

**Minutes of the Human Resources Committee meeting**  
 December 14, 2021 | 11:00am-1:30pm ET | via Microsoft Teams

<b>Committee members in attendance</b>	
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
<b>Regrets</b>	
Jane Tink, APEGA	
<b>Observers</b>	
Arjan Arenja, PEO	
<b>Staff and support</b>	
Roseanne Gauthier, Executive Assistant Gerard McDonald, CEO	Evelyn Spence, Corporate Secretary

**1. Call to order and approval of agenda**

The meeting was called to order at 11:03am ET. J. Boudreau welcomed the committee members.

**It was moved and seconded**

***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. A request was made to add “ET” after the time the meeting was called to order on page 5 of the agenda book, under agenda item 11 (Closing).

**It was moved and seconded**

***THAT the October 5, 2021 minutes be approved, as amended.***

***Carried***

**2.2. Review of action table**

The action table was reviewed. All actions were noted as being complete, except for the measurement of CEO objectives, which J. Boudreau indicated would require committee member input by December 21 so that scores could be discussed at the committee’s in-camera session on January 11, 2022. No questions were received.

**3. Confirmation of Board and individual Director assessment surveys**

J. Boudreau presented the Board and individual Director assessment surveys, noting the improvements made since the last delivery.

A question was asked about the meaning of the reference, within the introductory section of the Director self-assessment, to Engineers Canada’s efforts to track *significant representation* on the Board. It was explained that the term “significant representation” comes from the Government of Canada’s 50-30 Challenge, in which organizations participating in the Challenge are encouraged to obtain 30% (which is its qualification of “significant representation”) of under-represented groups on the board and in senior management. The Board supported Engineers Canada’s efforts to meet the 50-30 Challenge in May, 2021.

A further query was made about the purpose or ability of the Board to set Director competencies, particularly given that Director nominees are provided from the Regulators, and that Engineers Canada does not have any control over who the Regulators nominate. It was explained that although the Directors are nominated by the Regulators and approved by the Members, the Board has developed a policy to identify competencies that it aims for the Board to have. The Board, using the profile, could notify Regulators that it is looking for certain desired competencies, which the Regulators may or may not heed.

K. Baig confirmed that she would be prepared to deliver the results and feedback from the Director peer-assessments.

**It was moved and seconded**

***THAT the committee recommend the Board and Director assessment surveys to the Board for approval, as presented.***

**Carried**

#### **4. Oversight of annual strategic reporting on Board responsibilities 1 and 6**

J. Boudreau presented the pre-circulated strategic performance scorecard. No questions were received, with the committee members remarking that the documentation is clear; the committee did a lot of work in the past year, and it is helpful to see it all reflected in one place; and the scorecard provides a good summary of what has been accomplished, and the graphic aids assist in understanding the information.

Staff were also acknowledged for their help in progressing the work over the past twelve months.

**It was moved and seconded**

***THAT the committee approve the proposed reporting, as presented, for presentation to the Board.***

**Carried**

#### **5. Confirmation of 2022 CEO objectives**

G. McDonald presented the draft CEO objectives, noting that this is the third year for this process and that the objectives are set out using the same format as last year. The following discussion and feedback were captured:

- The 2022 list of objectives includes less of the operational work; it is believed that last year the objectives were too far into the operational weeds. The 2022 objectives provide highlights of activities Engineers Canada wants to do on the operational side, but it is focused on the new strategic plan and certain, more significant operational work.
- The committee remarked that there are lots of objectives to achieve over the next year, and asked whether all the work could be delivered. G. McDonald responded that the objectives provide an optimistic view of the year, however he is confident that most of the goals can be achieved. There are, of course, things that might get in the way, resulting in the objectives not being achieved, but objectives should be stretch goals for the CEO.
- A question was raised as to whether there are targets the organization wishes to reach in respect of the employee engagement survey, and whether this should be added to the statement of objectives. The goal is to improve on past results, and the objectives should reflect the CEO's commitment to improving on major areas. It was therefore agreed that a target of improving on past results would be added to the objective to conduct the employee engagement survey.
- A typo was identified under strategic priority 2.1, Accelerate 30 by 30: "Geosciences Canada" must be updated to "Geoscientists Canada."
- A request was made to add an additional bullet under strategic priority 2.2, Foster Trust and Value of Licensure. It was agreed that a new first bullet should be added, to read: "Consulting with Regulators on the purpose, goals and messages of the campaign."
- It was noted that the list sets out an aggressive plan for the CEO.

Finally, the committee briefly discussed how to evaluate the CEO's performance, noting that the 4-point rating scale included in the document does not seem adequate as there is no ability to score performance between "satisfactory" and "excellent." It was clarified that the purpose of the document is to show what the CEO intends to achieve the following year, with the method of evaluation being up to the HR Committee to discuss and determine. It was therefore decided that the rating scale should be removed from the top of the document.

**It was moved and seconded**

***THAT the committee recommend the 2022 CEO objectives, as amended, for Board approval.***

**Carried**

**ACTION: Amendments, as noted, be made to the 2022 CEO objectives document.**

**6. Work plan review**

The work plan was reviewed. No questions or comments on the work plan were received, however it was noted that the footnote for item xii was missing.

**ACTION: Update committee work plan with all footnotes included.**

**7. Next committee meetings**

The next meetings will take place as scheduled:

- Tuesday, January 11, 2022 (in-camera, committee members only)
- Friday, February 25, 2022 (does not include full committee: 3 Presidents (3Ps) to meet with CEO)
- Tuesday, March 29, 2022

**8. CEO succession plan: additional information on potential succession candidates -in-camera session**

**It was moved and seconded**

***THAT the HR Committee meeting move in-camera***

**Carried**

The meeting moved in-camera to complete the agenda. E. Spence, R. Gauthier and A. Arenja left the meeting.

**9. CEO assessment**

**9.1. Accomplishment of 2021 CEO Objectives**

Following presentation of the accomplishment of the 2021 CEO Objectives, G. McDonald left the meeting.

**9.2. Results of the informal CEO assessment interviews**

**10. Other business**

No other business was brought forward.

**11. Meeting evaluation**

The committee discussed that, in future years, it would be helpful to have a detailed process and document repository in place to assist with the CEO assessments. It was suggested that these resources would be valuable for new and returning committee members looking to obtain reference materials, for example to help them propose motions to the Board, to understand improvements since the last review cycle, etc.

**12. Closing**

With no further business to discuss, the meeting terminated at 1:14pm ET.