

539th Meeting of Council
March 26, 2021

DISPOSITION OF MOTIONS
(Subject to subsequent Council verification of meeting Minutes)

APPROVAL OF AGENDA	<p>That:</p> <p>a) the amended agenda, as presented to the meeting at C-539-1.2, Appendix A be approved; and</p> <p>b) the Chair be authorized to suspend the regular order of business.</p> <p style="text-align: right;">CARRIED</p>
ENGINEERS CANADA ANNUAL MEETING OF MEMBERS	<p>That Council direct its Member Representative at the 2021 Engineers Canada Annual General Meeting of the Members to support the approval of the Engineers Canada 2022-2024 Strategic Plan and By-law amendments, as approved by the Engineers Canada Board.</p> <p style="text-align: right;">CARRIED</p>
CONSULTING ENGINEER DESIGNATION APPLICATIONS	<ol style="list-style-type: none"> 1. That Council approve the exemption from examinations and the applications for designation as Consulting Engineer as presented to the meeting at C-539-2.4, Appendix A, Section 1. 2. That Council approve the applications for redesignation as Consulting Engineer as presented to the meeting at C-539-2.4, Appendix A, Section 2. 3. That Council decline the application for designation as a Consulting Engineer as presented to the meeting at C-539-2.4, Appendix A, Section 3. 4. That Council decline the application for redesignation as a Consulting Engineer as presented to the meeting at C-539-2.4, Appendix A, Section 4. 5. That Council grant permission to use the title “Consulting Engineers” (or variations thereof) to the firms as presented to the meeting at C-539-2.4, Appendix A, Section 5. <p style="text-align: right;">CARRIED</p>
GOVERNANCE PROJECT – APPROVAL OF CHARTERS AND GOVERNANCE	<p>That Council adopt the following five charters in principle, subject to the finalization and approval of the council manual to incorporate the core principles, as recommended by its governance consultants.</p>

(i) Council Charter (Appendix A)

(ii) President and Chair Charter (Appendix B)

(iii) CEO/Registrar Charter (Appendix C)

(iv) Councillor Submissions Protocol (Appendix D)

(v) Delegation of Authorities Charter (in principle, subject to determination of appropriate dollar amounts and requisite by-law amendment) (Appendix E)

That agenda item 2.5 be considered at the current meeting.

CARRIED

That this motion be postponed to the April 30th Council meeting.

DEFEATED

Council then voted on the main motion.

MOTION CARRIED
Recorded Vote

For: 20

A. Arenja
S. Ausma
C. Bellini
R. Brunet
D. Campbell
M. Chan
C. Chiddle
L. Cutler
A. Dryland
N. Hill
W. Kershaw
Q. Jackson Kouakou
L. MacCumber
L. Roberge
S. Schelske
A. Sinclair
R. Subramanian
S. Sung
W. Turnbull
R. Walker

Against: 3

P. Broad
P. Cushman
L. Notash

That, in addition to the governance tenets previously adopted, Council agrees to the following governance directions and commits

to taking the necessary steps to achieve them:

1. PEO will use only the regulatory committees mandated by legislation, with mandates as per statute (notably Complaints, Discipline, Registration, ARC, ERC).
2. PEO will use four governance committees of Council: Finance & Audit; Human Resources & Compensation; Nominations & Governance; Regulatory Policy & Legislation.
3. Regulatory policy governance will be centralized by Council in the Regulatory Policy & Legislation Committee.
4. Effective 2021 AGM: new governance committees will replace current model; no new non-Councillors will be appointed but existing non-Councillors may be grand-parented for one year transition at request of committee or its chair.
5. Effective Now: Council will not strike new committees nor approve changes in committee terms of reference, except to the extent that these coincide with the governance initiative itself.
6. First year transition only: Councillors will be invited to specify preferences for serving on governance committees with rationale based on experience; appointments for 2021-22 will be proposed for Council's approval using operational resources and random selection to break ties as needed.
7. Current committees will not take on any further regulatory or governance policy functions, but may finalize current regulatory policy work under the oversight of the Regulatory Policy & Legislation Committee with a final transfer of responsibilities effective 2022 AGM.

Motion to vote on the seven steps individually.

DEFEATED

Council then voted on the main motion.

MOTION CARRIED
Recorded Vote

For: 20

A. Arenja
S. Ausma
C. Bellini
R. Brunet
T. Bruyere
D. Campbell
M. Chan
C. Chiddle
L. Cutler
A. Dryland

Against: 4

P. Broad
P. Cushman
W. Kershaw
L. Notash

	<p>N. Hill Q. Jackson Kouakou L. MacCumber L. Roberge S. Schelske A. Sinclair R. Subramanian S. Sung W. Turnbull R. Walker</p>
2020 AUDITED FINANCIAL STATEMENTS	<p>That Council:</p> <p>a) approve the audited financial statements for the year ended December 31, 2020, and the auditor's report thereon, as presented to the meeting at C-539-2.6, Appendix A; and</p> <p>b) authorize the President and President-elect to sign the audited financial statements on Council's behalf.</p> <p style="text-align: right;">CARRIED</p>
RECOMMENDATION OF THE APPOINTMENT OF AUDITOR FOR 2021	<p>That Council recommends to members at the May 2021 Annual General Meeting that Deloitte LLP be appointed as PEO's auditor for 2021 and hold office until the next annual general meeting or until a successor is appointed.</p> <p style="text-align: right;">CARRIED</p>
APPOINTMENT OF PEO DIRECTOR TO ENGINEERS CANADA BOARD	<p>With the newly announced resignation of an Engineers Canada Director, that Council make a recommendation to fill two Engineers Canada director vacancies at the March 26, 2021 meeting.</p> <p style="text-align: right;">DEFEATED</p> <p>That Arjan Arenja, P.Eng., be appointed as a PEO Director to the Engineers Canada Board of Directors, for a three-year term effective as of the 2021 Engineers Canada Annual General Meeting.</p> <p style="text-align: right;">CARRIED</p>
CONSENT AGENDA	<p>That the Consent Agenda be approved:</p> <p>3.1 Minutes – 538th Council meeting – February 26, 2021 3.2. Changes to 2021 Committees & Task Forces Roster 3.3. Appointment of PEO Representative to OACETT Council</p> <p style="text-align: right;">CARRIED</p>
OPEN SESSION MINUTES – 538th Council Meeting – February 26, 2021	<p>That the minutes of the 538th meeting of Council, held February 26, 2021, as presented to the meeting at C-539-3.1, Appendix A, accurately reflect the business transacted at that meeting.</p> <p style="text-align: right;">CARRIED</p>
CHANGES TO COMMITTEES AND	<p>That Council approve changes to the 2021 PEO Committees and Task</p>

TASK FORCES MEMBERSHIP ROSTER	Forces Membership Roster as presented to the meeting at C-539-3.2, Appendix A. CARRIED
APPOINTMENT OF PEO REPRESENTATIVE TO OACETT COUNCIL	That Council approve that Tim Kirkby, P.Eng. be re-appointed as a PEO representative on the Council of the Ontario Association of Certified Engineering Technicians and Technologists, for a second two-year term, from the OACETT AGM 2021 to OACETT AGM 2023. CARRIED
EXPERIENCE REQUIREMENTS COMMITTEE CHAIR RESIGNATION	The following in-camera resolution was moved into open session. That, pursuant to its authority under subsection 41(1) of Regulation 941 under the <i>Professional Engineers Act</i> , Council accepts the resignation of Changiz Sadr, P.Eng., as a member and chair of the Experience Requirements Committee and appoints as chair the current vice-chair, Andrew Cornel, P.Eng., effective immediately. CARRIED