



Minutes

The 538th MEETING of the COUNCIL of PROFESSIONAL ENGINEERS ONTARIO (PEO) was held via ZOOM Videoconference on Friday, February 26, 2021, at 9:30 a.m.

- Present:
- M. Sterling, P.Eng., President and Council Chair
 - N. Hill, P.Eng., Past President
 - C. Bellini, P.Eng., President-Elect
 - D. Campbell, P.Eng., Vice President
 - A. Sinclair, P.Eng., East Central Region Councillor/Vice-President Appointed
 - A. Arenja, P.Eng., Lieutenant Governor-in-Council Appointee
 - S. Ausma, P.Eng., Councillor-at-Large
 - P. Broad, P.Eng., Western Region Councillor
 - R. Brunet, P.Eng., Lieutenant Governor-in-Council Appointee
 - T. Bruyere, P.Eng., Lieutenant Governor-in-Council Appointee
 - M. Chan, P.Eng., Councillor-at-Large
 - C. Chiddle, P.Eng., Eastern Region Councillor
 - P. Cushman, P.Eng., East Central Region Councillor
 - L. Cutler, P.Eng., Lieutenant Governor-in-Council Appointee
 - A. Dryland, CET, Lieutenant Governor-in-Council Appointee
 - W. Kershaw, P.Eng., Western Region Councillor
 - Q. C. Jackson Kouakou, Barrister and Solicitor, Lieutenant Governor-in-Council Appointee
 - L. MacCumber, P.Eng., West Central Region Councillor
 - L. Notash, P.Eng., Councillor-at-Large
 - L. Roberge, P.Eng., North Region Councillor
 - S. Schelske, P.Eng., Lieutenant Governor-in-Council Appointee
 - R. Subramanian, P.Eng., Northern Region Councillor
 - S. Sung, Lieutenant Governor-in-Council Appointee
 - W. Turnbull, P.Eng., West Central Region Councillor
 - R. Walker, P.Eng., Eastern Region Councillor
- Staff:
- J. Zuccon, P.Eng., CEO and Registrar
 - D. Abrahams, General Counsel
 - L. Latham, P.Eng., Deputy Registrar, Regulatory Compliance
 - L. Maier, Vice President, Governance
 - B. Ennis, P.Eng., Director, Policy and Professional Affairs
 - L. Holden, Director, Human Resources
 - C. Mehta, Director, Finance
 - D. Smith, Director, Communications
 - M. Wehrle, Director, Information Technology
 - J. Chau, P.Eng., Manager, Government Liaison Programs
 - C. Knox, P.Eng., Manager, Enforcement, Regulatory Compliance
 - R. Martin, Manager, Secretariat
 - J. Max, Manager, Policy
 - E. Chor, Research Analyst, Secretariat
 - D. Power, Secretariat Administrator

M. Feres, Supervisor, Council Operations
B. St. Jean, Senior Executive Assistant
N. Axworthy, Editor, Engineering Dimensions

Guests: M. Bazallo, Compliance Analyst, Office of the Fairness Commissioner
G. Boone, Retired Councillor
D.A. Brown, Governance Solutions Inc.
D.L. Brown, Governance Solutions Inc.
H. Brown, CEO, Brown & Cohen
C. Chahine, Incoming East Central Region Councillor
J. Chisholm, Incoming West Central Region Councillor
D. Chui, P.Eng., PEO Director, Engineers Canada
N. Colucci, Incoming President-Elect
G. Houghton, Retired Councillor
L. Lukinuk, Parliamentary Services
S. MacFarlane, Incoming Western Region Councillor
B. Matthews, Consulting Engineers of Ontario
D. McComiskey, Governance Solutions Inc.
S. Perruzza, Ontario Society for Professional Engineers
K. Reid, P.Eng., PEO Director, Engineers Canada
S. Robert, Retired Councillor
C. Sadr, P.Eng., PEO Director, Engineers Canada
M. Spink, Incoming Vice President (Elected)

Council convened at 9:33 a.m. on Friday, February 26, 2021.

CALL TO ORDER

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

Secretariat confirmed quorum.

In recognition of PEO's commitment to diversity and inclusion, President Sterling acknowledged Indigenous lands, Chinese New Year, and Black History Month.

Guests of the meeting were welcomed and introduced. President Sterling congratulated the newly elected Councillors who were in attendance.

President Sterling reviewed meeting process guidelines.

The agenda was presented.

12282

APPROVAL OF AGENDA

Moved by Councillor Kershaw, seconded by Councillor Arenja:

That:

- a) The agenda, as presented to the meeting at C-538-1.2, Appendix A, be approved as presented; and**
- b) The Chair be authorized to suspend the regular order of**

business

Councillor Notash requested that item 2.5, “*Rescinding CPD Referendum Motion*” be removed from the agenda.

Moved by Councillor Notash, seconded by Councillor Cushman:

That Item 2.5 be removed from the agenda.

**DEFEATED
Recorded Vote**

For: 3

P. Broad
P. Cushman
L. Notash

Against: 21

A. Arenja
S. Ausma
C. Bellini
R. Brunet
T. Bruyere
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

Council then voted on the main motion.

MAIN MOTION CARRIED

**12283
CONFLICTS OF INTEREST**

No conflicts of interest were declared.

**12284
PRESIDENT’S REPORT**

President Sterling expressed gratitude for the commitment of Council and staff to keep the public interest paramount and continue PEO’s regulatory and governance operations throughout the challenging circumstances of the COVID-19 pandemic.

With respect to priorities this year, President Sterling noted that there is continued focus on the governance renewal initiative and that progress is being made as Council works through the 4-phase governance roadmap. Each month, Council have engaged in

strategic conversations which provide for open dialogue to explore and discuss issues related to the high-level vision to be a modern regulator. Further, work is currently underway on Phase 2 and addresses Councillors' direction and control responsibilities through their roles on governance committees in the areas of finance, legislation, and human resources. President Sterling also noted that another part of Phase 2 activity will address the work of other PEO volunteers on regulatory committees, under the regulatory policy oversight of Council.

Finally, President Sterling updated Council regarding her attendance at a recent Engineers Canada Board meeting and her participation in a discussion with the President's Group. President Sterling noted that at the next Council meeting, she will provide an overview of relevant legislative changes taking place across Canada.

12285
CEO/REGISTRAR'S REPORT

J. Zuccon noted that staff continues to work remotely in accordance with local public health guidelines related to the COVID-19 pandemic. Due to restrictions resulting from remote operations, the launch of the *Information Discovery and Digitization Capability* (IDDC) project and the administration of technical exams have been delayed. Arrangements are underway to conduct exams in May and June via remote proctoring.

Council was updated that the 2021 Annual General Meeting (AGM) will be held virtually, as will the Order of Honour ceremony.

J. Zuccon reported that at a special meeting of the International Engineering Alliance, Engineers Canada's report to respond to the concerns of the review team looking at the international mobility register was accepted as demonstrating substantial equivalence with the international competency standard. As a result, Engineers Canada was successful in obtaining an approval from both the Asia Pacific Economic Corporation (APEC) Engineers Agreement and International Professional Engineers Agreement (IPEA) for another six years (2025) from the date of the original review. This, however, comes with a caveat that at the next renewal, all registrants or licence holders from provinces that do not have both a competency based assessment and a mandatory CPD program in place (of which Ontario is one) will not be listed on this international mobility register.

J. Zuccon invited L. Latham to present an operational update related to the impact of COVID-19 over the past several months. L. Latham updated Council regarding three main areas of operation: Regulatory Compliance; Licensing (General); and IDDC project.

With respect to Regulatory Compliance, areas such as complaint investigations, Discipline Committee proceedings, and Enforcement have experienced minimal impact thus far. More generally,

adapting processes and equipping and training staff for virtual work has been challenging but successful overall. Where needed, additional resources were hired.

In the area of Licensing, significant efforts have been made to adapt to electronic/remote operations, however processes are not yet online since they still involve the manual movement of files. As a result, the Academic Requirement Committee (ARC) and the Experience Requirements Committee (ERC) are currently working through a backlog of files and interviews as efficiently and effectively as possible within current operational constraints.

With respect to IDDC, an initiative to digitize open, paper-based license application files, L. Latham advised that the preparatory steps have been completed, however the launch of this in-house project has been delayed until the current Toronto “lockdown” is lifted by local and/or provincial officials.

There were questions and discussion related to the Action Plan to address the 15 recommendations from the external regulatory performance review, including:

Timeline: There was a suggestion that future versions of the Action Plan include a column for “Timeline” to accompany “Key Steps” and “Status”.

Pending Items: L. Latham advised that staff is currently examining legislative options to complete certain items that are currently pending.

International Mobility Registry: There was a discussion regarding the International Mobility Registry (“Registry”) and PEO’s Continuing Professional Development (CPD) program. J. Zuccon noted that the Registry would not have an immediate effect on Ontario engineers as the requirement to be in compliance with mandatory CPD does not take effect until 2025.

12286 EXECUTIVE COMMITTEE REPORT

President Sterling updated Council on the Executive Committee’s stewardship of the 4-phase governance roadmap undertaken in four Committee meetings since the last Council meeting in November 2020. She noted that the Committee’s work on Phase 1 (*“PEO Council - Enhance Effectiveness through Regulatory and Governance Mandates and Policy”*) is concluding and Phase 2 (*“PEO Committees – Governance Effectiveness of Committee Structure and Mandate”*) is underway with discussions focused on re-framing the structure of governance and regulatory committees.

2287

Councillor MacCumber reviewed information related to the

RULES OF ORDER – BY-LAW AMENDMENT

proposal to amend section 25 of By-law No. 1. As part of its ongoing work to achieve the governance reforms approved in March 2020, Council has been advised that the rules of order, *Wainberg's Society Meetings ("Wainberg's")*, referenced in By-Law No. 1 section 25, are no longer being updated, may no longer be readily available in print, and hence can no longer be considered current. In consultation with PEO's governance consultants, Governance Solutions Incorporated (GSI), *Nathan and Goldfarb's Company Meetings for Share Capital and Non-Share Capital Corporations ("Nathan's")*, which is readily available and continues to be updated, has been identified as the most appropriate successor to *Wainberg's* for an organization such as Professional Engineers Ontario.

The rules of order are currently referenced in section 25 of By-Law No. 1. The proposed amendments confirm the substitution and make it clear that the same rules apply, as required, to all meetings of the Association, including those of committees, chapters, task forces and working groups. The change is designed to take effect on the date of the next scheduled Council meeting, March 26, 2021

Required a two-thirds majority of votes cast to carry.

Moved by Councillor MacCumber, seconded by Councillor Arenja:

That section 25 of By-Law No. 1 be amended as set out in C-538-2.3a., Appendix B, to substitute *Nathan and Goldfarb's Company Rules for Share Capital and Non-Share Capital Corporations for Wainberg's Society Meetings*, effective March 26, 2021, as the rules of order by which meetings of the Council and of the Association are governed.

Councillor Notash requested that item 2.3a, "*Rules of Order – By-law Amendment*" be postponed until the next Council meeting, during which time a summary of the principal similarities and differences between *Wainberg's* and *Nathan's* can be provided to Council.

Moved by Councillor Notash, seconded by Councillor Cushman:

That Item 2.3a be postponed until the next Council meeting.

**DEFEATED
Recorded Vote**

For: 3

P. Cushman
Q. Jackson Kouakou
L. Notash

Against: 21

A. Arenja
S. Ausma
C. Bellini
P. Broad

R. Brunet
T. Bruyere
D. Campbell
M. Chan
C. Chiddle
L. Cutler
A. Dryland
N. Hill
W. Kershaw
L. MacCumber
L. Roberge
S. Schelske
A. Sinclair
R. Subramanian
S. Sung
W. Turnbull
R. Walker

Council then voted on the main motion.

MAIN MOTION CARRIED

With respect to next steps, a summary of the principal similarities and differences between *Wainberg's* and *Nathan's* will be provided to Council before the new rules take effect at the March 26, 2021 meeting.

**12288
RESCINDING CPD REFERENDUM MOTION**

Councillor Turnbull reviewed information related to the proposal to rescind the Continuing Professional Development (CPD) motion passed by Council in September 2015. This motion required any plan to implement a mandatory CPD program to be submitted to a member referendum for ratification. Subsequently, PEO underwent a significant external regulatory review. In response to the report from the review (aka the "Cayton Report"), in September 2019, Council approved a high-level action plan developed and proposed by the CEO/Registrar.

Councillor Turnbull noted that removing the requirement for a member referendum aligns with Council's overarching duty to protect the public interest; and that, in this regard, there is an obligation to exercise its statutory authority provided by the delegation of powers from the provincial government. Further, Councillor MacCumber noted the Trinity Western Supreme Court decision which outlines why it is improper to delegate decision-making authority to members.

There was a discussion regarding the use of a referendum as a tool for engaging PEO's membership to seek input and feedback on the topic of CPD. From a legal perspective, D. Abrahams noted a recent judicial ruling concerning another Ontario professional

self-regulator which states that if a referendum is conducted with members, its results are non-binding and the governing body still has the obligation to exercise its independent fiduciary duty. Further, there were comments during the discussion that suggested that there are other more appropriate tools that PEO can use to engage and consult with members to solicit input and feedback on the topic of CPD.

Councillor Notash proposed a motion, seconded by Councillor Cushman, that item 2.5 be referred to a committee or working group struck to create a document which details the structure and operations of the CPD program, while addressing the concerns raised in letters that Council has received from chapters and former councillors. The Chair ruled this out of order since Council is the decision-making body and therefore cannot refer an action of Council to a committee or working group.

Moved by Councillor Turnbull, seconded by Councillor MacCumber:

That Council formally rescind the following motion passed by Council at its September 2015 meeting:

That Council affirms its intent to ask the membership to ratify in a referendum any mandatory requirement to participate in a continuing professional development competency and quality assurance program.

**CARRIED
Recorded Vote**

For: 21

A. Arenja
S. Ausma
C. Bellini
P. Broad
R. Brunet
T. Bruyere
D. Campbell
M. Chan
C. Chiddle
L. Cutler
A. Dryland
N. Hill
Q. Jackson Kouakou
L. MacCumber
L. Roberge
S. Schelske
A. Sinclair
R. Subramanian

Against: 3

P. Cushman
W. Kershaw
L. Notash

S. Sung
W. Turnbull
R. Walker

With respect to next steps, communication of this decision will begin with an email to all PEO licence holders immediately after the approval of this motion describing the reasoning behind Council decision to proceed with implementation of mandatory CPD without a referendum. Engineering Dimensions will report on the decision in the News section of the March-April issue of the magazine. An article describing the planned mandatory CPD program will appear in the May-June issue. A page on the PEO website will provide ongoing updated information.

Further, the Registrar will provide, for approval at the next Council meeting, the legislative framework needed to implement a mandatory CPD program.

RETIRED COUNCILLOR RECOGNITION AND STAFF INTRODUCTION

Past-President Hill recognized the following Councillors who completed their service in the 2019-2020 term; and expressed her thanks and appreciation for their support and dedication to PEO during their respective tenures. The list of those recognized appears below:

David Brown (Past President): Mr. Brown also served on the following Committees: Executive and Human Resources (HR).

Guy Boone (Eastern Region Councillor): Mr. Boone also served on the following Committees: Regional Councillors' (RC); Eastern Region Congress; Audit; Volunteer Leadership Conference and Planning; and Licensing.

Gary Houghton (Western Region Councillor): Mr. Houghton also served on the following Committees: Legislation; RC; and Western Region Congress.

Serge Robert (Northern Region Councillor): Mr. Robert also served on the following Committees: RC; and Northern Region Congress.

Nadine Rush: Lieutenant Governor-in Council Appointee

Marilyn Spink (Lieutenant Governor-in Council Appointee): Ms. Spink also served on the following Committees: HR; and Audit. She will be rejoining PEO for the 2021-2022 term as Vice President.

Keivan Torabi (East Central Region Councillor): Mr. Torabi also served on the following Committees: RC; and East Central Region Congress.

Greg Wowchuk: Councillor-at-Large

President Sterling recognized Past-President Hill for her service at

12289
LICENSURE MODEL FOR APPLICANTS
WITHOUT P.ENG SUPERVISION

PEO, most recently as President in the 2019-2020 term and as Past-President in the current term. Further, she expressed appreciation for Past President Hill's contributions and mentorship.

J. Zuccon introduced Liz Maier who joined PEO in January 2021 in the role of Vice President, Governance.

By way of introduction, President Sterling provided an overview of staff's status report regarding a decision made by Council at its September 2020 meeting to update the licensure model to be inclusive and accommodating for self-employed engineering graduates and PEO applicants, including innovators and entrepreneurs. To this end, Council passed the following motion:

PEO staff to investigate and report back to Council by January 2021 on the extent of engineering graduates who become entrepreneurs or self-employed, and engineering graduates without P.Eng. supervision in Ontario and alternative pathways to the experience requirements that do not require a minimum of one-year supervision by a P.Eng.

President Sterling invited B. Ennis to comment further on the progress of the licensure model initiative.

In the course of discussion and questions from Council, B. Ennis highlighted aspects of the research and analysis that staff have undertaken to initiate work in response to Council's September 2020 decision; noting that the first phase of collecting data describing the scope of the issues is represented in large measure by the Briefing Note made available in the meeting package. The second phase of the initiative is concerned with providing policy options and B. Ennis noted several have been identified at this stage of the project, however considerable development work (research, analysis, and option identification) is required before the particulars of these policy options can be established and evaluated. He advised that a policy development project plan will be presented to Council for approval as soon as possible.

There was also discussion related to consultation with stakeholders such as the ERC and LRC. B. Ennis noted that there are still information gaps and key stakeholders such as relevant Committees, applicants, employers, and others will be consulted at the appropriate stages in the life cycle of the project.

12290
ENGINEERS CANADA DIRECTORS REPORT

D. Chui provided the Engineers Canada (EC) Directors Update, January 2021, including the following items:

2020 National Membership Report; Four Seasons of Reconciliation (a virtual training summit on Indigenous engagement and histories); the December 2020 meeting of the EC Board, HR

Committee, and Strategic Plan Task Force; 2022-2024 Strategic Plan; Accreditation Board; Qualifications Board; Regulatory Research Newsletter; Government Relations; International Institutions Degrees Database (IIDD); National Membership Database; National Discipline and Enforcement Officials Group; National Financial Officers Group; National Practice Officials Group; Affinity Program; and Equity, Diversity, and Inclusion Outreach Program.

There were comments and discussion on aspects of EC's 2022-2024 strategic planning, including:

- i. the opportunity for PEO to participate in the review of the accreditation process and the potential for the development of a national minimum academic standard for licensure; and
- ii. the opportunity presented to enhance collaboration and harmonization across the country.

There were also comments regarding the benefits and value of the Four Seasons of Reconciliation and Board Governance training programs offered by EC.

**12291
CONSENT AGENDA**

Moved by Councillor Subramanian, seconded by Vice President Campbell:

That the consent agenda be approved, including:

- 3.1 Minutes – 537th Council meeting – November 20, 2020**
- 3.2 Changes to the 2021 Committees and Task Forces Membership Roster**

**12292
OPEN SESSION MINUTES OF THE 537TH
MEETING OF COUNCIL**

That the minutes of the 537th meeting of Council, held November 20, 2020 as presented to the meeting at C-538-3.1, Appendix A, accurately reflect the business transacted at that meeting.

CARRIED

**12293
CHANGES TO 2021 COMMITTEES AND
TASK FORCES MEMBERSHIP ROSTER**

That Council approve changes to the 2021 *PEO Committees and Task Forces Membership Roster* as presented to the meeting at C-538-3.2, Appendix A.

CARRIED

**12294
NEW BUSINESS**

There was no new business brought forward.

Moved by Councillor Ausma, seconded by Councillor Arenja:

That Council move in-camera.

CARRIED

The guests left the meeting at 1:45 pm.

12295
IN-CAMERA

Councillors discussed items on the in-camera agenda.

Following the conclusion of the in-camera agenda Council returned to open session as noted in the in-camera minutes.

There being no further business, the meeting concluded at 6:00 pm.

These minutes consist of twelve pages and Items 12282 to 12295 inclusive.

M. Sterling, P.Eng., FEC, Chair

R. Martin, Manager, Secretariat