



## Society Board Meeting Report

**At the virtual meeting of the Board of Directors on September 23, 2021 the following decisions and reports were made:**

### **Respect in the Workplace Training Session**

Laura Williams, LLB, CSP, of Williams HR Law conducted a training session for the Board and the senior management team focused on workplace harassment, being in a position of power, diversity and inclusion and human rights issues.

### **Report from the Chair**

The Chair began his report reviewing that the meeting discussion needs to be aligned with the strategic plan and not to focus on the operations of the organization. He reviewed the Board's role to be accountable for the CEO and to approve of the strategic plan. The Board's relationship with the CEO includes mutual respect, trust, sharing difficult information, challenging each other respectfully; a give and take relationship. He reviewed the current strategic plan's pillars: Lead, Care and Unite. The Chair also reviewed his recent activities such as attending committee meetings, recording greetings for upcoming internal and external events, and reviewing and issuing letters.

### **Report from the CEO**

The CEO, S. Perruzza, provided a written report that was included in the board package, highlighting operational, membership and advocacy updates. In addition to the information provided in the package, he provided the following updates. Regarding membership, he noted that although there has been a flatline in growth during the summer, initiatives are in place for the third and fourth quarter membership drives. The target membership growth is 10%; however, it currently sits at approximately 5%. He noted that at the Association of Consulting Engineering Companies – Ontario's Annual General Meeting, Professional Engineers Ontario (PEO) anticipated a January 1, 2023, implementation of mandatory continued professional development (CPD). OSPE Staff have been taking an online indigenous reconciliation course, which will be discussed at a staff meeting on September 30th to commemorate National Truth and Reconciliation Day.

It was asked what the timeline is on the vaccination policy and return to work plan for staff. It was noted that some staff do not feel comfortable returning to the office unless everyone is fully vaccinated. The CEO noted that an announcement made recently has determined that the human rights code will not allow personal choice as a reasonable exemption. V. Mueller is currently reviewing the vaccination policy with legal before next steps are taken.

D. Carnegie questioned if the impact of staff turnover will affect execution of operations. The CEO noted that he is not concerned about operations through to the end of the year as staff have been cross trained. It was also noted that good resumes have been received for the junior roles currently posted.

### **Report from the Treasurer Quarterly Update**

N. Burgwin, Treasurer, reviewed the report, which was provided in the meeting package showing the financials from January – June 2021. He reviewed the summary report noting that the statement of operations is tracking better than expected due to the conference sponsorships. The Canadian Emergency Wage Subsidy (CEWS) funding has been less than what was expected.

## **Cyber Security Review Update**

During the 2020 audit, it was noted that it would be beneficial to conduct a cyber security review. Two quotes were reviewed by staff and discussed with the Audit and Finance Committee. It was agreed that Cyber Security arm of BDO would be conducting the review. BDO has started the process and is working with OSPE staff. A final report will first be presented to the Audit and Finance Committee and then presented to the entire Board at their meeting in December 2021.

## **BDSP Committee**

### **Risk Register Review**

M. Powers, Chair of the Board Development and Strategic Planning Committee (BDSP) reviewed the revised Risk Register. Updates have been made to items related to COVID-19, return to office, cyber attack, board competency and breach of code of conduct. A new item regarding PEO collecting fees on behalf of OSPE had been added and was discussed amongst the Board. S. Perruzza will keep in contact with Johnny Zuccon, PEO CEO/Registrar regarding this item.

## **Advocacy Task Forces: Update**

### Diversity and Inclusion

Angela Wojtyla, Chair of the Diversity and Inclusion Task Force attended the meeting to provide an update on their initiatives. The training subgroup is overseeing the DiversifySTEM app including three new lessons. A proposal for a new diversity award will be submitted to the Board for consideration at the December Board meeting. The group is also reconceptualizing the Engineering for Change initiative.

### Energy

Steve Pepper, Chair of the Energy Task Force was unable to attend the meeting; however, his update was included in the consent agenda meeting materials.

### Environment

D. Carnegie, Chair of the Environment Task Force provided an update on their initiatives. The Climate Change subgroup has developed a paper on transportation and substitution, which is being reviewed by the task force and then will be shared with other task forces for review. The paper is very technical, and he has asked staff for guidance on how best OSPE can use it. The subgroup is also preparing a paper on deep energy retrofits, which will be reviewed next. The climate change subgroup could overlap with other task forces, and it was questioned whether a separate climate change task force was necessary. The circular economy subgroup has developed a paper in August on broad themes. They will be narrowing their focus to the recovery of building materials and recovery of strategic metals. The focus is dependent on the expertise of the subgroup members. He noted that the need to balance the needs of OSPE and the task force, with the passions of task force members.

M. Frayne agreed that climate change is an important issue, as well noting that regulation is another important issue. He inquired what the process is for the Board to create new task forces. V. Mueller noted that the Board would have to pass a motion to create the group and assign a Chair, and then would have to approve a terms of reference. As this is an operational item, S. Perruzza will discuss if there is a need for a new task force or working group with the Chairs at their next All Chairs meeting.

P. Marcucci noted that this was an operational discussion and encouraged the Board to stay strategic. He suggested framing the discussion around why the board is involved in the management of the task forces as Chairs. D. Carnegie agreed that the structure of task forces should be reviewed. Other industries should be consulted to see how they release statements and what the best practice for processes would be. It was agreed that this discussion would continue at the December Board meeting following the strategic planning session.

## Infrastructure

Oliver Xiao, Chair of the Infrastructure Task Force attended the meeting to provide an update on their initiatives. They have been working on developing guidelines on sustainable infrastructure, which will be reviewed by OSPE to determine the best method of distribution. They have also been developing responses regarding the 413 and Bradford Bypass. They will be brainstorming new initiatives for 2022 and looking to recruit new members by the end of the year. The goal is to align new initiatives with topics that will align with government interests. M. Frayne noted that OSPE has been in discussions with Infrastructure Ontario through the CEO's connection as Chair of the Construction & Design Alliance of Ontario (CDAO). The CEO noted that CDAO is interested in creating working groups and will connect with the task force to recruit members.

## Research and Innovation

N. Burgwin, Chair of the Research and Innovation Task Force provided an update on the task force's initiatives. The Data subgroup has developed a white paper which is being reviewed by the task force and hopes to present at the 2022 conference. The Funding subgroup is prepared to record their ENGTalk videos and expect to be released at the end of the year. The Clean Tech subgroup have a broad understanding of what 'clean tech' means, however are looking to define it further and develop a position paper. This will be done in collaboration with other task forces. It was recommended that circular economy be considered.

## **Report from the Membership Advisory Committee OEA Steering Committee – Learning Management System**

In order to support members through the transition to mandatory CPD, staff and the Ontario Engineering Academy (OEA) Steering Committee are recommending an investment into a learning management system (LMS). A review of 5 systems took place and Desire2Learn (D2L) was selected. The system will host and track professional development such as courses and ENGTalks for members. A presentation regarding the 3-year pilot project was included in the meeting package and reviewed by B. Shukla. The board discussed the finances, customization, user limits and promotion. D. Carnegie suggested including key performance indicators (KPI) related to corporate and employer uptake and retention. It was also suggested that the steering committee regularly review the LMS pilot project.

## **Membership Update**

B. Shukla reviewed the membership update presentation, which was provided in the meeting package. He noted that there was growth in August, however retention of Associates and Interns is low. Individuals will frequently get a membership with a course they are taking, and then not renew once the course is completed. An acquisition plan has been implemented for contacts obtained from PEO data files. Prior to her departure, Luisa Ferreira, Membership Research Analyst, investigated internet trends, which supported the targets previously set. This report was included in the meeting package. B. Shukla noted that individuals are leaving OSPE for three main reasons: they have left the industry, membership is too expensive, or they don't see the value. M. Frayne asked how the membership breaks down into the personas created by Halmyre. He suggested looking to how the active membership is segmented into each of the personas.

## **Membership Strategy Discussion**

B. Shukla noted that the target for membership growth in 2021 is 10%. He suggested targeting Professional Engineers, but not stopping other efforts. The CEO expects PEO to lose some of its membership due to the implementation of mandatory CPD and liability insurance. The Board supports the decision of staff to target professional engineers.

## **Communications Strategy – Best Regulations Practices**

The CEO reviewed a communications plan regarding regulatory reform and best practices. He noted that Engineers Canada supports the work OSPE is doing, and that the Association of Professional Engineers and Geoscientists of Alberta (APEGA) asked OSPE and not PEO to participate in their AGM. In addition to the communication outlined in the plan, OSPE will also be hosting member consultations for engagement and education. The Professional Engineers Act

Working Group (PEAWG) is making recommendations on reducing red tape in the Act and will share a draft with PEO and Engineers Canada.

### **Draft 2022 Budget**

The proposed 2022 budget was included in the package and was reviewed by the Audit and Finance Committee at their meetings in August and September. The presented budget shows three different scenarios: best case, recommended case, and worst case. The best-case scenario has profits across all business units, except affinity revenue. Staff have discussed the affinity revenue with The Personal who anticipate decreases in 2022. The recommended case includes events breaking even, member growth, lower career services revenue and the investment into an LMS. The worst-case scenario includes a decline in membership and OEA revenues and additional decreases to affinity and career services revenues. Common assumptions amongst all scenarios include a new full-time employee (bookkeeper) and events being hybrid with both in person and online aspects. It was clarified that not all events will be hybrid.

M. Frayne identified an error in the recommended budget for the government programs revenue, which should be \$685,600. He also asked for clarity regarding the investment income and why the worst case and recommended cases are the same. In addition, the career services revenue is higher in the worst-case scenario than the other scenarios. B. Shukla will investigate the assumptions made for the investment and career services revenue calculations and report back to the Board during a pivot review in December. It was asked that a pivot review be conducted in December 2021 and at the meeting in March 2022.

D. Carnegie asked whether this would be a one-time deficit due to the investment in the LMS or if it would be ongoing. B. Shukla noted that the LMS has been presented as a three-year pilot project with the goal of being self-sustaining by the end of the three years. The budget has been set conservatively.

### **Nominations Committee Committee Members**

The Nominations Chair, D. Carnegie reviewed the proposed Nominations Committee members noting that they represent different sectors and regions. Biographies were included in the meeting package.

### **2022 Election Package**

The 2022 Election Package was included in the meeting package for review by the Board. This formal package was created and approved by the Board for the 2021 elections to use moving forward. The updates to the current package are with respect to changes in dates as well as the addition of a mandatory governance training module that each candidate will have to complete with their nominations package. This option was discussed with the BDSP Committee as it was noted that it is important for candidates to understand the role of the Board and its Directors.

D. Carnegie identified an error in the procedures document referring to the 1-year term position from the 2021 elections. Staff will correct the error.

### **External Appointment PEO Awards Committee (PEO AWC)**

OSPE is invited to appoint two representatives to this committee. Currently, Manraj Pannu and Oliver Xiao represent OSPE on this external committee and have expressed interest in remaining on the committee for another term and for continuity this is the recommendation. The status of the 2022 OPEA is still being reviewed and until a decision has been made on whether or not PEO will continue to participate, it is not advisable to change the representatives at this time.

### **Consent Agenda**

The consent agenda and supporting materials were received by the Board.

D. Carnegie questioned whether PEO will be able to keep up with the increase in new applications noted in the JRC meeting notes. The CEO noted that Johnny Zuccon wants to change the EIT process as it currently clogs the system as most applicants won't transition to being a professional engineer.

### **Directors' Questions**

R. Aimey asked what would qualify to count towards CPD. The CEO noted that so far PEO's Practice Evaluation and Knowledge program (PEAK) is only focused on technical topics, however the format type is flexible. He is encouraging PEO to include diversity and inclusion in their new program as well. OSPE is currently partnering with other organizations to create content to increase exposure to our offerings and hopefully increase membership. Further clarification as to what will be included in PEO's program is needed.

R. Aimey asked for an update regarding the uptake of the new Financial Security program. Staff noted that the first update meeting takes place the following week and an update will be provided at the next Board meeting.

### **Next Meeting**

The next meeting of the Board will take place on December 7 and 8, 2021 at the Westin Harbour Castle in Toronto. A strategic planning retreat will take place on Tuesday, December 7th with The Portage Group and Wednesday, December 8th will be a regular Board Meeting. Proof of vaccination, a screening form and waiver will all be required to attend the in-person meeting.