



**REVISED**

# Minutes

**A TELECONFERENCE MEETING of the COUNCIL TERM LIMITS TASK FORCE was held on Tuesday, October 25, 2016 at 1:30 p.m.**

Present: R. Willson, P.Eng., Chair  
N. Hill, P.Eng., Vice-Chair  
P. Ballantyne, P.Eng.  
M. Stauch, M. ED  
M. Wesa, P.Eng.

Staff: R. Martin, Manager, Secretariat  
D. Power

Regrets: L. King, P.Eng.

## **CALL TO ORDER**

Notice having been given and a quorum being present, the Chair called the meeting to order at 9:05 am.

## **APPROVAL OF AGENDA**

Moved by Mr. Wesa, seconded by Mr. Ballantyne to approve the agenda as presented.

CARRIED

## **APPROVAL OF OCTOBER 12, 2016 MINUTES**

Moved by Ms. Hill, seconded by Mr. Ballantyne to approve the October 12, 2016 minutes as presented.

CARRIED

## **ITEMS ARISING FROM THE MINUTES**

The Vice-Chair sent a copy of the revised detailed work plan to all task force members during the October 12<sup>th</sup> teleconference meeting.

Mr. Martin advised that outreach survey to PEO's sister organizations regarding succession planning and per diems has been sent out and that the deadline for submission was Monday, October 31<sup>st</sup>. He explained that the survey questions asked for details. The survey results will be provided to task force members as soon as possible.

## **COUNCIL TERM LIMITS TASK FORCE REPORT TO COUNCIL – TEAM A – DRAFT REPORT REVIEW**

There are many articles supporting boards having a strong nominating or governance committee if there are no term limits. Prior to 1998 PEO did have a nominating committee, but today PEO has neither term limits nor a nominating system.

Regarding Council evaluation, it was noted that Council participated in an evaluation and that the results were presented at the Council workshop in June. A request was made to see the results of this evaluation. R. Martin advised that an email request must be submitted to him from a councillor, which he will then forward to the President in order to permit release of this information.

**Action: M. Wesa will forward an email request to R. Martin regarding the results of the recent Council evaluation results being shared with the CTL TF members.**

**Action: R. Martin will provide the Council evaluation process to task force members.**

The task force reviewed and discussed the Summary Tables of the Pros and Cons of Term Limits submitted by Team A. It was agreed that this information should not be limited but rather updated to consolidate and remove redundancies. The information would be most effective if presented as a list. It was agreed that the 18 articles referenced in the list should be listed in the report Bibliography and that some key articles should be included as appendices. This would include “Continued Improvement in the Boardroom” and “Board Tenure – How Long is too long?”

It was also noted that there is an article referring to current studies that show “not-for-profit” boards, in particular, do not follow one governance model but employ “hybrid” practices that uniquely suit their organization. This document should also be referenced in the report.

The Term Limits Recommendation section has not been updated since it was reviewed at the last meeting.

**Action: Team A will revise its Recommendation section based on discussion at a previous meeting.**

#### **COUNCIL TERM LIMITS TASK FORCE REPORT TO COUNCIL – TEAM B – DRAFT REPORT REVIEW**

The task force reviewed and provided feedback regarding the Succession Planning sections. The following comments were discussed:

- The article “Taking a Structured Approach to Board Succession Planning” should be referenced in the report.
- Add “Perceived” to 4.2.4 Barriers for Candidates to Overcome. In the first line of the first paragraph replace “job description” with “time commitment”. Need to place more emphasis on the travel issue as being a barrier. It was noted that this will become an even greater issue if Council is reduced.

- **4.2.6 Educating the Electorate.** There was discussion regarding electors being given the key criteria for an effective Councillor. This could include attendance, skillset, etc. In the absence of a Nominating Committee the voters should have more information on each candidate in the voter information package. The task force would provide, for Council consideration, some items for inclusion so that voters receive a more comprehensive voter information package. Council could form a successor task force to develop the enhanced voter information package.
- **4.2.7 Employer Support of Council Service.** Remove last line of the first paragraph “Discipline matters covered in “The Blue Pages” is perhaps the most popular aspect of Dimensions.” Remove the last two sentences of the third paragraph regarding OSPE. Remove the word “Coincidentally” from the first line of the fourth paragraph. Move section to immediately following 4.2.4 Barriers
- **5.2 Succession Planning Recommendation**  
Remove second paragraph regarding legislative changes. Add to fourth bullet “.....and a Young Leaders’ Symposium...” Remove the word “young” from the 4<sup>th</sup> bullet. A broader attendance base could provide for leadership training among the general membership since most of the leadership training provided by PEO is for Chapter and Committee, Vice-Chairs, etc. As an example, the Chapter Leadership Conference focusses on Chapter Leadership, not the skills to be on Council.

**Action:** Team B will revise the Succession Planning document based on the discussion above and will forward to all task force members and applicable staff.

**COUNCIL TERM LIMITS TASK FORCE  
REPORT TO COUNCIL – TEAM C – DRAFT  
REPORT REVIEW**

It was agreed that Team C will update its Introduction section based on written comments received and discussed. On the second page, last line of the third paragraph, change “plurality” to “majority”. Add information on the VLC discussions.

**Action:** Team C to follow up with L. King to provide additional wording regarding consultation/participation at VLC and the outcome of the topics.

The one-page summary regarding the expert opinions of Jane Garthson and Paulette Vinette could be referred to in the Introduction and included as an appendix. The articles provided by Jane Garthson should be included in the Bibliography.

In addition, the other report sections are needed for Team C to start work on formatting and editing since this team is mandated to

provide consistent wording and structure.

## **NEXT STEPS**

The task force discussed the detailed work plan. It was agreed that a teleconference meeting be scheduled for November 11<sup>th</sup> to review Team A's background portion of the report. N. Hill (Vice-Chair) will chair this meeting.

**Action: Teams A and B will submit their revised documents to Team C by November 15<sup>th</sup> so that Team C can begin merging the sections into a single, preliminary draft report by November 18<sup>th</sup>.**

The Detailed Work Plan was revised to reflect the additional November 11<sup>th</sup> meeting date and subsequent timeline changes, including the rescheduling of the November 21<sup>st</sup> meeting to November 22<sup>nd</sup>.

**Action: The Chair will send all task force members as well as applicable staff the updated detailed work plan.**

## **CONCLUSION**

There being no further business, the meeting concluded and was adjourned at 4:37 p.m.

## **NEXT MEETING DATES**

- November 11, 2016 – teleconference – 1:30pm to 3:00pm
- November 22, 2016 - Face to face with lunch – 9:30am to 3:30pm
- February 2, 2017 – Face to Face

These minutes consist of four pages.