

MINUTES OF THE 218th ENGINEERS CANADA BOARD MEETING

February 23, 2023, 8:30am-5:00pm (ET)

Hybrid delivery: Chateau Laurier, Ottawa, ON | Zoom

The following Directors were in attendance:	
K. Baig, President (Chair), Québec N. Hill, President-Elect, Ontario D. Chui, Past President, Ontario A. Anderson, Yukon A. Arenja, Ontario N. Avila, Alberta M. Belletête, Québec (virtual) E. Barber, Saskatchewan A. Baril, Québec (virtual) C. Bellini, Ontario G. Connolly, Prince Edward Island (virtual)	C. Cumming, Nova Scotia A. English, British Columbia S. Jha, Northwest Territories and Nunavut T. Joseph, Alberta D. Nedohin-Macek, Manitoba M. Rose, New Brunswick D. Spracklin-Reid, Newfoundland and Labrador (virtual) M. Sterling, Ontario J. Van der Put, Alberta M. Wrinch, British Columbia
The following Directors sent regrets:	
V. Benz, Alberta	N. Turgeon, Québec
The following CEO Group Advisor was in attendance:	
L. Daborn, Chair, CEO Group	
The following Direct Reports to the Board were in attendance:	
M. A. Hodges, Chair, CEQB P. Klink, Chair, CEAB	G. McDonald, CEO L. Go, Acting General Counsel and Corporate Secretary
The following observers were in attendance:	
D. Abrahams, Staff, PEO (virtual) M. Adams, President, Engineers and Geoscientists BC (virtual) J. Bradshaw, CEO, PEGNL F. Collins, Vice-Chair, CEQB (virtual) J. Corriveau, Staff, APEGA K. Deluzio, Chair, EDC (virtual) J. Desjarlais, President, APEGS L. Doig, President, APEGA M. Fewer, Incoming CEO, PEGNL A. Gaffney, Stakeholder, CNAR K. Hogan, President, EngYK	S. Holmes, CEO, APEGS K. King, CEO, EngYK S. Kresta, Stakeholder, EDC (virtual) J. Landrigan, CEO, Engineers PEI P. Mann, CEO, Engineers Nova Scotia (virtual) B. O’Keefe, President, PEGNL J. Quaglietta, CEO, PEO (virtual) I. Smallwood, President, EGM (virtual) G. Vogelsang, President-Elect, APEGS H. Yang, CEO & Registrar, Engineers & Geoscientists BC R. Roy, President, APEGNB S. Sternbergh, Vice-President, EngYK (virtual)
The following staff were in attendance:	
J. Bard Miller, Manager, Governance and Board Services J. Chou, Governance Coordinator R. Gauthier, Executive Assistant (virtual) R. Melsom, Manager, CEQB D. Menard, Director, Finance (virtual) M. Ouellette, Manager, Strategic and Operational Planning (virtual) R. Lampron, Accreditation Program Advisor (virtual) A. Peverley, Coordinator, Qualifications	S. Price, Executive Vice President, Regulatory Affairs J. Southwood, VP, Corporate Affairs & Strategic Partnerships J. Taylor, Manager, Public Affairs and Government Relations (virtual) H. Theelen, Director, Strategic Planning & Organizational Excellence (virtual) M. Warken, Manager, CEAB N. Proulx, Director, Human Resources

1. Opening

1.1 Call to order and approval of agenda

Engineers Canada President, K. Baig, called the meeting to order at 8:33am ET. Participants were welcomed and the land was acknowledged.

Motion 2023-02-1D

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.

K. Baig shared a diversity moment focussed on climate change and its complexities and effects on our society. Women in marginalized groups, such as Indigenous women and Black women, are disproportionately affected. To learn more about the gendered effects of climate change, visit the [Canadian Research Institute for the Advancement of Women](#).

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.

b) Board attendance list

The attendance list as of February 8, 2023, was pre-circulated. No questions were received.

2. Executive reports

2.1 President's report

K. Baig reported to the Board on her Engineers Canada-related activities since the previous Board meeting which included the following activities:

- Working with staff on the Temporary exemption for students going on international exchange.
- Videotaping greeting messages for two regulators.
- Contributing to the planning of two conferences:
 - “Forum sur l'ingénieure et l'ingénieur de demain”, as part of Polytechnique Montreal's 150th Anniversary, and
 - “ACFAS (Association francophone pour le savoir)”.
- Contributing to a forthcoming article in *The Globe and Mail* about the 150th anniversary of Polytechnique Montreal.

No questions were received.

2.2 CEO update

G. McDonald, Engineers Canada CEO, reported that his weekly email to stakeholders contained all relevant updates. It was noted that Engineers Canada shares information between regulators when available but that these updates will remain separate from reporting on Engineers Canada activities.

2.3 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 February 21, 2023. It was noted that CEO Group discussed the importance of, and workload put on, the General Visitor in the accreditation process and the resultant contributions to the process. No changes to the role are currently proposed by the CEO Group.

2.4 Presidents Group report

L. Doig, President, APEGA, presented the pre-circulated slides updating the Board on the President Group's meeting held on February 21, 2023. The following discussion was captured:

- It was noted that the terms of reference being prepared for the Presidents Group does not require review by Engineers Canada's Governance Committee or approval by the Board given that there is no formal reporting relationship between the Presidents Group and the Board.
- Likewise, suggested actions from either the Presidents Group or CEO Group reports are only actioned at the Board's discretion. The process by which regulators may bring issues forward to the Board is outlined in welcome materials to the regulator Presidents from Engineers Canada.
- In the current governance structure, presentations from committees and task forces to the Presidents Group create informal opportunities to share information with the regulators' councils.

3. **Consent agenda**

3.1 Approval of minutes

THAT the minutes of the December 12, 2022 Board meeting be approved.

3.2 National Position Statements

- a) THAT the following new National Position Statements be approved:
 - i. Ventilation Systems and Building Management in Reducing Airborne Contaminants
 - ii. Federal Regulations of Small Fishing Vessel Design
- b) THAT the following updated National Position Statements be approved:
 - i. Climate Change and Extreme Weather Events
 - ii. The Role of Engineers in Canada's Long-term Economic Recovery

3.3 Appointment of Secretary to the Board

THAT the Board appoint Light Go as Secretary to the Board, the change in office to take effect immediately.

Motion 2023-02-2D

Moved and seconded

THAT the consent agenda motions, except 3.2a(ii), be approved in one motion.

Carried

The Board supported approval of the new National Position Statement, “Federal Regulations of Small Fishing Vessel Design”. However, it was suggested that the approved National Position Statement be updated further to include environmental considerations and be brought back to the Board for approval at its meeting in May 2023.

Motion 2023-02-3D

Moved and seconded

THAT the new National Position Statement “Federal Regulations of Small Fishing Vessel Design” be approved.

Carried

ACTION: Staff to consult with the regulators in advance of the May 2023 Board meeting on updating the National Position Statement “Federal Regulations of Small Fishing Vessel Design” to include environmental considerations.

4. Board business / required decisions

4.1 Annual Strategic Performance Report

G. McDonald presented the Annual Strategic Performance Report that was pre-circulated to the Board. Pending the Board’s approval, it will be circulated to the Members for information at the Annual Meeting of the Members (AMM) in May. All strategic priorities are currently on track to be completed in 2024, as discussed the day before during the Strategic Foresight Workshop.

No questions or comments were received.

Motion 2023-02-4D

Moved and seconded

THAT the Board approve the 2022 Annual Strategic Performance Report, for circulation to the Members for information at the 2023 Annual Meeting of Members.

Carried

4.2 Board policy updates

A. English, Governance Committee Chair, provided an overview of the Governance Committee’s proposed revisions to five (5) Board policies and recommendation to rescind Board policy 7.13. The policies were discussed by the Governance Committee at its meeting on November 16, 2022. Marked up versions of the policies with the proposed changes were pre-circulated to the Board.

The following discussion was captured:

- Through the recent application of policy 4.3 Code of conduct it was noted that investigations may not be warranted for all complaints, nor will they always yield additional information that justify the accompanying costs and resources. Policy 4.3 was thus updated by the Governance Committee to give the complaints review panel the discretion to forgo an investigation, when appropriate. It was suggested that this intent be made clearer in section 4.3.4 of the Policy.
- In the interest of ensuring that the policy sets out a fair complaint process, the Board sought clarification around the complainant’s ability to appeal the panel’s decision. Staff confirmed that

while the existing policy does not explicitly refer to appeals, it does allow for a complainant to submit their complaint to the full Board for further consideration if they are not satisfied with the panel's decision.

- The Board agreed to approve the policy as presented but with the caveat that the Governance Committee would clarify the intention of section 4.3.4. Complaints process and propose further revisions to the Board, if appropriate.

Motion 2023-02-5D

Moved and seconded

THAT the Board, on recommendation of the Governance Committee, a) approve revisions to the following Board policies:

- | | |
|--|---|
| <i>i. 1.4, Strategic Plan</i> | <i>vii. 5.4, Communication and support to the Board</i> |
| <i>ii. 1.5, About this manual</i> | <i>viii.5.5, Asset protection</i> |
| <i>iii. 4.7, Monitoring of CEO</i> | <i>ix. 6.2, Board, committee, and task force chair assessment</i> |
| <i>iv. 4.11, Board management delegation</i> | <i>x. 7.11, Consultation</i> |
| <i>v. 4.13, Individual Director assessment</i> | <i>xi. 6.12, HR Committee terms of reference</i> |
| <i>vi. 5, Executive duties and limitations</i> | <i>xii. 7.13, Vaccination for in-person meetings, and</i> |
- b) Rescind Board policy 7.13, Vaccination for in-person meetings.***

Carried with two-thirds majority

ACTION: At its meeting in March, the Governance Committee will clarify the intention of section 4.3.4 Complaints process and refer any subsequent changes to Board policy 4.3 Code of Conduct to the Board when it meets in May 2023.

4.3 2023 CEO objectives

M. Wrinch, HR Committee Chair, presented the CEO objectives that were discussed by the HR Committee at its meeting on November 24, 2022 and pre-circulated to the Board. The following discussion was captured:

- Staff provided additional details on a new tool to manage the international mobility registers, and the value of implementing “ChatterHigh” to support nation-wide outreach of science in high schools.
- It was noted that the CEO’s management of Engineers Canada staff had been included in “Organizational stability, Follow up on results of triennial employee engagement survey”. Results of the 2022 employee engagement survey will be presented to the Board at its meeting in May 2023.
- It was noted that when assessing the CEO’s 2022 performance, the HR Committee applied a four-point rating scale to the objectives. Further discussion of how success was measured has been planned for the in-camera discussion of the HR Committee’s recommendations for CEO assessment (short-term incentive).

Motion 2023-02-6D

Moved and seconded

THAT the Board, on recommendation of the HR Committee, approve the 2023 CEO objectives.

Carried

4.4 Board and individual Director assessment

M. Wrinch presented the proposed content of the annual survey for 2023 that had been prepared with the help of governance consultants, tng, reviewed by the HR Committee at its meeting on November 24 and pre-circulated to the Board.

Directors were satisfied with the proposed survey and requested benchmark results against other similar organizations.

The Board requested two revisions to the survey:

- That in the preamble to the survey, a statement be added noting who will have access to the data collected and the retention period.
- That question number 27, “The Board does its best to promote inclusion, diversity, and equity throughout the organization and the Board”, be revised to align with the wording of other questions by removing the reference to best efforts.

Motion 2023-02-7D

Moved and seconded

THAT the Board, on recommendation of the HR Committee, approve the content of the Board self-assessment and the individual Director assessment surveys, as amended.

Carried

ACTION: Staff to work with tng to update the Board self-assessment and individual Director assessment surveys to include in the preamble information about the confidential handling and retention period of the data collected.

ACTION: Staff to advise tng to remove references to best efforts in question number 27 in the pre-circulated survey questions.

4.5 Approval of the ‘Temporary exemption for students going on international exchange’ policy

P. Klink, CEAB Chair, requested approval of the temporary exemption for students going on international exchange, which removes accreditation barriers. The Board last discussed the policy at its meeting in December 2022. A briefing note, the proposed policy, and correspondence about the policy from K. Baig, the CEO Group and Engineering Deans Canada, were pre-circulated.

The following discussion was captured:

- It was confirmed that some preliminary work had been done to establish metrics. Once the policy is approved further work will be undertaken to establish simple metrics beginning with the number of students going on foreign exchange and whether the number increases or decreases. Currently, information collected from institutions about foreign exchanges is incomplete. Moreover, the CEAB will be interested in tracking how the home institutions follow the processes and procedures outlined in section 7.1 of the policy to engage with the students who go on exchange and ensure that they satisfy the criteria to pass their program.
- It was noted that foreign exchanges may contribute to graduate attributes.

- Directors noted that the proposal addresses a long-standing issue and is reasonable while Strategic Priority 1 continues.
- The risks and mitigating measures were shared with the Board by Engineering Deans Canada (EDC) and the CEO Group.
- K. Deluzio, Chair, EDC, supported the proposed policy and thanked those involved in developing the temporary solution. Furthermore, it was noted that students should be informed of the policy which may increase in foreign exchanges in the coming years.

Motion 2023.02-8D

Moved and seconded

THAT the Board, on recommendation of the CEAB, approve the new policy entitled 'Temporary exemption for students going on international exchange', to be included as Appendix 18 within the 2023 CEAB Accreditation Criteria and Procedures.

Carried

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. Klink, CEAB Chair, provided an update on the CEAB's work. The following discussion was captured:

- Directors who had recently gone on accreditation visits acknowledged the CEAB Chair for the quality of the preparation and coordination put into accreditation visits.
- In response to a question, it was noted that the reduced number of accreditation visits planned for 2023-2024 was the result COVID-19 and changes to schools programs.
- A question was raised about the process by which the CEAB would be informed of any changes at the regulator level that would impair programs from meeting CEAB accreditation requirements. Professional Engineers Ontario's (PEO) decision to sunset the Engineering Intern (EIT) program, and how that decision relates to criteria related to the professional status of faculty members was discussed. It was noted that the CEAB was informed of PEO's decision and that it was being considered by the CEAB's executive and Policies and Procedures Committee. While there is no required process for the regulators to share forthcoming changes with Engineers Canada, regulators are invited to observe CEAB meetings and, in doing so, encouraged to share challenges and changes in their work.
- K. Deluzio noted potential implications of PEO's decision on engineering faculty, and subsequently accreditation that should be addressed through the strategic plan. P. Klink confirmed the issue would be discussed by the Policies and Procedures Committee and CEAB at their spring meetings.
- It was suggested that thought be given as to the role of engineering licensure in accredited undergraduate engineering education.

5.2 CEQB

M. A. Hodges, CEQB Chair, provided an update on the CEQB's work. The Board's discussion centered around the feasibility study on alternative methods of academic assessment for non-CEAB applicants.

- It was noted that the study aimed to collectively understand the tools used by regulators across the country. To date, the study has included an environmental scan and comparison of Canadian engineering regulation practices with that of the practices of other professions in Canada and of engineers in other countries.
- At this time, the CEQB's work is not linked with the Collaboration Task Force albeit similar themes were emerging from the two groups' respective work.

5.3 FAR Committee

A. Arenja, FAR Committee Chair, provided the update the FAR Committee's work. No questions were received.

5.4 Governance Committee

A. English provided an update on the Governance Committee's work. In addition to the updates presented in the pre-circulated slides, A. English noted that the Governance Committee's workload has increased and requested an additional member to the committee for 2023-2024. As noted by G. McDonald, it is important to consider how the increase in committee size may increase staff workload and whether changing the cadence of policy review may reduce the burden on volunteers and staff resources. It was confirmed that the review period for some policies had been extended for three years.

5.5 Human Resources (HR) Committee

M. Wrinch provided the update on the HR Committee's work and noted that further items will be addressed during the in-camera portion of the meeting. No questions were received.

5.6 Collaboration Task Force

C. Bellini, Collaboration Task Force Chair, provided an update on the Collaboration Task Force's work. The following discussion was captured:

- Collaboration and harmonization across the country was noted to be of value to both Engineers Canada and the regulators.
- Directors were encouraged to attend the consultations taking place in their home province. Directors representing the task force will also be in attendance.
- In response to a question, it was suggested that attendees prepare for the consultations by reviewing the position paper prepared by the Task Force and presented to the Board at its meeting in December 2022.
- Consultations with the regulators will continue until June 2023. A workshop with all regulators will take place at the October Board meetings, from which the Task Force will prepare a statement, as appropriate. The Board will be presented with the statement in February 2024. The framework for harmonization or collaboration will ideally be presented to the CEO Group at their meeting in July 2024.

5.7 Board's 30 by 30 Champion

T. Joseph, the Board's 30 by 30 Champion, provided an update on Strategic Priority 2.1, Accelerate 30 by 30. The contribution of staff in managing and moderating the working groups was highlighted in the update.

Through its discussion, the Board noted the importance of engaging co-op employers working with higher education institutions, large consulting firms and provincial utilities to become 30 by 30 champion and partners. Such employers have a critical role in creating work-place cultures that are welcoming and offer meaningful work to those who identify as women. Staff confirmed that two thirds of higher education institutions have become 30 by 30 champions and participate in various ways, including sharing areas for improvement. Likewise, efforts have been made to engage potential employers in 30 by 30 activities, including the forthcoming conference in May.

6. Next meetings

The next Board meetings are scheduled as follows:

- April 5, 2023 (virtual)
- May 26, 2023 (Halifax, NS)
- June 19, 2023 (Ontario)
- October 5, 2023 (Ottawa, ON)
- December 4, 2023 (virtual)
- March 1, 2024 (Ottawa, ON)

The next committee and task force meetings are scheduled as follows:

- FAR Committee: March 1, 2023 (virtual)
- Governance Committee: March 8, 2023 (virtual)
- FAR Committee: March 10, 2023 (virtual)
- Collaboration Task Force: March 15, 2023 (virtual)
- HR Committee: 2023-2024 (2023-2024, 2027, 2028) (Halifax, NS)
- FAR Committee: May 11, 2023 (virtual)
- All 2023-2024 Planning Task Force: 2023 (June 19, 2023 (Ontario))

7. In-camera sessions

7.1 Board Directors and CEO

Motion 2023-02-9D

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

7.2 Board Directors only

Motion 2023-02-10D

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

8. Closing

With no further business to address, the meeting closed at 2:30pm ET.

Minutes prepared by J. Bard Miller for:

Kathy Baig, MBA, FIC, ing., DHC, President Light Go, Acting General Counsel and Corporate Secretary