Motion Title: : Strengthening the Role of the President

This motion proposes amendments to the existing bylaws or regulations and to the Professional Engineers Act (PEA) to incorporate the following definitions and concepts:

Role of the President:

The President of PEO shall hold all powers and responsibilities as outlined in provincial and federal legislation, along with the following specific authorities. Certain additional powers are conditional and will only take effect upon the unanimous approval of the President, the President-Elect, and the Past President of PEO.

Conditional Authorities (Subject to Prior Approval):

- 1. **Initiate a Referendum:** Call for a referendum or convene a public meeting on significant rules or regulations that impact the majority of stakeholders.
- 2. Dissolve the Council: Dissolve the Council under exceptional circumstances, such as when council decisions conflict with the public interest, subject to prior authorization from provincial government authorities and provided that this action does not conflict with safeguarding public safety or adhering to statutory obligations. Following the dissolution of the Council, the President must immediately call for a new election to prevent any lapses in regulatory adherence.
- 3. **Negotiate on Behalf of PEO:** Represent PEO in negotiations with government and other authorities.

Full Sole Authorities (No Prior Conditional Approval Required):

- 1. **Resolve Internal Conflicts:** Act as the final decision-maker in cases of conflict or uncertainty within the organization.
- 2. **Prioritize General Operations:** Establish priorities for general operations and processes, in alignment with Council-approved initiatives.
- 3. Receive and Approve Reports: Review and approve reports submitted by the Registrar.
- 4. **Chairmanship:** Preside over the PEO Council and any sub-committees as deemed necessary, without requiring prior authorization from the Council.
- 5. **Financial Approval:** Approve projected budget reports and hold sole authority to authorize the issuance of cheques exceeding \$50,000, subject to the financial oversight responsibilities shared by the Council or specific committees as outlined in By-law No. 1 (Administrative and Domestic Affairs).
- 6. **Eject Individuals:** Remove any individual, including staff, guests, or Councillors (elected or appointed), from a Council meeting if necessary.
- 7. **Call Meetings:** Convene General Meetings of all members, Council meetings, or Executive meetings at discretion, provided adequate notice is given.
- **8. Terminate Employment:** Terminate the employment of senior PEO staff and contractors, ensuring that a replacement is in place to prevent disruptions to the functioning of essential administrative committees.
- 9. **Overrule a council decision**: Overrule a council decision if fewer than two-thirds of the total council members either support or oppose the motion, provided that such an action does not potentially constitute professional misconduct as defined in section 72(2) of the Act.

The President is automatically entitled to the following:

- Indemnification: Receive full indemnification for all actions and decisions made while serving as
 President of PEO, provided they do not violate the Professional Engineers Act (PEA), any provincial
 legislative laws, or include actions that could be deemed professional misconduct under section 72(2) of
 Regulation 941.
- 2. **No Term Limits:** Hold the position without being subject to term limits.
- 3. **Duration:** Serve a term lasting two years as President.
- 4. Official Voice: Act as the sole official and public spokesperson for PEO.

Limitations:

- 1- **Council Veto**: The PEO Council has the authority to overturn any bylaw-related decision made by the President, provided that more than two-thirds of the total council members vote to oppose it.
- 2- **Legality**: Any decision made by the President that violates provincial or federal legislation, or the existing Professional Engineers Act, shall be considered null and void. However, the President may petition the Council to propose amendments to the Act if deemed necessary.
- **3- Modification of Powers:** The PEO Council reserves the authority to modify or revoke some or all of the President's powers if a majority of license holders vote against them in a referendum initiated by the Council.

Other Obligations: This guideline is not intended to alter the mandatory obligations of PEO as outlined in the Professional Engineers Act, nor to conflict with the accountability principles embedded in the PEA and Regulation 941, or bypass the established checks and balances designed to safeguard the public interest. It ensures that while the President retains full authority, the fundamental responsibilities of PEO, as mandated by the Act, remain unchanged and fully upheld.

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George Nikolov

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1. Title of Submission

Strengthening the Role of the President

2. Please briefly describe the issue, problem, risk or gap that this submission addresses.

A strong leadership role in PEO (Professional Engineers Ontario) is essential for the following reasons:

- Ensuring Decisive Action in Complex Scenarios: The President's role includes conditional powers
 like dissolving the Council under exceptional circumstances, which requires a leader capable of
 making difficult decisions when council actions may conflict with the public interest. Strong leadership
 ensures that regulatory adherence and public safety are prioritized, even in challenging and timesensitive situations.
- Streamlining Operations and Governance: The President's ability to prioritize general operations and resolve internal conflicts demonstrates the need for a strong leader who can maintain organizational focus and alignment with Council-approved initiatives. Effective leadership is critical to minimizing operational bottlenecks and fostering organizational efficiency.
- Safeguarding Public Interest: By holding ultimate decision-making power in specific areas, such as
 overruling Council decisions or calling for a referendum, the President plays a key role in ensuring
 that decisions are made in the public's best interest, free from internal conflicts or stagnation.
- Maintaining Accountability and Balance: While the President is entrusted with extensive authority, limitations like Council veto and adherence to legal mandates ensure checks and balances. Strong leadership is required to respect these boundaries while still wielding authority effectively to uphold PEO's responsibilities.
- Representing the Organization Externally: The role includes representing PEO in negotiations with
 government authorities and acting as the organization's sole official spokesperson. These highstakes responsibilities demand a leader with the ability to advocate for PEO's interests while
 preserving its reputation.
- Fostering Stability During Transitions: Actions like calling for new elections after dissolving the
 Council and approving major financial decisions ensure the organization's stability. A strong leader is
 vital to guide PEO through such transitional phases without jeopardizing its governance or
 operational effectiveness.
- Preventing Regulatory and Ethical Lapses: The President must exercise authority without
 undermining performance standards, professional conduct, or accountability principles outlined in the
 PEA and Regulation 941. Strong leadership is necessary to navigate complex regulatory frameworks
 while avoiding potential misconduct.

In summary, PEO's governance structure, as proposed in the motion, relies on a President who demonstrates strong, ethical, and decisive leadership. Such leadership is key to balancing the significant authority of the role with the accountability and oversight mechanisms that safeguard the public interest and uphold PEO's statutory obligations.

3. Please summarize the action that you are requesting from Council and how it will address the issue, problem, risk or gap stated above.

I am requesting that the Council approve proposed amendments to the Professional Engineers Act (PEA), bylaws, and regulations to enhance the role of the President of PEO by granting specific conditional and sole authorities. These expanded powers are designed to address issues of inefficiency, governance gaps, and decision-making bottlenecks within the organization.

Proposed Actions:

Empower the President:

- Grant the President conditional powers (e.g., dissolving the Council under exceptional circumstances or calling referendums) to address critical issues effectively.
- Allow the President sole authority over operational and financial decisions, conflict resolution, and committee leadership to streamline processes and reduce delays.

Enhance Governance Flexibility:

 Introduce mechanisms that allow the President to act decisively while respecting accountability measures like Council veto powers and adherence to legal standards.

Safeguard Stakeholder Interests:

 Establish frameworks for stakeholder engagement, such as initiating referendums or public meetings, to ensure decisions align with the interests of the majority.

How This Addresses Key Issues, Risks, or Gaps:

- Governance Gaps: By empowering the President with clear, structured authority, the proposal fills leadership and decision-making voids that may currently hinder PEO's effectiveness.
- Operational Inefficiency: Enhanced executive powers streamline conflict resolution, prioritize operations, and prevent regulatory or administrative delays.
- Public Interest and Compliance: Limitations and oversight mechanisms ensure that the
 expanded powers align with statutory obligations and safeguard public safety.
- **Risk Management**: The authority to address exceptional circumstances (e.g., dissolving the Council) mitigates the risk of prolonged governance conflicts or decisions that undermine PEO's mission.

This motion strengthens leadership within PEO to effectively address organizational challenges while maintaining checks and balances to uphold accountability and public trust

4. Please cite and briefly summarize any research that supports the proposed action.

Research on leadership in professional organizations highlights the importance of strong, decisive leadership for effective governance, operational efficiency, and stakeholder trust. Here are some relevant insights that support the motion:

- Decisive Leadership in Complex Environments: Studies emphasize that organizations thrive when leaders are empowered to make critical decisions during periods of uncertainty or conflict. For example, McKinsey's research on leadership in turbulent times highlights the need for leaders who can navigate challenges while maintaining organizational stability (Reference 1: New leadership for a new era of thriving organizations, https://www.mckinsey.com/capabilities/people-and-organizational-performance/our-insights/new-leadership-for-a-new-era-of-thriving-organizations?form=MG0AV3).
- Accountability and Governance: Effective leadership ensures accountability and adherence to
 governance principles. Harvard Business Review outlines principles for organizational success,
 including fostering leadership cultures that empower decision-making and uphold accountability
 (Reference 2: 10 Principles of Effective Organizations, https://hbr.org/2022/08/10-principles-of-effective-organizations?form=MG0AV3).
- Stakeholder Engagement: Leadership that prioritizes stakeholder interests, such as initiating referendums or public meetings, aligns with research advocating for inclusive decision-making processes. This approach builds trust and ensures that decisions reflect the needs of the majority (Reference 1).
- Operational Efficiency: Strong leadership is linked to streamlined operations and conflict resolution.

 Leaders who can prioritize initiatives and resolve internal disputes contribute to organizational efficiency and alignment with strategic goals (Reference 2).

These findings underscore the value of empowering the President of PEO with the proposed authorities, as they align with best practices for leadership in professional organizations.

5. As applicable please describe how the proposed action will contribute to serving and protecting the public interest as it pertains to the regulation of professional engineering and the engineering profession.

The proposed action aims to enhance governance and leadership within PEO, which directly serves and protects the public interest in the following ways:

Safeguarding Public Safety:

- i. Granting the President conditional powers, such as dissolving the Council under exceptional circumstances, ensures that decisions conflicting with public safety or interest can be swiftly addressed. This reduces risks stemming from prolonged governance conflicts that could negatively impact regulatory compliance.
- ii. Adherence to performance standards and statutory obligations—explicitly emphasized in the motion—reinforces PEO's mandate to safeguard public safety in all professional engineering practices.

Strengthening Oversight and Accountability:

i. The inclusion of limitations like Council veto powers and legal compliance ensures that the President's actions are consistent with the principles of transparency and accountability. This fosters public confidence that engineering regulation is conducted ethically and responsibly.

• Promoting Effective Regulation:

i. Empowering the President with clear authority, such as prioritizing operations and resolving internal conflicts, enhances PEO's ability to enforce regulatory standards efficiently. This ensures that the profession continues to meet high standards of competency, ethics, and safety.

Ensuring Stakeholder Representation:

i. Provisions for initiating referendums or public meetings on significant rules and regulations reflect a commitment to inclusive decision-making. This ensures that key stakeholders' voices are heard, aligning regulations with the needs and expectations of the public.

Mitigating Risks and Addressing Gaps:

i. By enabling decisive action in critical areas, such as financial approval, employment decisions, and conflict resolution, the motion reduces the risk of operational inefficiencies or governance gaps that could undermine the regulation of professional engineering.

• Enhancing Professional Standards:

i. The motion's adherence to Regulation 941 and Regulation 260/08 ensures that professional misconduct is avoided and performance standards are maintained. This safeguards the public from risks arising from substandard or unethical engineering practices.

• Upholding the Public's Trust:

i. Acting as the official spokesperson and representing PEO in negotiations allows the President to advocate for policies and standards that protect the public interest. Clear communication and advocacy reinforce trust in PEO's role as a regulator.

By consolidating leadership authority while preserving essential checks and balances, the proposed action enhances PEO's ability to regulate the engineering profession effectively, align with public safety priorities, and foster trust in the profession's integrity.

6. Please identify any legal considerations (e.g., the need for changes to the statute, regulation, bylaws etc.) that may affect Council's ability to implement the proposed action.

Implementing the proposed action involves several legal considerations that may affect the Council's ability to proceed. These include:

- Amendments to the Professional Engineers Act (PEA): The proposed motion grants the President new powers, such as dissolving the Council and overruling Council decisions. These actions are not currently provided for under the PEA and would require amendments to the statute to align with the proposed changes. Any amendments to the PEA must be approved by the provincial legislature, which involves a formal legislative process.
- Changes to Regulation 941 and Regulation 260/08: Regulation 941 outlines governance
 structures, professional misconduct definitions, and Council responsibilities. The proposed powers,
 such as terminating senior staff or overruling Council decisions, may conflict with these provisions
 and would require regulatory amendments. Regulation 260/08 establishes performance standards for

professional engineers. The proposed actions must ensure compliance with these standards, and any conflicts would necessitate regulatory updates.

- **Revisions to By-law No. 1:** By-law No. 1 governs the administrative and domestic affairs of PEO, including financial oversight and Council operations. The proposed financial and operational powers of the President may conflict with existing by-law provisions, requiring revisions to align with the motion.
- Compliance with Provincial and Federal Legislation: The motion must ensure that all proposed actions comply with broader provincial and federal laws, including labor laws, governance standards, and public safety regulations. For example, the authority to terminate employment must adhere to employment standards legislation, and indemnification clauses must comply with liability laws.
- Stakeholder Consultation: Legal considerations may require consultation with stakeholders, including license holders and government authorities, to ensure transparency and alignment with public interest mandates.
- Approval Process: Changes to the PEA, regulations, or by-laws require formal approval processes, including Council votes, stakeholder engagement, and potentially government authorization.
 Addressing these legal considerations is essential to ensure that the proposed actions are implemented in a manner that is lawful, transparent, and aligned with PEO's mandate to regulate the engineering profession in the public interest.
- 7. Please identify any considerations that are relevant to the timing (or urgency) of the proposed action.

The timing and urgency of the proposed action are influenced by several key considerations:

- Addressing Governance Gaps: If inefficiencies or bottlenecks in PEO's governance are currently
 hindering decision-making, prompt action is necessary to ensure operational effectiveness. Delaying
 these changes could exacerbate existing issues, impacting the organization's ability to fulfill its
 mandate.
- Safeguarding Public Interest: The proposal's emphasis on empowering the President to dissolve
 the Council or address conflicts in exceptional circumstances is vital to upholding the public interest.
 Timely implementation ensures that public safety and regulatory adherence are not compromised by
 prolonged governance challenges.
- Aligning with Regulatory Compliance: Any lapse in governance or operational oversight could lead to non-compliance with the Professional Engineers Act or its regulations. Acting swiftly reduces the risk of regulatory gaps that might arise during periods of organizational transition.
- Responding to Stakeholder Expectations: Stakeholders, including license holders, expect PEO to
 operate with efficiency and accountability. Immediate steps to strengthen leadership could build trust
 and confidence in the organization's ability to address pressing issues.
- Preparing for Legislative Processes: Changes to the Professional Engineers Act, regulations, or by-laws require formal approvals, which can be time-consuming. Initiating the process without delay ensures that the necessary legislative actions align with the organization's strategic timeline.

- Managing Internal Conflicts: If internal conflicts or uncertainties are currently affecting
 organizational priorities, granting the President authority to act as a final decision-maker could
 provide a timely resolution. Prolonged disputes might delay critical projects or decisions.
- Risk Mitigation: Exceptional circumstances, such as decisions that conflict with public interest or
 organizational priorities, may arise unexpectedly. Having these powers in place ensures that PEO
 can respond effectively and minimize potential risks.
- Stakeholder Consultation and Buy-in: Engaging stakeholders to communicate the benefits and implications of the proposed changes may require time. Acting with urgency allows sufficient opportunity for consultation and feedback while maintaining progress toward implementation.

In summary, the timing is critical to ensure PEO addresses current gaps, aligns with public interest mandates, and proactively mitigates potential risks. A swift yet carefully planned implementation process will strengthen leadership and governance within the organization.

8. Please provide any other information that you feel will assist members of the AGM and Council in understanding your submission, in particular your proposed action.

To provide further clarity on this submission and proposed action, here are additional points that may assist members of the Annual General Meeting (AGM) and Council in understanding the intent and implications of this motion:

Addressing Leadership Gaps

- i. Importance of Leadership: The proposed action empowers the President to act decisively in key areas, bridging gaps in governance and ensuring timely decisionmaking. This strengthens PEO's ability to uphold its mandate in regulating the engineering profession.
- **ii.** Checks and Balances: While significant authority is granted, limitations such as Council veto powers and adherence to statutory obligations ensure the President's role remains accountable and within legal boundaries.

Alignment with PEO's Mandate

- i. Safeguarding Public Interest: The motion reinforces PEO's commitment to protecting the public by enabling swift responses to governance challenges, conflicts, or risks that may undermine public safety or the profession's credibility.
- ii. Efficient Operations: By streamlining decision-making processes and operational prioritization, the proposed action ensures the organization continues to function effectively and meets regulatory expectations.

Stakeholder Confidence

- i. Transparency: Mechanisms like referendums and public meetings provide a platform for stakeholders to engage with and influence significant decisions. This builds trust and demonstrates PEO's dedication to inclusivity.
- ii. Accountability: The proposal underscores the importance of accountability by preserving collective governance and professional standards, reassuring stakeholders that PEO operates in their best interest.

Managing Organizational Risks

- i. Mitigating Governance Disruptions: Provisions for dissolving the Council and immediately initiating new elections help prevent governance voids that could disrupt regulatory adherence.
- **ii. Conflict Resolution**: The authority to resolve internal disputes ensures organizational focus and prevents delays that could impact critical initiatives.

• Legislative Considerations

- i. Legal Framework: The motion identifies areas where amendments to the PEA, regulations, and by-laws may be required. This demonstrates a thoughtful approach to ensuring the proposed action aligns with legal and procedural requirements.
- **ii. Consultative Process**: Highlighting the need for collaboration with stakeholders and government authorities shows a commitment to transparency and careful planning.

• Broader Implications

- i. Strengthening Governance: This motion serves as a blueprint for enhancing governance within other professional organizations by demonstrating how leadership can be both empowered and accountable.
- ii. Impact on the Profession: By addressing leadership and operational challenges, the proposed action helps PEO maintain its reputation as a forward-thinking and effective regulatory body for professional engineering.

This comprehensive view reinforces the importance, rationale, and anticipated benefits of the proposed action, helping AGM and Council members make informed decisions.

Explanation:

The time has come to embrace a desperately needed reform within the Association of Professional Engineers of Ontario (PEO). This reform begins with redefining and reinforcing the authority of the President of PEO, ensuring that the public is convinced of their capability to guard and protect its interests.

After years of confusion and uncertainty, we now have a rare opportunity to secure a better future for the engineering profession in Ontario. The concept of a strong President or leader is not new; it is a principle followed by all organizations, institutions, governments, and corporations worldwide, whether democratic or not. They have all realized that without a strong leader, nothing can be achieved—no outcomes, no results.

Some may argue that concentrating power in one individual's hands is too risky and may lead to unpredictable disasters. Others may contend that decisions made by a board or team are safer than those made by a single person. However, the history of humankind, the psychology of humanity, and the laws of nature all dictate otherwise.

Without strong leadership, the decision-making process would be

- 1. very slow
- 2. diverse perspectives could lead to conflicts and difficulties in reaching agreements,
- 3. opportunists could prevail as a result of diluted accountability.

There is no need to prove this concept; we all understand and believe in the value of strong leadership in one way or another.

The Presidents of PEO should be the true leaders of the organization because they are elected and mandated by members to oversee the regulation of the profession properly and ensure that principles such as self-governance are maintained.

During the election, my platform was based on governing the profession through the concept of a strong President. The majority of members voted for it, and it became my mandate to implement it effectively.

Now it is time for all of us to respect the desires of our true stakeholders (license-holders). This could be a test for all of us to show our dedication to our principles.

Questions and Answers:

Question: What happens if a President does not have enough experience or expertise with PEO to be a fit leader?

Answer: This issue can be examined under three separate aspects: experience, expertise, and prior governance knowledge of PEO.

- 1. **Experience**: Leadership does not necessarily require prior leadership experience. Leadership is a skill that often develops through active participation in leadership roles. Many organizations have seen individuals grow into effective leaders without prior experience.
- 2. **Expertise**: No one can claim to be an expert in everything or to make perfect decisions. Everyone has gaps in knowledge or experience. This is why PEO is supported by highly skilled and knowledgeable staff

to help and guidance as needed.

3. **Governance Knowledge**: Being a President is not about knowing every single regulation; it is about making effective, strategic decisions by utilizing resources efficiently, managing diverse skills, achieving both short-term and long-term goals, and driving success. Leading PEO is no exception.

Question: A board does not function this way. The President, like all others, is a member of the council. The council leads the organization as a unit.

Answer: There have been multiple instances in the past where sole reliance on council leadership led to significant challenges:

- For example, the Fair Access to Regulated Professions and Compulsory Trades Act (FARPACTA) was introduced by the provincial government, resulting in substantial consequences, including the elimination of the Engineer-in-Training (EIT) program, the removal of Canadian experience as a prerequisite for obtaining a P.Eng. license, and significant increases in PEO's workload and costs. These issues arose because the organization lacked a strong leader to initiate productive negotiations with the authorities to secure exemptions. The council, despite its autonomy and confidence, was unable to prevent these changes.
- Similarly, the Industrial Exception issue was not negotiated effectively or in time by the council to stop its implementation.
- Numerous other examples demonstrate how the absence of strong negotiation capabilities resulted in prolonged delays in achieving critical goals, ultimately harming the profession and the public. A strong President could have prevented these outcomes by acting decisively and strategically.

Question: Why not ask our Registrar to act as PEO's leader?

Answer: The registrars are salaried employees of PEO and are responsible for managing the organization's day-to-day operations. However, they are not, and should not be, the leaders of the profession. Leadership of the profession lies beyond operational management—it requires strategic vision and advocacy, which is the President's role.

Question: This proposal does not address licensing and regulation and makes only a brief reference to the public. Our stakeholders extend beyond license holders. For engineers to retain the privilege of self-regulation, we must consistently ensure that our work strengthens the licensing and regulation of the profession in a way that serves the public interest

Answer: The definition of stakeholders is subjective and debatable. While many groups may or may not be considered stakeholders of PEO, one point is indisputable: license holders are undoubtedly stakeholders. Other groups may be considered stakeholders based on context.

The public, however, is not a direct stakeholder of PEO. PEO does not serve or regulate the public directly; that responsibility lies with the government. We must exercise caution when labeling the public as a stakeholder to avoid misinterpretation of PEO's role and responsibilities.

Question:

Why should a president have the authority to terminate senior staff employment or dissolve the council? PEO does not operate in this manner.

Answer:

The essence of my response lies in the concept of democracy—a principle that is often misunderstood. There is a common misconception that democracy entails the absence of rules or enforcement.

In reality, embracing democracy means adhering to certain rules, even those that may not always align with our personal preferences.

Two fundamental principles stand out:

- 1- **Tolerance and Collaboration**: Democracy requires us to listen to opposing viewpoints and work collaboratively with individuals who may not share our perspectives.
- 2- **Strengthening Democratic Foundations**: It is vital to ensure the stability and resilience of democratic institutions, even when this involves making difficult decisions.

To illustrate this, consider the Canadian government, which serves as a notable model of democracy. The Prime Minister has the authority to dissolve Parliament and call for new elections if it no longer reflects the majority's support. Similarly, the Prime Minister can dismiss members of the caucus or staff whose loyalty or performance is in question.

While these actions may seem harsh from an individual's perspective, they are often crucial for preserving the integrity of democracy. Such measures, though difficult, help reinforce the foundation of democratic governance—even when personal interests must be set aside.

It is important to clarify that this example is not intended to draw a parallel between the government and PEO, as they are distinct entities with different responsibilities. Rather, it highlights certain prerequisites that may be essential for any public institution aiming to strengthen democracy within its jurisdiction.

Organizations are free to adopt or reject these principles; however, failure to embrace them could lead to significant challenges in the future.

This principle extends beyond government to institutions and corporations as well. No successful organization can thrive without empowered leadership capable of making tough decisions. A leader without the authority to enforce critical actions would inevitably hinder progress and prosperity.

Conclusion:

The concept of a "Strong President" is not to interfere with administrative or operational procedures.

PEO has already hired exceptional professionals to manage these tasks. The role of a Strong President is to serve as a dynamic force driving the organization forward.

Both past and present experiences have shown that while some Presidents have been highly capable leaders, their efforts were often constrained by restrictive rules and regulations.

I recognize that empowering a President carries inherent risks. There is always the possibility of an unsuitable individual occupying the position, potentially causing harm to the organization. However, I firmly believe that this is a chance worth taking.

Every significant endeavor carries some level of risk, and we cannot allow the fear of potential challenges to deter us from making bold decisions and pursuing meaningful progress.: