



# Minutes

A VIRTUAL MEETING of the CENTRAL ELECTION AND SEARCH COMMITTEE was held on Monday, August 23, 2021 at 1:00 p.m.

Present: N. Hill, P.Eng., Chair  
C. Bellini, P.Eng., President  
M. Sterling, P.Eng., Past President  
L. Azimian, P.Eng.

Staff: J. Zuccon, P.Eng., CEO & Registrar  
R. Martin, Manager, Governance  
M. Feres, Supervisor, Council Operations  
D. Power, Secretariat Administrator

Guests: A. Arenja, Chair, Governance and Nominating Committee  
A. Elliot, Chief Elections Officer

Regrets: O. Xiao, P. Eng

## CALL TO ORDER

N. Hill, Chair, called the meeting to order. She explained that due to PEO's governance transition, the Central Election and Search Committee (CESC) will be reporting into the newly formed Governance and Nominating Committee (GNC). A. Arenja, GNC Chair, was invited to the meeting to provide an update on work being done by GNC and how the CESC can support that work.

The Chair asked for a round of self introductions.

## APPROVAL OF AGENDA

Moved by M. Sterling, seconded by C. Bellini:

**That the agenda be approved as presented.**

**CARRIED**

## CESC ROLES AND RESPONSIBILITIES

R. Martin reviewed the roles and responsibilities of the CESC which were provided in the agenda package.

It was noted that the document includes reference to Wainberg's which should be updated to Nathan's.

Past President Sterling referred to the importance of diversity and noted several career networks and professional organizations that should be tapped into to reach a wider array of potential candidates. Past President Sterling also inquired about the creation of a candidate profile as this evolves.

A. Arenja replied that GSI is working with PEO on the development of a competency profile matrix so this is a work in progress. The Chair noted that equity, diversity, and inclusion should be part of the governance documents generally as PEO rolls this out.

Past President Sterling suggested the development of a CESC H.R. plan to identify what would be helpful during the transition period to assist the committee in doing its work, providing a guide for next year. For example, if the CESC wanted to tap into black engineers will that experience come from staff or the committee? The Chair asked that this item be tabled for discussion at a future meeting.

## **REVIEW OF 2021 VOTING PROCEDURES AND PUBLICITY PROCEDURES**

R. Martin provided a review of the 2021 voting procedures and publicity procedures that were included in the agenda package. He noted that voting closes at 4:00 p.m. on February 18, 2022 and that the unofficial results are typically provided to the CESC before 5:00 p.m. on the day voting closes.

R. Martin advised that the number of members voting by phone continues to decline. It was less than 2% in the 2021 election.

PEO hires an official election agent to run its election. They send the information out to voters with an ID and pin # and tabulate the votes that are cast. Clear Picture, the official election agent, provides PEO with vote totals every Friday during the election period. PEO has no information on who voted, etc., this is all done by a third party.

R. Martin stated that of the approximately 88,000 PEO members, less than 5,000 have not provided email addresses. Information to these members is sent out via traditional mail.

There was some discussion regarding the number of items included in the voting procedures document, many of which are operational that do not require Council approval. CESC should be focusing on strategy and what is required under the Act and Regulations.

Past President Sterling commented on the delineation between policy and operational matters. She advised that she had reviewed the contract for Clear Picture, the official elections agent, noting that while the process of renewing the contract is operational, there are no policy directives for staff to review against, i.e., are we publishing results by chapters or regions or not. She noted that while the number of mail in ballot voters is small, are they reminded to vote by phone since they do not receive email reminders? If not, this presents a question of equity among voters. She also noted that there is a lack of transparency regarding who has access to sensitive data. Further to this, in the recommendations that went to the June Council meeting from the CESC, there were some policy/direction questions such as how long the election period should be, what is the role of the Returning Officers, etc. Engineering Dimensions published an article in the January/February

edition regarding the role of Council and why President Sterling ran for Council. She suggested that this was too late in the election cycle and should be published in the fall edition (September/October.) She suggested that the CESC agree on what areas of scope the committee should be looking at.

The Chair noted that the candidate search process is within the scope of CESC but the items noted above by Past President Sterling should be referred to GNC with the exception of the article in Engineering Dimensions which is operational.

Past President Sterling advised that she would prepare a list of policy questions for the CESC to review and approve. These questions will then be sent to M. Feres and A. Arenja for inclusion in an upcoming GNC meeting. Secretariat will identify whether items fall under operations or governance beginning with a governance overview and the purpose of the CESC.

## **GOVERNANCE AND NOMINATING COMMITTEE**

A. Arenja advised that the CESC would stay intact until such time as the regulations change. He discussed the transition from CESC to GNC noting that this is in the early stages. The first official meeting of GNC was held on August 9<sup>th</sup>. GNC will liaise with CESC as required.

## **CANDIDATE SEARCH PROCESS**

The Chair noted that one of the objectives of the committee is to cast a larger net. She advised that she has done some follow up with ICD as a potential organization to feed into what PEO is doing.

### a) Institute of Corporation Directors (ICD) – process

R. Martin advised that PEO is a member of ICD and can post for positions. He advised that he prepared a draft posting which was edited by L. Maier and has now been forwarded to D. Smith in Communications for the final version. Once complete this will be sent to ICD for posting.

### b) List of Organizations from last year

The Chair reviewed the list of organizations listed in the September 16, 2020 CESC meeting minutes. She noted that ideally the ICD posting could be used as a template. She advised that CESC will be monitoring this and will request updates at each meeting on the organizations that have been identified.

Past President Sterling noted that PEO has a list of partners and friends of PEO that holiday greetings are sent to and suggested this list be used to circulate postings. Publications and magazines that are not on this list should be included as well.

President Bellini noted that a consideration for the longer term is the move towards a competency-based board and finding a way to

communicate what this is. This can be layered on top of the election to take advantage of the work being done by GNC.

Past President Sterling shared some learnings from universities scouting for new faculty members and more diversity. She noted that although there are a lot of competent people, there are barriers to nomination such as a fear of time commitments, no accommodation for their situation, etc., and that having a better understanding of barriers or inhibitors would be helpful.

A. Arenja advised that his concern was not clearly articulating the needs of council regarding competency and what is expected of council members. GSI is currently working on this matter for Council's consideration.

The Chair advised that she would like to attend the next meeting of the Council of Ontario Deans of Engineering (CODE) since they have some excellent networks and could be a potential ally. She asked that staff make these arrangements and request that PEO elections be added to the agenda so that she can provide an update on the direction that PEO is taking and to ask for their assistance in moving this along.

Further to issues on barriers, there are individuals with great competencies who may have not been involved with PEO or other engineering organizations in the past and would therefore find it challenging to obtain 15 signatures. This is something that GNC could include in future discussions.

J. Zuccon advised that to follow through with the committee's request to broaden advertising for potential Council members via various organizations, the CESC should develop some criteria. He referenced the holiday greeting list referred to by Past President noting that this list would have to be filtered. He further noted that some people may feel the list noted in the September 16, 2020 CESC minutes may not be broad enough, hence the need for tighter criteria.

The Chair suggested that the committee discuss the criteria at its next meeting.

President Bellini noted that this is a transition year and that there will be a better sense of who should be around the Council table once the governance work is done.

There was some discussion regarding a description for the role of councillor. J. Zuccon advised that this will be part of GNC's role. He suggested using the holiday greeting list as a starting point and as Council evolves there will be a better sense of a final job description. He also expressed the need to discuss a more systemic approach, even if it is an interim one.

L. Azimian noted that universities typically hold orientation sessions for students as well as weekly seminars which faculty members usually attend, providing opportunities to advertise.

The Chair requested that existing Councillors be asked if they plan to run again and for what position and identify which Councillors are eligible to run for election and which ones are not. She also requested that this communication be sent to the 2021 unsuccessful candidates and that a report be provided at the next CESC meeting.

R. Martin advised that he will prepare a draft communication to be sent by the CESC Chair.

Staff will provide a list of recommendations of organizations to approach in order to cast a wider net of candidates for discussion at the next CESC meeting. In the meantime, staff will contact CODE as previously noted as well as follow up with ICD. Staff will also contact the Institute of Corporate Directors, Charter Directors and GSI regarding posting for positions.

The article regarding Council's role will be included in the fall edition of Engineering Dimensions rather than the January/February edition. The Chair requested that an update be provided at the next meeting.

**OTHER BUSINESS**

There was no other business brought forward for discussion.

**DATE OF NEXT MEETING**

A doodle poll will be sent out to determine a meeting date and time for mid September.

There being no further business, the meeting concluded.

These minutes consist of five pages.

---

N. Hill, P.Eng., Chair

---

R. Martin, Manager, Secretariat