



Canadian Society for Chemical Engineering | **For Our Future**
Société canadienne de génie chimique | **Pour notre avenir**

56th CSChE Annual General Meeting

Friday, June 18, 2021

12:00-14:00 ET

Virtual Meeting

MINUTES

1. Call to order

- The meeting was called to order at 12:08 PM local time by James Diamond, MCIC, CSChE President.
- 61 Participants
- James Diamond introduced the individuals at the table:
 - Todd Pugsley, Vice-President
 - Anil Mehrotra Treasurer
 - Charles Jia, Past President,
 - Paul Smith, Interim Executive Director
 - James Diamond, CSChE President

- Ki-Youn Kim, Secretary, indicated that a quorum was present.

The agenda was adopted as presented.

Moved: Donna Jean Kilpatrick

Seconded: Pascale Champagne

2. Adoption of the Agenda



56th CSChE AGM
Agenda 2021.pdf

MOTION:

THAT the agenda be adopted.

Moved: Charles Jia

Seconded: Nader Mahinpey

No discussion

CARRIED

3. Adoption of the of 55th AGM Minutes



CSChE 55th AGM
Minutes, Ottawa, Oct

MOTION:

THAT the minutes of the 54th Annual General Meeting held on October 22, 2019, in Halifax, NS be adopted as circulated.



Moved: Charles Jia
Seconded: Nader Mahinpey

No discussion
CARRIED

4. Executive Director Report, Paul Smith



CIC ED Chair Report
2021.pdf

- Smith provided a summary of the report.

5. CSCHE President's Report, James Diamond



CSCHE 2021 - AGM -
Treasurer's Report 20

- Diamond provided a summary of the report.
- Past year has been unprecedented and challenging due to COVID-19.
- CIC has gone through many organizational changes.
- Looking forward to potentially meeting in person at the Canadian Chemical Engineering Conference in Montreal.
- The transition of the Board members will occur in October 2021.

6. Treasurer's – Anil Mehrotra



CSCHE 2021 - AGM -
Treasurer's Report 20

- Mehrotra presented and summarized the Treasurer's report using the circulated Auditor's statement as the basis for his report.
- No issues were identified by the auditors.
- Mehrotra Thanked Joan Kingston for her help.

MOTION:

THAT the Treasurer's report and the Auditor's statement of the fiscal year ending December 31, 2020 be adopted as presented.

Moved: Nader Mahinpey

Seconded: Peter Ozemoyah

No discussion
CARRIED

Appointment of Auditors for 2020

MOTION:

THAT John Frouin, chartered accountant of the Frouin Group, be appointed as the CSChE auditor for 2021.

Moved: Anil Mehrotra

Seconded: Pascale Champagne

No discussion

CARRIED

Governance Task Force (João B. P. Soares)

Soares recognized the members of the CIC Governance Task Force and thanked them:

Kim Baines

Tony Ciarla

Josephine Hill (Chair)

Deborah Nicoll-Griffith

João B. P. Soares

Alyne Teixeira

Juliana Vidal

Murray Watt

Purpose

- Review the governance structure and current agreements with regards to financial, communication, planning and control mechanisms
- Take into consideration the ultimate purpose of the current arrangement (cost sharing and enabling of joint initiatives between the societies)
- Consult with the four independent boards throughout the process
- Address and define the role of the Executive Director including the reporting relationship to the Constituent Societies
- Propose alternative operational models that meet the goals of the individual societies
- Suggest possible mechanisms to implement proposed changes

Goals

Any new organizational structure proposed by the committee will optimally meet the following goals:

- Reduce complexity of the organizational structure
- Improve operational efficiency
- Reduce decision-making time
- Streamline cost
- Clarify accountability of all directors and staff
- Improve communications between the societies

- **What we did**

From January to April 2021, the GTF met every two weeks for 2 h.

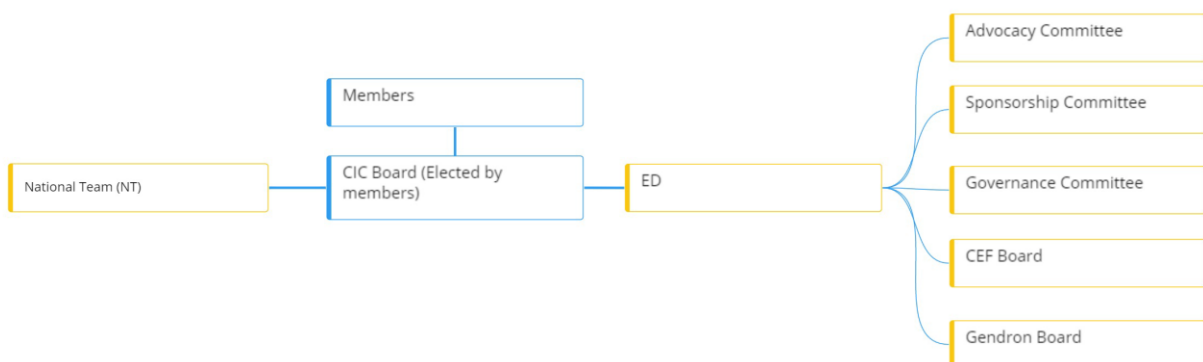
- Analysis of the Member Survey responses informed the preparation for a brainstorming workshop.

- A list of 15 Top Aspects to Improve and Elements to Preserve was distilled from the GTF Terms of Reference, Stakeholder Feedback, Member Survey results, and the strategic plans of the CIC and Societies.
- The aspects were grouped into different weightings depending on the importance of each to the overall objectives.
- “Member Personas” were developed for all major types of membership category, and included who the members were, what they did professionally and why they joined the Societies/CIC.
- The brainstorming workshop was facilitated by Cameron Maxwell and his team at Two Igloos.
- The discussion and outcomes from this 4-h workshop were presented to the Boards (CSC, CSCHE, CSCT, CIC) and the National Team (NT) at consultation sessions held in late March through Zoom.
- Based on the feedback received, the GTF decided to develop two main models. The GTF split into two sub-teams to do this development work before discussing the models with each other.
- The attributes of each model were then mapped to the set of 15 Top Aspects Improve and Elements to Preserve, and organograms.

The One Board x the CIC as Support Function

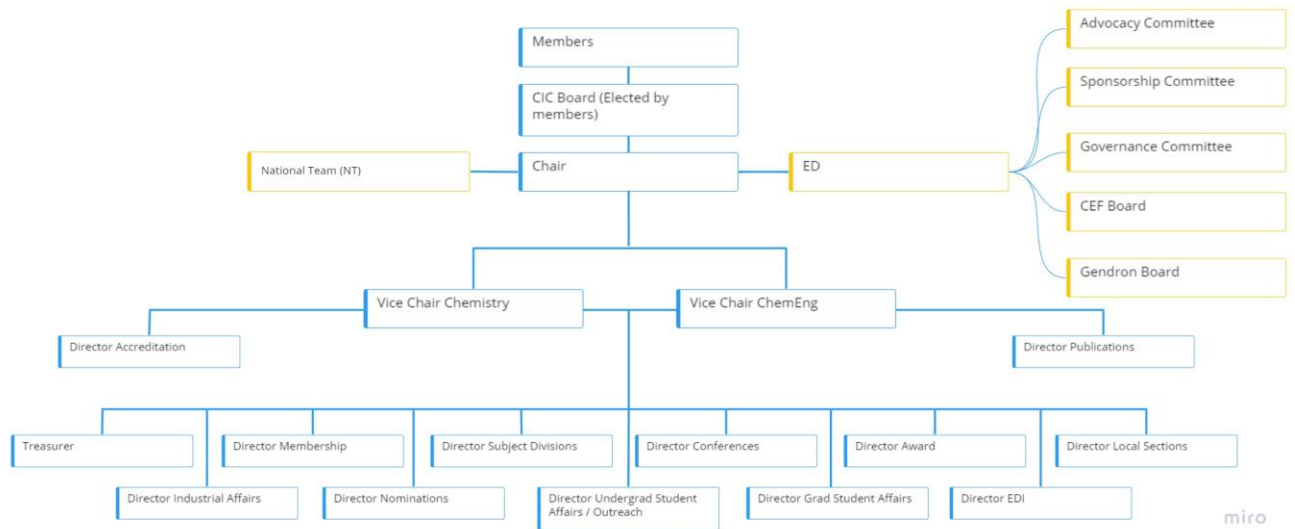
- The **One Board** model functions using committees.
 - ✓ It is streamlined with a single board and a total of 16 Board members (compared to 37 currently).
 - ✓ The Societies will remain as Specialization Areas in the One Board model.
- The **CIC as Support Function** model keeps the distinction of the CSC and CSCHE boards but changes the role of the CIC board, with a reduction of board members from 37 to 27.
- Both models incorporate the CSCT into the CSC with the option of creating a Subject Division for technologists.
- **Modular elements** can be adopted by either model.
 - ✓ Split the Executive Director (ED) role into two positions
 - ✓ Change the membership fee structure
 - ✓ Set thresholds for the continuation of Local Sections and Subject Divisions
 - ✓ Adopt new accountability measures for the ED and Member volunteers.

The One Board Model

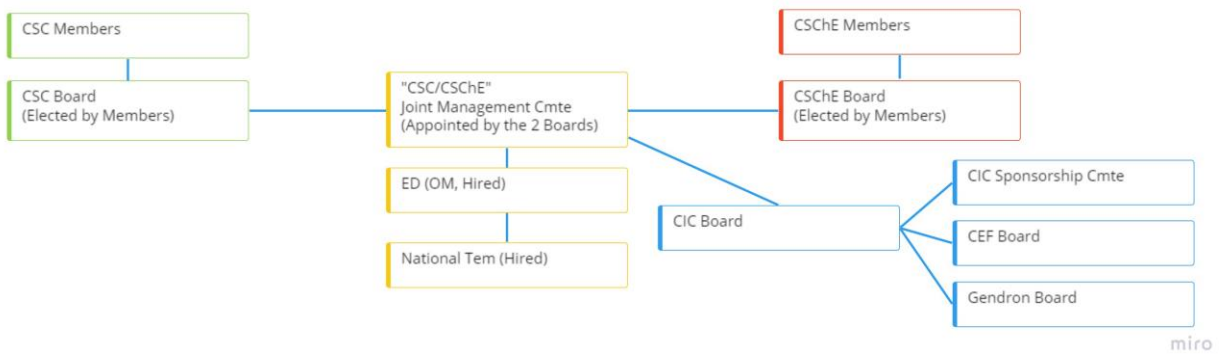


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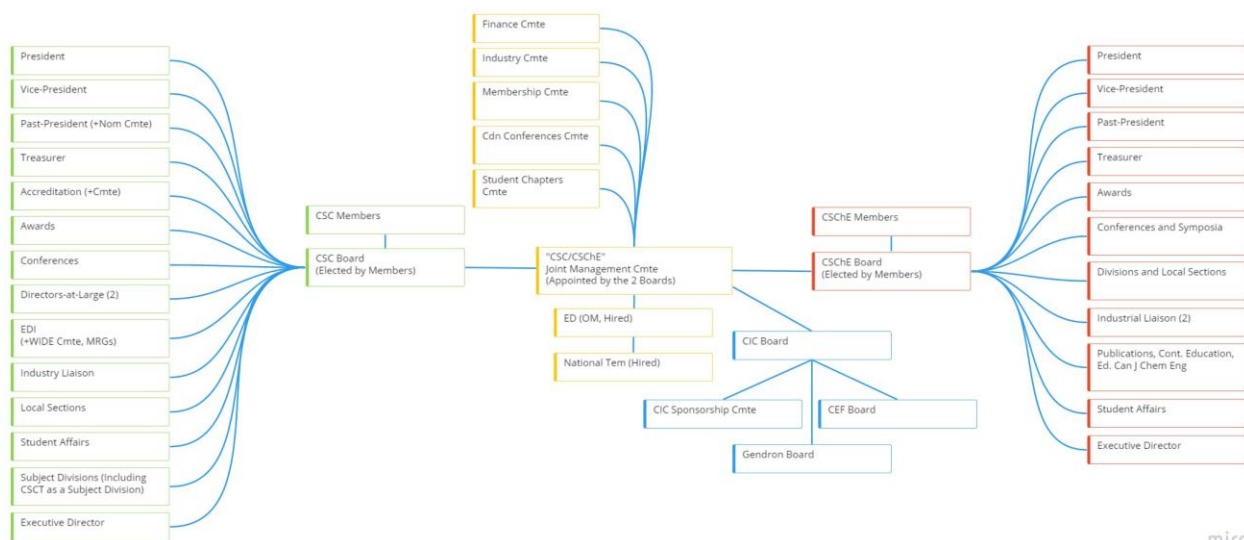
The One Board Model: Detailed Organization



The CIC as Support Function Model



The CIC as Support Model: Detailed Organization



miro

Aspects to Improve and Strengths to Preserve

		Model 1 + 3	Model 1 + 3	Model 2	Model 2
	Weighting	One Board + Committees	Comments	CIC as Support Function	Comments
TOP 15 Aspects to Improve					
Reduce complexity of governance	9	√	The One Board model will reduce the complexity of the current CIC organization by having a single BOD.	√	Assumes that CSCT becomes part of CSC and reduces the # of Societies to 2 (CIC is now a support function).
Improve operational efficiency	9	√	The One Board will make unified decisions and reduce the time spend in BOD meetings.	√	A sub-group of the 2 Boards makes up the JMC which allows for alignment and efficiency
Reduce decision times	9	√	Decision times will be shorter because the One Board will make all decisions.	√	Fewer Boards, More aligned, Less Delay
Streamline costs	9	√	The One Board will have fewer	√	Incremental decrease in

			directors, a leaner structure, and consequently require less organizational and support expenditures		costs. Immediate decrease associated with integration of CSCT (Less work for National Team).
Clarify accountability of Directors, Staff (ED)	9	√	Every director will have a clearly assigned role and coordinate the actions of a committee representing the interest of the Specialization Areas (Chem and Chem Eng). The NT staff will participate in several of these committees and will have clearly assigned role. The ED will report to a single Board with a clear mandate.	√	Every director will have a clearly assigned role and coordinate the actions of a the JMC representing the interest of the Societies (Chem and Chem Eng). The ED will report to JMC with a clear mandate. The NT staff will have a more clearly defined role under the ED. The CIC has a new role which is also clearly defined
Communication w/in govern'ce bodies (Societies)	9	√	In the One Board model, representatives from the specialization areas are fully integrated and work together to reach the same objectives.	√	Alignment with 2 Boards + efficiency of communication and collaboration via the JMC
Clarify Roles and Responsibilities	3	√	Making each Director work in	√	Reduced board + focuses CIC as support

			collaboration with a committee representing the interests of Chem and Chem Eng will clarify the roles and responsibilities of the Director and of the associated committee.		function.
Communication of activities to members	3	√	The participation of CIC members in the several committees of One Board will facilitate communication with the CIC members by their active participation in the decision-making process.	√	The participation of CIC members in the several committees facilitate communication with the CIC members by their active participation in the decision-making process.
Increase industry/government	3			√	Specific roles for industry members on CIC board
More diversity, inclusivity, equity	3	√	EDI was not explicitly addressed in all 3 Societies. The One Board model will include a Director and Committee for EDI.	√	Needs to be deemed a priority and alignment amongst the 2 boards + JMC
Membership growth	3	√	The Director of Membership and Membership Committee's		A potential unknown risk is identified by CSCT as a potential "loss

			sole responsibility is to retain the current membership and attract new members to the CIC.		of identity" by becoming part of CSC.
Support for youth - Stud't Chaps, Boards	3	√	The One Board will include a Director of Graduate Student Affairs in its portfolio.	√	Potential - Student Chapter Committee could encourages members from all societies to participate
Outreach, advocacy	3	√	The One Board will include a Director of Outreach in its portfolio.	√	CIC Sponsorship Committee
Bring new practitioners to the field	1				
Image of chemistry/chem eng/tech	1				Per Line 15 (Membership) - CSCT "identity" risk identified.

	Weighting	One Board + Committees	Comments	CIC as Support Function	Comments
Strengths to Preserve					
Canadian	3				
Engagement of people/members	3	√	Members will have the opportunity to serve on committees, which will work with the One Board.	√	2 Boards make up the JMC which promotes engagement and also expands opportunities for Members to join

					committees.
Societies as separate (CSCT to Subj Div?)	3	√	CSCT activities folded in. The Societies become Specialization Areas with members to represent their interests in all committees under the supervision of One Board. There is a possibility of keeping the CSCT as an independent Specialization Area-This model does not require that it becomes part of the CSC.	√	CSCT activities folded in. The Societies stay separate.
Subject Divisions	3	√	Easier integration of the Subject Divisions that overlap the interests of Chem and Chem Eng.	√	More committees will form which brings new opportunities
ED (or equivalent)	3	√	The ED will only report to the One Board, instead of the previous 4 BODs. The ED may also become the Chair of the One Board.	√	"CIC" functions as part of the outward ED role

Conferences (one/two?, F2F/virtual)	3	√	Although an optional feature, it will be easier to organize a single National Conference with the integrated One Board.		Could be either - no net reduction in audience or benefit. Cdn Conference Cmte could discuss and look for improvements.
Role in standards, ethics, accreditation	3				
Role in educat'n, careers, knowl'ge share	3	√	The One Board will make it easier to integrate the knowledge and interests of Chem and Chem Eng, consequently promoting a wider view on chemical education, career development, and knowledge share.		Potential - Drive via a committee made up of members
Local Sections with industry involvement	3	√	Industry relies on the integrated knowledge of Chem and Chem Eng. The structure of the One Board is designed to facilitate this integration.		Industry committee made up of members - Chemists, Chemical Engineers, Technologists
MRGs	3	√	Potential for new MRGs (YP/EP)	√	Potential new MRG's

Relationships w/ international partners	3	√	Defines who is responsible (Exec Committee)	√	CIC support function would be able to make this a priority and target Influencers to be part of that committee
Awards/recognition	3	√	Clarifies CIC Awards	√	CSCT Awards to be preserved and further recognized by exposure in CSC conference
CEF, Gendron and Cdn Nat'l IUPAC Cmte	3				

Modular Elements

- **Splitting ED Position into Two Roles**
 - ✓ The **manager** would supervise the NT and the **director** would have an outward facing role.
 - ✓ The director may not need to be full time. This person would be well-known and respected within the Canadian chemical and chemical engineering community.
 - ✓ The manager would supervise the NT operations following directions from the One Board or CSC/CSChE Joint Management Committee. This person does not need to be a chemical professional and could be someone trained in running Not-for-Profit organizations.
- **Membership Fee Structure**
 - ✓ Analysis of the actual costs of processing memberships and a cost/benefit analysis of running the annual membership drive will provide a basis for moving forward with different financial models. Would there be an advantage to having a perpetual membership base with an “opt-out” option for terminating? With a larger and perpetual membership base, it may be possible to attract more sponsorship and advertising dollars. Another aspect to examine would be a tiered membership with a low-cost entry and fee-for-service for premium membership (access to job board, webinars, eligibility for the awards and recognition programs, etc.). There could be a flat fee for the conferences or a very slight price differential for members or non-members.

Modular Elements

- **Activity Thresholds for Local Sections and Subject Divisions**
 - ✓ Plans should be made to close inactive Local Sections and divert members to the nearest Local Section or one of their choice.

- ✓ Further discussions should be held to establish an activity threshold, which could be related to showing Member value in at least one category of networking, education, public outreach, advocacy, etc.
- ✓ The Subject Divisions should be similarly evaluated and establish thresholds for activity that could include organizing symposia at the conferences, advocacy, scientific policy, standards and so on.
- ✓ The chemical technologists could also form a new Subject Division.
- **Accountability of ED and Member Volunteers**
 - ✓ In the model with the CCS/CSCHE Joint Management Committee, the accountability of the ED would be clearly aligned to the Societies. Members who are appointed by the Boards to roles in the JMC or other committees would be held accountable by the two Boards. Ultimately the Boards are responsible to the Members.
 - ✓ In the One Board model, the presence of a Chemical Sciences and Engineering Governance Committee could help to ensure accountability to the governance structure and operating principles.

Concluding Remarks

- The One Board or the CIC as Support Function models can reduce governance complexity, increase operational efficiency, facilitate decision making, reduce costs, and improve role clarity, accountability, and communication with members.
- Both models encourage more member participation in governance, particularly in committee work, which is beneficial for member engagement and membership growth.
- We encourage the CIC Board to develop a vision that considers future members who are not committed, or perhaps attracted, to the current governance model.

Bruce Peachey:

- We would like to increase industrial participation

Thomas Adams

Slide:

The CIC as Support Model: Detailed Organization

One Board Model

Who will be the next Chair if there are two Vice Chair Chemistry and Vice Chair ChemEng?

There would be an election depending on an open call for nomination. There are options

David Beckamn

How many AGMs?

One for CSC and CSCHE.

Gregory Patience

Since 1957, how do you know if it is working or if it isn't. WE should consider if we detect more positions.

There are less opportunity to have individuals involved?

What is the metric the success of the making the change? Perhaps decline in membership, the one-Board model is more risky.

Measure of success is increase in membership (in Soares' opinion).

Send your questions to Joao Soares

7. Ordinary Resolution

MOTION:

THAT the addenda be adopted.

Moved: Anil Mehrotra

Seconded: Pascale Champagne

No discussion

CARRIED

Election of Directors

Jia as CSChE Nominations Committee Chair introduces the process taken for 2021 by the nomination committee including a call for nominations and interviews.

Introduced the proposed slate of Directors and proposed officers, effective October 2021.

Directors and Officers for 2021-2022:

- President Todd Pugsley, MCIC
(Past President 2022-2023)
- Vice-President Michael Cunningham, FCIC
- Treasurer Anil Mehrotra, FCIC
(2018-2021)
- Past President James Diamond, MCIC
(2019-2020)
- Director of Student Affairs Pascale Champagne, MCIC

Directors 2019-2022:

- Director of Awards: Simant Upreti, MCIC [start of second three-year term]

Directors 2018-2021:

- Director of Conferences and Symposia: Peter Ozemoyah, MCIC
- Director of Student Affairs: Pascale Champagne, MCIC
- Industrial Liaison (West): Jyoti Patel, MCIC
- Industry Liaison (West): Rachel Murdy, MCIC

Directors 2018-2024:

- Director of Publications and Continuing Education and *Can. J. Chem. Eng.* Editor-in-Chief: João Soares, FCIC

Federico Galli proposed that Gregory Patience remain on the CSChE Board.

MOTION

That the proposed slate of Directors be approved as presented.

Moved: David Beckman

Seconded: Pascale Champagne

No discussion
CARRIED

8. Other business

Diamond inquired if there was other business duly brought forward.
There was no other business.

Diamond introduced Robert Crawhall from the Canadian Academy of Engineering.



Robert Crawhall
IntroductionCShE jun

9. Next AGM

The next meeting will be in October 2021 in Montreal, Quebec.

10. Meeting adjourned

Diamond adjourned the AGM at 2:00 PM on June 18, 2021

11. Adjournment

The meeting was adjourned at 14:05 ET.

DRAFT