis Nation of Ontario replied that they do not have specific territory in Toronto, but suggested the inclusion that Toronto is home to many Metis, First Nation and Inuit people.

For these reasons,

- Staff recommends that PEO adopt a staged approach to introducing the land acknowledgement statement pertaining to events and meetings at 40 Sheppard Avenue West or organized by PEO headquarters (e.g., Chapters’ Leaders Conference, OPEA, OOH, Annual General Meeting).
- PEO’s Chapters Manager is prepared to communicate the Land Acknowledgment Policy as it pertains to Chapters at the Regional Congresses in February 2020 to support its implementation.

Moved by President-elect Sterling, seconded by Councillor Brunet:

- 1. That Council approve the Indigenous Land Acknowledgement Policy (LAP) and initiate the recitation of the statement as found in C-531-2.2, Appendix A, at the start of all events held at PEO’s headquarters.**

2. **That Council approve the invitation of Indigenous leaders from the Mississaugas of the Credit First Nation, and the Anishinabek Nation to attend PEO's Council meetings and the invitation of the Indigenous Leaders of the appropriate Indigenous Nations to the Annual General Meeting (AGM) to be held on April 24-25, 2020 in Ottawa.**
3. **That Council directs Chapters to make a Land Acknowledgement Statement at the start of their events once the appropriate Indigenous nations have been identified, and approval received.**

There was discussion on the need for further research as well as education for management and staff, i.e. cultural competency training. It was noted that the Truth and Reconciliation Commission of Canada's 2015 Report made no mention about acknowledgement at the beginning of meetings. Some of PEO's sister associations are internalizing actions that make a difference such as attending a workshop on how to work with first nations and indigenous peoples.

Moved by Councillor Spink, seconded by Councillor MacCumber:

**That Council postpone the motion regarding indigenous land acknowledgement until after a strategic planning session.**

**CARRIED**

**12219  
ENGINEERS CANADA – PER CAPITA  
ASSESSMENT**

Annette Bergeron, Past President of Engineers Canada, spoke to a proposed change in the Engineers Canada Bylaw that sets the per capital assessment fee for regulators. This proposal was outlined in a memo dated January 16, 2020 from PEO's Engineers Canada Board Directors. The proposal suggests that, instead of having a static per capita assessment, the amount levied should be approved annually by the regulators at the Annual Meeting of Members, based upon a recommendation of the EC Board.

The advantages to this proposal are twofold. First, it will allow regulators to have a direct say over the size of the proposed budget for Engineers Canada by determining, on an annual basis, the amount of regulator revenue will be made available. Second, if EC's unrestricted reserve continues to grow as projected, it is anticipated that the per capita assessment would be reduced.

Other options were considered by Engineers Canada's Finance Audit and Risk Committee (FAR) such as rebates to regulators, assessment holidays, etc.), however, most of these were determined by EC's accountant to run afoul of the Canada Revenue Agency's rules for the treatment of unrestricted reserves for not-for-profit organizations.

The Engineers Canada Directors will be asked to make a decision at the May 23, 2020 members' meeting. The results of a straw vote indicated that PEO Council was supportive of the per capita assessment proposal in principle. This item will be brought before Council at the March meeting for a final vote.

**12220  
SUCCESSION PLANNING TASK FORCE  
PRESENTATION**

Paul Ballantyne, Chair of the Succession Planning Task Force (SPTF) updated Council on the process the task force has followed and recommendations they will make to Council in their final report going to the March 2020 Council meeting. Jonathan Bennett, Laridae Consulting, discussed PEO succession planning best practices.

Council recessed for lunch.

Upon reconvening, President Hill presented the following Councillors with service pins and certificates in appreciation of their volunteer services to Professional Engineers Ontario:

President-Elect Sterling – 5 years  
Vice-President Bellini – 15 years

**12221  
CONSENT AGENDA**

Moved by Councillor Kershaw, seconded by Councillor Notash:

**That the consent agenda be approved as amended with the removal of 3.3 Changes to the 2020 PEO Committees and Task Forces Membership Roster which was amended and voted on separately.**

**CARRIED**

The following items were approved as part of the consent agenda:

- 3.1 Minutes – 530th Council Meeting – November 14-15, 2019
- 3.2 Committee/Task Force Annual Work and Human Resources Plans
- 3.4 Rules for Electing Engineers Canada Directors

[Note: minutes 12222 to 12224 reflect the motions provided in the briefing notes presented to the meeting.]

**12222  
MINUTES – 530<sup>th</sup> COUNCIL MEETING –  
NOVEMBER 14-15, 2019**

**That the minutes of the 530<sup>th</sup> meeting of Council, held November 14-15, 2019, as presented to the meeting at C-531-3.1, Appendix A, accurately reflect the business transacted at that meeting.**

**CARRIED**

**12223  
COMMITTEE/TASK FORCE ANNUAL WORK  
AND HUMAN RESOURCES PLANS**

**That Council approve the committee/task force work plans and human resources plans as presented to the meeting at C-531-3.2, Appendix A.**

**CARRIED**

**12224  
RULES FOR ELECTING ENGINEERS CANADA  
DIRECTORS**

**That Council approve the revised process for electing *PEO Directors to the Engineers Canada Board of Directors*, as presented to the meeting at C-531-3.4, Appendix A.**

**CARRIED**

**12225  
CHANGES TO THE 2020 PEO COMMITTEES  
AND TASK FORCES MEMBERSHIP ROSTER**

Councillor Jackson Kouakou advised that until such time as work that remains outstanding in her capacity as Complaints Review Councillor (CRC) is complete, her name should remain as CRC. Her name should therefore be removed from the Committee and Task Force Resignations/Retirements section as well as the New Appointments section as a member of the Discipline Committee (DIC) since these two positions cannot be filled by the same person at the same time.

The Chair, on behalf of Council, thanked Councillor Jackson Kouakou for stepping up and serving as the CRC Chair.

Moved by Councillor Kershaw, seconded by President-elect Sterling:

**That Council approve changes to the 2020 PEO Committees and Task Forces Membership Roster as presented to the meeting at C-531-3.3, Appendix A and amended.**

**CARRIED**

**12226  
COUNCILLOR ITEMS**

**1. Agenda Items**

Councillor Spink advised that she had put forward a motion related to Sustainability for PEO as an Organization which was deemed not to be appropriate for the agenda. She asked what Councillors should do to get items on the agenda.

Debra Brown, GSI, responded by advising that when a Councillor wanted to get something on the agenda that should be considered as a strategy issue it should come through the CEO/Registrar, especially if it is proposing a strategic solution, rather than lobbying something that will affect strategy, the budget, staffing, etc.

Councillor Olukiyesi asked for clarification given that Council is to set direction. She asked about process. Debra Brown, GSI, replied that the Chair is the one who has the agenda and typically the Chair would follow Council terms of reference and work plan. This is what should guide what is being discussed around the Council table. If a Councillor feels there is a particular issue that is important, they should consider whether the issue is within Council's area of responsibility and accountability. In terms of setting direction, this is the role of Council but the way it is done is by approving a strategic plan and approving the strategies that come up through the CEO/Registrar. The strategic plan will have metrics attached to it with targets. This is how direction is set. Council oversees this by seeking reasonable assurance that the organization is in control by taking a look at the metrics and how the organization is doing vis-à-vis the targets.

**2. Emerging Discipline Task Force (EDTF) Report**

Councillor Boone advised that he had reached out to the Chair of the EDTF who advised that a report had been prepared and that the task force was waiting for an invitation to present it at a Council meeting.



President Hill advised that this report has been requested but not received. She advised that she would follow up with the EDTF Chair.

**3. PEO's Privacy Policy**

Councillor Walker asked how concerns from Chapter members regarding PEO Privacy Policy could be addressed. CEO/Registrar Zuccon advised that this would be taken under advisement and that he would discuss this matter with M. Wehrle, Director, Information Technology.

Moved by Councillor Arenja, seconded by Councillor Jackson Kouakou:

**That Council move in-camera.**

**CARRIED**

**12227  
IN-CAMERA SESSION**

While in-camera Council:

- a. verified the in-camera minutes from the 530th meeting of Council held November 14-15, 2019;
- b. approved the Wolfe-Smith Awardees;
- c. approved the recipient of the President's Award;
- d. received an HRC update;
- e. received decisions and reasons of the Discipline Committee
- f. noted there were no issues reported regarding PEO's Anti-Workplace Harassment and Violence Policy
- g. received a legal update on legal actions in which PEO is involved

These minutes consist of ten pages and minutes 12212 to 12227 inclusive.

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N. Hill, P.Eng., Chair

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R. Martin, Corporate Secretary