

MINUTES OF THE 231st ENGINEERS CANADA BOARD MEETING

February 28, 2025, 9:00am-5:00pm (ET)

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

The following Directors were in attendance:	
M. Wrinch, Chair	T. Joseph
J. Van der Put, President-Elect	T. Kirkby
N. Hill, Past President	S. Larivière-Mantha
A. Arenja	A. Lockwood
C. Bellini	J. Martel
E. Coles	A. Mullick
C. Cumming	J. Paliwal (virtual)
C. Dixon	M. Rose
L. Doig	D. Spracklin-Reid
A. English	M. Sterling
S. Jha	
The following Directors sent regrets:	
N. Turgeon	M. Mekomba
The following CEO Group Advisor was in attendance:	
P. Mann, Chair, CEO Group	
The following Direct Reports to the Board were in attendance:	
F. Collins, Chair, CEQB (virtual)	P. Rizcallah, CEO
J. Pieper, Chair, CEAB	L. Go, General Counsel and Corporate Secretary
The following observers were in attendance:	
Dan Abrahams, Vice-President, PEO (virtual)	Jim Landrigan, Engineers PEI, Executive Director / Registrar
Shawn Amberman, Vice-President, APEGNB (virtual)	Adam Mackenzie, President, Engineers PEI
David Amorim, President, EGMB	Vince McCormick, Executive Director, NAPEG
Lia Daborn, CEO, APEGNB	Jay Nagendran, CEO, APEGA
Ian Farthing, President-Elect, APEGS	Mark Porter, President, EGBC (virtual)
Derek Follett, Chair-Elect, PEGNL	Jennifer Quaglietta, CEO, PEO (virtual)
Jackie Fisher, VPE, CFES	Sarah Sternbergh, President, Engineers Yukon
Michael Gregoire, CEO, Engineers Geoscientists MB	Tracey Stock, President, APEGA (virtual)
Paul Guy, President, NAPEG	Erin Moss Tressel, President, APEGS
Stormy Holmes, Executive Director & Registrar, APEGS (virtual)	Adam Wallace, Vice-President, Engineers Yukon
Mike Houvardas, Vice-President, EGMB	Mary Wells, Chair, EDC (virtual)
Kim King, Executive Director, Engineers Yukon	Gregory Wowchuk, President, PEO
	Heidi Yang, CEO, Engineers & Geoscientists BC
The following staff were in attendance:	
Joan Bard Miller, Manager, Governance, Board Services	Derek Menard, CFO (virtual)
Juliet Chou, Governance Coordinator	Jeanette Southwood, VP, Corporate Affairs & Strategic Partnerships
Trina Hubley, Vice-President, Regulatory Affairs	Mya Warken, Secretary, CEAB (virtual; item 4.9)
Ryan Melsom, Secretary, CEQB (virtual; item 4.10)	

1. Opening

1.1 Call to order and approval of agenda

M. Wrinch, President, Engineers Canada, called the meeting to order at 8:58 am ET. Participants were welcomed and the land was acknowledged.

Motion 2025-02-1D

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.

M. Wrinch shared a diversity moment, focussed on Black History Month.

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

There were no comments or questions.

b) Board attendance list

A request was made to include the respective CEAB and CEQB Nominating Committee meetings in future versions of the Board attendance list.

2. Executive reports

2.1 President's report

M. Wrinch provided a verbal update to the Board on his Engineers Canada-related activities since the previous Board meeting, which included:

- Attendance at the Canadian Federation of Engineering Students' annual leadership meetings,
- Greetings (virtual and in-person) at Regulator AGMs,
- Weekly meetings with the CEO,
- The CEO's annual assessment as part of the HR Committee, and
- Preparations for the Board meeting.

2.2 CEO update

P. Rizcallah, CEO, Engineers Canada, provided the Board with highlights of operational work undertaken since the December 2024 Board meeting and a snapshot of the organization's financial health.

A discussion ensued.

2.3 CEO Group report

P. Mann, CEO Group Advisor to the Board, reported on the CEO Group's meeting held on February 26-27, 2025.

Discussion ensued about supporting collaboration and harmonization amongst the Regulators, and addressing risks to equity, diversity, inclusion and accessibility (EDIA) initiatives by the Regulators considering the backlash to EDIA occurring in the United States.

2.4 Presidents Group report

D. Follett, President-Elect, Professional Engineers and Geoscientists of Newfoundland & Labrador, reported on the President Group's meeting held on February 27, 2025, and a discussion ensued.

3. Consent agenda

3.1 Approval of minutes

THAT the minutes of the December 9, 2024 Board meeting be approved.

3.2 Approval of the Governance Review Task Force work plan

THAT the Board approve the Governance Review Task Force work plan.

Motion 2025-02-2D

Moved and seconded

THAT consent agenda items 3.1 and 3.2 be approved.

Carried

4. Board business / required decisions

4.1 Annual Strategic Performance Report

P. Rizcallah presented the Annual Strategic Performance Report that was pre-circulated to the Board. Clarifying questions were addressed.

Motion 2025-02-3D

Moved and seconded

THAT the Board approve the 2024 Annual Strategic Performance Report, for circulation to the Members for information at the 2025 Annual Meeting of Members.

Carried

4.2 Realizing accreditation and academic assessments

P. Rizcallah updated the Board on the 2025-2029 strategic direction, Realizing accreditation and academic assessments (RAAA), which follows on the 2022-2024 strategic direction, Futures of Engineering Accreditation (FEA). P. Rizcallah and T. Hubley, Vice-President, Regulatory Affairs, addressed questions from the Board.

The Board recognized the need to make further decisions based on the recommendations of the FEA Path Forward Report in a timely manner. The Board also signaled the need to ensure that its decision making is informed by education on accreditation and reports from the CEAB and CEQB.

Management will:

- deliver education sessions to support future Board decision making, and
- apprise the Board of the outcomes from the Full Spectrum Competency Profile (FSCP) pilot study, in due course.

4.3 Governance Committee

S. Larivière-Mantha, Governance Committee Chair, provided an update on Governance Committee activities since the Late Fall Board meeting, which included a previously unscheduled

meeting to address the Board's request in October that the Governance Committee review the provision for guest allowances at Board meetings.

4.4 Board policy updates

S. Larivière-Mantha presented for the Board's consideration revisions to five (5) Board policies. Accompanying rationales were pre-circulated to the Board. It was noted that the Governance Committee's review of Board policy 7.1, *Board, committee, and other volunteer expenses*, was limited to the allowance for reasonable travel expenses of guests at Board meetings.

Motion 2025-02-4D

Moved and seconded

THAT the Board, on recommendation of the Governance Committee approve the following revised Board policies:

- i. 5.2, Treatment of staff and volunteers***
- ii. 6.12, Human Resources Committee terms of reference***
- iii. 7.1, Board, committee, and other volunteer expenses***
- iv. 9.2, Qualifications Board guidelines***
- v. 9.3, National position statements***

Carried

4.5 Governance Review Task Force

C. Bellini, Governance Review Task Force (GRTF) Chair, provided an update on the GRTF's inaugural meeting and subsequent activities.

A discussion ensued.

4.6 Human Resources (HR) Committee

N. Hill, HR Committee Chair, provided an update on HR Committee activities since the Late Fall Board meeting, which included setting the CEO's goals for 2025. The Board was reminded of the call for President-Elect nominees and the forthcoming Board and Director assessments.

4.7 2025 CEO objectives

N. Hill, HR Committee Chair, presented the pre-circulated CEO objectives that were developed with guidance from the HR Committee and finalized by the three presidents and CEO.

A discussion ensued.

Motion 2025-02-5D

Moved and seconded

THAT the Board, on recommendation of the three presidents, approve the 2025 CEO objectives.

Carried

4.8 FAR Committee

M. Rose, Finance, Audit and Risk (FAR) Committee Chair, provided an update on FAR Committee activities since the Late Fall Board meeting.

A brief discussion ensued on the FAR Committee and Board's respective roles in overseeing risk. The FAR Committee will conduct an in-depth review of the Corporate risk profile (CRP) at its

meeting on March 6 and then present the CRP to the Board on May 23. The Board was reminded that it retains the ability to raise concerns about risks at any time in addition to the formal review of the CRP.

4.9 CEAB

J. Pieper, CEAB Chair, provided an update on CEAB activities since the Late Fall Board meeting. Presentation slides were pre-circulated.

CEAB workplan

J. Pieper requested that the Board consider approving the Ongoing operational work, Procedural work, and Policy and criteria work sections of the 2025 CEAB workplan. At its December 9, 2024, meeting, the Board deferred approval of these sections of the work plan, then grouped as the Criteria, Policies and Procedures section (Motion # 2024-12-10D).

The Board considered whether certain work plan items under consideration be referred to the CEO as part of the 2025-2029 strategic direction, Realizing accreditation and academic assessments, that will build on the Futures of Engineering Accreditation (FEA) Path Forward Report.

Motion 2025-02-6D

Moved and seconded

THAT the CEAB workplan be amended to refer: items 2, 3 and 4 from the Procedural Work and item 2 from the Policy and Criteria Work, to the CEO to consider this work under Realizing accreditation and academic assessments (RAAA) and move forward with those items that are aligned with the RAAA under the co-design process of the RAA and to report back to the Board on items that are not aligned with the RAAA in April.

Defeated

Motion 2025-02-7D

Moved and seconded

THAT the Board approve the Ongoing operational work, Procedural work, and Policy and criteria work sections of the 2025 CEAB work plan in accordance with the Futures of Engineering Accreditation Path Forward Report.

Carried

4.10 CEQB

F. Collins, CEQB Chair, provided an update on behalf of the CEQB. Presentation slides were pre-circulated.

Clarifying questions were asked and answered.

4.11 Board's 30 by 30 Champion

T. Joseph provided an update on behalf of the 30 by 30 network and highlighted plans for the 2025 30 by 30 Conference. Presentation slides were pre-circulated.

A discussion ensued about ensuring the sustainability of EDIA efforts and the 30 by 30 Conference.

5. Next meetings

The next Board meetings are scheduled as follows:

- April 2, 2025 (virtual)
- May 23, 2025 (Vancouver, BC)
- June 16, 2025 (Waterton, AB)

6. In-camera sessions

6.1 Board Directors, Direct Reports and CEO Group Advisor

Motion 2025-02-8D

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, Engineers Canada CEO, the chairs of the CEAB and CEQB, the Secretary, and the CEO Group Advisor.
Carried

6.2 Board Directors and CEO

Motion 2025-02-9D

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

6.3 Board Directors only

Motion 2025-02-10D

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 and HR Committee members.
Carried

7. Closing

With no further business to address, the meeting closed at 3:45pm ET.

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

Michael Wrinch, PhD, FEC, P.Eng., ICD.D, President

Light Go, General Counsel and Corporate Secretary