

## Society Board Meeting Report

**At the virtual meeting of the Board of Directors on March 10, 2022, the following decisions and reports were made:**

### **Notice of Meeting and Call to Order**

The meeting was called to order at 8:31am by the Vice Chair, M. Powers, who chaired the meeting. The Vice Chair reminded the Board of its purpose to be strategic and not operational. She encouraged the Board to be curious, courageous, and collegial and reviewed the current OSPE Values as well as the etiquette for the virtual meeting reminding everyone to remain muted and to use the chat function to ask questions or to move and second motions.

### **Report from the Chair**

The Vice Chair reviewed the report that was provided by the President and Chair, M. Frayne, who was unable to attend today's meeting. The Professional Engineers Act Working Group (PEAWG) will continue following up on the initial letter sent to the Attorney General. Whether this group will transition to a Task Force will be determined following the Board discussion on the future of task forces. It was also noted that work has been done to revise the draft strategic plan following input from member consultations. The Human Resources (HR) Committee has been developing a process for ongoing continuity to the CEO performance appraisal, which will be discussed in camera by the Board. The Chair's report concluded noting his participation in the March 1st Future of the P.Eng. Licence event for National Engineering Month. Directors expressed interest in this event and requested a link to its recording. B. Shukla will provide a link to the event to the Board.

### **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. He noted that OSPE will be moving to a hybrid model effective April 19, 2022. All staff will be in the office on Tuesdays and Thursdays and will have the option to work from home on Mondays, Wednesdays, and Fridays. S. Tessier questioned whether this was a temporary solution or if this was a permanent change. The CEO clarified that this will be the model moving forward; however, adjustments will be made if necessary. Following the cyber security review, staff have been working with their third-party IT service provider, Quartet to implement the recommendations and some action items have already been implemented including a recent migration to a more secure server. Regarding staffing, the CEO noted that all roles have now been filled except for one, which is in process. OSPE is also engaging with a HR consultant to review salary ranges, ensuring we are in line with the newest market trends. He reviewed the organizations restructure and new hires highlighting the newest staff members. In addition, Edna Giray was promoted to Senior Accountant, Stuart Atkinson to Public Affairs Manager, and Marianne So to Events Manager. M. Powers asked how the senior management team (SMT) plans to keep the culture despite having so many new people. SMT has discussed several engagement strategies including a team building event which will take place in mid-April.

The CEO reviewed current membership statistics noting that 2021 ended with a growth of 4.52%, which is the largest growth in a year OSPE has ever seen.

A new campaign has launched, "We Are Engineering", which includes social advertisements and videos of members Sandra Odendahl, P.Eng., Nick Mocan, P.Eng., and Kam Leong, P.Eng.

Regarding advocacy, regulatory reform remains important to members and work will continue by the PEAWG. Climate Change is also an area of importance, with multiple member consultations scheduled. On March 3, Dianne Saxe of the Green Party of Ontario gave a presentation to OSPE members on Ontario and its Fight Against Climate Change. A major consultation for the Ontario Building Code is currently underway and OSPE is starting a working group to provide input. It was also noted that Ontario is looking at a new Ultra-Low Overnight Electricity Rate, an area OSPE's Energy Task Force has been advocating for many years.

The CEO reviewed the May 2021-April 2022 operational plan. OSPE's Exchange Hubs have been affected by schools moving virtual as well as PEO's discussion on the future of Chapters. In February, PEO determined they will continue with Chapters, with a focus on regulatory matters. It is expected that Chapters will push back on this decision. He noted that he attended a meeting with the Niagara PEO Chapter where a few comments were made that the Chapters are better suited with OSPE. D. Carnegie noted that during the PEO election, there was misinformation stating that OSPE won't accept the Chapters. OSPE staff are reviewing the Hub pilot plan to identify what is working and what isn't. Creating a community virtually during COVID-19 was difficult, and some Hubs have challenges with succession planning. Staff will prepare a new plan to initiate in the summer ahead of the new school year starting in September. S. Perruzza noted that the original purpose of the Hubs was to have a presence outside of the GTA. He is disappointed in how the pilot plan has gone; however, this is a good opportunity to learn how to better serve members. D. Carnegie noted this operational plan was based off the previous strategic plan. He suggested when developing the new operational plan, key performance indicators and more details about the 'why' are included. The operational plan should not only be measured on whether something is completed, but also on whether it accomplished what it was supposed to.

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

The Treasurer, N. Burgwin, reviewed the summary charts noting that 2021 ended very well with a surplus of \$199,988 instead of a planned deficit. The reason for this variance includes the Canadian Emergency Wage Subsidy, Canadian Emergency Rent Subsidy, additional conference sponsorship, increase in membership, an increase in affinity revenue from the insurance program as well as a reduction in travel and event costs for staff and volunteers.

### **2022 Budget Pivot Review**

The CEO reviewed the 2022 budget pivot, which was provided in the meeting package. He noted that the revised forecast for 2022 is estimated. Revenue variances are due to removing the boat cruise, an increase in membership, and an increase in affinity. Membership is based on a 10% growth, however in 2021 actual growth was 4.5%. OSPE is expecting additional growth in 2022 because of corporate professional development (PD) partners paying for employees to be members. The CEO noted that SMT had a productive meeting with the Ontario Association of Certified Engineering Technicians and Technologists (OACETT), where we discussed areas, we could work together such as our Learning Management System (LMS), as PD is mandatory for technicians and technologists. Also discussed were joint employment events and sharing membership ideas. Affinity revenue is expected to be higher than originally budgeted, although premiums are going down, uptake has increased. TD is projecting their rates to stay the same or increase, which could encourage people to move to The Personal. The variance in budget is also due to additional expenses for administration and marketing. Administration expenses have increased because of adding the cybersecurity program, as well as salary effects. Marketing expenses have also increased due to external social marketing support during staff vacancies and marketing costs from other departments.

He reviewed the Ontario Engineering Academy (OEA) 2022 budget. He clarified that there are no additional HR costs, OSPE has always had a Professional Development and Career Services Department. As the Academy grows, it is anticipated that OSPE may eventually have to hire another content developer, manager, and LMS specialist. D. Carnegie asked whether there is a risk to OSPE if we put OACETT content on our LMS because content may not apply to PEO. It was

noted that PEO hasn't set a requirement on continued professional development (CPD) and only states that it must be technically related to their role. OACETT's requirements specifically allow soft/essential skills for their PD requirements.

### **2021 Consulting Fees Breakdown**

The Audit and Finance (A&F) Committee reviewed the breakdown of the 2021 consulting fees as requested at the December Board meeting. The results are included in the meeting package for your information.

### **Investment Portfolio Management**

The Treasurer noted that the Audit and Finance Committee is recommending OSPE move its investments from Guaranteed Investment Certificates (GIC) at RBC to an actively managed portfolio at Scotiabank with a Portfolio Manager. V. Mueller noted that OSPE has always had a managed portfolio, previously with BMO; however, the fees were very high and outweighed any gains. Therefore, in 2019 the Audit and Finance Committee and Board approved moving to one-year GICs renewing on a four-month rotation and although there is no risk, they are also making minimal returns and are managed by V. Mueller. She noted that she, B. Shukla and S. Tessier, all sit on the Ontario Professional Engineers Foundation for Education (FFE) and have witnessed firsthand the professional and gains made by their managed investments. Tommy Trinh from Jarislowsky Fraser manages the investments for both FFE as well as PEO. He attended the last meeting of the committee, which showed lower fees, higher returns, and better liquidity.

She noted that OSPE's investments deserve having the attention of a managed portfolio. J. James asked what the potential return would be. It was noted that the portfolio would likely result in approximately 2.5% growth, with 0.5% fees. R. Clifton noted that as a not-for-profit organization, we aren't allowed to make a lot of money from investments, just enough to maintain purchasing power. OSPE has a small portfolio and there will be a need to review gains and losses monthly. S. Tessier added that she has been happy with Mr. Trinh's management of FFE's account, as is their treasurer and former OSPE President and Chair, Jonathan Hack.

### **Report from the Membership Advisory Committee**

#### **2021 Membership Update**

B. Shukla reviewed the 2021 membership update, which was included in the meeting package. He noted that membership grew by 4.5% in 2022. He noted that he has received better data from PEO, which has resulted in more success emailing potential members. He noted that he will include the 2022 statistics at the next Board meeting but noted that there was an increase in January and slight decrease in February. The Intern and 65+ categories are growing the most, however, these two categories are at a reduced fee.

D. Carnegie asked whether the new members are win backs, or entirely new individuals. B. Shukla noted that this information includes both; however, he will prepare another chart for the next Board meeting to show the net new versus win back ratio.

He noted that there is a lot more opportunity to grow membership and that the data we have will be more targeted. He noted new data is available from the PEO directory and includes information on employers. By analyzing the new data, OSPE will be able to target companies with multiple P.Eng. employees.

M. Powers asked for clarity regarding the significant gain in student members. B. Shukla noted this was a typical trend of new students as we also lose an equivalent amount. It was also stated that OSPE has been meeting with more faculty members in schools and providing presentations to students.

#### **Future of Membership Advisory Committee**

B. Shukla noted that the Membership Advisory Committee (MAC) has changed in format several times over the past 10 years. Individuals on the committee have great intentions but are not

membership experts. Meetings have not been productive, and it is often only staff providing updates. B. Shukla is recommending that the Board disband the committee. In its place, he suggested the creation of an online panel to get more members and experts engaged. He believes that by being more specific on what OSPE is looking for, more people will be interested in engaging. D. Carnegie and N. Burgwin, who are MAC members, supported this direction because its current structure is not working and is not useful. Discussion ensued.

### **Report from the Ontario Engineering Academy (OEA) Steering Committee OEA Update – Courses/Programs**

D. Carnegie, member of the Ontario Engineering Academy Steering Committee (OEASC) reviewed the business goals and strategies provided in the meeting package noting its key imperatives being to increase member value, grow strategic partnerships and enhance OEA solutions.

### **LMS Update – Launch**

D. Carnegie reviewed the purpose of OSPE's new LMS, Desire2Learn (D2L), its functions, project timeline, success measurements and evaluation criteria. It was noted that the timeline for launching the LMS has been pushed back from January to March 2022 due to a delay in receiving courses from the provider. To date, seven of the expected 50 courses have been received. OSPE is partnering with best in class and experts in their field. He noted that D2L's library of courses is very generic and American based, which is why OSPE is building its own library. B. Shukla reviewed the sales funnel noting that there has been a slight increase in leads, requests, and proposals since the meeting materials were prepared, but there are still no sales to date. He noted that a recent challenge has been that corporations are not interested in including OSPE membership in their proposals. D Carnegie noted that it is important to not get hung up on membership as the pilot project is focused on content creation and content aimed at the corporate buyers. R Clifton noted that margins are low, and it was important to push membership; he suggested giving one-year memberships out complimentary to course registrants. B Shukla agreed to investigate this option.

B. Shukla reminded the Board that this pilot project is for 500 users: 250 corporate and 250 members. This will not be open to all members until corporate uptake is able to sustain it. The system has been built and is branded for OSPE. The OEASC will see a demo of the platform at their next meeting

D. Carnegie asked whether there is risk to OSPE over the ownership of content. B. Shukla is trying to obtain exclusive rights from content creators so that they cannot sell the same content to anyone else. M. Powers cautioned that in order for technical courses to be ready ahead of CPD becoming mandatory in January 2023, it may take up to five months for development. Therefore, if a call is going to members for content creation, this will have to be done in the summer of 2022. I. Sterian also cautioned about the space getting crowded and encouraged OSPE to be ready sooner rather than later. B. Shukla will follow up with OSPE's content provider and will update the Board on when the remaining courses are expected to be delivered. Discussion ensued.

### **Strategic Discussion**

#### **Targeting Professionals vs Graduates**

At the December 7th, 2021, OSPE board meeting, the CEO was tasked with presenting information to discuss targeting professional engineers versus engineering graduates. The BDSP committee also discussed the definition of 'engineering community' and agreed that it includes professional engineers, engineering graduates and students. This community does not include technicians or technologists unless they are EIT's with PEO. He reminded the Board that in 2017 OSPE bylaws were changed to allow engineering graduates. The CEO noted that there is no specific data on how many PEO licence holders are practicing. The previous focus was on engineering graduates as it was the larger market; however, we didn't have information for accessing those people and unless you are on your path to obtaining your P.Eng. licence, OSPE doesn't have a lot to offer. OSPE has seen growth in engagement since the pandemic from members and nonmembers. He reviewed a chart of engagement by OSPE initiative, which showed an increase over the previous year. He noted that growing engagement is a precursor to growing membership. Instead of

targeting professional engineers or engineering graduates OSPE will be targeting based on our member personas. He reviewed the personas who will be the target audience groups. OSPE will align its resources and solutions to the needs of these personas. In advocacy, task forces will be revamped to amplify their voice. We will continue to support the P.Eng. brand and work to increase the value of the licence. OSPE will allow P.Eng.'s to meet their upcoming CPD needs and their personal growth goals. OSPE will also bring focus to emerging disciplines to raise the awareness and innovation with "non-traditional" engineering. He encouraged the Board not to get into a conversation of P.Eng. versus non-P.Eng. as this is divisive and full of pitfalls, but to pivot to our focus of meeting members needs at every stage of their career.

J. James agreed that there is a need to support emerging disciplines and give them a home too. R. Clifton noted that engineering graduates identify with OSPE goals and values. N. Burgwin asked how to calculate the actual size of the addressable market related to personas as it is needed to measure and justify the cost of their acquisition. The CEO noted that after three years of studying our market research, we have a better understanding who our members are, and the next step is how to find them. This will be up to our marketing team.

The P.Eng. licence is a journey, and OSPE can be there to support people on their journey. There is misinformation about OSPE advocating for unlicensed engineering, which is not the case. P. Marcucci agreed noting that OSPE can be positioned as the bridge for those who are unlicensed to PEO as well as a home for non-traditional disciplines as they qualify as Associate members. J. James agreed noting many graduates can't be licenced and/or don't see the value in the licence. S. Perruzza noted that at our March 1st event it was agreed that the definition of engineering is antiquated, and that Engineers Canada is reviewing it. D. Carnegie suggested it's not what you do but how you do it, like doctors, a higher calling. To measure the success of targeting personas, OSPE will track membership types.

### **Plan for Task Forces**

At the last meeting of the OSPE Board, S. Perruzza was tasked with reviewing the current structure of all task forces and recommending a better way forward. He was concerned about a risk to OSPE's reputation and identified a need to realign task forces to be more productive keeping in mind our limited staff resources. There are currently five advocacy task forces responsible for conducting research, creating policy recommendations, engaging stakeholders, and nominating for awards. An analysis was done to rank how well task forces are meeting their purpose, which showed a below average performance. It was noted that task forces conduct solid research and have excellent experts, but they are not aligned with government's needs. Their purposes are too broad, which leads to pet projects that may not suit the broader OSPE priorities. There is confusion over the role of the chair as they are not the sole decision maker, the OSPE Board should be setting direction. Since task force areas are so broad, they often struggle to formulate policy recommendations on one specific area.

Working groups are created to meet a specific need such as OSPE's PEAWG, COVID-19 Economic Recovery Working Group, and Critical Minerals Working Group. They are created with a specific responsibility and timeline and have been very effective. However, sometimes there is limited time for a consultation and the process of obtaining Board approval for creation is too long. The CEO included a SWOT analysis in the meeting package and reviewed the threats noting current task force members could disapprove or lower engagement if the task force structure changes.

He proposed changing the way OSPE does advocacy focusing on being "The Voice" and having "A Seat at the Table". "The Voice" would transition task forces to be more self-sufficient and member led to bring members together. This would be administratively supported by OSPE, but work done by members, which could result in blogs, webinars, or white papers. The other policy side would focus on engaging government on policy that effects engineers and done by staff.

The CEO's proposal suggests removing some staff from task forces and developing consultation groups to operate like working groups but without the need for Board approval. He also suggests combining the Environment and Infrastructure Task Forces as there is a lot of overlap in those areas. Finally, he suggested creating a Climate Change Task Force to engage members. M. Powers supported this direction but noted that they will need a name change. S. Holko also supported this direction. As a member of the Infrastructure Task Force, she noted that there is a desire to write for other engineers, and not for government. She added that it will be important to manage expectations moving forward and acknowledge the contributions made. She noted some concern about how they will link back to the Board besides written updates in the package. S. Tessier noted her experience on the Ring of Fire Working Group was positive as it was driven by the policy analyst, however she expressed concern for groups to function effectively without support from OSPE. D. Carnegie agreed with the think tank concept, however suggested it needed more thought as there is a risk in maintaining groups without staff. He applauded S. Perruzza for his problem identification; however, suggested the solution may not be there yet. He added that there is a problem with Board's involvement as a Chair directing staff. Since groups are operational, they should not be led by the Board. It was noted that there needs to be trust that the CEO and Chair would bring anything controversial to the Board. J. James asked if task force members had been consulted; the CEO noted that they have not. R. Aimey supports the proposal but suggested including giving volunteers' permission to do what they want to do. She added that there is a potential for some to argue about what does or doesn't get OSPE's branding, and so an appeals process should be in place to support the CEO. The CEO thanked the Board for their support in the direction. He will discuss the proposal with task force Chairs before coming back to the Board with a revised proposal.

### **Board Development and Strategic Planning Committee Strategic Plan Final**

M. Powers reviewed the strategic planning process noting that feedback from member consultations have been incorporated and reviewed by the BDSP Committee. The Board reviewed all proposed updates to the strategic plan. It was discussed whether to use the phrase "past, current and future professional engineers" or to leave it as "entire engineering community". Some directors preferred to leave it to be concise and simple. Alternatives such as "engineering professionals" were discussed; however, concerns regarding excluding Associate members, and those in the technology field were identified. D. Carnegie noted the term "engineering community" was intentionally open to allow the community to define itself. It was agreed to leave the sentence as "...that welcomes the entire engineering community...". OSPE Values were reviewed, and it was agreed to add "internationally educated" to the bullet regarding equity, diversity, and inclusion. Directors were indifferent to the term "courageous" versus "the right" regarding questions in a bullet under the collaboration value. The last paragraph of page 7 was discussed to determine the need of details. It was suggested to use "develop leadership skills", or "grow professional skills" to indicate the OEA's usefulness beyond maintaining licensure. It was agreed to use less detail in this section and the entire sentence will be remove so that the paragraph ends with "realize their full potential". The Board discussed the changes related to combining the previous Unite and Care pillars and creating a new Prosper pillar. Care now begins with the points from the Unite pillar and Prosper highlights pocketbook issues and includes feedback from the member consultations. The Board agreed with the proposed changes and approved the 2022-2025 strategic plan.

V. Mueller noted that the plan will be designed into a final document and will be presented to the membership by the Vice Chair and CEO at the Annual General Meeting on May 9, 2022.

S. Tessier noted that she liked the inclusiveness of the strategic planning process and added that it was well executed.

### **Board Meeting Survey Results**

M. Powers reviewed the analysis of the Board Meeting Evaluation Surveys noting that there will be a more fulsome discussion at the June meeting of the Board. The BDSP Committee reviewed the results at their last meeting. The analysis identified what the Board was doing well, such as

receiving necessary information and allowing sufficient time for discussion, and areas the Board might improve, such as all members participating and agenda supporting the Boards work. She encouraged all directors to complete this meetings' evaluation noting there would be a question included regarding the email she sent to Directors about the meeting materials. The Board noted their appreciation of receiving the survey feedback and the Vice Chairs email. P. Marcucci noted that OSPE is leading the pack regarding Board evaluations and thanked Directors for their rich comments.

### **Nominations Committee 2022 Slate of Candidate**

D. Carnegie, Chair of the Nominations Committee, thanked the committee for their work this year noting that it was more challenging than expected. He noted that the committee is presenting eight potential candidates for the slate to fill four open positions.

The Board reviewed the potential list of candidates and the information provided by the Nominations Committee. There were three nominations from members-at-large, one candidate running for re-election, and the committee identified four additional individuals. It was noted that this information was for internal use only; V. Mueller completed the assessment based on resumes, cover letters, LinkedIn, and online research. The committee wanted to provide the Board with as much information as possible to have a fulsome discussion on any potential conflicts. Discussion ensued and it was agreed to approve all candidates and allow members the opportunity to vote.

V. Mueller will review criteria and potential changes to the current elections process with the Nominations or BDSP Committee for revision ahead of the 2023 election.

### **OSPE Awards President's Awards**

J. James provided an update on the new OSPE Awards Committee (OAC) noting that they had their first meeting in February. This is the first year OSPE has been in charge of the Ontario Professional Engineers Awards (OPEA) and a review of the antiquated process is underway. He noted a previous lack of participation as many categories have not been awarded. The committee will be meeting to review the nominations requirements for 2023. 29 nominations were received for the 2022 awards and are currently being evaluated by the OAC.

Regarding the President's Awards, B. Shukla noted that there is typically not a lot of participation in the program. The OAC is a new group evaluating these nominations as it was previously done by the MAC. Unfortunately, due to this change, there were several conflicts as an OAC member had been nominated, and an OAC member was the nominator on another. The CEO identified the perception of conflict as a risk to OSPE's reputation; especially since this is our first year in charge of the OPEA; it is important we demonstrate competence and confidence in our OAC. It was agreed that the President's Award could not be awarded to Manraj Pannu due to the conflict of him being on the OAC. It was suggested that the nominator be approached to withdraw Mr. Pannu's nomination until he is no longer on the OAC. The Board then tasked the OAC with reviewing Darya Duma's nomination to determine if she would be recommended for 2022 or if the award not be given out this year.

### **President's Awards Eligibility**

The OAC recommended updates to the President's Award eligibility/selection criteria. They are recommending excluding current members of the OAC from eligibility to avoid conflicts of interest, recommending task force submissions instead of making it mandatory, and updating the evaluation process to reflect the creation of the OAC and the current process. The Board approved of these changes.

J. James noted that the OAC is motivated to take on an active role in finding and encouraging nominators. Previously there had been unfilled categories and there was a lack of industry participation. He reviewed committee discussions with respect to changes to the Ontario

Professional Engineers Awards submissions process. Discussion ensued. The OAC will prepare their recommendations for changes to next year's process for review and approval by the Board at the June Board meeting.

### **Foundation for Education: Appointment**

V. Mueller noted that OSPE appoints representatives to the Foundation for Education for ratification by their membership at their AGM in May. Currently, the representatives are B. Shukla and Jonathan Hack. Mr. Hack will be completing his term and another representative needs to be appointed. V. Mueller added that she, S. Tessier, and R. Aimey are also involved in the Foundation. The Foundation is a small organization with one part time staff person and that it is a working Board, which requires operational participation. P. Marcucci questioned whether this would be a good opportunity for staff to get involved. V. Mueller recommended Jamie Gerson, P.Eng., who has been a member of the FFE for years and whose role at OSPE is to speak with corporations who employ engineers. The Board asked staff to confirm that Jamie Gerson would be interested in accepting this appointment and if so, the appointment is approved.

### **Building Code Working Group**

B. Shukla reviewed the request to approve a Building Code Working Group to review the proposed changes to the code. He noted that five individuals expressed interest and the group has already begun.

### **Consent Agenda**

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

JRC notes from their February meeting will be distributed via email following the meeting.

### **Next Meeting**

There will be a Special meeting of the Board on March 31 to approve the draft audited financial statements, 2022 auditors and the Ontario Professional Engineers Awards (OPEA) Nominees. It was noted that immediately following the AGM on May 9th, there will be a virtual Board meeting for approximately 1 hour, specifically to elect the officers of the Board.

V. Mueller also noted that a new Board orientation session will occur on April 27th at the OSPE Offices, followed by a dinner. All directors are invited to attend.