

## Terms of Reference Governance Working Group Phase 1 (GWGP1)

**Issue Date:**  
**Approved by Council: March 23, 2018**

**Review Date: N/A**  
**Review by: N/A**

<b>Legislated and other Mandate approved by Council</b>	To deliver a report for Council approval prior to the 2019 AGM to confirm if a governance review is warranted.
<b>Key Duties and Responsibilities</b>	<ol style="list-style-type: none"> <li>1. Proactively evaluate and understand if there are any risks or problems with the current governance model of PEO. This includes the following: <ul style="list-style-type: none"> <li>• defining a clear and common understanding of the mandate of PEO;</li> <li>• evaluating the risk of PEO losing its self-regulatory status and remaining relevant as a licensed profession;</li> <li>• examining how PEO’s mandate currently manifests itself, where priorities lie and what the mandate might or should look like in the future;</li> <li>• consideration of modern regulator principles;</li> <li>• consideration of the findings of recent governance related task forces, including Council Term Limits Task Force, Succession Planning Task Force and Council Composition Task Force;</li> <li>• completing a jurisdictional scan of governance reviews for other self-regulated professions, including nurses, teachers, health professionals, lawyers, accountants and other jurisdictions that self-regulate engineers;</li> <li>• determining an interview list and conducting interviews which may include current and former council members, council candidates, committee members, current and former chapter executive members, other regulatory bodies, and employers of engineers; and</li> <li>• evaluating if the current governance structure serves the public interest at the level that it needs to.</li> </ul> </li> <li>2. Develop an RFP, with staff support, including input on the desired qualifications and bid evaluation criteria, to engage a Regulatory Governance Subject Matter Expert(s) (SME), and other SME’s as appropriate, to assist with the evaluation and understanding of the risks of the current governance model, and to provide introductory governance education to Council.</li> <li>3. Provide a Progress Report to Council prior to the 2018 AGM, or shortly thereafter, that includes timing and a work plan for delivery of the Final Report to Council.</li> <li>4. Communicate findings and results to Council for feedback and direction once the above is complete.</li> </ol>

<b>Constituency, Number &amp; Qualifications of Committee/Task Force Members</b>	The working group shall consist of 4 current Councillors with at least one lay LGA, plus 3 additional members at large. Preference is for individuals who have formalized governance education.
<b>Qualifications and election of the Chair</b>	The Chair is to be elected from among the members of the task force in accordance with Wainberg's Society Meetings, By-Law No. 1, section 25(4) and Committee and Task Force Policy
<b>Qualifications and election of the Vice Chair(s)</b>	The Vice Chair is to be elected from among the members of the task force in accordance with Wainberg's Society Meetings, By-Law No. 1, section 25(4) and Committee and Task Force Policy
<b>Duties of Vice Chair(s)</b>	To act in the absence of the Chair.
<b>Term Limits for Chair, Vice Chair and Committee members</b>	The task force is to be stood down following the submission of its final report to Council, anticipated prior to the 2019 PEO AGM.
<b>Quorum</b>	In accordance with Wainberg's Society Meetings and By-Law No. 1, section 25(1), quorum for the purpose of having the meeting's decisions be considered binding is at least 50 per cent of the task force's membership present at the meeting.
<b>Meeting Frequency &amp; Time Commitment</b>	The task force will meet at the call of the Chair.
<b>Operational year time frame</b>	The task force will commence its work upon approval of its Terms of Reference and is to be stood down following the submission of its final report to Council.
<b>Budget</b>	\$40,000.
<b>Committee advisor</b>	Scott W. Clark, LL.B., Chief Administrative Officer
<b>Committee support</b>	Ralph Martin, Manager, Secretariat