

Draft AGENDA

223rd ENGINEERS CANADA BOARD MEETING

December 04, 2023 | 10:00am – 5:00pm ET

Virtual delivery | Zoom details are provided via outlook calendar invitation

Reference materials: [Board Policy Manual](#) | [Bylaw](#) | [Corporate Risk Profile](#) | [Strategic Plan](#)

1. Opening
<p>1.1 Call to order and approval of agenda – N. Hill (pages 1-4) <i>THAT the agenda be approved and the President be authorized to modify the order of discussion.</i></p>
<p>1.2 Declaration of conflict of interest (pages 5-6)</p>
<p>1.3 Review of previous Board meeting – N. Hill (pages 7-8)</p> <p>a) Action item list b) Board attendance list</p>
2. Executive reports
<p>2.1 President’s report – N. Hill (verbal)</p>
<p>2.2 CEO update – G. McDonald (verbal)</p>
<p>2.3 2022-2024 Strategic Plan reporting – G. McDonald (pages 9-23)</p> <p>a) Q3 Interim Strategic Performance Report to the Board – (pages 9-23) b) SP 2.1 Accelerate 30 by 30 (slides)</p>
3. Consent agenda
<p>Board members may request that an item be removed from the consent agenda for discussion. <i>THAT consent agenda items 3.1 to 3.7 be approved.</i></p>
<p>3.1 Approval of minutes (pages 24-32) <i>THAT the minutes of the October 5, 2023 Board meeting be approved.</i></p>
<p>3.2 Approval of committee work plans (pages 33-40)</p> <p>a) <i>THAT the Board approve the 2024 CEAB work plan.</i> b) <i>THAT the Board approve the 2024 CEQB work plan.</i></p>
<p>3.3 Board Consultation plan (pages 41-44) <i>THAT the Board approve the 2024 Board Consultation plan.</i></p>
<p>3.4 Review period updates to Board policies (pages 45-55) <i>THAT the Board, upon recommendation of the Governance Committee, approve that the following policies be reviewed on a triennial basis:</i></p> <p>i. <i>4.4, Confidentiality policy</i> ii. <i>4.5, CEO Group advisor to the Board</i> iii. <i>7.10, Whistleblower policy and procedure</i> iv. <i>9.1, Accreditation Criteria and Procedures report</i></p>
<p>3.5 CEAB leadership (pages 56-57) <i>THAT the Board approve the appointment of the CEAB leadership for the period July 1, 2024 to June 30, 2025:</i></p> <ul style="list-style-type: none"> • <i>Ray Gosine as Vice-Chair</i> • <i>Jeff Pieper as Chair</i> • <i>Pemberton Cyrus as Past Chair</i>

	<p>3.6 CEQB leadership (pages 58-59) <i>THAT the Board approve the appointment of the CEQB leadership for the period July 1, 2024 to June 30, 2025:</i></p> <ul style="list-style-type: none"> • <i>Sam Inchasi as Vice-Chair</i> • <i>Frank Collins as Chair</i> • <i>Margaret Anne Hodges as Past Chair</i> <p><i>THAT the Board approve the re-appointment of the Atlantic Provinces Representative team for the period July 1, 2024 to June 30, 2025:</i></p> <ul style="list-style-type: none"> • <i>Amy Hsiao, Atlantic Provinces Representative</i> 		
	<p>3.7 Update: CEO Search Committee terms of reference (pages 60)</p>		
	<p>4. Board business</p>		
	<p>4.1 Board policy 7.1, Board, committee, and other volunteer expenses – M. Wrinch (pages 61-67) <i>THAT the Board rescind previously adopted motion passed on October 5, 2023 regarding its request to the Governance Committee to make recommendation(s) on policy 7.1 (Motion #2023-10-6D); and amend previously adopted Board policy 7.1 by reverting any reference to the business class travel to the formerly adopted version.</i></p>		
	<p>4.2 FAR Committee report – D. Nedohin-Macek (slides)</p>		
	<p>4.3 2024 budget and 2026 Per Capita Assessment – D. Nedohin-Macek (slides and pages 68-97) 1. <i>THAT the Board, on recommendation of the FAR Committee, approve the 2024 budget, including an operational budget of \$11.7M, and a project budget of \$3.6M.</i> 2. <i>THAT the Board, on recommendation of the FAR Committee, recommend to the Members that the 2026 Per Capita Assessment Fee be set at \$10 per Registrant.</i></p>		
	<p>4.4 Governance Committee report – A. Anderson (slides)</p>		
	<p>4.5 Board policy updates – A. Anderson (pages 98-115) <i>THAT the Board, on recommendation of the Governance Committee:</i></p> <p>a) <i>approve the following revised Board policies:</i></p> <table border="0" style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> <ul style="list-style-type: none"> i. <i>2, Definitions</i> ii. <i>4.12, Board self-assessment</i> iii. <i>4.13, Individual Director assessment</i> </td> <td style="width: 50%; vertical-align: top;"> <ul style="list-style-type: none"> iv. <i>6.4, Finance, Audit, and Risk (FAR) Committee terms of reference</i> v. <i>7.8, Rules of order</i> </td> </tr> </table> <p>b) <i>rescind Board policy 4.10, Standing agenda items</i></p>	<ul style="list-style-type: none"> i. <i>2, Definitions</i> ii. <i>4.12, Board self-assessment</i> iii. <i>4.13, Individual Director assessment</i> 	<ul style="list-style-type: none"> iv. <i>6.4, Finance, Audit, and Risk (FAR) Committee terms of reference</i> v. <i>7.8, Rules of order</i>
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	<p>4.6 HR Committee report – A. Arenja (slides)</p>		
	<p>4.7 Chair assessment – A. Arenja (pages 116-121) <i>That the Board, on recommendation of the HR Committee, approve the content of the chair assessment survey.</i></p>		
	<p>4.8 CEAB – P. Cyrus (slides)</p>		
	<p>4.9 CEQB – F. Collins (slides)</p>		
	<p>4.10 Strategic Planning Task Force – N. Hill (slides)</p>		
	<p>4.11 Collaboration Task Force – C. Bellini (slides)</p>		
	<p>4.12 Board’s 30 by 30 Champion – T. Joseph (slides)</p>		
	<p>5. Generative discussion – N. Hill (pages 122-127)</p>		
	<p>Generative discussion on public interest</p>		
	<p>6. Next meetings</p>		
	<p>Board meetings</p> <table border="0" style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> <ul style="list-style-type: none"> • March 1, 2024 (Ottawa, ON) • April 3, 2024 (virtual) </td> <td style="width: 50%; vertical-align: top;"> <ul style="list-style-type: none"> • May 24, 2024 (Winnipeg, MB) • June 17, 2024 (TBC) </td> </tr> </table>	<ul style="list-style-type: none"> • March 1, 2024 (Ottawa, ON) • April 3, 2024 (virtual) 	<ul style="list-style-type: none"> • May 24, 2024 (Winnipeg, MB) • June 17, 2024 (TBC)
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	<p>2023-2024 committee and task force meetings</p> <ul style="list-style-type: none"> • Strategic Planning Task Force: December 20, 2023 (virtual) • FAR Committee: December 13, 2023 (virtual) • HR Committee: December 14, 2023 (virtual) • Collaboration Task Force: January 9, 2024 (virtual) • FAR Committee: February 26, 2024 (virtual) • HR Committee: March 1, 2024 (Ottawa) • Governance Committee: March 7, 2024 (virtual) • FAR Committee: March 8, 2024 (virtual) • HR Committee: April 8, 2024 (virtual) • Collaboration Task Force: April 11, 2024 (virtual) • FAR Committee: May 9, 2024 (virtual) • All 2023-2024 committees and task forces: June 17, 2024 (TBC)
7.	<p>In-camera sessions</p>
	<p>7.1 Board Directors and CEO <i>THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board Directors, and the Engineers Canada CEO.</i></p>
	<p>7.2 Board Directors and Director, Human Resources <i>THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board Directors, and the Engineers Canada Director, Human Resources.</i></p>
	<p>7.3 Board Directors only <i>THAT the meeting move in-camera and be closed to the public at the recommendation of the Board. The attendees at the in-camera session shall include Board Directors.</i></p> <ul style="list-style-type: none"> • <i>Meeting evaluation</i>
8.	<p>Closing (motion not required if all business has been completed)</p>

Board support document

Meeting norms

Virtual participation:

- Board members and Direct Reports are asked to “show up” to the meeting a few minutes early to test their audio and video connections and are encouraged to reach out to Boardsupport@engineerscanada.ca in advance if they anticipate any connection or technological issues.
- To increase meeting engagement and participation, Board members and Direct Reports are requested to turn on their cameras during the meeting, when possible. All participants will have control over their ability to mute their line upon joining the meeting. Participants are asked to self-mute when they are not speaking to minimize background noise. If a participant is muted by an organizer, this is because there was feedback on the line.
- Participants are asked to use the self-mute function and turn off their cameras, instead of leaving the meeting during all breaks. This will help minimize any technical issues and disruption upon re-connection.
- The “Raise hand” function is only to be used if a participant wishes to ask questions and/or make comments after presentations or during debate. Depending on the Zoom version, participants may find the ‘Raise hand’ button under “Reactions” or “Participants”. Participants should reach out in “Chat” if they are not able to locate it.
- If a participant wishes to speak and have not been called upon or are unable to use the “Raise hand” function, they should say their name with an un-muted microphone and obtain permission from the Chair before speaking.
- The “Chat” function will only be monitored by the offsite AV personnel in respect of technical difficulties. Non-technical questions asked through the “Chat” function will not be answered during the meeting.

To conduct the meeting with reasonable time and fairness:

1. For all motions, the meeting chair will call for abstentions and negative votes from the Directors. Directors who do not state a negative vote or an abstention will be considered in favour of the motion. If, for whatever reason, Directors are unable to speak during the motion and feel their opinion was not heard, they should raise their hand, or reach out in “Chat” for technical support.
2. Wordsmithing of motion texts should be avoided as much as possible so that the meeting can stay on track. If the proposed motion and related decision is understood, the Board should move to a debate and discussion on the proposal and should not focus attention on perfecting the text.
3. Participants are asked to speak for a maximum of two (2) minutes at a time (a timer will be projected on the screen) and will be limited to two (2) chances to speak on any one issue or motion. An opportunity to speak a second time will be granted only after everyone has had a chance to speak. The meeting chair reserves the right to allow additional chances to speak, as necessary.
4. Restating or reiterating the same point is strongly discouraged.
5. In the virtual environment where meeting participants are not able to demonstrate their agreement by nodding, they are encouraged to use the “Reaction” buttons to identify their informal support of others’ statements. A safe and respectful environment is encouraged at all times.
6. At the opening of the meeting, the meeting chair will announce which individual will be monitoring the show of hands. The chair will try to ensure that anyone with a raised hand has their point addressed.

Board support document

Conflicts of interest

Board members and members of Board committees have an ongoing obligation to identify and disclose actual, reasonably perceived, and potential conflicts of interest. These obligations are set out in case law and are also codified in statute, under the *Canada Not-for-profit Corporations Act* (“CNCA”).

While not expressly defined in the CNCA, a conflict of interest is understood to comprise any situation where:

- a) an individual’s personal interests, or
- b) those of a close friend, family member, business associate, corporation, or partnership in which the individual holds a significant interest, or a person to whom the individual owes an obligation, could influence their decisions and impair their ability to:
 - i. act in the best interests of the corporation, or
 - ii. represent the corporation fairly, impartially, and without bias.

Conflicts of interest exist if a Director’s decision could be, or could appear to be, influenced. *It is not necessary that influence actually takes place.* In cases where Directors are in an actual, perceived, or potential conflict of interest, they are required to disclose the conflicting interest to the Board¹ or, in the case where membership approval is sought, to the members,² as well as abstain from voting.

Handling conflicts of interest

Directors may use the following checklist when faced with a situation in which they think they might have an actual, perceived, or potential conflict of interest.

Step 1 - Identify the matter or issue being considered and the potential conflicting situation in which you are involved.

E.g. There is an item before the Board requiring discussion and a decision that involves potential litigation between Engineers Canada and the Engineering Regulator with whom you are licensed. Whether or not you are in a conflict of interest is not automatic—it will depend upon the personal circumstances of each Director.

Step 2 – Assess whether a conflict of interest exists or may exist.

In assessing whether you have an actual, reasonably perceived or potential conflict of interest, it may be helpful to ask yourself the following questions:

- Would I, or anyone associated with me benefit from, or be detrimentally affected by my proposed decision or action?
- Could there be benefits for me in the future that could cast doubt on my objectivity?
- Do I have a current or previous personal, professional, or financial relationship or association of any significance with an interested party?

¹ Section 141(1) and (2) of the CNCA

² Section 141(9)(a) of the CNCA

- Would my reputation or that of a relative, friend, or associate stand to be enhanced or damaged because of the proposed decision or action?
- Do I or a relative, friend, or associate stand to gain or lose financially in some way?
- Do I hold any personal or professional views or biases that may lead others to reasonably conclude that I am not an appropriate person to deal with the matter?
- Have I made any promises or commitments in relation to the matter?
- Have I received a benefit or hospitality from someone who stands to gain or lose from my proposed decision or action?
- Am I a member of an association, club, or professional organization, or do I have particular ties and affiliations with organizations or individuals who stand to gain or lose by my proposed decision or action?
- Could this situation have an influence on any future employment opportunities outside my current duties?
- Could there be any other benefits or factors that could cast doubts on my objectivity?
- Am I confident of my ability to act impartially in the best interests of Engineers Canada?

What perceptions could others have?

- What assessment would a fair-minded member of the public make of the circumstances?
- Could my involvement on this matter cast doubt on my integrity or on Engineers Canada's integrity?
- If I saw someone else doing this, would I suspect that they have a conflict of interest?
- If I did participate in this action or decision, would I be happy if my colleagues and the public became aware of my involvement?
- How would I feel if my actions were highlighted in the media?

Step 3 – Is the duty to disclose triggered?

If, in assessing the situation, you determine that you are in an actual, potential, or reasonably perceived conflict of interest, your duty to disclose is triggered. Directors disclosing a conflict must make the disclosure at the meeting at which the proposed contract or transaction is first considered and should request to have the disclosure entered into the minutes of the meeting.³

Disclosure must be made of the nature and extent of the interest that you have in the contract or transaction (or proposed contract or transaction).⁴ The limited case law dealing with the nature and scope of the disclosure required by a conflicted Director suggests that disclosure must make the other Directors fully informed of the real state of affairs (e.g. what your interest is and the extent of the interest).⁵ It will rarely suffice to simply declare that you have a conflict of interest.

Step 4 – What next?

Subject to limited exceptions, the general rule is that a conflicted Director cannot vote on the approval of a proposed contract or transaction, even where their interest is adequately disclosed.⁶ Further, as a best practice, they should leave the room and not participate in the salient part of the Board meeting.

3 Section 141(1) of the CNCA

4 Section 141(1) and 141(9)(b) of the CNCA

5 *Gray v. New Augarita Porcupine Mines Ltd.*, 1952 CarswellOnt 412 (Jud. Com. of Privy Coun.)

6 Section 141(5) of the CNCA

Engineers Canada Board of Directors action log

Meeting date	Action	Responsible	Due date	Update
October 5, 2023	Staff to provide the Board with the pre-COVID percentage of CEAB trained and internationally trained engineers who were newly licensed and female-identifying.	Staff	December 4, 2023	Information can be found in the reports for 2020 and earlier at https://engineerscanada.ca/reports/national-membership-report .

Last updated: November 20, 2023		Alison Anderson / Pijun Aronip / Natasha Avila / Kathy Bagg / Ernie Barber / Heather Kennedy / Sophie Lahaie-Ambrose / Christian Bellini / Tim Kirby / Mirellia Mekoomba / Geoff Connolly / Crysta Cumming / Ann English / Nancy Hill / Subhir Jha / Tim Joseph / Dawn Melahn-Meckle / Mario Rose / Darlene Spracklin-Ridd / Marisa Sterling / Nicolas Turgeon / John Van der Put / Mike Windh																							
Board Meetings																									
June 19, Hybrid (Niagara-on-the-lake, ON)	✓	✓	✓	✗	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Board on Board Leadership Program																									
Ongoing access	✓	✓	✓				✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
4 Seasons training																									
Ongoing access	✓	✓	✓	✓	✓		✓			✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
CEAB																									
September 15-16, Edmonton, AB					✓				✓					✓	✓				✓						
CEQB																									
July 18, Virtual								✓						✓	✓				✓			✓			✓
September 17-18, Hybrid, Edmonton, AB								✓						✓	✓				✓			✓			✓
FAR Committee																									
June 19, Hybrid (Niagara-on-the-Lake, ON)							✓			✓									✓					✓	
August 11, Virtual							✓			✓									✓					✓	
October 17, Virtual							✓			✓									✓	✓				✓	
Governance Committee																									
June 19, Hybrid (Niagara-on-the-Lake, ON)	✓				✓	✓	✓				✓														
September 20, Virtual	✓				✓	✗	✓				✓														
November 15, Virtual	✓				✓	✓	✓				✓								✓						
HR Committee																									
May 27, Hybrid (Halifax, NS)		✓		✓										✓	✓										✓
September 7, Virtual		✓		✓										✓	✓										✓
November 1, Virtual		✓		✓										✓	✓										✓
Collaboration Task Force																									
June 19, Hybrid (Niagara-on-the-Lake, ON)			✓				✓						✓	✓									✓		
July 20, Virtual			✗				✓						✓	✓									✓		
August 31, Virtual			✓				✗						✓	✓									✗		
October 4, Ottawa, ON			✓				✓						✓	✓									✓		
Strategic Planning Task Force																									
August 23, Virtual				✗										✓					✓	✓				✓	✓
October 4, Virtual				✗										✓					✓	✓				✓	✓

Attendance Required	✓
Attendance Not Required / Completed	✓
Attendance for Partial Meeting / In progress	✓
Attendance required, regrets	✗
Not applicable	-

BRIEFING NOTE: For information

Q3 Interim Strategic Performance Report to the Board		2.3
Purpose:	To provide an interim report on progress against the 2022-2024 Strategic Plan	
Link to the Strategic Plan / Purposes:	Board responsibility: Hold itself and its Direct Reports accountable Board responsibility: Provide ongoing and appropriate strategic direction	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Prepared by:	Mélanie Ouellette, Manager, Strategic and Operational Planning	
Presented by:	Gerard McDonald, Chief Executive Officer	

Background

- The 2022-2024 Strategic Plan and its objectives and outcomes resulted from extensive consultation with Regulators and was approved by the Members in May 2021.
- The new strategic reporting template was presented to and endorsed by the Governance Committee in March 2021.
- The performance measures were approved by the Board at its June 2021 strategic workshop.
- This interim strategic performance report covers Q3 of 2023 (July 1 – September 30, 2023).
- The report focuses on the achievement of objectives set in the 2022-2024 Strategic Plan.
- The outcomes set in the 2022-2024 Strategic Plan are longer-term and cannot be measured at this point.

Status update

- All Strategic Priorities are on target to be completed in 2024.

Next steps

- The Board will receive a quarterly update with the Q4 update provided in March 2024.




Appendix

- **Appendix 1:** 2023-Q3 Interim strategic performance report

Interim Strategic Performance Report: Q3-2023

This new strategic reporting template was reviewed and endorsed by the Governance Committee in 2021. Indicators were approved at the [Board Strategic Workshop](#) in June 2021. Performance is benchmarked against the [2022-2024 Strategic Plan](#) that came into effect on January 1st, 2022.

Legend


	Status of strategic priority
Overall activities on track to be completed by 2024	
Overall activities experiencing some delays, no foreseen impact on completing the strategic priority by 2024	
Overall activities experiencing some delays which could impact the ability to complete the strategic priority by 2024	

Reporting Information Sources

The information included in this report has been obtained from the following sources:


Section	Source
Planned activities (as set in June 2021)	Copied from Board June 2021 strategic workshop presentation
2022 quarterly reporting	Staff updates as part of quarterly internal reporting
What we will do	Copied from 2022-2024 Strategic Plan
What does success look like	Copied from Board June 2021 strategic workshop presentation
How will we measure success in 2024*	

**A summary of indicators, by strategic priority, is located at the end of this report*


SP1.1, Investigate and validate the purpose and scope of accreditation												
Status: 												
Planned activities (as set in June 2021)	2022			2023				2024				
1. Benchmark accreditation												
2. Report on state of engineering education												
3. Investigate academic requirement for licensure												
4. Examine the purpose of accreditation												
5. Set a path forward												

2023 quarterly reporting	Q1	Q2	Q3
1. Benchmark accreditation	<ul style="list-style-type: none"> Completed in 2022 	<ul style="list-style-type: none"> Completed in 2022 	<ul style="list-style-type: none"> Completed in 2022
2. Report on state of engineering education	<ul style="list-style-type: none"> Completed in 2022 	<ul style="list-style-type: none"> Completed in 2022 	<ul style="list-style-type: none"> Completed in 2022
3. Investigate an academic requirement for licensure	<ul style="list-style-type: none"> Simulations kicked off on March 30, 2023, and will conclude in mid May. Research will ensue post simulation and plans for Regulator consultations will start in Q2 and Q3 and executed in Q4. 	<ul style="list-style-type: none"> Simulations were completed in May and findings were shared with participants. Regulators consultations will start in Q3. 	<ul style="list-style-type: none"> All activities planned for Q3 have been completed. A Full Spectrum Competency Profile was developed and the CEAB and CEQB were consulted. A draft plan for research with other organizations that regulate or accredit professions was developed and will be executed in Q4. Q4 activities are on track.
4. Examine the purpose of accreditation	<ul style="list-style-type: none"> Simulations kicked off on March 30, 2023, and will conclude mid May. Research will ensue post simulation and plans for regulator consultations will start 	<ul style="list-style-type: none"> Simulations were completed in May and findings were shared with participants. Regulators consultations will start in Q3. 	<ul style="list-style-type: none"> The development of the purpose of accreditation is delayed as the Task Force was unable to produce a draft purpose in Q3.


	in Q2 and Q3 and be executed in Q4.		<ul style="list-style-type: none"> Parameters for a successful accreditation system and three areas of focus for the future purpose of accreditation were developed instead. The CEAB and CEQB were consulted. Regulator and EDC consultations will start in Q4. A survey of under-represented groups is also delayed and will be executed in Q4. Q4 activities are on track.
5. Set a path forward	<ul style="list-style-type: none"> No work this quarter, as planned. 	<ul style="list-style-type: none"> No work this quarter, as planned. 	<ul style="list-style-type: none"> No work this quarter, as planned.
Summary of strategic priority			
What we will do	We will conduct a fundamental review of the accreditation process, investigate the best practices in engineering education, and work with Regulators and stakeholders to understand if there is a desire to adopt a new, national academic requirement for licensure as well as an updated purpose of accreditation. If there is, we will reconsider the accreditation system.		
What does success look like?	<ul style="list-style-type: none"> A. All stakeholders have visibility of the modes of accreditation in use nationally and internationally B. All stakeholders have visibility of the current and future realities of engineering education C. Regulators have an academic requirement for licensure, applicable to all D. All stakeholders understand the purpose of accreditation E. Engineers Canada, including the CEAB and CEQB, have direction to implement systems aligned with the purpose and the academic requirement for licensure 		

SP1.2, Strengthen collaboration and harmonization												
Status: 												
Planned activities (as set in June 2021)	2022				2023				2024			
1. Collaborate with Regulator staff to identify barriers and opportunities												
2. Develop a national statement of collaboration with all jurisdictions												
3. Identify specific areas of harmonization for collaboration												

2023 quarterly reporting	Q1	Q2	Q3
1. Collaborate with Regulator staff to identify barriers and opportunities	<ul style="list-style-type: none"> Completed in 2022 	<ul style="list-style-type: none"> Completed in 2022 	<ul style="list-style-type: none"> Completed in 2022
2. Develop a national statement of collaboration with all jurisdictions	<ul style="list-style-type: none"> All work is on track. Individual consultations will be completed by end of Q2. 	<ul style="list-style-type: none"> Individual Regulators consultations were completed by the end of Q2. Planning has begun for national consultation with CEOs, Presidents and Directors in Q3. 	<ul style="list-style-type: none"> Work on track. Held national consultation and are working with consultants to develop report/summary of the session.
3. Identify specific areas of harmonization for collaboration	<ul style="list-style-type: none"> No work this quarter, as planned. 	<ul style="list-style-type: none"> No work this quarter, as planned. 	<ul style="list-style-type: none"> No work this quarter, as planned.
Summary of strategic priority			
What we will do	Fostering collaboration and consistency of requirements, practices, and processes across jurisdictions is at the heart of our mandate. We will work with Regulators to understand barriers and success factors leading to harmonization and facilitate the adoption of a national agreement that will establish the principles and areas where pan-Canadian harmonization will be sought.		
What does success look like?	<ul style="list-style-type: none"> A. Engineers Canada has a clear mandate and key focus areas for regulatory harmonization B. Regulators benefit from collaboration and resource sharing, supporting improved practices 		


SP1.3, Support the regulation of emerging areas											
Status: 											
Planned activities (as set in June 2021)	2022			2023			2024				
1. Identify and investigate new and overlapping areas of engineering practice that will have a long-term impact on the public											
2. Continue to work with the federal government to promote the role of engineers in emerging areas											

2023 quarterly reporting	Q1	Q2	Q3
1. Identify and investigate new and overlapping areas of engineering practice that will have a long-term impact on the public	<ul style="list-style-type: none"> General Direction consultation complete. Draft paper has been submitted by consultant. Final Paper to be published June 30, 2023. 	<ul style="list-style-type: none"> Consultant has been delayed in delivering the final paper by a quarter. Final document will be distributed to Regulators in Q3. 	<ul style="list-style-type: none"> Final Paper distributed to regulators on August 04, 2023.
2. Continue to work with the federal government to promote the role of engineers in emerging areas	<ul style="list-style-type: none"> Engineers Canada continued to promote the role of engineers in emerging areas through already published national position statements. 	<ul style="list-style-type: none"> Engineers Canada continued to promote the role of engineers in emerging areas through already published national position statements. 	<ul style="list-style-type: none"> Engineers Canada continued to promote the role of engineers in emerging areas through already published national position statements.
Summary of strategic priority			
What we will do	Technological advances move much faster than legislative change and engineers who work in emerging areas of practice may not fully understand or consider the long-term professional and ethical impacts and obligations. We will provide information to Regulators on the long-term impacts of engineering practice in emerging areas and a framework for the evaluation of professional and ethical obligations. This will enable Regulators to educate license holders in these emerging areas of practice and to regulate more effectively.		
What does success look like?	<p>A. Regulators receive information that helps them adapt their admission, enforcement, and practice-related processes and uphold the framework for ethical practice</p> <p>B. The federal government is made aware of the importance of the work of engineers in emerging areas</p>		


SP2.1, Accelerate 30 by 30												
Status: 												
Planned activities (as set in June 2021)	2022				2023				2024			
1. National research strategy												
2. Facilitate collaboration and information exchange for Regulators												
3. 30 by 30 annual national conference												
4. Reporting on national and regional metrics												
5. Engaging employers												
6. National resources												

2023 quarterly reporting	Q1	Q2	Q3
1. National research strategy	<ul style="list-style-type: none"> Secured project manager. Initiation phase of project extended into Q2. 	<ul style="list-style-type: none"> Draft request for proposal (RFP) ready to be distributed. RFP will be posted in Q3. 	<ul style="list-style-type: none"> Project is on track.
2. Facilitate collaboration and information exchange for Regulators	<ul style="list-style-type: none"> Monthly 30 by 30 newsletter and updates on key projects sent to Regulators and Champions network. 	<ul style="list-style-type: none"> Monthly newsletter was distributed. Quarterly meetings were held. 	<ul style="list-style-type: none"> Monthly newsletter was distributed. Quarterly meetings were held.
3. 30 by 30 annual national conference	<ul style="list-style-type: none"> Changed date of conference to align with Annual Meeting of Members. Established partnership with Engineers Nova Scotia for 2023 conference. Consulted with 30 by 30 champions & developed conference program. All event logistics were finalized. 	<ul style="list-style-type: none"> Conference was held successfully. 	<ul style="list-style-type: none"> Planning has started for 2024 conference.
4. Reporting on national and regional metrics	<ul style="list-style-type: none"> Analysis of data will begin in Q3. 	<ul style="list-style-type: none"> National membership report data has been collected and analyzed. Draft report in progress. 	<ul style="list-style-type: none"> National membership report data has been collected and analyzed. Draft report in progress.
5. Engaging employers	<ul style="list-style-type: none"> Worked with regulators to identify and start to secure representative from engineering employers to participate in our Champion Change 	<ul style="list-style-type: none"> Identified potential employer champions through the Championing Change Summit. Scheduled to present to Practice Officials in Q3. 	<ul style="list-style-type: none"> Establish Employer Task Force to develop a champion program.

	<p>In-person Employer Leadership Summit.</p> <ul style="list-style-type: none"> Met with internal staff from Regulatory Affairs Department to review Regulator Employer Strategy Recommendation. 		
<p>6. National resources</p>	<ul style="list-style-type: none"> Published an updated Managing Transitions guide. Discovery and gap analysis in resources resulted in creation of a supplement and training to support gaps in Canadian Engineering Qualifications Board (CEQB) Guideline on Gender Workplace Equity Three of our 30 by 30 working groups met for knowledge sharing and to support virtual lead up session for the 30 by 30 conference. 	<ul style="list-style-type: none"> Successfully organized a virtual session on the Managing Transitions guide supplement with over 80 participants. 	<ul style="list-style-type: none"> The guideline supplement has been reviewed and approved by the CEO. Working with Manager, Qualifications and CEQB to promote supplement.
<p>Summary of strategic priority</p>			
<p>What we will do</p>	<p>To support progress towards 30 by 30 and to develop Engineers Canada’s capacity to address the underlying issues holding back the progress of 30 by 30.</p>		
<p>What does success look like?</p>	<ol style="list-style-type: none"> Regulators have information and support that enables them to increase inclusion and the number of engineering graduates who proceed through the licensure process Representation of women is increasing within every step of the pipeline: students at HEIs, graduates, engineers-in-training (EITs), newly licensed engineers, and engineers Employers have information that enables them to make their workplaces more equitable, diverse, and inclusive Lessons learned from the 30 by 30 work inform initiatives in support of increasing representation of under-represented groups including but not restricted to Indigenous, racialized, and LGBTQ2+ persons 		

SP2.2, Reinforce trust and the value of licensure												
Status: 												
Planned activities (as set in June 2021)	2022			2023			2024					
1. Marketing campaign												
2. Value of licensure messaging												
3. Engineering grad and EIT outreach programming												
4. Foundational research												

2023 quarterly reporting	Q1	Q2	Q3
1. Marketing campaign	<ul style="list-style-type: none"> Media buy was approved, production completed, and creative approved. By end of quarter the campaign was in final preparation stages and targeted to launch on April 10, 2023. 	<ul style="list-style-type: none"> Spring flight executed successfully, and key indicators achieved or benchmarks exceeded for the flight, or in some cases, the year. Full review to be delivered in Q3. 	<ul style="list-style-type: none"> Fall flight underway and planning underway for evaluation of 2023 campaign. Key indicators and benchmarks meeting or exceeding expectations.
2. Value of licensure messaging	<ul style="list-style-type: none"> Messaging framework content accepted by Regulator advisors and communications officials. Content moves to layout and design, to be formally delivered in Q2. 	<ul style="list-style-type: none"> Messaging framework will be provided to regulators in Q3. 	<ul style="list-style-type: none"> Messaging framework provided to regulators and short checklist will be completed in October. Usage monitoring activities have been identified.
3. Engineering graduate and EIT outreach programming	<ul style="list-style-type: none"> Outreach strategy and program development is underway, based on recommendations received in 2022. 	<ul style="list-style-type: none"> Outreach strategy and program development is underway, and the launch is planned for Q3. 	<ul style="list-style-type: none"> Pathway to Engineering portal has been scoped and is in development with launch targeted in early November.
4. Foundational research	<ul style="list-style-type: none"> No work this quarter, as planned. 	<ul style="list-style-type: none"> No work this quarter, as planned. 	<ul style="list-style-type: none"> No work this quarter, as planned.
Summary of strategic priority			
What we will do	We will bridge this gap by creating and promoting a consistent, national message that will showcase the diversity of the profession, the breadth of engineering in both traditional and new disciplines, and the value of engineering licensure to the public, engineering graduates, EITs, and employers.		
What does success look like?	<ul style="list-style-type: none"> A. Targeted public audiences perceive engineers as trustworthy and recognize engineering as a licensed profession B. Engineering graduates and EITs recognize value in licensure C. Regulators have a valuable national messaging framework and marketing support tools 		

SP3.1, Uphold our commitment to excellence											
Status: 											
Planned activities (as set in June 2021)	2022			2023			2024				
1. Sustain an excellence culture											
2. Identify and Implement continual improvements											
3. Confirm measurements and sustainability											
4. Achieve Platinum level certification from Excellence Canada											

2023 quarterly reporting	Q1	Q2	Q3
1. Sustain an excellence culture	<ul style="list-style-type: none"> Refreshed communication and engagement tactics have been developed in consultation with staff and senior leadership with plans for implementation in Q2. 	<ul style="list-style-type: none"> Staff sessions on innovative and emerging practices (called FIKA) have been held successfully. Updated staff on the requirements for platinum level certification in 2024, and what to expect for certification. 	<ul style="list-style-type: none"> Identification of Excellence groups to participate in Engineers Canada’s verification of our submission to obtain certification. has been initiated. Onboarding and orientation of these groups is planned for Q4.
2. Identify and Implement continual improvements	<ul style="list-style-type: none"> Any work associated with closing previous gaps has been included in the current planning process and performance management cycle No new gaps have surfaced as a result of the self-assessment noted below 	<ul style="list-style-type: none"> Additional improvements were implemented in the 2024 planning process. No new gaps have surfaced as a result of the employee engagement survey as well as the self-assessment performed by staff on the organization’s overall benchmark against drivers of excellence. 	<ul style="list-style-type: none"> Any work associated with closing gaps has been captured in Annual Operating Plan (AOP) content or part of performance management goals within ADP. No new gaps have surfaced as a result of the self assessment or the employee engagement survey.
3. Confirm measurements and sustainability	<ul style="list-style-type: none"> An operational self-assessment has been completed considering the results of the 2022 employee engagement survey results. The organization is being assessed against the Organizational Excellence Standard developed by Excellence Canada. 	<ul style="list-style-type: none"> A self assessment has been completed considering the results of the 2022 employee engagement survey results. Plans for an internal self assessment prior to submission in Q1 2024 have been made. 	<ul style="list-style-type: none"> Any work associated with closing gaps has been captured in AOP content or part of performance management goals. No new gaps have surfaced as a result of the self assessment or the employee engagement survey.

<p>4. Achieve Platinum level certification from Excellence Canada</p>	<ul style="list-style-type: none"> The submission is under development in consultation with senior leadership. 	<ul style="list-style-type: none"> The submission is under development in consultation with senior leadership. 	<ul style="list-style-type: none"> Submission content developed with senior leadership is under refinement in readiness for onboarding Excellence groups to support verification of submitted content to obtain certification.
<p>Summary of strategic priority</p>			
<p>What we will do</p>	<p>The demand for change continues and we are facing pressure to deliver on the diverse and changing needs of Regulators, HEIs, and the engineering community. To continually adapt, we need an effective and sustainable approach that ensures that we are a high performing organization. By 2024, we will achieve Platinum level certification from Excellence Canada by demonstrating measurable, sustained, and continually improved performance over at least a three-year period, as measured against the Excellence, Innovation, and Wellness Standard.</p>		
<p>What does success look like?</p>	<ul style="list-style-type: none"> A. Regulators, HEIs, and the engineering community benefit from effective delivery of products and services B. Staff benefit from increased engagement and retention, working in motivated teams, and improved health C. Engineers Canada benefits from sustainment of a high level of performance 		

Summary - How will we measure success in 2024?

Strategic priority	What does success look like	How will we measure success in 2024?
<p>SP1.1, Investigate and validate the purpose and scope of accreditation</p>	<p>A. All stakeholders have visibility of the modes of accreditation in use nationally and internationally</p>	<p>A1. Publication of the accreditation system benchmarking report</p>
	<p>B. All stakeholders have visibility of the current and future realities of engineering education</p>	<p>B1. Publication of the engineering education report</p>
	<p>C. Regulators have an academic requirement for licensure, applicable to all</p>	<p>C1. The Engineers Canada Board passes a motion affirming the academic requirement for licensure C2. Regulators receive the academic requirement for licensure and all CEOs commit to sharing and implementing it with all necessary groups C3. CEAB receives the academic requirement for licensure and commits to incorporating it in their documents C4. CEQB receives the academic requirement for licensure and commits to incorporating it in their documents C5. HEIs receive the academic requirement for licensure</p>
	<p>D. All stakeholders understand the purpose of accreditation</p>	<p>D1. The Engineers Canada Board passes a motion affirming the purpose of accreditation D2. Regulators receive the affirmed purpose of accreditation, and all CEOs commit to sharing it with all necessary groups D3. CEAB publishes the affirmed purpose of accreditation D4. CEQB members receive the affirmed purpose of accreditation D5. Higher Education Institutions (HEIs) receive the affirmed purpose of accreditation D6. Students, through the CFES, receive the affirmed purpose of accreditation</p>
	<p>E. Engineers Canada, including the CEAB and CEQB, have direction to implement systems aligned with the purpose and the academic requirement for licensure</p>	<p>E1. Path-forward report is published and distributed to Regulators, CEAB, CEQB, Engineers Canada CEO, EDC, and CFES</p>

Strategic priority	What does success look like	How will we measure success in 2024?
<p>SP1.2, Strengthen collaboration and harmonization</p>	<p>A. Engineers Canada has a clear mandate and key focus areas for regulatory harmonization</p>	<p>A1. Consultation reports that document all Regulators’ perspectives A2. Production of a national statement of collaboration signed by Regulators A3. The Regulator CEOs defining one or more areas for future harmonization</p>
	<p>B. Regulators benefit from collaboration and resource sharing, supporting improved practices</p>	<p>B1. The number of Regulators contributing to the development of programs, products, services, information, or processes B2. The number of Regulators using programs, products, services, information, or processes that are nationally promoted</p>
<p>SP1.3, Support the regulation of emerging areas</p>	<p>A. Regulators receive information that helps them adapt their admission, enforcement, and practice-related processes and uphold the framework for ethical practice</p>	<p>A1. Regulatory research papers on emerging areas of engineering practice are published and distributed to Regulators A2. Regulators report that they are reading the reports, considering them in their decision making, or that they helped them fulfill their mandate A3. Perceived value of research papers by the Regulators</p>
	<p>B. The federal government is made aware of the importance of the work of engineers in emerging areas</p>	<p>B1. One new National Position Statement relating to emerging disciplines is developed, as appropriate B2. Number of engagements (written consultations and in-person meetings) with parliamentarians or senior federal officials, on matters relating to emerging areas of engineering practice</p>
<p>SP2.1, Accelerate 30 by 30</p>	<p>A. Regulators have information and support that enables them to increase inclusion and the number of engineering graduates who proceed through the licensure process</p>	<p>A1. Completion and use of a national research strategy on diversity data demographics and qualitative research on equity, diversity, and inclusion A2. The number of Regulators contributing to the development and implementation of the strategy; Regulators involved in development only; Regulators not engaged A3. Publication of research reports on Engineers Canada website A4. Number of partners engaged in the development of the research report(s) (i.e., development and participation; participation only; not engaged) A5. Facilitation of collaboration and information exchange for Regulators (e.g., continued coordination of 30 by 30 working group, communications that address Regulator needs) A6. We held 3 to 4 annual meeting with Regulators</p>

Strategic priority	What does success look like	How will we measure success in 2024?
	<p>B. Representation of women is increasing within every step of the pipeline: students at HEIs, graduates, engineers-in-training (EITs), newly licensed engineers, and engineers</p>	<p>B1. Reporting on national and regional metrics: <ul style="list-style-type: none"> • Provide tools for Regulator tracking and reporting on metrics related to 30 by 30 </p> <p>B2. Annual publication of National Membership Report</p> <p>B3. Annual collection of Regulator scorecard metrics</p> <p>B4. Annual scorecard summary presented to Board and CEO Group</p> <p>B5. 3-4 Regulators are involved in the development and use of target</p>
	<p>C. Employers have information that enables them to make their workplaces more equitable, diverse, and inclusive</p>	<p>C1. Completing addressing of the recommendations in the GBA+ report* regarding engaging employers</p> <p>C2. Creating a national strategy to engage employers with buy-in from the Regulators and building on the existing 30 by 30 network of Champions</p> <p>C3. All Regulators contribute a national 30 by 30 employer strategy</p> <p>C4. Recognizing employer excellence in 30 by 30</p>
	<p>D. Lessons learned from the 30 by 30 work inform initiatives in support of increasing representation of under-represented groups including but not restricted to Indigenous, racialized, and LGBTQ2+ persons</p>	<p>D1. Execution of annual 30 by 30 conference from 2022 to 2024 and inviting Regulators, HEIs and employers to contribute to a culture change in the engineering profession at a high profile, widely accessible national event, featuring best practices, key research, and actionable tools</p> <p>D2. The number of Regulators contributing and participating to the development of the conference</p> <p>D3. The number of employers: contributing and participating in the conference</p> <p>D4. Completion of national resources that respond to recommendations and best practices outlined in previous research. For example, a resource that can be used by Regulators to improve their licensure assistance and employer awareness programs based on the 2021 GBA+ report* on national Licensure Assistance Program and Employee Awareness Program</p> <p>D5. The number of Regulators participating and promoting the national resources</p> <p>*Definition: GBA+ is an analytical process created by Status of Women Canada; used across the country by the federal government and also well-known across most sectors; considers multiple and diverse intersecting identity factors that impact how different people understand and experience initiatives</p>

Strategic priority	What does success look like	How will we measure success in 2024?
SP2.2, Reinforce trust and the value of licensure	A. Targeted public audiences perceive engineers as trustworthy and recognize engineering as a licensed profession	A1. Pre- and post-campaign audience perception research A2. Number of impressions and actions A3. Value of earned media* A4. Number and sentiment* of online interactions *Definitions: <ul style="list-style-type: none"> • Earned media – news coverage in media • Earned media value – the estimated value of news coverage • Sentiment analysis – an analysis of the tone of comments
	B. Engineering graduates and EITs recognize value in licensure	B1. Pre- and post-campaign perception research targeting engineering graduates and EITs B2. Number of impressions and actions B3. Number and sentiment of online interactions
	C. Regulators have a valuable national messaging framework and marketing support tools	C1. Number of Regulators engaged in the development of the framework and tools and the nature of their involvement C2. Identification by Regulators of where and how the messaging and support tools will be used and follow up to confirm use C3. Ongoing feedback received on the project
SP3.1, Uphold our commitment to excellence	A. Regulators, HEIs, and the engineering community benefit from effective delivery of products and services	A1. Achieve platinum certification as part of external benchmarking
	B. Staff benefit from increased engagement and retention, working in motivated teams, and improved health	B1. Achieve platinum certification as part of external benchmarking
	C. Engineers Canada benefits from sustainment of a high level of performance	C1. Achieve platinum certification as part of external benchmarking

MINUTES OF THE 222nd ENGINEERS CANADA BOARD MEETING

October 5, 2023, 8:30am-4:30pm (ET)

Hybrid meeting: Sheraton Ottawa Hotel, Ottawa, ON | Zoom

The following Directors were in attendance:	
N. Hill, President (Chair), PEO M. Winch, President-Elect, Engineers & Geoscientists BC K. Baig, Past President, OIQ A. Anderson, Engineers Yukon A. Arenja, PEO N. Avila, APEGA E. Barber, APEGS C. Bellini, PEO G. Connolly, Engineers PEI C. Cumming, Engineers Nova Scotia A. English, Engineers & Geoscientists BC S. Jha, NAPEG	T. Joseph, APEGA H. Kennedy, APEGA T. Kirkby, PEO S. Larivière-Mantha, OIQ M. Mekomba, OIQ D. Nedohin-Macek, Engineers Geoscientists MB M. Rose, APEGNB D. Spracklin-Reid, PEGNL M. Sterling, PEO N. Turgeon, OIQ J. Van der Put, APEGA
The following Directors sent regrets:	
The following CEO Group Advisor was in attendance:	
L. Daborn, Chair, CEO Group	
The following Direct Reports to the Board were in attendance:	
F. Collins, Chair, CEQB P. Cyrus, Chair, CEAB	G. McDonald, CEO L. Go, General Counsel and Corporate Secretary
The following observers were in attendance:	
D. Abrahams, Vice President, PEO M. Adams, President, Engineers & Geoscientists BC K. Atamanchuk, Vice president, Engineers Geoscientists MB M. Fewer, CEO, PEGNL M., CEO, Engineers Geoscientists MB Stormy Holmes, CEO, APEGS J. Landrigan, Executive Director, Engineers PEI C. Betancourt Lee, VP, CFES P. Mann, CEO, Engineers Nova Scotia V. McCormick, CEO, NAPEG J. Nagendran, CEO, APEGA	M. Perry, Vice president, Engineers PEI M. Plante, President, APEGA J. Quaglietta, CEO, PEO R. Roy, President, APEGNB P. Savard, Director General, OIQ I. Smallwood, President, Engineers Geoscientists S. Sternbergh, President, Engineers Yukon G. Vogelsang, President, APEGS M. Wells, Acting Chair, EDC H. Yang, CEO, Engineers & Geoscientists BC H. Young, Vice president, APEGNB
The following staff were in attendance:	
J. Bard Miller, Manager, Governance, Board Services J. Chou, Governance Coordinator L. El-Tawil, Translator M. Fall, Manager, Regulatory Liaison I. Flamand, Specialist, Qualifications R. Gauthier, Executive Assistant B. Gibson, Manager, Communications E. Guest, Assistant Manager, Accreditation	M. Ouellette, Manager, Strategic and Operational Planning A. Peverley, Coordinator, Qualifications S. Price, Executive Vice President, Regulatory Affairs N. Proulx, Director, Human Resources J. Sendrowicz, Planning, Event, and Change Practitioner K. Smith, Manager, Regulatory Research and International Mobility J. Southwood, VP, Corporate Affairs & Strategic Partnerships J. Taylor, Manager, Public Affairs

M. Kulka, Content Management Specialist M. McCourt, Senior Financial Officer R. Melsom, Manager, CEQB D. Menard, Director, Finance	H. Theelen, Director, Strategic Planning & Organizational Excellence M. Warken, Manager, CEAB
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1. Opening

1.1 Call to order and approval of agenda

President N. Hill called the meeting to order at 8:30am ET. Participants were welcomed and the land was acknowledged.

Motion 2023-10-1D

Moved and seconded

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

Carried

Meeting rules and norms were reviewed, as included in the agenda book.

N. Hill shared a diversity moment, focussed on September 30 as the National Day for Truth and Reconciliation.

1.2 Declaration of conflict of interest

No conflicts were declared. Participants were reminded to declare a conflict at any time during the meeting, as necessary.

1.3 Review of previous Board meeting

a) Action item list

The list was pre-circulated, and it was noted that there are no outstanding actions.

It was confirmed that the Board will continue to receive members-only documents in their entirety for approval but that these documents will not be included in the agenda book that is made publicly available.

b) Board attendance list

The attendance list as of September 21, 2023, was pre-circulated.

2. Executive reports

2.1 President's report

N. Hill updated the Board on her Engineers Canada-related activities since the previous Board meeting, which included attendance at:

- Professional Engineers and Geoscientists of Newfoundland and Labrador's AGM on June 9,
- Ordre des ingénieurs du Québec's AGM on June 21,
- The National Society of Professional Engineers' annual meeting,
- The NICKEL VIII Conference on August 9,

- The Canadian Engineering Accreditation (CEAB) and Canadian Engineering Qualifications Board (CEQB) fall meetings from September 15-17, and
- Weekly touch-base meetings with G. McDonald, CEO, Engineers Canada.

She was also invited to attend the Royal Canadian Mint launch of the Elsie MacGill coin in Calgary on August 1. T. Joseph, Director from Alberta, attended in her place.

2.2 CEO update

G. McDonald provided the Board with highlights of operational activities since the Board's May 2023 meeting, as circulated in his weekly email update to stakeholders.

It was noted that Engineers Canada was assessing the feasibility of a request by Geoscientists Canada to take on minimal operational support that had previously been provided by Engineers and Geoscientists British Columbia. To date, the request has not been discussed more broadly, i.e., with the CEO Group, to entertain alternative solutions.

2.3 2022-2024 Strategic Plan reporting

a) Q2 Interim strategic performance report

G. McDonald referred the Board to the Q2 interim strategic performance report that had been pre-circulated. As noted in the report and during the Strategic Priorities session held on the prior day, all priorities are on track.

b) SP 2.2 Reinforce trust and the value of licensure

Engineers Canada's J. Southwood, Vice President, Corporate Affairs & Strategic Partnerships, and B. Gibson, Manager, Communications, presented an update on the progress of Strategic priority 2.2: Reinforce trust and the value of licensure. Presentation slides were pre-circulated to the Board. The Board expressed its appreciation for the progress so far and confirmed the following with staff:

- The value of licensure messaging framework has been distributed to the advisory group, and the short-form checklist to inform asset creation would soon be complete.
- The brand awareness study will be undertaken after the marketing campaign's fall flight.
- Given the campaign's focus on increasing public awareness that engineering is a licensed profession, its success is not directly linked to increased program enrollment or licensure.

2.4 CEO Group report

L. Daborn, CEO Group Advisor to the Board, presented the pre-circulated slides updating the Board on the CEO Group's meeting held on October 3, 2023.

With regard to the CEO Group's check-in on the consultation program, it was noted that the consultation schedule introduced to manage requests for Regulators feedback on Engineers Canada's programs, products and services was generally working well.

2.5 Presidents Group report

M. Adams, President, EGBC, presented the pre-circulated slides updating the Board on the President Group's meeting held on October 3, 2023.

3. Consent agenda

3.1 Approval of minutes

- a) THAT the minutes of the May 26, 2023 Board meeting be approved.
- b) THAT the minutes of the June 19, 2023 Board meeting be approved.

3.2 Approval of committee and task force work plans

- a) THAT the Board approve the 2023-2024 Finance, Audit, and Risk Committee work plan.
- b) THAT the Board approve the 2023-2024 Governance Committee work plan.
- c) THAT the Board approve the 2023-2024 Human Resources Committee work plan.
- d) THAT the Board approve the 2023-2024 Collaboration Task Force work plan.

3.3 CEAB and CEQB volunteer recruitment and succession plan

- a) THAT the Board approve the 2024-2025 CEAB volunteer recruitment and succession plan.
- b) THAT the Board approve the 2024-2025 CEQB volunteer recruitment and succession plan.

3.4 National Position Statements

THAT the following new National Position Statement be approved:

- a) Licensing requirements for engineering positions in the federal public service

THAT the following updated National Position Statements be approved:

- a) Building Resilient and Sustainable Infrastructure: The Critical Role of Engineers in Addressing Canada's Infrastructure Challenges
- b) Addressing the Infrastructure Gap: Bridging Inequities in Indigenous Reserves and Remote Indigenous Communities
- c) Immigration and Recognition of Foreign Qualifications: The Role of Engineering Regulators in Canada

3.5 Legislative compliance certificate

3.6 Annual advocacy report

Motion 2023-10-2D

Moved and seconded

THAT the consent agenda motions, except 3.2, 3.3 and 3.4a, be approved.

Carried

Approval of committee and task force work plans

It was confirmed that all committee work plans had been reviewed in light of the budget reductions. Through the budget preparation process, staff account for committee meeting expenses based on the committees' work plans. The Human Resources (HR) Committee discusses budget envelopes for

expenses not related to meeting delivery: Director development, Board assessments and CEO performance assessments and compensation reviews.

Motion 2023-10-3D

Moved and seconded

- a) THAT the Board approve the 2023-2024 Finance, Audit, and Risk Committee work plan.***
- b) THAT the Board approve the 2023-2024 Governance Committee work plan.***
- c) THAT the Board approve the 2023-2024 Human Resources Committee work plan.***
- d) THAT the Board approve the 2023-2024 Collaboration Task Force work plan.***

Carried

CEAB and CEQB volunteer recruitment and succession plan

It was confirmed that through policy, Engineers Canada's Board has given direction to the CEAB and CEQB that they strive for membership that aligns with the Canadian federal government's 50-30 Challenge. The chairs of the CEAB and CEQB confirmed their respective recruitment efforts to achieve these membership goals.

Motion 2023-10-4D

Moved and seconded

- a) THAT the Board approve the 2024-2025 CEAB volunteer recruitment and succession plan.***
- b) THAT the Board approve the 2024-2025 CEQB volunteer recruitment and succession plan.***

Carried

National Position Statement "Licensing requirements for engineering positions in the federal public service"

It was confirmed that in keeping with the organization's mandate, Engineers Canada is focusing its discussions with the Treasury Board of Canada on licensure rather than collective bargaining. Engineers Canada is analyzing data on the number of public servants who are in the EN-ENG category, but are not licensed, the results of which will be shared with the Regulators in due course.

Motion 2023-10-5D

Moved and seconded

THAT the new National Position Statement "Licensing requirements for engineering positions in the federal public service" be approved.

Carried

4. Board business / required decisions

4.1 Open Board discussion: Board policy 7.1, Board, committee, and other volunteer expenses

N. Hill invited the Board to engage in an open discussion about the updated allowance for business class air travel made to Board policy 7.1, *Board, committee, and other volunteer expenses*, on May 26, 2023, and some Members' responses to the allowance. To inform its discussion, ahead of the meeting

the Board was provided with four questions for consideration (Appendix 1), a joint letter from seven Regulators dated June 29, 2023 (Appendix 2), feedback from the FAR Committee from its meeting on August 11, 2023 (Appendix 3), and a joint letter from past and current Governance Committee chairs, A. English and A. Anderson (Addendum 1).

The Board noted that the allowance for business class air fare when flying time for one leg of the journey is longer than four hours aimed to support inclusion of career-level volunteers and those with different physical abilities required to travel significant distances to attend meetings. The allowance may also reduce unexpected expenses related to flight cancellations. Maintaining the current allowance for policy revisions would support the aforementioned goals.

The benefits to reversing the current allowance for business class air fares were seen to include potential savings in operating costs and a demonstrated willingness to consider the Members' feedback. Reflecting on lessons learned from the Members' feedback, Directors noted the importance of communications and consultations with the Members, and the need to consider Board decisions in a broader context, including environmental, social and governance (ESG) considerations. The FAR Committee's work plan includes a presentation about ESG, which could lead to the development of a policy in collaboration with the Governance Committee.

Directors were reluctant to reverse the updated allowance for business class air travel and instead suggested that the policy be revisited to consider if there are alternative means to achieve the stated objectives.

Motion 2023-10-6D

Moved and seconded

THAT the Board, based on the discussion, requests that the Governance Committee with the input of the FAR and the HR committees review changes to policy 7.1 and make recommendation(s) to the Board at its meeting in February 2024.

Carried

4.2 Draft budget

D. Nedohin-Macek, Chair of Finance, Audit and Risk (FAR) committee, presented for information and discussion the 2024 draft budget which had been pre-circulated.

- The Board asked about the use of Statistics Canada's Consumer Price Index (CPI) for cost of living increases to staff salaries. CPI's rate is taken at the same point in time each year (April), so that there is a consistent 12- month period being measured year-over-year. If there is negative inflation, salaries would not be clawed back.
- Staff commented on how it identified potential cost savings that would reduce the current operating deficit and ultimately lead to a balanced budget without reducing the active staff complement or current service levels.

- Without reducing expenditures, the unrestricted reserve would be reduced to below its target level of \$1M by 2026. Previously, the unrestricted reserve had grown largely due to the acquisition of \$2M per year in affinity funds that would have gone to Professional Engineers Ontario (PEO) had it joined the affinity program.
- The Board revealed a preference for a more aggressive increase in the 2026 per capita assessment fee (PCAF) than the \$9 per registrant proposed by staff and supported by the FAR Committee. It was noted that, the prior reduction to the PCAF from \$10.21 to \$8 per registrant was done in light of the significant growth in Engineers Canada's unrestricted net assets that, had they continued to grow unconstrained, may have put the organization's not-for-profit status at risk.
- The Board also questioned the proposal for the Winter Board meeting to be held virtually rather than in person and suggested that in-person meetings bring value to both the Board and observers.

FAR will consider the feedback provided in their review of the final budget on October 17.

5. Reports

Board committees provided updates, with supporting slide presentations made available on the Engineers Canada website and within the Directors' meeting packages in OnBoard.

5.1 CEAB

P. Cyrus provided an update on behalf of the CEAB and presented the proposed 2024 work plan that would be considered for approval in December.

The Board sought to better understand the decision that engineering regulators will no longer appoint a General Visitor to CEAB accreditation visiting teams, beginning in the 2023-2024 accreditation cycle. Clarification was provided by the CEAB Chair and CEO Group Advisor to the Board.

5.2 CEQB

F. Collins provided an update on behalf of the CEQB and presented the proposed 2024 work plan that would be considered for approval in December.

5.3 FAR Committee

D. Nedohin-Macek provided the update on behalf of the FAR Committee.

5.4 Governance Committee

A. Alison provided the update on behalf of the Governance Committee.

In response to a question, it was noted that no changes to Engineers Canada's bylaw had been identified by the committee in response to the defeated motion for the 2025 PCAF at the Annual meeting of members. Article 7.4 of the bylaw states that "In the event that the Members are unable to finalize the amount of the Per Capita Assessment by July 1st, the Per Capita Assessment last determined by the Members shall remain in effect".

5.5 Human Resources (HR) Committee

A. Arenja provided the update on behalf of the HR Committee.

5.6 Collaboration Task Force (CTF)

C. Bellini provided an update on CTF activities.

5.7 Board's 30 by 30 Champion

T. Joseph provided an update on behalf of the 30 by 30 network.

The Board was reminded of the *Guideline for Engineers and Engineering Firms on Workplace Equity for Women* as an additional resource not mentioned in the presentation.

ACTION: Staff to provide the Board with the pre-COVID percentage of CEAB trained and internationally trained engineers who were newly licensed and female-identifying.

6. Next meetings

The next Board meetings are scheduled as follows:

- December 4, 2023 (virtual)
- March 1, 2024 (Ottawa, ON)
- April 3, 2024 (virtual)
- May 24, 2024 (Winnipeg, MB)
- June 17, 2024 (TBC)

7. In-camera sessions

7.1 Board Directors and CEO

Motion 2023-10-7D

Moved and seconded

THAT the meeting move in-camera and be closed to the public at the recommendation of the Board.

The attendees at the in-camera session shall include Board Directors, the Engineers Canada CEO.

Carried

7.2 Board Directors only

Motion 2023-10-8D

Moved and seconded

THAT the meeting move in-camera and be closed to the public at the recommendation of the Board.

The attendees at the in-camera session shall include Board Directors.

Carried

8. Closing

With no further business to address, the meeting closed at 4:21pm ET.

Minutes prepared by J. Bard Miller, Manager, Governance, Board Services for:

Nancy Hill, B.A.Sc., LL.B., FCAE, FEC, P. Eng., President

Light Go, General Counsel and Corporate Secretary

BRIEFING NOTE: For decision

Canadian Engineering Accreditation Board (CEAB) 2024 work plan		3.2(a)
Purpose:	To approve the 2024 CEAB work plan	
Link to the Strategic Plan/Purposes:	Core purpose 1: Accrediting undergraduate engineering education programs Core purpose 7: International mobility	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<i>THAT the Board approve the 2024 CEAB work plan.</i>	
Vote required to pass:	Simple majority	
Transparency:	Open session	
Prepared by:	Mya Warken, Manager, Accreditation, and Secretary, CEAB	
Presented by:	Pemberton Cyrus, Chair, CEAB	

Problem/issue definition

- As mandated by Engineers Canada's core purposes, the Canadian Engineering Accreditation Board (CEAB) accredits undergraduate engineering programs and is accountable for parts of the work to manage risks and opportunities associated with mobility of work and practitioners internationally.

Proposed action/recommendation

- That the work plan be approved.

Other options considered

- No other options were considered. The work plan reflects the strategic and operational needs of the CEAB.

Risks

- Without having reviewed and approved the work plan, the Engineers Canada Board is unable to monitor the work of the CEAB, one of its four (4) Direct Reports, resulting in diminished Regulator confidence.
- If the work plan is not approved, there is a risk that accreditation visits are not completed and that stakeholders become frustrated that the CEAB is not fulfilling their mandate. Also, there is a risk that CEAB volunteers might become disengaged, which could negatively affect the timeliness and quality of CEAB work.

Financial implications

- All work plan items are considered in the 2024 proposed budget.

Benefits

- The CEAB will fulfill its mandate to conduct accreditation business and develop and maintain accreditation policies.

Consultation

- The CEAB discussed the work plan at their September 15, 2023 meeting, where a proposal to defer *major* CEAB policy work while the Strategic Priority to *Investigate and Validate the Scope and Purpose of Accreditation* is underway was supported. Work focusing on improving documentation and quality within CEAB operations will continue, with a focus on training in 2024.
 - Policy work is equivalent to continuous improvement.
 - Examples of major policy work: Fundamental criteria (i.e. Curriculum content measurement, outcomes-based assessment, role of licensure in education).
 - Examples of minor policy work: Refining and clarifying language, resolving inconsistencies between practice and policy documentation and criteria.
- The draft work plan was presented to the Engineers Canada Board at their October 5, 2023 meeting.

Next steps

- CEAB to execute the work plan.

Appendix

- **Appendix 1:** 2024 CEAB work plan

CEAB work plan 2024

Item		
Accreditation decisions	Visit date	Decision date (2024)
British Columbia Institute of Technology (1 program)	November 5 – 7, 2023	June
University of Calgary (1 new program)	February 4 – 6, 2024	June
Conestoga College (1 program)	February 21– 23, 2024	June
Lakehead University/Georgian College (1 program)	November 19 – 22, 2023	June
McGill University (9 programs)	November 12 – 14, 2023	June
Memorial University (6 programs)	February 25 – 27, 2024	June
Sheridan College (1 new program)	February 4 – 6, 2024	June
Simon Fraser University (2 programs)	March 4 -7, 2024	June
Thompson Rivers University (1 program)	November 5 – 7, 2023	June
University of British Columbia (2 programs)	November 5 – 7, 2023	June
Université du Québec à Trois-Rivières (3 programs)	February 11 – 13, 2024	June
Université du Québec en Outaouais (1 program)	January 28 – 30, 2024	June
Université Laval (1 program)	November 26 – 28, 2023	June
International monitoring	Participant(s)	Date
Provision of advice to the delegation to the Washington Accord meetings	CEAB members	June 9-14 New Delhi, India
Criteria and procedures	Responsible	Due date
Implement Tandem for accreditation (Engineers Canada’s new web-based data management system) for the 2024/2025 visit cycle.	Policies and Procedures Committee CEAB members	Ongoing
Accountability in Accreditation (AinA) <ul style="list-style-type: none"> Study and prioritize the findings from the 2023 report Collect data for the 2024 report 	AinA Committee P&P Committee CEAB	Ongoing
Issue a final CEAB Working Group on 30 by 30 consultation report with revised recommendations based on stakeholder feedback (including Engineering Deans Canada’s feedback).	Working Group Policies and Procedures (P&P) Committee CEAB	February (continued from 2023)
Consider final recommendations to close gaps in the <i>Interpretive statement on curriculum content for options and dual discipline programs</i>	P&P Committee	February (continued from 2023)
Approve outputs from the Working Group on Training Documentation and Resources: CEAB and Visiting Team processes: <ul style="list-style-type: none"> Revised role descriptions (CEAB Chair/Vice Chair/Past-Chair/Director Appointee; Visiting Team Chair/Vice Chair/Program Visitors/Observers; Lead Reviewer/Presenter/Editor/Evaluator) Revised matrix for decision making, including definitions for Concern/Weakness/Deficiency/Resolved (or equivalent) Training module for visitors 	Working Group on Training Documentation and Resources P&P Committee CEAB	June (continued from 2023)
Study trends in Graduate Attribute and Continual Improvement compliance and findings to identify where the CEAB should intervene on training and development	CEAB	December (carried over from 2023)
Review the CEAB’s Conflict of Interest policy for visits and make recommendations for improvement.	P&P Committee	December
Study the impact of the CEO Group’s decision to no longer appoint General Visitors on visit operations, including ways to maintain a strong relationship with the regulators.	P&P Committee	February

Monitor implementation of the <i>Temporary Exemption for Students Going on International Exchange</i>	P&P Committee	Ongoing
2022-2024 Strategic plan	Responsible	Due date
Monitor and contribute to the SP when/how requested. Focus on the role of engineering licensure in education.	CEAB members	Ongoing

BRIEFING NOTE: For decision

Canadian Engineering Qualifications Board (CEQB) 2024 work plan		3.2b
Purpose:	To approve the 2024 CEQB work plan	
Link to the Strategic Plan/Purposes:	Core purpose 3: Providing services and tools	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<i>THAT the Board approve the 2024 CEQB work plan.</i>	
Vote required to pass:	Simple majority	
Transparency:	Open session	
Prepared by:	Ryan Melsom, Manager, Qualifications, and Secretary, CEQB	
Presented by:	Frank Collins, Chair, CEQB	

Problem/issue definition

- As mandated by Engineers Canada’s core purposes, the Canadian Engineering Qualifications Board (CEQB) develops and maintains national guidelines, papers, and examination syllabi that enable the assessment of engineering qualifications, foster excellence in engineering practice and regulation, and facilitate mobility of practitioners within Canada.

Proposed action/recommendation

- That the work plan be approved.

Other options considered

- No other options were considered, as the work plan reflects feedback received directly from the Regulators.

Risks

- Without having reviewed and approved the work plan, the Engineers Canada Board is unable to monitor the work of the CEQB, one of its four (4) Direct Reports, resulting in diminished Regulator confidence.
- If the work plan is not approved, there is a risk that:
 - Regulators will be frustrated that Engineers Canada does not follow Regulators’ guidance, which could negatively affect their responsiveness when providing consultation feedback and their use of CEQB products.
 - CEQB volunteers who have contributed to its development may also become disengaged, which could negatively impact the timeliness and quality of products.

Financial implications

- All work plan items are considered in the 2024 proposed budget.

Benefits

- The CEQB will provide services and tools that enable the assessment of engineering qualifications, foster excellence in engineering practice and regulation, facilitate mobility of practitioners within Canada, and serve the needs of Regulators.
- Engineers Canada’s strategic and operational priorities relating to diversity of the profession specifically for women and Indigenous peoples will be advanced through the development of these guidelines.

Consultation

- The proposed 2024 CEQB Work plan has not substantively changed since its original presentation to the CEQB at its meeting in September. However, several of the timelines for completion of syllabi reviews have been updated.
- The draft work plan was presented to the Engineers Canada Board at their October 5, 2023 meeting.

Next steps

- CEQB to execute the work plan.

Appendices

- **Appendix 1:** 2024 CEQB work plan

CEQB work plan 2024

As mandated by the purposes of Engineers Canada, the Canadian Engineering Qualifications Board (CEQB) develops and maintains national guidelines, papers, and examination syllabi that enable the assessment of engineering qualifications, foster excellence in engineering practice and regulation, and facilitate mobility of practitioners within Canada. The purpose of this document is to highlight current 2023 priorities that will be carried forward in 2024 and propose 2024 priorities based on received feedback from officials' groups, including the CEOG.

A. Priorities carried forward from previous years

Item	Requested by	Work plan	Anticipated completion
Creating a new public guideline on duty to report/wrongdoing	NDEOG	2022	May 2024
Creating a new public guideline on fitness to practice	NPOG & NDEOG	2022	October 2024
Creating a new Engineers Canada paper on emerging disciplines	NAOG, NPOG	2023	October 2025
Review of the 2016 public Guideline on the code of ethics	NPOG	2022	May 2024
Review of the 2014 public Guideline on conflict of interest	NPOG	2022	May 2024
Reviewing the 2016 Public guideline on assuming responsibility for the work of engineers-in-training	NAOG	2023	May 2025

B. Additional 2023 priorities based on consultation results

Item	Requested by	Date of request	Anticipated completion
Creating a new Public guideline on the use of new technologies in engineering	NPOG	2023	October 2026
Review of the 2012 Public guideline on the practice of engineering in Canada	NPOG	2023	May 2025
Review of 2018 Regulators guideline on academic assessment of non-CEAB applicants	NAOG	2023	May 2025

C. Ongoing review of examinations syllabi and associated textbooks

Item	Anticipated completion
2007 Building engineering syllabus	April 2024
2017 Industrial engineering syllabus	January 2024
2017 Petroleum engineering syllabus	April 2024

D. New review of examinations syllabi and associated textbooks

Item	Anticipated completion
2016 Naval Architectural engineering syllabus	January 2025
2017 Computer engineering syllabus	January 2025
2018 Mining and mineral processing engineering syllabus	January 2025

BRIEFING NOTE: For decision

Board Consultation plan		3.3
Purpose:	To approve the 2024 Board Consultation plan and receive information about upcoming operational Consultations	
Link to the Strategic Plan/Purposes:	Board responsibility: Sustain a process to engage with Regulators through regular communication that facilitates input, evaluation, and feedback	
Link to Corporate Risk Profile:	Diminished national collaboration (Board risk)	
Motion(s) to consider:	<i>THAT the Board approve the 2024 Board Consultation plan.</i>	
Vote required to pass:	Simple majority	
Transparency:	Open session	
Prepared by:	Mélanie Ouellette, Manager, Strategic and Operational Planning	
Presented by:	Michael Wrinch, President-Elect	

Problem/issue definition

- As per Board policy 7.11, *Consultation*, the Board must ensure that Regulators are consulted on any new or significantly revised programs, products, or services of Engineers Canada and that Directors approve Board consultations for the upcoming year.
- A consultation plan is created annually and contains all planned consultations:
 - Board Consultations relate to strategic planning and execution, as well as Canadian Engineering Accreditation Board (CEAB) and Canadian Engineering Qualifications Board (CEQB) Consultations. They are provided in Appendix 1 for approval.
 - Operational Consultations are led by the CEO and provided for information in Appendix 2.

Other options considered

- No other options were considered given that Board policy 7.11 requires that the CEO provide an annual consultation list to the Board.

Risks

- While Consultations in general help mitigate the *Diminished National Collaboration* risk, each Consultation also supports the mitigation of individual risks associated with their areas of work.

Financial implications

- None, Consultations are already included in the 2024 budget.

Benefits

- Regulators have a predictable and transparent consultation schedule that will help them assign resources ahead of time, therefore optimizing their participation in the development of new or revision of national programs, products, services and/or improvements.

Consultations

- Planned Board Consultations result from the Strategic Plan, as well as the CEAB and CEQB work plans, all of which were extensively consulted on.
- All planned consultations are shared quarterly with Engineers Canada's CEO Group.

Next steps (if motion approved)

- 2024 consultation plan (Board and operational) will be sent to all Regulators and posted on the Engineers Canada website.

Appendices

Appendix 1: 2024 Board Consultation plan (for approval)

Appendix 2: 2024 Operational Consultation plan (for information)

Title	Anticipated end user	Groups being consulted?	Quarter	Who directed/requested work	Type of Consultation
General Direction for Engineers Canada paper on emerging discipline	Admission, practice and enforcement officials	NAOG; NDEOG; NPOG	Q1	Board	Hybrid
Guideline on principles for character investigations	Discipline officials	NDEOG	Q2	NDEOG	Hybrid
General direction for Guideline on the use of new technologies in engineering	Engineering license holders, practice officials	NPOG; CEOG	Q4	NPOG	Hybrid
Guideline on the practice of engineering in Canada	Engineering license holders, practice officials	CEOG; NPOG	Q2	NPOG	Hybrid
Guideline on academic assessment of non-CEAB applicants	Applicants, admission officials and examiners	CEOG; NAOG	Q4	Board; NAOG	Hybrid
Naval Architectural engineering syllabus	Examiners, non-CEAB applicants and admission officials	NAOG	Q4	NAOG	Email only
Computer engineering syllabus	Examiners, applicants and admission officials	NAOG	Q4	NAOG	Email only
Mining and mineral processing engineering syllabus	Examiners, non-CEAB applicants and admission officials	NAOG	Q4	NAOG	Email only
2025 CEQB QB work plan	CEQB	NAOG; NDEOG; NPOG; CEOG	Q2	Board	Hybrid
National Academic Requirement for Licensure	Engineers Canada staff and Board	Regulators (Individually); Engineering Deans Canada	Q1	Board	Hybrid

Title	Anticipated end user	Groups being consulted?	Quarter	Who directed/requested work	Type of Consultation
National Position Statement on the Regulation of Coastal, Ocean and Related Subsurface Engineering	Engineers Canada staff	CEOG; Engineers Canada Board	Q1	CEO Group; Board	Hybrid
National position statement on Artificial Intelligence Engineering Technology in Autonomous and Connected Vehicles	Engineers Canada staff	CEOG; Engineers Canada Board	Q1	Board	Email only
National position statement on The Role of Engineers and Engineering in the development and use of Artificial Intelligence	Engineers Canada staff	CEOG; Engineers Canada Board	Q1	Board; CEO Group	Email only
Draft Regulatory research paper on multidisciplinary engineering	Support regulator staff regulating multidisciplinary engineering	CEOG; NAOG; NDEOG; NPOG	Q1	CEO Group	Hybrid
2024 Federal Government Budget Submission	Public policy team	CEOG	Q3	Engineers Canada Staff	Hybrid
General Direction, Regulatory research paper, topic TBD	Admission, practice, and enforcement officials	NAOG; NDEOG; NPOG	Q2	CEO	Hybrid
Regulatory research paper, topic TBD	Admission, practice and enforcement staff	NAOG; NDEOG; NPOG	Q3	CEO	Hybrid
National position statement on Professional Practice in Energy Engineering	Public policy team	Board; CEOG	Q1	CEO Group	Email only

BRIEFING NOTE: For decision

Review period updates to Board policies		3.4
Purpose:	To approve changes to the review periods for certain Board policies	
Link to the Strategic Plan / Purposes:	Board responsibility: Ensure the development and periodic review of Board policies	
Link to Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<p><i>THAT the Board, upon recommendation of the Governance Committee, approve that the following policies be reviewed on a triennial basis:</i></p> <ul style="list-style-type: none"> <i>i. 4.4, Confidentiality policy</i> <i>ii. 4.5, CEO Group advisor to the Board</i> <i>iii. 7.10, Whistleblower policy and procedure</i> <i>iv. 9.1, Accreditation Criteria and Procedures report</i> 	
Vote required to pass:	Two-thirds majority	
Transparency:	Open session	
Prepared by:	Joan Bard Miller, Manager, Governance and Board Services	
Presented by:	Alison Anderson, Governance Committee Chair	

Problem/issue definition

- Through its regular review process, the Governance Committee has identified four (4) Board policies that may be reviewed every three rather than every two years going forward.
- No other revisions are recommended to the four (4) policies at this time.

Proposed action/recommendation

- That the Board approve a change in review period from biennial to triennial to the existing policies presented in Appendix 1. This change in the review period does not preclude the Board from requesting an earlier review of a policy should it be deemed necessary as a result of new information or changing circumstances.

Other options considered:

- Staff considered continuing with the existing review schedule. However, it is not expected that the policies presented will require further changes within the next two years.

Risks

- There is a risk that the reduced frequency of review will result in a policy not keeping up with best practices. This risk is considered low given that the Board could request that a policy be reviewed outside the recommended review period, if necessary.

Financial implications

- Changing the review period has no impact on the budget.

Benefits

- Reducing the frequency in which Board policies are reviewed will reduce the workload of staff, the Governance Committee, and the Board, thereby increasing the time available to conduct a deeper dive of policies due for review.

Consultation

- At its February 2023 meeting, the Board briefly discussed increasing the Board policy review period from two to three years, as appropriate, to help manage the Governance Committee's workload. No concerns were raised.
- Lia Daborn, current CEO Group advisor to the Board, was consulted on policy 4.5, *CEO Group advisor to the Board*.
- The Canadian Engineering Accreditation Board (CEAB) secretariat was consulted on policy 9.1, *Accreditation Criteria and Procedures report*.

Next steps (if motion approved)

- Pending Board approval, the policy manual will be updated to include the revised review period.
- The Governance Committee will plan to review the impacted policies again in September 2026.

Appendices

- **Appendix 1:** Marked-up (track change) versions of the policies.



4 Role of the Board

4.4 Confidentiality

Date of adoption: April 9, 2018 (Motion 5693)

Review period: ~~Biennial~~ Triennial

Date of latest amendment: October 1, 2021 (Motion 2021-10-4D)

Date last reviewed: October 1, 2021

Commented [JB1]: Given the evergreen nature of this policy, it is suggested that the review period be increased from every two to every three years. This will help reduce the Governance Committee and Board's workload.

- (1) Board members and members of Board committees have a duty to maintain confidentiality with respect to all confidential information that comes into their knowledge or possession in the course of performing their duties.
- (2) Confidential information includes:
 - a) Unpublished financial information;
 - b) Personal information with respect to employees or volunteers;
 - c) Any information discussed "in camera" at Board or committee meetings;
 - d) Data entrusted to Engineers Canada by external parties; and,
 - e) Any item marked as confidential either verbally or in written form.
- (3) The duty to maintain confidentiality does not apply to information that is already in the public domain.
- (4) Board members and members of Board committees must take reasonable steps to ensure that confidential information that comes into their knowledge or possession is not improperly disclosed or used. This includes properly securing the source or location of the information in their possession or control.
- (5) Board members and members of Board committees must not use confidential information for their own advantage or for the gain or advantage of others.
- (6) Board members and members of Board committees must return any confidential information in their possession or control upon ceasing to be a Board member or at the request of the Board.
- (7) Board members and members of Board committees must be proactive in identifying and reporting any breach of this policy.
- (8) Board members and members of Board committees are bound by this duty of confidentiality during and after their term as a Board member.
- (9) An acknowledgement of this policy must be signed by prospective Board members and members of Board committees before they assume their role.



Acknowledgment of confidentiality policy

I acknowledge that I have read and understood this confidentiality policy and agree to conduct myself in accordance with it.

Signature _____

Name _____

Date _____

4.4.1 Oath of office

Each Director shall sign an oath of office upon appointment.

I, the undersigned, hereby:

- a) Consent to being elected and to acting as Director of Engineers Canada, such consent to take effect immediately and to continue in effect until I give written notice revoking such consent or until I otherwise cease to be a Director.
- b) Consent to the holding of meetings of the Board by means of such telephone, electronic, or other communication facilities as permit all persons participating in the meetings to communicate with each other simultaneously and instantaneously.
- c) Consent to receiving information electronically and acknowledge my responsibility to ensure that Engineers Canada has my up-to-date email address at all times.
- d) Certify that I am eighteen years of age or older, that I do not have the status of a bankrupt person, and that I have not been declared incapable by a court in Canada or in another country.
- e) Declare that I will conduct myself in accordance with Engineers Canada's Bylaw, policies, and Board decisions and with the *Canada Not-for-profit Corporations Act*.

Signature _____

Name _____

Date _____



4 Role of the Board

4.5 CEO Group Advisor to the Board

Date of adoption: April 9, 2018 (Motion 5693)

Review period: ~~Biennial~~ Triennial

Date of latest amendment: December 13, 2021 (Motion 2021-12-5D) Date last reviewed: December 13, 2021

- (1) The Board is comprised of Directors and a CEO Group Advisor (the “Advisor”), collectively referred to as Board members. The following describe the role and responsibilities of the Advisor, in their capacity as a member of the Board:
- a) The Advisor is a non-voting member of the Board.
 - b) The Advisor’s purpose is to provide a key linkage between Engineers Canada and the CEO Group.
 - c) The Advisor shall be a member of the CEO Group, selected by that group to serve for a term determined by the CEO Group.
 - d) The Advisor may delegate a representative, also from the CEO Group, to attend Board meetings on their behalf.
 - e) The Advisor’s responsibilities are to:
 - i. Know the business of Engineers Canada.
 - ii. Be informed of issues affecting, or likely to affect, Engineers Canada and the CEO Group.
 - iii. Provide advice to the Board on behalf of the CEO Group.
 - iv. Make recommendations, provide information, and/or raise issues that the CEO Group believes the Board should consider.
 - v. Communicate the views, activities, decisions, and plans of the Board to the CEO Group.
 - vi. Participate actively in the work of the Board, including by serving on committees or task forces, as requested.
 - vii. Contribute to the Board’s decision-making process by:
 - A. Discussing all matters freely and openly at Board meetings.
 - B. Working towards achieving a consensus that respects divergent points of view and is in the collective interest of Engineers Canada and the Regulators.
 - C. Respecting the rights, responsibilities, and decisions of Regulators and other organizations.

Commented [JBM1]: The current, past and incoming CEO Group advisors did not recommend any changes to the policy at this time.

Commented [JBM2]: Given the evergreen nature of this policy, it may be appropriate to review it every three years as opposed to two. Doing so will reduce the Governance Committee and Board’s workload. No other revisions are proposed at this time.



7 Board policies

7.10 Whistleblowing

Date of adoption: September 26, 2018 (Motion 5716)

Review period: ~~Biennial~~ Triennial

Date of latest amendment: December 13, 2021 (Motion 2021-12-5D) Date last reviewed: December 13, 2021

Commented [JB1]: Given the nature of this policy, it is unlikely that revisions are required on a biennial basis. To reduce Governance Committee and Board workload, it is suggested that this policy be reviewed on a triennial basis.

- (1) Engineers Canada is committed to the highest standards of ethical, moral, and legal personal and professional conduct. In line with this commitment and Engineers Canada's commitment to open communication, this policy aims to provide an avenue for its Directors, staff, and volunteers to raise concerns and provide them with reassurance that they will be protected from reprisals or victimization for whistleblowing, when made in good faith.
- (2) This policy is intended to cover concerns about unethical, dangerous, or illegal activities ("whistleblower events") that could have a serious and detrimental impact on Engineers Canada. Whistleblower events include, but are not limited to:
 - An accounting, auditing, or other financial reporting fraud or misrepresentation;
 - Violations of federal or provincial laws that could result in fines or civil damages payable by Engineers Canada or that could otherwise significantly harm Engineers Canada's reputation or public image;
 - Conduct that contravenes the Board policy 4.3, *Code of Conduct*;
 - A danger to the health, safety, or well-being of employees, volunteers and/or the general public.
- (3) Any Engineers Canada staff member, volunteer, or Director who is aware of or suspects that a whistleblower event has occurred (a "complainant") is responsible for reporting the concern as soon as they become aware of it.
- (4) Any reports concerning whistleblower events should be made in one of the following ways:
 - a) To the CEO, if it concerns staff or volunteers;
 - b) To the President of the Board, if it concerns a member of the Board or the CEO;
 - c) To the President-Elect if it concerns the President of the Board.
- (5) The report shall be submitted on the *Whistleblower Event Report* form in Appendix A.
- (6) A complainant may remain anonymous if they so desire. However, to allow for a better investigation, the complainant should consider identifying themselves. The report will be treated with utmost confidentiality and disclosure of information will be limited to that which is necessary to conduct a complete and fair investigation.
- (7) A complainant may identify themselves but request that their identity be withheld from the person who is alleged to have committed the whistleblower event.



- (8) All reports will be dealt with promptly, be fully reviewed, and/or investigated as appropriate, in a fair and equitable manner, ensuring a respectful process is followed for those involved.
- (9) The amount of contact between the complainant and the individual investigating the report will depend on the nature of the issue and the quality of information provided. When filing a report under the policy, the complainant will be required to provide key information such as the individual(s) involved in the whistleblower event, the relevant dates, and the type and description of the whistleblower event using the *Whistleblower Event Report* form provided in Appendix A of this policy. Further information may be sought from the complainant. The complainant is not expected to prove the truth of an allegation; however, adequate detail needs to be provided to demonstrate plausible grounds for concern.
- (10) In all cases, the person who is alleged to have committed the whistleblower event will be made aware of the report and will be provided the opportunity to respond to the allegations.
- (11) Upon receiving a report under this policy, the individual to whom the report was submitted pursuant to section 4 of this policy will determine the necessary response or action. Among the actions available are to:
- take no further action;
 - make further inquiries (with the complainant and/or others to gather additional information);
 - conduct a formal investigation; or
 - refer the matter to the appropriate law enforcement agency.
- (12) In determining what action to take, the individual to whom the report was submitted shall be required to gather evidence and verify the information provided, ascertain responsibility (to the extent they are able), review applicable laws, rules, and corporate policies and take any other action reasonably necessary to reach a conclusion of the matter.
- (13) If a formal investigation is initiated, the individual to whom the whistleblower event is reported shall consider whether it is necessary to engage the assistance of one or more resources including external legal, accounting, or other advisors, as may be appropriate to conduct the investigation. Under no circumstances shall a matter be referred to an employee or the person who is the subject of the report to assist with the investigation.
- (14) Appropriate corrective action will be taken if warranted by the findings of the investigation, in keeping with section 4.3.1 of Board policy 4.3, *Code of Conduct*.
- (15) Subject to legal and confidentiality constraints, the complainant should receive information about the outcome of any investigations.
- (16) No Director, staff, or volunteer who, in good faith, makes a report under this policy shall suffer harassment, retaliation, or adverse consequences and they shall be protected from reprisals.
- (17) Anyone making a report under this policy must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a serious issue. Any allegations which prove to have



been made maliciously or knowingly to be false will be viewed as unethical conduct and may be dealt with in accordance with section 4.3.1 of Board policy 4.3, *Code of Conduct*.

(18) Frivolous and vexatious reports are those where the individual making the report under this policy knows or should reasonably be expected to know that there is no foundation for a report, or where the report is filed for the purpose of bringing an adverse consequence to the subject of the report. Submitting a frivolous or vexatious report is a breach of this policy and any individual who does so will be viewed as having engaged in unethical conduct and may be dealt with in accordance with section 4.3.1 of Board policy 4.3, *Code of Conduct*.

(19) The CEO shall notify the Board if any whistleblower events concerning staff are reported, including to provide summary results of any investigations.



Appendix A -Whistleblower event report

<p>Name of complainant (optional):</p> <p>My name <input type="checkbox"/> may <input type="checkbox"/> may not be disclosed to the subject of this report.</p>
<p>Person suspected of activity:</p>
<p>Nature of the allegations. Please include description of activity, when, and where it occurred and how/when you became aware of activity:</p>
<p>Did anyone else witness or is aware of activity? If yes, please identify and provide description of their role.</p>
<p>Describe the steps you have taken prior to making this report.</p>

I am filing this report because I believe that a whistleblower event has or is likely to occur.

I hereby certify that to the best of my knowledge the above-mentioned information is true, accurate, and complete. I attest to reading Board policy 7.10, *Whistleblowing* and understand that making false or frivolous allegations is in violation of this policy and may result in my being subject to sanctions.

Furthermore, I acknowledge that an inquiry will be initiated once this report has been filed.

Signature of the complainant (optional)

Date



9 Board-approved documents and products

Date of adoption: September 26, 2018 (Motion 5716) *Review period: ~~Biennial-Triennial~~*
Date of latest amendment: December 13, 2021 (Motion 2021-12-5D) *Date last reviewed: December 13, 2021*

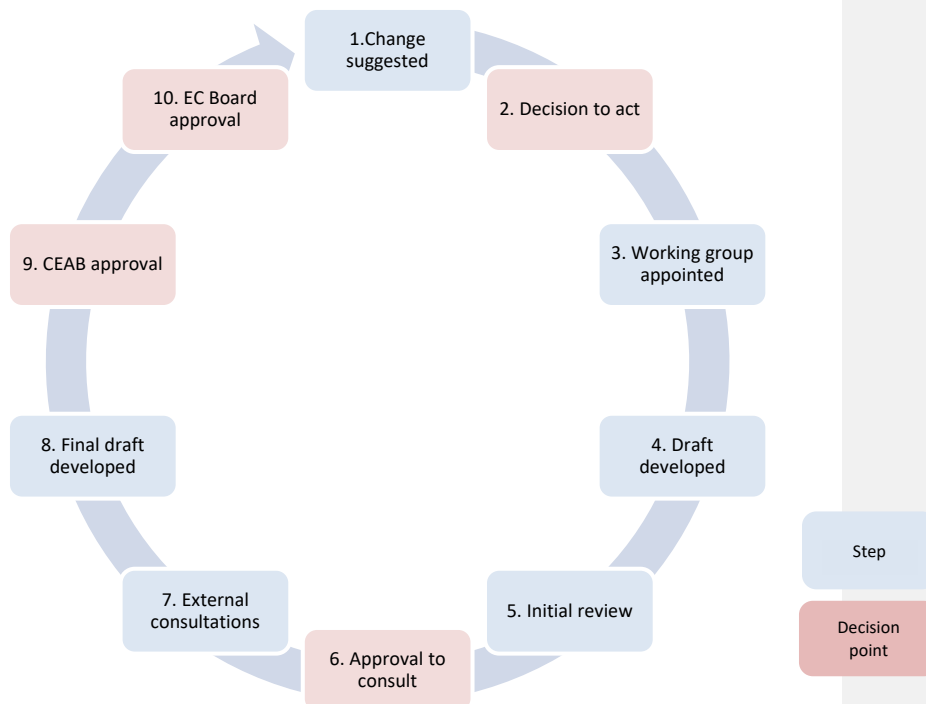
Commented [JB1]: The CEAB secretariat confirmed that the policy continues to apply to the CEAB's work. No changes to the policy's content are proposed at this time.

Commented [JB2]: Revisions are not likely required on a biennial basis. With this in mind, extending the review period by one year will reduce the Governance Committee and Board's workload.

The Board is responsible for the approval of some Engineers Canada products which are made available to the public. These products reflect the positions and policies of the engineering profession.

9.1 Accreditation criteria and procedures report

- (1) The *Accreditation Criteria and Procedures* report contains information for institutions seeking to have their programs become or remain accredited. It includes accreditation criteria (the standards that the higher education institutions must meet), as well as procedures for accreditation visits and decisions.
- (2) All accreditation criteria and procedures are developed by the Accreditation Board, with support from Engineers Canada staff. Multiple stakeholders are consulted during the development as follows:





Accreditation Board criteria development process – step description

Step	Description
1. Change suggested	Changes may be brought forward by CEAB members, higher education institutions (HEIs), Regulators, or others. They are brought to a CEAB meeting for first consideration.
2. Decision to act	If the CEAB agrees that a potential change should be considered, the change is initially studied by the Policies & Procedures Committee (P&P)
3. Working group assigned	If necessary, the P&P may set up a dedicated working group or task force to study the issue and make recommendations.
4. Draft developed	The suggested change is discussed, and draft wording is developed by staff, the working group/task group, the P&P, or a subset thereof.
5. Initial review	A first draft of the proposed change is brought to a meeting of the P&P for review and approval to present to the CEAB. Some changes may be approved at the same P&P meeting, while more significant changes may require additional revisions.
6. Approval to consult	The proposed change is presented to the full CEAB for review and approval to consult with identified stakeholders (including but not limited to: Regulators, Engineering Deans Canada (EDC), EDC's Deans' Liaison Committee, HEIs, Canadian Federation of Engineering Students (CFES), or others, depending on the nature of the change).
7. External consultation	Input on the proposed change is sought from identified stakeholders.
8. Final draft developed	Results from the consultation are reviewed by the working group / task force who initially studied the issue and further amendments may be considered. A final draft of the proposed change is recommended to the CEAB for approval.
9. CEAB approval	A reason for the proposed change along with a summary of the feedback received during the consultation is presented to the CEAB for review and approval. The CEAB approves the proposed change and recommends it for approval by the Engineers Canada Board.
10. EC Board approval	The Engineers Canada Board reviews the change and approves it for inclusion in the next <i>Accreditation Criteria and Procedures</i> report.

(3) **All new criteria and any criteria changes must receive Board approval.** Therefore, the accreditation criteria are a Board-approved product for which the Board is responsible.

(4) The most recent Accreditation Criteria and Procedures reports can be found on Engineers Canada's website at: <https://engineerscanada.ca/accreditation/accreditation-resources>

BRIEFING NOTE: For decision

Canadian Engineering Accreditation Board (CEAB) leadership		3.5
Purpose:	To appoint the Vice-Chair, Chair, and Past Chair of the CEAB for the period July 1, 2024 to June 30, 2025	
Link to the Strategic Plan/Purposes:	Core purpose 1: Accrediting undergraduate engineering education programs	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<p><i>THAT the Board approve the appointment of the CEAB leadership for the period July 1, 2024 to June 30, 2025:</i></p> <p><i>a) Ray Gosine as Vice-Chair;</i></p> <p><i>b) Jeff Pieper as Chair; and,</i></p> <p><i>c) Pemberton Cyrus as Past Chair.</i></p>	
Vote required to pass:	Simple majority	
Transparency:	Open session	
Prepared by:	Mya Warken, Manager, Accreditation, and Secretary, CEAB	
Presented by:	Ernie Barber, Senior Director Appointee, CEAB	

Problem/issue definition

- As per Board Policy 6.9, *Canadian Engineering Accreditation Board (CEAB)*, subsection 6.9.4(2) “Following completion of their terms, the Vice-Chair becomes the Chair and the Chair becomes Past Chair, subject to the approval of the Engineers Canada Board.”
- Regulator support was previously received from APEGA for Jeff Pieper’s nomination, and from Engineers Nova Scotia for Pemberton Cyrus’ nomination. PEGNL’s support for Ray Gosine was received by email prior to his election in August 2023.

Proposed action/recommendation

- That the Board approve the nominations and appoint all members for the noted terms.

Other options considered

- None.

Risks

- Given that all nominees have received their Regulator’s support, there is no risk with proceeding with the appointments.

Financial implications

- There are no financial implications associated with the appointments.

Benefits

- The CEAB will benefit from having a sustained high level of knowledge and experience in their leadership, who have the support of their members.

Consultation

- Regulator support was received for all three (3) nominees.

Next steps (if motion approved)

- The chair of the Nominating Committee, senior Director appointee Ernie Barber, will advise the individuals of their appointments.

Appendix

- None.

BRIEFING NOTE: For decision

Canadian Engineering Qualifications Board (CEQB) leadership		3.6
Purpose:	To appoint the Vice-Chair, Chair, and Past Chair of the CEQB for the period July 1, 2024 to June 30, 2025; and to extend a member term to accommodate 2023 changes to CEQB Executive term limits	
Link to the Strategic Plan/Purposes:	Core purpose 3: Providing services and tools	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<p><i>THAT the Board approve the appointment of the Qualifications Board leadership for the period July 1, 2024 to June 30, 2025:</i></p> <p><i>a) Sam Inchasi as Vice-Chair;</i></p> <p><i>b) Frank Collins as Chair; and,</i></p> <p><i>c) Margaret Anne Hodges as Past Chair</i></p> <p><i>THAT the Board approve a 1-year term extension for the Atlantic Provinces Representative.</i></p> <p><i>a) Amy Hsiao, Atlantic Provinces Representative</i></p>	
Vote required to pass:	Simple majority	
Transparency:	Open session	
Prepared by:	Ryan Melsom, Manager, Qualifications and Secretary, CEQB	
Presented by:	Marisa Sterling, Senior Director Appointee, CEQB	

Problem/issue definition

- In December 2022, the Board approved 1-year terms for the current CEQB Executive.
- In May 2023, Engineers Canada’s Board approved changes to Board policy 6.10, *Canadian Engineering Qualifications Board (CEQB)* (policy 6.10) that increased CEQB Executive (Vice Chair, Chair, and Past Chair) terms from 1 to 2 years.
- Because the approval for the current Executive was only for 1 year, the CEQB is seeking to extend each of the Executive members’ terms by 1 year to phase in the new 2-year term limits.
- The Board’s decision to extend term limits happened during the CEQB’s annual nominations process and interfered with Amy Hsiao’s expressed interest in seeking the Vice Chair nomination in 2024.
- In order to accommodate her interest, the CEQB Nominations Committee decided to seek a 1-year extension of her current 3-year term, so that she remains eligible for the next Vice Chair opening in 2025.
- As required in policy 6.10, subsection 6.10.4(4), Regulator support was received in 2022 from APEGNB, APEGS, and PEO respectively for Frank Collins, Margaret Anne Hodges, and Inchasi’s nominations.
- The Regulators were informed of the increased term limits set out in the policy, and the proposed extensions noted above, on October 2, 2023. No concerns were raised.
- As required in policy 6.10, subsection 6.10.3.E(5), Regulator support has been obtained for a one-year extension of Amy Hsiao’s term as the Atlantic Provinces Representative.

Proposed action/recommendation

- That the Board approve the nominations and appoint all members for the noted terms.

Other options considered

- Given the Board's May 2023 decision to extend Executive terms, the CEQB Nominations Committee explored several options on how best to approach the 2024 Vice Chair nominations cycle, which was already open.
- The committee considered closing the nominations cycle in June 2023, as originally planned, but ultimately decided that this would not be fair to members who had planned to seek the Vice Chair nomination in 2024, as they would now only be able to run in 2025.

Risks

- Given that all nominees have received their Regulator's support, there is no risk identified with proceeding with the appointments.

Financial implications

- There are no financial implications associated with the appointments.

Benefits

- The CEQB will benefit from having a sustained high-level of knowledge and experience in their leadership.

Consultation

- Regulator support was received for all four (4) nominees.

Next steps (if motion approved)

- The chair of the Nominating Committee, senior Director appointee Marisa Sterling, will advise the individuals of their appointments.

Appendix

- None.

BRIEFING NOTE: For information

Update: CEO Search Committee terms of reference		3.7
Purpose:	An update on the e-ballot regarding the CEO Search Committee (search committee) terms of reference	
Link to the Strategic Plan / Board responsibility:	Hold itself and its Direct Reports accountable	
Purposes:		
Link to Corporate Risk Profile:	Human resources (Operational risk)	
Prepared by:	Nicole Proulx, Director, Human Resources Joan Bard Miller, Manager, Governance and Board Services	
Presented by:	Arjan Arenja, Human Resources Committee Chair	

Background

- On Thursday, October 5, 2023, Engineers Canada's CEO, G. McDonald, announced to the Board his intention to retire from his position effective June 28, 2024.
- It is critical for the success of the CEO recruitment process, and in turn the organization, that the right mechanisms are put into place from the outset to guide and support the process.
- The CEO Succession Plan identifies that at the start of the CEO hiring process it is advisable for the Human Resources (HR) Committee to establish a CEO Search Committee.
- Board delegation of authority for the Search Committee's role, responsibilities, authorities, composition, competencies, and other key information can be established through approved terms of reference (TOR).

Status update

- From November 2-7, 2023, the Board was asked to provide feedback on draft TOR presented by the HR Committee and the received feedback was incorporated in the final draft.
- From November 8-13, 2023, the Board was asked to approve the following motion via e-ballot:
THAT the Board, upon recommendation of the Human Resources Committee, approve the terms of reference for the CEO Search Committee, as amended.
- The motion carried on **November 13, 2023**.
- The CEO Search Committee had its inaugural meeting on November 23, 2023.

Next steps

- On December 4, 2023, the Board will be briefed in-camera on the Search Committee's work.

BRIEFING NOTE: For decision

Board policy 7.1, Board, committee, and other volunteer expenses		4.1
Purpose:	To reconsider the current allowance for <i>business class</i> air travel in Board policy 7.1, <i>Board, committee, and other volunteer expenses</i> (policy 7.1)	
Link to the Strategic Plan / Purposes:	<p>Board responsibility: The Board shall ensure that Engineers Canada achieves its purposes and vision in a manner that meets the expectations of the Regulators.</p> <p>Board responsibility: The Board is accountable for the organization and acts on behalf of the Regulators as a whole.</p> <p>Board responsibility: Ensure the development and periodic review of Board policies.</p>	
Link to Corporate Risk Profile:	<p>Decreased confidence in the governance functions (Board risk)</p> <p>Reduced long term financial viability (Board risk)</p>	
Motion(s) to consider:	<i>THAT the Board rescind previously adopted motion passed on October 5, 2023 regarding its request to the Governance Committee to make recommendation(s) on policy 7.1 (Motion #2023-10-6D); and amend previously adopted Board policy 7.1 by reverting any reference to the business class travel to the formerly adopted version.</i>	
Vote required to pass:	Two-thirds majority	
Transparency:	Open session	
Prepared by:	Joan Bard Miller, Manager, Governance and Board Services Light Go, General Counsel and Corporate Secretary	
Presented by:	Mike Wrinch, President-elect	

Problem/issue definition

- Under item 4.3 of the current agenda, the Board will be asked to approve the 2024 budget which includes a reduction in expenses by 4.6% in an effort to return to a balanced budget.
- Another 6% reduction in operating expenses will be required in 2025 to achieve a break-even operating budget in 2026.
- It is prudent for the economic interests of Engineers Canada that the Board consider ways in which it may reduce expenses related to Board operations.

Proposed action/recommendation

- That the Board rescind the motion adopted on October 5, 2023, for further review of policy 7.1 by the Governance Committee in consultation with the Finance, Audit, and Risk (FAR) and Human Resources (HR) committees ahead of the Winter Board meeting.
- That the Board immediately amend policy 7.1 to re-establish that to be eligible for business class air travel, flying time for one leg of the journey must be six hours or more. All other revisions to the policy approved by the Board in May 2023 will remain.
- That the proposed budget for 2024 be amended to no longer include incremental costs for business class air travel when flying time for one leg of the journey is more than four hours.
- That the Board and its standing committees will continue to identify through regular Board business opportunities to support volunteers and where possible facilitate their ability to work when traveling.

Other options considered:

Business class air fare allowance

- At its October 5, 2023, meeting, the Board engaged in an open discussion about concerns raised by some Members about whether the updated allowance for business class air fare is “appropriate, equitable, and affordable”. The Board considered the reasons for the revised allowance, the benefits/drawbacks of maintaining the revised allowance, and lessons learned from the Members.
- Recognizing the need to support Engineers Canada’s volunteers, the Board was reluctant to reverse its decision from May and instead opted to revisit the decision and consider if there are alternative means to achieve the desired objectives of the allowance. Thus, the Board passed the following motion:
 - *THAT the Board, based on the discussion, requests that the Governance Committee with the input of the FAR and the HR committees, review changes to policy 7.1 and make recommendation(s) to the Board at its meeting in February 2024.*
- On October 13, at their meeting to finalize the Board’s agenda for the meeting on December 4, 2023, the President and President-Elect recognized the need to promptly decide on policy 7.1, to inform budget approval.

Reduction in Board operating costs

- At its October meeting, the Board considered cost savings by way of hosting the Winter Board meeting virtually rather than in-person. Directors noted that an in-person meeting may bring value to the Board and the Regulators. Thus, the final budget recommended by the Finance, Audit, and Risk Committee for Board approval includes provisions for the Winter Board meeting to be held in person.
- To offset these costs, the budget no longer includes provisions for guests at the June Board workshop.

Financial implications

- The draft budget presented to the Board on October 5, 2023, included incremental costs of approximately \$94 thousand for business class airfare, based on two in-person meetings and expenses for Directors to bring guests to the Board workshop.
- The final proposed budget includes provisions for three in-person meetings and a workshop, the latter of which will no longer include guests. As a result, reverting the current four-hour allowance on business class air travel would result in a savings of approximately \$97 thousand.

Risks

- Reverting the eligibility for business class air travel from four to six hours may discourage some volunteers from traveling lengthy distances to support Engineers Canada’s business.

Benefits

- Approving the motion would demonstrate a commitment to the financial sustainability of Engineers Canada.
- The motion does not supersede the Board’s continued exploration of support for its volunteers.

Consultation

- Board Chair, Nancy Hill, discussed the rationale for the proposed motion with each Board Director and received support for the direction.

Next steps

- Pending approval, the policy manual will be updated to include the revised policy.
- The 2024 final budget will be amended to exclude expenses related to business class travel.
- Policy 7.1 will be reviewed again in two years time, or earlier if deemed necessary by the Board.

Appendices

- **Appendix 1:** Board policy 7.1, *Board, committee, and other volunteer expenses*, with references to business class air travel from the previously adopted version.



7 Board policies

7.1 Board, committee, and other volunteer expenses

Date of adoption: April 9, 2018 (Motion 5693)

Review period: Biennial

Date of latest amendment: May 26, 2023 (Motion # 2023-05-13D)

Date last reviewed: May 26, 2023

- (1) This policy applies to Engineers Canada Board members, Board committee members, and select other participants (collectively, “volunteers”) who travel and/or incur travel-related expenses, including to attend or participate in meetings, events, and conferences (“events”) in the course of carrying out Engineers Canada business.
- (2) The purpose of this policy is to ensure volunteers have a clear understanding of the guidelines, policy, and procedures around travel and the incursion of travel-related expenses, including the kind and method of business travel that is considered appropriate, in what circumstances pre-approval is required, and how travel-related expenses should be claimed.

7.1.1 Board and Board committee member expenses

- (1) Volunteers shall be reimbursed for all reasonable expenses associated with travel, accommodation, meals and other miscellaneous expenses incurred while conducting Engineers Canada business. Volunteers are accountable to determine the most practical methods of travel.
- (2) Expenses incurred for volunteers’ attendance at meetings called by their Regulator, for which the Board Director is the appointed Director, shall not be reimbursed.
- (3) Expenses for the President’s guest (or for the guest of the President’s designate when the President is unable to attend) will be reimbursed when the President or designate attends a Regulator annual meeting, annual general meeting, or Geoscientists Canada annual meeting where guests are invited.
- (4) Reasonable expenses associated with travel for the one guest of Board members may be reimbursed for attendance at only the annual meeting of members and the Board retreat.
- (5) Transportation costs will be reimbursed as appropriate for the situation.

7.1.2 Regulator presidents’ expenses

Upon request, Engineers Canada shall reimburse (in accordance with this policy) travel-related expenses in excess of \$1,500 for presidents of Regulators with less than 2,500 registrants to attend Board meetings to which presidents are invited to attend.

7.1.3 Exceptional travel

- (1) For any travel not included in Engineers Canada’s approved budget pre-approval by the President or their delegate is required.



7.1.4 Acceptable travel-related expenses

A. Airfare

- (1) Tickets should be purchased as early as possible to take advantage of the lowest fares, following the call of an event.
- (2) Lowest economy class airfare that allows for one piece of checked luggage should be used where available and practical. Engineers Canada's Corporate Rewards program should be used where practical. Volunteers will be reimbursed in cases where they have purchased flights to attend events, where they must cancel due to an emergency.
- (3) When flying time is ~~four-six~~ (4-6) hours or more for any single leg of the trip, purchasing lowest-cost business class fare is permitted.
- (4) Checked and carry-on baggage fees and trip-cancellation insurance are eligible for reimbursement.

B. Rail

- (1) Tickets should be purchased as early as possible to take advantage of the lowest fares.
- (2) The standard for rail travel is business class.

C. Buses, taxis, and ride-share

- (1) Reasonable bus, taxi, or ride-share fares shall be reimbursed.
- (2) Limousine service is discouraged unless it is more economical than taxi fare.

D. Rental vehicles

- (1) Volunteers may travel by rental vehicle when it is more cost-effective or efficient than air, train, taxi, or personal vehicles (e.g. short trips, or where sharing makes renting a vehicle more attractive), including where:
 - a) Taxi/limousine service is not available or cost effective;
 - b) Location of the event is not easily accessible from a major airport; and,
 - c) Large quantities or materials are being delivered to an event location by the volunteer.
- (2) Volunteers who travel by rental vehicle shall be reimbursed for collision insurance and gasoline. The approved car rental category is mid-size, although free upgrades are permitted. When necessary, larger vehicles or vehicles with special requirements may be rented to transport excess baggage OR large items such as displays, or to accommodate medical reasons.
- (3) If, due to personal preference, a traveller opts to rent a vehicle instead of using other means of transport to attend an event, the maximum amount payable will be the equivalent of the taxi fare between the airport and the location of the event and the cost of airfare, combined.

E. Personal vehicles

- (1) Volunteers who travel by personal vehicle may claim the [Canadian Government kilometric rates](#) in effect at the time of travel, to the equivalent of the taxi fare between the airport and the location of the event and the cost of airfare, combined.
- (2) Engineers Canada is not responsible or liable for any costs or damages incurred above and beyond the rate per kilometer reimbursement. It is the responsibility of the individual volunteer to ensure adequate insurance coverage for business use of personal vehicles.

Commented [JB1]: As per the motion for item 4.1 of the Board's December 4, 2023, meeting agenda, the edits revert references to business class travel to those in the formerly adopted version of the policy approved February 24, 2021; Motion # 2021-02-7D.



F. Parking, tolls, and tickets

- (1) Reasonable parking and toll expenses will be reimbursed.
- (2) Traffic and parking violations incurred while travelling on Engineers Canada business are not eligible for reimbursement.

G. Accommodations

- (1) Engineers Canada will either pay or reimburse for reasonable accommodations that reflect the purpose and circumstances when travelling.
- (2) Where events are arranged by Engineers Canada, group rates shall be secured and volunteers advised accordingly. In cases where volunteers select accommodations that exceed the room costs negotiated as part of the group rate, they shall be responsible to pay the difference in costs above the group rate. Original hotel invoices should be submitted with expense claims.
- (3) If the volunteer makes arrangements to reside in accommodations other than in the hotel designated by Engineers Canada, reasonable expenses will be reimbursed provided the overall expenses do not exceed the cost of hotel accommodation as secured through Engineers Canada group rates, if applicable.
- (4) When private accommodation is provided to a volunteer without charge, a gift of appreciation other than cash to the host may be provided. The maximum value of such gift is \$50 per night.

H. Meals

- (1) Meal costs (including incidental expenses) will be reimbursed in accordance with the current [Canadian Government guidelines](#). Receipts are not required.
- (2) If a meal is included in the cost of an event, transportation, or accommodation, or is already being provided by Engineers Canada (e.g. if breakfast is provided as part of a conference), the volunteer will not be reimbursed for any costs related to those included meals.

I. Spousal or partner travel

Expenses for partners or guests of volunteers will not normally be reimbursed, unless as stipulated in 7.1.1(4), above.

J. Childcare expenses

Reasonable additional expenses for childcare services are reimbursed when such services are specifically required by volunteers travelling on Engineers Canada business.

K. Medical insurance

Engineers Canada will reimburse volunteers who are travelling internationally for any additional medical coverage purchased to ensure medical protection while on Engineers Canada business. Costs for medical services required for international travel will also be reimbursed.

L. Traveller accident insurance

Any claim made by or on behalf of a volunteer under Engineers Canada's traveller accident insurance policy for accidental injury or death must be presented to the insurer by Engineers Canada within 30 days of the accident. A claim must have medical evidence from a licensed physician selected by Engineers Canada and be in agreement with a licensed physician as selected by the insurer. Claimants



must communicate and comply in a timely manner to enable Engineers Canada time to present the claim to the insurer.

M. Combining personal with business travel

Personal travel may be combined with Engineers Canada business travel provided there is no additional cost to Engineers Canada.

7.1.5 Expense reimbursement

- (1) Expenses shall be reimbursed within 30 days of receipt of the approved expense claim when proper documentation has been provided as applicable. Incurred expenses shall also be reimbursed under a force majeure event such as global pandemic.
- (2) Claims should be made within 30 days of incurring the expenses. Engineers Canada is not required to reimburse for claims received more than three months from the date the expenses were incurred.

7.1.6 Approval of expense claims

- (1) All expense claims are initially examined by the financial staff at Engineers Canada for completeness and adherence to policy. Those submitting expense claims may be asked to complete, correct and/or clarify expense claim details. If expense claim items remain unresolved, these items will be brought to the attention of the individual authorized to provide final approval of the expense claim.
- (2) The final authority for the approval of expense claims is as follows:
 - a) For the CEO: Approval by the President
 - b) For the President: Approval by the President-Elect
 - c) For Directors: Approval by the CEO
 - d) For Board committee members, including members of the CEAB and CEQB: Approval by the CEO
 - e) For other participants: Approval by the CEO
 - f) For Engineers Canada Staff: Approval by the CEO
- (3) The President will have final approval in the event that any issues arise within this approval process for volunteers.

BRIEFING NOTE: For decision

2024 budget and 2026 Per Capita Assessment		4.3
Purpose:	To approve the 2024 budget and recommend the amount of the 2026 Per Capita Assessment Fee (PCAF) to the Members	
Link to the Strategic Plan/Purposes:	Board responsibility: Hold itself and its Direct Reports accountable Board responsibility: Provide ongoing and appropriate strategic direction	
Link to the Corporate Risk Profile:	Financial compliance (operational risk) Reduced long-term financial viability (Board risk)	
Motions to consider:	<ol style="list-style-type: none"> 1. THAT the Board, on recommendation of the FAR Committee, approve the 2024 budget, including an operational budget of \$11.7 M, and a project budget of \$3.6 M. 2. THAT the Board, on recommendation of the FAR Committee, recommend to the Members that the 2026 Per Capita Assessment Fee be set to \$10.00 per Registrant. 	
Vote required to pass:	Two-thirds majority, as per articles 5.7 b) and 5.8 b) of the Bylaw	
Transparency:	Open session	
Prepared by:	Derek Menard, Director, Finance Joan Bard Miller, Manager, Governance and Board Services	
Presented by:	Dawn Nedohin-Macek, Chair of the FAR Committee	

Problem/issue definition

- The Board is required to ensure that an annual budget is developed that outlines the resources required to enable the Strategic Plan and deliver on Engineers Canada’s 10 Core Purposes.
- As per article 7 of the [Bylaw](#), the Board is also required, by January 2024, to recommend to the Members the amount of the Per Capita Assessment Fee (PCAF) that will be in effect as of January 2026. The PCAF is a key source of Engineers Canada’s revenue.

Proposed action/recommendation

- Approve the proposed 2024 budget and authorize the use of reserve funds.
- Recommend the 2026 PCAF to the Members, for their review and approval at the 2024 annual meeting of Members (AMM).

Financial implications

- The proposed 2024 budget has a deficit of \$4,785,024 with revenues of \$10.5 million and total expenses of \$15.3 million. \$3,600,844 of total spending relates to significant projects, which are to be funded by drawing down unrestricted net assets (reserves).
 - With significant projects excluded, the operating budget is in a \$1,184,180 deficit position.
- Revenues are to see a decrease of \$683,655 compared to the 2023 budget.
- Operating expenses are \$11.7 million, a 4.6% decrease from 2023 (operating expenses of \$12.3 million).

Benefits

- The Board has approved deficit budgets in recent years, and significant funding on projects included in the 2022-2024 strategic plan, to draw down on the unrestricted reserves which had grown far beyond their \$1 million minimum target level. Allowing the organization’s unrestricted net assets to grow unconstrained could have put the organization’s not-for-profit status at risk.

- Growth in the unrestricted reserves was largely due to the acquisition of \$2 million per year in affinity funds that would have gone to Professional Engineers Ontario (PEO) had it joined the TDI affinity program. 2024 will be the first full year in which PEO will avail itself of the \$2 million in affinity funds, thus materially impacting the future rate at which the unrestricted reserves will grow. As a result, it is necessary to return to a balanced operating budget.
- Reductions in expenses by 4.6% are a step toward returning to a balanced budget while not depleting the net assets below the target levels, set in Board policy 7.12, *Net assets*. Another 6% reduction in operating expenses will be required in 2025 to achieve a break-even operating budget in 2026.

Other options considered

- The current budget follows a draft version prepared by staff and presented to the FAR Committee and Board in August and October 2023, respectively. At the October Board meeting, the Board requested three revisions to the draft budget. The current version has been revised as follows.

Details on 2024 budget changes	
Change winter board meeting to in-person	117,741
Board workshop (guest and hospitality costs)	(37,421)
Net increase	<u>80,320</u>
CEO succession plan	<u>100,000</u>
Total	<u>180,320</u>

- Three options for the PCAF were presented for consideration in the budget memo.
- Although the FAR Committee originally supported a PCAF of \$9 per registrant in 2026, discussion at the Board meeting revealed a preference for a more aggressive increase to \$10 per registrant in 2026.
- The PCAF was reduced to \$8 per registrant for 2024 and 2025, as a means to reduce the large unrestricted reserve balance created by PEO not participating in the TDI affinity program, thus reducing revenue by an estimated \$684 thousand (6%) per annum.
- The PCAF was set at \$10.21 per registrant from 2006-2023. Had there been fee increases from 2007 to 2023 that aligned with Statistics Canada annual Consumer Price Index, the current PCAF would be \$14.83.

Consultation

- At its meeting on October 17, the FAR Committee reviewed and supported the final proposed 2024 budget and PCAF recommendation. The latter is based on projected revenue and expenses for 2024, 2025, and 2026.
- The Board discussed the proposed budget and PCAF at its October 5, 2023, meeting. Directors have had the opportunity to consult with their councils and provide feedback since then.

Risks

- The budget must align with the priorities established by the Board and Members, and address Regulator needs.

Next steps (if motion approved)

- The CEO will report on the financial status of the overall budget and the projects funded from reserves at the regularly scheduled FAR Committee meetings in 2024.

- Members will be immediately informed of the proposed 2026 PCAF and this item will be placed on the May 2024 AMM agenda for approval.

Appendices

- **Appendix 1:** 2024 budget memo
- **Appendix 2:** Revenue and portfolio detail analysis sheets

Engineers Canada budget 2024

This budget is presented for approval by the Engineers Canada Board of Directors on December 4, 2023.

Highlights

- a) The 2024 budget includes \$10.5 million in revenue and \$15.3 million in expenses.
- b) Capital expenditures for 2024 are estimated to be \$77,000.
- c) The projected unrestricted balance at end of 2024 is \$4.8 million.
- d) The significant projects to be funded from reserves are:
 - Strategic priorities:**
 - Investigate and validate the purpose and scope of accreditation
 - Strengthen collaboration and harmonization
 - Accelerate 30 by 30
 - Foster trust and the value of licensure
 This results in total project-related spending of \$3,600,844 in 2024.
- e) Based on the projected revenues and expenses, it is proposed that the Board recommend to the Members that the 2026 Per Capita Assessment fee be increased to \$10.00 per registrant.

2024 Budget summary

The proposed 2024 budget has a deficit of \$4,785,024. Note that \$3,600,844 of total spending relates to significant projects, which are to be funded by drawing down on reserves. With significant projects excluded, the operating budget is in a \$1,184,180 deficit position.

Expenditures have two (2) main components: operating expenses and expenditures related to significant projects. The 2024 operating expenses are \$11.7 million, a decrease of 4.6% or \$567,535 from 2023 where operating expenses were \$12.3 million. The FAR committee approved the 2024 budget envelope assumptions which had an operational expense reduction target of between \$600,000 to \$740,000, net of the \$100,000 allocated to the CEO succession plan. Additional details for the operating expenses are included in the portfolio detail analysis sheets.

Revenues are to see a decrease of \$683,655, or 6%, compared to the 2023 budget. The decrease is principally driven by the reduction in the Per Capita Assessment fee to \$8 from \$10.21 in 2023. A detailed breakdown of revenue is included in the portfolio detail analysis sheets.

Budget process

- Engineers Canada's annual budget preparation begins with the determination of the specific initiatives that will be carried out in the upcoming year. These initiatives are developed by the senior leadership team to ensure alignment with strategic and operational priorities.
- Subsequently, the budget assumption envelope is prepared and presented for approval at the Finance, Audit, and Risk (FAR) Committee's first meeting in June.
- Once approved, revenue and cost estimates are prepared and reviewed by the senior leadership team, and a draft budget is then presented for review by the FAR Committee.

Estimates and assumptions

The following estimates and assumptions have been used in the development of the budget:

- Annual dues are calculated based on membership projections provided by Regulators.
- TD Insurance home and auto insurance program revenues are calculated using estimates provided directly by TD Insurance.

- An operational expense reduction target of between \$600,000 to \$740,000, net of the \$100,000 allocated to the CEO succession plan.
- The human resources (HR) budget (part of the Corporate Services portfolio) includes:
 - 47 full time equivalents (FTEs).
 - salary adjustments based on a salary band review for some employees, with others receiving a 3% cost of living increase. The CPI Increase of 3% is below the 4.2% Statistics Canada CPI rate for the 12-month period ending April 2023.
- The capital budget is developed based on a review of the organization's infrastructure needs including physical facilities and IT.

2024 Budget

The 2024 budget has been structured to show the planned allocation of resources to each of Engineers Canada’s core purposes (also referred to as “operational imperatives”) and strategic priorities, as defined in the [Engineers Canada 2022-2024 Strategic Plan](#). Additional detail on planned spending per portfolio is provided in the appendices.

Table 1 – 2024 Budget

Category	2024 Budget	2023 Budget	2024 Budget vs 2023 Budget \$	2024 Budget vs 2023 Budget %	Notes
Revenues:					
Revenue – Annual dues	2,576,985	3,230,774	(653,789)	-20%	1
Revenue - Investments	522,438	669,145	(146,707)	-22%	2
Revenue - National programs (Affinity)	7,414,819	7,310,378	104,441	1%	
Revenue – Outreach	30,000	17,600	12,400	70%	
Total revenues:	10,524,243	11,227,897	(703,655)	-6%	
Operating Expenses:					
Accreditation	513,529	452,418	(61,112)	-14%	3
Fostering working relationships	123,981	169,863	45,882	27%	4
Services and tools	119,835	204,620	84,785	41%	5
National programs	784,782	874,396	89,614	10%	6
Advocating to the federal government	78,000	89,922	11,922	13%	
Research and regulatory changes	21,000	18,950	(2,050)	-11%	
International mobility	84,738	103,520	18,783	18%	7
Promotion and outreach	363,100	401,950	38,850	10%	8
Diversity and inclusion	195,550	195,940	390	0%	
Protect official marks	163,650	131,767	(31,883)	-24%	9
Secretariat services	1,232,502	1,411,819	179,317	13%	10
Corporate services	8,047,756	8,240,793	193,037	2%	11
Total Operating Expenses	11,728,422	12,295,957	567,535	4.6%	
Operating Surplus/(Deficit)	(1,184,180)	(1,068,060)	(116,120)		
Projects Spending:					
<u>2022-2024 Strategic Plan</u>					
Investigate and validate the purpose and scope of accreditation	622,637	1,035,655	413,018	40%	12
Strengthen collaboration and harmonization	2,731	164,275	161,544	98%	12
Accelerate 30 by 30	268,622	328,133	59,511	18%	12
Reinforce trust and the value of licensure	2,706,854	2,848,013	141,158	5%	12
	3,600,844	4,376,076	775,232	18%	

2019-2021 Strategic Plan					
SP1: Accreditation Improvement Program	-	82,108	82,108	100%	
	-	82,108	82,108	100%	
Other Projects					
Mobility Register Improvement Project	-	70,800	70,800	100%	
	-	70,800	70,800	100%	
Total Project Spending					
	3,600,844	4,528,983	928,139	20%	
Surplus/(Deficit)					
	(4,785,024)	(5,597,043)	812,020	15%	

Notes on 2024 budget vs 2023 budget

1. The \$653,789 decrease is mainly due to the 2024 PCAF decreasing to \$8.00 from \$10.21 per registrant, offset by a projected increase of 5,690 registrants (1.8%) in 2024.
2. The \$146,707 decrease of investment revenue is mainly due to the decrease in the overall balance our investment portfolio as we are projecting to utilize \$3.5 million of the investments in 2023 to fund the strategic projects.
3. The accreditation budget has increased due to increased cost of travel for accreditation visits, of which \$42,000 is attributable to the incremental costs of business class airfare, and moving costs for improvement of Tandem, our online accreditation management system, into the operation budget (was previously a project cost as development was ongoing).
4. The budget for Fostering working relationships has decreased due to elimination of one face-to-face meeting for the National Admissions Officials Group, and the CEO group. All regulatory officials groups now meet once per year in person.
5. The budget for Services and Tools has decreased due to a reduced workload and less reliance on consultants by the CEQB.
6. The costs have decreased due to lower actuarial services as we are renegotiating our economic pricing model with TD and are seeking to have those services included as part of the program costs.
7. The budget for International mobility has decreased due to elimination of travel to the meetings of the American organizations ABET (engineering accreditation), NSPE (National Society of Professional Engineers) and NCEES (National Council of Examiners in Engineering and Surveying).
8. The decrease in costs are due a reduction in production costs related to recipient awards program promotion, and a reduction in anticipated AV costs for the awards gala.
9. The increase in costs is based on the number of new trademark opposition cases for the past three years, and the current number of active proceedings, it is expected that the number of trademark oppositions will continue to rise.
10. Various measures have been taken to reduce the Secretariat services budget by \$179,317. The main considerations are as a result of moving meetings to a virtual format (AB winter meeting, AB executive meeting, QB executive meeting), reducing audio visual (AV) requirements and seeking lower cost service providers, eliminating spouse travel and hospitality costs at the Board workshop, and a reduction in consulting fees for the HR Committee. The strategic planning budget decreased as many of the expenses to develop the 2025-2029 strategic plan will be completed in 2023. These reductions were offset by the incremental costs of business class airfare of approximately \$58,000, and the one-time allocation of \$100,000 for the CEO succession plan.
11. The decrease is mainly due to a reduction in consulting, memberships, software subscriptions, facilities related costs, and travel.
12. These items are the strategic priorities under the 2022-2024 Strategic Plan. The costs are in-line with the budget envelope assumptions presented to the FAR committee, and the budget for these items comes from reserves. See the portfolio detail analysis sheets for more information.

2024 Budget – Total expenses by operational imperative, including staff costs

The following table is provided for analysis purposes. It shows proposed 2024 spending by core purpose including projects and staff costs (HR component), as represented in the corporate services budget.

Table 2 – 2024 Budget with staff allocations

Category	Expenses	HR component	Total	Allocation	Notes
CP 1 - Accreditation	1,136,166	966,124	2,102,290	15%	1
CP 2 - Fostering working relationships	126,712	188,244	314,956	2%	
CP 3 - Services & Tools	119,835	398,599	518,434	4%	
CP 4 - National Programs	74,782	445,360	520,142	4%	2
CP 5 - Advocating to the Fed. Gov't.	78,000	239,190	317,190	2%	
CP 6 - Research	21,000	222,413	243,413	2%	
CP 7 - Int'l Mobility	84,738	302,301	387,039	3%	
CP 8 - Promoting the profession	3,059,954	358,386	3,418,340	23%	3
CP 9 - Diversity & Inclusion	444,172	384,987	829,159	6%	4
CP 10 - Protect official marks	163,650	27,802	191,452	1%	
Secretariat services	1,232,502	407,568	1,640,070	11%	
Corp Services	1,618,654	2,488,128	4,106,782	28%	
Total:	8,160,164	6,429,102	14,589,266	100%	

Notes

- 1 Includes accreditation business and Strategic Priority 1.1 (Investigate and Validate the Purpose and Scope of Accreditation).
- 2 Net expense with adjustment for related revenues of \$710,000.
- 3 Includes Strategic Priority 2.2 (Foster Trust and the Value of Licensure).
- 4 Net expense with adjustment for related sponsorship revenues of \$30,000.

2024 Capital budget

Table 3 – Capital budget

Asset Type	2024 Budget	2023 Budget
Office furniture and equipment	\$10,000	\$10,000
Computer hardware	\$57,000	\$38,000
Leasehold Improvements	\$10,000	\$20,000
Total:	\$77,000	\$68,000

In 2024, \$57,000 of the capital budget will be used to replenish computer hardware, based on our 4-year evergreen cycle. In addition, office furniture and equipment costs of \$10,000 will be used to general furniture replacement, and leasehold improvement costs of \$10,000 will be invested in general facilities.

Status of reserves

Board policy 7.12, *Net Assets* provides the ability of Engineers Canada to maintain adequate net asset levels and is considered an indication of safety, stability and a prudent resistance to adverse business and economic conditions. The Board’s net asset target levels for the restricted reserves are \$1.5M for legal, \$2M for strategic priorities, and \$2.5M for contingency. The unrestricted reserve target level is no less than \$1 million.

Table 4 – Reserves

Year	Net Assets	Legal contingency reserve	Strategic priorities reserve	Contingency reserve	Invested in tangible capital and intangible assets	Unrestricted reserve	Total	Notes
2023	2023 Opening balance	1,500,000	2,000,000	2,500,000	492,588	12,541,587	19,034,175	1
	Additions to capital assets				68,000	(68,000)		
	Amortization of capital assets				(200,174)	200,174		
	Amortization of leasehold inducements				42,684	(42,684)		
	Projected 2023 surplus/(deficit)					(3,122,138)		
	Projected 2023 closing balance	1,500,000	2,000,000	2,500,000	403,098	9,508,939	15,912,037	
2024	Additions to capital assets				77,000	(77,000)		
	Amortization of capital assets				(206,735)	206,735		
	Amortization of leasehold inducements				42,684	(42,684)		
	Projected 2024 surplus/(deficit)					(4,785,024)		
		Projected 2024 closing balance	1,500,000	2,000,000	2,500,000	316,047	4,810,966	11,127,014
2025	Additions to capital assets				100,000	(100,000)		
	Amortization of capital assets				(75,000)	75,000		
	Amortization of leasehold inducements				42,684	(42,684)		
	Projected 2025 surplus/(deficit)					(1,469,267)		
		Projected 2025 closing balance	1,500,000	2,000,000	2,500,000	383,731	3,273,685	9,657,427
2026	Additions to capital assets				100,000	(100,000)		
	Amortization of capital assets				(50,000)	50,000		
	Amortization of leasehold inducements				42,684	(42,684)		
	Projected 2026 surplus/(deficit)					(756,747)		2
		Projected 2026 closing balance	1,500,000	2,000,000	2,500,000	476,415	2,424,264	8,900,680

Note 1 - Agreed to 2022 audited financial statements

Note 2 - See paragraph below for additional information

The current 2026 projected deficit of \$756,747 assumes a Per Capita Assessment fee of \$10 in 2026.

Three-year projection: 2024 -2026

The following table shows projections on future revenues and expenditures for the years 2024-2026.

Table 5 – Three-year projection (in 000's)

Category	2024	2025	2026	Notes
Revenues:				
Revenue-Annual dues	2,577	2,549	2,907	1
Revenue-Investments	522	458	444	
Revenue - National programs	7,415	7,472	7,517	2
Revenue - Outreach	30	30	30	
Total revenues:	10,544	10,509	10,899	
Operating Expenses:				
Accreditation	514	514	514	
Fostering working relationships	124	124	124	
Service and tools	120	120	120	
National programs	785	785	785	
Advocating to the federal government	78	78	78	
Research and regulatory changes	21	21	21	
International mobility	85	85	85	
Promotion and outreach	363	363	363	
Diversity and inclusion	196	196	196	
Protect official marks	164	164	164	
Secretariat services	1,233	1,133	1,133	
Corporate services	8,048	8,048	8,048	
Required operating expense savings vs 2024	-	(650)	(650)	3
Total Operating Expenses	11,728	10,978	10,978	
% Increase/(decrease) in operating expenses		-6%	0%	
Operating Surplus/(Deficit)	(1,184)	(470)	243	
Projects Spending:				
<u>2022-2024 Strategic Plan</u>				
Investigate and validate the purpose and scope of accreditation	623	-	-	4
Fostering Relationships – Strengthen collaboration and harmonization	3	-	-	4
EDI – Accelerate 30 by 30	269	-	-	4
Communications – Foster trust and the value of licensure	2,707	-	-	4
	3,601	-	-	
<u>2025-2029 Strategic Plan</u>	-	1,000	1,000	
Total Project Spending	3,601	1,000	1,000	
Surplus/(Deficit)	(4,785)	(1,470)	(757)	

Notes on projections

1. Annual dues revenue assumes a PCAF of \$8 in 2024 and 2025 and increases to \$10 in 2026. The total number of members is predicted to decrease by 1.1% in 2025 and increase by 1.6% in 2026.
2. TD affinity revenues are based on the 5-year projections provided by TD, which call for a 0.5% and 0.25% increase in 2025 and 2026, respectively, for Engineers Canada's portion.
3. With PEO joining the TD affinity program we must continue to reduce our operating costs to produce a balanced operational budget and ensure we are able to maintain the board mandated minimum unrestricted reserve of \$1.0 million. These cost reductions are in comparison to the 2024 budgeted operating costs.
4. These budgets are based on the current planning for the strategic priorities (2022-2024) and will be adjusted as the projects progress. The \$1,000,000 included for 2025 and 2026 are a placeholder for financial modelling purposes and will be revised once the next strategic plan is approved.

Assumptions

These projections assume Engineers Canada maintaining a similar scope of work and strategic direction from 2024 through 2026.

In preparing the projection for operating expenses and with the goal of returning to a balanced operating budget a reduction of 6% or \$650K was assumed in 2025 and an increase of 0% in 2026.

2024 project cost projections are based on the 2022-2024 strategic priorities and currently available information, the \$1,000,000 included for 2025-2026 is placeholder for financial modelling purposes and will be revised once the new strategic plan (2025-2029) is approved.

Proposed 2026 Per Capita Assessment Fee

As per section 7 of the Engineers Canada [Bylaw](#), the Board must provide a proposal for the 2026 Per Capita Assessment Fee (PCAF). Projections for the 2027 and 2028 unrestricted reserve balance are also provided, as per Regulators’ request. The proposed PCAF has been established with due consideration of expenses (operating, project, and strategic) and revenue. The following assumptions were made in the calculation of the proposed PCAF:

1. The revenue received from the PCAF is based on the member estimates from Regulators up until 2026 and is increased 2% year-over-year for 2027 and 2028.
2. The revenue received from affinity programs is based on projections from the program providers.
3. Operating expenses will decrease by \$650,000 or 6% in 2025, 0% in 2026, and increase by 3% in 2027 and 2028.
4. Spending from 2025 to 2028 on the new strategic priorities is \$1.0M per year.

Table 6 – Projected Unrestricted Reserve Balances

The following tables show the projected summarized statement of operations and unrestricted reserve balances by year based on the above assumptions.

Scenario 1: assumes a \$8.00 PCAF in 2026, \$9.00 in 2027, and \$10 in 2028.

Statement of Operations (in 000's)

	PCAF=				
		\$8	\$9	\$10	
Category	2024 Budget	2025 Projections	2026 Projections	2027 Projections	2028 Projections
Total Revenues	10,544	10,509	10,576	11,015	11,483
Total Operating Expenses	11,728	10,978	10,978	11,308	11,628
% Increase/(decrease) in operating expenses		-6%	0%	3%	3%
Operating Surplus/(Deficit)	(1,184)	(470)	(403)	(293)	(146)
Total Project Spending	3,601	1,000	1,000	1,000	1,000
Surplus/(Deficit)	(4,785)	(1,470)	(1,403)	(1,293)	(1,146)

Unrestricted Reserve Projections (in 000's)

	2024 Budget	2025 Projections	2026 Projections	2027 Projections	2028 Projections
Opening balance	9,509	4,811	3,274	1,778	393
Additions to capital assets	(77)	(100)	(100)	(100)	(100)
Amortization of capital assets	207	75	50	50	50
Amortization of leasehold inducements	(43)	(43)	(43)	(43)	(43)
Projected surplus/(deficit)	(4,785)	(1,470)	(1,403)	(1,293)	(1,146)
Projected closing balance	4,811	3,274	1,778	393	(846)

Scenario 2: assumes a \$9.00 PCAF in 2026, \$10.00 in 2027, and \$11 in 2028.

Statement of Operations (in 000's)

	PCAF=				
		\$9	\$10	\$11	
Category	2024 Budget	2025 Projections	2026 Projections	2027 Projections	2028 Projections
Total Revenues	10,544	10,509	10,899	11,345	11,819
Total Operating Expenses	11,728	10,978	10,978	11,308	11,628
% Increase/(decrease) in operating expenses		-6%	0%	3%	3%
Operating Surplus/(Deficit)	(1,184)	(470)	(80)	36	190
Total Project Spending	3,601	1,000	1,000	1,000	1,000
Surplus/(Deficit)	(4,785)	(1,470)	(1,080)	(964)	(810)

Unrestricted Reserve Projections (in 000's)

	2024 Budget	2025 Projections	2026 Projections	2027 Projections	2028 Projections
Opening balance	9,509	4,811	3,274	2,101	1,045
Additions to capital assets	(77)	(100)	(100)	(100)	(100)
Amortization of capital assets	207	75	50	50	50
Amortization of leasehold inducements	(43)	(43)	(43)	(43)	(43)
Projected surplus/(deficit)	(4,785)	(1,470)	(1,080)	(964)	(810)
Projected closing balance	4,811	3,274	2,101	1,045	143

Scenario 3: assumes a \$10.00 PCAF in 2026, \$11.00 in 2027, and \$12 in 2028.

Statement of Operations (in 000's)

	PCAF=				
		\$10	\$11	\$12	
Category	2024 Budget	2025 Projections	2026 Projections	2027 Projections	2028 Projections
Total Revenues	10,544	10,509	11,222	11,674	12,155
Total Operating Expenses	11,728	10,978	10,978	11,308	11,628
% Increase/(decrease) in operating expenses		-6%	0%	3%	3%
Operating Surplus/(Deficit)	(1,184)	(470)	243	366	526
Total Project Spending	3,601	1,000	1,000	1,000	1,000
Surplus/(Deficit)	(4,785)	(1,470)	(757)	(634)	(474)

Unrestricted Reserve Projections (in 000's)

	2024 Budget	2025 Projections	2026 Projections	2027 Projections	2028 Projections
Opening balance	9,509	4,811	3,274	2,424	1,697
Additions to capital assets	(77)	(100)	(100)	(100)	(100)
Amortization of capital assets	207	75	50	50	50
Amortization of leasehold inducements	(43)	(43)	(43)	(43)	(43)
Projected surplus/(deficit)	(4,785)	(1,470)	(757)	(634)	(474)
Projected closing balance	4,811	3,274	2,424	1,697	1,131

Recommendation for the 2026 Per Capita Assessment Fee (PCAF):

Based on the above, it is recommended that the PCAF increase by \$2.00 to \$10.00 for 2026 (scenario 3). The increase will result in an increase in revenues of \$646K in 2026 in comparison to the 2025. Under this scenario and coupled with the projected operating cost reductions in 2025 (6% or \$650K), we are projecting to achieve a small surplus operating budget in 2026 of \$243K. This would result in an unrestricted reserve balance of \$2.4 million at the end of 2026, above the Board-mandated minimum of \$1.0 million.

Value per Member

The value per member table below is provided for information purposes, it illustrates the total dollar value each member receives based on the currently proposed 2024 budgeted expenses.

2024 Budgeted Operating Expenses	\$11,728,422
2024 Budgeted Project Expenses	<u>\$3,600,844</u>
	<u>\$15,329,266</u>
Projected number of Members in 2024	322,123
Value Per Member in 2024	<u><u>\$48</u></u>

Revenue

Detail analysis

Description: Engineers Canada revenues are made up of two (2) main components: affinity program sponsorships and the annual dues received from Regulators. These two (2) components are expected to make up 86% of the 2024 revenues. The remaining portion contains revenues that are for specific endeavours which have related expenses such as the Secondary Professional Liability Insurance Program (SPLIP), the sponsorships of the awards gala, spring meeting, and outreach programs, and Engineering Deans Canada (EDC) revenues. These five (5) components make up 9% of total revenues. The final 5% of revenues are made up of income and appreciation of investments, rent revenue, and interest earned on bank balances.

Budget details

Number	Description	2024 Budget	% of Total	2023 Budget	Change
1	Affinity and Insurance Programs Revenue	6,517,319	61.8%	6,434,262	83,057
2	Provincial Annual Dues Revenue	2,576,985	24.4%	3,230,774	(653,789)
3	SPLIP Revenue	710,000	6.7%	688,616	21,384
4	Changes in the Fair Value of Investments	250,000	2.4%	311,644	(61,644)
4	Investment Income	212,000	2.0%	300,000	(88,000)
5	Awards Sponsorship Revenue	175,000	1.7%	175,000	-
6	EDC Revenue	44,298	0.4%	41,361	2,937
7	Future City Revenue	-	0.0%	17,600	(17,600)
8	Outreach Sponsorship Revenue	30,000	0.3%		30,000
9	Rent Revenue	11,340	0.1%	11,340	-
10	AGM Sponsorship Revenue	12,500	0.1%	12,500	-
11	Interest Bank Accts (CND) Revenue	4,800	0.0%	4,800	-
Total Revenue		10,544,243	100%	11,227,897	(683,655)

Rationale for 2024 budget:

1. The affinity program revenues for 2024 are determined by the agreements signed, the largest of which is the TD Insurance home and auto insurance program. 2018 was the first year of a 12-year agreement with TD Insurance for the home and auto insurance program. The 2024 TD Insurance revenues are calculated based upon the total written premium value for 2023. This figure will not be known with certainty until early in 2024. The 2024 estimate is based upon total written premium projections (\$360M) provided by TD Insurance.
2. The annual dues from Regulators are calculated based on the annual membership level estimates received from each Regulator. Based on the 2024 membership projections received (322,123 members vs the 2023 budget of 316,432), Engineers Canada is predicting a decrease of \$654K in annual dues in 2024 as the PCAF has been reduced to \$8.00 from \$10.21 in 2023- .
3. SPLIP program revenues are based on estimates for 2024 participation levels. These estimates show a slight increase from 2023. This is a flow-through revenue which is offset by an equivalent expenditure.

4. The investment income has decreased by \$150K mainly due to the decrease in the overall balance our investment portfolio as we are projecting to utilize \$3.5 million of the investments in 2023 to fund the strategic projects.
5. Awards sponsorships are the same as in 2023. This is a flow-through revenue which is offset by an equivalent expenditure.
6. The EDC revenue is a flow-through revenue that is offset by an equivalent expenditure.
7. These are funds to support the Future City project; the multi-year funding agreement ends in 2023. This is a flow-through revenue which is offset by an equivalent expenditure.
8. Outreach sponsorships are for the National Engineering Month (NEM), and the annual 30 by 30 conference. This is a flow-through revenue which is offset by an equivalent expenditure.
9. These revenues are from renting out space at the Engineers Canada office.
10. No change in 2024. This is a flow-through revenue which is offset by an equivalent expenditure.
11. These revenues represent excess short-term cash from operations that are kept in an interest-bearing savings account.

Changes to budget since the October Board meeting:

- None
-

Accreditation 2024 Portfolio detail analysis

Portfolio: Accreditation business and improvements to the accreditation processes and systems.

Description: This portfolio contains all the work in Core Purpose 1 (the regular business of the CEAB) and Strategic Priority 1.1, *Investigate and Validate the Purpose and Scope of Accreditation (SP1.1)*.

Budget details:

Cost element	2024
1. Accreditation business	\$513,529
2. Investigate and validate the purpose and scope of accreditation (SP1.1)	\$622,637
Totals	\$1,136,166

Rationale for 2024 budget:

1. This includes the costs for program visits, the costs for training of CEAB members, visitors and staff from the higher education institutions (HEIs), and the cost associated with ongoing relationship management with educators, Engineering Deans Canada (EDC) and the Canadian Engineering Education Association (CEEA), and the cost to produce the Accountability in Accreditation annual report. Travel costs account for 77% of this cost element.
2. This project will develop, in collaboration with Regulators, HEIs and other Key Stakeholders, a new national academic requirement for licensure, a purpose of accreditation and a path forward for all Engineers Canada systems. In 2024, the project team will finalize the purpose of accreditation and the academic requirement for licensure and create the final Path Forward Report. Most costs are related to either travel and face-to-face events (15%) for the various working and advisory groups, or fees for the project consultant.

Notes:

- The revised board policy 7.1 *Board, committee and other volunteer expenses* has impacted the cost of accreditation business, specifically the cost for business class airfare travel of CEAB members to HEIs for visits. The additional cost is approximately \$42,000.

Considerations for the Board:

- The CEAB's total 2024 operating budget is \$758,435 versus \$758,158 in 2023. This is the total of cost element 1 above plus costs to host CEAB meetings included in the secretariat services portfolio detail analysis.

Changes to budget since the October Board meeting:

- None

**Fostering relationships among the Regulators
2024 Portfolio detail analysis**

Portfolio: Fostering relationships between the Regulators’ staff and volunteers.

Description: This portfolio contains all the work under Core Purpose 2, including supporting the officials' groups, the CEO Group and the Presidents Group, as well as Strategic Priority 1.2, *Strengthen collaboration and harmonization* (SP1.2).

Budget details:

Cost element	2024
1. Officials’ groups	\$100,490
2. CEO Group	\$23,491
3. Strengthen collaboration and harmonization (SP1.2)	\$2,731
Totals	\$126,712

Rationale for 2024 budget:

1. This includes the costs to host one (1) face-to-face meeting for the National Practice Officials Group, the National Discipline & Enforcement Officials Group, and the National Admissions Officials Group.
2. This includes the costs for hosting three (3) face-to-face CEO Group meetings, as well as support for airfare and accommodation costs for Regulators with less than 2,500 registrants (Engineers PEI, NAPEG, and Engineers Yukon) to attend the July meeting, and the airfare costs for Regulators with between 2,500 and 10,000 registrants to attend the July meeting.
3. Strategic Priority 1.2, *Strengthen collaboration and harmonization*, will conclude in 2024 with the signature of a Statement of Collaboration at the May Annual Meeting of Members (AMM). This year’s costs are for translation and for travel so that staff working on the project can attend the AMM.

Considerations for the Board:

- These meetings are a valuable service in the eyes of the Regulators and a key opportunity for Engineers Canada staff to collaborate with Regulator staff.

Changes to budget since the October Board meeting:

- None

**Providing services and tools for regulation and professional practice
2024 Portfolio detail analysis**

Portfolio: Providing services and tools that enable assessment, facilitate national mobility, and foster excellence in engineering practice and regulation. These services are provided by both the CEQB (through examination syllabi, guidelines, and papers) and by Engineers Canada staff.

Description: This portfolio contains all the work in Core Purpose 3, including the work plan of the CEQB, and the National Membership Database (NMDB).

Budget details:

Cost element	2024
1. CEQB work plan items (as currently proposed)	\$55,835
2. National Membership Database- maintenance	\$64,000
Totals	\$119,835

Rationale for the 2024 budget:

1. This includes budget for the delivery of the proposed CEQB 2024 work plan, as follows:

Paper on emerging areas of engineering practice	Carried forward	\$23,000
Guideline on fitness to practice	Carried forward	\$27,000
Guideline on duty to report	Carried forward	in-house
Guideline on the use of new technologies in engineering		in-house
Review of six (6) existing guidelines		In-house
Updates to three (9) syllabi		In-house
Liaison with the Regulators (Officials groups and individual Regulators) and translation costs	n/a	\$5,835
TOTAL		\$55,835

2. This is the annual hosting and maintenance cost for the national membership database (NMDB).

Considerations for the Board:

- The CEQB’s total 2024 budget is \$172,500, versus \$276,197 in 2023. This is the cost to deliver on their work plan, as presented here, plus the costs to host CEQB meetings included in the secretariat services portfolio detail analysis.
- The CEQB uses consultants to support the delivery of some work plan items.
- The majority of work undertaken by the CEQB is multi-year and items will carry forward to 2025.
- The NMDB is a tool used by Regulators to facilitate the licensure of individuals who are already licensed by another Canadian jurisdiction. Eleven (11) Regulators access the NMDB to check the licensure status of such applicants, and five (5) Regulators upload data about their own applicants (with three (3) others working to join this group).

Changes to budget since the October Board meeting:

- None

**Offering national programs
2024 Portfolio detail analysis**

Portfolio: Offering national programs

Description: This portfolio contains the items from Core Purpose 4, which relate to the costs for the affinity programs.

Budget details:

Cost element	2024
1. Affinity programs	\$69,782
2. Secondary Professional Liability Insurance Program (SPLIP)	\$715,000
Totals	\$784,782

Rationale for 2024 budget:

1. This includes consultant fees, marketing and promotional materials, and travel and meeting costs.
2. This is a flow-through cost (i.e., this expense is balanced by an equal amount of revenue). The Secondary Professional Liability Insurance Program (SPLIP) protects members who are in good standing. Ten (10) of the twelve (12) Regulators participate in the program; PEO and OIQ do not participate. The SPLIP ensures that the member, the public, and the reputation of the engineering profession stay protected in numerous cases involving professional services. Engineers Canada manages the SPLIP on behalf of the participating Regulators.

Considerations for the Board:

- No additional considerations.

Changes to budget since the October Board meeting:

- None

**Advocating to the federal government
2024 Portfolio detail analysis**

Portfolio: Advocating to the federal government

Description: This portfolio contains all the items under Core Purpose 5 (CP5), including ongoing work of the advocacy sub-strategy.

Budget details:

Cost element	2024
1. Legislative monitoring	\$35,850
2. External Public Affairs consultant	\$35,000
3. Public Affairs Advisory Committee	\$600
4. Public policy initiatives	\$2,550
5. Federal government panels	\$4,000
Totals	\$78,000

Rationale for 2024 budget:

This includes budget for all advocacy activities including ongoing activities and activities recommended in the CP5 sub-strategy:

1. Legislative monitoring: retention of a public affairs firm to ensure better monitoring of federal legislation affecting the regulation of engineering and the engineering profession.
2. For 2024, there will be no Hill Day. Hill Day funds will be reallocated to hire an external Public Affairs consultant for targeted government relations work.
3. For 2024, all Public Affairs Advisory Committee (PAAC) meetings will be virtual. \$600 has been set aside to provide lunch for members as they participate remotely in the meetings.
4. Public policy initiatives and translation services: the costs of public policy initiatives (travel cost for meetings with parliamentarians, registration to events, etc.) and translation services.
5. Federal government panels: the costs associated with travelling to participate and represent Engineers Canada in meetings of federal committees and consultation panels outside Ottawa where travel costs are not covered by the federal government. This includes, for example, meetings of the Natural Resources Canada Adaptation Panel Plenary held in the spring and fall.

Considerations for the Board:

- Engineers Canada will prioritize ongoing program work and dedicated advocacy efforts to maintain positive relations with the federal government, ensuring our continued role as a trusted advisor on engineering regulation and profession-related matters.
- Allocating sufficient resources to sustain advocacy initiatives and fostering strong relationships with federal policymakers is essential to maintain our influence in shaping policies and regulations.

Changes to budget since the October Board meeting:

- None

**Monitoring, researching, and advising on engineering and regulation
2024 Portfolio detail analysis**

Portfolio: Research into the engineering profession and professional regulation in general

Description: This portfolio contains all the work in Core Purpose 6, monitoring, researching, and advising on changes and advances that impact the Canadian regulatory environment and the engineering profession as well as Strategic Priority 1.3, *Support regulation of emerging areas (SP1.3)*.

Budget details:

Cost element	2024
1. Emerging areas (SP1.3)	\$14,000
2. Research paper	\$7,000
Totals	\$21,000

Rationale for 2024 budget:

1. This includes costs for translation of an emerging areas paper on Energy Engineering.
2. This includes costs for translation of a regulatory research paper on multi-disciplinary engineering practice.

Considerations for the Board:

- The Regulators are consulted in the selection of the topics for the emerging areas paper and the research paper and participate on advisory groups for the development of those papers.

Changes to budget since the October Board meeting:

- None

**International mobility of engineering work and practitioners
2024 Portfolio detail analysis**

Portfolio: International mobility of engineering work and practitioners

Description: This portfolio contains the items under Core Purpose 7, including: memberships in, and attendance at, international organizations and their conferences; maintenance and development of mobility agreements at both the academic and full professional level; and maintenance and improvements to our foreign credential recognition tools (EngineerHere.ca website, International Institutions and Degrees Database (IIDD), and customer support to Regulators and the public).

Budget details:

Cost element	2024
1. International organizations (IEA)	\$50,820
2. Foreign credential recognition tools	\$24,918
3. Mobility register maintenance	\$9,000
Totals	\$84,738

Rationale for 2024 budget:

1. This includes the costs for three (3) people to attend the annual meeting of the International Engineering Alliance (IEA) in India, as well as the annual membership fees.
2. This includes the cost to host and maintain the International Institutions and Degrees Database (IIDD), as well as the cost of upkeeping the EngineerHere.ca website and implementing Regulator-requested updates.
3. This represents the annual operating costs for the new mobility register. Maintaining a register is a condition of membership in the IEA’s International Professional Engineers’ and APEC Engineers’ agreements (IPEA and APEC-EA).

Considerations for the Board:

- The IIDD is a tool used by Regulators to evaluate the academic formation of international engineering graduates. The tool includes information from 250 countries with detailed information on more than 4,000 institutions, and over 15,000 engineering programs.

Changes to budget since the October Board meeting:

- None

**Promoting recognition of the value of engineering and sparking interest in the next generation
2024 Portfolio detail analysis**

Portfolio: Promotion and outreach

Description: This portfolio contains all the work under Strategic Priority 2.2, *Reinforce trust and the value of licensure* (SP2.2) and Core Purpose 8, to foster recognition of the profession (promotion) and to spark interest in the next generation of engineers (outreach), including: implementation of a new sub-strategy for the portfolio; ongoing work; and operation of the awards, scholarships, and fellowships programs.

Budget details:

Cost element	2024
1. Promotion and outreach	\$137,500
2. Awards, scholarships, and fellowships	\$225,600
3. Reinforce trust and the value of licensure (SP2.2)	\$2,706,854
Totals	\$3,069,954

Rationale for 2024 budget:

1. This budget includes: K-12 Development (Girl Guides Canada, Scouts Canada, Future City), Engineering Student Development (Canadian Federation of Engineering Students (CFES), EngiQueers), National Collaborative Outreach Initiatives (National Engineering Month, Community of Practice for Regulator Outreach Staff, Engineering Graduates and EIT/MIT Programming) and Joint Thought Leadership (Sustainability in Practice MOOC, Explore Engineering website, Collective Impact Project).
2. This budget includes operation of the awards program, the scholarship program, and the fellowship program. The majority of the awards and scholarship expenditures are offset by contributions through sponsorship of the spring meetings.
3. Strategic Priority 2.2: Reinforce Trust and Value of Licensure, will update creative assets and strategy based on 2023 results and field the final year of the national marketing campaign under this strategic priority. In addition, engineering graduate outreach continues from its launch in 2023, to be shifted into ongoing operations by the end of the year. Final evaluation of the strategic priority will be conducted.

Considerations for the Board:

- No additional considerations.

Changes to budget since the October Board meeting:

- None

**Promoting diversity and inclusion in the profession
2024 Portfolio detail analysis**

Portfolio: Diversity and inclusion

Description: This portfolio contains all the work under Strategic Priority 2.1, *Accelerate 30 by 30* (SP2.1) and Core Purpose 9, to promote diversity and inclusivity in the profession, including ongoing work and the implementation of the SP2.1 sub-strategy.

Budget details:

Cost element	2024
1. Work arising from sub-strategy (SP2.1)	\$268,622
2. Ongoing equity, diversity and inclusion (EDI) work	\$195,550
Totals	\$464,172

Rationale for 2024 budget:

1. This budget includes work for SP2.1, including:
 - consulting fees for the research strategy;
 - the 30 by 30 conference; and
 - staff salary for Advisor, Equity and Belonging.

This budget also includes ongoing work to support 30 by 30, including:

- communication and promotion of 30 by 30 (e.g., 30 by 30 webpage, monthly newsletter, etc.);
 - developing an employer engagement strategy in consultation with the Regulators;
 - participation in and promotion of International Women in Engineering Day (INWED), the DiscoverE Persist Series in Canada and other days of national recognition;
 - sponsoring the Engendering Success in STEM research consortium and participation in their partner meeting;
 - translation for 30 by 30 communications materials; and
 - travel to women in engineering conferences, events, and meetings with Regulators on 30 by 30.
2. This budget includes ongoing EDI work under Core Purpose 9, including:
 - engaging and supporting the Indigenous Advisory Committee with virtual meetings and one in-person meeting in Ottawa in 2024;
 - support for the Decolonization and Indigenization in Engineering Education Network (DIEEN) sessions;
 - sponsorship for the American Indian Science and Engineering Society in Canada (AISES in Canada) Gathering;
 - participation in the Canadian Council for Aboriginal Business (CCAB) Progressive Aboriginal Relations (PAR) Program;
 - travel to key EDI meetings;
 - sponsorship for the Women in Engineering Summit (WES);
 - supporting capacity-building for key engineering organizations focused on increasing representation of equity-deserving groups working towards an engineering profession that

- reflects Canadian society (e.g., EngiQueers Canada, Black Engineers of Canada, and Canadian Coalition of Women in Science, Engineering, Trade and Technology (CCWESTT)); and
- data collection, analysis, and production of the National Membership Report.

Considerations for the Board:

- No additional considerations.

Changes to budget since the October Board meeting:

- None
-

**Protecting official marks
2024 Portfolio detail analysis**

Portfolio: Oversee management, registration, and enforcement of Engineers Canada’s trademarks and official marks and administer the federal incorporation process.

Description: This portfolio contains all the work in Core Purpose 10, including the management and enforcement of Engineers Canada’s official marks and trademarks and the administration of the federal incorporation process.

Budget details:

Cost element	2024
1. Trademark enforcement	\$156,000
2. Texts and subscriptions	\$7,650
Totals	\$163,650

Rationale for the 2024 budget:

1. On behalf of all twelve regulators, Engineers Canada actively opposes the misuses of ‘engineer’ title and its trademarks in Canada. It is difficult to predict the accurate number of potential trademark oppositions in 2024, however, it is noted that the number of active oppositions has been steadily growing in the past three years; and the budget of \$156,000 is based on the same and on an estimate for external law firm fees and filing fees with the government. In the event the opposition matters advance to court proceedings, evidence, arguments, and hearings attract larger fees as they require significant amount of time to prepare and present before the court. Currently, there are about 39 active proceedings and six (6) potential hearings that have been identified.
2. This includes the costs to maintain subscriptions to online legal research databases for one (1) user.

Considerations for the Board:

- No additional considerations.

Changes to budget since the October Board meeting:

- None

**Secretariat services
2024 Portfolio detail analysis**

Portfolio: Secretariat services

Description: This portfolio contains all the Board Responsibilities and the expenses related to supporting the Board, its committees, and Engineering Deans Canada (EDC).

Budget details:

Cost element	2024
1. Board and committee meetings	\$782,586
2. Strategic planning and consultation program	\$10,500
3. CEAB meetings	\$244,906
4. CEQB meetings	\$115,851
5. President’s travel	\$30,356
6. Engineering Deans Canada (EDC)	\$48,303
Totals	\$1,232,502

Rationale for 2024 budget:

1. This includes costs for: the Board’s February, April, May, September, and December meetings, the May Annual Meeting of Members (AMM), the June Board strategic workshop, and a one-time allocation of \$100,000 to address the CEO succession plan. It also includes all meetings of Board committees and task forces.
2. This includes costs for meetings and translation of strategic plan and related materials.
3. This includes the costs for two (2) face-to-face CEAB meetings, as well as costs for face-to-face meetings of the CEAB’s Policies & Procedures Committee.
4. This includes the costs for two (2) face-to-face CEQB meetings.
5. This includes the costs for the Engineers Canada President (and their guest, if attending a Regulator annual meeting) to travel within Canada. Costs for travel to specific events (e.g. the International Engineering Alliance) are included in each items’ budget.
6. This includes costs for the CEO (or their designate) to attend two (2) EDC meetings and maintain a relationship with the group. It also includes the costs for a contractor to provide secretariat services to the EDC. The EDC pays Engineers Canada for this service, therefore, \$48,303 of this cost is a flow-through.

Notes:

- The revised board policy 7.1 *Board, committee and other volunteer expenses* has impacted the cost of secretariat services, specifically the cost for business class airfare travel to Board, CEAB and CEQB meetings. The additional costs are approximately \$58,000.

Considerations for the Board:

- The CEAB’s total 2024 budget is \$758,435 versus \$758,158 in 2023. Costs for delivery of ongoing accreditation work items are included in the accreditation portfolio detail analysis.
- The CEQB’s total 2024 budget is \$172,580 versus \$276,197 in 2023. Costs for delivery of work plan items are included in the services and tools portfolio detail analysis.

- The costs for the individual Board meetings are:
 - \$ 124,169 February (winter) meeting
 - \$ 4,978 April (early spring) meeting (virtual meeting)
 - \$ 247,257 May (spring) meeting and AMM
 - \$ 82,952 June Board workshop (BC location)
 - \$ 120,302 September (fall) meeting
 - \$ 6,428 December (late fall) meeting (virtual meeting)

Changes to budget since the October Board meeting:

- The Board has requested that the winter meeting be moved back to in-person, and to partially offset the increased costs by eliminating spouse travel and hospitality costs at the June Board workshop. The net increase in costs is \$80,320.
 - With the recent announcement at the October Board meeting of the CEO retiring in June 2024, a one-time allocation of \$100,000 was added to the budget to address the CEO succession plan in 2024.
-

**Corporate services: other
2024 Portfolio detail analysis**

Portfolio: Corporate services

Description: This portfolio contains work included under Engineers Canada’s Internal Enablers, including miscellaneous corporate services such as salaries, information technology, communications, internal legal services, facilities, corporate memberships, discretionary executive budgets, and CEO travel.

Budget details:

Cost element	2024
1. Administration and finance	\$421,443
2. Executive expenses including corporate memberships and CEO travel	\$77,314
3. Communications	\$88,794
4. Facilities and office expenses	\$686,233
5. Human resources	\$6,557,602
6. Information technology	\$151,740
7. Organizational excellence	\$64,630
Totals	\$8,047,756

Rationale for the 2024 budget:

1. This includes expenses such as corporate insurances, audit fees, investment advisor fees, bank service fees, the accounting software subscription, and amortization of \$206,735.
2. This includes expenses related to general and miscellaneous travel expenses for the CEO (i.e. travel not related to a specific meeting, such as a CEO Group meeting or a Board meeting), Executive Team consulting and miscellaneous expenses, and corporate memberships (e.g. Excellence Canada, World Federation of Engineering Organizations, Chamber of Commerce, Canadian Network of Agencies for Regulation, etc.).
3. This includes corporate communications strategy, corporate communication services, development, maintenance, and hosting of public websites and periodicals such as Engineering Matters and the Daily Media Report.
4. This includes rent of \$609,781, spending on office services and supplies, telephone costs, and facilities repairs and maintenance.
5. This includes all salaries and benefit costs, as well as human resources related costs such as recruitment, parental leave top-ups, staff training, consultant fees, memberships.
6. This includes licence subscription fees for Office 365 and Amazon WEB Services (cloud-based data storage), ISP costs, and non-capital expenses for monitors, keyboards, etc.
7. This includes expenses related to collaboration software, event management software (Pheedloop), planning software (Envisio), evolving our volunteer management program and upholding Engineers Canada’s ongoing commitment to excellence.

Considerations for the Board:

- No additional considerations.

Changes to budget since the October Board meeting:

- None

BRIEFING NOTE: For decision

Board policy updates		4.5
Purpose:	To approve revisions to existing Board policies	
Link to the Strategic Plan/ Purposes:	Board responsibility: Ensure the development and periodic review of Board policies	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<p><i>THAT the Board, on recommendation of the Governance Committee:</i></p> <p><i>a) approve the following revised Board policies:</i></p> <ul style="list-style-type: none"> <i>i. 2 Definition</i> <i>ii. 4.12 Board self-assessment</i> <i>iii. 4.13 Individual Director assessment</i> <i>iv. 6.4 Finance, Audit, and Risk (FAR) Committee terms of reference</i> <i>v. 7.8 Rules of order</i> <p><i>b) Rescind Board policy 4.10, Standing agenda items</i></p>	
Vote required to pass:	Two-thirds majority	
Transparency:	Open session	
Prepared by:	Joan Bard Miller, Manager, Governance and Board Services	
Presented by:	Alison Anderson, Chair of the Governance Committee	

Problem/issue definition

- The Governance Committee (GC) has identified revisions to five (5) Board policies for Board approval and recommended that the Board rescind Board policy 4.10, *Standing agenda items*.

Proposed action/recommendation

- That the Board review and approve the proposed revisions to the existing policies presented in Appendix 1.

- 2, Definitions:** It is proposed that the policy be reviewed on an annual basis to ensure that the definitions match changes to made to other policies throughout the year. Most changes are expected to be housekeeping in nature. Clarifications have been proposed to the definition “committee” or “board committee”, and the definition of “orientation” is proposed to be removed given its generic nature.

- 4.12, Board self-assessment:** It is proposed that the review period be changed from a biennial to triennial review period, in keeping with the proposed review periods for other Board policies.

Revisions have been proposed throughout the policy to better differentiate regular assessments completed by the Board and the periodic assessments completed by the Regulators. Headings and text have been updated to improve readability and clarify meaning.

It is recommended that the structure and content of the annual Board performance survey be approved by the Human Resources (HR) Committee on the Board’s behalf.

- **4.13, Individual Director assessment:** It is proposed that the review period be changed from a biennial to triennial review period, in keeping with the proposed review periods for other Board policies.

As is proposed with Board policy 4.12 above, it is suggested that the structure and content of the annual peer- and self-assessment surveys be approved by the HR Committee on the Board's behalf.

- **6.4, Finance, Audit, and Risk (FAR) Committee terms of reference:** The proposed changes were put forward by the FAR Committee to reflect that at times there may not be quarterly updates to the risk register for the committee to review; and that the committee focus its review of long-term procurement contracts that extend beyond five years to those that are new with a significant value, i.e., that which exceeds \$100,00 per annum.
- **7.8, Rules of order:** In addition to a proposed change in the review period from two to three years, given the static nature of the policy, minor revisions have been put forward for improved accuracy.
- That the Board rescind Board policy 4.10, *Standing agenda items*.
 - The policy largely consists of details already or potentially captured in other Board policies. For instance, subsection 2, which states that the Board receives updates at each of its meetings from its committees, could be captured in Board policy 6.1, *Board committees and task forces*.
 - Moreover, pre-establishing Board meeting agenda items in policy limits the Board's ability to build an agenda that responds to issues of the day.

Other options considered

- Each member of the GC was assigned two to three policies to review in detail, with proposed revisions by staff, in advance of its September 20, 2023, meeting. Further potential changes to the policies were then presented and considered by the committee.

Risks

- Operating without clear and up-to-date policies puts Directors and the organization at risk in terms of compliance and the transfer of corporate knowledge. This risk is mitigated, in part, through regular and ongoing policy reviews.

Financial implications

- None of the proposed policy revisions have budgetary implications.

Benefits

- The proposed revisions are thought to enhance the existing policies so that the Board and its key stakeholders have access to clear policies that govern Engineers Canada.

Consultation

- In addition to a preliminary review conducted by Engineers Canada's governance staff, the policies were reviewed by others as follows:
 - Engineers Canada's Human Resources (HR) Committee was consulted at its meeting on September 7, 2023, on policies 4.12, *Board self-assessment*, and 4.13, *Individual Director assessment*.
 - Engineers Canada's FAR Committee was consulted at its meeting on August 11, 2023, on policy 6.4, Finance, Audit, and Risk (FAR) Committee terms of reference.

Next steps

- Pending Board approval, the policy manual will be updated to include the revised policies and to remove policy 4.10.

Appendix

- **Appendix 1:** Marked-up (track change) versions of the policies.



2 Definitions

The following terms have been defined for the purpose of navigating this manual.

Date of adoption: April 9, 2018 (Motion 5693)

Review period: ~~Biennial~~ Annual

Date of latest amendment: October 1, 2021 (Motion 2021-10-4D)

Date last reviewed: October 1, 2021

Commented [JBM1]: To ensure that the definitions herein match the policies elsewhere in the manual as they are being updated, it is suggested that this policy undergo administrative updates throughout the year and be reviewed annually by the Governance Committee at their last meeting of the year.

“Annual Consultation Plan” means the list of all planned consultations that Engineers Canada intends to conduct. It includes the Consultation leader, topic, timeline, and groups consulted.

“Annual Meeting” means the annual meeting of the Members held pursuant to the *Canada Not-for-profit Corporations Act*.

“Annual Operating Plan” means the plan produced by the CEO, with input from the chairs of the Accreditation Board and Qualifications Board, which describes the work that Engineers Canada will undertake to deliver on the Strategic Plan during a calendar year.

“Assessment Fee” or **“Per Capita Assessment Fee”** is the annual amount payable to Engineers Canada by each Member. The Assessment Fee is determined by the Members, on recommendation by the Board, in accordance with the Bylaw.

“Auditor” means the chartered professional accountant appointed annually in accordance with the Bylaw.

“Board” means the governing body of Engineers Canada comprised of Directors and the CEO Group Advisor.

“Board members” means the Directors, appointed in accordance with the Bylaw, and the CEO Group Advisor.

“Board record” means recorded information which is created by or for the Board, which may include, but is not limited to: meeting agendas, meeting minutes, any personal notes related to the meeting or agenda, briefing notes, reports, summaries, and policies.

“budget” means the annual budget of Engineers Canada.

“Bylaw” means the rules governing Engineers Canada created pursuant to the *Canada Not-for-profit Corporations Act*.



“CEAB” or “Accreditation Board” means the Canadian Engineering Accreditation Board. Though referred to as a ‘board’ the CEAB is technically a standing committee of the Engineers Canada Board of Directors.

“CEQB” or “Qualifications Board” means the Canadian Engineering Qualifications Board. Though referred to as a ‘board’ the CEQB is technically a standing committee of the Engineers Canada Board of Directors.

“CEO Group” means the group comprised of the senior staff officer of each of the Regulators and also includes the CEO of Engineers Canada.

“CEO Group Advisor” means the chair of the CEO Group or their designate. The CEO Group Advisor is a member of the Board but has no voting rights.

“Chief Executive Officer” or “CEO” means the senior staff officer of Engineers Canada. The CEO reports to the Board and is responsible for the performance of the organization.

“committee” or “Board committee” means a group of people appointed by the set up under the authority of the Board to provide the Board with advice, options, and implications on a specific matter for Board decision, as specified in their terms of reference. Reference to a committee or Board committee(s) includes the members of the CEQB and the CEAB, and their subcommittees.

Commented [JBM2]: This revision reflects that the group might not always be appointed by the Board (e.g. the CEAB/CEQB subcommittee members).

Commented [JBM3]: Added for completeness.

“competency profile” means a description of the skills, attitude and knowledge areas needed for an individual or group.

“Consultation” means a method of obtaining structured feedback from the Key Stakeholders directly impacted by the work of Engineers Canada. It is the act of asking for the advice or opinion of the Key Stakeholders and sharing that input and the resulting decisions with all stakeholders.

“Director” means an individual with voting rights elected by the Members pursuant to the Bylaw and the *Canada Not-for-profit Corporations Act*.

“Direct Reports” means those individuals reporting directly to the Board, including the CEO, the Secretary and the chairs of the Accreditation and Qualifications Boards.

“Engineering Regulators” or simply **“Regulators”** means the twelve associations, as designated by provincial or territorial statute, which govern the practice of engineering in Canada. The Regulators are the owners of Engineers Canada and are also known as the Members pursuant to the Bylaw and the *Canada Not-for-profit Corporations Act*. For clarity, the term “Regulators” is preferred.

“Engineers Canada” includes the Board and all its committees, including the Canadian Engineering Accreditation Board (CEAB) and Canadian Engineering Qualifications Board (CEQB), as well as the Chief Executive Officer (CEO), staff, and operational committees.



“governance” means the process by which the Directors direct and control Engineers Canada. Through policies, the governance process defines rules, processes, accountabilities, roles, and responsibilities for decision-making.

“guiding principles” means the statements which embody the culture of Engineers Canada and that inform and guide decision-making.

“Initiative” means:

- A project: A temporary endeavor undertaken to create a unique product, service, or result.
- A program: A group of related Initiatives managed in a coordinated way to obtain benefits not available from managing them individually. At Engineers Canada, programs are developed for every purpose.
- A service: Intangible products provided by Engineers Canada for the Regulators.

“Key Stakeholders” means the individual, group or organization who may affect, be affected by, or perceive itself to be affected by a decision, activity or outcome of an Initiative. At Engineers Canada, “Key Stakeholders” typically refer to the Regulators and the higher education institutions (HEIs).

“Members” means the classes or groups of members that Engineers Canada is authorized to establish pursuant to the *Canada Not-for-profit Corporations Act* and the Engineers Canada Articles of Continuance. The Members are the twelve Regulators and they are the owners of Engineers Canada. For clarity, the term “Regulators” is preferred.

“National Position Statement” means a consensus position of the Engineering Regulators that is used to influence public policy and facilitate discussion with the federal government.

“officers” means the President, the President-Elect, the Past President, the CEO, the Secretary, and such other officers as the Board may appoint from time to time by resolution.

~~**“orientation”** means the process by which new Directors and members of Board committees are provided with information to help them fulfill their responsibilities to Engineers Canada.~~

“Owners” means the twelve Regulators, also known as the Members pursuant to the Bylaw and the *Canada Not-for-profit Corporations Act*.

“performance measurement” means the process by which the Board and Regulators measure the progress of Engineers Canada towards achievement of the Strategic Plan on an annual basis.

“policy” means a position, value, or perspective that underlies action. Policies may be adopted, amended, or repealed as per the Bylaw.

“President” means the presiding officer of the Board. The individual occupying this role holds such duties and responsibilities as are outlined in Policy 4.9, *Role of the Presidents*.

Commented [JB4]: Given the generic nature of this definition, it is not seen as adding value to the policy handbook.



“process” means any operational activities including activities, practices, methods, technology, conduct, systems, and other operational decision areas.

“quorum” means the minimum number of Directors or committee members required to conduct business.

“Secretary” means the office held by the Chief Executive Officer of Engineers Canada or such other person appointed by the Board. The Secretary is an impartial resource to the Board responsible for the documentation of meeting deliberations, the maintenance of Board Records, and Board compliance with governing documents and applicable law.

“task force” means a group of individuals appointed by the Board to consider a specific matter. A task force is stood down by the Board after its task(s) is (are) completed.

“Strategic Plan” means the plan prepared by the Board in consultation with the Regulators which directs what the organization is to achieve over a specific time period. The plan is approved by the Members as per the Bylaw.

“topic of Consultation” means the brief description of reason for a Consultation.



4 Role of the Board

4.12 Board self-assessments

Date of adoption: March 1, 2019 (Motion 5736)

Review period: ~~Biennial/Triennial~~

Date of latest amendment: February 25, 2022 (Motion 2022-02-4D)

Date last reviewed: February 25, 2022

Assessing Board effectiveness is an important governance responsibility. The purpose of Board self-assessments is to give ~~all Board members~~ Directors, meeting participants, and engineering regulators an opportunity to evaluate and discuss the Board's performance with candor and from multiple perspectives. The ultimate objectives are greater efficiency in the use of the Board's time and increased effectiveness of the Board as a governing body.

4.12.1 Regular Board Self-assessments process

(1) Three types of Board assessments processes are to be used ~~by the Board on a regular basis~~:

- a) a short meeting assessment, conducted at the end of each Board meeting;
- b) ~~an electronic meeting satisfaction~~ survey, conducted electronically -at least annually/once a year; and,
- c) a ~~more detailed, formal~~ annual survey of the Board on its performance.

A. Short Meeting assessment

(1) ~~At the end of each Board meeting, the chair will ask that the meeting move in camera. The attendees will include the Directors, the Direct Reports, and the CEO Group Advisor to the Board. One objective of this in-camera session shall be to engage As part of the Board meeting's in-camera session with Directors only, participants will be asked to engage~~ in a healthy discussion about the quality of the meeting and the decisions taken.

B. Meeting satisfaction survey

(1) ~~In addition, a~~ An electronic meeting satisfaction survey will be sent to all participants at least once a year, ~~following the February, May and/or generally following the~~ October Board meeting(s). Feedback collected helps meeting organizers to understand what is working well and where improvements can be made.

C. Annual survey of the Board performance survey

(1) The annual survey of the Board on its performance provides the opportunity to look internally at the Board itself, reflect on Board members' individual and shared responsibilities, identify different

Commented [JB1]: This proposed revision reflects that this policy includes periodic assessment by the Regulators as well as the Board's self-assessment.

Commented [JB2]: Revisions are not likely to be needed on a biennial basis. With this in mind, extending the review period by one year will reduce the HR and Governance committees and Board's workload.

Commented [JB3]: The assessment mechanisms for each of these groups are outlined below. Section headings have been updated to improve readability.

Commented [JB4]: In-camera sessions are intended for Directors only. Direct Reports and the CEO Group advisor may provide their feedback on the quality of the meeting directly to the Board Chair.

Commented [JB5]: The proposed revisions aim to add clarity as to when the annual meeting satisfaction survey will be circulated.



perceptions and opinions among Board members, and determine areas of responsibility that need attention. Board self-assessment should not be judgmental or focus only on weaknesses and negative aspects. Instead, it should help the Board with succession planning and governance improvements.

- (2) ~~Except when the Governance Committee conducts the governance effectiveness survey (described below),~~ the annual survey and reporting of the Board's effectiveness shall be the responsibility of the Human Resources (HR) Committee. The survey shall be conducted through an anonymous questionnaire and may be supported by an external consultant.
- (3) The following process shall be used:
- a) ~~The HR Committee will review and approve~~ shall agree upon the structure and content of the questionnaire prior to the Winter (February) Board meeting.
 - b) ~~The proposed questionnaire will be presented to the Board at the Winter (February) Board meeting for review and approval.~~
 - c) The questionnaire will generally be distributed after the Winter meeting and Board members will complete the questionnaire within two weeks of receipt.
 - d) Results will be tabulated and analyzed, and a Board assessment report will be prepared.
 - e) The report will be presented to the Board in-camera at its Spring (May) meeting.
 - f) The Board will discuss the report and decide if changes to policies, procedures, or practices are required.
 - g) The incoming Past President will oversee the implementation of any agreed-upon improvements.
- (4) Opinions and comments expressed during the assessment process will not be attributed to individual Board members but should be shared in the aggregate report.

4.12.2 Periodic governance effectiveness survey of the engineering regulators

- (1) In accordance with Board Policy 6.8, *Governance Committee Terms of Reference*, the Governance Committee is responsible to conduct a periodic survey of the Regulators and Directors to evaluate the effectiveness of Board governance and ~~operations, and~~ develop action plans to address any required improvements.
- (2) ~~In years where the Board conducts the broader governance effectiveness survey, the annual survey and reporting of the Board's effectiveness shall be the responsibility of the Governance Committee. The Board assessment will form one part of the questionnaire, and will include questions for Directors that are designed specifically to evaluate Board performance. The survey's focus, scope, and timing will aim to complement established initiatives and inform contemporary issues of concern to the Regulators.~~

Commented [JBM6]: The Governance Committee recommended that the annual survey should be approved at the committee rather than the Board level. This does not preclude the Board from reviewing the survey should the committee signal the need to significantly change the annual survey's structure and/or content.

Commented [JB7]: This requirement is set out in Board policy 7.9, Process for in-camera meetings.

Commented [JBM8]: It is suggested that this section focus solely on the Regulators given that the Directors' annual survey is clearly defined above.

Commented [JBM9]: Given the governance review that is expected to be included in the 2025-2029 Strategic plan, the next governance effectiveness survey that is sent to the Regulators may inform the scope of the governance review.



- (3) The specific results of the ~~Board self-assessment~~ governance effectiveness survey, including any recommendations for improvements, will be presented by the Governance Committee to the Board ~~at its spring (May) meeting~~ within four months of the survey's close.
- (4) The Board will discuss the report and decide if changes to policies, procedures or practices are required.

Commented [JBM10]: The focus and timing of the survey is key to promoting Regulator participation. Removing the set time frame for the survey aims to provide flexibility in timing and focus so that it can adapt to present day issues.



4 Role of the Board

4.13 Individual Director assessment

Date of adoption: March 1, 2019 (Motion 5736)

Review period: ~~Biennial~~ Triennial

Date of latest amendment: December 12, 2022 (Motion 2022-12-4D)

Date last reviewed: December 12, 2022

Commented [JB1]: This policy is being brought forward earlier than its normal review period so that it could be considered in tandem with Board policy 4.12, *Board self-assessment*.

Commented [JB2]: Revisions are not likely to be needed on a biennial basis. With this in mind, extending the review period by one year will reduce the HR and Governance committees and Board's workload.

- (1) The purpose of Director assessments is to support the development of individual Directors, help them enhance their contribution to the Board, and enable them to have a more positive experience as an Engineers Canada Director. The individual Director evaluation process is conducted with the goals of:
- a) providing Board members with an opportunity to reflect on their contribution, and to receive feedback from their peers;
 - b) determining actions that can be taken to increase the value of Director contributions; and,
 - c) informing the President-Elect of the strengths, weaknesses, abilities and desires of individual Board members they will be leading in the coming year.

4.13.1 Assessment process

- (1) Three assessment processes are to be used by the Board:
- a) an ongoing tabulation of attendance at Board, committee, and task force meetings (to be included in every Board agenda book);
 - b) a self-assessment, to be completed by all Directors on an annual basis; and,
 - c) a peer assessment, to be completed in alternate years for some of the Board complement.
- (2) The peer- and self-assessments will be by electronic survey.
- (3) Both peer- and self-assessments shall be the responsibility of the Human Resources (HR) Committee. The following process will be used:
- a) ~~The HR Committee shall prepare draft questionnaires~~ will review and approve the structure and content for both the self- and peer-assessment surveys prior to the Winter (February) Board meeting;
 - b) ~~The proposed questionnaires will be presented to the Board at the Winter (February) Board meeting for review and approval;~~
 - c) The questionnaires will be distributed after the Winter Board meeting and Directors shall complete the questionnaire(s) within two weeks of receipt;
 - d) Directors will be peer-reviewed in year two of their first mandate, and year one of their second mandate;

Commented [JBM3]: The Governance Committee recommended that the annual survey should be approved at the committee rather than the Board level. This does not preclude the Board from reviewing the survey should the committee signal the need to significantly change the annual survey's structure and/or content.

Commented [JB4]: The HR Committee was asked at its meeting on September 7, 2023 to consider moving up the assessments to December. The committee preferred the current time frame so that Directors could attend one additional meeting before completing the assessment.



- e) All Directors will be asked to peer review those colleagues who are subject to the process in any given year;
 - f) Individual results will be tabulated and provided to each individual Director and reviewed by the President-Elect;
 - g) As required, the President-Elect may arrange individual meetings or phone conversations with Directors to discuss the results. The agenda for these meetings may include:
 - i. Discussion of past performance, level of contribution, areas for improvement, and potential supports required by the Director (e.g. training);
 - ii. Identification of the Director's interests in future Board activities, as well as succession opportunities; and,
 - iii. An outline of next steps or agreement on an action plan.
 - h) The President-Elect may present the overall implications of these conversations to the:
 - i. HR Committee to inform the nomination process for Board committees and for new Directors; and,
 - ii. Past President to inform the nomination process for President-Elect.
- (4) Notwithstanding the above and given the purpose of supporting Director growth and development, the results of the assessments and the discussions between the President-Elect and individual Directors are to be treated as confidential.



6 Engineers Canada Board committees and task forces

6.4 Finance, Audit, and Risk (FAR) Committee terms of reference

Date of adoption: May 24, 2019 (Motion 5756) Review period: Biennial
 Date of latest amendment: September 29, 2022 (Motion 2022-09-4D) Date last reviewed: September 29, 2022

The Finance, Audit, and Risk (FAR) Committee enhances the Board’s effectiveness and efficiency on matters related to financial, audit, and risk management policies and monitoring.

6.4.1 Responsibilities

(1) The FAR Committee is tasked to fulfill Board responsibility: *Ensure the CEO maintains and acts on a robust and effective risk management system which reflects the board’s risk tolerance level and directs Board-approved mitigation strategies.* In addition, the FAR Committee shall:

- a) Annually, review and approve the CEO’s budget envelope assumptions.
- b) Annually, review the CEO’s draft budget and make recommendations to the Board.
- c) Review the CEO’s quarterly financial reports and make recommendations to the Board, as necessary.
- ~~d) Quarterly, review on a quarterly basis any changes to the Board and operational risk registers, as applicable, and making necessary recommendations report anything of significance to the Board, and~~
- ~~e) Complete an annual review of the Corporate Risk Profile before it is shared with the Board, generally in May in June, or whenever significant changes occur.~~
- ~~f) Conduct an triennial in-depth analysis of the Board’s strategic risks and make recommendations of acceptable mitigation strategies, residual risks, and required actions to the Board as an input to each new Strategic Plan.~~
- ~~g) Review the investment reports (prepared by a third-party advisor) at least annually and make recommendations to the Board.~~
- ~~h) Review and recommend changes to the Board’s investment policy.~~
- ~~i) Oversee the annual audit including:

 - i. Annually assessing the auditor considering independence, communication and interaction, and quality of the engagement team.
 - ii. Confirming the scope of the audit, which shall include a review of the key financial processes.~~

Commented [JBM1]: Timing has been adjusted to reflect 2022-2023 & 2023-2024 work planning, while also allowing flexibility in timing.

Commented [JBM2]: Bullets d & e were one but have been divided to improve clarity. Bullet d) has been revised to address the Governance Committee’s feedback that the FAR Committee should discuss changes to the risk registers in a timely manner, but that the FAR Committee may forgo its review for any quarter in which there are no changes to the registers.

Commented [JBM3]: Revision proposed to reflect that the timing of this review may change based on the length of the strategic plan.



- iii. Providing an annual report to the Board regarding the audited financial statements and any significant information arising from discussions with the auditor.
 - iv. Providing an annual report to the Members with:
 - A) The Board's approval of the audited financial statements,
 - B) A summary of the auditor's observations together with Engineers Canada staff response, and
 - C) The Board's recommendation for the appointment of the following year's auditor.
 - v. Conducting a comprehensive review of the auditor at least every five years. The outcome of this review is a recommendation to either retain the audit firm or select an alternative audit firm.
 - vi. Providing information to the Board, as provided by the auditor, on significant new developments in accounting principles or relevant rulings of regulatory bodies with implications for the Board's financial policies.
- ii) Review and update the Board on finance-related matters, such as internal financial controls and finance-related policies and procedures.
- ii) Conduct an annual review of any new long-term procurement contracts that extend beyond five years with a value that exceeds \$100,000 per annum.

Commented [JBM4]: This responsibility has been updated to ensure that the FAR Committee's focus is on new significant long-term contracts.

6.4.2 Authority

- (1) The FAR Committee has the authority to meet independently with the external auditor.
- (2) The Chair of the FAR Committee has the authority to meet independently with Engineers Canada's Director, Finance.

6.4.3 Composition

- (1) The FAR Committee is comprised of a minimum of five Directors, including one Director from each of the three larger Regulators: PEO, OIQ, and APEGA. In addition, a Certified Professional Accountant shall be a member of the FAR Committee.
- (2) Quorum for any FAR Committee meeting is 50 per cent of the committee members plus one.
- (3) Committee members shall be financially literate and possess the ability to read and understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to those that could be reasonably expected to be encountered at Engineers Canada.
- (4) The Engineers Canada Director, Finance shall provide support to the FAR Committee.

6.4.4 Competencies of the FAR Committee Chair

- (1) The FAR Committee chair shall have an understanding of:
 - a) Not-for-profit financial reporting standards,



- b) Engineers Canada fiscal operations, ~~and~~
- c) Engineers Canada budgeting process, and
- e)d) Enterprise risk management.



7 Board policies

7.8 Rules of order

Date of adoption: September 26, 2018 (Motion 5716)

Review period: ~~Biennial-Triennial~~

Date of latest amendment: December 13, 2021 (Motion 2021-12-5D) Date last reviewed: December 13, 2021

Commented [JB1]: Revisions are not likely to be required on a biennial basis.

Board meetings will be conducted in an orderly, effective fashion, led and defined by the President or, if required, their designate (the "meeting chair") in accordance with the *Robert's Rules of Order*, unless otherwise described below.

- (1) All Bylaw obligations respecting Board meetings shall be satisfied. In the event of any conflict or inconsistency between the terms and provisions of these rules of order and the Bylaws, the Bylaws shall govern.
- (2) Board meetings shall be called to order at the time specified in the notice of meeting and upon satisfaction of quorum.
- (3) All meetings are recorded, except for any parts of the meetings which may be held in-camera, for accuracy of minute-taking. Recordings are destroyed following the meeting minutes being approved, as the minutes constitute the official record of the meeting.
- (4) Meeting order and decorum shall be maintained and all Directors and CEO Group Advisors (collectively, "Board members") shall be treated with dignity, respect, courtesy, and fairness during discussion and debate and in all other respects.
- (5) During discussion and debate, Board members shall keep their comments relevant to the issue under consideration.
- (6) Board meetings shall be conducted at a level of formality considered appropriate by the meeting chair. Discussion of a matter for decision may not occur until after a motion has been made and seconded.
- (7) The agenda for Engineers Canada Board meetings is developed by staff and approved by the Past President, President, and President-Elect. A preliminary agenda is sent to Board members at least two months in advance of the meeting. Additions to the agenda are invited at this time.
- (8) Agenda books are distributed two weeks prior to the meeting, in order to give Board members the opportunity to review the material and prepare for the meeting. In some circumstances, agenda books may be distributed one week prior.
- (9) All agenda items should be accompanied by a briefing note. The briefing notes generally contain a synopsis of each topic, a proposed resolution, and alternatives. Budget implications are also addressed in most cases.

Commented [JB2]: Revision proposed to account for the fact that information items do not require a motion.



- (10) From time to time, events between the distribution of the agenda and the date of the meeting may necessitate additions to the meeting agenda. There shall be unanimous consent of the Board officers ~~President Elect, President, and Past President~~ to add an item to the agenda before the call to order at the meeting.
- (11) Proposals where the Board must take action, or decide a particular matter, shall (unless otherwise agreed to by unanimous consent) be made by a motion of a Director. If the motion is seconded, it may be discussed, and then voted on.
- a) The meeting chair may not, to the same extent as any other Director, make or second motions, or engage in debate.
 - b) The meeting chair may vote on any matter to be decided.
 - c) A Director may make a motion to amend a motion, but third-level amendments are out of order.
 - d) A motion to refer to a committee, postpone, or table a matter may be made with respect to a pending motion, and, if carried, shall set the motion (the initial proposal) aside accordingly.
- (12) Unless otherwise agreed, Board members may speak to a pending motion on as many occasions, and at such length, as the meeting chair may reasonably allow.
- (13) A vote on a motion shall be taken when discussion ends, but any Director may, during the course of debate, move for an immediate vote (close debate) which, if carried, shall end discussion and the vote on the motion shall then be taken.
- (14) A majority vote will decide all motions before the Board excepting those matters in the Bylaw which oblige a higher level of approval, or those described in sections 10 and 11 of this policy.
- (15) A Director may request to have their vote on the record.
- (16) A motion to adjourn a Board meeting may be offered by any Director or, on the completion of all business, conclusion of the meeting may be declared by the meeting chair.
- (17) When further rules of order are developed by the Board, the Board will consider the most recent edition of *Robert's Rules of Order* as a resource guide.

Commented [JBM3]: The Governance Committee recommended this change to clarify that the Board approves the agenda as its first order of business at the meeting and that the statement refers to the period between the distribution of the agenda and meeting itself, as noted in the preceding sentence.



4 Role of the Board

4.10 Standing agenda items

Date of adoption: May 24, 2019 (Motion 5756)

Review period: Biennial

Date of latest amendment: December 13, 2021 (Motion 2021-12-5D) Date last reviewed: December 13, 2021

- (1) Meetings are the means for the Board of Directors to make decisions regarding the governance and oversight of Engineers Canada, and to provide direction to the CEO and the chairs of the CEAB and CEQB. In addition, meetings provide an opportunity for Directors to bring information from their home Regulator to the national table, and to receive updates on the activities of Engineers Canada.
- (2) At each meeting, the Board receives updates from its committees, including the CEAB, the CEQB, the CEO, the Presidents' Group, and the CEO Group.
- (3) The agenda for all Board meetings shall be developed by staff and approved by the President-Elect, President, and Past President (the "Presidents") approximately two months in advance of each meeting.
- (4) The agenda for the summer Board strategic workshop shall be developed by the President-Elect and CEO, and approved by the Presidents approximately two months in advance of the workshop.

Commented [JB1]: It is recommended that the Board rescind this policy for two reasons: 1) most of this policy is included in other policies, as noted in the comments below; and 2) pre-establishing agenda items in policy limits the Board's ability to build an agenda that responds to issues of the day.

Commented [JB2]: This is covered in BP4.2, Directors' responsibilities, section 1e).

Commented [JB3]: BP6.1, Board, committees and task forces, notes that committees and task forces will report annually on their responsibilities. BP6.1 has been revised to reflect the expectation of reporting at every meeting in lieu of stating it in this policy.

Commented [JB4]: This content is generally covered in BP 7.8, Rules of order. Having this in multiple places makes it tougher to ensure consistency across the policies when updates are made.

BRIEFING NOTE: For decision

Chair assessment surveys		4.7
Purpose:	To approve content of the survey for 2023 chair assessments as per Board policy 6.2, <i>Board, Committee, and Task Force Chair Assessment</i>	
Link to the Strategic Plan/Purposes:	Board responsibility: Hold itself and its Direct Reports accountable Board responsibility: Provide orientation of new Directors, and continuing development of Directors and others who work closely with the Board	
Link to the Corporate Risk Profile:	Decreased confidence in the governance functions (Board risk)	
Motion(s) to consider:	<i>THAT the Board, on recommendation of the HR Committee, approve the content of the 2023-2024 chair assessment survey.</i>	
Vote required to pass:	Simple majority	
Transparency:	Open session	
Prepared by:	Joan Bard Miller, Manager, Governance and Board Services	
Presented by:	Arjan Arenja, Chair of the HR Committee	

Problem/issue definition

- The Board has established through Board policy 6.2, *Board, Committee, and Task Force Chair Assessment* (policy 6.2), a formal process to assess Board, committee, and task force chairs on an annual basis.
- The Human Resources (HR) Committee is responsible for the annual assessment process on the Board's behalf.
- At its meeting on September 7, 2023, the HR Committee endorsed the proposed survey structure and content attached as Appendix 1.

Proposed action/recommendation

- That the survey be approved for implementation.
- That the President-Elect will review and deliver the assessment results as outlined in policy 6.2.

Other options considered

- No other options have been considered at this time given that the assessment is set out in Board policy.

Risks

- As with any form of assessment, there are limitations to peer assessments. These limitations may include the respondents having a limited view of the chairs' work and implicit biases that may skew the results. Conflicting responses may also confuse the feedback being shared with the chair.
- Delivery of the assessment results is the responsibility of the President-Elect. Constructive feedback delivery is a specialized skill that requires years of experience, and this responsibility may not be suited to every President-Elect.

Financial implications

- The costs of administering the surveys have been accounted for within the 2023 budget.

Benefits

- Peer feedback will help the chairs better understand their strengths from which they can build and areas for improvement that they may be able to address through development opportunities.
- Chair development will increase the effectiveness of Engineers Canada's governance systems.
- The assessments inform the President-Elect of the strengths, weaknesses, abilities, and desires of current Board, committee, and task for chairs to be used for succession planning.

Consultation

- Not-for-profit governance experts, tng, have proposed questions for the 2023-2024 chair assessments in consultation with its own database of questions, Engineers Canada's 2022-2023 survey, the Board Policy Manual, and staff.
- The HR Committee reviewed tng's proposed questions against Engineers Canada's 2022-2023 chair assessment questions and endorsed the structure and content of the survey attached as Appendix 1.

Next steps (if motion approved)

- Upon Board approval, the assessment surveys will be circulated to Directors and committee members for completion. The survey will be open for two full weeks.
- Once the survey closes and tabulated reports have been prepared, the President-Elect, or designate, will review and deliver the reports to the chairs.

Appendix

- **Appendix 1:** Structure and content of the 2023-2024 chair assessment survey

Appendix 1 - Structure and content of the 2023-2024 chair assessment survey

Introduction

Welcome to Engineers Canada’s enhanced annual chair assessment survey!

The annual chair assessment survey provides an opportunity for chairs to reflect on their contributions to the committee and Board through feedback from their colleagues part-way through their one-year terms. It also provides the President-Elect with insights that help with Board, committee, and task force chair succession planning.

This assessment was designed for Engineers Canada in accordance with Board policy 6.1, *Board Committees and Task Forces* and 6.2, *Board, Committees, and Task Force Chair Assessment*, and based on well-established governance standards. The survey is being administered by not-for-profit governance experts, tng (www.tngleaders.com) and is distributed as follows:

Subject of assessment	Survey recipients
Canadian Engineering Accreditation Board (CEAB) chair	CEAB committee members, Engineers Canada Board
Canadian Engineering Qualifications Board (CEQB) chair	CEQB committee members, Engineers Canada Board
Finance, Audit, and Risk Committee chair	Committee members, Engineers Canada Board
Governance Committee chair	Committee members, Engineers Canada Board
Strategic Planning Task Force (SPTF) chair	SPTF members, Engineers Canada Board
Collaboration Task Force (CTF) chair	CTF members, Engineers Canada Board
Human Resources Committee chair	Committee members, Engineers Canada Board
Engineers Canada Board chair	Engineers Canada Board, CEAB and CEQB chairs

Please provide your full name and email address. (This information is for tng’s respondent validation and data sorting purposes only. It will not be associated with your survey responses.)

Full Name (first last):

Email Address:

How will the results be used?

Following the close of the survey period, the survey results will be compiled by tng.

The President-Elect or their designate will provide each chair with a report that includes the tabulated responses and open-ended feedback. Each chair has the option of scheduling a discussion with the President-Elect or their designate to discuss their individual results. This meeting is optional, and would focus on:

- **Development opportunities:** Areas for improvement and potential supports required by the individual
- **Involvement opportunities:** Identification of the individual’s interests in future Board contributions and roles, as well as succession opportunities

Unless otherwise marked as confidential for the President-Elect or their designate only, open-ended feedback is anonymously shared with the chair being assessed.

Please ensure that comments are typed out in full and refrain from using “as above”, etc.

Measuring chair competencies

Considering their performance as chair, please rate the competency (i.e. the skill, knowledge and ability) demonstrated by the chairs in the following areas, using this scale:

5 – Very good; 4 – Good; 3 – Acceptable; 2 – Poor; 1 – Very poor

You will have an opportunity to provide a comment to accompany each rating.

	EC President	Chair of GC	Chair of HR	Chair of FAR	Chair of SPTF	Chair of CTF	Chair of CEAB	Chair of CEQB
14) Chair is familiar with the organization's guiding governance documents (articles, Bylaw, policies, procedures, rules, etc.).								
15) Chair is familiar with the group's mandate, terms of reference and work plan.								
16) Chair is familiar with the broader strategic context that influences the work of the organization and the group.								
17) Chair appears confident in the role they're expected to play.								
18) Chair add significant value to the success of the group.								
19) Chair respects and values each group member's contribution.								
20) Group members respect and value the Chair's contribution.								
21) Overall, with support of the Chair's leadership, the group adds significant value to the success and sustainability of the organization.								

General comments

Would you like to provide other feedback or input to support continuous improvement.

General comments will be shared with the individual chair, unattributed, unless clearly indicated as confidential (i.e. intended only for the President-Elect) in your comments.

BRIEFING NOTE: For discussion

Generative discussion on public interest		5
Purpose:	To consider the meaning of public interest in professional regulation.	
Link to the Strategic Plan / Purposes:	Board responsibility: The Board shall ensure that Engineers Canada achieves its purposes and vision in a manner that meets the expectations of the Regulators. Core purpose 6: Actively monitoring, researching, and advising on changes and advances that impact the Canadian regulatory environment and the engineering profession. Core purpose 8: Fostering recognition of the value and contribution of the profession to society and sparking interest in the next generation of professionals.	
Link to Corporate Risk Profile:	Diminished national collaboration (Board risk) Diminished scope and value of engineering regulation (Board risk)	
Transparency:	Open session	
Prepared by:	Stephanie Price, Executive Vice President, Regulatory Affairs Joan Bard Miller, Manager, Governance and Board Services	
Presented by:	Nancy Hill, Board Chair	

Problem/issue definition

- “Public interest”, in the context of professional regulation in Canada, refers to the overarching principle that these professions exist to serve and protect the well-being and best interests of the general public. The self-regulatory bodies are entrusted with the responsibility of ensuring that their registrants (professionals) adhere to high standards of competence, professionalism, and ethical behavior in their interactions with the public.
- Most professions have it enshrined in legislation that their mandate is to regulate their profession in the public interest. However, the term is vaguely defined and has different contexts for each profession and the public in which it is serving.
- As noted by Harry Cayton in his review of the [Governance of the Law Society of British Columbia](#), “[t]he public interest is notoriously difficult to define: we might better say ‘the publics’ interests’, there being many different publics with varied interests at different times and in different circumstances.”
- Definitions of the public interest can be used both to justify and defend regulatory actions.
- In lieu of a singular definition, how should decision-makers at all levels consider the publics’ interests’?

Proposed action/recommendation

- The Board is invited to engage in a generative discussion about how Engineers Canada can support engineering regulators in the maintenance of consistent high standards that serve the publics’ interests’. The discussion is intended to initiate dialogue on the topic and not necessarily lead to immediate outcomes.
- Generative governance was identified by Chait, Ryan and Taylor in *Governance as Leadership: Reframing the Work of Nonprofit Boards*, as one of three necessary modes of governance in which Directors should work. The other two modes are strategic and fiduciary.
- Generative discussions are used to help the Board understand issues in new ways that help to better support problem solving. When working in a generative mode, “the board engages in deeper inquiry, exploring root causes, values, optional course and new ideas” instead of seeking to make a decision. Insights from Richard Chait are included in Appendix 1.

- At its workshop in June 2023, Engineers Canada’s Board signaled a desire for more generative discussions.
- A generative discussion about public interest could help the Board better understand professional regulation in Canada and the challenges currently facing engineering regulators, and lead to improved ways in which Engineers Canada supports the regulators.
- It is suggested that the Board break into small groups of 4-5 and consider the following questions, the responses of which will be summarized in plenary:
 - How would a more fulsome understanding of the public’s interests’ support the Board in its decision making?
 - What would a more fulsome understanding of the public’s interests’ for engineering regulation include?
 - What would it mean to expand beyond the typical considerations of physical safety, economic and environmental interests?
 - Are there ways in which Engineers Canada may enhance its governance systems to support the engineering regulators in their work to serve and protect the public’s interests’?
- To inform its discussion, the Board has been provided with background information that is not intended to serve as precedents but rather to stimulate thinking.

Next steps

- Next steps may emerge through discussion or at a later date when the Board considers future work and initiatives.

Appendices

- **Appendix 1:** “Governance as Leadership: An interview with Richard P. Chait”, *Great Boards*.
- **Appendix 2:** Concepts and examples of public interest in professional regulation

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Summer 2005 Vol. V, No. 2

GREAT BOARDS

Published by Bader & Associates Governance Consultants, Potomac, MD

Governance as Leadership: An Interview with Richard P. Chait

A new book entitled *Governance as Leadership: Reframing the Work of Nonprofit Boards* introduces some much-needed fresh thinking into the never-ending search for board effectiveness. Its three authors say traditional board improvement approaches, including their own, fall short because they misdiagnose the problem. “What if one of the central problems plaguing the board is not, in fact, uncertainty about its important roles and responsibilities, but rather a lack of compelling purpose in the first place?” the authors ask. “We maintain that many board members are ineffectual not because they are confused about their role but because they are dissatisfied with their role.”

The book recommends reframing board work around “three modes” of governing. The first is the fiduciary mode, in which the board exercises its legal responsibilities of oversight and stewardship. The second is the strategic mode, in which the board makes major decisions about resources, programs and services. The third is the “generative” mode, in which the board engages in deeper inquiry, exploring root causes, values, optional courses and new ideas.

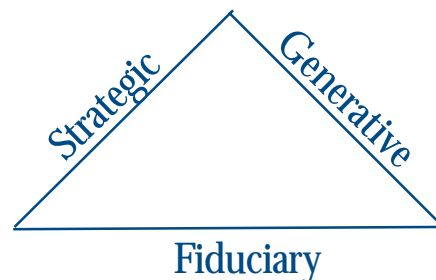
Generative governance engages and challenges trustees intellectually. It’s what leaders do best. Yet most boards spend most of their time on fiduciary work, and they devote little time to the generative mode.

Barry S. Bader, publisher of *Great Boards*, interviewed one of the book’s

co-authors, Richard P. Chait, a professor at the Harvard Graduate School of Education, about the book’s applications for hospital and health system boards.

Q. Common complaints about board performance are that boards are under-involved, excessively involved or unclear about their responsibilities. But you say boards suffer from a problem of purpose, not performance.

A. Limited purpose produces limited performance. The question is: How do we create not just a job to do but a job worth doing? How do we get people not to just do the work, but to do *better* work? Our assertion



has been that as the work of the board becomes truly more consequential, meaningful and influential, the performance of the board will rise. Most boards of larger, more mature organizations go to great lengths to attract talented, bright, successful trustees. Then, the board underperforms because the opportunities are not commensurate with their capacity, and they become bored.

For example, a college board can ask, “Should we build a new fitness

center for students and equip it with climbing walls and hot tubs?” The fiduciary questions are: “Do we have the money and the space?” The strategic question is: “Should we do this to keep up with the competition?” The generative questions are: “What produced this amenities arms race? Will it ever stop? Do we want to pass or play? If we play, what are our principles?”

Q. Many hospital and health system boards are grappling with whether to joint venture with their doctors, and on what terms. Are the generative questions: “Where is the healthcare system headed, and what kind of long-term relationship do we want to have with our physicians?”

A. We can look at whether to joint venture as a short-term question, whether it helps our self-interest, or we can look at the problem a little differently, and say, this is a problem about the future of medicine. What great governance does, what great leadership does, is it selects and frames the problems. To work in this mode well, committees need to think not about decisions or reports as their work product, but to think of understanding, insight and illumination as their work products. Unfortunately, many boards and executives feel if you are not making decisions, you are not governing. We are saying governing is a set of activities that generates the need for decisions.

See *interview*, page 2

interview from page 1

Q. Most board members are not experts in the field in which their organizations practice. To engage in generative governance, don't board members face a steep learning curve?

A. What is interesting about generative work is not that you can get away with being uninformed, but the kinds of inquiry that we would associate with generative work are less dependent on technical knowledge. At the Boston Museum of Fine Arts, board members faced the question of whether to rent artwork to the Bellagio hotel in Las Vegas (for a hefty price). They don't need to know much about art history, but they do need to know about the traditions, values, culture and image of the Boston Museum of Fine Art. They need to know enough to think about the ramifications this has for their sense of self and their image.

Q. You talk about the fact that boards often organize themselves and their committee structures to do tasks as opposed to doing generative work, or to work in any of the three modes. Are you seeing less use of any particular committees, or conversely, greater use of issue-oriented task forces?

A. Very much the latter, with task forces tied to strategic priorities. We are seeing a discernable de-emphasis of both the number of and status accorded to standing committees. They are either consolidated or differentiated. Some meet only on a business necessity basis, such as facilities committees that only meet when there is a capital construction project that rises above seven figures.

The structural response for generative work is less in committees and more in how the discourse or the discussion unfolds. Generative work

could be done by a standing committee.

Let's go back to the amenities arms race. You would have a conversation and say, "How does this issue look from the standpoint of parents and of faculty?" Faculty would say, "You don't have money for a physics laboratory, but you have money for a rock climbing wall?" You'd ask, "What is the strongest case we could make to be a first mover in this arena? Should we outstrip everybody and put in concierge-level, Ritz Carlton-type dormitories? What's the argument to be made for that? What's the argument against it?"

Generative work conveys the gift of helping executives see things better, improving their perception and perspective so that they are in a better position to invent new goals, to discard old goals, to better see problems and to discard problems that really are not that important in the long run.

Q. Are there any prerequisites to a board's redefining its purpose as leadership or, put another way, are there some boards that should not take the advice you offer?

A. It would not be the place I would start in an organization in extreme crisis. Solve the crisis first. If you are hemorrhaging, this is not the moment to ask about the underlying meaning or long-term implications of some issue. You have to put the tourniquet on first.

It is probably not the kind of work that makes sense for organizations where the board is in effect part of the management team because it is such a small, thinly staffed organization. I don't know that spending a great deal of time in a generative mode is going to work for really small or start-up organizations, but that is not the

world of hospitals and healthcare.

Finally, not every CEO wants to do this. If this is going to so rankle and alienate a CEO whom you otherwise find to be the perfect match for you, maybe a board would make a considered judgment that it is more important to have this extraordinarily proficient and talented, if somewhat territorial, CEO in place than it is to run the risk that he or she will leave because we are moving in another direction. Those would be places I would say no go.

Q. A lot of external forces are driving boards more into the fiduciary mode. Does this work against boards having the talent and time for generative governance?

A. If the fiduciary mode is all we do, it certainly will be at cross purposes to doing generative work. We will have created procedural accountability, not performance accountability. We will put a huge emphasis on compliance rather than on performance. Under the worst of circumstances, you can imagine an organization that is both lawful and financially viable—and of no social purpose.

You have got to get the fiduciary mode right. If you don't, you can't go forward. It makes no sense to be generative if you are on the precipice of bankruptcy or engaged in ethically questionable behavior. But if boards spend all their time on financial literacy, integrity, compliance and legal liabilities, we will have missed the boat on what governance should be.

Governance as Leadership: Reframing the Work of Non-Profit Board by Richard P. Chait, William P. Ryan and Barbara E. Taylor is published by BoardSource and Wiley. For copies, go to <http://www.boardsource.org> or call (800) 883-6262. **GB**

What is the Public Interest?

The primary objective of professional regulation is to protect the public from risk of harm. This has been traditionally understood to mean protection from risks to physical safety, financial safety or to the quality of services provided.

In British Columbia, the Professional Governance Act, 2018 clearly lays out this requirement:

It is the general duty of a regulatory body at all times to:

- a) serve and protect the public interest with respect to the exercise of a profession, professional governance and the conduct of registrants in the registrants' regulated practice, and
- b) exercise its powers and discharge its responsibilities in the public interest.

While some engineering legislation does define “public interest”, most legislation deliberately leaves this term undefined. Even when a definition is provided, for example in the Manitoba Engineering and Geoscientific Professions Act, 1998, it is normally vague and open to interpretation.

"public interest" means the well-being, convenience and concern of the public at large

This lack of specificity is often seen as an advantage since the public interest varies based on both the profession and on the context and jurisdiction in which services are delivered. The public interest in the practice of accountancy is very different than the public interest in the practice of nursing or the public interest in the practice of engineering or the public interest in the practice of veterinary medicine.

In fact, the Supreme Court of Canada stated in the 2017 Green case (a case regarding the ability of the Law Society of Manitoba to set and enforce regulatory requirements) that it is the regulator who should define the public interest.

First of all, the Act contains an expansive purpose clause that obligates the Law Society to act in the public interest: “The purpose of the society is to uphold and protect the public interest in the delivery of legal services with competence, integrity and independence” (s. 3(1)). The meaning of “public interest” in the context of the Act is for the Law Society to determine. In pursuing this purpose, the Law Society *must* “(a) establish standards for the education . . . of persons practising or seeking the right to practise law in Manitoba; and (b) regulate the practice of law in Manitoba”

Recently, some regulators in Canada have seen shifts in their understanding of the public interest or had new public interests explicitly added to their mandates by governments. This has resulted in an expansion of their definition of the public interest that has impacted *how* they regulate including the standards they set, the programs they run, and the ways that they govern.

As an example, in British Columbia the provincial government commissioned an investigation into anti-Indigenous racism in the delivery of health care services in April 2020. The subsequent report, In Plain Sight, has led to significant actions from health regulators including an apology, new practice standards, changes to complaints processes and governance models, and training and supports for staff and volunteers (see two-year update from the BC Colleges of Nurses and Midwives, of Physicians and Surgeons, and of Pharmacists for more details).

- ➔ The definition of the public interest was expanded, and it is now clearly understood that eliminating anti-Indigenous racism in health care is in the public interest.

Another example has been the impact of labour shortages in the health care sector in Ontario. The Regulated Health Professions Act, 1991 has always stated that “it is the duty of the Minister to ensure

that the health professions are regulated and coordinated in the public interest” In 2008, Schedule 2 of this act was amended to state “It is the duty of the College to work in consultation with the Minister to ensure, as a matter of public interest, that the people of Ontario have access to adequate numbers of qualified, skilled and competent regulated health professionals” (s2.1) This requirement was further strengthened in 2022 when Section 16.3 of Schedule 2, “Emergency Classes of Registration”, was introduced. This section mandated all health regulators to establish a new emergency class of registration and to make regulations to enact this class. This resulted in new registration requirements, new bylaws and new processes and procedures from many regulated health professions in Ontario.

- ➔ The definition of the public interest was strengthened, and it is now clearly understood that labour force considerations are a part of the mandate of health regulators in Ontario.

From these examples, it is clear that the concept of the public interest is not fixed, but rather changes with time. As our understanding of the who “the public” includes broadens, so does our understanding of what the public interest might be. Some regulators now refer to the “publics’ interests” when speaking about this topic, to reflect the differences between all sectors of society.

Rather than have new understandings of the public interest mandated to them, many regulators proactively consider what the public interest means for them. In so doing, they consider both how their profession impacts the public and what risks they are trying to mitigate, and they consider the public that they serve and how the public’s expectations and interests may be shifting.

This can include cataloguing and ranking the potential risks: from physical safety, to economic interests, to environmental protection, to cultural, psychological and emotional safety. It may also include surveying the public through public opinion polls, focus groups or feedback from clients/users of the profession.

Defining the public interest and modifying regulatory activities to serve a changing public interest, are now frequently understood to be part of a regulator’s mandate.