

Minutes of the Human Resources Committee meeting
 October 5, 2021 | 11am-1:30pm ET | via Microsoft Teams

Committee members in attendance	
Jean Boudreau, Past President, APEGNB (Chair) Kathy Baig, President-Elect, OIQ Danny Chui, President, PEO	Dawn Nedohin-Macek, Engineers Geoscientists MB Janet Bradshaw, CEO Group member, PEGNL
Regrets	
Jane Tink, APEGA	
Observers	
None	
Staff and support	
Sylvie Francoeur, Director, HR Roseanne Gauthier, Executive Assistant Christina Mash, Governance Administrator	Gerard McDonald, CEO Evelyn Spence, Corporate Secretary

1. Call to order and approval of agenda

The meeting was called to order at 11:01am ET and committee members were welcomed.

Moved by J. Bradshaw, seconded by D. Chui

THAT the agenda be approved, and the chair be authorized to modify the order of discussion.

Carried

2. Review of last meeting

2.1. Approval of minutes

The committee reviewed the pre-circulated minutes. No feedback was received.

Moved by D. Nedohin-Macek, seconded by D. Chui

THAT the May 29, 2021 minutes be approved.

Carried

2.2. Review of action table

The table was reviewed, and it was noted that all actions are complete. No questions were received.

3. Chair assessment

J. Boudreau presented the chair assessment survey, noting the improvements made since the last delivery.

It was suggested that the language in the chair competencies be adjusted to measure the ability to demonstrate, rather than the ability to understand, which is not easily evaluated.

The committee proposed the following adjustments:

- In part 1.2 of chair competencies, modify “Ability to understand the...” to “Demonstrates their understanding of the Engineers Canada governance model”;
- Part 1.3, modify “Ability to understand” to “Considers and reflects the broader strategic context”.

K. Baig confirmed that she would be prepared to deliver feedback following the survey reports being generated. Chairs who receive constructive or negative feedback would be contacted to schedule a meeting, with all others having the option.

Regarding the changes to policy 6.2, the committee agreed with the proposed informal assessment. It was suggested that chairs be provided with options on how to achieve this, and that perhaps a form would also be helpful in capturing feedback from those who do not feel comfortable providing public feedback. The formal process was highlighted as the opportunity to capture the feedback of those who may be more hesitant in a public setting. It was agreed that no suggestions for improvement to the policy would be provided to the Governance Committee.

Moved by J. Bradshaw, seconded by D. Chui

THAT the HR Committee confirms the structure and content of the chair assessment survey, as amended, for recommendation to the Board

Carried

Action: Staff to revise the chair assessment survey, for circulation to the Board for the December meeting.

4. Succession planning

S. Francoeur presented the succession plan, noting that no adjustments had been made since it was first presented in 2020. The committee members commended the highly detailed and complete succession plan.

The committee indicated the following modifications to make:

- Section 3
 - Last sentence (before table 1): remove “or the loss of organizational momentum”
 - Table 1: modify “Notice” to “Duration”
- Section 6
 - Second paragraph: modify from “authorizes” to “authorize”
 - Second last bullet point: modify “or 8%” to “of 8%”
 - Last bullet point: modify “President of directors” to “President of the Board”
- Section 7
 - Second bullet: modify “That arrangements *that* have been made” to “That arrangements have been made”
- Section 8
 - Item b: modify “Long-Term *permanent* departure” to “Long-Term *temporary* departure” and clarify the reference to the process to be followed.

S. Francoeur updated the committee members on the succession planning for the CEO’s direct reports, noting the documentation that is maintained internally to support this activity.

Action: Staff to revise the CEO succession plan as discussed.

5. For-information progress reports

a) Employee engagement work plans

This was the final presentation of progress made to the HR Committee with regards to the employee engagement working groups. The progress in these areas will be measured during the employee engagement survey, scheduled for the fall of 2022.

b) Volunteer Management Program project

Progress on the Volunteer Management Program was reported. The HR Committee will receive an additional update on this work with the measurement of the 2021 CEO Objectives in December. The progress was commended, and it was noted that some Regulators may be looking to do something similar.

6. Work plan review

The work plan was reviewed, no comments or questions were received.

7. Next committee meetings

The next committee meetings are as follows:

- Tuesday, December 14, 2021
- Tuesday, January 11, 2022
- Friday, February 25, 2022 (does not include full committee, 3 Presidents (3Ps) to meet with CEO)
- Tuesday, March 29, 2022

8. Other business

No other business was brought forward.

9. CEO assessment – *In-camera session*

Moved by D. Nedohin-Macek seconded by J. Bradshaw
THAT the HR Committee meeting move in-camera to discuss the CEO assessment.
Carried

Moved by D. Chui, seconded by J. Bradshaw
THAT the HR Committee meeting move out of in-camera.
Carried

The committee agreed to engage Odgers Berndston for the project.

Moved by D. Nedohin-Macek seconded by J. Bradshaw
THAT the HR Committee approve engaging Odgers Berndston to complete 15 CEO assessment interviews of stakeholders as identified by the committee.
Carried

10. Meeting evaluation

J. Boudreau facilitated the discussion, and the following was captured:

- The interview selection went well and highlighted the need for continuity in membership for the HR Committee, so history and context can be brought forward.
- The agenda was completed in less time than scheduled.
- Good discussion was had, and members were satisfied with the outcome of the meeting.
- The team environment encouraged new perspectives.

11. Closing

With no further business to discuss, the meeting closed at 1:08pm ET.

Meeting re-convene on October 19

Following the October 5 meeting, staff entered negotiations with Odgers to perform the CEO assessment project. It was determined that to meet the \$10,000 budget, the committee would need to narrow the interviewees to 10 instead of 15, otherwise, the project would cost \$15,000-\$18,000 and would be above the allotted budget. The committee agreed via email to reduce the number of interviewees instead of increasing the project budget, and a supplemental call was scheduled for October 19 at noon (ET) to decide on the interviewees.

The meeting was called to order at 12:03pm ET. In attendance were Jean Boudreau, Danny Chui, Dawn Nedohin-Macek, Janet Bradshaw, and C. Mash. K. Baig and J. Tink did not attend.

The committee ratified the change in scope that was previously approved over email and unanimously agreed to a reduced interview list. The approach used in selecting interviewees ensured that each Regulator was represented in the informal assessments at least once over two consecutive years of the activity taking place. Those Regulators not represented in this year's process were interviewed in 2019 (2020 was a formal process year). Additionally, the committee agreed that the members of the HR Committee unofficially represent their Regulators in this activity.

Moved by J. Bradshaw, seconded by D. Chui
THAT the HR Committee ratifies the decision made by email, to change the scope of the CEO assessment project from 15 interviews to 10.
Carried

The re-convened meeting ended at 12:18pm ET.