



MINUTES

The 545th MEETING of the COUNCIL of PROFESSIONAL ENGINEERS ONTARIO (PEO) was held via ZOOM Videoconference on Friday, February 18, 2022, at 10:00 a.m.

- Present:**
- C. Bellini, P.Eng., President and Council Chair
 - M. Sterling, P.Eng., Past President
 - N. Colucci, P.Eng., President-Elect
 - M. Spink, P.Eng., Vice President Elected
 - C. Chiddle, P.Eng., Eastern Region Councillor/Vice President Appointed
 - A. Arenja, P.Eng., Lieutenant Governor-in-Council Appointee
 - P. Broad, P.Eng., Western Region Councillor
 - C. Chahine, P.Eng., East Central Region Councillor
 - M. Chan, P.Eng., Councillor-at-Large
 - J. Chisholm, P.Eng., West Central Region Councillor
 - L. Cutler, P.Eng., Lieutenant Governor-in-Council Appointee
 - A. Dryland, CET, Lieutenant Governor-in-Council Appointee
 - L. MacCumber, P.Eng., West Central Region Councillor
 - S. MacFarlane, P.Eng., Western Region Councillor
 - L. Notash, P.Eng., Councillor-at-Large
 - P. Quinn, P.Eng., Councillor-at-Large
 - L. Roberge, P.Eng., North Region Councillor
 - R. Subramanian, P.Eng., Northern Region Councillor
 - S. Sung, Lieutenant Governor-in-Council Appointee
 - R. Walker, P.Eng., Eastern Region Councillor
- Regrets:**
- R. Brunet, P.Eng., Lieutenant Governor-in-Council Appointee
 - Q. C. Jackson Kouakou, Barrister and Solicitor, Lieutenant Governor-in-Council Appointee
 - S. Schelske, P.Eng., Lieutenant Governor-in-Council Appointee
- Staff:**
- J. Zuccon, P.Eng., CEO and Registrar
 - D. Abrahams, VP Legislation and Policy
 - L. Latham, VP Regulatory Operations/Deputy Registrar
 - L. Maier, VP Governance/Interim VP Organizational Effectiveness
 - P. Gavilanez, Acting Director, Human Resources
 - D. Smith, Director, Communications
 - M. Wehrle, Director, Information Technology
 - R. Martin, Manager, Secretariat
 - J. Max, Manager, Policy
 - E. Chor, Research Analyst, Secretariat
 - M. Feres, Supervisor, Council Operations
 - D. Power, Secretariat Administrator
 - B. St. Jean, Senior Executive Assistant
 - N. Axworthy, Editor, Engineering Dimensions

Guests: M. Barzallo, Compliance Analyst, Office of the Fairness Commissioner
D.A. Brown, Governance Solutions Inc.
D.L. Brown, Governance Solutions Inc.
D. Brown, Former PEO President
H. Brown, CEO, Brown & Cohen
S. Cameron, Ministry of the Attorney General's Office (minutes 12406 and 12407 only)
D. Chui, P.Eng., PEO Director, Engineers Canada
N. Hill, P.Eng., PEO Director, Engineers Canada
L. Lukinuk, Parliamentary Services
B. Matthews, Consulting Engineers of Ontario
D. McComiskey, Governance Solutions Inc.
S. Perruzza, Ontario Society for Professional Engineers
K. Reid, P.Eng., PEO Director, Engineers Canada
R. Steinecke, Maciura LeBlanc (minute 12409 only)

Council convened at 10:00 a.m. on Friday, February 18, 2022.

CALL TO ORDER

Notice having been given and a quorum being present, President Bellini called the meeting to order at 10:00 a.m.

12398 - APPROVAL OF AGENDA (OPEN SESSION)

The Chair advised that discussion regarding item 2.10 Election Issues would take place immediately after the lunch break with legal counsel Richard Steinecke present. He further noted that legal advice provided by Richard Steinecke would be made public after the Council meeting.

Moved by Councillor Subramanian, seconded by Vice-President Chiddle:

That:

- a) The open agenda, as presented to the meeting at C-545-1.2, Appendix A be approved; and**
- b) the Chair be authorized to suspend the regular order of business.**

CARRIED

12399 - DECLARATION OF CONFLICTS OF INTEREST

There were no conflicts of interest declared.

12400 - PRESIDENT'S REPORT

The Chair provided a verbal report on the following topics:



- Resignation of Councillor Todd Bruyere, P.Eng., Lieutenant Governor-in-Council Appointee as of February 11, 2022. Attorney General Doug Downey has acknowledged the resignation and thanked Mr. Bruyere for his service. President Bellini, on behalf of PEO Council, also thanked Todd for his service to PEO since 2020.
- Annual meeting with Attorney General Doug Downey on November 22, 2021 to provide a thorough update on PEO's ongoing transformation project to become a modern, effective regulator as well as discussing the Canadian experience requirement, mandatory Continuing Professional Development for practitioners and PEO's anti-racism and anti-discrimination initiatives.
- Attended the virtual Ontario Professional Engineers Awards dinner on November 26, 2021. In line with PEO's regulatory focus this will be the last year for PEO involvement with the awards. The OPEA program has been fully transitioned to OSPE, beginning with the 2022 event.
- Attended the Scarborough Chapter AGM on January 22, 2022 providing a 30-minute presentation on PEO's transformation project.
- On February 16, 2022 President Bellini participated in the Black Engineers of Canada fireside chat where he joined presidents from fellow regulators from BC, the Yukon, Alberta and Nova Scotia in discussing what is being done to improve equity, diversity and inclusion in engineering. President Bellini spoke about PEO's ongoing transformation project, particularly around what PEO is doing to address areas where it can be more transparent and objective in making regulatory determinations, such as reviewing PEO's licensing processes as well as the 12-month Canadian experience requirement. He also discussed PEO's Anti-Racism and Anti-Discrimination Exploratory Working Group that is developing recommendations on how best to address issues of racism and discrimination in all aspects of PEO's work as a regulator, an organization and an employer.

It was noted that at the February 2020 meeting Council debated on a policy recommendation on indigenous matters. The Chair advised that the governance process would be followed in moving the truth and reconciliation policy forward. He advised that staff would take the initiative to make this happen and that a report would be provided at the April 8, 2022 Council meeting.

12401 - CEO/REGISTRAR'S REPORT

CEO/Registrar Zuccon noted that his report was in the agenda package. He referred to the *Fair Access to Regulated Professions and Compulsory Trades Act (FARPACTA)* changes which provide clear direction on Licensure processes. He also discussed the Academic Review Committee (ARC) and ERC reviews. With over 7,800 applications PEO had another record year. He then responded to questions.

Further information requested

- In next report provide an update regarding the challenges? to conducting more ERC interviews
- Information Discovery and Digitization Capacity Project - a target completion date as to when will be fully digitized in the report
- 1,643 left the profession – is there a metric when people become re-employed – take under advisement
- Revenues are in excess of 6.9 million – is there any risk to PEO's not for profit status?

12402 - NOMINATION OF PEO DIRECTOR TO ENGINEERS CANADA BOARD

President-elect Colucci advised that he wished to withdraw his name as a candidate for nomination of PEO Director to the Engineers Canada Board.

Since President Bellini had put his name forward as a candidate he passed the gavel to President-elect Colucci.

President-elect Colucci advised that there were two candidates, Christian Bellini and Darla Campbell, who were invited to speak to their candidacy. Following this an election was held. Following the election it was announced that President Bellini was the successful candidate.

Moved by Councillor MacCumber, seconded by Councillor Chiddle:

That Christian Bellini, P.Eng. be nominated as a PEO Director to the Engineers Canada Board of Directors, for a three-year term effective as of the 2022 Engineers Canada Annual General Meeting.

CARRIED

President-elect Colucci returned the gavel to President Bellini.

12403 - ENGINEERS CANADA DIRECTORS REPORT

D. Chui referred to some of the items in the Engineers Canada Directors Update January 2022 which included Gold level certification, National Members Database, Equity, Diversity and Inclusion, Infinity Program, Engineers Canada scholarship, etc.

12404 - GUIDELINE - USE OF THE PROFESSIONAL ENGINEER'S SEAL

The proposed guideline will reflect the amendments to Regulation 941 which will come into effect on July 1, 2022. Councillor MacCumber advised that many of the amendments are to address inconsistencies and provide clarification.

Moved by Councillor MacCumber, seconded by President-elect Colucci:

That Council:

Approve the publication of the guideline Use of the Professional Engineer's Seal as presented to the meeting at C-545-2.5, Appendix B;

Direct the Registrar to publish the guideline and notify members and the public of its publication through usual PEO communications; and

Stand down the PSC subcommittee which prepared the Use of the Professional Engineer's Seal guideline.

CARRIED

12405 - GOVERNANCE ROADMAP - PHASE 4

Council was asked to approve a process to establish policy direction regarding activities and outputs that were classified as neither regulatory nor governance based on the Activity Filter.

Moved by Councillor Arenja, seconded by President-elect Colucci:

Whereas Council, responding to a recommendation of the 2019 External Regulatory Review, authorized the use of an Activity Filter to determine which activities and outputs were regulatory, which were governance, and which were neither; and

Whereas the application of the Activity Filter suggested that Chapters' activities and associated outputs are neither regulatory nor governance,

Therefore,

- 1. Council nonetheless affirms the continuation of Chapters as currently referenced in the regulations and by-laws of the Association, and endorses the process recommended by the Governance & Nominating Committee (GNC) to deal with activities and outputs of Chapters as well as other activities and outputs that are "neither" regulatory nor governance, as illustrated in the Appendix to this Briefing Note.**
- 2. Council directs that GNC oversee a risk assessment, with a view to eliminating high-risk outputs and operationalizing others so that volunteer engagement is maintained, and more effective organizational control is ensured.**
- 3. Council further directs GNC to bring a report with necessary recommendations to Council for decision.**

Moved by Councillor Chisholm, seconded by Councillor Chahine:

That the Governance Roadmap – Phase 4 motion be postponed to the next meeting of Council.

DEFEATED

Moved by Councillor Notash, seconded by Councillor Chahine:

That the second paragraph be amended to include "which includes consultation with the Chapters"

CARRIED

The main motion as amended was then voted on.

Whereas Council, responding to a recommendation of the 2019 External Regulatory Review, authorized the use of an Activity Filter to determine which activities and outputs were regulatory, which were governance, and which were neither; and

Whereas the application of the Activity Filter suggested that Chapters' activities and associated outputs are neither regulatory nor governance,

Therefore,

- 1. Council nonetheless affirms the continuation of Chapters as currently referenced in the regulations and by-laws of the Association, and endorses the process recommended by the Governance & Nominating Committee (GNC) to deal with activities and outputs of Chapters as well as other activities and outputs that are "neither" regulatory nor governance, as illustrated in the Appendix to this Briefing Note.**



2. Council directs that GNC oversee a risk assessment, which includes consultation with the Chapters, with a view to eliminating high-risk outputs and operationalizing others so that volunteer engagement is maintained, and more effective organizational control is ensured.

3. Council further directs GNC to bring a report with necessary recommendations to Council for decision.

CARRIED
1 abstained

12406 - ACT CHANGES - OPERATIONAL AND PROCEDURAL IMPROVEMENTS

Council was asked to approve operational and procedural improvements to the Act to support mandatory annual reporting and audits, electronic communication, efficiency, mandatory CPD participation and to streamline timeframes for complaints. Councillor MacCumber, Regulatory and Policy Legislation Committee (RPLC) Chair advised that changes to the Act would allow the Complaints Committee to act on Registrar's Investigation reports without having to open a new complaint so that work is not duplicated. Following Council's approval, the Ministry of the Attorney General will be asked to amend the *Professional Engineers Act* accordingly.

Moved by Councillor MacCumber, seconded by Councillor Chiddle:

Required a two-thirds vote cast to carry

That Council approves requesting the Ministry of the Attorney General to amend the Professional Engineers Act to

1. Provide for electronic delivery of all notices and communication by the Association, as per C-545-2.7, Appendix A;

2. Allow for the mandatory collection and submission of regulatory information from holders of all licence types and certificates of authorization and designations to permit electronic communication to and from the Association, audits, and sanctions for non-compliance with such, as per C-545-2.7, Appendix B; and

3. Allow the Complaints Committee to act on Registrar's Investigation reports without having to open a new complaint, as per C-545-2.7, Appendix C.

12407 - MANDATORY CPD - REGULATION CHANGE PRELIMINARY REGULATORY IMPACT ASSESSMENT

Councillor MacCumber advised that the preliminary regulatory impact assessment (PRIA) is a document required to receive Cabinet approval before PEO can ask the Attorney General's office to draft any regulations. The costs associated with PRIA are to the public, not to PEO members and not to PEO for operational issues. This document has to be approved by Council and submitted to the Attorney General's office in order to begin the policy work and the final drafting of any regulations changes. She noted that the cost of the implementation will come at a later stage.

Moved by Councillor MacCumber, seconded by Councillor Chiddle:

That Council approve the Preliminary Regulatory Impact Assessment (PRIA) and accompanying appendices for the creation of a mandatory CPD program based on PEAK and request the Ministry of the Attorney General to draft necessary amendments to Regulation 941.

CARRIED

12408 - ANTI-RACISM AND ANTI-DISCRIMINATION EXPLORATORY WORKING GROUP (AREWG) UPDATE

Councillor MacCumber advised that a consultation on the draft Anti-racism and Equity Code (ARE Code), managed through a third party, was underway. This consultation will close in March in order to meet the Council approved timelines. She noted that this will be a broad consultation including the Attorney General's Office and the Office of the Fairness Commissioner as well as the public and the profession. She also noted that AREWG would be taking up the Indigenous Land Acknowledgement/Truth & Reconciliation item as part of the working group's action plan.

12409 - ELECTION ISSUES

Richard Steinecke, Steinecke Maciura LeBlanc, was asked to provide a legal opinion regarding a complaint that certain communications by PEO during the election period were inappropriate and contrary to the Caretaker Convention employed by Canadian legislatures during election periods and constitute a conflict of interest. This legal opinion was circulated to Council on February 17, 2022. President Bellini advised that this opinion would be available to the public once the 2022 election was closed. R. Steinecke, as part of his opinion, offered some suggestions for moving forward in future elections. President Bellini advised that in the past the Central Election and Search Committee (CESC) provided an Issues Report to go before Council. This report will now go to the Governance and Nominating Committee (GNC) for review and recommendations to Council.

R. Steinecke received comments and responded accordingly.

Moved by Councillor Quinn, seconded by Councillor Notash:

That the election processes be reviewed by Council before the 2023 election procedures are approved in June 2022.

DEFEATED

12410 - GOVERNANCE COMMITTEE UPDATE

The four governance committees provided a written update.

A councillor referred to the December 15, 2021 D&O insurance presentation by Marsh Insurance Company wherein she asked about risks from an insurance perspective related to in-camera meetings not being recorded and only rudimentary minutes taken. Staff will follow up.

Staff will follow up regarding a question that was asked at the December 15, 2021 D&O presentation by Marsh Insurance Company on risks from an insurance perspective related to in-camera meetings not being recorded and only rudimentary minutes taken.

Councillor Arenja advised that GNC would be looking at how PEO appoints Engineer Canada Directors

12411 - 2023 - 2025 STRATEGIC PLAN

Summary notes from the 2023-2025 Strategic Plan Kick-Off Meeting on January 28, 2022 were included in the agenda package.

12412 - CONSENT AGENDA

Moved by Councillor Arenja, seconded by Councillor Chiddle:

That the consent agenda be approved, consisting of:

3.1 Minutes – 544th Council meeting – November 19, 2021

3.2 Changes to the 2022 Statutory and Regulatory Committees' Membership Lists

CARRIED

12413 - C-544 MEETING MINUTES

That the minutes of the 544th meeting of Council, held November 19, 2021, as presented to the meeting at C-545-3.1, Appendix A, accurately reflect the business transacted at that meeting.

CARRIED

12414 - CHANGES TO THE 2022 STATUTORY AND REGULATORY COMMITTEES' MEMBERSHIP LISTS

That Council appoint Waguih ElMaraghy, P.Eng., as chair of the Academic Requirements Committee (ARC), and Andrew Cornel, P.Eng., as chair of the Experience Requirement Committee (ERC), as presented to the meeting at C-545-3.2, Appendix A.

CARRIED

Moved by Councillor Roberge, seconded by Vice-President Spink:

That Council move in-camera.

CARRIED

C. Bellini, P.Eng., Chair

R. Martin, Corporate Secretary