

## MINUTES OF THE 216th ENGINEERS CANADA BOARD MEETING

September 29, 2022, 8:30am-4:30pm (ET)

Hybrid meeting: Fairmont Chateau Laurier, Ottawa, ON | Zoom

<b>The following Directors were in attendance:</b>	
K. Baig, President (Chair), Québec N. Hill, President-Elect, Ontario D. Chui, Past President, Ontario A. Anderson, Yukon N. Avila, Alberta E. Barber, Saskatchewan A. Baril, Québec M. Belletête, Québec C. Bellini, Ontario V. Benz, Alberta (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 M. Sterling, Ontario N. Turgeon, Québec J. Van der Put, Alberta M. Wrinch, British Columbia
<b>The following Directors sent regrets:</b>	
G. Connolly, Prince Edward Island	A. Arenja, Ontario
<b>The following CEO Group Advisor was in attendance:</b>	
P. Mann, CEO, Engineers Nova Scotia, on behalf of L. Daborn, Chair, CEO Group	
<b>The following Direct Reports to the Board were in attendance:</b>	
M. A. Hodges, Chair, CEQB P. Klink, Chair, CEAB	G. McDonald, CEO E. Spence, General Counsel and Corporate Secretary
<b>The following observers were in attendance:</b>	
N. Colucci, President, PEO L. Daborn, CEO, APEGNB K. Deluzio, Chair, EDC L. Doig, President, APEGA K. King, Executive Director, Engineers Yukon G. Koropatnick, CEO, Engineers Geoscientists MB L. Landrigan, Executive Director & Registrar, Engineers PEI V. McCormick, Executive Director & Registrar, NAPEG	J. Nagendran, Registrar & CEO, APEGA C. Park, President, Engineers and Geoscientists BC M. Paul-Elias, President, Engineers & Geoscientists NB D. Pothier, President, Engineers Nova Scotia M. Sherren, Vice-President, Engineers PEI A. Silk, President, Engineers Geoscientists MB H. Yang, CEO & Registrar, Engineers & Geoscientists BC J. Zuccon, CEO & Registrar, PEO
<b>The following staff were in attendance:</b>	
R. Gauthier, Executive Assistant M. Falle, Manager, Regulator Liaison R. Melsom, Manager, CEQB D. Menard, Director, Finance M. Ouellette, Manager, Strategic and Operational Planning	S. Price, Executive Vice President, Regulatory Affairs J. Southwood, VP, Corporate Affairs & Strategic Partnerships H. Theelen, Director, Strategic Planning & Organizational Excellence M. Warken, Manager, CEAB E. West, Manager, Governance and Board Services

### 1. Opening

#### 1.1 Call to order and approval of agenda

President K. Baig called the meeting to order at 8:32am ET. Participants were welcomed and the land was acknowledged.

#### ***Motion 2022-09-1D***

#### ***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, focussing on September 30 as the National Day for Truth and Reconciliation and Orange Shirt Day. To better understand the truth and history, she noted more information on the history of colonization and Indigenous resistance can be found in the [Canadian Encyclopedia](#).

#### 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 was pre-circulated. No questions were received.

## 2. Executive reports

#### 2.1 President's report

A detailed report was pre-circulated. E. Spence was asked to provide an update on the priorities that emerged from the Board's June strategic workshop. It was noted that many of the items had been incorporated into the committee work plans being approved at this meeting.

#### 2.2 CEO update

G. McDonald reported that his weekly email to stakeholders contained all relevant CEO updates, and there was nothing further to add.

No questions were received.

#### 2.3 Legislative Compliance Certificate

G. McDonald introduced and referred to the pre-circulated legislative compliance certificate. He noted that this is a new practice for Engineers Canada and serves as an attestation that the organization is in compliance with all of its legislative requirements. This information will be provided to the Board on an annual basis, each September.

No questions were received.

#### 2.4 Q2 Interim strategic performance report

G. McDonald reported that the second quarter of the 2022-2024 Strategic Plan demonstrates that the majority of the priorities are on track for completion. He brought attention to the following areas:

- Regarding SP1.1, *Investigate and validate the purpose and scope of accreditation*, a delay was noted due to the fact that a new project approach had been developed and the consultation participants expanded, requiring that the timeline be adjusted.
- Regarding SP1.3, *Support the regulation of emerging areas*, a delay was reported due to lack of staff resources in this area, but it was noted that the priority should be back on track shortly.

No questions were received, however the CEO and staff were commended for providing the Directors with the ability to ask questions and learn more about the various strategic priorities in the “Ask Me Anything” session that was held the day prior.

### 2.5 CEO Group report

P. Mann provided the report, updating the Board on the CEO Group meetings held earlier in the week. The impending retirement of PEO Chief Executive Officer and Registrar, Johnny Zuccon, was acknowledged, and his contributions to the engineering profession were celebrated.

P. Mann reported that a significant focus of the CEO Group discussions related to international student exchanges, and he advised that the group was of the opinion that the Board should take action to direct the CEAB on this issue. Specifically, it was noted that the CEOs would like to obtain a commitment from the CEAB that it would produce the requisite interpretive statement on this matter by December 2022.

An extensive discussion followed, with the following captured:

- A point was made that many of Engineers Canada’s strategic priorities are dependent on national harmonization, and the CEO Group was asked how they are stewarding this initiative. P. Mann responded that the CEOs are trying to work in lockstep to create a seamless transition for engineers who want to practice across the country, but he noted that there are legislative challenges that make the playing field different across the provinces. Smaller Regulators value harmonization because they don’t have resources to tackle the issues on their own. Other Regulators, with more mature plans and processes in place, are willing to collaborate, but diverting them from courses that have already been set is a difficult proposition.
- Regarding international student exchanges:
  - The nature of the exemption endorsed by the CEOs was explained, where it is proposed that undergraduate engineering students who take part in international exchanges would be permitted to have the AUs obtained abroad counted as having been taught by a licensed professor (i.e. counted as “specified AUs”), even when this is not the case. This is a two-year, time-limited exception to specified AU criteria.
  - P. Mann stated the CEOs would like to see restrictions imposed on which years students could go overseas and clarified that the exchanges could not take place in a student’s first or final year of study.
  - P. Klink was asked for the CEAB’s position. She reported that the sticking point isn’t just AUs, but it’s specified AUs. The CEO Group hasn’t provided its position with respect to the role of licensure in engineering education, and the CEAB is awaiting this direction. P. Klink reported that the CEAB believes a two-year exemption would work, and have struck a working group to address the points the CEAB felt were missing (i.e. specific guidance around how to assess the equivalency of courses, and the qualifications of the instructor at the international HEI). She advised that the CEAB does not want to make an interpretive statement that doesn’t work for the EDC, and stated her belief that the CEAB would be in a position to review and approve the required statement in February, 2023.

- K. Deluzio expressed his appreciation to the CEO Group for their endorsement and to the CEAB for its desire to collaborate on this issue.
- In response to a question, it was reported that specified AUs have been required since the 1990s.

During the discussion, S. Price circulated an email to Directors, which contained the materials the CEAB considered at its September meeting on the issue of international student exchanges. It included a briefing note; the CEO Group memo endorsing the EDC proposal, dated July 13, 2022; the EDC proposal; and the CEAB's discussion paper on international exchanges.

The CEO Group's presentation slides were shared on the meeting document webpage.

**ACTION: President K. Baig to send a letter to the CEAB Chair underscoring the Board's expectation that the interpretive statement on international student exchanges will be presented for approval at the CEAB's February meeting.**

**ACTION: P. Klink to give an update on the development of the interpretive statement on international student exchanges at the Engineers Canada Board's December meeting. At that meeting, the Board expects to receive an assurance that the interpretive statement is on track to be reviewed and approved in February.**

#### 2.6 Presidents Group report

A. Silk, President, Engineers and Geoscientists Manitoba, provided the Board with the Presidents Group's update from their meeting on September 28, where representation was present from all Regulators. The following discussion was captured:

- Regarding a request to have Engineers Canada provide additional support to administer the Presidents Group meetings, it was noted that the Board directed the organization to *facilitate* the group's meetings but not to *support* them, since the Regulator Presidents sit outside of the Engineers Canada governance structure. A Microsoft Teams site was set up for the Presidents Group members and was intended to assist with continuity and information-sharing. A suggestion was made that the group could nominate an individual, who may be the Past President/Chair of a Regulator, to serve as Presidents Group chair for a one-year period, rather than alternating the chair for each meeting, which might increase knowledge-sharing and meeting efficiency.
- C. Bellini, Chair of the Collaboration Task Force, committed to attend and provide a presentation regarding the work of the Collaboration Task Force at the next meeting of the Presidents Group.

The Presidents Group's presentation slides were shared on the meeting document webpage.

**ACTION: Engineers Canada President and CEO to discuss the Presidents Group's request for additional meeting support and bring the issue back to the Board.**

### 3. Consent agenda

#### 3.1 Approval of minutes

- THAT the minutes of the May 27, 2022 Board meeting be approved.
- THAT the minutes of the June 20, 2022 Board meeting be approved.

### 3.2 Approval of committee and task force work plans

- a) THAT the Board approve the 2022-2023 Finance, Audit, and Risk Committee work plan.
- b) THAT the Board approve the 2022-2023 Governance Committee work plan.
- c) THAT the Board approve the 2022-2023 Human Resources Committee work plan.
- d) THAT the Board approve the 2022-2024 Strategic Planning Task Force work plan.
- e) THAT the Board approve the 2022-2023 Collaboration Task Force work plan.

### 3.3 CEAB and CEQB volunteer recruitment and succession plan

- a) THAT the Board approve the 2023-2024 CEAB volunteer recruitment and succession plan.
- b) THAT the Board approve the 2023-2024 CEQB volunteer recruitment and succession plan.

### 3.4 CEQB Guideline on Workplace Equity for Women

THAT the Board, on recommendation of the CEQB, approve the new Guideline on Workplace Equity for Women.

#### ***Motion 2022-09-2D***

#### ***Moved and seconded***

***THAT the consent agenda motions (3.1 to 3.4) be approved in one motion.***

***Carried***

## **4. Board business / required decisions**

### 4.1 Draft budget

D. Nedohin-Macek presented the 2023 draft budget in Finance, Audit and Risk (FAR) Committee chair A. Arenja's absence, noting it was being presented for information and discussion only at this time.

Highlights included:

- Salary increases for staff will be based on a salary band review for employees not at the job rate for their position. Employees already at the job rate band will receive a consumer price index (CPI) increase of 6.9%.
- Overall, the remainder of operating expenses will not increase more than the CPI rate of 6.9%.
- The draft budget consists of \$11.2M in total revenue; total operating expenses of \$12.3M; total project spend of \$4.3M; and total capital spend of \$68K.
- These will result in a projected deficit of \$5.3M, and an unrestricted reserve balance of \$7.9M (\$10.5M including the PEO portion of the TD affinity program).
- The FAR Committee recommends that the 2025 Per Capita Assessment Fee (PCAF) be maintained at \$8 per Registrant, which will result in a projected unrestricted reserve balance of \$5.1M at the end of 2025.

The following discussion was captured:

- It was noted that the documentation was very clear and easy to understand.
- In response to a question about whether the "contingency reserve" is set up to cover cash flows to wind down operations over a three-month period, should that be required, G. McDonald advised that Engineers Canada does not have a fund for this specific purpose, but that there are unrestricted reserves that would ensure sufficient cash flow to keep the operations going. D. Menard further clarified that the organization has restricted reserves, a contingency reserve (with

\$2.5M, which would cover three months' cash flow), and that these funds are in addition to the unrestricted reserves.

- There was a discussion on PEO's position on affinity revenues. G. McDonald provided historical background and N. Hill noted that recent PEO Council discussions were progressing. A remark was made that Engineers Canada's cautious approach to budgeting, which includes assuming PEO's sponsorship money will not be paid to Engineers Canada, is wise and should continue.
- A question was raised regarding the CPI index and its impact on the salary envelope for staff in the coming year and what actions would be considered should the CPI be lower or in a negative state for the 2024 budget year. It was clarified that if the CPI goes negative, salaries would not be clawed back but rather would be smoothed out over the next number of years. The CPI 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.

#### 4.2 Extending the length of the next strategic plan

N. Hill presented the rationale for extending the length of the next strategic plan from a three (3) year plan to a five (5) year plan. She explained that starting the development of a new strategic plan while one is just being implemented restricts the development of priorities to be informed with lessons learned and knowing whether the work was successful or not. She also noted that several Regulators with strategic plans have plans that take place over a longer period than three (3) years.

There were no questions or discussion on the motion.

#### ***Motion 2022-09-3D***

#### ***Moved and seconded***

***THAT the Board, on recommendation of the Strategic Planning Task Force, extend the length of the next strategic plan, from a three (3) year plan to a (5) year plan***

***Carried***

#### 4.3 Board Policy updates

A. English provided an overview of the Governance Committee's recommendations. She noted that changes to Board policy 6.4, *FAR Committee Terms of Reference* were made to include reference to the new budget assumptions approval process, which the Board approved in May, and also highlighted the change in timing for the presentation of the Corporate Risk Profile, from the April meeting to the June Board workshop, and the rationale for the change.

The Board was advised that Board policy 7.13, *Vaccination for In-Person Meetings* was being reviewed by the Governance Committee at each of its meetings to ensure consistency with current public health guidelines, and that no changes were being proposed at this meeting.

#### ***Motion 2022-09-4D***

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

***i. 7.7, Investments***

***ii 6.4, FAR Committee terms of reference***

***Carried with two-thirds majority***

## 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 provided an update on behalf of the CEAB and presented the proposed 2023 work plan that would be considered for approval in December. The following discussion was captured:

- The CEAB was thanked for all of its hard work, and the critical role that they play at Engineers Canada was acknowledged.
- In response to a question asking about the difference between the work of the Accountability in Accreditation Committee (the "AinA Committee") and the work that is currently being done under SP1.1, *Investigate and validate the purpose and scope of accreditation*, S. Price explained that the AinA work focusses on operational effectiveness and involves an annual program evaluation, while SP1.1 involves a review of the entire accreditation system. The AinA Committee was struck as part of a priority under the previous strategic plan, to annually assess the accreditation program. The value of the AinA project is that it gives data and evidence about whether the CEAB is achieving what it seeks to achieve in the eyes of the major stakeholders of accreditation. Surveys are sent out, not only to the Regulators, but to all of the programs that have received visits, to allow the CEAB to identify the pain points that need to be addressed. The AinA Committee provides inputs to organizational improvement and quality management and operates on an ongoing basis. Under the current SP1.1, the Board asked Engineers Canada to fundamentally review whether what is being done in accreditation is actually right. It involves a high-level review and an investigation of the overall system.
- Regarding the issue of international student exchanges:
  - It was noted that the request is to implement a two-year exemption to specified AU requirements, which is straight-forward and would not seem to necessitate an in-depth review. It was suggested that the CEAB should be focused on a short-term, quick answer, with a more fulsome review to come later.
  - P. Mann clarified that the CEOs recognize that the value and purpose of licensure is a big issue and needs to be resolved in the long-term, through SP1.1. He noted, however, that in the short-term, the CEOs accept the risk of specified AUs being taught by non-Canadian engineers over the two-year exemption period.
  - In response to a question regarding what the CEAB would need (from the Board or staff) to expedite the international student exchange exemption so that it gets implemented before February, P. Klink stated that it would take time, since the CEAB is comprised of a group of volunteers. G. McDonald confirmed that staff would provide whatever support is necessary to assist the CEAB in moving this initiative forward.
  - The CEAB has the authority to make a decision, without Board direction, on the exemption in question. It involves preparing an interpretive statement.
  - It was clarified that the stated timeline of February, which P. Klink provided as the earliest the CEAB could finalize its work on this issue, is to coincide with the CEAB's February meeting, which is when the CEAB would approve the proposed interpretive statement.

## 5.2 CEQB

M.A. Hodges provided an update on behalf of the CEQB and presented the proposed 2023 work plan that would be considered for approval in December.

The CEQB and staff were commended for their work on the Guideline on Workplace Equity for Women, and it was noted that much of the feedback that was received on the Guideline seemed to have been incorporated, with the final product “hitting the mark.” R. Melsom, Manager, Qualifications and Secretary, CEQB, advised that the communications strategy to share and amplify the Guideline is expected to be developed by the end of October, with rollout anticipated in November, 2022.

## 5.3 FAR Committee

D. Nedohin-Macek provided the update on behalf of the FAR Committee. No questions were received.

## 5.4 Governance Committee

A. English provided the update on behalf of the Governance Committee. No questions were received.

## 5.5 Human Resources (HR) Committee

M. Wrinch provided the update on behalf of the HR Committee. No questions were received.

## 5.6 Strategic Planning Task Force (SPTF)

N. Hill provided the update on behalf of the SPTF. No questions were received.

## 5.7 Collaboration Task Force (CTF)

C. Bellini provided an update on CTF activities. A general question was asked about what can be done to streamline and coordinate the many consultations that are underway (e.g. for the development of the next strategic plan, the consultations under the accreditation strategic priority, and the collaboration and harmonization project). In respect of the CTF’s consultation, it was noted that the task force’s approach is to develop a compelling narrative for why the Regulators should engage, instead of it being forced on them. It is believed that the Regulators are motivated to participate.

## 5.8 Board’s 30 by 30 Champion

T. Joseph provided the update. PEGNL was celebrated as having been the first jurisdiction to achieve 30 per cent of newly licensed engineers who are female-identifying, in 2021. The following discussion was captured:

- The Board was reminded that the CEQB has developed a practical new Guideline which provides a bottom-up view of this topic. It was suggested that the 30 by 30 network should promote it and use it freely.
- A comment was made that more creativity in the licensing system may be required to recognize non-CEAB applicants.
- Updates about the University of Toronto Troost ILead work have been provided through the 30 by 30 monthly newsletter. Engineers Canada staff are identifying ways for Board members to sign up and receive this newsletter.

## 5.9 Annual advocacy report

G. McDonald provided the annual advocacy report. No questions were received.



## 6. Next meetings

The next Board meetings are scheduled as follows:

- December 12, 2022 (virtual)
- February 23, 2023 (Ottawa, ON)
- April 5, 2023 (virtual)
- May 26, 2023 (Halifax, NS)
- June 19, 2023 (TBC)

A request was made that future fall Board meetings be scheduled further from the September 30<sup>th</sup> Truth and Reconciliation Day so that Board members can participate in events in their home jurisdictions.

## 7. In-camera sessions

### 7.1 Board Directors and staff

***Motion 2022-09-5D***

***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, and the Executive Vice President, Regulatory Affairs.***

***Carried***

### 7.2 Board Directors only

***Motion 2022-09-6D***

***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 4:13pm ET.

*Minutes prepared by E. Spence, General Counsel and Corporate Secretary for:*

Kathy Baig, P.Eng., President