

Minutes of the Human Resources Committee meeting
November 20, 2025 | 11:00am – 1:00pm ET | Virtual meeting

Committee members in attendance	
Marlo Rose (Chair) Mike Wrinch John Van der Put	Darlene Spracklin-Reid Stormy Holmes Lisa Doig
Guests	
Karen Reedman, KRonHR (left following item 4)	
Staff and support	
Philip Rizcallah, CEO Joan Bard Miller, Manager, Governance and Board Services	Juliet Chou, Governance Coordinator (joined at 12:47pm)

1. Call to order and approval of agenda

M. Rose, HR Committee Chair, called the meeting to order at 11:04 a.m. ET.

Moved and seconded

THAT the agenda be approved, and the chair be authorized to modify the order of discussion.

Carried

2. Declaration of conflict of interest

No conflicts were declared.

3. Last meeting review

3.1. Approval of minutes

Moved and seconded

THAT the minutes of the September 4, 2025 meeting be approved.

Carried

3.2. Review of action table

It was noted that there are no outstanding actions.

4. CEO evaluation

Moved and seconded

THAT the HR Committee move in-camera. The attendees will include the HR Committee members, CEO, and KRonHR consultant.

Carried

5. Second draft of CEO objectives for 2026

The CEO rejoined the meeting.

Moved and seconded

THAT the 2026 CEO objectives be presented to the Board for approval; and that the resolution be moved out of camera.

THAT the HR Committee meeting move out of camera

Carried

J. Bard Miller and J. Chou, Governance Coordinator, joined the meeting.

6. Board and Director (self- and peer-) assessment surveys

J. Bard Miller presented the proposed approach and questions for the 2025-2026 Director (self- and peer) assessment surveys.

Staff confirmed that the questions included in the Director assessment survey were derived from a combination of AI-generated content and questions based on leading practices. The survey also aligns with the Board's responsibilities as outlined in Board policy.

Moved and seconded

THAT the HR Committee pause the annual Board assessment during Engineers Canada's governance review.

THAT the HR Committee approve the structure, content and approach of the Director (self- and peer-) assessments for 2025-2026, as proposed.

Carried

7. Other business

To support continuous improvement, it was suggested that Directors be reminded at the upcoming Board meeting to inform both their committee chair and staff if they are unable to attend a committee meeting.

8. Next committee meetings

The Chair reminded members of the upcoming HR Committee meetings, as noted in the agenda:

- Thursday, December 11, 2025 (in-camera session, only HR Committee members)
- Friday, February 27, 2026 (following the Board meeting) – *3Ps and committee chair meet with CEO*
- Wednesday, April 1, 2026

9. Closing

With no further business to discuss, the meeting closed at 1:01pm ET.