



MINUTES

The 567th MEETING of the COUNCIL of PROFESSIONAL ENGINEERS ONTARIO (PEO) was a hybrid meeting held at 40 Sheppard Avenue West, 8th Floor on Friday, February 21, 2025 at 8:30 a.m.

Present

(In-Person): G. Wowchuk, P.Eng., President
R. Fraser, P.Eng., Past President
C. Chiddle, P. Eng., Eastern Region Councillor
L. Cutler, P.Eng., Lieutenant Governor-in-Council Appointee
S.H. Ehtemam, P.Eng., East Central Region Councillor
A. Elshaer, P.Eng., Northern Region Councillor
V. Hilborn, P.Eng., Western Region Councillor
S. MacFarlane, P.Eng., Western Region Councillor
L. Notash, P.Eng., Councillor-at-Large
N. Lwin, P.Eng., Vice President (appointed) and East Central Region Councillor
R. Panesar, P.Eng., West Central Region Councillor
R. Prudhomme, P.Eng., Lieutenant Governor-in-Council Appointee
L. Roberge, P.Eng., Northern Region Councillor
G. Schjerning, P.Eng., Councillor-at-Large
U. Senaratne, P.Eng., Lieutenant Governor-in-Council Appointee
R. Walker, P.Eng., Councillor-at-Large

Present

(Virtual): G. Boone, P.Eng., Vice President (elected)
A. Dryland, CET., Lieutenant Governor-in-Council Appointee
P. Mandel, CPA, CBV, Lieutenant Governor-in-Council Appointee
G. Nikolov, P.Eng., Lieutenant Governor-in-Council Appointee
P. Shankar, P.Eng., West Central Region Councillor
S. Sung, Lieutenant Governor-in-Council Appointee

Regrets:

M. Liu, P. Eng., Eastern Region Councillor
F. Saghezchi, P.Eng., President-elect
S. Schelske, P.Eng., Lieutenant Governor-in-Council Appointee

Staff

(In-Person): J. Quaglietta, P.Eng., CEO/Registrar
D. Abrahams, Vice-President (VP), Policy & Governance and Chief Legal Officer
A. Dixit, P.Eng., VP, Corporate Operations and Digital Transformation
A. Viola, P.Eng., VP, Regulatory Operations and Deputy Registrar (from minute 12818)
D. Sikkema, Chief People Officer
M. Solakhyan, Senior Director, Governance
K. Praljak, Director, Communications
M. Rusek, Director, Investigations and Prosecutions
D. Smith, Director, External Relations
J. Vera, Director, Licensing
M. Feres, Manager, Council Operations (Secretariat)
E. Chor, Research Analyst (Secretariat)
A. Vijayanathan, Council and Committee Coordinator (Secretariat)



Staff

(Virtual): A. Viola, P.Eng., VP, Regulatory Operations and Deputy Registrar (to minute 12817)
N. Brown, Director, Tribunals and Legal Counsel
C. Mehta, Director, Finance
N. Axworthy, Managing Editor and Communications Specialist
A. Anowar, Council and Committee Coordinator (Secretariat)

Guests

(In-Person): A. Arenja, P. Eng., Director, Ontario, Engineers Canada
C. Bellini, P. Eng., Director, Ontario, Engineers Canada
T. Kirkby, P.Eng., Director, Ontario, Engineers Canada
M. Sterling, P.Eng., Ontario Director, Engineers Canada
N. Burgwin, Vice Chair, Ontario Society of Professional Engineers (OSPE)
J. Butts, Partner, Watson Board Advisors
C. Chahine, P.Eng., Candidate for Nomination to Engineers Canada Board
L. Lukinuk, Parliamentary Services
P. Rizcallah, CEO, Engineers Canada
G. Schoenberg, Consultant, Watson Board Advisors

Guests

(Virtual): N. Hill, P. Eng., Ontario Director, Engineers Canada
E. Acquah, Administration & Operations Manager, MDR Strategies Group Inc
S. Cameron, Counsel, Ministry of the Attorney General
N. Colucci, P.Eng., Candidate for Nomination to Engineers Canada Board
C. Deschenes, Director, Communications & Strategy, MDR Strategies Group Inc
S. Perruzza, CEO, OSPE
D. Roukema, CEO, MDR Strategies Group Inc
S. Verrecchia, President/CEO, Satori Consulting Inc.

Council convened at 8:32 a.m. on Friday, February 21, 2025.

CALL TO ORDER

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

The Chair congratulated Councillor Rachel Prudhomme on her recent appointment to Laurentian University's Board of Governors where she will also serve on the University's Governance Committee, as well as the Human Resources Committee.

12805 – APPROVAL OF AGENDA

The Chair reviewed the draft agenda. The following changes were proposed:

- Removal of items 2.2(a) and 2.3 from the Consent Agenda for individual consideration;
- Consideration of item 5.1 "*Council Remuneration Framework* after 1:00 pm to accommodate the presence of the external advisors; and
- Removal of item 11.4 "*Councillor Questions: Strengthening the Role of President*" at the request of President-elect Saghezchi to the Chair ahead of the meeting.



Moved by Councillor Elshaer, seconded by Councillor Roberge:

That:

- a) the agenda at C-567-1.2, Appendix A be approved as amended; and
- b) the Chair be authorized to suspend the regular order of business.

CARRIED
Unanimous consent

<u>For: 20</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 4</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			P. Shankar
S. H. Ehtemam			
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
G. Nikolov			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			
R. Walker			

12806 – DECLARATION OF CONFLICTS OF INTEREST

Councillor Lwin declared a perceived conflict of interest due to his role as a chief nominator for one of the nominees for Order of Honor and noted he will not participate in the discussion of item 11.3 *“Recommendation for 2025 Order of Honor Inductees”*.

Councillor Hilborn declared a perceived conflict of interest due to her employment with the Government of Ontario and noted that participation in the meeting is representative of herself and not the councillor’s employer.

12807 – CONSENT AGENDA

Moved by Councillor Walker, seconded by Councillor Chiddle:

That the Consent Agenda be approved, consisting of:

2.1 Open Session Minutes C-566, November 29, 2024



2.2(b) 2024 Statutory and Regulatory Committees Membership List (informational changes)

2.4 Engineers Canada Directors Report

CARRIED
Unanimous consent

<u>For: 20</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 4</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			P. Shankar
S. H. Ehtemam			
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
G. Nikolov			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			
R. Walker			

12808 - CHANGES TO 2025 STATUARY AND REGULATORY COMMITTEES' MEMBERSHIP LIST: APPROVAL OF COMMITTEE CHANGES

Council considered a request to approve committee membership changes. There was a discussion on the growing number of people without an engineering background in the discipline committee. Staff clarified that there is a requirement for the committee to include public members and also noted that this item includes the term renewals of existing members.

Moved by Councillor Walker, seconded by Councillor Senaratne:

That Council approves the committee membership changes as presented.

CARRIED
Unanimous consent

<u>For: 20</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 4</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			P. Shankar
S. H. Ehtemam			



A. Elshaer
R. Fraser
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U. Senaratne
S. Sung
R. Walker

12809 - PEO COUNCIL GOVERNANCE SCORECARD REVIEW

[M. Rusek joined the meeting at 8:48 a.m.]

Following the first year of PEO's Council Governance Scorecard, a draft of the 2025 scorecard, including proposed changes to the indicator list, was presented for review by Council. The PEO Council Governance Scorecard supports governance oversight of PEO and demonstrates attainment of quantifiable outcomes based on operational activities.

There was a discussion regarding the recommendation to remove the 30 x30 licensure indicator from the governance scorecard. The CEO/Registrar clarified that this indicator is being recommended for inclusion in the CEO/Registrar's report.

Council also discussed the potential for emerging disciplines to have an impact on the scorecard and whether new metrics can be developed to monitor this area. It was noted that more proactive measures in this regard would have budgetary implications.

Moved by Councillor Notash, seconded by Councillor Elshaer:

That Council reviews and accepts the proposed changes to the indicators reported in the PEO Council Governance Scorecard.

Without objection the Chair proposed that the phrase "*while retaining the 30 x 30 Licensure Rate Indicator*" be added to conclude the motion.

Council then voted on the motion, as amended.

The Council accepts the proposed changes to the indicators reported in the PEO Council Governance Scorecard while retaining the 30 x 30 Licensure Rate Indicator.

**CARRIED
Unanimous consent**



<u>For: 20</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 4</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			P. Shankar
S. H. Ehtemam			
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
G. Nikolov			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			
R. Walker			

12810- PRESIDENT’S REPORT

[C. Chahine, N. Colucci, and D. Roukema joined the meeting at 9:00 a.m.]

President Wowchuk noted that the written version of President’s Report, showing alignment with the strategic plan, was made available to Council prior to the meeting. He highlighted the following events attended as PEO’s representative, since Council’s last meeting in November.

- Engineering Deans Canada meeting in January 2025. There were discussions on the capture rate of PEO as emerging disciplines remained unlicensed by PEO.
- Three Chapter events, which included AGMs and license ceremonies, noting that over 30 P. Eng. licenses were presented in Grand River.
- Scheduled meetings with CEO/Registrar on updates and ongoing issues.

12811 – CEO/REGISTRAR’S REPORT

[E. Acquah, N. Brown, and C. Deschenes joined the meeting at 9:10 a.m.]

CEO/Registrar Quaglietta provided highlights of the CEO/Registrar’s Report. A summary is provided below.

- PEO received a notable acknowledgement from the Ontario Fairness Commissioner’s report because of PEO’s shift to the competency-based assessment and objective scoring system in its licensing practices.



- CEO/Registrar Quaglietta delivered a keynote speech at the 13th annual Women in Science and Engineering (WISE) national conference hosted by University of Toronto on January 26, 2025; delivered opening remarks at Toronto Metropolitan University's Women in Engineering Conference on February 1, 2025; and participated in a panel discussion at the AI in Regulation Conference on February 11, 2025.
- Informational updates, data, and statistics were reviewed with respect to licensing applications (including registration acknowledgements, decisions, and examinations); Continuing Professional Development (CPD)/PEAK; stakeholder consultations related to the Engineering Intern (EIT) program renewal; practice standards and guidelines; development of the Strategic Plan to take effect in 2026; the gender audit study; the status of recent Council decisions related to the Director Accountability Framework and Enterprise Risk Management; the Volunteer Symposium held in November 2024; and the results of the recent Employee Engagement survey.

[P. Shankar joined the meeting at 9:20 a.m.]

The CEO/Registrar and staff provided additional information and answered questions related to the CEAB/non-CEAB applicant status, CBA metrics, and cash reserves and investments.

12812 - STRATEGIC PLAN UPDATE

Daniel Roukema from MDR Strategy Group provided an update on the process to develop PEO's next Strategic Plan, to take effect in 2026. The outreach and consultations with a broad group of stakeholders is complete. A two-hour consultation with Council was conducted in late January to discuss the project status, results of the stakeholder input to date, and to "workshop" the draft strategic goals. The inputs from the meeting will be reflected and considered in the next steps of the process. It was noted that similar meetings will be held with PEO's Leadership Teams in the coming weeks. It is anticipated that the plan will include goals that are realistic and measurable, with objectives that will outline the priorities needed to adopt to achieve those goals.

Council was asked to determine whether a three year or five-year focused plan should be developed.

Moved by Past President Fraser, seconded by Councillor Roberge:

That the 2026+ Strategic Plan be made a 3-Year plan.

First Amendment

Moved by Councillor Chiddle, seconded by Councillor Walker:

That 3-Year be replaced by 5-Year.

CARRIED
Unanimous consent

<u>For: 21</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 3</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			



S. H. Ehtemam
A. Elshaer
R. Fraser
V. Hilborn
N. Lwin
S. MacFarlane
P. Mandel
G. Nikolov
L. Notash
R. Panesar
R. Prudhomme
L. Roberge
G. Schjerning
U. Senaratne
P. Shankar
S. Sung
R. Walker

Second Amendment

Moved by Past President Fraser, seconded by Councillor Elshaer:

That the phrase “with a hard reset at 3 years” be added to the motion.

CARRIED
Unanimous consent

<u>For: 21</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 3</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			
S. H. Ehtemam			
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
G. Nikolov			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			



U. Senaratne
P. Shankar
S. Sung
R. Walker

Council then voted on the original motion, incorporating the two amendments.

That the 2026+ Strategic Plan be made a 5-Year Plan, with a hard reset at 3 years.

CARRIED
Unanimous consent

<u>For: 21</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 3</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			
S. H. Ehtemam			
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
G. Nikolov			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerner			
U. Senaratne			
P. Shankar			
S. Sung			
R. Walker			

[E. Acquah, C. Deschenes, and D. Roukema left the meeting at 9:50 a.m.]

12813 – NOMINATION OF TWO PEO REPRESENTATIVES FOR APPOINTMENT TO ENGINEERS CANADA BOARD OF DIRECTORS

The terms of two Ontario representatives on the Engineers Canada (EC) Board of Director is set to expire at EC's Annual Meeting of Members in May 2025. Council has been asked to nominate two (2) PEO representatives to the Board of Directors in accordance with the *Expectations and Process to Nominate PEO Representative for Appointment to Engineers Canada Board of Directors*.

On January 16, 2025, a Call for Nominations was issued to eligible: i) current members of Council; ii) recent past Councillors; and iii) Engineers Canada Directors, with an invitation to submit their names for nomination by



January 31, 2025. Listed below, in alphabetical order, are the individuals who submitted their names and met the requirements for nomination:

1. Christopher Chahine
2. Nick Colucci
3. Roydon Fraser
4. Pappur Shankar

Council was informed that there would be two separate elections to determine the successful candidates. Council discussed the voting rules as outlined in the “Process to Nominate an Engineers Canada Director for Appointment” section of its briefing material at Appendix A “*Expectations and Process to Nominate PEO Representatives for Appointment to Engineers Canada Board of Directors*”. No changes were made. [P. Mandel left the meeting at 10:10 a.m.]

Each of the four candidates was invited to speak to their candidacy. Following candidates’ remarks, secret-ballot voting on the ElectionRunner online platform was held for the first nomination. At the conclusion of the first round, it was announced that Christopher Chahine was the successful candidate, having received a majority of the votes cast.

The Chair confirmed that there were three candidates for the next round to fill the second position: Nick Colucci, Roydon Fraser, and Pappur Shankar. A second secret-ballot vote on the ElectionRunner online platform was held.

At the conclusion of the second round, no candidate received a majority and the Chair announced a run-off between the top two candidates, Nick Colucci and Roydon Fraser. At the conclusion of the run-off, it was announced that Roydon Fraser was the successful candidate, having received a majority of the votes cast.

Council ratified the results of the two nominations in the motion below.

Moved by Councillor Panesar, seconded by Councillor Lwin:

That Christopher Chahine, P.Eng. and Roydon Fraser, P.Eng., be nominated as PEO Directors to the Engineers Canada Board of Directors, each for a three-year term effective as of the 2025 Engineers Canada Annual General Meeting.

CARRIED
Unanimous consent

<u>For: 20</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 4</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			P. Mandel
L. Cutler			F. Saghezchi
A. Dryland			S. Schelske
S. H. Ehtemam			
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
G. Nikolov			
L. Notash			



R. Panesar
R. Prudhomme
L. Roberge
G. Schjerning
U. Senaratne
P. Shankar
S. Sung
R. Walker

[C. Chahine, N. Colucci, and P. Shankar left the meeting at 10:35 a.m.]

12814 – ESTABLISHING METRICS FOR GOVERNANCE PERFORMANCE, INCLUDING PRINCIPLES OF EQUITY, DIVERSITY AND INCLUSION

[J. Butts, G. Schoenberg, and M. Sterling joined, and P. Mandel re-joined the meeting at 10:50 a.m.]

GNC Chair, Councillor MacFarlane, invited external advisors J. Butts and G. Schoenberg of Watson Board Advisors to present the final findings of the report titled “Professional Engineers Ontario Council Evaluation Framework”, developed to support PEO’s 2023-2025 strategic goal of continuous governance enhancement.

Watson Board Advisors informed Council that they reviewed PEO’s governance documents, conducted a literature scan, convened expert panels, surveyed Councillors and select members of management, and facilitated a focus group with members of the Governance and Nominating Committee (GNC).

Using these insights, Watson prepared a Council Evaluation Framework Report and Council Evaluation Framework. The Council Evaluation Framework Report provides the rationale for the recommendations reflected in the Council Evaluation Framework. The report includes additional detail regarding the project and its approach, insights on the importance of Council evaluations, and recommendations and supporting insights for the key components of the Council Evaluation Framework. Additionally, the Council Evaluation Report includes Watson’s observations regarding the governance of PEO gained throughout this project. Given the scope and scale of the observations, Watson recommends PEO engage in an external governance review. Watson representatives also noted that such a framework is a planful way of engaging in continuous improvement.

Watson Board Advisors addressed Councillors’ questions related to bias, succession planning, and the overall evaluation framework operational process.

There was a request to call the question to a vote. There were no objections.

Moved by Councillor MacFarlane, seconded by Councillor Chiddle:

That Council adopts the recommendations in the Council Evaluation Framework Report by Watson Board Advisors and directs staff to develop an action plan for implementing the recommendations during the 2025-2026 Council term.

CARRIED
Unanimous consent

<u>For: 20</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 4</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi



L. Cutler	S. Schelske
A. Dryland	P. Shankar
S. H. Ehtemam	
A. Elshaer	
R. Fraser	
V. Hilborn	
N. Lwin	
S. MacFarlane	
P. Mandel	
G. Nikolov	
L. Notash	
R. Panesar	
R. Prudhomme	
L. Roberge	
G. Schjerning	
U. Senaratne	
S. Sung	
R. Walker	

The Chair noted the understanding that this matter will be revisited when an Action Plan is presented to Council for consideration.

[J. Butts and G. Schoenberg left the meeting at 11:40 a.m.]

12815 – CEO/REGISTRAR GOALS AND OBJECTIVES FOR 2025

HRCC Chair, Councillor Roberge, presented the proposed 2025 Performance Goals for the CEO/Registrar per the process approved by Council and recommended by the Human Resources and Compensation Committee (HRCC). The CEO/Registrar's draft 2025 performance goals include qualitative and quantitative targets to meet expectations and those related to exceeding expectations.

CEO/Registrar Quaglietta presented the proposed goals and objectives that are tied to PEO's regulatory mandate and strategy approved by Council:

1. Continue to meet or exceed compliance indicators as outlined under FARPACTA legislation.
2. By Q3-2025, achieve a 5% reduction from Q3-2024 values in the average number of days taken by PEO staff to investigate and prepare a complaint for consideration by the Complaints Committee.
3. By December 2025, achieve a compliance score above the threshold on the National Institute of Standards and Technology's (NIST) Cybersecurity Framework (CSF).
4. By Q4-2025, evaluate results and develop an action plan per the 2025 annual employee engagement survey.



5. By February 2025, develop and refine council evaluation framework to the point where it is ready for the Governance and Nominating Committee's consideration/approval by Council.

The CEO/Registrar answered questions related to the cybersecurity learning module oversight; quality metrics; and the process of how goals can be amended, if needed.

HRCC Chair, Councillor Roberge, noted that once they are developed and defined, HRCC will be reviewing and implementing quality metrics as part of the evaluation process.

Moved by Councillor Roberge, seconded by Councillor Senaratne:

That Council approves the CEO/Registrar 2025 goals as outlined at C-567-6.1, Appendix A.

CARRIED
Unanimous consent

<u>For: 19</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 5</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			F. Saghezchi
L. Cutler			S. Schelske
A. Dryland			P. Shankar
S. H. Ehtemam			R. Walker
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
G. Nikolov			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			

12816 – ENGINEERING INTERN (EIT) PROGRAM PROGRESS REPORT

Councillor Hilborn, the RPLC Chair, provided an update on Council's November 29, 2024 motion, part of which directed staff to "*initiate targeted engagement with relevant stakeholders to ensure inclusive and comprehensive input into the program's redevelopment*". Council was informed that the consultation process began in December 2024.

In developing its stakeholder engagement strategy PEO scheduled consultations (in the form of focus groups) with key stakeholder groups, including current and former EITs, students, employers, Strategic Stakeholder Advisory Group (SSAG), engineers on PEO staff, PEO Chapters, Ontario Deans, the Ontario Society of Professional



Engineers (OSPE), and other relevant parties. Through this inclusive approach, PEO gathered a broad range of perspectives, ensuring the revised program will be well-informed by the views of these stakeholders, as well as other relevant evidence aligned with the direction of the Council. The early feedback summary highlighted five emerging themes. Councillor Hilborn noted that policy options will be presented to the RPLC in March with informed research and consultation. The final policy proposal will be presented to Council in April.

12817- TRIBUNAL ACTIVITY REPORT

Staff provided an update on the activities of the Tribunals Office and related Committees, and answered questions related to the role of the Complaints Review Councillor and processing timelines from the start of a matter to its conclusion.

[N. Brown and D. Sikkema left the meeting at 12:30 p.m.]

12818 - COUNCIL REMUNERATION FRAMEWORK

[N. Burgwin and S. Verrecchia joined the meeting at 1:20 p.m.]

GNC Chair, Councilor MacFarlane presented the final report of Satori Consulting Inc (Satori) on the Council Remuneration Project which was approved by Council in February 2023. The presentation included the final findings from an independent review on primary and secondary research, survey of license holders, and a literature review, along with recommendations.

Highlights of the report's findings include:

- a trend towards remunerating Board/Council members is evident within the regulatory sector;
- providing remuneration for Board/Council members could increase accountability and engagement;
- financial impact could be significant, depending on the chosen remuneration structure, given the size of the PEO Council;
- of the 3,598 licence holders who responded to the compensation/remuneration survey, 58% believe that some remuneration should be offered;
- 81% of respondents who support Council remuneration believe that if Council members are to be remunerated in the future, then the process to nominate Councillors should be predicated on a skills and competency framework based on what the Council needs to be effective in the future; and
- 63% of current and past Councillors believe remuneration is necessary.

[G. Nikolov left the meeting at 1:45 p.m.]

Therefore, based on their findings, Satori Consulting recommends that:

1. Council adopt a remuneration framework that recognizes the time and effort of Councillors without compromising the volunteer ethos of PEO;
2. as part of the remuneration framework, Council shift to a nomination model focused on skills and competencies (supported by 81% of licence holder survey participants who support remuneration); and
3. role descriptions be developed for Councillors to enhance transparency and accountability.



Council discussed the recommendations including their potential effect and impact on candidate eligibility in PEO Council elections as well as recognition that many details remain to be developed with respect to the competency-based nomination model.

Satori Consulting answered questions on competency-based model for nominations, research methods used in the survey, and consideration of compensation for all volunteers and not just councillors.

Moved by Councillor MacFarlane, seconded by Councillor Elshaer:

That Council:

1. **a) endorses development of a competitive remuneration structure,
b) endorses development of a skills- and competency-based nomination model, and
c) agrees to define Councillor role expectations.**
2. **Directs staff to develop an action plan and cost estimate for implementing the recommendations in Satori Consulting's Council Remuneration report by June 2025.**

CARRIED

<u>For: 16</u>	<u>Against: 3</u>	<u>Abstain: 1</u>	<u>Absent: 5</u>
G. Boone	L. Cutler	G. Wowchuk	M. Liu
C. Chiddle	R. Fraser		G. Nikolov
A. Dryland	L. Notash		F. Saghezchi
S. H. Ehtemam			S. Schelske
A. Elshaer			P. Shankar
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			
R. Walker			

12819 - VISIONING FOR RELEVANCE UPDATE: INFORM MEMBERS OF MEMBER-DRIVEN VISION WORK

Past-President Fraser reported on PEO's promise to keep members informed on the outcome of the member-driven vision statement creation work. At multiple points during the 2023-2024 term's Visioning for Relevance process, members participated in the process with the expectation of updates until completion of the initiative. A key milestone was reached at the November 29, 2024 Council meeting, with the presentation of the stakeholders' completed work to Council.

There was discussion around the process, content, and delivery of the email communication. It was noted that the Visioning update was published in the Winter 2025 edition of Engineering Dimensions.



Moved by Past President Fraser, seconded by Councillor Notash:

That Council directs that all members previously sent Visioning for Relevance update and involvement emails be informed and updated on items that include the following:

- a) A summary of the vision development process followed to date including the motivation to be member
- b) A summary of stakeholder engagement undertaken including numbers engaged.
- c) The stakeholder produced vision statements and stakeholder identified vision themes.
- d) Council's November 29, 2024, motion and decision.
- e) Any next steps that may emerge from the February 21, 2025 meeting.

Council voted by raised hands. The Chair announced the result of a majority opposed, and the motion was DEFEATED.

Council discussed a new motion.

There was a request to call the question to vote on the new motion. There were no objections.

Moved by Councillor Prudhomme, seconded by Past President Fraser:

That staff refer to the Winter 2025 Engineering Dimensions magazine as sufficient communication of the Visioning Update, if deemed satisfactory by the Past President, the current President, the Communications department, and the CEO/Registrar.

CARRIED
Unanimous consent

<u>For: 19</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 5</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			G. Nikolov
L. Cutler			F. Saghezchi
A. Dryland			S. Schelske
S. H. Ehtemam			P. Shankar
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			
R. Walker			



12820 – MOTION TO MOVE IN CAMERA

Moved by Councillor Hilborn, seconded by Councillor Senaratne:

That Council move in camera.

CARRIED
Unanimous consent

For: 19

G. Boone
C. Chiddle
L. Cutler
A. Dryland
S. H. Ehtemam
A. Elshaer
R. Fraser
V. Hilborn
N. Lwin
S. MacFarlane
P. Mandel
L. Notash
R. Panesar
R. Prudhomme
L. Roberge
G. Schjerning
U. Senaratne
S. Sung
R. Walker

Against: 0

Abstain: 1

G. Wowchuk

Absent: 5

M. Liu
G. Nikolov
F. Saghezchi
S. Schelske
P. Shankar

[N. Axworthy, C. Mehta, and all guests and observers except L. Lukinuk left the meeting at 2:31 p.m.]

12821– RETURN TO OPEN SESSION

Council returned to open session at 3:27 p.m.

12822 – COUNCILLOR QUESTIONS: ROLES OF PRESIDENT AND CHAIR

Councillor Schjerning presented a matter related to the roles of President and Chair at PEO.

Moved by Councillor Schjerning, seconded by Councillor Senaratne:

That Council directs staff to review By-Law No. 1 and any applicable policies and propose changes that would align them with Council's decisions regarding the role and responsibilities of the Chair as Council's chosen representative, specifically in relation to internal administrative functions, including calling meetings and the approval of contracts and expenditures above a specified threshold, subject to potential member input as needed.



The presentation of the item included background and contextual information. In 2011, Council decided to create the role of a Council Meeting Chair, separate from the role of President, and appointed by Council. The Chair is elected by Council itself and hence is presumed to have the confidence of Council to serve as Council's representative. The focus of the Chair role is internal, to facilitate Council operations and governance (Council meetings being the key function). It was noted that the role of the President and the role of the Chair may be performed by the same person, but they are distinctly different roles.

On March 26, 2021, as part of PEO's governance reform, Council approved, in principle, a President and Chair Charter that further differentiated the roles. The roles and responsibilities of President and Chair are also distinguished in the Governance Manual, approved by Council in 2023. However, in PEO's By-Law No. 1, the provision about calling meetings (section 12) does not currently authorize the Chair to call meetings ("Meetings of the Council may be called by the president, the Executive Committee or, subject to section 13.1, by members of Council."). Nor does the provision regarding major expenditure approval (section 45) authorize the Chair to sign (the authority is given to the president, president-elect or past president). Both are examples of responsibilities that are a better fit with the Chair role per Council's approach and in better alignment with the purpose of the by-laws (i.e. the focus on internal affairs).

There was a request to call the question to a vote. An objection was noted.

Council voted by raised hands to call the question to a vote. The Chair announced the result of a majority vote in favour and the motion was CARRIED.

Council then voted by raised hands on the motion. The Chair announced the result of a majority vote in favour and the motion was CARRIED.

12823 - VISIONING FOR RELEVANCE UPDATE: PRESERVING LEARNINGS FROM 2050 VISIONING FOR RELEVANCE WORK BY STAKEHOLDERS

Past President Fraser proposed that Council provide direction to ensure that the stakeholders' driven work toward the strategic plan goal of 2050 Visioning for Relevance is preserved for future consideration and use.

No discussion took place.

Moved by Past President Fraser, seconded by Councillor Notash:

- 1. That the member driven 2050 Visioning for Relevance strategic goal be placed in the Council Registry as an unfinished project requiring future direction from Council to complete.**
- 2. That the vision statements and associated interpretive document be preserved.**
- 3. That the vision statements and associated interpretive document be considered in future strategic planning.**

CARRIED
Unanimous consent

For: 19

G. Boone
C. Chiddle
L. Cutler
A. Dryland

Against: 0

Abstain: 1

G. Wowchuk

Absent: 5

M. Liu
G. Nikolov
F. Saghezchi
S. Schelske



S. H. Ehtemam
A. Elshaer
R. Fraser
V. Hilborn
N. Lwin
S. MacFarlane
P. Mandel
L. Notash
R. Panesar
R. Prudhomme
L. Roberge
G. Schjerning
U. Senaratne
S. Sung
R. Walker

P. Shankar

12824 – MOTION TO MOVE IN CAMERA

Moved by Councillor Elshaer, seconded by Councillor Senaratne:

That Council move in camera.

CARRIED
Unanimous consent

<u>For: 19</u>	<u>Against: 0</u>	<u>Abstain: 1</u>	<u>Absent: 5</u>
G. Boone		G. Wowchuk	M. Liu
C. Chiddle			G. Nikolov
L. Cutler			F. Saghezchi
A. Dryland			S. Schelske
S. H. Ehtemam			P. Shankar
A. Elshaer			
R. Fraser			
V. Hilborn			
N. Lwin			
S. MacFarlane			
P. Mandel			
L. Notash			
R. Panesar			
R. Prudhomme			
L. Roberge			
G. Schjerning			
U. Senaratne			
S. Sung			
R. Walker			



[All staff, guests, and observers left the meeting at 3:37 p.m. except for J. Quaglietta and D. Abrahams.]

The meeting concluded at approximately 5:00 p.m.

These open session minutes consist of 20 pages and minutes 12805 to 12824 inclusive.

“Gregory P. Wowchuk”

Gregory P. Wowchuk, P.Eng., Chair