

# **Minutes**

16<sup>th</sup> Meeting of the AUDIT AND FINANCE COMMITTEE (AFC) of PROFESSIONAL ENGINEERS ONTARIO was held via ZOOM Videoconference on Monday, October 16, 2023, at 9:00 a.m.

**Present:** Tim Kirkby, P.Eng., Committee Chair and Eastern Region Councillor

Roydon A. Fraser, Ph.D., P.Eng., FEC, President (ex officio) Nick Colucci, P.Eng., B.A.Sc., MBA, FEC, President (ex-officio)

Greg Wowchuk, P.Eng., President-elect (ex officio)

Lorne Cutler, P.Eng., MBA, Lieutenant Governor-in-Council Appointee

Paul Mandel, MBA, CPA, CA, CBV, CFF, Lieutenant Governor-in-Council Appointee

George Nikolov, P.Eng., Lieutenant Governor-in-Council Appointee

Ravinder Panesar, P.Eng., West Central Region Councillor

Sherlock Sung, B.A.Sc., Lieutenant Governor-in-Council Appointee

Regrets: None

Staff: Jennifer Quaglietta, CEO/Registrar

Arun Dixit, VP, Corporate Operations & Digital Transformation

Chetan Mehta, Director, Finance Meilisa Soepiter, Controller, Finance Meg Feres, Manager, Council Operations

Guests: Vicki Hilborn, P. Eng., Western Regional Councillor, RPLC Chair

Steve Stewart, Partner and Auditor, Deloitte

Tommy Trinh, Investment Manager, Jarislowsky Fraser

## Call to Order

Notice having been given and a quorum being present, the Chair called the meeting to order and welcomed Committee members and staff; and made procedural announcements related to the conduct of the meeting.

#### Approval of Agenda

The Chair reviewed the draft agenda.

Moved by Councillor Mandel, seconded by Councillor Nikolov:

That the agenda for the October 16, 2023 Audit and Finance Committee meeting be approved.

**CARRIED** 

#### **Conflicts of Interest**

No conflicts were declared.

## **Consent Agenda: Previous Minutes**

The Chair proposed that a motion be approved by unanimous consent.

That the open session minutes of the Audit and Finance Committee, held on Wednesday, August 23<sup>rd</sup>, 2023, accurately reflect the business transacted at the meeting.

CARRIED Unanimous consent

#### Presentation of the 2023 Audit Plan

The auditor presented the 2023 Audit Plan to the committee and explained that Deloitte would be PEO's auditor for the audit of the association's primary financial statements, the statement for the Common Area Maintenance costs for the building, and the statement of pension plan funds, in accordance with Canadian auditing standards. He clarified that the statements for the association are prepared in accordance with not-for-profit accounting standards and spoke about various risks identified in the audit plan. He also mentioned that the audit team will be on site as well as remotely to conduct the PEO audit. Once completed, the audit findings will be presented to the AFC at its meeting in March 2024.

[R. Panesar joined the meeting at 9:15 a.m.]

## Update Re: RCC Request for Legal and Auditor Input on Chapters Seeking Sponsorship Revenues

Staff advised that the Regional Councillors Committee (RCC) had requested that the finance team to obtain legal and auditor input on the risks associated with chapters seeking sponsorship revenues.

The auditor noted that this issue is not an audit matter; however, due to the centralized banking system that PEO has adopted for its chapters, increased revenues may increase accounting work for future audits. In addition, he also concurred with the various risks associated with collecting sponsorship revenues that have been identified by staff.

Per the input provided by PEO's Chief Legal Officer, there are several risks associated with seeking sponsorship funding which include but are not limited to the potential loss of PEO's not-for-profit status, conflict of interest issues, reputational risk, etc.

Staff also pointed out that, collectively, the Chapters have adequate funding as their annual allocated budget for the past several years has seldom been fully used. Hence, the need for seeking additional sponsorship funds is not warranted. Furthermore, approval from RCC and Council can be sought if additional funding is required.

- [S. Stewart signed off at 9:47 a.m.]
- [N. Colucci and T. Trinh joined the meeting at 9:49 a.m.]

## **Update on Investments & Presentation by Investments Manager**

- T. Trinh provided an update on the overall investment climate, an update on PEO's investment portfolio, and responded to questions.
- [T. Trinh signed off at 10:15 a.m.]

## **Review of 2024 Draft Operating and Capital Budgets**

Staff presented key highlights of the 2024 Operating and Capital Budgets for the AFC, along with a request for its recommendation to Council for approval at the November 16-17, 2023 Council meeting. These budgets were presented following initial consultations with both AFC and Council.

Staff mentioned that these budgets were presented to AFC on August 23, 2023, and to Council on September 22, 2023, where Council was invited to participate in an informed, generative discussion on factors impacting the budget and guidance on potential management options.

It was clarified at the September Council meeting, the 2024 budget is projected to be in deficit and where Council subsequently provided guidance to fund the deficit from PEO's cash reserves.

The committee discussed the potential for deferring some strategic plan projects due to the upcoming deficit budget. Staff emphasized that deferring the strategic plan projects was not recommended as many were already underway and were critical for the organization's security and smooth delivery of services to members. After discussion, the committee members agreed that the strategic plan projects could not be deferred.

Staff responded to several queries from committee members related to line items under expenses, after which the committee unanimously agreed to recommend the 2024 operating and capital budgets to Council for approval in Nov.

Moved by Councillor Kirkby, seconded by Councillor Mandel:

That the AFC Recommends that council approves the draft 2024 operating and capital budgets as attached to the briefing note in Appendix A and Appendix B, and it shall be reported back to Council at the November Meeting for approval.

**CARRIED** 

## **2024 Borrowing Resolution**

The committee reviewed the 2024 Borrowing Resolution. Staff responded to several queries to committee members and noted that this agenda item is an annual request by PEO's banking partner.

Moved by Councillor Cutler, seconded by Councillor Mandel:

The Audit and Finance Committee recommends that Council:

- a. Approve the borrowing of money upon the credit of the Association by way of:
  - i. Establishing an operating overdraft up to an amount not to exceed CAD \$250,000; and
  - ii. Obtaining corporate Visa credit cards with an aggregate limit not to exceed CAD \$120,000.
- b. Confirm that this Borrowing Resolution expires on January 31, 2025.

**CARRIED** 

#### Review of Financial Statements for the 8 Months Ended August 31, 2023

The financial statements for the period ending August 31, 2023 were presented. Staff responded to questions that arose.

[S. Sung signed off at 11:00 a.m.]

## **Updates: Financial Risks; Investments; and Pension Plan**

A meeting of the pension committee is scheduled on October 17, 2023, where the pension fund manager will be presenting an update on the performance of the pension fund assets. In addition, the actuary will be present to discuss relevant items concerning the PEO pension plans. An update will be provided to the AFC at its next meeting.

#### **Motion to Move In Camera**

Moved by Councillor Kirkby, seconded by Councillor Nikolov:

That the Committee move in camera.

**CARRIED** 

## **Return to Open Session**

The committee returned to open session at 11:05 a.m.

#### Other Items

### **Annual General Meeting**

In response to a question about allocation of funds for the Annual General Meeting in the spring of 2024, the CEO/Registrar noted that Council will decide upon the time and place at its November meeting and that the budget will accommodate the requirements.

#### Fee Increase and Fee Collection Cycle

The CEO/Registrar noted that staff will undertake research regarding the potential for a membership fee increase in the future as well as the possibility of changes to the fee collection cycle. The findings will be presented to the AFC for discussion at a future meeting. The committee made suggestions regarding the scope of the environmental scan when conducting the research.

## **Next Meeting Date**

The next AFC meeting is scheduled for March 22, 2024 at 1:00 p.m.

There being no further business, the meeting concluded at 11:17 a.m.

These minutes consist of 4 pages.

#### "Tim Kirkby"

T. Kirkby, P.Eng., Committee Chair



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## **Minutes**

The 24th Meeting of the GOVERNANCE AND NOMINATING COMMITTEE (GNC) of PROFESSIONAL ENGINEERS ONTARIO was held via ZOOM Videoconference on Wednesday, January 24, 2024 at 1:00 p.m.

Present: Susan MacFarlane, P. Eng., Committee Chair and Western Region Councillor

> Roydon Fraser, P.Eng., President Nick Colucci, P.Eng., Past-President Greg Wowchuk, P.Eng., President-elect

Christopher Chahine, P.Eng., Vice President (elected)

Arjan Arenja, P.Eng., Lieutenant Governor-in-Council Appointee

Vajahat H. Banday, P.Eng., MSEE, MSCE, PE (Michigan), FEC, Councillor-at-Large

David Kiguel, P.Eng., East Central Region Councillor Nanda Lwin, P.Eng., East Central Region Councillor

Glen Schjerning, P.Eng., Councillor-at-Large

Regrets: None

Staff: Jennifer Quaglietta, CEO/Registrar

Dan Abrahams, Vice-President (VP), Policy & Governance and Chief Legal Officer

Marina Solakhyan, Director, Governance Meg Feres, Manager, Council Operations

Graham Pedregosa, Committee and Council Coordinator

**Guest:** George Nikolov, P.Eng., Lieutenant Governor-in-Council Appointee

#### Call to Order

Notice having been given and a quorum being present, the Chair called the meeting to order and welcomed Committee members, staff, and guests; and made procedural announcements related to the conduct of the meeting.

#### **Approval of Agenda**

Moved by Councillor Kiguel, seconded by Vice President Chahine:

That the agenda for the January 24, 2024 meeting be approved as presented.

**CARRIED** 

#### **Conflicts of Interest**

No conflicts were declared.

## **Consent Agenda: Previous Minutes**

Moved by President-elect Wowchuk, seconded by Past-President Colucci:

That the minutes of the 22<sup>nd</sup> open session meeting of the Governance and Nominating Committee, held on October 23, 2023 accurately reflect the business transacted at that meeting.

**CARRIED** 

## 2024 Election/Selection of Northern Region Councillor

The committee was advised that no one has been nominated for the office of Northern Region Councillor in the 2024 election and discussed options regarding selection and appointment for the 2024-2026 terms of Council. Staff presented the existing options available to fill the vacancy set out in section 29.1 of By-Law No 1 and for an option to be selected and recommended at the February Council meeting.

The key discussion points and themes from the Committee's discussion are outlined below:

- The committee discussed the possibility for the current senior Northern Region Councillor to, if necessary, remain on Council into the new term until such time as the position is filled by Council. Staff indicated that research would be required if Council were to indicate an interest in this approach.
- The process should be initiated before the close of the current term so that the new Councillor can be sworn in and take office at the next AGM with the other new Councillors.
- The 2024-2025 Council should be responsible for initiating the process since they will have the working relationship with the new Northern Region Councillor.

Moved by President-elect Wowchuk, seconded by President Fraser:

That the incoming 2024-2025 Council select and appoint the junior Northern Region Councillor for a term of 2-years, 2024-2026.

**DEFEATED** 

The committee agreed to recommend to the Council that the process for "Filling a Councillor Vacancy" under 29.1 of By-Law No 1 be followed during the current Council term. It is expected that the vacancy will be filled by Council at its April 2024 meeting.

## **Special Rules Review and Councillor Submissions**

The Committee reviewed a report by staff on the proposed Councillor submissions mechanism with four different channels that will work in parallel to allow for open and nimble participation by Councillors. This Mechanism would assist Councillors in directing items that range from ideas and suggestions to concrete motions and would include Special Rule 7.4 for two of the channels.

[G. Nikolov joined the meeting at 1:25 p.m.]

[A. Arenja joined the meeting at 1:32 p.m.]

The key discussion points and themes from the Committee's discussion are outlined below:

- Committee members discussed that the proposed submission mechanisms address a clear process on how Councillors can propose and introduce items, and how staff can assist so that items can be fairly debated and processed through the committee and Council structure.
- Committee members also flagged changing the current process on how items are brought to Council could impede or create barriers for councillors to bring forward items, and that the proposed submission mechanisms should be careful in ensuring that all ideas can be brought forward to Council by councillors.

- Committee members discussed their concerns related to the Special Rule 7.4 channel, in particular the need to define the terms "urgent" and "urgency criteria" more specifically, as well as the discretion granted to Council and committee Chairs in this regard.

[R. Fraser left the meeting at 1:55 p.m.]

[N. Lwin joined the meeting at 2:09 p.m.]

GNC committee members requested that staff draft more specific language in relation to section 7.4 of the Special Rules for review at the March GNC meeting. It is anticipated that final recommendations, including proposed changes to the Special Rules, will be brought to the April Council for final review and approval.

## **Director Conduct Plan and Disqualification Conditions**

Staff presented a three-step work plan regarding governance controls for director conduct. First, Council will prescribe conditions that disqualify Councillors from sitting on Council. Secondly, staff will review the Code of Conduct in conjunction with the Anti-Workplace Violence and Harassment Policy to ensure Council's expectations that Council's expectations for Councillor conduct are confirmed. Thirdly, ensure there are compliance and enforcement mechanisms in place that enable Council to address misconduct and behaviour that deviates from the standards set by Council.

The key discussion points and themes from the Committee's discussion are outlined below:

- The committee reviewed and discussed the list of conditions for disqualification prescribed by staff and how each condition would be determined and enforced to ensure that they are clear and fair.
- The committee specifically reviewed and discussed the first condition for disqualification "Contravening Council's code of conduct, other governance regulations, by-laws or policies, including the Anti-Workplace Violence, Harassment and Discrimination Policy." Committee members flagged the need for further clarity on how this condition would be enforced and ensuring councillors understand all documents laid out in the clause.

The committee agreed that the Director Conduct workplan should be considered for approval by Council at its February meeting. Conditions for disqualification will be reviewed by the committee again at its future meetings (March or April) when the accompanying policies (including the Code of Conduct and compliance/enforcement mechanism) are also ready for review.

## **PEO Risk Management Policy**

The committee reviewed the proposed risk management policy to support effective risk management oversight of PEO's governance and operations. Staff presented the risk management policy to the committee which sets out key principles, key accountabilities for the board and its governance committees, provides definitions for key terms, and specifies reporting frequency. Staff also presented the risk register and risk-based regulation which is part of the risk management policy which will help identify potential and existing risks to PEO.

The committee raised that the overall risk management policy should be overseen by the Audit and Finance Committee (AFC), and that the AFC charter should be amended to fully align with the proposed risk management policy.

The committee agreed to recommend the PEO Risk Management Policy be sent to Council for consideration in February.

#### 2024 AGM Member Submissions Guide

The committee reviewed the 2024 Annual General Meeting: Guide for Member Submissions. The changes proposed in the revised draft guide reflect a commitment to continuous improvement based on input received.

The committee flagged that there should be further clarity to section 2.4 that a member who has made a submission shall be provided the opportunity to be the first and final speaker with respect to that item.

There was also a discussion related to section 2.1 of the Guide, "Notice of Meeting" and it was noted that any adjustments regarding minimum and maximum days advance notice are dependent upon changes to section 20 of the By-law.

The committee agreed to recommend the 2024 AGM Guide for Member Submissions to the February Council meeting for approval subject to an addition to section 2.4 regarding speaking rights for those who make submissions.

#### In-Camera Minutes Protocol

The committee reviewed the proposed *In Camera Sessions Protocol* which will assist Council in understanding why, when, and how camera sessions of Council and governance committees should be conducted and how records should be taken and maintained. This protocol would be useful when committee and council meetings occur without the presence of Secretariat staff such as in-camera sessions.

This protocol would allow anyone who was part of the meeting to have the resources and instructions to prepare minutes for meetings or parts of meetings when Secretariat staff are not present.

Committee members agreed that the in camera minutes protocol will assist in ensuring that PEO keeps accurate minutes of all meetings whether it be in camera or open session.

The committee agreed that the recommendation be brought for approval at the February Council meeting.

[G. Nikolov left the meeting at 2:45 p.m.]

## Council Election Process Review – Eligibility Criteria to Stand for Election

Following Council's endorsement of GNC's recommendation that staff be directed to develop narrow election eligibility criteria, the committee reviewed staff's recommendation to adopt certain criteria to enhance electoral integrity and minimize risk to the organization.

The committee discussed the narrow eligibility criteria and requirements for prospective candidates to be eligible to stand for election for the PEO Council.

The key discussion points and themes from the committee's discussion are outlined below:

- The committee discussed the conflict-of-interest portion of the eligibility criteria and asked staff for further clarity on what defines a conflict of interest, such as family member, PEO staff member, or membership in other organizations.
- Committee members emphasized that these criteria would help to ensure candidates understand both the
  work and requirements of a PEO councillor, and that if in the future that criteria seem to be too restrictive or
  otherwise ineffective, Council would be able to change and amend criteria.

The committee voted to send the *Election Reform: Eligibility Criteria* package to Council for discussion and feedback once the conflict-of-interest policy has been developed.

Moved by Councillor Aranja, seconded by Past President Colucci:

That the Election Reform: Eligibility Criteria package be considered for approval by Council, subject to an enhancement to the conflict-of-interest definition.

**CARRIED** 

Yes: Arenja, Colucci, Schjerning No: Banday, Wowchuk Abstained: Chahine, Kiguel, Lwin

## **Motion to Move in Camera**

Moved by President-elect Wowchuk, seconded by Past-President Colucci:

That the Committee move in camera to discuss agenda 13.1.

**CARRIED** 

## **In Camera Meeting**

The Committee met in camera at 3:15 p.m.

There being no further business, the meeting concluded at approximately 3:45 p.m.

These minutes consist of 5 pages.

"Susan MacFarlane"

S. MacFarlane, P.Eng., Committee Chair

## Council Decision Log Open Motions

Mtg	Date	Title	Motion	Status
561	23-Feb-24	11.4 Safe Disclosure (Whistle-blower Policy)	That Council refer the Safe Disclosure (Whistle-blower) Policy to the Governance and Nominating Committee to consider possible improvements to the Policy and report back with recommendations, if any, by the end of 2024. CARRIED (Moved into open Session)	In progress
561	23-Feb-24	10.2(b) Emerging and Emerged Engineering Disciplines Committee	Original Motion That PEO Council direct the RPLC to create the "Emerging Disciplines Working Group".  The terms of reference for this Working Group shall: - Review and recognize emerging and emerged engineering disciplines; and, - Establish a process for producing rights to practice (equivalent to those of traditional practices)  Amendment That PEO Council direct the RPLC to add "Emerging Disciplines" to the RPLC 2024-2025 Work Plan.  The terms of reference for this Working Group shall: - Review and recognize emerging and emerged engineering disciplines; and, - Establish a process for producing rights to practice (equivalent to those of traditional practices)  AMENDMENT CARRIED WITH UNANIMOUS CONSENT	Complete
561	23-Feb-24	10.2(a) Caretaker Convention Working Group	Original Motion That a working group of three members, appointed by the President, provide recommendations to Council on what aspects of a Caretaker Convention PEO should adopt with recommendations provided, or an update on progress, at the June 2024 Council meeting.  Amendment To remove "of three members, appointed by the President." CARRIED WITH UNANIMOUS CONSENT	Complete
561	23-Feb-24	7.1 2024 Performance Goals for the CEO/Registrar	That Council approve the CEO/Registrar 2024 Goals Review Form as presented to the meeting at C-561-7.1, Appendix A. CARRIED	Complete

561	23-Feb-24	6.5 In-Camera Sessions Protocol	That the In-Camera Sessions Protocol be approved as presented to the meeting at C-561-6.5, Appendix A.	Complete
561	23-Feb-24	6.4 2024 Annual General Meeting: Guide for Member Submissions	That Council approves the revised Guide for Member Submissions at the Annual General Meeting as presented to the meeting at C-561-6.5, Appendix A.  Correction to Guide That Section 2.4 be corrected from "The minimum time for presentation of submissions is two minutes." to ""The maximum time for presentation of submissions is two minutes."  Friendly Amendment to Guide That all references to number of days be referenced as calendar days as needed.  Amendment to Guide That Section 3.1 be modified that submitters of motions be notified of the date of the Council meeting when the AGM submissions will be discussed.  CARRIED	Complete
561	23-Feb-24	6.3 Enterprise Risk Management Policy	That Council approve the proposed risk management policy as presented to the meeting at C-561-7.1, Appendix A.	Complete
561	23-Feb-24	6.2 Director Conduct Plan	That Council approves the three-step plan proposed by staff regarding governance controls for director conduct.	Complete
561	23-Feb-24	6.1 2024 Election: No Member Nominated for Northern Region Councillor	That the "Filling a Councillor Vacancy" process set out at section 29.1 of By-Law No 1 be followed during the current Council term to select a licence holder residing in the Northern Region for the office of Northern Region Councillor, to be appointed by Council at its April 2024 meeting.  CARRIED	Complete
561	23-Feb-24	4.1 Nomination of Two (2) PEO Representatives for Appointment to Engineers Canada Board	That Marisa Sterling, P.Eng. and Arjan Arenja, P.Eng., be nominated as PEO Directors to the Engineers Canada Board of Directors, each for a three-year term effective as of the 2024 Engineers Canada Annual General Meeting. CARRIED	Complete

561	23-Feb-24	2.2(a) Approval of Committee Membership Changes	That Council approve the changes to Committee Membership as presented.  CARRIED	Complete
561	23-Feb-24	2.1 Open Minutes -C-560	That the minutes of the 560th meeting of Council, held November 16-17, 2023, as presented to the meeting at C-561-2.1, Appendix A, accurately reflect the business transacted at that meeting. CARRIED	Complete
560	16-Nov-23	9.3c) Term Limits for Elected Councillors	Motion for staff to prepare a report on the potential to increase or potentially remove the term limit for elected Councillors by April 2024.  CARRIED	In progress
560	16-Nov-23	9.3b) Council Registry of Activities and Open Issues	That GNC provide Council with a plan for developing and maintaining a Council Registry of Activities and Open Issues for the April 2024 meeting of Council.  CARRIED BY UNANIMOUS CONSENT	In progress
560	16-Nov-23	9.2 Smith & Wolfe Awards	That, effective immediately, Council approves to discontinue the following programs: V.G. Smith Award and S.E. Wolfe Thesis Award. CARRIED	Complete
560	16-Nov-23	7.1 Direction to Examine the Current Four-Year Experience Requirement	That Council approve the proposed plan to examine P.Eng. experience requirements, using PEO's Policy Development Framework, as presented in C-560-7.1, Appendix A. CARRIED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23	6.1 CEO/Registrar Performance Review Process: Proposed Changes to Align with Strategy and Operational Planning Timelines	That Council approve the proposed aligned CEO/Registrar Performance Review Process presented at Appendix B to item C-560-6.1. CARRIED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23	5.5 Advisory Group Proposal	That, effective as of December 31, 2023, the Licensing Committee, Enforcement Committee and Professional Standards Committee be stood down with Council's thanks and appreciation to all current and previous members. CARRIED	Complete

560	16-Nov-23	5.4 Nomination Process for PEO Representatives on Engineers Canada Board	Original Motion That Council approves the revised process to nominate PEO representatives for appointment to the Engineers Canada Board of Directors, as presented to the meeting at C-560-5.4 Appendix B.  It was agreed without objection to change references to "50% + 1 majority" in the document to "a majority of votes cast."  Amended Motion That Council approves the revised process to nominate PEO representatives for appointment to the Engineers Canada Board of Directors, as amended at the meeting at C-560-5.4 Appendix B.  CARRIED AS AMENDED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23	5.5 Director	That Council receives the good practices report and directs stant, by repruary	Complete
560	16-Nov-23	S.272U24: AGM!	That tourceseecs barte, oweil to sa Gody, April Constant Mosting CARRIED	Complete
560	16-Nov-23	5.1 PEO Council Governance Scorecard	That Council accepts a scorecard of quantitative indicators as presented to support governance oversight of PEO operations.  CARRIED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23	4.Z ZUZ4	a) approve the berrowing of manay upon the credit of the acceptation by way of:	Complete
560	16-Nov-23	4.1 2024 Draft Operating and	That Council approve the draft 2024 operating and capital budgets reviewed by the Audit and Finance Committee and as presented to the meeting at C-560-4.1, Appendix A. CARRIED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23		That Council approves partially rescinding its September 23, 2016 motion, by no longer requiring that a performance standard be developed for Professional Engineers Providing Engineering Reports under O. Reg. 1/17 (ESDM and AAR Reports). CARRIED WITH CONSENT AGENDA	Complete
560	16-Nov-23	2.6 Acoustical Engineering Service in Land Use Planning Guideline	That Council approves the revised "Professional Engineers Providing Acoustical Engineering Services in the Land-Use Planning Process Guideline, dated August 11, 2023" in Appendix A. CARRIED WITH CONSENT AGENDA	Complete

560	16-Nov-23	2.5 2024 Councillor Training Protocol	That Council approves the 2024 Councillor Training Protocol as presented at Appendix A to the Decision Briefing Note titled "2024 Councillor Training Protocol", subject to the 2024 budget scheduled to be approved by Council at its November 16 & 17, 2023 meeting.  CARRIED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23	2.4 2024-2025 Council and Committee Calendar	That Council approves the Proposed 2024-2025 Calendar of Council and Governance Committee Meetings and Events, included at C-560-2.4, Appendix A. CARRIED BY UNANIMOUS CONSENT	Complete
560	16-Nov-23	2.3 2023 Statutory and Regulatory Committees' Membership List b) Full Roster	That Council approve the full 2023 Committees Membership Lists for 2024. CARRIED WITH CONSENT AGENDA	Complete
560	16-Nov-23	2.2 Consulting Engineer Designation Applications	That: 1. That Council approve the exemption from examinations and the applications for designation as Consulting Engineer as set out in Appendix A, Section 1. 2. That Council approve the applications for redesignation as Consulting Engineer as set out in Appendix A, Section 2. 3. That Council grant permission to use the title "Consulting Engineers" (or variations thereof) to the firms as presented to the meeting at C-559, Appendix A, Section 5. CARRIED WITH CONSENT AGENDA	Complete
560	16-Nov-23	2.1 Open Session Minutes – 559 Council Meeting – September 22, 2023	That the minutes of the 559th meeting of Council, held September 22, 2023, as presented to the meeting at C-560-2.1, Appendix A, accurately reflect the business transacted at that meeting.  CARRIED WITH CONSENT AGENDA	Complete

559	22-Sep-23	8.4a) Reducing the Engineering Experience 4-year Time Requirement	That RPLC provide Council with a plan at the November 2023 meeting of Council, that includes a timeline and a plan for involving ERC experience requirement experts, to  (a) consider introducing an apprentice/intern pathway to engineering experience as an alternative to CBA; and  (b) consider reducing the 4-year experience requirement for all experience pathways to licensure.  CARRIED	In progress
559	22-Sep-23	Motion to Defer	Move to defer all items in Section 7 and all items in Section 8 except:  8.3 (Eng Can Director Report, delivered earlier in meeting) 8.4a) Reducing 4-year Eng. Experience Time Requirement to the next Council meeting. CARRIED	Complete
559	22-Sep-23	6.5 Appointment of Deputy Registrar	That Americo Viola, P.Eng., be appointed Deputy Registrar, effective September 25, 2023, until such time as Council appoints a successor, and that the temporary appointment of Arun Dixit, P.Eng. as Interim Deputy Registrar be ended, with PEO's gratitude for his additional service, effective the same date. CARRIED UNANIMOUSLY	Complete
559	22-Sep-23	5.1 Report from Tribunals	That Council adopt the appointments as set out in C-559-5.1, Appendix C - the Report on Tribunal Appointments, provided in the September 22, 2023 Briefing Note from Tribunals.  CARRIED	Complete
559	22-Sep-23	4.4 Mandatory CPD (PEAK): Proposed Policy Change	That Council approve exempting all Licence and Limited Licence holders who qualify for fee remission from all annual continuing professional development requirements, effective January 2024.  CARRIED	Complete
559	22-Sep-23	4.3 RPLC Work Plan for 2023- 2024	That the Work Plan for the Regulatory Policy and Legislation Committee, as submitted to the meeting at C-559-4.3, Appendix A, be approved. CARRIED WITH CONSENT AGENDA	Complete

559	22-Sep-23	4.2 2024 AGM	Original Motion That Council endorse a [] format for PEO's 2024 Annual General Meeting.  Vote #1 That "in-person" be inserted as the choice of format for PEO's 2024 Annual General Meeting.  DEFEATED  Vote #2 That "hybrid" be inserted as the choice of format for PEO's 2024 Annual General Meeting.  Final Motion That Council endorse a hybrid format for PEO's 2024 Annual General Meeting.  CARRIED	Complete
559	22-Sep-23	2.2 Consulting Engineer Designation Applications	That: 1.That Council approve the exemption from examinations and the applications for designation as Consulting Engineer as set out in Appendix A, Section 1.  2.That Council approve the applications for redesignation as Consulting Engineer as set out in Appendix A, Section 2.  3.That Council grant permission to use the title "Consulting Engineers" (or variations thereof) to the firms as presented to the meeting at C-558, Appendix A, Section 5.  CARRIED WITH CONSENT AGENDA	Complete
559	22-Sep-23		That the minutes of the 558th meeting of Council, held June 23, 2023, as presented to the meeting at C-559-2.1, Appendix A, accurately reflect the business transacted at that meeting.  CARRIED WITH CONSENT AGENDA	Complete

558	23-Jun-23	3.10 Policy Development Framework	Original Motion That Council adopts the Policy Development Framework as presented.  Amendment That the Policy Development Framework be amended to reflect that both policy impact analysis and the Policy Impact Analysis Tool will be expected, but not required, of all PEO regulatory policy initiatives.  CARRIED	Complete
558	23-Jun-23		That: 1. Council approve the Chief Elections Officer role description and Oath of Office, as presented to the meeting at C-558-3.9, Appendix A and Appendix B;  2. That Council approve the Official Elections Agent security requirements, as presented to the meeting at C-558-3.9, Appendix C;  3. That the Governance and Nominating Committee's Election Officials Subcommittee be composed of Council members Vajahat Banday, Vicki Hilborn, Nanda Lwin, Luc Roberge, and Glen Schjerning, appointed in accordance with the terms and procedures presented to the meeting at C-558-3.9, Appendices D. CARRIED	Complete
558	23-Jun-23	3.8 CESC Appointments and Transitions	That: a) Isidro Buquiron, P.Eng., Giuseppe (Joseph) Facca, P.Eng., Suresh Khanal, P.Eng., and Mostafa Khosravyelhossaini, P.Eng. be appointed as the additional members to the 2023-2024 Central Election and Search Committee; b) the 2022-2023 Central Election and Search Committee be stood down with thanks at the close of this Council meeting; and c)the 2023-2024 Central Election and Search Committee be constituted at the close of this Council meeting. CARRIED	Complete

558	23-Jun-23	3.7 2024 Council Election Matters	Original Motion That Council, with respect to the 2024 Council election: a)āpprove the 2024 Nomination and Voting Procedures, as presented to the meeting at C-558-3.7, Appendix A; b)āpprove the 2024 Election Publicity Procedures, as presented to the meeting at C-558-3.7, Appendix B; c)āpprove the 2024 Nomination Form as presented to the meeting at C-558-3.7, Appendix C; d)āpprove the 2024 Nomination Acceptance Forms for President-Elect, Vice President, Councillor-at-Large, and Regional Councillor as presented to the meeting at C-558-3.7, Appendix D; e)āppoint the Regional Election and Search Committees (RESC) for each Region; f)āppoint the Junior Regional Councillor in each Region (Nanda Lwin, P.Eng., Michelle Liu, P.Eng., Luc Roberge, P.Eng., Ravinder Panesar, P.Eng., Susan MacFarlane, P.Eng.) as Chair of the RESC for their Region. Friendly Amendment To remove the strike-out of section 26 on Election Publicity Procedures at C-558-3.7, Appendix B, and include it in the approved document.	
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558	23-Jun-23	3.7 2024 Council Election Matters	New Motion That all Nomination Acceptance Forms at C-558-3.7 Appendix D, be amended to read:  I declare that I have read and understand the Code of Conduct for Councillors located at section 3.1.8 of the PEO Governance Manual and agree to act in accordance with it if elected.  I declare that I will complete the PEO mandatory compliance training if elected.  I have completed or will complete the "Board Basics" orientation by December 31, 2023.	Complete
			CARRIED  Friendly Amendment That changes to the Nomination Form be reflected in Procedures 11 and 12 of the Nomination and Voting Procedures in C-558-3.7, App A. These changes will be made by the CEO/Registrar.	
558	23-Jun-23	3.5 Approval of GNC Work Plan for 2023-2024	That the Work Plan for the Governance and Nominating Committee, as submitted to the meeting at C-558-3.5, Appendix A, be approved. CARRIED	Complete
558	23-Jun-23	3.4 Approval of AFC Work Plan for 2023-2024	That the Work Plan for the Audit and Finance Committee, as submitted to the meeting at C-558-3.4, Appendix A, be approved. CARRIED	Complete
558	23-Jun-23	3.3 Approval of HRCC Work Plan for 2023-2024	That the Work Plan for the Human Resources and Compensation Committee, as submitted to the meeting at C-558-3.3, Appendix A, be approved. CARRIED	Complete
558	23-Jun-23	2.3 Changes to the 2023 Committees Membership Lists	That Council re-appoint the chair of the Experience Requirements Committee (ERC) as presented to the meeting at C-558-2.3, Appendix A. CARRIED	Complete
558	23-Jun-23	_	1. That Council approve the examption from examinations and the applications	Complete
557	5-May-23	15. Appointment of Interim Deputy Registrar	That Arun Dixit, P.Eng. be appointed Interim Deputy Registrar, effective May 5, 2023, until such time as Council appoints a permanent Deputy Registrar, and  That, if Mr. Dixit is appointed, this decision be moved out of in-camera into open session in order to permit a public announcement.  CARRIED	Complete

557	5-May-23	12. 2023 - 2024	That Council approve the CEO/Negistral goals as presented at C-557-12,	Complete
557	5-May-23	Pr:fappomment	Thackdyuon"Flasel, Frietrgr, 2024 Council year in accordance with a 27/1/1 of the	Complete
557	5-May-23		Committee for the 2022 Account to positions to be appropriate and the analysis of the committee of Council and a control of the council and a	Complete
557	5-May-23	1	m-macminf-Kincuy; i-edg:, v24/pyoh.ed-Condition 104/don anto-thance and in	Complete
557	5-May-23	Councillors to	Committee Authana Pinance Committee be contibused or counting members	Complete
557	5-May-23	7. Appointment of Vice-President	That Leila Notash, P.Eng., be appointed as Vice President for the 2023-2024 Council year.  CARRIED	Complete
557	5-May-23	6. Appointment of Chair of Regional Councillors Committee	That Pappur Shankar, P.Eng., be appointed as Chair of the Regional Councillors Committee, effective immediately and to hold office until the close of business at the 2024 Annual General meeting.	Complete
557	5-May-23	5. Appointment of Council Meeting Chair	That Roydon Fraser, P.Eng., be appointed the Council Meeting Chair for the 2023-2024 Council year or until his successor is appointed.	Complete
557	5-May-23	4. Special Rules of Order	That the proposed Special Rules of Order, as presented to the meeting at C-557-4, Appendix A, be approved effective immediately, and  That the Special Rules be referred to the Governance and Nominating  Committee for review, and to report back to Council before the end of 2023.	Complete
556	31-Mar-23	3.9 IMPLEMENTATI ON OF GOVERNANCE DIRECTIONS RE: NON- GOVERNANCE COMMITEES	New Motion #1 That Council direct staff to develop one or more Advisory Groups to replace the Licensing, Enforcement, and Professional Standards Committees, as described in the proposed Terms of Reference in C-556-3.9, Appendix C.  New Motion #2 That Council approves the revised Terms of Reference of the Academic Requirements Committee and of the Experience Requirements Committee, as proposed in C-556-3.9, Appendices A & B.	In progress
556	31-Mar-23	3.8 GOVERNANCE MANUAL: INCORPORATIN G CHARTERS/PRO TOCOLS & MAKING OTHER CHANGES	That Council approve the updated Governance Manual, which integrates the Charters, Protocols, and other directions approved by Council as part of the 2020/2022 governance roadmap.  CARRIED	Complete

556	31-Mar-23	3.7 ELIMINATION OF CANADIAN EXPERIENCE REQUIREMENT	That Council directs the CEO/Registrar to begin work with the Ministry of the Attorney General on the necessary amendments to Regulation 941 to remove the Canadian experience requirement for licensure in its present form in order to comply with the provisions of section 10.2 of the Fair Access to Regulated Professions and Compulsory Trades Act (FARPACTA) with the intent of initiating a further study to explore and address any unintended consequences of this change.  CARRIED	
556	31-Mar-23	3.6b CHAPTER ACTIVITIES IN "NEITHER" CATEGORY	That: Council approves to support the following types of chapter activities:  •Chapter AGMs •Technical seminars/tours •Networking events •30x30 events •Scholarships Council approves to support with modifications the following types of chapter activities:  •Licence certificate presentations •Education/school outreach activities •Licensure Assistance Program •Chapter social media •GLP chapter activities •Chapter support of community organizations Council approves to re-assign the following types of chapter activities: •Regulatory seminars •Chapter websites and Council approves to suspend the following type of chapter activity: •Chapter event sponsorship from external sources CARRIED	Complete
556	31-Mar-23	3.6a ORDER OF HONOUR REVIEW	That:  Effective immediately, Council hereby approves the revised nomination and selection criteria for the Order of Honour, as proposed by AWC and as presented, Appendix A.  Effective immediately, Council hereby approves the change of the AWC name to the Order of Honour Selection Committee (OSC), as proposed by AWC.	

556	31-Mar-23	3.5 RECOMMENDAT ION OF THE APPOINTMENT OF AUDITORS FOR 2023	That Council recommend to members at the April 2023 Annual General Meeting that Deloitte LLP be appointed as PEO's auditor for 2023 and hold office until the next annual general meeting or until a successor is appointed.  CARRIED	Complete
556	31-Mar-23	3.4 2022 AUDITED FINANCIAL STATEMENTS	That Council: a)Approve the audited financial statements for the year ended December 31, 2022, and the auditor's report thereon, as presented to the meeting in C-556-3.4, Appendix A; and b)Authorize the President and President-elect to sign the audited financial statements on Council's behalf.	Complete
556	31-Mar-23	3.3 ENGINEERS CANADA ANNUAL MEETING OF MEMBERS: DIRECTION TO PEO MEMBER REPRESENTATI VE	<ol> <li>That Council direct PEO's Member Representative or their proxy, to vote against the motion as outlined in C-556-3.3, Appendix A:         <ul> <li>(a) THAT the term and definition of "2/3-60% Majority" in Section 1.1 of the Engineers Canada Bylaw be deleted and replaced with the following: "3/4 Majority" means a resolution passed by a minimum of three-quarters of the Members voting."</li> <li>(b) AND THAT the references to "2/3-60% Majority" in Articles 2.1(m) and 3.4(2) of the Engineers Canada Bylaw be replaced with the term "3/4 Majority".</li> </ul> </li> <li>Amendment</li> <li>That Council appoint Nick Colucci, P.Eng., Past President, as proxy holder to vote for and on behalf of the PEO President at the Engineers Canada Annual Meeting of Members on May 27, 2023, and at any and all adjournments thereof, with full power of substitution in the premises.</li> </ol>	Complete

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556	31-Mar-23	2.2 CONSULTING ENGINEER DESIGNATION APPLICATIONS	That:  Council approve the exemption from examinations and the applications for designation as Consulting Engineer as set out in C-556-2.2, Appendix A, Section 1.  Council approve the applications for redesignation as Consulting Engineer as set out in C-556-2.2, Appendix A, Section 2.  Council grant permission to use the title "Consulting Engineers" (or variations thereof) to the firms as set out in C-556-2.2, Appendix A, Section 3.  CARRIED	Complete
556	31-Mar-23	2.1 OPEN SESSION MINUTES – 555th Council Meeting	That:  a) 555th meeting of Council, held February 24, 2023, as amended at C-556-2.1, Appendix A, accurately reflect the business transacted at that meeting.	Complete
556	31-Mar-23	2.0 Consent Agenda	That the Consent Agenda be approved as amended, consisting of:  2.2 Consulting Engineer Designation Applications	Complete
555-3.11b	24-Feb-23	Supporting Evolutionary Improvements to FARPACTA Admissions	Original Motion: That ARC and ERC be asked to provide, capacity permitting, Council with demonstrations of, and principles and constraints behind, admissions models that maintain compliance with FARPACTA while removing barriers in the initial "P.Eng. only if you have B.Eng." admissions model. New Motion: That the original motion be deferred to the March 2023 Council meeting. CARRIED	In progress
555-3.11a	24-Feb-23	PEO Support for the "Retool the Iron Ring Ritual" Initiative	That Council formally acknowledges and publicly supports the "Retool the Iron Ring Ritual" initiative and requests for the Corporation of the Seven Wardens to implement meaningful changes to the Ritual of the Calling of an Engineer ceremony in ways that reflect contemporary engineering practice, values, and inclusion.  CARRIED	Complete
555-3.6	24-Feb-23	January to March 2023 Bridge Goals for the CEO/Registrar	That Council approve the CEO/Registrar goals as presented in C-555-3.6 Appendix A (Goals Review Form). CARRIED	Complete

555-3.5	24-Feb-23	Council Remuneraion Framework Review	That Council direct staff to undertake further broad exploration and study, including a variety of options, on the Council Remuneration Framework with a report back to the GNC and ultimately Council for further consideration. CARRIED	In progress
555-3.4b	24-Feb-23	Governance Roadmap – Phase 4: Recommendation s for PEO Committee and Task Force Activities Which Are Neither Governance Nor Regulatory	Original Motion: That, effective immediately, Council hereby stands down the following committees and subcommittees: • Advisory Committee on Volunteers (ACV), • Education Committee (EDU) and Education Conference Planning Subcommittee, • Equity and Diversity Committee (EDC), • External Honours Subcommittee (of the Awards Committee), • Gala Advisory Committee (subcommittee of the Awards Committee), • PEO-OAA Joint Liaison Committee (PEO-OAA JLC), • PEO-OSPE Joint Relations Committee (PEO-OSPE JRC), • Volunteer Leadership Conference Planning Committee (VLCPC). That Council approves to transfer the President's Award (for non-engineers) to OSPE, renamed as the Engineering Ally Award. That Council approves to suspend the following programs: V.G. Smith Award and S.E. Wolfe Thesis Award, until further review.  New Motion: To refer the Governance Roadmap "Neither" Recommendations back to the Governance and Nominating Committee for further consultation and to report back at a future Council meeting.  DEFEATED.  ORIGINAL MOTION CARRIED	Complete

			Original Matian	
555-3.4a	24-Feb-23	3.4a Governance Roadmap – Phase 4: Order of Honour Review	Original Motion: That, effective immediately, Council hereby approves the revised nomination and selection criteria for the Order of Honour, as proposed by AWC and as presented at C-555-3.4a, Appendix A. That, effective immediately, Council hereby approves the change of the AWC name to the Order of Honour Selection Committee (O SC), as proposed by AWC. New Motion: To refer the Order of Honour Review back to the Governance and Nominating Committee for further consideration and to report back to Council at the March 2023 meeting. CARRIED	In progress
555-3.3	24-Feb-23	Nomination of PEO Director to Engineers' Canada Board	That Tim Kirkby, P.Eng., be nominated as a PEO Director to the Engineers Canada Board of Directors, for a three-year term effective as of the 2023 Engineers Canada Annual General Meeting.  CARRIED	Complete
555-2.4	24-Feb-23	Changes to the 2023 Statutory and Regulatory Committees' Membership Lists	That Council appoint chairs to the Academic Requirements Committee (ARC) and Consulting Engineers Designation Committee (CEDC) as presented to the meeting at C-553-2.4, Appendix A. CARRIED	Complete
555-2.1	24-Feb-23	Open Session Minutes – 552nd Council Meeting	That the minutes of the 552nd meeting of Council, held November 25, 2022, as presented to the meeting at C-555-2.1, Appendix A, accurately reflect the business transacted at that meeting.  CARRIED	Complete
555-2.0	24-Feb-23	Consent Agenda	2.1 Ivilinates – 33211a Council Meeting – November 23, 2022	Complete
552-3.5	25-Nov-22	Constituting	ากลโรซันกราชคุณช่า ยะสังคุณาณิยากซ่า members เขา คนบาร รเลเนเขาง and	Complete
552-3.2	25-Nov-22	Engineer	applications for decignation as Consulting Engineer as set out in C.552.2.2	Complete
552-3.1	25-Nov-22	Open Session Minutes – 549th Council Meeting	That the minutes of the 549th meeting of Council, held September 23rd 2022, as presented to the meeting at C-552-3.1, Appendix A, accurately reflect the business transacted at that meeting.  CARRIED	Complete
552-3.0	25-Nov-22	Consent Agenda	ਜਾਬੰਦ ਜਾਬੰਦ consent agenua be approved, consisting of. 3,1 Marute நார்/0sted auncil ਅਾਰਦਾਰਾਕਜਨਿਕਾਰਾਨ੍ਹਾ ਮਾਣਕੋਟ ਮਹਿਮੂਕਜ਼, scrieduled	Complete
552-2.10	25-Nov-22	Poforondum on	for January 2022, be deferred until each time as a referendum of DEO	Complete

552-2.7	25-Nov-22	Safe Disclosure ("Whistleblower") Policy	Whereas it is one of the Human Resources and Compensation Committee's (HRCC) risk management Charter responsibilities to "oversee the effective implementation and use of a Safe Disclosure ("Whistleblower") Protocol for staff members and others to safely report potential breaches of conduct of senior management to designated trusted third parties, protecting the anonymity of disclosers"  Be it Resolved: That Council approves the Safe Disclosure ("Whistleblower")	Complete
			Policy as recommended by the HRCC and presented to the meeting at C-552-	
			2.7, Appendix A. CARRIED	
552-2.6	25-Nov-22	Donowing Deliev	That Council.	Complete
552-2.5	25-Nov-22	Pudget	1) ar counctrapprovering of an 2023 capital bought of the wear by inthe Abulting of	Complete
552-2.4	25-Nov-22	2023 Operating Budget	That Council approve the draft 2023 operating budget reviewed by the Audit and Finance Committee and as presented to the meeting at C-552-2.4, Appendix A. CARRIED	Complete

552-2.3	25-Nov-22	Compliance with FARPACTA: Academic Equivalency and the Canadian Experience Requirement	program that is included in the International Institutions and Degrees Database (IIDD) administered by Engineers Canada, subject to successful completion of a confirmatory examination program, is the engineering educational qualification equivalent to a bachelor's degree in a Canadian engineering program that is accredited to the Council's satisfaction.  2. That Council support the use of a competency-based assessment model including ethics indicators to confirm that an applicant for a licence has sufficient experience to enable them to meet the generally accepted standards of practical skill required to engage in the practice of professional engineering.  3. These motions are effective as soon as adequate notice of any change in requirements is given to prospective applicants but in any case will apply to new applicants not later than July 1, 2023.  There was a friendly amendment to vote on part 1 separately, and to vote on parts 2 and 3 together.  First proposed amendment to Part 1:  1. That Council recognize that obtaining a bachelor's degree in an engineering program that is:  (a) identified as legitimate in the International Institutions and Degrees Database (IIDD) administered by Engineers Canada, and (b) subject to successful completion of a confirmatory examination program to be specified by PEO in consultation with subject matter experts, is the engineering educational qualification equivalent to a bachelor's degree in a Canadian engineering program that is accredited to the Council's satisfaction.  DEFEATED	Complete
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549-3.2	23-Sep-22	Consulting Engineer Designation Applications	<ol> <li>That Council approve the exemption from examinations and the applications for designation as Consulting Engineer as set out in C-549-3.2, Appendix A, Section 1.</li> <li>That Council approve the applications for redesignation as Consulting Engineer as set out in C-549-3.2, Appendix A, Section 2.</li> <li>That Council grant permission to use the title "Consulting Engineers" (or variations thereof) to the firms as set out in C-549-3.2, Appendix A, Section 3. CARRIED</li> </ol>	Complete
549-3.1	23-Sep-22	Open Session Minutes – 548th Council Meeting	That the minutes of the 548th meeting of Council, held June 24th 2022, as presented to the meeting at C-549-3.1, Appendix A, accurately reflect the business transacted at that meeting. CARRIED	Complete
549-3.0	23-Sep-22	Consent Agenda	That the consent agenda be approved, consisting of:  3.1 Minutes – 549th Council meeting – June 24, 2022  3.2 Consulting Engineer Designation Applications  3.3 Engineers Canada Directors Report  3.4 Governance Committee Reports and 2022-2023 Workplans  CARRIED  For: 19  V. Banday C. Bellini R. Brunet C. Chahine C. Chiddle J. Chisholm L. Cutler A.  Dryland R. Fraser V. Hilborn D. Kiguel T. Kirkby S. MacFarlane P. Mandel D.  Montgomery L. Roberge S. Schelske P. Shankar R. Walker  Against: 0  Abstain: 0	Complete

549-2.13	23-Sep-22	Recommendation s on AGM Submissions	That a regulatory impact assessment be conducted as per AGM 2022 Submission #3: Climate Change. DEFEATED  For: 6 V. Banday C. Chahine J. Chisholm R. Fraser V. Hilborn P. Shankar Against: 13 A. Arenja C. Bellini R. Brunet C. Chiddle C. Cutler A. Dryland S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Sung R. Walker Abstain: 3 D. Kiguel T. Kirkby S. Schelske	Complete
549-2.14	23-Sep-22	Reimbursement Policy: Chapter Volunteers	That Council direct the Audit & Finance Committee to consider the inclusion of a chapter-specific appendix in the Reimbursement Policy, to include partner expense reimbursements when a volunteer attends a Regional Congress.  Move to refer the motion back to the Regional Congress Committee for further review. DEFEATED  For: 2  T. Kirkby P. Shankar  Against: 21  A. Arenja V. Banday C. Bellini R. Brunet C. Chahine C. Chiddle J. Chisholm L. Cutler A. Dryland R. Fraser V. Hilborn D. Kiguel S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Schelske S. Sung R. Walker  Against: 0  Council then voted on the original motion. CARRIED  For: 18  A. Arenja V. Banday C. Bellini C. Chahine C. Chiddle J. Chisholm L. Cutler A. Dryland R. Fraser V. Hilborn D. Kiguel S. MacFarlane P. Mandel D. Montgomery L. Roberge S. Schelske P. Shankar R. Walker  Against: 2  R. Brunet T. Kirkby  Abstain: 2  G. Nikolov S. Sung	In progress

549-2.11	23-Sep-22	Data Protection Policy	<ol> <li>That Council adopts the data protection policy as outlined in the Draft Position Statement presented at C-549, 2.11 Appendix A, to reduce PEO's risks and ensure PEO conforms with all applicable privacy obligations; and</li> <li>That Council instructs the CEO/Registrar and/or President to work with impacted parties to examine existing data-sharing activities and ensure they comply with the new policy and provide an information report to Council at its November 2022 meeting. CARRIED</li> <li>For: 21         <ul> <li>A. Arenja C. Bellini R. Brunet C. Chahine C. Chiddle J. Chisholm C. Cutler A. Dryland R. Fraser V. Hilborn D. Kiguel T. Kirkby S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Schelske P. Shankar S. Sung R. Walker Against: 0</li> <li>Abstain: 0</li> </ul> </li> </ol>	In progress
549-2.10	23-Sep-22	Workplace Violence and Harassment Policy Update	That Council direct staff to conduct a holistic review of best practices in governance controls vis-à-vis expectations for director behaviour and conduct, forms of director misconduct, and options available to a regulatory board to address director misconduct. This work will be conducted under the oversight of the Human Resources and Compensation Committee (HRCC) and the Governance and Nominating Committee (GNC) in accordance with their respective mandates. CARRIED  For: 21  A. Arenja C. Bellini R. Brunet C. Chahine C. Chiddle J. Chisholm C. Cutler A. Dryland R. Fraser V. Hilborn D. Kiguel T. Kirkby S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Schelske P. Shankar S. Sung R. Walker Against: 1  V. Banday  Abstain: 0	In progress

549-2.9	23-Sep-22	Guideline on Attendance at Council and Governance Committee Meetings	That Council approve the Guideline on Attendance at Council and Governance Committee Meetings as presented to the meeting at C-549-2.9, Appendix A. CARRIED  For: 14  A. Arenja C. Bellini R. Brunet C. Chiddle A. Dryland V. Hilborn S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Schelske S. Sung R. Walker Against: 6  V. Banday C. Chahine C. Cutler R. Fraser D. Kiguel T. Kirkby Abstain: 1  P. Shankar	Complete
549-2.8	23-Sep-22	By-law Amendments: Council Directions	That Council be asked to approve the amendments to By-Law No. 1 as presented to the meeting at C-549-2.8, appendices A, B, C and D.  2/3 majority of votes cast required to carry CARRIED  For: 15  A. Arenja C. Bellini R. Brunet C. Chiddle C. Cutler A. Dryland V. Hilborn S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Schelske S. Sung R. Walker  Against: 5  V. Banday C. Chahine R. Fraser D. Kiguel T. Kirkby  Abstain: 1  P. Shankar	Complete

549-2.7	23-Sep-22	By-Law Amendments: Financial Approvals	That Council approves the amendments to By-Law No. 1 as presented to the meeting at C-549-2.7, Appendices A, B and C.  2/3 majority of votes cast required to carry CARRIED  For: 19 A. Arenja C. Bellini R. Brunet C. Chahine C. Chiddle L. Cutler A. Dryland V. Hilborn D. Kiguel T. Kirkby S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Roberge S. Schelske P. Shankar S. Sung R. Walker Against: 3 V. Banday J. Chisholm R. Fraser Abstain: 0	Complete
548-2.3	24-Jun-22	Amendment –	That Council approves the recommendation by the Audit and Finance Committee to update the signing authority for deeds, transfers, contracts, and other instruments requiring the signature of the Association, and that Council directs that an appropriate by-law amendment be prepared for its consideration as soon as practicable.  CARRIED	Complete
548-2.4	24-Jun-22	2023 Elections – Recommendation From Governance And Nominating Committee (GNC)	Against: 15 C Bellini R Brunet C Chahine C Chiddle I Chisholm I Cutler A Dryland V	Complete

	That item g) be added to the list of recommendations with respect to the 2023 Council election "include Equity, Diversity and Inclusion (EDI) improvement changes as defined at Council meeting C-548."  CARRIED  Council then voted on the original motion as amended.  That Council, with respect to the 2023 Council election: a)āpprove the 2023 Voting Procedures, as presented to the meeting at C-548-2.4, Appendix A; b)āpprove the 2023 Election Publicity Procedures, as presented to the meeting at C-548-2.4, Appendix B c)āpprove the 2023 Nomination Form as presented to the meeting at C-548-2.4, Appendix C; d)āpprove the 2023 Nomination Acceptance Forms for President-Elect, Vice President, Councillor-at-Large, and Regional Councillor as presented to the meeting at C-548-2.4, Appendix D; e)āppoint the Regional Election and Search Committees (RESC) for each Region; f)āppoint the Junior Regional Councillor in each Region (Dana Montgomery, P.Eng., Tim Kirkby, P.Eng., David Kiguel, P.Eng., Vicki Hilborn, P.Eng., Pappur Shankar P.Eng.) as Chair of the RESC for their Region. g)īnclude Equity, Diversity and Inclusion (EDI) improvement changes as defined at Council meeting C-548. CARRIED	Complete
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548-2.5	24-Jun-22	Strategic Planning Goals	That Council vote on each of the four strategic planning goals separately. DEFEATED  Whereas Council, informed by the best available feedback and evidence from stakeholders, the public, and other jurisdictions, met on May 12-13 and agreed upon the key elements of a Strategic Plan; and Had the opportunity to confirm these elements by survey, Therefore, the following elements will form PEO's 2023-25 Strategic Plan:  Goal 1: Improve PEO's licensing processes, without compromising public safety. We will do this by:  *Creating a fair, transparent, accessible and efficient application process that maintains competency and complies with FARPACTA by July 1, 2023  *Reviewing licensing business processes and implementing changes to improve efficiency without sacrificing public safety or information security by January 1, 2025  *Ensuring all licensing activities reflect the values of equity, diversity and inclusion  Goal 2: Optimize organizational performance.  We will initiate this by:  *Updating and developing standards and practice guidelines  *Ensuring adequate IT infrastructure, improving our capacity to collect and manage data  *Reviewing and improving communication and business processes, including ensuring they reflect the values of equity, diversity and inclusion	Complete

			Goal 3: Implement a continuous governance improvement program.  We will do this by:  *Ensuring orientation for Councillors and PEO's Executive Leadership Team  *Ensuring Committees and Council have the necessary evidence to support quality decision-making  *Establishing metrics for governance performance, which include principles of equity, diversity and inclusion by spring 2023 and implementing an annual review  Goal 4: Refresh PEO's vision to ensure all stakeholders see relevance and value in PEO.  We will do this by:  *facilitating meaningful dialogue with members and other stakeholders  *undertaking required research  *developing a proposed vision for consultation  CARRIED  Recorded Vote  For: 19  C. Bellini R. Brunet C. Chahine C. Chiddle L. Cutler A. Dryland R. Fraser V.  Hilborn D. Kiguel S. MacFarlane P. Mandel D. Montgomery G. Nikolov L. Notash  L. Roberge S. Schelske P. Shankar S. Sung R. Walker  Against: 3  V. Banday T. Kirkby G. Wowchuk  Abstain: 1 J. Chisholm	Complete
548-2.6	24-Jun-22	CEO/Registrar Goals For 2022- 2023 – Recommendation From Human Resources And Compensation Committee (HRCC)	That Council approve the CEO/Registrar goals as presented at C-548-2.6, Appendix A (Performance Review Form). CARRIED	Complete

548-3.2	24-Jun-22	Consulting Engineer Designation	1. That Council approve the exemption from examinations and the applications for designation as Consulting Engineer as set out in C-548-3.2, Appendix A, Section 1.  2. That Council approve the applications for redesignation as Consulting Engineer as set out in C-548-3.2, Appendix A, Section 2.	Complete
		Applications	3. That Council grant permission to use the title "Consulting Engineers" (or variations thereof) to the firms as set out in C-548-3.2, Appendix A, Section 3. CARRIED	
548-3.3	24-Jun-22	Statutory Committees – Reappointments Subject To Approval By The Attorney General	To re-appoint members, who are not members of the Council nor members of the Association, as specified in C-548-3.4, Appendix A, to their respective committees for three (3) year terms subject to and effective as of the date of approval by the Attorney-General as required pursuant to sections 19.1(1)1ii, 25.(1)(b) and 27(1)3ii of the Professional Engineers Act. CARRIED	Complete
548-3.4	24-Jun-22	Central Election And Search Committee	The following motion, approved in-camera, was moved into open session.  That:  a)Michael Chan, P.Eng., and Dave Estrella, P.Eng. be appointed as the the additional members to the 2022-2023 Central Election and Search Committee; b)that the 2021-2022 Central Election and Search Committee be stood down with thanks at the close of this Council meeting; and c)that the 2022-2023 Central Election and Search Committee be constituted at the close of this Council meeting d)Request the CESC to advise Council of decision-making criteria used to recommend the two candidates noted above.  CARRIED	

547-4	4-May-22	Special Rules of Order	Appendix A, be approved effective immediately and remain in effect until the close of business at the 2022 Annual General Meeting.  2/3 majority of votes cast required to carry  That the Special Rules be amended to include the following:  7. MEETING DETAILS AND AGENDAS  7.1 Details of meeting format, location, and time shall be finalized and sent to members of Council not later than two weeks before the meeting. These meeting details may be amended only in case of emergency.  7.2 The agendaalong with supporting materials and appendices shall be finalized and sent to members of Council not later than one week before the meeting. During the week prior to the meeting, only amendments or additions either of a very minor nature or which are the result of an emergency, may be added, and the members shall be notified.  7.3 For the purposes of this section, an emergency is defined as an event or sequence of events which: (i) Was unexpected, (ii) Will result in harm to the organization or to the public if not acted on, or will get worse, and (iii) Cannot wait to be addressed at a subsequent meeting of Council.  7.4 A member of Council may add an item to the meeting agenda by submitting it to the Secretariat not later than two weeks prior to the meeting. CARRIED AMENDMENT CARRIED	Complete
547-5	4-May-22	Council Meeting Chair	That Nick Colucci, P.Eng., be appointed the Council Meeting Chair for the 2022-2023 Council year or until his successor is appointed. CARRIED	Complete

547-6	4-May-22	In-person Council Meeting Protocol	That Council approve the safety measures, as outlined in Appendix A to C-547-6, in support of the resumption of in-person Council meetings at PEO's premises at 40 Sheppard Avenue West, Toronto. Motion that the safety measures be amended to remove point 1: "Council visiting the PEO office will be required to provide proof of vaccination prior to entering the premises, proof must be sent via email to hr@peo.on.ca" DEFEATED  THE ORIGINAL MOTION WAS THEN VOTED ON AND CARRIED	Complete
547-7	4-May-22	Appointments to	Poborgo D Eng. as a Northern Region Councillor, each to some the remaining	Complete
547-8	4-May-22	Appointment of Chair of Regional Councillors Committee	That Christopher Chahine, P.Eng., be appointed as Chair of the Regional Councillors Committee, effective immediately and to hold office until the close of business at the 2023 Annual General meeting. CARRIED	Complete
547-9	4-May-22	Appointment of Vice President	That Lorne Cutler, P.Eng., be appointed as Vice President for the 2022-2023 Council year. CARRIED	Complete

547-10	4-May-22	Appointment of Councillors to Governance Committees for 2022-2023	1. That the Audit and Finance Committee be composed of Council members Vajahat Banday, P.Eng., Robert Brunet, P.Eng., Nick Colucci, P.Eng., Lorne Cutler, P.Eng., Roydon Fraser, P.Eng., Paul Mandel, P.Eng., Pappur Shankar, P.Eng., Sherlock Sung, and Randy Walker, P.Eng., appointed for the 2022-2023 Council year. CARRIED  2. That the Governance and Nominating Committee be composed of Council members Arjan Arenja, P.Eng., Christian Bellini, P.Eng., Nick Colucci, P.Eng., Roydon Fraser, P.Eng., Tim Kirkby, P.Eng., Susan MacFarlane, P.Eng., George Nikolov, P.Eng., and Gregory Wowchuk, P.Eng., appointed for the 2022-2023 Council year. CARRIED  3. That the Human Resources and Compensation Committee be composed of Council members Christian Bellini, P.Eng., Nick Colucci, P.Eng., Andy Dryland, Roydon Fraser, P.Eng., Luc Roberge, P.Eng., and Scott Schelske, P.Eng., appointed for the 2022-2023 Council year. CARRIED  4. That the Regulatory Policy and Legislation Committee be composed of Council members Christopher Chahine, P.Eng., Chantal Chiddle, P.Eng., James Chisholm, P.Eng., Nick Colucci, P. Eng., Roydon Fraser, P.Eng., Vicki Hilborn, P.Eng., David Kiguel, P.Eng., Dana Montgomery, P.Eng., and Leila Notash, P.Eng., appointed for the 2022-2023 Council year. CARRIED	Complete
547-11	4-May-22	Appointment of Governance Committee Chairs	<ol> <li>That Lorne Cutler, P.Eng., be appointed the Audit and Finance Committee Chair for the 2022-2023 Council year or until their successor is appointed. CARRIED</li> <li>That Arjan Arenja, P.Eng., be appointed the Governance and Nominating Committee Chair for the 2022-2023 Council year or until their successor is appointed. CARRIED</li> <li>That Luc Roberge, P.Eng., be appointed the Human Resources and Compensation Committee Chair for the 2022-2023 Council year or until their successor is appointed. CARRIED</li> <li>That Chantal Chiddle, P.Eng., be appointed the Regulatory Policy and Legislation Committee Chair for the 2022-2023 Council year or until their successor is appointed. CARRIED</li> </ol>	Complete

547-12	4-May-22	Appointment of Councillors to Executive Committee	1. That the number of Executive positions to be appointed from amongst the members of Council under s.28(1)(e) of Regulation 941 be fixed at one (1), who for greater clarity must be a member of Council appointed by the Lieutenant Governor in Council. CARRIED  2. That Scott Schelske, P.Eng., be appointed as a member of the Executive Committee for the 2022-2023 Council year, in accordance with ss.28(1)(e) and 28(1.1) of Regulation 941. CARRIED	Complete
547-13	4-May-22	Appointment of Elected Councillor to the Discipline Committee	That the number of positions to be appointed from amongst the members of Council to the Discipline Committee be fixed at two (2). DEFEATED  Recorded Vote For: 7  V. Banday, C. Chahine, J. Chisholm, R. Fraser, D. Kiguel, L. Notash, G. Wowchuk Against: 12 C. Bellini, C. Chiddle, L. Cutler, S. MacFarlane, P. Mandel, D. Montgomery, G. Nikolov, L. Roberge, S. Schelske, P. Sankar, S. Sung, R. Walker Abstain: 1 A. Arenja  That Nick Colucci, P.Eng., be appointed as a member of the Discipline Committee for the 2022-2023 Council year, in accordance with s.27(1)1 of the Professional Engineers Act. CARRIED  Recorded Vote For: 12 A. Arenja, V. Banday, C. Chahine, C. Chiddle, J. Chisholm, L. Cutler, D. Kiguel, S. MacFarlane, D. Montgomery, G. Nikolov, L. Roberge, S. Schelske, P. Shankar, S. Sung, R. Walker Against: 0 Abstain: 3 P. Mandel, L. Notash, G. Wowchuk	Complete

546-2.5	8-Apr-22	2021 Audited Financial Statements	That Council: a) approve the audited financial statements for the year ended December 31, 2021, and the auditor's report thereon, as presented to the meeting at C-546-2.5, Appendix A; and b) authorize the President and President-elect to sign the audited financial statements on Council's behalf. CARRIED	Complete
546-2.6	8-Apr-22	Recommendation of the Appointment of Auditors for 2022	That Council recommend to members at the April 2022 Annual General Meeting that Deloitte LLP be appointed as PEO's auditor for 2022 and hold office until the next annual general meeting or until a successor is appointed. CARRIED	Complete
546-2.8	8-Apr-22	Engineers Canada AMM: Direction to PEO Member Representative	<ol> <li>That Council direct PEO's Member Representative at the 2022 Engineers Canada Annual Meeting of Members to support the approval of the Engineers Canada Bylaw amendment, as outlined in C-546-2.8, Appendix A and approved by the Engineers Canada Board on February 25, 2022.</li> <li>That Council direct PEO's Member Representative at the 2022 Engineers Canada Annual Meeting of Members to support the approval of the 2024 Per Capita Assessment Fee reduction, as outlined in C-546-2.8, Appendix B and approved by the Engineers Canada Board on December 13, 2021.</li> <li>That Council direct PEO's Member Representative to vote against the motion "THAT the Engineers Canada Board of Directors be reduced in size to 16 members, in the manner proposed in the Governance Committee's May 2020 Report on Board Size, with the reduction taking effect by May 2025" as outlined in C-546-2.8, Appendix C. CARRIED</li> </ol>	Complete
546-2.9	8-Apr-22	Engineers Canada – Candidate for President-elect	That Council agrees to re-nominate Nancy Hill, P.Eng., to serve a further two-year term as an Engineers Canada director from Ontario commencing at the 2023 Engineers Canada Annual Meeting of Members, conditional on her being chosen as Pr esident-Elect at the May 2022 EC Board Meeting held in conjunction with the EC AMM. CARRIED	Complete
546-2.10	8-Apr-22	Guideline – Pre- Start Health and Safety Review	That Council: 1. Approve the publication of the Pre-Start Health and Safety Review guideline as presented to the meeting at C-546-2.10; and 2. Direct the Registrar to publish the guideline and notify members and the public of its publication through usual PEO communications; and 3. Stand down the subcommittee which prepared the Pre-Start Health and Safety Review guideline. CARRIED	In progress

546-2.11	8-Apr-22	Anti-racism and Anti- discrimination Exploratory Working Group (AREWG) Update	1. That Council approves the Anti-racism & Equity (ARE) Code v.1.1. – included in the Council package –and commits PEO to abide by it and ensure that: (i) its final form is prominently posted as an official PEO policy on PEO's website, and easily accessible by the public and PEO's licence holders; and (ii) PEO prominently announces to the public before the 2022 AGM that Council has approved the ARE Code.  2. That Council tasks the AREWG to: (i) collaborate with PEO's staff, committees, initiatives, and/or people resources to deal appropriately with the supplementary feedback obtained in the February-March 2022 consultations; and (ii) ensure that it focuses on public policy in Ontario, with a prioritized focus on viewing policy through racial context lenses, and a subsequent focus on viewing policy through gender lenses.  3. That Council tasks the AREWG, with the allocation of appropriate people and financial resources, to complete the remaining AREWG Phase 3 steps that Council approved in November 2021 and report the related progress and any recommendations to Council.  4. That Council – recognizing Indigenous Peoples' constitutionally protected right of self-determination – tasks the AREWG with the allocation of appropriate people, finances, resources and time to evaluate PEO's role in Truth and Reconciliation and accountabilities to answer the Calls to Action through meaningful engagement with Indigenous Peoples, members, and Communities in Ontario; to work towards developing policy approaches led by Indigenous Peoples; and to regularly provide updates to Council throughout the year and to the membership at every AGM. CARRIED	In progress
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546-2.12	8-Apr-22	Process for Filling Councillor Vacancies	That the process for filling Councillor vacancies be deferred to the next meeting of Council in order to provide a more detailed briefing note that would include issues related to the amount of time remaining in a term. DEFEATED  That Council instruct the Governance and Nominating Committee to adopt the following process for recruiting potential candidates for vacant elected positions:  - Contact the first runner-up from the most recent Council election for the position where the vacancy has aris en to determine if they are interested in serving the unexpired portion of the Council member's term and if so recommend that Council appoint that person at the earliest opportunity; or  - In the event the first runner-up for a position declines, contact the next runner-up in the most recent election and, if that person is willing, recommend them for appointment as above; and if that runner-up declines, continue this process in sequence with additional runners-up, as applicable; or  - In the event that all runners-up decline, or where there were no runners-up because of an acclamation at the time of the last election, invite expressions of interest from those PEO Members eligible to fill the vacancy, consider candidates and make a recommendation to Council at an appropriate time. and  That Council further instruct the Regulatory Policy and Legislation Committee to consider and make appropriate recommendations to Council with respect to setting out the above process in a regulation or by-law. CARRIED	In progress
546	8-Apr-22	Gender Neutral Language and Gender Pronouns	That Council directs the CEO/Registrar to develop – for Council's approval – a policy regarding gender-neutral and gender inclusive language, in alignment with current best practices in the public interest, and directs the RPLC to help ensure the most current gender-neutral language is used in all PEO documents. CARRIED	In progress

546-3.2	8-Apr-22	Consulting Engineer Designation Applications	<ol> <li>That Council approve the exemption from examinations and the applications for designation as Consulting Engineer as set out in C-546-3.2, Appendix A, Section 1.</li> <li>That Council approve the applications for redesignation as Consulting Engineer as set out in C-546-3.2, Appendix A, Section 2.</li> <li>That Council grant permission to use the title "Consulting Engineers" (or variations thereof) to the firms as set out in C- 546-3.2 Appendix A, Section 3. CARRIED</li> </ol>	Complete
546-3.3	8-Apr-22	Changes to the 2022 Statutory and Regulatory Committees' Membership Lists	That Council appoint members to the Academic Requirements Committee (ARC), Consulting Engineer Designation Committee (CEDC) and Complaints Committee (COC) as presented to the meeting at C-546-3.3, Appendix A, and a chair and vice chair to the Consulting Engineer Designation Committee (CEDC) as presented to the meeting at C-546-3.3, Appendix B. CARRIED	Complete