

EXECUTIVE COMMITTEE MEETING

Tuesday, August 7, 2018, 1:00 – 3:00

Webinar/Teleconference

UNAPPROVED MINUTES

Committee Members			
A. Bergeron, Chair – Present	D. Lynch – Present	R. Kinghorn – Present	K. Baig - Absent
S. Devereaux – Present	D. Gelowitz – Present	C. Parenteau – Present	
Advisor			
A. English – Present			
Staff			
G. McDonald – Present	H. Anderson - Present		

1.	<p>CALL TO ORDER AND APPROVAL OF AGENDA The chair called the meeting to order at 1:00 pm. Moved by R. Kinghorn, seconded by D. Lynch that the agenda be approved and that the President be authorized to modify the order of discussion. Agenda items 3, Committee work plan, and 4, Board agenda, were reversed. CARRIED</p>
2.	<p>APPROVAL OF MINUTES Moved by R. Kinghorn, seconded by C. Parenteau that the minutes of the May 26, 2018 Executive Committee be approved. CARRIED The Chair requested that a list of action items for each meeting be included with the minutes. One item for immediate action is to advise that the September 24th dinner is optional.</p>
3.	<p>SEPTEMBER 2018 BOARD AGENDA Moved by C. Parenteau, seconded by D. Gelowitz that the agenda for September 26, 2018 be approved with the following changes incorporated.</p> <ul style="list-style-type: none"> • Corrections were made to the numbering. • Section 2 <ul style="list-style-type: none"> • President’s report to Board, to be received as read with a few verbal highlights • CEO’s report, suggest verbal highlights, particularly on items of risk • CEO Group’s report, a written report from the July retreat, verbal update on September meeting • Presidents’ Group’s report, verbal update only • Consent agenda – 3.3b, p 16 under item 6, typo was noted

	<ul style="list-style-type: none"> • Reports to the Board – add more time; one hour is too short. A. Bergeron will ask if there are questions on each report rather than having them presented. The 2019 AOP and Budget plus Funding Task Force Reports were moved to the top as these are higher priority items. • Section 5 – Board Decisions will be switched with section 4 – Reports. <ul style="list-style-type: none"> • Policies that are being revised should have both the original text and new presented in two columns. ACTION: S. Price • Board members to share comments on any policies with R. Kinghorn ahead of the meeting, with emphasis on 4.3 (code of conduct). • List of policies in agenda to indicate “revised” or “new” • Board Secretary BN should highlight that CEO is an employee of the Board as well as advisor. Ann and Gerard to discuss role of Secretary off-line. • 5.6 any additional business items should be sent to A. Bergeron ahead of the meeting. • 7.1 receive written report with questions. Time to be reduced to 15 minutes. • To accommodate guests from HKIE who will arrive at 2:30, the in-camera session was moved to 1:00. • In-camera agenda: item 4 will be moved to item 2 as it will inform the discussion on the other two items. <ul style="list-style-type: none"> • Other business to be added to In-camera agenda • J. Nagendran and A. English will be invited to speak re: item 2, Status update. • Presidents, CEOs and EC staff may attend the in-camera session. • The CEO objectives, with motion, will be moved to the Board Business section. • BN on white paper – wording in the “risks” section needs to be restated as does “financial implication” • All in-camera documents to be watermarked “confidential”
4.	<p>EXECUTIVE COMMITTEE WORK PLAN</p> <p>G. McDonald provided an overview of the committee’s work plan for 2018-19. The plan will have to be adapted to address items arising from Governance 2.0 in 2019. Other items may arise from the Funding model as well.</p> <p>The role of the Executive committee in developing the AMM agenda was discussed. The presidents are asked for input to this agenda, however it is developed by EC as it largely involves work under its development. The presidents will be encouraged to present all motions well in advance of the meeting. A. Bergeron queried whether the EC President is obligated to chair the AMM. By-law 3.6 indicates that the members may choose a different chair. More research will be done on this.</p>
5.	<p>EMAIL FROM L. CHAMPAGNE</p> <p>A. Bergeron and S. Price will respond to L. Champagne’s concerns.</p>
6.	<p>BOARD COMPETENCY PROFILE - POLICY 4.8</p> <p>G. McDonald reviewed the background on the development of this policy and requested further input from the committee.</p> <ul style="list-style-type: none"> • Add having served as a regulator president is an asset • Female representation should include 30% now with a long term goal of having 50%, as the profession should be reflective of the Canadian population. • Change “female representation” to “representation of women”

	<ul style="list-style-type: none"> • How will we measure and implement this policy? <ul style="list-style-type: none"> • It will be measured through self-declaration • This policy provides the regulators some considerations when deciding on whom to appoint to the Board • Risk management was removed from previous iterations but will be added back in. • Regulator council experience could be expanded to include “or other governing body”. • The word “recruits” to be expanded to read “recruits from regulators”
<p>7.</p>	<p>BOARD MEETING FEEDBACK REPORTS</p> <p>Surveys are sent following each meeting. It was felt the results should be considered by the Executive committee. It was noted that we are improving, but don't see what has driven this. Receiving meeting material in a timely manner in advance of the meetings remains a priority for respondents.</p> <p>We will continue to send the surveys and monitor results following each meeting.</p> <p>Feedback gathered during the event on the May workshop was compiled by G. McDonald. He will circulate the results to the committee.</p> <p>Going forward, purpose and goals will be tied to the strategic plan starting in February. BNs could also indicate this linkage.</p> <p>A. Bergeron has requested the survey results from the June retreat.</p>
<p>8.</p>	<p>CLOSING</p> <p>All business being completed, the meeting was adjourned at 2:23pm.</p> <p>A. Bergeron requested that the committee provide feedback on this meeting to help inform future committee meetings.</p>

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Action items:

Item #	Action	Responsible
1.	Indicate that the first dinner for the September and future Board meetings is optional.	H. Anderson
2.	All policies being presented for revision to show old and new text in document (side-by-side view) where practicable.	S. Price
3.	September 26 agenda to be updated per notes in item 3	H. Anderson / S. Price
4.	Chair of AMM. Further research to be done to determine how the EC President might arrange for someone else to chair the AMM, based on by-law 3.6 which states "or a person chosen by the members."	G. McDonald
5.	Response to email from L. Champagne.	A. Bergeron / S. Price
6.	Board competency profile – update BN	G. McDonald
7.	Feedback from the May workshop to be shared with the committee.	G. McDonald
8.	Survey results from the June workshop to be sent to A. Bergeron.	H. Theelen

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