

Minutes: Annual General Meeting May 8, 2018

MINUTES of the Annual General Meeting of the Ontario Society of Professional Engineers held at the Oakville Conference and Banquet Centre, Oakville, Ontario on the 8th day of May 2018 at the hour of 6:45 in the evening.

PRESENT:

Approximately 62 Professional, Honourary, and Associate members of the society attended in person.

Items

1.0 Call to order

The Chair, Jonathan Hack, P.Eng. welcomed those present, thanked the sponsors and introduced the current Board of Directors. The meeting was called to order at 6:45 p.m.

Réjeanne Aimey P.Eng., Secretary of the Corporation, acted as Secretary and as scrutineer for the meeting.

The Chair noted that a notice of the meeting had been duly sent to all members of the Society, and there was a quorum present. He declared that the meeting was properly constituted for the transaction of business. A copy of the notice of the meeting will be kept with the minutes of the meeting.

2.0 Approval of Minutes

The minutes of the Annual General Meeting of May 4th, 2017 were submitted for approval.

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that the minutes of the last meeting of members held on May 4th, 2017 be taken as read.

MOVED: Michael Monette; **SECONDED:** Karen Chan; **MOTION CARRIED.**

The Chair introduced David Brown, P.Eng., President, Professional Engineers Ontario (PEO); Bruce Matthews, CEO, Consulting Engineers Ontario; Annette Bergeron, President-Elect, Engineers Canada; Greg Miller, President, Ontario Association of Certified Technicians and Technologists and Marisa Sterling, P. Eng., Chair of the Professional Engineers Foundation for Education who all brought greetings.

The Chair acknowledged and thanked all special guests in attendance from various stakeholders and associations. He also acknowledged past Presidents of OSPE, Paul Accchione, Annette Bergeron, Karen Chan, Alourdes Sully, and Danny Young.

3.0 Report of the Chair and CEO

The Chair and the CEO delivered a joint report on OSPE's 2017 activities. The Chair noted that 2017 was a new chapter in the story of OSPE and Ontario's engineering profession, one

written based on member input, expertise, and direction. He further noted that 2017 was a year where OSPE members lead the advocacy charge on substantive issues, from energy policy and climate change, to innovation investment and pay equity. The CEO likewise remarked that through the voice of its members guiding OSPE activities, all four strategic goals, Create Member Value, Raise Public Awareness, Focus on Public Policy, and Focus on Community Engagement, of the Strategic Plan were achieved.

In 2017, OSPE launched several new initiatives to better represent all segments of Ontario's engineering community, including a new Student Section in every issue of *The Voice*, the establishment of the Equity, Diversity and Inclusion (EDI) Committee, and the strengthening OSPE's online presence through continued collaboration with preferred partners. As a result of OSPE's continued efforts to connect with its members and to provide valuable benefits, OSPE increased its member satisfaction rate from 82% to 84% in 2017.

There was a substantial increase of media coverage for OSPE and its members, where the Society was featured in 59 media stories compared to 19 media stories in 2016. The Chair also noted that there had been a significant increase in OSPE members being sought out by media outlets for comment as subject matter experts.

OSPE launched its *Change the World* campaign, which highlighted the crucial and diverse role that Ontario's engineers play in every sector of Ontario's economy. Within one-week of the launch, the OSPE homepage saw a 49% increase in traffic and received over 100 story submissions from members of the engineering community who wished to share more about their work.

Regarding the promotion of engineering within the public sector, OSPE gained unanimous consent from all three political parties at Queen's Park for the creation of the first ever Professional Engineers Day in Ontario for March 1st. OSPE is active in promoting engineering in the upcoming general election through its Engineering Ally campaign. This campaign calls on all political candidates to take a formal pledge to support Ontario's Professional Engineers and calls on OSPE members to contact their local representatives to ensure that Professional Engineers are being heard.

OSPE has increased the number of published reports, policy papers, position submissions and consultation initiatives from 50 in 2016 to 71 for the current year. The CEO noted that after years of urging for the establishment of a "business concierge service" to diversify Ontario's investment portfolio, OSPE was instrumental in the creation of the province's new Investment Office, which has already created several thousand engineering jobs in Ontario. OSPE released two reports proving Ontario is wasting and exporting billions of dollars in electricity, resulting in a multi-billion-dollar net financial loss for rate-payers each year. These announcements earned OSPE wide media coverage and an invitation by both the Government and the Opposition to participate in consultations. The Chair noted that OSPE was also awarded a contract to develop an asset management planning course that aims to prepare Ontario municipalities for the potential challenges of climate change.

OSPE received funding for its "Let's Break Barriers" project, in partnership with 12 other organizations, from the Status of Women Canada. The Chair further remarked that OSPE's Women in Engineering Advocacy Champions Task Force (WE ACT) continues to work on its 30 by 30 Action Plan and has been approached by several regulators who wish to incorporate these lessons into their practice. Based on WE ACT's presentation to the Standing Committee on pay equity and the new Pay Transparency Bill, the bill had been amended to incorporate its recommendations.

OSPE continued to foster strategic partnerships with educational institutions, organizations and firms seeking to hire engineers. This was augmented through the launch of a suite of 'Corporate Solutions', with representatives based out of various provincial regions to best serve OSPE members outside of the GTA.

The Research and Innovation Task Force (R&ITF) is diligently working to strengthen the connections between Ontario's innovation ecosystem, government, and national/international organizations. Further, the R&ITF is working on a new Engineering Ambassador Program to attract new students to the engineering profession.

OSPE engaged over 54,000 members and non-members through both social and technical community events across Ontario, including a thought-leadership event in North Bay that brought together current and past politicians, Indigenous leaders, senior public servants and engineering talent to discuss the future of Ontario's North. OSPE's 15th Annual Claudette MacKay-Lassonde Fall Forum brought together 160 guests from government, industry, academics and the broader engineering community.

Both the CEO and the Chair thanked the Board of Directors, the members, and OSPE staff, and invited their continued involvement with the Society. The Chair ended the report by providing a special preview of OSPE's new awareness campaign, OSPE Supports Remarkable.

4.0 Report of the Nominations Committee

The Chair of the Nominations Committee, Michael Monette, P.Eng. delivered the Nominations Committee report. The Nominations Committee included J. Hack, P.Eng., S. Deitner, P.Eng., T. Turi, P.Eng., K. Chan, P.Eng., and himself. He noted that the key duty of the committee was to ensure that the slate of candidates presented to the Board represented the interests, sectors, and regions of the Society. He further noted that four Board positions were open as a result of the normal rotation.

The four successful candidates elected to the Board of Directors were announced as follows:

Three-year term:

Jim Chisholm, P.Eng.
Jerome James, P.Eng.
Angela Wojtyla, P.Eng.
Laura Yu, P. Eng

The chair concluded his report by thanking Daniel Couture, P.Eng., and Stephen Jack, P.Eng., on behalf of the OSPE Board for serving as scrutineers for the election process.

5.0 Report of the Treasurer

The Treasurer, Ron Clifton, P.Eng., was unable to attend the AGM. Therefore, Réjeanne Aimey, P.Eng., a member of the Audit and Finance Committee, summarized the auditors' report and presented the audited financial statements for the fiscal year ended December 31st, 2017.

6.0 Report of the Audit and Finance Committee

Réjeanne Aimey, P. Eng, provided the Audit and Finance Committee report on behalf of the Treasurer, Ron Clifton, P. Eng, and fellow committee member, Christina Visser, P.Eng. She noted that the committee was pleased with the professional and efficient manner in which the auditors, BDO Canada LLP, carried out its work this past year and recommended their appointment for 2018.

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that BDO Canada LLP, Chartered Accountants be appointed auditors of the Society to hold office until the next annual meeting or until their successors are appointed, and that the Board of Directors of the Society be authorized to fix the auditors' remuneration.

MOVED: Alourdes Sully; **SECONDED:** Michael Monette; **MOTION CARRIED.**

7.0 **Motions to Amend Bylaw #2**

The Chair, Jonathan Hack, P.Eng., presented several housekeeping bylaw updates as advised by legal counsel to provide clarity. He further presented several motions for By-Law#2 revisions for updating the definition of students, updating methods of notification through email and telephone communications, and finally updating criteria of who can run for the OSPE Board of Directors.

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 1.1 (f) – Definitions be amended to “Corporations Act” – Shall herein refer to the Corporations Act (Ontario), and any regulations under this Act, and any successor legislation thereto.

MOVED: Warren Turnbull; **SECONDED:** Christina Visser; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 1.1 (i) Definitions be amended to “PEO” – Shall herein refer to the Professional Engineers Ontario, which is the licensing and regulating body for the practice of engineering in the province of Ontario.

MOVED: Milica Radisic; **SECONDED:** Mehemed Delibasic; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 1.1 (j) – Definitions be amended to “PEO Act” – Shall herein refer to the Professional Engineers Act (Ontario), and any regulations under this Act, and any successor legislation thereto.

MOVED: Jim Chisholm; **SECONDED:** Tibor Turi; **MOTION CARRIED.**

Marissa Sterling, P.Eng., provided a friendly amendment to the motion wording noted on the screen to reflect correct name of the Professional Engineers Act.

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 1.1 (k) – Definitions be removed.

MOVED: Bruce Matthews; **SECONDED:** Emily Corthay Thorn; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 4.2 (b) (ii) and (d) – Membership Categories and Designations be amended to:

4.2 (b) (ii) is a graduate of a CEAB accredited program or holds an engineering degree from a university that has a CEAB accredited program or holds an engineering degree from a program offered in a country where an Engineers Canada agreement applies or where PEO and/or OSPE has recognized his/her educational credentials (as established by the OSPE Board of Directors); or

4.2 (d) “**Student**” – A student enrolled in an engineering program at an Ontario in an accredited or recognized engineering program offered in a country where an Engineers Canada agreement applies

MOVED: Matthew Jelavic; **SECONDED:** Jerome James; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 4.2 (c) – Membership Categories and Designations be amended to “Intern” – An individual who is a resident of the Province of Ontario and who is registered in the Engineering Intern Program of the PEO.

MOVED: Christina Visser; **SECONDED:** Shelly Deitner; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 4.3 – Rights, Privileges and Obligations be amended to:

4.3.1. All members shall be entitled to notice of and to attend and participate in all meetings of members organized by the Society.

4.3.2. All members shall be entitled to be on committees organized by the Society.

4.3.3. Members of the Professional and Associate-Member membership categories, being a resident in the Province of Ontario, are entitled to be eligible to serve on the Board.

4.3.4. Members of the Professional, Associate-Member membership and Honorary membership categories shall have full voting rights, including the right to nominate and vote for the election of Professional and Associate-Member members to the Board.

4.3.5 Members of the Professional, Associate-Member, Intern and Honorary membership categories shall be entitled to vote for the election of directors.

4.3.6. All members must abide by the standards and/or requirements established from time to time, by the Society, including, without limitation, the Code of Conduct and all policies of the Society established from time to time.

4.3.7. The rights and privileges of members shall be suspended if the member is in default of the payment of his or her annual dues or any other amount owing to the Society. The rights and privileges shall resume upon payment being verified by the Society.

MOVED: Michael Monette; **SECONDED:** Tibor Turi; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 6.4.1 – Eligibility to Serve, and Article 6.5.1 (e), Nominations and Elections. be amended to:

6.4.1, Only a person who is a Professional or Associate member and a resident in the Province of Ontario is eligible to serve on the Board.

6.5.1 (e) A director must reside in the Province of Ontario

MOVED: Christina Visser; **SECONDED:** Michael Monette; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 4.2.1 (d) – Membership Categories and Designations be amended to “Student” – A student enrolled in an engineering program at a Canadian university that either has or is seeking CEAB accreditation or enrolled in an accredited or

recognized engineering program offered in a country where an Engineers Canada agreement applies.

MOVED: Tibor Turi; **SECONDED:** Emily Thorn Corthay; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 5.4 – Dues and Assessments, Delinquency be amended to: A member who fails to pay his or her annual dues or a special assessment within sixty (60) days of the date when such dues or assessment first become payable shall cease to be a member and shall be so notified by the Chief Executive Officer or his or her designate by ordinary mail, telephone or email.

MOVED: Jim Chisholm; **SECONDED:** Milica Radisic; **MOTION CARRIED.**

UPON MOTION duly made, seconded and carried, **IT WAS RESOLVED** that Bylaw No. 2, Article # 6.4.3 – Eligibility to Serve be amended to: At no time may a person serve on the Board who is either a current officer or Councillor, or staff member of PEO, or an employee of the Society, except the Chief Executive Officer of the Society who shall be an ex officio non-voting director on the Board

MOVED: Alourdes Sully; **SECONDED:** Tibor Turi; **MOTION CARRIED.**

8.0 Members Questions

The meeting was opened for general questions from the membership. Marisa Sterling P.Eng., noted that based on her understanding, engineers are exempt from the Employment Standards Act (ESA) and asked if this was on OSPE's radar and where that might go. The Chair noted that this issue has been on the radar and OSPE has approached it through the Equity, Diversity, and Inclusion Committee and WE ACT, with attention to pay scales and pay rates. He further noted that this file has not been worked on extensively due to limited advocacy bandwidth and that is not a popular issue with employers. OSPE has received limited feedback from engineers asking about mandatory overtime but now the Board is pursuing other advocacy avenues with the government.

A member asked if OSPE has any plans to address the issue of industrial exemption. The Chair noted that OSPE's stance is that it is a regulatory issue and therefore within PEO's role as a regulatory agency to speak to that. He further noted that OSPE supports PEO as the regulatory body.

9.0 Presentations

The Chair, Jonathan Hack, P.Eng., invited Danny Young, P.Eng., CSPE trustee and Past OSPE President, to make cheque presentations to the Engineering Student Societies Council of Ontario (ESSCO).

The next presentation was the Personal Scholarship. Due to the generosity of The Personal, OSPE was able to award four individual scholarships of \$2,5000 for senior undergraduate and graduate students of engineering in Ontario. This scholarship awards student members of OSPE who demonstrate not only outstanding academic achievement but also demonstrated community leadership and commitment to the engineering profession. Two undergraduates and two graduate students of engineering received this award. The four scholarship recipients were: Megan Goodland; Adib Shamsuddin; Christina Ure; and Rania Toufeili.

The next presentation was the 1st Annual University Student Challenge sponsored by OSPE and initiated by the National Engineering Month Ontario Steering Committee. The competition provides students with opportunities to work together to host one or more public

outreach events in their local community. The first-place team was Alex Polyak, Benjamin Policar, Tory Smith, Calvin Ing, and Joshua Foster from Lakehead University. The second-place team included Eleane Paguaga Amador and Larysa Hyzka from the University of Windsor. And the third-place team included Patrick Preach, Taryn Fourie, Alex Duchesne, Malini Ghosh, Daoping Guo, and Howard Tong.

The Chair provided a summary of OSPE's and Partner, Venngo's, *Change the World* contest that challenged members of the engineering community to explain how they hope to change the world through engineering in fewer than 140 characters. The Chair presented OSPE member, Haley MacSween, with the grand prize of an all-expense paid, two-night trip to Nova Scotia, for her tweet about her work in transportation.

The next presentation was the OSPE President's Volunteer Award. This unique award of recognition for volunteers going above and beyond in effecting positive change for the engineering profession in Ontario was presented to three deserving individuals, Paul Acchione, P.Eng.; Valerie Davidson, P.Eng.; and Steven Rose, P.Eng. The Professional Engineers category recognizes an OSPE volunteer who has served as an advocate for the engineering community through various roles in committees, task forces, and boards for the betterment of engineers across the province.

The Chair thanked outgoing Board members Michael Monette, P.Eng., Milica Radisic, P.Eng., and Peter Marcucci, P.Eng. for their considerable contributions to OSPE. A presentation of appreciation was made to the departing Board members.

Michael Monette, P.Eng. presented the Chair, Jonathan Hack, P.Eng. with a token of appreciation for his service and contributions as President and Chair for the 2017 – 2018 term.

The Chair asked that all 2018-2019 Board Members stay behind for a brief meeting.

TERMINATION

There being no further business, **UPON MOTION** duly made, seconded and unanimously carried, **IT WAS RESOLVED** that the meeting be terminated.

Moved: Alourdes Sully; **SECONDED:** Tibor Turi; **MOTION CARRIED.**

Jonathan Hack, P.Eng.
President and Chair

Réjeanne Aimey, P.Eng.
Secretary