AGENDA

ANNUAL AND SPECIAL MEETING OF MEMBERS

May 23, 2026 | 9:30 am – 11:00 am (MT)

Hybrid delivery: The Westin Calgary, Calgary, AB | Zoom

Please refer to the Bylaw

1.	**Call to order and introductions** – J. Van der Put, 2025-2026 President, Engineers Canada
2.	**Approval of agenda** – J. Van der Put (pages 1 to 2) *THAT the agenda be approved and the chair be authorized to modify the order of discussion.*
3.	**Minutes from the 2025 AMM** – J. Van der Put (page 3 to 5) *THAT the minutes of the Annual Meeting of Members held May 24, 2025 be approved.*
4.	**2025 Reports** – P. Rizcallah and M. Sterling 4.1 Engineers Canada Annual Report (pages 6 to 25) 4.2 Annual Strategic Performance Report (pages 26 to 37) 4.3 Audited financial statements (pages 38 to 56)
5.	**Appointment of auditors** – M. Sterling (pages 57 to 58) *THAT Raymond Chabot Grant Thornton be appointed as the public accountant to audit the accounts of Engineers Canada for the 2026 fiscal year.*
6.	**2028 Per Capita Assessment Fee** – M. Sterling (pages 59 to 61) *THAT the 2028 Per Capita Assessment Fee be set at $12 per Registrant.*
7.	**Governance review recommendations** – C. Bellini (pages 62 to 187) 1. *THAT the Members approve in principle a reduction in the size of the Engineers Canada Board, based on a 'one-Regulator, one-seat' model; and that corresponding bylaw amendments be brought to a Special Meeting of Members for approval.* 2. *THAT the Members approve in principle the inclusion of independent Directors on Engineers Canada's Board; and that corresponding bylaw amendments be brought to a Special Meeting of Members for approval.*
8.	**Election of Directors** – J. Van der Put (pages 188 to 189) *THAT the following individuals be elected to the Board for the terms indicated below:*

	Nominee's name	***Jurisdiction***	***Term***
	Anjum Mullick (incumbent)	*Alberta*	*2026-2029*
	Jay Nagendran	*Alberta*	*2026-2029*
	Mark Adams	*British Columbia*	*2026-2029*
	Paul Guy	*Northwest Territories and Nunavut*	*2026-2029*
	Lorne Cutler	*Ontario*	*2026-2029*
	Sophie Larivière-Mantha (incumbent)	*Quebec*	*2026-2029*
	Menelika Bekolo Mekomba (incumbent)	*Quebec*	*2026-2029*

	Normand Chevalier	*Quebec*	*2026-2029*
9.	**Next Annual Meeting of Members** • May 29, 2027 (Whitehorse, YT)		
10.	**Closing**		

Minutes of the 189th Annual Meeting of Members (AMM)

May 24, 2025 9:30am-11:00am PDT

Hybrid delivery

In-person: Sheraton Vancouver Wall Centre, Vancouver, BC | Virtual: Zoom

The following Members were in attendance	
APEGA – T. Stock, Proxy holder APEGNB – S. Amberman, President APEGS – I. Farthing, President Engineers & Geoscientists BC – M. Porter, President Engineers Geoscientists MB – M. Houvardas, Proxy holder Engineers Nova Scotia – P. Mann, Proxy holder	Engineers PEI –A. MacKenzie, President Engineers Yukon – A. Wallace, President NAPEG – P. Guy, President OIQ – S. Larivière-Mantha PEGNL – D. Follett, Proxy holder PEO – F. Saghezchi, President
The following 2024-2025 Directors were in attendance	
M. Winch, President (Chair), Engineers & Geoscientists BC A. Arenja, PEO C. Bellini, PEO C. Dixon, Engineers Yukon L. Doig, APEGA N. Hill, Past President, PEO T. Joseph, APEGA T. Kirkby, PEO S. Larivière-Mantha, OIQ	A. Lockwood, APEGS J. Martel, OIQ A. Mullick, APEGA M. Rose, APEGNB D. Spracklin-Reid, PEGNL M. Sterling, PEO N. Turgeon, OIQ J. Van der Put, APEGA
The following Director-nominees were in attendance	
N. Colucci, PEO C. Chahine, PEO	D. Pothier, Engineers Nova Scotia
The following observers were in attendance	
D. Abrahams, VP, PEO N. Burgwin, Board member, OSPE L. Daborn, CEO, APEGNB S. Grant, Marlet Lead, Affinity Market Group, TD Insurance J. Landrigan, CEO, Engineers PEI	P. Mann, CEO Engineers Nova Scotia V. McCormick, CEO, NAPEG G. McGinn, Director, Governance and Strategy, APEGS J. Pieper, CEAB Chair B. Shukla, VP, Member Experience & Corporate Strategy, OSPE
The following staff were in attendance	
J. Bard Miller, Manager, Governance and Board Services J. Chou, Governance Coordinator L. Go, General Counsel and Corporate Secretary T. Hubley, VP, Regulatory Affairs	D. Menard, CFO P. Rizcallah, CEO J. Southwood, VP, Corporate Affairs & Strategic Partnerships

1. Call to order and introductions

M. Wrinch called the Annual Meeting of Members (AMM) to order at 9:30 am (PDT). Participants were welcomed and the land was acknowledged. Members, Board Directors, and staff officers were introduced.

2. Approval of agenda

The agenda was pre-circulated.

Members' motion 2025-05-1D

Moved and seconded

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

Carried

3. Approval of minutes

The minutes were pre-circulated.

Members' motion 2025-05-2D
Moved and seconded
THAT the minutes of the annual meeting of members held May 25, 2024 be approved.
Carried
Engineers Geoscientists NB abstained

4. 2024 Reports

P. Rizcallah, CEO, Engineers Canada, introduced the annual reports, which had been pre-circulated with the agenda book.

4.1. Engineers Canada Annual Report

The Members asked questions about the future direction of various strategic directions referenced in the report, all of which were answered by the CEO.

4.2. Annual Strategic Performance Report

The CEO addressed a question about the connection between the report and Engineers Canada's recently updated risk register.

4.3 Audited financial statements

M. Rose, Chair of the Finance, Audit, and Risk (FAR) Committee presented the pre-circulated audited financial statements. A discussion ensued about past deficit budgets which had drawn down the unrestricted reserves and plans to rebalance the budget and reduce the draw on the reserves. It was suggested that at the next AMM, the Members receive an update on plans to replenish the unrestricted reserves.

5. Appointment of auditors

M. Rose introduced the appointment of auditors, which had been pre-circulated with the agenda book. There was no discussion.

Members' motion 2025-05-3D
Moved and seconded
THAT Raymond Chabot Grant Thornton be appointed as the public accountant to audit the accounts of Engineers Canada for the 2025 fiscal year.
Carried

6. 2027 Per Capita Assessment Fee

M. Rose presented the Per Capita Assessment Fee (PCAF) recommendation that had been circulated to the Members on December 16, 2024, by Light Go, General Counsel and Corporate Secretary.

A discussion ensued about the establishment of the PCAF and its relationship to sustaining adequate unrestricted reserves that finance strategic priorities. It was suggested that the Members be provided with a forecast of potential PCAF increases in the future for presentation at their councils.

Members' motion 2025-05-4D
Moved and seconded
THAT the 2027 Per Capita Assessment Fee be set at $11 per Registrant.
Carried

7. Election of Directors

M. Wrinch presented the slate of candidates, as circulated in the agenda. No questions were received.

Members' motion 2025-05-5D
Moved and seconded
THAT the following individuals be elected to the Board for the terms indicated below:

Nominee's name	*Jurisdiction*	*Term*
Michael Wrinch (Past President)	**British Columbia**	**2025-2026**
John Van der Put (President)	**Alberta**	**2025-2027**
Nick Colucci	**Ontario**	**2025-2028**
Christopher Chahine	**Ontario**	**2025-2028**
Marlo Rose (incumbent)	**New Brunswick**	**2025-2028**
Denise Pothier	**Nova Scotia**	**2025-2028**

Carried

8. Next Annual Meeting of Members

It was noted that the next AMM is scheduled for May 23, 2026, in Calgary, AB.

9. Closing

With no further matters to come before the meeting, it was concluded at 10:26 am PDT.

BRIEFING NOTE: For information

Engineers Canada Annual Report and Annual Strategic Performance Report	4.1 and 4.2
Purpose:	To receive Engineers Canada's Annual Report and the 2025 Strategic Performance Report
Prepared by:	Mélanie Ouellette, Manager, Strategic and Operational Planning
Presented by:	Philip Rizcallah, Chief Executive Officer

Background

- It is typical for corporations to share with their members, at their annual meetings, copies of their annual reports, for information.

Status Update

- The Engineers Canada Annual Report (the "Annual Report") is a report created for public audiences that shares achievements on operational and strategic work performed in 2025.
- The Annual Strategic Performance Report highlights how the Engineers Canada Board and its Direct Reports progressed towards achieving the outcomes and objectives set out in the 2025-2029 Strategic Plan. At its February 27, 2026, meeting, the Engineers Canada Board approved the 2025 Annual Strategic Performance Report, for circulation to the Members for information at the 2026 AMM.

Next steps

- The Annual Report will be shared with Engineers Canada's audiences through Engineering Matters and through promotion on social media.

Appendices

- **Appendix 1:** The Annual Report
- **Appendix 2:** Annual Strategic Performance Report

engineerscanada
ingénieurscanada

Engineers Canada

2025 Annual Report

Contents

President's message 3

Strategic direction 1: Realizing a stronger federation 5

Strategic direction 2: Realizing accreditation and academic assessments 5

Strategic direction 3: Realizing our role in sustainability 6

Strategic direction 4: Realizing an inclusive profession 7

Strategic direction 5: Realizing a fuller awareness of engineers 8

Core purpose 1: Accreditation 9

Core purpose 2: Regulator relationships 9

Core purpose 3: Services and tools 10

Core purpose 4: National programs 10

Core purpose 5: Advocating to the federal government 13

Core purpose 6: Researching, monitoring and advising 13

Core purpose 7: International mobility 14

Core Purpose 8: Promotion and outreach 14

Core Purpose 9: Equity, diversity, and inclusion 17

Core purpose 10: Protecting official marks 18

Financial statements 18

President's message

This annual report marks the completion of the first year of Engineers Canada's 2025–2029 strategic plan, Realizing Tomorrows.

The plan sets a direction for how we will support regulators, strengthen the profession, and respond to the changing context in which engineers practise. It reflects a shared commitment to regulatory excellence, collaboration, and practical action as we move ideas into outcomes that matter for the profession and for the public interest.

In a period marked by ongoing change in the engineering profession and the broader societal context in which it operates, our work in 2025 reinforced the value of national coordination and thoughtful leadership.

A central theme of the year was strengthening our federation. Engineers Canada exists to support and convene Canada's provincial and territorial engineering regulators and in 2025 we continued to invest in governance and collaboration that reflects this role. The Board launched a formal governance review, supported by external expertise and informed by regulators and interest holders across the system. This work is laying the groundwork for clearer roles, stronger decision-making, and a governance model that can support the organization well into the future.

Progress on accreditation and academic assessment was another significant focus. Building on the Futures of Engineering Accreditation (FEA) Path Forward Report, Engineers Canada has begun the transition from learning to implementation. Throughout the year, we worked with regulators, academic partners, and volunteers to build shared understanding of the recommended changes and to advance priority initiatives. At the same time, the Canadian Engineering Accreditation Board (CEAB) continued its core work, completing accreditation visits across the country and further strengthening the transparency and effectiveness of the system.

Creating a more inclusive profession remained a priority. The national 30 by 30 Conference, held in May, expanded the conversation beyond gender to address broader issues of representation and systemic change, with strong participation from across industry, academia, and regulation. We also initiated an Inclusivity Taskforce with regulator CEOs, continued work on employer benchmarks, and advanced a draft Truth and Reconciliation framework under the guidance of our Indigenous Advisory Committee.

Raising awareness of engineers and supporting pathways to licensure were also key areas of work. The Pathway to Engineering initiative continued to grow, reaching students and early career professionals through expanded resources, webinars, and targeted pilot programs.

Meanwhile, we assessed the impact of recent marketing efforts and worked with regulators to plan a renewed, focused approach to public awareness.

On the sustainability front, Engineers Canada began developing policy statements to integrate such considerations into Board decision-making and initiated a scan of how similar associations and professions are incorporating environmental sustainability within their organizations.

None of this work would be possible without the dedication of our volunteers, the engagement of regulators, and the commitment of Engineers Canada staff. I am grateful for the professionalism and care they bring to this shared work.

As we look ahead, the progress made in 2025 provides a strong foundation. By continuing to work together, we can support a profession that serves the public interest, adapts to change, and reflects the diversity of the communities that engineers serve.

Sincerely,

John Van der Put, FEC, FGC (Hon.), P.Eng.
President
Engineers Canada

Strategic direction 1: Realizing a stronger federation

Engineers Canada is the national organization of the 12 provincial and territorial engineering regulators, which are its Members. The Members collectively approve Engineers Canada's direction and exercise their authority through the Meeting of Members. Engineers Canada is governed by a Board of Directors, nominated and appointed by the Members, to provide ongoing direction and oversight in accordance with the organization's bylaws.

This strategic direction seeks to strengthen our federation by exploring the development of a national process to select future areas of regulatory collaboration and harmonization, and enhancing the organization's governance framework through a governance review. The review is centred on the Engineers Canada Board's composition, competencies, reporting structure, voting procedures, and observers' rights.

In 2025, the Board stood up a task force to oversee the governance review. The task force hired an external governance expert to conduct the governance review process. The consultant completed a first round of consultation with all 12 regulators, the Engineers Canada Board and chief executive officer, the Canadian Engineering Accreditation Board (CEAB), the Canadian Engineering Qualifications Board (CEQB), and governance staff to identify the issues related to our governance system. Results of the first round of consultations were discussed at a workshop with the presidents, chief executive officers, and the chairs of the CEAB and the CEQB in the fall. The consultant embarked on a second round of consultations to explore potential solutions to the identified issues at the end of 2025.

In 2026, the second round of consultation will be completed, and recommendations will be presented to the Engineers Canada Board and Members for approval.

Strategic direction 2: Realizing accreditation and academic assessments

Engineers Canada accredits engineering programs, on behalf of engineering regulators, so that applicants with an accredited degree meet the academic requirements for licensure. The purpose of this strategic direction is to build an improved accreditation system, support regulators in implementing a new national academic requirement for licensure, and develop a business case for a national academic intake process for applicants without a Canadian engineering degree accredited by the Canadian Engineering Accreditation Board (also referred to as non-CEAB applicants).

In 2025, we started to work on the implementation of the Futures of Engineering Accreditation (FEA) Path Forward Report. We held sessions to build knowledge about the implications of the report's recommendations on the current accreditation system. Work is progressing toward implementing ten of the 18 recommendations.

The Realizing Accreditation and Academic Assessments (RAAA) Project has five streams and program management: the business case for the academic assessments for non-CEAB applicants, the Full Spectrum Competency Profile (FSCP) Pilot Study, outcome-focused accreditation, faculty licensure requirements and meaningful exposure to licensed professionals, and foundations components.

As part of the development of a business case to set a national intake process for the academic assessments of non-CEAB applicants, we completed, with the National Admission Officials Group, a review of commonalities in academic assessments among jurisdictions. We are in the process of sharing an external legal opinion that investigated what elements that potential intake process could have without changing regulators' acts, regulations, and bylaws.

A program development consultant, with the FSCP Pilot Study's Advisory Group, has written a report identifying the six competencies that will be developed for the first phase of the FSCP pilot study. Learnings from the development of those competencies and assessment processes will form the foundation for developing and validating a new, full FSCP framework in the second phase of piloting.

To move to an outcome-focused accreditation, we are in the process of determining the required approach and timeline.

The CEAB's Policies and Procedures (P&P) Committee and Engineering Deans Canada's (EDC's) Deans Liaison Committee (DLC) have been working together to clarify the underlying purpose of the accreditation criteria related to faculty licensure requirements. The objective is to ensure that specific student outcomes result from substantial and meaningful engagement with licensed professional engineers, rather than being inferred through the counting of contact hours with licensed professionals involved in engineering education. Their joint purpose statement is guiding current deliberations on which accreditation criteria should be retained and/or revised. The proposed revisions to the criteria will be circulated for national consultation in 2026.

We are examining opportunities to increase industry involvement in the RAAA project and assess return on investment.

We will continue advancing these major developments within the accreditation system through 2026.

Strategic direction 3: Realizing our role in sustainability

Engineers are responsible for holding paramount the safety, health, and welfare of the public and the protection of the environment. Not only do engineers play a key role in sustainable development, but they also protect the public interest. Regulators establish the standards and requirements that govern engineers and engineering practice, including those related to sustainable development.

The United Nations' 17 Sustainable Development Goals (UNSDGs) have been referenced by, and integrated within, the International Engineering Alliance's Graduate Attributes and Professional Competencies Framework. They also serve as a basis for the six Canadian Engineering Grand Challenges (CEGCs) 2020-2030 that were identified by Engineering Deans Canada.

In 2025, Engineers Canada began developing policy statements to guide environmental sustainability considerations into the Board's decision-making processes. We also completed a scan of how other similar organizations, including other professions, are incorporating environmental sustainability considerations within their national organizations.

In 2026, we will conduct a workshop of regulators and Board members to scope Engineers Canada's national role in sustainability.

Strategic direction 4: Realizing an inclusive profession

To remain dynamic and growing, the engineering profession must ensure that solutions serve an increasingly diverse client base. Engineers must understand the impact of their practice on the various communities they serve.

To realize a truly inclusive engineering profession, we drive inclusiveness of women and embrace inclusion, diversity, equity, and accessibility (IDEA), recognizing the intersectionality of these identities. We partner with organizations and regulators to establish our role in moving IDEA forward in engineering. We will ourselves endeavour to become an IDEA employer of excellence.

Engineers Canada is leading a national movement to increase women and under-represented groups' representation in engineering. More information is available in our National Membership Report.

On May 21, 2025, we held another successful national 30 by 30 Conference on the topic of Solutions and Accountability Towards an Inclusive Engineering Profession. The conference took the conversation about representation beyond gender to include other marginalized groups, focusing on the need for systemic change. The conference included presentations on the obstacles related to data collection, intersectionality in engineering, gender equity change, and what is next for the profession. For the first time, in addition to collaborating with the local regulator, the conference partnered with the Association for Consulting Engineering Companies British Columbia (ACEC-BC). The conference was successful, gathering over 400 attendees, surpassing the team's representation targets from industry, academia, and regulation with over 40 per cent of the room identifying as men.

In collaboration with the Chief Executive Officers (CEO) Group, the CEOs of Canada's engineering regulators, we initiated an Inclusivity Taskforce with a focus on equity, diversity, and inclusion in the profession. We also continued to advance work on the development of an engineering employer benchmark and community of practice with support from the Association of Consulting Engineering Companies–Canada (ACEC-Canada).

We continue to publish our monthly 30 by 30 Newsletter, to which you can subscribe here. We also worked with consultants to develop a draft Truth and Reconciliation Framework and Roadmap for Engineers Canada.

In 2026, we will continue to move work through our Inclusivity Taskforce for regulators, and our collaboration with ACEC-Canada to support employers' engagement in our work to create a more welcoming and inclusive profession. We will be partnering with the Canadian Coalition for Women in Engineering Science, Trades and Technology (CCWESTT), as well as the Association for Professional Engineers and Geoscientists Alberta (APEGA), for our 30 by 30 Conference that will be taking place in Calgary on May 24, 2026, embedded within the CCWESTT Conference taking place from May 23-26.

We will also continue to provide national leadership to advance truth and reconciliation. Under the guidance of our Indigenous Advisory Committee, we will take a culturally sensitive approach that sets a foundation for truth before reconciliation, further develop our partnerships, and provide training and resources to our staff and volunteers.

Strategic direction 5: Realizing a fuller awareness of engineers

Engineers Canada supports engineering regulators by raising the profile of what engineers do and how they protect the public. The purpose of this strategic direction is to review the impact of our national marketing campaign and determine what Engineers Canada's approach should be with respect to strengthening awareness and trust in the profession.

In 2025, we took stock of the successful two-year Building Tomorrows marketing campaign and, working with the chief executive officers of the 12 engineering regulators, decided that we will execute another, smaller, marketing campaign. We will be working with the National Communications Officials Group to develop the approach and messaging. We expect that this work will maintain the public momentum on the role of engineers in the public's eye.

Work is also continuing with our Pathway to Engineering project, expanding it from an online portal to a suite of offerings to better support early career professionals on their path to licensure. In 2025, we continued attracting visitors to the portal, mostly engineering students and graduates, and expanded their knowledge of the licensure process. We also created a community of professionals who can support them on their journey. With provincial and territorial regulators, we hosted two webinars on the value of engineering licensure reaching more than 230 individuals. We piloted a licensure support initiative in Prince Edward Island, the Northwest Territories, and Nunavut to support women in obtaining their licence.

We have initiated Engineers in Leadership, an effort to better understand how engineers are represented on corporate and public bodies boards, gain insight on the dynamics of recruitment, and undertake targeted activities to strengthen their participation.

In 2026, we will potentially launch a targeted national marketing strategy with a focus determined with regulators. We will continue, through the Pathway to Engineering program, to improve the knowledge sharing and community building aspects of the platform, explore the role of mentorship, and expand our pilot program to additional provinces and territories. We will continue to host webinars to increase awareness of the licensure process across Canada. Finally, we will review recommendations from the Engineers in Leadership research project and develop tools to further advance the role of engineers in senior, strategic decision-making roles.

Core purpose 1: Accreditation

Accreditation is one of the core functions performed by Engineers Canada on behalf of the regulators. This review process is conducted at the request of higher education institutions (HEIs). As of the date of publication, there are 308 accredited engineering programs at 47 HEIs across Canada.

In 2025, the accreditation volunteers and staff were busy conducting visits to 19 institutions, representing 156 visitors and 96 programs. This was the second year of using Tandem, our new accreditation data management system.

We published the 2025 Accountability in Accreditation Report, the result of our annual program evaluation process, which measures the effectiveness, trustworthiness, transparency, and efficiency of the accreditation system. The results of this annual evaluation, based on feedback from interest holders, support decision making about improvements to be made to the accreditation system.

This year, we developed procedures for focused visits as well as program visits with satellite units and/or feeder institutions. We approved an extension of the evaluation date of the temporary exemption for students going on international exchanges from 2027 to 2029.

Also, we are in the process of finalizing revisions to automatically approve “Regulations for granting transfer credits” for CÉGEP students transferring to HEIs.

Finally, we completed the work on the CEAB’s Interpretive statement on curriculum content for options and multi-discipline programs, which is now included in the 2025 CEAB Accreditation Criteria and Procedures.

For the 2026-2027 visit cycle, we received 19 requests for accreditation, and preparation for this cycle is already underway.

Core purpose 2: Regulator relationships

Through our vision—Advance Canadian engineering through national collaboration—we frequently convene regulators on a variety of topics and support their work on several fronts. We support engineering regulators in working together to enhance internal and international mobility for engineers,

engineering businesses, and applicants without an accredited degree from a Canada institution.

In 2025, regulators started to explore the feasibility and desirability of adopting a national continuing professional development (CPD) program. Provinces and territories are also continuing to work together on a new mobility application confirmation form to make it more seamless for applicants from one jurisdiction to transfer into another one. In addition, a review was initiated by Engineers Canada to better support regulators with the National Membership Database.

Finally, Engineers Canada, along with regulators, are also looking into the possibility that digital signature providers be consolidated at the national level.

In 2026, we will continue working on these initiatives and determine a national process to select future areas of collaboration and harmonization.

Core purpose 3: Services and tools

The Canadian Engineering Qualifications Board (CEQB) develops and maintains national papers, guidelines, and syllabi so that provincial and territorial regulators adopt consistent practices and support the seamless mobility of engineers, their organizations, as well as engineering applicants. The CEQB tackles admissions, practice of engineering, and discipline and enforcement matters, as well as emerging areas.

In 2025, the CEQB released a new Engineers Canada paper on emerging disciplines and revised the Regulator guideline on the academic assessment of non-CEAB applicants. Additionally, the CEQB completed examination syllabi reviews for naval and computer, as well as mining and mineral engineering. A key focus for the CEQB throughout the year was the promotion of its products at top regulatory conferences such as the Canadian Network of Agencies for Regulation and the Council Licensure, Enforcement and Regulation. The CEQB also focused on the development of quick guides, social media campaigns, and other resources for engineers.

Looking ahead, the CEQB will be drafting a new regulator guideline on the use of groundbreaking technologies in engineering. They will also revise the public Guideline on the practice of engineering in Canada as well as the public Guideline on qualified persons in demand-side legislation.

Core purpose 4: National programs

Engineers Canada offers services for professional engineers, geoscientists, their families, as well as participating organizations and their staff to support their work and their lives. Engineers Canada's programs and services include personal insurance programs, corporate and business insurance, financial services, and discount programs. The following sections highlight our activities and achievements for 2025.

Insurance Plans for engineers, geoscientists, their families, and pets

Home and auto insurance

Engineers Canada has partnered with TD Insurance to provide comprehensive and competitive home and auto insurance coverage.

Personal insurance

Through our partnership with Manulife, Engineers Canada offers the following insurance programs:

Term Life Insurance, Health and Dental Insurance, as well as Accident and Sickness Insurance.

Disability income replacement

Disability coverage provides for ill or injured engineers and geoscientists who are unable to work.

Major accident insurance

Engineers Canada offers, in partnership with Manulife, worldwide coverage that provides the funds to address the immediate costs of an accident.

Critical illness

This plan with Manulife covers diagnosis, which includes life-threatening conditions.

Business overhead

Offered through Manulife, this plan pays for eligible business expenses such as rent or mortgage payments, utilities, and employee salaries resulting from an injury or disability due to an illness or accident.

Pet insurance

In partnership with Petsecure, Engineers Canada provides a pet health insurance plan that covers accidents and illness diagnosis, x-rays, hospitalization, surgery, medication, emergency care, and dental care.

Professional liability and corporate insurances

Professional liability insurance

Through Victor Canada, Engineers Canada provides professional liability insurance, which protects employers, their employees, and their organization from claims and allegations of professional negligence. Coverage is for single practitioners, as well as multinational, multidisciplinary organizations.

Secondary professional liability insurance

A partnership with Hub International combined with insurance through AXA XL, protects individual professional engineers as they provide their professional services. This also includes whistleblower protection.

Corporate insurance

Corporate insurance includes directors and officers (D&O), errors and omissions (E&O), commercial crime, and cybersecurity.

National Employee Group Benefits Program

As part of National Employee Group Benefits Program, Engineers Canada, along with Manulife, supports engineering and geoscience regulators through employee benefit programs.

Financial services

Engineers Canada through the partnership with Canada Life provides savings plans for engineers, geoscientists, and regulator staff. The plan includes access to:

- Registered Retirement Savings Plans (RRSP)
- Non-Registered Retirement Savings Plans (NRSP)
- Tax-Free Savings Accounts (TFSA)
- Registered Retirement Income Funds (RRIF)
- Life Income Funds (LIF)

Discount programs

VIA Rail

With VIA Rail, Engineers Canada offers members a 7.5 per cent reduction in fee for their ticket and up to three additional tickets for those who join them on the trip, whether the trip is for business or leisure.

Car rental

Engineers Canada, in collaboration with Avis and Budget, provided 25 per cent off the posted rates for car rental.

Shipping

Engineers Canada, in partnership with UPS, provides a 50 per cent discount rate for domestic and international services.

In 2025, request for proposals were conducted for the Professional Liability and Corporate Insurance programs, Term Life and Personal Insurance programs, as well as the Financial Services programs to ensure we were offering the best programming and the most competitive pricing for our members. New consultants were chosen for each of the program areas after extensive analysis of the proposals.

In 2026, the Member Services team is looking to include new products in personal insurance in partnership with TD Insurance and Manulife, as well as financial insurance in collaboration with Canada Life. Additionally, the Member Services team will look to increase the variety of discount programs for members.

Core purpose 5: Advocating to the federal government

To influence national policy, Engineers Canada, on behalf of engineering regulators, works on federal government submissions, Issue Statements, National Position Statements, and other opportunities such as testifying before parliamentary and senate committees and participating in consultations.

National Position Statements are Engineers Canada's official stance on public policy matters. In 2025, Engineers Canada revised two National Position Statements: Research, development, and innovation, and the Role of engineers in federal procurement of goods and services.

In 2025, the following government submissions were brought forward to the federal government:

- Submission to the House of Commons Standing Committee on the Status of Women
- Budget 2025 Highlights and Analysis
- Engineers Canada's Comments on Canada's Leadership in Artificial Intelligence
- Engineers Canada's Submission to the Government of Canada in Advance of the 2026 CUSMA Review
- Engineers Canada's Submission to the Standing Committee of the House of Commons in Advance of the 2026 CUSMA Review
- Engineers Canada's Comments on the Canada-Mercosur Trade Negotiations
- 2025 Pre-Budget Submission to the Department of Finance (pre-election)
- Submission to the Standing Committee on Finance in Advance of Budget 2025 (post-election)

In addition to National Position Statements and submissions, Engineers Canada also met with senior elected and public service officials, as well as other interest holder groups, to advocate for our national priorities on:

- Climate change adaptation and resilience
- The role of engineers in building and construction
- The licensure of engineers in the federal public service
- International trade agreement negotiations, including the Canada-United States-Mexico Agreement
- The importance of including engineers in efforts to speed up major projects across Canada

In 2026, Engineers Canada will continue to develop National Position Statements and government submissions as well as meet with senior government officials to advance topics of priority for engineering regulators.

Core purpose 6: Researching, monitoring and advising

We support regulators by providing them with a national view of strategic trends in regulatory and professional affairs across Canada. We help them foresee opportunities and threats that might take place within their provincial and territorial jurisdictions.

Throughout 2025, Engineers Canada further decentralized duties for researching, monitoring, and advising across the organization. The CEQB published a paper on emerging engineering disciplines and provided updated guidance on the academic assessment of non-CEAB applicants. The Public Affairs team also disseminated the impacts of Bill C-5 on the engineering profession, commented on Canada's leadership in artificial intelligence, and completed an environmental scan of sustainable development and environmental practices in place within similar organizations and professions.

In 2026, we will continue to undertake research and advising activities.

Core purpose 7: International mobility

Engineers Canada is active on the international stage to facilitate the mobility of engineers and applicants from other countries wishing to practise in Canada and vice-versa.

We are signatories to many bilateral and multilateral agreements on behalf of the engineering regulators.

We are a member of the World Federation of Engineering Organizations (WFEO) and the International Engineering Alliance (IEA). With respect to the latter, Engineers Canada administers the public Engineers Canada Mobility Register, a service offered to individuals that have met the requirements for using the IntPE (Canada) and APEC Engineer designations. In 2025, 234 new registrants were added to the Mobility Register.

In 2025, Engineers Canada underwent a scheduled review of its alignment with the requirements of the IEA Professional Competence Agreements. Results of the review will be considered and voted on at the annual IEA meeting in June 2026.

Engineers Canada also maintains the International Institutions and Degrees Database (IIDD), a database for regulators that highlights the degrees offered at various institutions internationally, as well as membership to the international agreements. In 2025, the IIDD was viewed 3,976 times, a 156 per cent increase since 2022 when it was launched. An external party was also hired to perform a review of current processes and offer improvement recommendations.

International applicants can also access information on the Canadian licensure process on EngineerHere.ca. On that portal, we share information on the Canadian engineering licensure process and on our regulatory system. Applicants can view the information in Arabic, Bengali, Chinese (Traditional), Chinese (Simplified), English, Farsi, French, Hindi, Spanish, Tagalog, and Urdu.

The IIDD findings identified during the 2025 process review will be prioritized, with select initiatives slated for implementation in 2026. Additionally, Engineers Canada will consider potential enhancements to the Mobility Register.

Core Purpose 8: Promotion and outreach

Engineers Canada sparks interest in kindergarten to grade 12 students in becoming the next generation of engineers. Over the last two years, we have refined our career awareness strategy to serve as a backbone organization that enables similarly-focused organizations to reduce barriers preventing diverse

youth from pursuing a career in engineering.

In 2025, we launched the Forward Engineering Collective, a group of similar-minded organizations that are building a more inclusive, connected, and visible future for engineering learning in Canada. Through this new initiative, we anticipate increasing our reach from 5,000 to over two million youth annually. More information about this initiative can be found here.

We also continue to support the Canadian Federation of Engineering Students (CFES) and EngiQueers Canada. We hosted the CFES' annual leadership transition meeting in our offices, offered two mentorship sessions with the CFES' national leadership teams, and have a long-standing Memorandum of Understanding that outline our commitments and collaborations throughout the years.

National Engineering Month

For over three decades, Engineers Canada has been leading National Engineering Month (NEM), Canada's largest celebration of engineering. In 2025, we launched a new theme—Engineers Open Doors—which encouraged the public to see engineers as innovative leaders that bring people together and inspire. As we celebrated NEM 2025, we collaborated with Engineering Deans Canada and the Corporation of the Seven Wardens to mark the 100th anniversary of the Calling of an Engineer. NEM received more than 4.7 million impressions on social media. In 2026, we will continue with our Engineers Open Doors theme to engage engineering employers, organizations, academia, and individual engineers.

Engineers Canada Awards

Engineers Canada also celebrates the achievements of engineers and engineering students who are advancing the engineering profession and improving the lives of Canadians and others around the world. The 2025 award recipients were:

- Georges Kaddoum, PhD, P.Eng. – Gold Medal Award
- Angus McLean English, P.Eng. – Meritorious Service Award for Professional Service
- Sheliza Kassam, P.Eng. – Meritorious Service Award for Community Service
- Brian Frank, PhD, P.Eng. – Medal for Distinction in Engineering Education
- Kim Jones, PhD, P.Eng. (LEL) – Award for the Support of Women in the Engineering Profession
- Neil Mitra – Gold Medal Student Award

Engineers Canada Scholarships

Engineers Canada offers three types of scholarships, one for undergraduate students and two for graduate students. The recipients of the 2025 scholarships were:

Engineers Canada-TD Insurance Meloche Monnex Scholarships ($7,500)

- Nerissa Mulligan, M.A.Sc., MEd, P.Eng.
- Véronica Romero Rosales, ing.

Engineers Canada–Manulife Scholarships ($12,500)

- Majdi Flah, M.E.Sc., P.Eng.
- Mahdi Ghiasi, M.Sc., M.Eng., P.Eng.
- Emilie Pellerin, M. Sc. A., P.Eng.

Engineers Canada Leadership Scholarship ($4,000)

- Lauren Altomare
- Dante Capobianco
- Kalena McCloskey
- Ethan Nabuurs
- Amber Quo
- Muhammed Shareef
- Najma Sultani
- Sydney Yott

Fellows of Engineers Canada

In 2025, the following individuals received an Engineers Canada fellowship for their noteworthy service to the engineering profession through their work with either Engineers Canada or the provincial and territorial engineering regulators:

Engineers Canada
Shelley Ford, FEC (Hon.)
Brent Gibson, FEC (Hon.)
Ivan Ntale, FEC (Hon.)
Adam Rodrigues, FEC (Hon.)
Heidi Theelen, FEC (Hon.)

Association of Professional Engineers and Geoscientists of Alberta (APEGA)
Mona Alkhatib, FEC, P.Eng.
Sidney Chan, FEC, P.Eng.
Ahmad Changizi, FEC, P.Eng.
David Franko, FEC, P.Eng.
Rada Geddes, FEC, P.Eng.
Lisa Hall, FEC, P.Eng.
Lorna Harron, FEC, P.Eng.
Sheliza Kassam, FEC, P.Eng.
Christopher Lenzin, FEC, P.Eng.
Dale Sahota, FEC, P.Eng.
Venkata Vemana, FEC, P.Eng.

Engineers and Geoscientists British Columbia
Angus McLean English, FEC, P. Eng.

Engineers and Geoscientists New Brunswick
Tammy Lamey, FEC, P.Eng.

Engineers Geoscientists Manitoba
David Amorim, FEC, P.Eng.
James Ashdown, FEC, P.Eng.
Jeffrey Bell, FEC, P.Eng.
Ryan Bernier, FEC, P.Eng.
Jason Bouchard, FEC, P.Eng.
Adam Coolidge, FEC, P.Eng.
Nelson Ferreira, FEC, P.Eng.
John Fox, FEC, P.Eng. (SM)
Andrew Gies, FEC, P.Eng.
Gordon Goldsborough, FEC (Hon.)
Fiona Hillier, FEC (Hon.)
Ryan Johnston, FEC, P.Eng.
Kyle Lenton, FEC, P.Eng.
Alan Margolese, FEC, P.Eng.
Cameron Mazurek, FEC, P.Eng.
Matthew Singer, FEC, P.Eng.
Phaedra Taiarol, FEC, P.Eng.
Christopher Trenholm, FEC, P.Eng.
Danielle Unett, FEC (Hon.)
Diana Vander Aa, FEC (Hon.)
Ian Wiebe, FEC (Hon.)

Engineers Nova Scotia
Browren Allard, FEC, P.Eng.
Kevin Bezanson, FEC, P.Eng.
David Cochrane, FEC,P.Eng.
Alexander de Sousa, FEC P.Eng.
Sarah Jane Dooley, FEC (Hon.)
Craig Lake, FEC P.Eng
Helen Langille, FEC, P.Eng.
Dharminderpal S. Mann, FEC, P.Eng.
Darrell Marsh, FEC, P.Eng.
Keith McKeen, FEC P.Eng.
Debra McLellan, FEC, P.Eng.
Sue Molloy, FEC, P.Eng.

Lawrence Murphy, FEC, P.Eng.
Donald Ross, FEC, P.Eng.
Holly Sampson, FEC, P.Eng.

Engineers PEI
Marianne LeBlanc, FEC, P.Eng.

Engineers Yukon
Kirsten Hogan, FEC, P.Eng.

Ordre des ingénieurs du Québec (OIQ)
François Deslauriers, FIC, ing.
Éric Germain, FIC, ing.
Georges Kaddoum, FEC, P.Eng.
Laurent B. Mondou, FIC, ing.

Professional Engineers Ontario (PEO)
Salman Basit, FEC, P.Eng.
Axar Bhavsar, FEC, P.Eng.
David Boogaart, FEC, P.Eng.
Albena Bukurova, FEC, P.Eng.
Savio De Souza, FEC, P.Eng.
Fereydoon Diba, FEC, P.Eng.
Ayman El Ansary, FEC, P.Eng.
Ron Finnigan, FEC, P.Eng.
Helder Fleury Pinheiro, FEC, P.Eng.
Brian Frank, FEC, P.Eng.
Johanna Friend, FEC, P.Eng.
Gil Galang, FEC, P.Eng.
Shinta Gragossian, FEC, P.Eng.
Jason Gubbels, FEC, P.Eng.
Amit Gupta, FEC, P.Eng.
William Haklander, FEC, P.Eng.
Mohamed Hamed, FEC, P.Eng.
Sen Hu, FEC, P.Eng
David Jackowski, FEC, P.Eng.
Torben Jensen, FEC.P.Eng.
Kim Jones, FEC, P.Eng. (limited licence)
Daniel Martis, FEC, P.Eng.
Mirsad Mulaosmanovic, FEC, P.Eng.
Franz Newland, FEC, P.Eng.
Pankaj Panchal, FEC, P.Eng.
Rishi Poddar, FEC, P.Eng.
Stephen Saxton, FEC, P.Eng.
James Tait, FEC, P.Eng.
George (Zheng Hong) Zhu, FEC, P.Eng.

Core Purpose 9: Equity, diversity, and inclusion

Engineers Canada works with key organizations to make engineering inclusive of women, Indigenous peoples, and marginalized groups. Our partners include provincial and territorial engineering regulators, engineers, employers, HEIs, similar-focused organizations, and engineering students. Collectively, we want the engineering profession to reflect the demographics of Canadian society and continue to meet the needs of the Canadian economy.

To advance an increased representation and inclusion of under-represented voices, we collaborate with partners such as Black Engineers of Canada, EngiQueers Canada, and CCWESTT.

We also support Indigenous Reconciliation through our work with the Canadian Indigenous Advisory Council and American Indian Science and Engineering Society-Advancing Indigenous People in STEM (science, technology, engineering and mathematics).

This year, we partnered with a consulting firm to improve how we measure progress toward a more inclusive and welcoming profession.

In 2026, we will continue this collaboration to define key success measures to create a national baseline, evaluate progress in addressing known barriers, and strengthen decision-making around initiatives and resource allocation.

Core purpose 10: Protecting official marks

Engineers Canada is the owner of an official mark for each of the following professional engineering designations:

- ENGINEER
- ENGINEERING
- CONSULTING ENGINEER
- PROFESSIONAL ENGINEER
- P.ENG.
- GÉNIE
- INGÉNIERIE
- INGÉNIEUR CONSEIL
- INGÉNIEUR
- ING.

In 2025, Engineers Canada consented to about 47 requests for federal registration, enabling the use of official marks owned by Engineers Canada, in their corporate name.

Financial statements

Download the 2025 summary financial statements.

This page was intentionally left blank

Annual Strategic Performance Report: Q4-2025

Indicators included in the tables below were approved at the Board Strategic Workshop in June 2024. Performance is benchmarked against the 2025-2029 Strategic Plan that came into effect on January 1st, 2025.

Legend	Status of strategic direction
Overall activities on track to be completed by 2029	
Overall activities experiencing some delays, no foreseen impact on completing the strategic priority by 2029	
Overall activities experiencing some delays which could impact the ability to complete the strategic priority by 2029	

Reporting Information Sources

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

Reporting area	Source
Planned activities (as set in June 2024)	Copied from Board June 2024 strategic workshop presentation
2025 quarterly reporting	Staff updates as part of quarterly internal reporting
What we will do	Copied from 2025-2029 Strategic Plan
What does success look like	Copied from Board June 2024 strategic workshop presentation
How will we measure success in 2029	

To make this report succinct, only the work to be done this current year is represented in the quarterly report. All the work that is expected to be completed in 2025-2029 can be found in the Section 2 of this report.

Section 1

Realizing a stronger federation				
Status:				
Planned activities	**Q1**	**Q2**	**Q3**	**Q4**
Pillar: Implement Governance Review **Outcome: Engineers Canada has efficient and trustworthy governance processes**				
Hire an expert ***Indicator:*** *Consultant is engaged to lead the governance review*	• Expert was hired.	• Completed.		
Interview Regulators to identify issues, benchmark against other governance systems, and present options to the Board ***Indicators:*** *Regulators' positions are known and shared in consultation report* *Consultant proposes updates to the governance system*	• Upcoming in Q2.	• Individual interviews with Regulators are underway.	• First round of consultation / interviews with Regulators have been held.	• Completed.
Present proposed options for change to the governance system to Regulators for validation ***Indicator:*** *Regulators' positions are known and shared in consultation report*	• Upcoming in Q4.			• The Board received workshop results and draft solutions and options for Round 2 consultations • Draft solutions and options were sent for consultations held with individual Regulators, the CEAB and the CEQB between December 9 and end of January.
Pillar: Operationalize Collaboration and Harmonization **Outcome: Engineering regulators benefit from collaboration and harmonization** **Outcome: Engineering regulation is consistent, efficient and effective across Canada**				
Implement a predictable and transparent process to select future areas of regulatory collaboration ***Indicator:*** *Supported by Engineers Canada, Regulators collaboratively tackle various regulatory areas/issues for duration of Strategic Plan*	• Discussion initiated with CEO Group	• Work related to formalizing a predictable and transparent process to select areas of regulatory collaboration will be informed in due course. In the meantime, several projects are being advanced (see below). • Several collaboration and harmonization projects and initiatives are still being identified and advanced such as: Harmonized inter-jurisdiction mobility application confirmation form (new priority in 2025), environmental scan/business case on digital signature providers and potential of EC offering this function (new priority in 2025), harmonized CPD program (new priority in 2025), advancement of RFEA/FSCP outcomes, reviews/improvements of IIDD, NMDB, Mobility Register (new priority in 2025).		

Realizing accreditation and academic assessments

Status: 

Planned activities	Q1	Q2	Q3	Q4
Pillar: National Academic Requirement for Licensure **Outcome: Regulators have trusted, efficient, inclusive and proactive systems that help them meet fairness requirements and maintain the authority for licensure.** **Outcome: The academic assessment requirements for CEAB graduates and non-CEAB applicants for licensure are aligned and fair.**				
Establish a Full Spectrum Competency Profile (FSCP) Pilot Study Advisory Group working group ***Indicator:*** *Appropriate project governance is established* *Interest holders are actively participating in project activities.*	• The competencies for the working group have been prepared, and work is planned to confirm the governance approach. It is expected to be completed in Q2.	• Delays in establishing an FSCP Advisory Group due to resource constraints and competing priorities. • Additional resources have been assigned. • Expect to be back on track by the end of Q3.	• The FSCP advisory group is in final stages of being established, onboarding is planned for Q4. • Expect to be back on track by Q4.	• The FSCP working group recruitment was completed in Q4 as well as the groups' onboarding.
Hire an expert ***Indicator:*** *Consultant is engaged to create the competency profile.*	• Upcoming in Q3.	• Delays in hiring a consultant due to resource constraints and competing priorities.	• The Program Development Consultant has been selected, and the contract has been developed. • Pending legal review with a plan to have a contract signed in Q4.	• The Program Development Consultant has been selected and contract has been signed.
Select competencies ***Indicator:*** *Interest holders are actively participating in project activities.*	• Upcoming in Q4.			• The draft report identifying recommended competencies has been completed. • The report will be shared with the Board in 2026.

Planned activities	Q1	Q2	Q3	Q4
Pillar: Accreditation **Outcome: Accreditation is valued by regulators, educators, students and volunteers**				
Decision from Engineers Canada Board to proceed on other FEA Path Forward recommendations ***Indicator:*** *Engineers Canada Board approves next steps*	• All deliverables have been completed for Q1 except for education sessions. They will be completed in Q2.	• Education and Ask me Anything sessions have been held. • Delay in education sessions due to the need to clarify sessions' objectives and resource constraints. • Additional recommendations from The Path Forward Report will be brought forward to the Board in October 2025 (Q3).	• At its October meeting, the Engineers Canada Board tasked the CEAB to recommend appropriate changes to accreditation criteria related to faculty licensure pursuant to relevant recommendations in the Futures of Engineering Accreditation Path Forward Report. • The Engineers Canada Board also approved that staff and others work on Investments, Change Management, Industry Engagement, and Core Values recommendations. • These elements were as part the Futures of Engineering Accreditation Path forward Report.	• Work is starting on the recommendations approved by the Engineers Canada Board in October. Work is starting on the implementation approved by the Engineers Canada Board in October.

Realizing our role in sustainability				
Status: 				
Planned activities	**Q1**	**Q2**	**Q3**	**Q4**
Pillar: Board-approved initiatives **Outcome: Engineers Canada has a defined role in environmental stewardship that complements Regulators' efforts**				
Adopt a new Environmental, Social, Governance (ESG) policy ***Indicator:*** *Policy approved by Engineers Canada Board*	• Conducted research on best practices and Engineers Canada's needs. • Recommendations on integrating ESG in Engineers Canada's policies were presented to the Governance Committee for feedback.	• Ongoing research to inform the final policy approach that will be presented to the Governance Committee and Board for approval by the end Q4.	• The Governance Committee reviewed policy at their September meeting and additional revisions suggested. • Policy will be reviewed by Governance Committee again in November and Board approval will be sought in Q1 2026.	• The Governance Committee decided to strike a working group to develop policy statements, which are expected to be submitted for Board in May.
Pillar: Scope our national role to support Regulators **Outcome: Engineers Canada has a defined role in environmental stewardship that complements Regulators' efforts**				
Conduct environmental scan to compile emerging trends and similar organizations' practices ***Indicator:*** *Compile and publish environmental scan on our public website*	• Expert hired and working through literary review. Met with the Canadian Medical Association to learn about their journey and apology for harms to Indigenous Peoples.	• The consultants have been selected, and an outline of the environmental scan has been approved.	• Environmental scan and comparative analysis drafted. • Feedback from sponsor and workstream owner being incorporated and decisions underway about the best way to share the results/report.	• The environmental scan and comparative analysis drafted has been distributed to the CEO Group.

Realizing an inclusive profession				
Status: 				
Planned activities	**Q1**	**Q2**	**Q3**	**Q4**
Pillar: Drive inclusiveness of women **Outcome: Engineering is a welcoming, inclusive profession that reflects Canadian society and has embraced Truth and Reconciliation**				
Share recruitment and retention strategies and recommendations ***Indicator:*** *Recommendations are approved by the Board*	• Completed a review of existing programs through intersectional lens and impact on system.	• Due to continuing resource constraints, this project is behind schedule. • It is anticipated that the creation of the theory of change narrative will be pushed to Q4 based on recent discussions with the CEO taskforce. • The Regulator and employer consultations will be pushed into Q3.	• The CEO inclusivity taskforce has aligned on a vision, commitment statement and barriers impacting the profession. • We have met with ACEC to create a community of practice and identify companies to pilot the benchmark. • Discussions have begun with our Board champions to guide when and how the Board should be engaged.	• There is currently a smaller staff contingent than originally anticipated for this strategic direction was conceived, so this project is behind schedule. • This work will be carried forward into Q1 of 2026.
Pillar: Fostering Truth & Reconciliation **Outcome: Engineering is a welcoming, inclusive profession that reflects Canadian society and has embraced Truth and Reconciliation**				
Conduct environmental scan to compile emerging trends and similar organizations' practices ***Indicator:*** *Environmental scan is completed, and results are integrated into Engineers Canada's work*	• Completed a consultation with the Indigenous Advisory Committee on a framework for the proposed scope of work towards truth and reconciliation.	• We have consulted with the Indigenous Advisory Committee (IAC) on a framework for the proposed scope of work towards truth and reconciliation and K-12 Indigenous education literary review. • We also have developed an RFP in consultation with the IAC to do the environmental scan.	• We have selected and started working with consultants on the development of the environmental scan, framework and action plan. • This work is scheduled to be completed in Q4.	• The environmental scan, the framework and draft action plan have been completed.
Provide training to staff and volunteers ***Indicator:*** *Training has been provided to staff and volunteers*	• Provided HR with all contact information for delivery of training and requested it be part of the orientation process for new staff.	• On track to provide training in Q3.	• We continue to provide the Four Seasons of Reconciliation training as part of new staff and volunteer orientation. In September 2025, staff also participated in the Kairos Blanket Exercise to mark the National Day for Truth and Reconciliation and Orange Shirt Day, and to help them understand their role in advancing Truth and Reconciliation.	• The training has been provided for staff.

Realizing a fuller awareness of engineers				
Status:				
Planned activities	**Q1**	**Q2**	**Q3**	**Q4**
Pillar: National marketing campaign **Outcome: The public has an increased awareness of engineers' contributions to society**				
Review impact of Building Tomorrows campaign and release summary report ***Indicator:*** *Report is shared with Board and Regulators*	• Completed.			
Consult Regulators to determine whether a national marketing campaign should continue and if so, how it would be funded ***Indicator:*** *Engineers Canada has a clear path forward as documented in consultation report*	• Upcoming in Q3.	• Initial discussion with Regulator CEOs held at their July meeting. • Initial feedback will inform ongoing consultation process and approaches going forward.	• Based on feedback, we prepared revised national marketing approaches with a recommendation that will be presented to the CEO Group in Q4.	• Revised national marketing approaches presented to CEO Group. Agreement that Engineers Canada will proceed with a national marketing campaign in consultation with the National Communications Officials Group, who will assist in an advisory role on strategy and delivery. • Engineers Canada will fund up $500K over three years to design and deliver a campaign.
Pillar: Pathway to engineering **Outcome: The public has an increased awareness of engineers' contributions to society**				
Communications plan developed and implemented ***Indicator:*** *Ongoing growth in social media following throughout course of the strategic plan*	• Upcoming in Q2.	• Two quarterly webinars completed with great success and uptake.	• The Q4 webinar planning and promotion is well underway. This project is on track.	• Completed.
Informational content on the licensure process in Canada for engineering graduates from CEAB-accredited programs is maintained online ***Indicator:*** *Stable engagement with content over several years*	• Content has been published and is available online. Too early to establish engagement trend.	• Information is provided online.	• To better support early career professionals, we expanded our Pathway to Engineering project by developing new tools and resources to better support early career outreach and engagement. • We also developed quarterly webinars on relevant topics connecting it to the value of the engineering license, created targeted goals by province that included strategies to engage folks who qualify to pursue their license and initiated a licensure pilot project.	• Completed.

Pillar: Engineers in leadership **Outcome: The public has an increased awareness of engineers' contributions to society**				
Conduct an environmental scan including barriers and opportunities evaluation, executive interviews, and strategic recommendations ***Indicator:*** *Report is validated by advisory group to this work and Regulators*	• Upcoming in Q2.	• RFP for the environmental scan is in development, for release in Q3.	• The RFP closed, and 14 proposals were received. • Proposal review is underway with a decision expected in Q4 and project complete by end of year.	• Engineers Canada has contracted with Cathexis to perform an environmental scan, literature review, and key informant interviews to deliver recommendations on representation of engineers on corporate boards and public bodies. • A final report is expected in mid-January 2026.
Create advisory group and project charter ***Indicator:*** *Advisory Group is struck by CEO*	• Upcoming in Q3.	• The project charter and advisory group creation will begin in Q3.	• The project charter is in development with completion by end of Q4. • The advisory group recruitment moved to Q1 2026 pending results of environmental scan.	• Project charter was completed in Q4, with advisory group recruitment moved to Q1 2026 pending results of environmental scan.

Section 2

The following section highlights which year each indicator is expected to be achieved:

Realizing a stronger federation					
Planned activities	**2025**	**2026**	**2027**	**2028**	**2029**
Pillar: Implement Governance Review **Outcome: Engineers Canada has efficient and trustworthy governance processes**					
Establish Governance Review Task Force ***Indicator:*** *Creation of the task force (achieved in 2024)*					
Hire an expert ***Indicator:*** *Consultant is engaged to lead the governance review (completed)*					
Interview Regulators to identify issues, benchmark against other governance systems, and present options to Board ***Indicators:*** *Regulators' positions are known and shared in consultation report* *Consultant proposes updates to the governance system*					
Present proposed options for change to the governance system to Regulators for validation ***Indicator:*** *Regulators' positions are known and shared in consultation report*					
Submit governance proposal and implementation plan to Regulators for consultation and subsequent approval ***Indicator:*** *Regulators approve changes to the governance system*					
Implement and monitor revised governance system ***Indicator:*** *No further changes to the governance system are proposed by Members for duration of Strategic Plan*					
Pillar: Long-Term Funding **Outcome: Engineers Canada has efficient and trustworthy governance processes**					
Renew long-term funding agreement ***Indicator:*** *Regulators renew long-term funding agreement*					
Pillar: Operationalize Collaboration and Harmonization **Outcome: Engineering regulators benefit from collaboration and harmonization** **Outcome: Engineering regulation is consistent, efficient and effective across Canada**					
Implement a predictable and transparent process to select future areas of regulatory collaboration ***Indicator:*** *Supported by Engineers Canada, Regulators collaboratively tackle various regulatory areas/issues for duration of Strategic Plan*					
Evaluate success of the five-year National Statement of Collaboration ***Indicator:*** *Lessons have been learned and activities over five years have resulted in successes (and failures) that can be used to evolve the statement*					
Regulators agree to review the Statement of Collaboration ***Indicator:*** *Regulators agree to renew an evolved Statement*					

Realizing accreditation and academic assessments					
Planned activities	**2025**	**2026**	**2027**	**2028**	**2029**
Pillar: National Academic Requirement for Licensure **Outcome: Regulators have trusted, efficient, inclusive and proactive systems that help them meet fairness requirements and maintain the authority for licensure.** **Outcome: The academic assessment requirements for CEAB graduates and non-CEAB applicants for licensure are aligned and fair.**					
Establish a Full Spectrum Competency Profile (FSCP) Pilot Study working group ***Indicator:*** *Appropriate project governance is established* *Interest holders are actively participating in project activities.* *(upcoming in Q2)*					
Hire an expert ***Indicator:*** *Consultant is engaged to support the FSCP Pilot Study.* *(upcoming in 2025)*					
Select competencies ***Indicator:*** *Interest holders are actively participating in project activities.* *(upcoming in 2025)*					
Undertake FSCP Pilot Study ***Indicator:*** *Interest holders are actively participating in project activities.* *(upcoming in 2026)*					
Share report of findings ***Indicator:*** *Interest holders are actively participating in project activities.*					
Decide on next steps ***Indicator:*** *Board approves changes.*					
Pillar: Accreditation **Outcome: Accreditation is valued by regulators, educators, students and volunteers**					
Decision from Engineers Canada Board to proceed on other FEA Path Forward recommendations ***Indicator:*** *Engineers Canada Board approves next steps*					
Approve the revised purpose & scope of accreditation statements and design parameters by Engineers Canada Board. ***Indicator:*** *Engineers Canada Board approves revised purposes, scope of accreditation statements and design parameters.*					
Establish new policy group to reflect new purpose and scope. ***Indicator:*** *Appropriate policy group is established.*					
Hire consultant to write new policies ***Indicator:*** *Consultant is engaged to write new policies.*					
Hire consultant to help with change management across the system. ***Indicator:*** *Consultant is engaged to manage change in the system.*					
Approval of the retirement of the minimum path by the Engineers Canada Board. ***Indicator:*** *Engineers Canada Board approves the retirement of the minimum path.*					
Report in findings around feasibility of accepting Higher Education Institutions (HEI) evaluations. ***Indicator:*** *Findings report is shared publicly.*					
Revise and get approval for the CEAB Accreditation criteria procedures (criteria, policies and principles). ***Indicator:*** *Engineers Canada Board approves the accreditation criteria.* *The CEAB approves the policies and the principles.*					

Realizing accreditation and academic assessments

Planned activities	2025	2026	2027	2028	2029
Pillar: Academic assessments for internationally educated applicants **Outcome: Regulators have efficient, effective, consistent and fair requirements for the academic assessment of non-CEAB applicants for licensure**					
Develop business case. ***Indicator:*** *Business case is developed and recommended by staff for presentation to Board.*					
Business case is shared. ***Indicator:*** *Board decides that proposal is viable and approves it for Regulator consultation.*					
Consult Regulators on viable option(s). ***Indicator:*** *Engineers Canada has a clear path forward as documented in consultation report.*					
Transition other Engineers Canada services and programs where needed. ***Indicator:*** *A plan is approved and implemented as applicable.*					

Realizing our role in sustainability

Planned activities	2025	2026	2027	2028	2029
Pillar: Board-approved initiatives **Outcome: Engineers Canada has a defined role in environmental stewardship that complements Regulators' efforts**					
Adopt a new Environmental, Social, Governance (ESG) policy ***Indicator:*** *Policy approved by Engineers Canada Board*					
Investigate and assess requirements and impacts of becoming a carbon neutral organization ***Indicator:*** *Report prepared and presented to the Engineers Canada Board.*					
Make decision on becoming a carbon neutral organization or not ***Indicator:*** *Decision made by Engineers Canada Board*					
Pillar: Scope our national role to support Regulators **Outcome: Engineers Canada has a defined role in environmental stewardship that complements Regulators' efforts**					
Conduct environmental scan to compile emerging trends and similar organizations' practices ***Indicator:*** *Compile and publish environmental scan on our public website*					
Hold workshop and consult Regulators on options for Engineers Canada's role ***Indicator:*** *Regulators attend workshop and inform options as documented in the consultation report*					
Determine how the engineering profession can contribute to UNSDGs ***Indicator:*** *Engineers Canada has a defined role and areas of focus for the profession as approved by the Board*					

Realizing an inclusive profession					
Planned activities	**2025**	**2026**	**2027**	**2028**	**2029**
Pillar: Drive inclusiveness of women **Outcome: Engineering is a welcoming, inclusive profession that reflects Canadian society and has embraced Truth and Reconciliation**					
Share recruitment and retention strategies and recommendations ***Indicator:*** *Recommendations are approved by the Board*					
Share 30 by 30 repositioning recommendations ***Indicator:*** *Recommendations are approved by the Board*					
Implementation of recommendations with Regulators, HEIs and employers ***Indicator:*** *Recommendations are implemented by end of Strategic Plan*					
Pillar: Embracing IDEA **Outcome: Engineering is a welcoming, inclusive profession that reflects Canadian society and has embraced Truth and Reconciliation**					
Invest in capacity-building efforts of key organizations ***Indicator:*** *The scope of the current evaluation framework is updated to include accessibility and new partnerships are explored*					
Consult Regulators to define Engineers Canada's role in advancing accessibility ***Indicator:*** *Engineers Canada has a defined role identified by Regulators*					
Become an IDEA employer of excellence ***Indicator:*** *Engineers Canada has established internal goals and metrics for success related to being an IDEA employer of excellence*					
Pillar: Fostering Truth & Reconciliation **Outcome: Engineering is a welcoming, inclusive profession that reflects Canadian society and has embraced Truth and Reconciliation**					
Conduct environmental scan to compile emerging trends and similar organizations' practices ***Indicator:*** *Environmental scan is completed and results are integrated into Engineers Canada's work*					
Provide training to staff and volunteers ***Indicator:*** *Training has been provided to staff and volunteers*					
Strike partnerships with Indigenous associations, councils and organizations ***Indicator:*** *Partnerships are documented and have clear objectives*					
Review of internal processes and policies and national position statements in alignment with our commitment to uphold the Calls to Action, Calls to Justice and United Nations Declaration on the Rights of Indigenous Peoples (UNDRIP) ***Indicator:*** *Benchmarking against Calls to Action, Calls to Justice and United Nations Declaration on the Rights of Indigenous Peoples (UNDRIP) has been conducted and a path forward to implement changes has been identified*					

Realizing a fuller awareness of engineers					
Planned activities	**2025**	**2026**	**2027**	**2028**	**2029**
Pillar: National marketing campaign **Outcome: The public has an increased awareness of engineers' contributions to society**					
Review impact of Building Tomorrows campaign and release summary report ***Indicator:*** *Report is shared with Board and Regulators*					
Consult Regulators to determine whether a national marketing campaign should continue and if so, how it would be funded ***Indicator:*** *Engineers Canada has a clear path forward as documented in consultation report*					
Implement next steps as agreed upon during consultation ***Indicator:*** *Consultation report shared with Regulators and implemented*					
Pillar: Pathway to Engineering **Outcome: The public has an increased awareness of engineers' contributions to society**					
Communications plan developed and implemented ***Indicator:*** *Ongoing growth in social media following throughout course of the strategic plan*					
Informational content on the licensure process in Canada for engineering graduates from CEAB-accredited programs is maintained online ***Indicator:*** *Stable engagement with content over several years*					
Conduct mid-point evaluation and readjust approach and content if appropriate ***Indicator:*** *Evaluation is conducted and path forward is shared*					
Pillar: Engineers in leadership **Outcome: The public has an increased awareness of engineers' contributions to society**					
Conduct an environmental scan including barriers and opportunities evaluation, executive interviews, and strategic recommendations ***Indicator:*** *Report is validated by advisory group to this work and Regulators*					
Create advisory group and project charter					
Develop and implement strategy					

BRIEFING NOTE: For information

Audited financial statements		4.3
Purpose:	To receive Engineers Canada's 2025 audited financial statements	
Prepared by:	Derek Menard, CFO, Finance	
Presented by:	Marlisa Sterling, Chair, FAR Committee	

Background

- The *Canada Not-for-profit Corporations Act* (CNCA) requires that the corporation's financial statements be placed before the members at every annual meeting.

Status Update

- The 2025 audit was performed in February 2026, after the close of year-end, by Raymond Chabot Grant Thornton (RCGT).
- At its April 8, 2026, meeting, the Engineers Canada Board approved the audited financial statements.

Next steps

- Engineers Canada shall keep a copy of the financial statements for 2025.

Appendices

- **Appendix 1:** 2025 audited financial statements, including RCGT's report

Financial Statements of

ENGINEERS CANADA

And Independent Auditor's Report thereon

Year ended December 31, 2025

Raymond Chabot Grant Thornton

Independent Auditor's Report

Raymond Chabot Grant Thornton LLP
City Park Place, Suite 200
1900 City Park Drive
Ottawa, Ontario
K1J 1A3

T 613-236-2211

To the members of Engineers Canada

Opinion

We have audited the financial statements of Engineers Canada, which comprise the statement of financial position as at December 31, 2025, and the statements of operations, changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Engineers Canada as at December 31, 2025, and the results of its operations and its cashflows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of Engineers Canada in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing Engineers Canada's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Engineers Canada or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing Engineers Canada's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Engineers Canada's internal control;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Engineers Canada's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Engineers Canada to cease to continue as a going concern;

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Raymond Chabot Grant Thornton LLP

Chartered Professional Accountants,
Licensed Public Accountants

Ottawa, Canada
April 24, 2026

ENGINEERS CANADA

Statement of Financial Position

December 31, 2025, with comparative information for 2024

	2025	2024
Assets		
Current assets:		
Cash and cash equivalents (note 3)	$ 2,729,172	$ 2,340,727
Amounts receivable (note 4)	1,215,645	1,154,077
Prepaid expenses and deposits	281,791	178,746
	4,226,608	3,673,550
Investments (note 5)	11,024,898	11,292,068
Tangible capital assets (note 6)	166,673	327,086
	$ 15,418,179	$ 15,292,704
Liabilities and Net Assets		
Current liabilities:		
Accounts payable and accrued liabilities (note 7)	$ 483,625	$ 617,298
Deferred revenue	2,006	52,644
	485,631	669,942
Deferred lease inducement (note 8)	43,727	131,180
Net assets (note 9):		
Internally restricted:		
Contingency reserve	2,500,000	2,500,000
Legal contingency reserve	1,500,000	1,500,000
Strategic priorities reserve	2,000,000	2,000,000
Invested in tangible capital assets	145,332	263,060
Unrestricted	8,743,489	8,228,522
	14,888,821	14,491,582
Commitments (note 10)		
	$ 15,418,179	$ 15,292,704

See accompanying notes to financial statements.

On behalf of the Board:

_____ Director _____ Director

ENGINEERS CANADA

Statement of Operations

Year ended December 31, 2025, with comparative information for 2024

	2025	2024
Revenue:		
National programs (note 11)	$ 8,157,055	$ 7,644,389
Corporate services	2,756,371	2,717,196
Investment income	567,997	696,571
Outreach	163,401	135,908
Unrealized gain in investments	742,751	1,135,548
	12,387,575	12,329,612
Expenses:		
Operating expenses:		
Accreditation	516,683	434,894
Fostering working relationships	111,597	139,817
Services and tools	115,907	119,572
National programs	863,390	874,778
Advocating to the Federal government	63,872	61,130
Research and regulatory changes	14,793	10,864
International mobility	131,298	81,507
Promotion and outreach	316,721	309,527
Diversity and inclusion	62,052	150,281
Protect official marks	178,610	192,280
Secretariat services	951,651	1,072,934
Corporate services (note 12)	7,797,708	7,685,586
	11,124,282	11,133,170
Excess of revenue over expenses before the undernoted	1,263,293	1,196,442
Projects spending:		
Realizing accreditation and academic assessments	315,355	–
Realizing our role in sustainability	29,840	–
Realizing a stronger federation	45,705	–
Realizing a fuller awareness of engineers	89,970	–
Realizing an inclusive profession	373,561	–
Accreditation improvement project	–	211,821
Investigate and validate the purpose and scope of accreditation	–	715,054
Reinforce trust and the value of licensure	11,420	2,616,449
Strengthen collaboration and harmonization	–	2,782
Accelerate 30 by 30	–	317,332
Mobility register improvements	203	58,695
	866,054	3,922,133
Excess (deficiency) of revenue over expenses	$ 397,239	$ (2,725,691)

See accompanying notes to financial statements.

ENGINEERS CANADA

Statement of Changes in Net Assets

Year ended December 31, 2025, with comparative information for 2024

	Contingency (note 9)	Legal contingency reserve (note 9)	Strategic priorities reserve (note 9)	Invested in tangible capital assets	Unrestricted	2025 Total	2024 Total
Balance, beginning of year	$ 2,500,000	$ 1,500,000	$ 2,000,000	$ 263,060	$ 8,228,522	$ 14,491,582	$ 17,217,273
Excess (deficiency) of revenue over expenses	–	–	–	–	397,239	397,239	(2,725,691)
Amortization of tangible capital assets	–	–	–	(206,086)	206,086	–	–
Additions to tangible capital assets	–	–	–	45,673	(45,673)	–	–
Amortization of leasehold inducement	–	–	–	42,685	(42,685)	–	–
Balance, end of year	$ 2,500,000	$ 1,500,000	$ 2,000,000	$ 145,332	$ 8,743,489	$ 14,888,821	$ 14,491,582

See accompanying notes to financial statements

ENGINEERS CANADA

Statement of Cash Flows

Year ended December 31, 2025, with comparative information for 2024

	2025	2024
Cash provided by (used in):		
Operating activities:		
Excess (deficiency) of revenue over expenses	$ 397,239	$ (2,725,691)
Items not involving cash:		
Amortization of tangible capital assets	206,086	199,484
Amortization of lease inducement	(87,453)	(87,453)
Change in net unrealized gain on investments	(742,751)	(1,135,548)
Change in non-cash operating working capital:		
Decrease (increase) in amounts receivable	(61,568)	42,678
Decrease (Increase) in prepaid expenses and deposits	(103,045)	72,621
Decrease in accounts payable and accrued liabilities	(133,673)	(36,204)
Decrease in deferred revenue	(50,638)	(18,439)
	(575,803)	(3,688,552)
Investing activities:		
Net sale of investments	1,009,921	2,691,687
Additions to tangible capital assets	(45,673)	(34,192)
	964,248	2,657,495
Increase (decrease) in cash	388,445	(1,031,057)
Cash, beginning of year	2,340,727	3,371,784
Cash, end of year	$ 2,729,172	$ 2,340,727

See accompanying notes to financial statements.

ENGINEERS CANADA

Notes to Financial Statements

Year ended December 31, 2025

1. Governing statutes and nature of operations:

Engineers Canada is a national federation of the twelve provincial and territorial associations authorized to license engineers and regulate the practice of the profession across Canada. Engineers Canada exists so that constituent associations have support for an advancing engineering profession and its self-regulation in the public interest at a cost that is justified by the results.

Engineers Canada was originally incorporated without share capital under Part II of the Canada Corporations Act. Effective October 31, 2013, Engineers Canada continued its articles of incorporation from Canada Corporations Act to the Canada Not-for-profit Corporations Act and changed its name to Engineers Canada from the Canadian Council of Professional Engineers. Engineers Canada is a not-for-profit organization and as such is exempt from income tax under Section 149(1)(I) of the Income Tax Act (Canada).

2. Significant accounting policies:

These financial statements have been prepared by management in accordance with Canadian accounting standards for not-for-profit organizations in Part III of the CPA Canada Handbook - Accounting and include the following significant accounting policies:

(a) Revenue recognition:

Engineers Canada's principal sources of revenue are provincial assessment fees from members, and amounts from affinity and insurance programs.

Revenues for provincial assessment and annual per capita fees are recognized when the constituent members have been invoiced and are included in corporate services revenue on the statement of operations. Revenues from affinity programs are recognized when the amount becomes collectible according to the terms of the arrangement, the amount is fixed or determinable and collection is reasonably assured. These amounts are included in national program revenues on the statement of operations.

Investment income is recognized based on the number of days the investment was held during the year. Dividends are recognized as of the ex-dividend date. Gains or losses on the disposal of investments are determined using the average cost method. All investment revenues including realized and unrealized gains and losses on investments are recognized in the statement of operations.

Externally funded project revenues, which include government funded project revenues, are recognized using the deferral method of accounting as the related eligible expenses are incurred in accordance with the terms of each contract. Amounts received in excess of eligible expenses are disclosed as a liability. These amounts are included in outreach revenues on the statement of operations.

ENGINEERS CANADA

Notes to Financial Statements (continued)

Year ended December 31, 2025

2. Significant accounting policies (continued):

(b) Financial instruments:

Financial instruments are recorded at fair value on initial recognition. Equity instruments that are quoted in an active market are subsequently measured at fair value. All other financial instruments are subsequently recorded at cost or amortized cost, unless management has elected to carry the instruments at fair value. Engineers Canada has elected to carry investments at fair value.

Transaction costs incurred on the acquisition of financial instruments measured subsequently at fair value are expensed as incurred. All other financial instruments are adjusted by transaction costs incurred on acquisition and financing costs, which are amortized using straight-line rate method.

Financial assets are assessed for impairment on an annual basis at the end of the fiscal year. Where an indicator of impairment is present, Engineers Canada determines if there is a significant adverse change in the expected amount or timing of future cash flows from the financial asset. If there is a significant adverse change in the expected cash flows, the carrying value of the financial asset is reduced to the highest of the present value of the expected cash flows, the amount that could be realized from selling the financial asset or the amount Engineers Canada expects to realize by exercising its right to any collateral. If events and circumstances reverse in a future period, an impairment loss will be reversed to the extent of the improvement, not exceeding the initial impairment charge.

(c) Tangible capital assets:

Tangible capital assets are recorded at cost less accumulated amortization. When a capital asset no longer contributes to Engineers Canada's ability to provide services, its carrying amount is written down to its residual value.

Amortization of tangible capital assets is provided on the straight-line basis as follows:

Asset	Terms
Furniture, fixtures and equipment	4 years
Computer hardware	4 years
Leasehold improvements	Remaining term of lease

(d) Deferred lease inducement:

Leasehold inducements are deferred and amortized over the term of the lease. Annual amortization is recorded as a credit to corporate services expense.

2. Significant accounting policies (continued):

(e) Allocated expenses:

In the statement of operations, Engineers Canada presents it expenses by function.

Engineers Canada does not allocate expenses between functions subsequent to initial recognition.

(f) Foreign currency translation:

Foreign currency transactions are initially recorded at the rate of exchange prevailing at the date of translation. Thereafter, monetary assets and liabilities are translated at the exchange rate in effect at the statement of financial position date. Revenue and expenses in a foreign currency are translated at the average monthly rate in effect during the year. Gains and losses resulting from the translation are included in investment income in the statement of operations.

(g) Use of estimates:

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the year. Actual results could differ from these estimates. These estimates are reviewed annually and as adjustments become necessary, they are recognized in the financial statements in the period they become known.

ENGINEERS CANADA

Notes to Financial Statements (continued)

Year ended December 31, 2025

3. Cash and cash equivalents:

(a) Cash balances:

Engineers Canada's cash balances consist of operating cash held in Canadian chartered banks and amounts held in a Canadian money market fund, and can be liquidated at any time.

	2025	2024
Operating cash	$ 874,355	$ 685,419
Canadian money market fund	1,854,817	1,655,308
	$ 2,729,172	$ 2,340,727

(b) Line of credit

Engineers Canada has a line of credit allowing it to borrow up to $500,000 (2024 - $500,000) at an interest rate of prime plus 1%. This line of credit is subject to annual renewal. There was no outstanding balance as at December 31, 2025 or 2024.

4. Amounts receivable:

	2025	2024
National programs	$ 1,119,000	$ 1,119,210
Government remittances receivable	94,392	34,544
Due from members	2,253	323
	$ 1,215,645	$ 1,154,077

ENGINEERS CANADA

Notes to Financial Statements (continued)

Year ended December 31, 2025

5. Investments:

	2025 Fair value	2025 Cost	2024 Fair value	2024 Cost
Bond funds	$ 4,580,500	$ 4,616,271	$ 4,937,018	$ 5,009,918
Canadian equity funds	1,558,662	966,698	1,434,405	1,083,520
International equity funds	1,456,117	1,082,488	1,376,729	1,213,946
U.S. equity funds	1,426,235	725,611	1,492,911	825,542
Global equity funds	1,179,186	1,024,983	1,266,108	1,110,521
Alternative – Global	824,198	827,043	784,897	796,707
	$ 11,024,898	$ 9,243,094	$ 11,292,068	$ 10,040,154

Investments are held by Engineers Canada to fund its internally restricted net assets for the purposes specified in Note 9(a).

6. Tangible capital assets:

	Cost	Accumulated amortization	2025 Net book value	2024 Net book value
Furniture, fixtures and equipment	$ 346,456	$ 337,137	$ 9,319	$ 44,900
Computer hardware	462,185	379,682	82,503	78,577
Leasehold improvements	1,196,683	1,121,832	74,851	203,609
	$ 2,005,324	$ 1,838,651	$ 166,673	$ 327,086

Cost and accumulated amortization at December 31, 2024 amounted to $2,049,417 and $1,722,331, respectively.

7. Accounts payable and accrued liabilities:

	2025	2024
Operating	$ 173,669	$ 265,590
Payroll related accruals	234,799	208,613
Accrued liabilities	31,393	100,675
Secondary Professional Liability insurance premiums repayable to members	43,764	42,420
	$ 483,625	$ 617,298

There are no amounts payable for government remittances such as sales or payroll-related taxes included in operating or accrued liabilities.

8. Deferred lease inducement:

In 2015, Engineers Canada entered into a lease agreement to rent premises for the next ten years. As part of this agreement, Engineers Canada received a tenant allowance to cover fit-up costs up to a maximum of $30 per square foot of space rented, as well as a rent-free period for nine months.

	Rent-free leasehold inducements	Tenant allowance - fit-up costs	Total
Balance, beginning of year	$ 67,154	$ 64,026	$ 131,180
Less: amortization	(44,768)	(42,685)	(87,453)
Balance, end of year	$ 22,386	$ 21,341	$ 43,727

9. Net assets:

Engineers Canada's overall objective with regard to its net assets is to ensure stability for the delivery of on-going programs and services, to fund strategic initiatives and to mitigate the financial impact of risks to its operations and achievement of strategic objectives. Engineers Canada manages its net assets by establishing restricted funds and committing amounts in the internally restricted net assets for anticipated future strategic priorities, contingencies, legal defense, and other capital requirements. These allocations are presented in the statement of changes in net assets and disclosed in Note 9(a).

ENGINEERS CANADA

Notes to Financial Statements (continued)

Year ended December 31, 2025

9. Net assets (continued):

Engineers Canada's objective with respect to unrestricted net assets is to maintain a balance sufficient to meet the needs associated with ongoing operations. Engineers Canada's net assets invested in its capital assets is equal to their net book value less the corresponding lease inducement.

Engineers Canada is not subject to externally imposed capital requirements and it adopted a new overall strategy with respect to net assets that took affect in 2022.

(a) Internally restricted net assets:

Internally restricted net assets are funds committed for specific purposes, which reflect the application of Engineers Canada's Board policy as follows:

The Contingency Reserve is to mitigate the financial impact of the risk of future unexpected, negative events that could have a significant, adverse impact on the operations, revenues, and expenses of Engineers Canada. This reserve has a target level of $2,500,000.

The Legal Reserve is to ensure that funds are available in case of legal challenge, to provide funds to cover deductibles for insurances, and to assist the Engineering Regulators where it is determined that they do not have the financial resources to defend an enforcement action and/or statutory obligation that has a clear and significant impact on the other Regulators. This reserve has a target level of $1,500,000.

The Strategic Priorities Reserve is to provide funds for planned strategic initiatives, and to respond to future risks and investment needs in the performance, accessibility, and security of its information technology assets. This reserve has a target level of $2,000,000.

Engineers Canada's Board of Directors will also create new reserves and/or discontinue existing reserves, if and when required.

10. Commitments:

Engineers Canada leases equipment and office space under operating leases which expire in June 2026. The future rental payments over the next year including operating costs and taxes, are as follows:

2026	$	343,073
	$	343,073

Subsequent to year-end, Engineers Canada renewed its lease for an additional seven years until June 2033.

11. National programs:

Engineers Canada is a party to a number of agreements with financial services companies. Under these agreements Engineers Canada derives revenues, referred to in these financial statements as affinity program and secondary professional liability insurance based on the purchase of goods and services by the members of Engineers Canada's various provincial and territorial member associations.

These agreements have varying terms and conditions as well as varying termination dates and methods, some of which have fixed expiry dates with renewal options and some of which are on-going until terminated with notice by either party.

The two most significant agreements account for 88% (2024 - 87%) of the national program revenues and have the following terms:

- twelve-year term expiring December 2029 with automatic five-year renewals until terminated by either party with 180 days' notice prior to the end of any such period which accounts for 68% (2024 - 66%) of the national program revenues; and
- on-going with no fixed expiry date which accounts for 20% (2024 - 21%) of the national program revenues.

12. Pension plan contributions:

Engineers Canada is the administrator of the Staff Pension Plan for Employees of Engineers Canada, which is a defined contribution plan registered with Financial Services Commission of Ontario. The contributions to the plan are $429,754 (2024 - $412,943), which are included in corporate services expense.

13. Financial risk management:

Engineers Canada is exposed to various financial risks resulting from both operational and investment activities. Engineers Canada's management addresses the situation by having different related policies such as the Reserves Policy, the Financial Commitments and Payment Policy, amongst others. Engineers Canada also outsources the management of its investment portfolio to an outside firm. There have been no significant changes to Engineers Canada’s policies, procedures and methods to manage these risks.

(a) Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices due to currency, interest rate and other price risks. Engineers Canada is exposed to market risk with respect to its investments, as disclosed in Note 5.

(b) Foreign currency risk:

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Engineers Canada is exposed to foreign currency risk due to its investments denominated in foreign currencies within its US, International and Global equity funds as disclosed in Note 5. Engineers Canada holds minimal cash balances in foreign currencies.

(c) Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Engineers Canada is exposed to interest rate risk with respect to its interest-bearing investments as disclosed in notes 3 and 5. Engineers Canada's other financial assets and financial liabilities do not bear significant amounts of interest. Engineers Canada does not use derivative financial instruments to reduce its interest rate risk exposure.

(d) Other price risk:

Other price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or foreign currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. Engineers Canada is exposed other price risk due to its equity investments as disclosed in Note 5.

(e) Liquidity risk:

Liquidity risk is the risk that Engineers Canada will be unable to fulfill its obligations on a timely or cost-effective manner. Engineers Canada manages its liquidity risk by monitoring its operating requirements. Engineers Canada prepares budget and cash forecasts to ensure it has sufficient funds to fulfill its obligations.

13. Financial risk management (continued):

(f) Credit risk:

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Engineers Canada is exposed to credit risk in the event of non-payment by its counterparties in connection with its accounts receivable. In order to mitigate its credit risk, Engineers Canada has entered into long-term agreements for the majority of its receivables, employs credit policies and monitors collection. Refer to Note 11 for further details of the significant counterparty agreements. An allowance for doubtful accounts is established based on factors surrounding the credit risk of specific members, historical trends and other information. At December 31, 2025, the allowance for doubtful accounts was $Nil (2024 - $Nil).

Management believes that Engineers Canada is not exposed to significant risks from its financial instruments.

BRIEFING NOTE: For decision by the Members

Appointment of auditors	5
Purpose:	To appoint Raymond Chabot Grant Thornton as Engineers Canada's external auditors for 2026
Motion(s) to consider:	*THAT Raymond Chabot Grant Thornton be appointed as the public accountant to audit the accounts of Engineers Canada for the 2026 fiscal year.*
Votes required to pass:	2/3-60% majority (the motion must be supported by a minimum of two-thirds of the Members voting, who represent a minimum of sixty per cent of represented Registrants)
Prepared by:	Derek Menard, CFO Joan Bard Miller, Manager, Governance and Board Services
Presented by:	Marisa Sterling, Chair, FAR Committee

Problem/issue definition

- The Engineers Canada Bylaw requires that the Members, on an annual basis, appoint a chartered professional accountant (CPA) licensed to practice public accounting in Ontario as auditor of Engineers Canada.

Proposed action/recommendation

- It is proposed that Raymond Chabot Grant Thornton (RCGT) be retained to provide auditing services for the upcoming 2026 fiscal year, with the fee as set in the proposal received in February 2023.
- If approved, this would be the fourth consecutive year that Engineers Canada will retain RCGT to provide external accounting services.
- Board Policy 6.4 sets out that the Finance, Audit and Risk (FAR) Committee will conduct a comprehensive review of the auditor at least every five years. This review was last completed in early 2023, when an RFP was issued for auditing services. Three proposals were received. After evaluating all three proposals, with support from Engineers Canada staff, the FAR Committee recommended that RCGT be retained for 2023, with the option to renew the contract in subsequent years.
- RCGT's audit services were professional and reasonably priced.

Other options considered

- No other options were considered this year given the aforementioned.

Risks

- None have been identified.

Financial implications

- The engagement with RCGT to conduct the 2026 audit represents a financial commitment of approximately $18,600 for the 2026 budget year.
- This fee is accounted for in the 2026 Engineers Canada budget.

Benefits

- RCGT's audit fee provides significant savings in comparison to other firms.
- Working with RCGT for a fourth year will enable the auditors to provide greater efficiency and insights to staff and the FAR Committee.

Consultation

- N/A

Next steps (if motion approved)

- Staff, together with RCGT, will develop an audit plan in the early fall of 2026, for approval by Engineers Canada's FAR Committee.
- Thereafter, RCGT will conduct the 2026 audit, and results (i.e. the audited financial statements and report) will be presented to the Members at the May 2027 meeting.

Appendix

- None.

BRIEFING NOTE: For decision by the Members

2028 Per Capita Assessment Fee	6
Purpose:	To approve the 2028 Per Capita Assessment Fee
Motions to consider:	*THAT the 2028 Per Capita Assessment Fee be set at $12 per Registrant.*
Vote required to pass:	2/3-60% majority (the motion must be supported by a minimum of two-thirds of the Members voting, who represent a minimum of sixty per cent of represented Registrants)
Prepared by:	Derek Menard, Chief Financial Officer Joan Bard Miller, Manager, Governance and Board Services
Presented by:	Marisa Sterling, Chair, FAR Committee

Problem/issue definition

- Engineers Canada provides services to the engineering regulators that are valued at approximately $40 per registrant.
- These services are funded by two primary sources of revenue:
    - Affinity program revenues, and
    - Per Capita Assessment Fees (PCAF).
- The PCAF is the “annual amount to be paid by each Member as determined by its number of Registrants” Bylaw article 1.1).
- The PCAF amount is approved by the Members (the Regulators) at their annual meeting 18 months before coming into force.

Background

- From 2006-2023, the PCAF was stable at $10.21 per registrant and then reduced to $8 for 2024 and 2025.
- In 2024, Professional Engineers Ontario began availing itself of approximately $2 million per year in affinity funds, to which it was entitled, that had previously gone to Engineers Canada’s unrestricted reserves. These resources had provided significant funding on projects included in the 2022-2024 strategic plan, enabled operating budget deficits, and helped maintain a low PCAF.
- Without the additional $2 million contributions to the unrestricted reserves, Engineers Canada:
    - Conducted a comprehensive review of its expenses,
    - Reduced its operating expenses,
    - Managed its strategic plan spending, and
    - Considered reasonable increases in the forthcoming PCAF.

Proposed action/recommendation

- That the Members approve the proposed 2028 PCAF.
- To inform its 2028 PCAF recommendation to the Members, Engineers Canada projected its revenue, operating and strategic expenses, and unrestricted reserve balances for 2026 to 2030.
- These projections account for ongoing delivery of Engineers Canada's core purposes and 2025-2029 strategic plan. They are aligned with Engineers Canada's conservative financial policies and reflect the expectation that elevated investment returns contributing to the 2025 surplus will not persist.

Financial implications

- The proposed $12 fee represents a $1 increase over the Member-approved $11 PCAF for 2027.
- The current PCAF would be $15.46 had fee increases from 2007-2025 aligned with Statistics Canada's annual Consumer Price Index.

Benefits

- A $1 increase is seen as moderate, striking a balance between supporting Engineers Canada's work in support of its Members and minimizing the financial impact on our Members.

Other options considered

- Two options for the PCAF were presented for consideration in the budget memo based on projected revenue and expenses for 2026-2030 (see pages 93-95 of the October 2025 Board agenda book).

Consultation

- The Finance, Audit, and Risk (FAR) Committee and the Board discussed the options for the 2028 PCAF at their respective meetings in August and October, alongside the 2026 budget and five-year projections.
- At its October 23 meeting, the FAR Committee put forward its final recommendation for Board approval in December.
- On December 16, 2024, the Members received the Board's recommendation for the 2027 PCAF in an email from Light Go, General Counsel and Corporate Secretary, wherein he stated:

  "At its December 12, 2025 meeting, the Engineers Canada Board agreed to recommend to the Members that the 2028 Per Capita Assessment Fee would be at $12 per Registrant. As a result, this recommendation will be going to the Members for their approval at the meeting of Members in May 2026."

- At the time of L. Go's communication, Members were "asked to please consult with their respective Councils to obtain voting instructions in respect of this matter prior to the May 23, 2026 meeting."

Next steps (if motion approved)

- The 2028 PCAF will be set at $12.
- The FAR Committee will consider PCAF for 2029 at the pre-budget meeting in August 2026.

Appendices

- None

BRIEFING NOTE: For decision

Engineers Canada's Governance Review	7
Purpose:	To approve structural changes to the Engineers Canada Board in principle.
Motion to consider:	1. *THAT the Members approve in principle a reduction in the size of the Engineers Canada Board, based on a 'one-Regulator, one-seat' model; and that corresponding bylaw amendments be brought to a Special Meeting of Members for approval.* 2. *THAT the Members approve in principle the inclusion of independent Directors on Engineers Canada's Board; and that corresponding bylaw amendments be brought to a Special Meeting of Members for approval.*
Vote required to pass:	2/3-60% majority (the motion must be supported by a minimum of two-thirds of the Members voting, who represent a minimum of sixty per cent of represented Registrants)
Prepared by:	Joan Bard Miller, Manager, Governance and Board Service
Presented by:	John Van der Put, President, Engineers Canada Christian Bellini, Chair, Governance Review Task Force

Problem/issue definition

- The Members directed Engineers Canada to conduct a governance review as part of its 2025-2029 Strategic Plan. The review demonstrates an ongoing commitment to good governance and aims to address persistent issues with the current governance system.
- A third-party consultant, Cosgrove & Co., was engaged to conduct the review.
- Following two rounds of consultations with key interest holders, and a comparative analysis of four external organizations, the consultants have delivered their final report for Engineers Canada, which is considered the definitive record of the governance review.
- The final report noted that while there are strengths in the existing governance system, there are also unneeded complexities.
- The report recommended fourteen major changes that be implemented over three years; 50 sub-recommendations support the major changes.
- A high-level roadmap (page 39) for the changes has been provided to guide implementation of the recommendations and denote decision-making authorities between the Board and members (pages 42-44). The roadmap begins with an initial scoping and planning phase to integrate all recommendations into a master plan for a coherent 'governance reform' program.
- The Engineers Canada Board reviewed the report on April 8, 2026 and agreed to:
  - initiate the scoping and planning phase to develop a master implementation plan, and
  - propose two immediate decisions for the Members' consideration.

Proposed action/recommendation

- The Members are asked to consider approving in principle:
  1. That the Engineers Canada Board be reduced to 'one-Regulator, one-seat', and
  2. That independent directors be included on the Engineers Canada Board.
- Members are being asked to consider these changes in principle in anticipation that specifics to support these changes, such as Bylaw amendments and transition plans, will be developed in the scoping and planning work undertaken in the coming months.

Reduced Board size based on a one-Regulator, one-seat (OROS) model – page 27

- The Engineers Canada Board is currently comprised of 23 Directors. Each Regulator nominates one or more Directors to the Board depending on their number of registrants. Each Director has one vote at Board meetings.
- Consultations throughout the review process revealed universal support for reducing the Board's size, in keeping with good governance practices.
- Of the four models that were consulted on, the OROS model more closely aligns with Engineers Canada's national alliance approach and received strong support from large and small Regulators. The second most preferred model involved Board nominations by region; however, support for this option was far lower than for OROS. The remaining two options received minimal support.
- Mechanics for nominating Directors in the OROS model would be considered and agreed upon through the implementation plan.
- A change in Board size is expected to be phased in over time. The consultants have recommended that the reduction in Board Directors align with the natural term expiry of existing Directors. As such, Directors beginning their terms as of the AMM in May 2026 would have the opportunity to serve the entirety of their terms. The implementation plan will outline a recommended transition timeline for Member consideration.
- There are no changes proposed to the weighted voting of Members at their meetings. The minimum of two-thirds of the Members voting, representing a minimum of sixty per cent of Registrants, would remain.

Independent Directors – page 25

- The Final Report outlined the value of adding a 2-3 Independent Directors to the Board.
- An Independent Director is a Board member who is *not* nominated by a Regulator and who brings an external, strategic, and objective perspective to the Engineers Canada Board as part of a competency-based Board model. Independent Directors are intended to complement Regulator-nominated Directors by strengthening the Board's overall mix of competencies.
- The final report recommends that Independent Directors be recruited through a transparent organization-led process. Mechanics for nominating and selecting Independent Directors would be developed and agreed upon during the implementation phase.
- Independent Directors would be full Directors with the same fiduciary duties, participation rights and voting rights of other Directors.

Next steps (if motions approved)

- Scoping and planning is currently underway to develop the governance reform program for the Board's approval and presentation to the Members.
- Bylaw amendments for the reduced Board size and inclusion of independent Directors will follow for approval at a Special Meeting of Members (SMM) planned for October 8, 2026. Regulator councils or boards are asked to provide guidance to their Member delegate on how to vote on the proposed changes at the SMM.
- Reductions in Board size would be phased in as agreed by the Members. A transition plan will be fleshed out in the coming months for presentation to the Members.
- Likewise, further details about the inclusion of independent Directors would be forthcoming.

Appendices

- **Appendix 1:** *Governance Review and Consultation Final Report*, date April 1, 2026

engineerscanada
ingénieurscanada

Governance Review and Consultation

Final Report

Submitted to Governance Review Task Force
Engineers Canada Board of Directors
April 1, 2026

Cosgrove&Co.

Note to Reader

This document is the final submission by Cosgrove & Co. on the Engineers Canada Governance Review and Consultation. It is submitted to the Governance Review Task Force (GRTF), and contains advice to the Board, to the Members, and ultimately, to Engineers Canada as an organization.

As part of Engineers Canada's 2025-2028 strategic plan, the Board established the Governance Review Task Force which has overseen and provided advice to Cosgrove & Co. throughout this process.

About this document: the ultimate source about this review

This document contains all relevant and current information and recommendations related to the 2025-2026 Governance Review, and should be considered the one and only source document. It contains:

- Relevant excerpts from the Round 1 Problems Identification report as Appendix A, which will allow readers to reference information about Engineers Canada's existing governance model, detailed findings about the areas of improvement, and our supporting commentary for the concerns raised by key interest holders.
- Content created by the review team to support discussions about Engineers Canada as a National Alliance. Relevant information has been included in Appendix B.
- Excerpts from the Round 2 Solutions Consultation report (pre-read for the March 2025 workshop), and the comparative analysis, have been included as Appendix C and Appendix D respectively. However, some material that has changed or evolved (such as our initial draft recommendations, which were prepared in November 2025) have been removed to avoid confusion.

Since the start of this review process, multiple documents were created to socialize our findings, present and engage with key interest holders in discussion, and gather feedback in group consultations and workshop formats. All of these documents should be now be considered "working papers" or "drafts for discussion".

All recommendations made by the Cosgrove & Co. review team are fully contained in this final report.

We suggest that upon acceptance of this document that consideration is given to simplifying the Engineers Canada consultation site, including removing all previous documents, which should now be replaced by this final report including its appendices.

Table of Contents

1. Executive Summary………………………………………….…………..……. 4
   Introduction and Context.………………………….........................….. 6
   Consultation Round 1 – Problem Identification …..……..…..................... 10
   Consultation Round 2 – Looking for Solutions...……….……….……... 12
   What we Learned From Others.. 14
   Recommended Actions and Implementation Strategy………………… 15
2. Final Recommendations………………………………….….………...... 17
3. Implementation Roadmap……………………………..……..……....… 35
4. Final Remarks…………………………….....….……….…………….... 40
5. Appendices…………..…………………….……..……………..…..…….... 43
   A. Round 1 – Problem Identification…………………………............……….……... 44
   B. National Alliance……………………………..…..…………………………....……..... 78
   C. Round 2 – Looking for Solutions…........…...……………………………….......................... 81
   D. External Comparator Analysis………..…………………………..…………………........... 100
   E. Review & Consultation Process………..………………………...………....………........ 108
   F. Project Timelines & Consultation Schedule………………………...…………………........... 113
   G. Reference Slides……………...……………....……...…………………..…......…….......... 116

Executive Summary

Executive Summary

Introduction

Cosgrove & Co., a leading Canadian governance consulting firm, was engaged by Engineers Canada to conduct a governance review. This document is the final product of nearly a year's work in this process. The work included a detailed review of Engineers Canada documents, extensive consultations with representatives from engineering regulators across Canada, along with a wide variety of other individuals and groups involved with, or adjacent to, the governance of Engineers Canada.

The call for a governance review has its origins in the most recent strategic plan where Engineers Canada made a commitment to *"ensure that our governance system is designed to enable efficient and trustworthy decision making that meets the expectations of the regulators."* Although two previous governance reviews were conducted over the years, and many recommendations successfully implemented, some issues remained unresolved and continued to put strain on Engineers Canada's governance environment.

We have observed that the existing governance system has many strengths. Engineers Canada has a record of successful outcomes and supported stronger regulation of the engineering profession across the country. At the same time, both governance and consultation systems are unnecessarily complex, slow, and unwieldy. That structural complexity was mirrored in the complexity of the consultations which accompanied the governance review.

The review was designed to identify persistent issues and bring forward effective solutions. It was recognized at the outset that some matters could likely be addressed by the board and management of Engineers Canada, and some would require consideration and collective action by its legal Members. This report serves to:

- set out the steps involved in the review and consultation process
- summarize the observations and feedback which led to the crafting of three 'problem statements' that are agreed to have appropriately captured the core governance issues
- provide observations of external comparator organizations
- describe the potential solutions, or options, initially considered to address the issues
- set out an assessment of the level of agreement amongst those consulted as to the potential solutions and options
- provide our final conclusions after considering all the observations and feedback
- offer our final recommendations to the members of the GRTF, and through it[illegible]e Board of Directors.

Executive Summary (continued)

Context for this review

Engineers Canada was founded in 1936, known at the time as the Dominion Council of Professional Engineers. The new organization was originally founded by Alberta, British Columbia, Manitoba, New Brunswick, Nova Scotia, Quebec, and Saskatchewan. The remaining Regulators would join the organization in subsequent years. In 1959, the name was changed to the Canadian Council of Professional Engineers, and in 2007 it became Engineers Canada.

Engineers Canada's current governance model reflects a federated structure, with its Members (the 12 engineering regulators) appointing one or more directors to serve on the Engineers Canada Board of Directors.

In Winter 2025, Engineers Canada launched a public Request for Proposals in which it was noted, "*over the last few years, motions have been introduced by Members to change the voting structure and number of Engineers Canada Board Directors. Given the discontent expressed by some Members, a decision was made to undertake a governance review as part of the 2025-2029 strategic plan.*"

Over the past decade or more, several governance reviews have taken place resulting in detailed reports, varying perspectives, theories and potential solutions.

It is in this context that the review was undertaken.

Key Objectives & Scope

Key Objective

From the Request for Proposal document prepared by Engineers Canada, a key objective of this review was to:

> *"take stock of the current governance system, learn from leading governance practices and identify ways to enhance our governance framework and processes so that they are efficient and responsive to contemporary issues."*

Review Scope

In addition to assessing the overall effectiveness of Engineers Canada's governance structures and practices, the review was specifically asked to examine:

- Board size and composition
- Director competencies and representation
- The roles, operation and reporting of the board's standing committees and direct reports, including CEAB and CEQB
- Voting at Members' and Board Meetings
- Observers' rights

Executive Summary (continued)

About this review

Cosgrove & Co.'s involvement began in April 2025. The review was completed at the end of March 2026[1]. It was organized into two primary phases:

- **Problem Identification ("Round 1"):** Round 1 engaged many of Engineers Canada's key interest holders to identify and come to agreement on critical governance challenges and issues to be resolved.

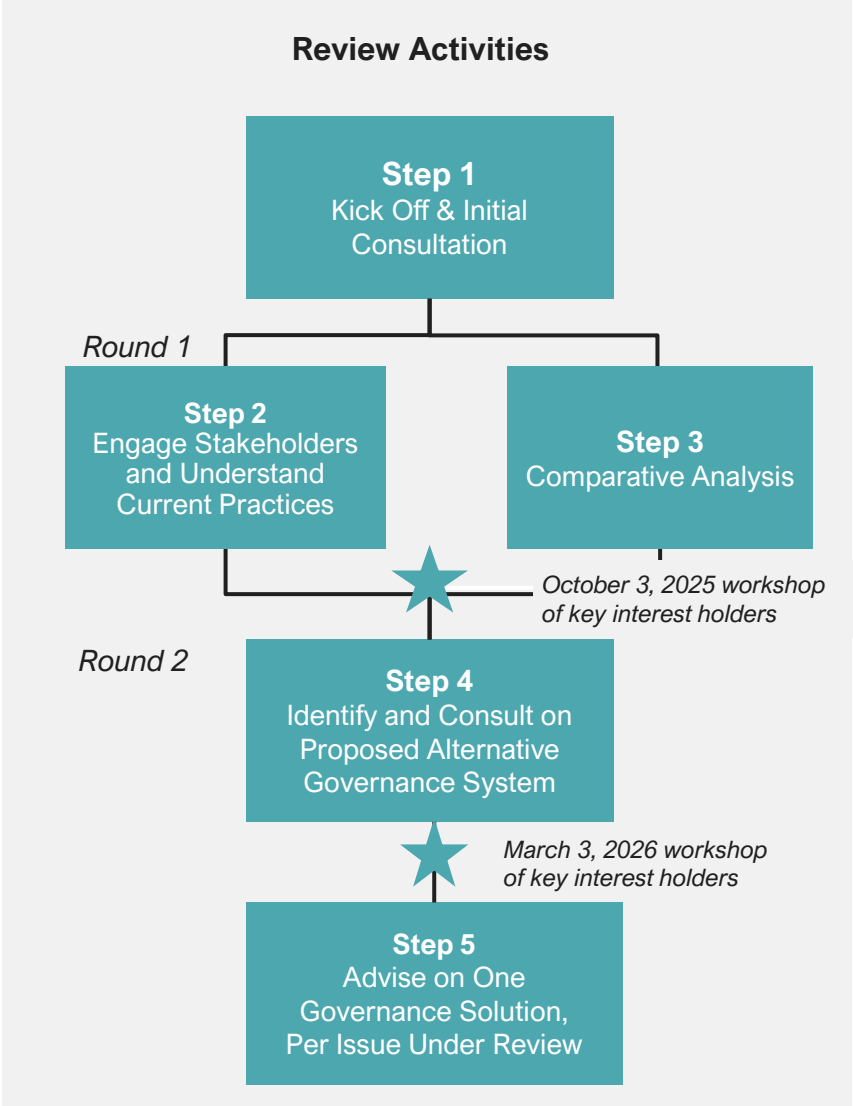
  Round 1 concluded with a workshop of Engineers Canada's key interest holders in October 2025, which generated universal agreement by its participants on the three main areas where governance improvement is required ("the problem statements"), and on the primary purpose of Engineers Canada ("national alliance of engineering regulators"), which are further explained in this report.

- **Solution Design ("Round 2"):** Round 2 focused on generating proposed or potential solutions to the three identified governance problem statements, and consulting with key interest holders to obtain their feedback. Round 2 concluded after a second workshop of Engineers Canada's key interest holders in March 2026.

The process officially concluded with the submission of the review team's final report to the GRTF and ultimately to the Engineers Canada Board of Directors.

Throughout the process, the review engaged with key interest holders including:

- All 12 provincial and territorial regulators, their CEOs, their Presidents, and others
- Engineers Canada Board of Directors
- CEAB and CEQB leadership and members
- Engineers Canada CEO and key governance staff.



1 Details of the review timelines are set out in Appendix F.

Executive Summary (continued)

About Key Interest Holders

Throughout this document, readers will note the continued use of "key interest holders" as a general term meaning *"individuals that were consulted in this process"*.

There are many organizations and individuals that Engineers Canada considers to be "key interest holders". These primarily include its board of directors, which is composed of nominees from the 12 engineering regulators. However, the engineering regulators are themselves interest holders – they are in fact the legal Members which 'own' Engineers Canada.

It must be noted that Engineers Canada must also distinguishes between the regulatory *organizations* as its Members -- and the various *roles* that are involved in each regulatory organization. Currently, Engineers Canada meets with regulator CEOs (as a group), Council Presidents (as a group), and sometimes with provincial or territorial Councils. Several of these groups are supported and hosted by Engineers Canada at quarterly meetings, or engaged in formal consultation and governance processes, such as what happened in this review. Engineers Canada also engages with staff as noted below. Yet none of these are *the Engineers Canada Member,* for the purposes of giving direction or communicating its needs. With the exception of when Presidents are voting at the AMM, they are simply individuals that have a role and a point of view, which may or may not represent "the Member's position" on any given topic. This is a critical nuance.

Engineers Canada also has two direct reports - Canadian Engineering Accreditation Board, and Canadian Engineering Qualifications Board - which perform critical work on its behalf. They are both composed of many experts who are volunteers that have invested innumerable hours over decades in some cases, and who are involved in various aspects of Engineers Canada's work and value produced for the engineering regulators.

Other key interest holder groups include:

- The specialized regulatory staff ("officials") that are involved in various aspects of the registration, licensure and enforcement of engineering regulation within provincial and territorial jurisdictions, and which collaborate and share information to promote a more consistent regulatory framework across the country.
- The academic deans and faculty members that are involved in educating future engineering professionals, and to a lesser degree, engineering students.

During this review, we came to know some of the many leaders and volunteers that support Engineers Canada's work. In some cases, we met with the same individual 4 or 5 times, because they wear multiple 'hats' within the governance environment. That is, they are representatives or officers of a provincial regulator, they are a board director, they liaise with a direct report (CEAB or CEQB), and they have a 'home room' provincial jurisdiction that may be affected by the outcomes of this review.

For all these reasons, we view the interest holder environment as an overly de[illegible]nd interconnected web which contributed to the complexity of the current model.

Executive Summary (continued)

Key Facts to Know

Before moving into what we heard and recommend for Engineers Canada, there are a few facts about the current governance model that are essential to be understood by readers. We consider these to be the 'baseline governance reality' that should inform discussions about any decisions to be made.

Engineers Canada's enabling legislation is federal

Engineers Canada is a non-profit organization continued under the federal legislation, the *Canada Not-for-profit Corporations Act* (CNCA).

This is a point of distinction from provincial/territorial regulators that may have been established by provincial statute, or involve individuals that have experience on other types of not-for-profit boards or councils.

Under the CNCA, all directors must have equal voting rights. No director's vote can 'count' more than another.

It is also critical to mention that as a non-profit organization, Engineers Canada serves to support provincial and territorial regulators, but does not have the same obligation to protect the public interest that the regulators do.

For that reason, there are nuances in Engineers Canada's governance and strategic direction that may differ from the organizations that it serves, or which interest holders are familiar with.

Its Members are the 12 regulators: they are autonomous organizations with varying authority

This document makes multiple references to Engineers Canada's Members: the 12 engineering regulators that are its legal Members. Members have certain rights and responsibilities under CNCA. But they are individual, autonomous organizations. To avoid confusion, when we refer to the legal Members, it is always capitalized. It must also be noted that:

- Member voting at the Annual Members' Meeting (AMM) is weighted by number of registrants. Certain decisions require both number of votes, and a majority of Registrants.
- The number of board seats allocated to each Member varies on the basis of the number of Registrants in that jurisdiction.
- Engineers Canada does not have authority to require Members to change their internal governance practices (even where those practices affect Engineers Canada outcomes, such as nominations and continuity).

Engineers Canada's Board is a fiduciary board

Although Engineers Canada directors are nominated by provincial/territorial engineering regulators, the Board functions as a fiduciary board. It is responsible for the overall stewardship of the organization, including setting strategic direction, overseeing financial and risk management, approving policies, and monitoring organizational performance.

Once appointed, directors are not representatives of their home regulator. They are legally required to act in the best interests of Engineers Canada as a corporation, in accordance with CNCA and their common-law fiduciary duties.

This means directors must exercise independent judgment, act with care, diligence, and good faith, manage conflicts of interest, and maintain confidentiality.

That means, directors may share perspectives from their regulator and may be explicitly authorized to communicate board matters back, but their primary duty is to Engineers Canada, not to their nominating body.

Executive Summary (continued)

Themes Emerging from Round 1 Consultations[1]

The initial phase of consultation (“Round 1”) was designed to gather information and perspectives about the current governance of Engineers Canada, and to identify challenges in the governance system. It set the stage for recommendations to enhance the effectiveness of the organization's governance, and to understand specific concerns raised through the consultation process.

During a lengthy series of meetings and interviews with Engineers Canada’s key interest holders, the review team observed a diversity of perspectives and concerns. Our assessment was that, while there are some specific structural and process challenges to address, there are many strong elements of the Engineers Canada governance system. However, it was clear from the persistence of certain concerns over many years, that there are some challenges.

Beyond more granular concerns, we found through our Round 1 consultations that there are some underlying questions to address. At first glance, some may seem beyond the limited scope of this review, but we strongly believe they are the root cause of other challenges and strains in the overall governance system.

This led us to articulate the three 'problem statements', shown on the next page, that were presented and discussed at a workshop of key interest holders, held in October 2025.

Thus, the key outputs of Round 1 are the three problem statements and the near-unanimous feedback from diverse interest holders that these statements capture the essence of what needs to be resolved to enhance Engineers Canada's governance system.

[1] The detailed observations and findings from Round 1 are set out in extracts from the Round 1 Final Report in Appe

Executive Summary (continued)

Problem Statements

As we completed Round 1, we suspected that much of the focus on board size, weighted voting, and Member representation have been simply symptoms of three core issues. These are reflected in the problem statements presented for discussion at the October workshop.

Our mandate from the GRTF was to identify ‘problem statements’ but, in fact, we view these more as areas for improvement, rather than problems *per se*.

At the October 2025 Workshop, there was clear consensus that these statements capture the underlying issues that Members and other key interest holders wished to resolve.

In discussing Problem Statement #1, participants at the October workshop expressed strong support for the *concept of a National Alliance* as being the key purpose of Engineers Canada.

Understanding this provides a foundation for creating an effective governance system to support that focus.

Agreed Problem Statements

1	The current model may not enable Engineers Canada’s mission: the mission is not universally understood.
2	The current model embeds a disconnect with Member priorities.
3	The current model is unnecessarily complex, cumbersome and expensive.

Executive Summary (continued)

Themes Emerging from Round 2 Consultations: Alignment on Areas to Improve

Broadly speaking, the Round 2 phase of the governance review produced meaningful and helpful feedback. Engagement with key interest holders was mostly constructive, productive, and positive.

We presented a set of proposed governance principles intended to reflect the core governance values and practices to support the future governance system. The concept of adopting a set of principles was welcomed and we received some useful feedback to enhance and clarify the wording.

Our final recommendations include the formal adoption of a set of governance principles.

National Alliance[1]

At the October workshop, there was strong consensus from Members and other key interest holders about the importance of a National Alliance approach (albeit with the need for further refinement and clarity on what that means for Engineers Canada, and the board's role in governing its effectiveness).

With that in mind, the GRTF directed the review team to base its work in Round 2 on an assumption that Engineers Canada's primary purpose is to support and serve a National Alliance of Regulators.

As a result, the potential solutions discussed in Round 2 assumed that the governance structure and processes will be designed in the context of a National Alliance model.

To that end, a draft definition of National Alliance and identification of services that could be provided by Engineers Canada in alignment with that strategy, were prepared for discussion with key interest holders.

The draft definition received positive feedback, and was roundly perceived as being the 'missing link' to inform Engineers Canada's work and governance structures.

[1] More detail about National Alliance can be found in Appendix B.

Executive Summary (continued)

Draft Recommendations[1]

Following a review of the outcomes of Round 1, we crafted a set of 14 initial draft recommendations aligned to the three Problem Statements. Some were specific, while others were directional and offered options for discussion during Round 2.

The draft recommendations addressed:

- National Alliance
- Governance Principles
- Smaller Board
- Competency-based board
- Wider recruitment pool
- Role of Observers
- Board structure
- Director Terms
- Independent Directors
- Board Charter & Focus
- Stronger Member voice
- Reporting lines for CEAB/CEQB
- Stronger Reporting

Key interest holders generally indicated that the initial draft recommendations would be effective in producing desired change to the current Engineers Canada governance arrangements; that the recommendations were appropriately aspirational and practical; and that positive change would result from implementing some or all of the draft recommendations.

We acknowledge that not everyone was in agreement. While there was general alignment on many recommendations, there were clearly divergent views on others.

[1] Details of the draft recommendations and the outcomes of our Round 2 consultations are set out in an extract from [illegible]kshop pre-read in Appendix C.

Executive Summary (continued)

What we learned from others: Comparative Analysis

In order to provide a broader perspective on governance evolution, Cosgrove & Co. researched and interviewed four external organizations (shown below). Highlights of our findings are shown below. More detail is provided in Appendix D.

1. Comparators align their governance model to the nature and mission of the organization.
2. Representational boards create predictable and persistent governance risks.
3. Many member-based organizations have modernized their director nomination processes to enable a broader skillset on the board.
4. Organizations have reduced their board size for greater strategic effectiveness.
5. Comparators find external perspectives on their boards highly valuable, and have adopted independent directors.
6. Director selection processes are increasingly “open” with broader eligibility criteria than in the past.
7. Key accreditation decisions are delegated to an independent body.
8. Comparators have identified alternative funding models to support the organization, and achieved balanced voting.
9. Comparator boards focus on creating and improving governance culture and transparency.

CAPR Canadian Alliance of Physiotherapy Regulators | ACORP Alliance canadienne des organismes de réglementation de la physiothérapie

CPA CHARTERED PROFESSIONAL ACCOUNTANTS CANADA

NAPRA National Association of Pharmacy Regulatory Authorities

ENGINEERS AUSTRALIA

78

Executive Summary (cont'd)

Final Recommendations and Authorities Mapped

The outcomes of Round 1 and 2, our review of Engineers Canada's policies, processes and board documentation, culminate in our view that there is work to be done to respond to the problem statements agreed earlier in this process and improve Engineers Canada's governance effectiveness.

And, we believe Engineers Canada's governance challenges cannot be resolved through incremental adjustments alone.

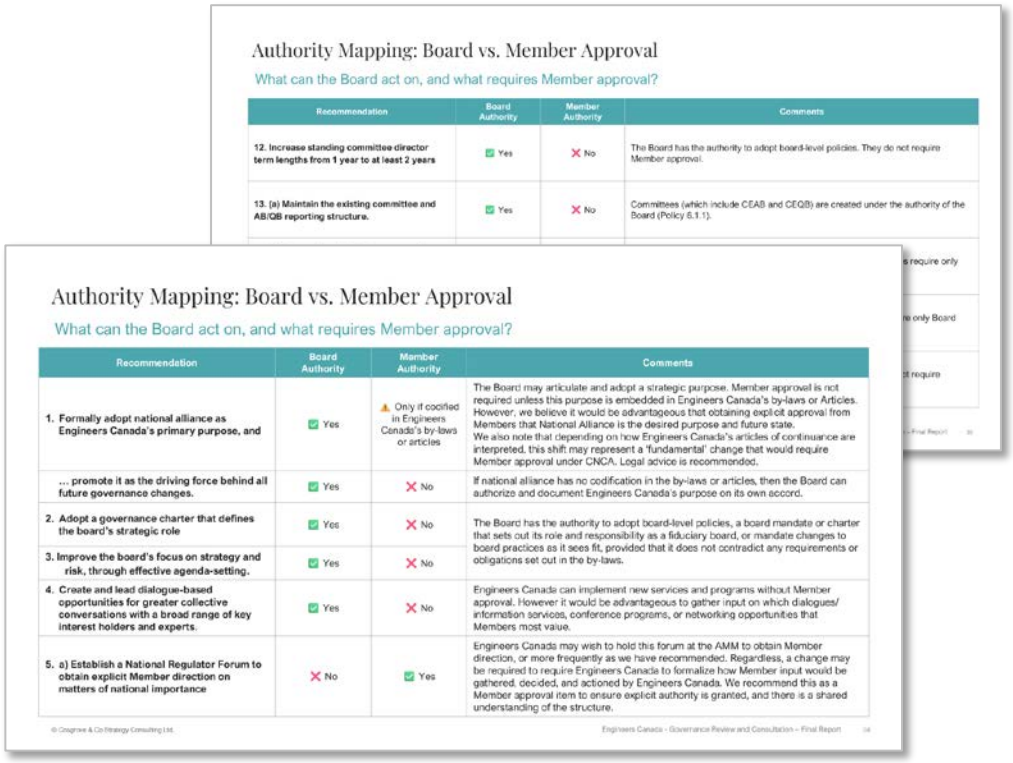
Significant decisions are required on its purpose, key governance structure and roles, which (if changes are contemplated) must be supported by holistic scoping and planning, and which must be followed by disciplined execution.

Some of the decisions to be made are those which the Board of Directors can make independently (such as to establish or update governance policy documents, or change board practices). Other decisions (such as any change to the by-laws) will require Member approval.

Our recommendations are directly aligned with the problems that key interest holders agree need to be solved. These are aligned with good governance practice for national non-profit organizations. Most importantly, we believe adoption of these recommendations create the opportunity to make lasting, meaningful change in the Engineers Canada governance system.

Our recommended actions are outlined in the next section.

We have also included an analysis of those recommendations that we believe are within the Board's authority to approve, and those which require Member authorizati



Authority Mapping: Board vs. Member Approval

What can the Board act on, and what requires Member approval?

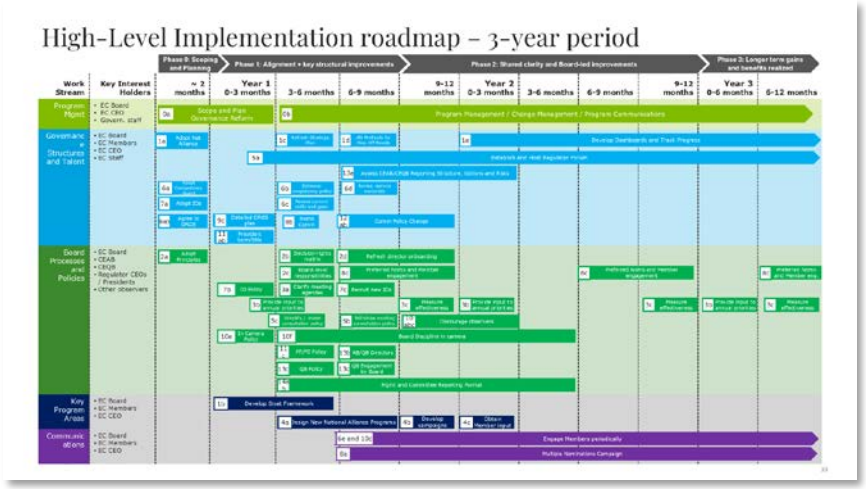
Recommendation	Board Authority	Member Authority	Comments
1. Formally adopt national alliance as Engineers Canada's primary purpose, and	Yes	Only if codified in Engineers Canada's by-laws or articles	The Board may articulate and adopt a strategic purpose. Member approval is not required unless this purpose is embedded in Engineers Canada's by-laws or Articles. However, we believe it would be advantageous that obtaining explicit approval from Members that National Alliance is the desired purpose and future state. We also note that depending on how Engineers Canada's articles of continuance are interpreted, this shift may represent a 'fundamental' change that would require Member approval under CNCA. Legal advice is recommended.
... promote it as the driving force behind all future governance changes.	Yes	No	If national alliance has no codification in the by-laws or articles, then the Board can authorize and document Engineers Canada's purpose on its own accord.
2. Adopt a governance charter that defines the board's strategic role	Yes	No	The Board has the authority to adopt board-level policies, a board mandate or charter that sets out its role and responsibility as a fiduciary board, or mandate changes to board practices as it sees fit, provided that it does not contradict any requirements or obligations set out in the by-laws.
3. Improve the board's focus on strategy and risk, through effective agenda-setting.	Yes	No	
4. Create and lead dialogue-based opportunities for greater collective conversations with a broad range of key interest holders and experts.	Yes	No	Engineers Canada can implement new services and programs without Member approval. However it would be advantageous to gather input on which dialogues/ information services, conference programs, or networking opportunities that Members most value.
5. a) Establish a National Regulator Forum to obtain explicit Member direction on matters of national importance	No	Yes	Engineers Canada may wish to hold this forum at the AMM to obtain Member direction, or more frequently as we have recommended. Regardless, a change may be required to require Engineers Canada to formalize how Member input would be gathered, decided, and actioned by Engineers Canada. We recommend this as a Member approval item to ensure explicit authority is granted, and there is a shared understanding of the structure.

Executive Summary (cont'd)

Three-Year Implementation Roadmap

We have prepared a one-page roadmap (shown to the right) which outlines how we recommend that Engineers Canada proceed. This implementation strategy contemplates several distinct phases of work, which includes:

- **Initial scoping and Planning (Phase 0):** This brief but intense phase of work will be key to long-term success and cohesiveness of any governance changes to come. Phase 0 is focused on developing a detailed scope for each recommendation made in this report, after which a 'master plan' should be developed to include all recommendations as a coherent *program of governance reform*.
- In this phase, we recommend that the Board brings certain foundational decisions to the Members for *approval in principle* (such as a proposal to adopt in principle to reduce the board size). Agreement in principle assumes that specific changes, timelines and further details will be provided at a later date.
- The decisions made or rejected by the Board and Members will inform the planning and progress on the implementation plan.
- Once planning is complete, the board may decide some decisions should not be implemented but we advise that the board should at least move forward with scoping and planning the entire program of recommended changes, to provide greater clarity to all parties.
- **Phase 1 through 3:** Once planning is complete and there is clarity on the actions that will be accepted by Members, the program can unfold in a *3-year timeframe*. A high-level roadmap and description of each phase are provided later in this document.



80

Final Recommendations

Introduction to this section

Over the past year, the review process has identified complex problems to be solved, and some areas where alignment on potential solutions have been observed.

In this section, we make multiple recommendations to improve the observed challenges, and set Engineers Canada on more solid ground with regard to its value to Members.

These recommendations are intended to address the underlying governance challenges identified through this review: not only the visible symptoms that have surfaced over time, but the structural and cultural factors that have contributed to persistent tension, complexity, and misalignment within Engineers Canada's complex governance and consultation structures.

We believe that moving forward with these recommendations will better align Engineers Canada's governance system with its agreed-upon primary purpose as a national alliance of regulators. They reflect the strong and consistent feedback received throughout the review that future governance arrangements must be simpler, more strategic, and more clearly oriented toward supporting Member priorities, collaboration, and national leadership, while respecting the autonomy and statutory authority of each of the Members: the 12 provincial and territorial regulators.

As previously note, some recommendations fall fully within the authority of the Board of Directors, while others would require consideration and approval by the Members. However, key to the support of Members we believe is a greater, shared understanding and explicit agreement about what being a National Alliance really means, and how the Engineers Canada Board should oversee and govern it.

Once these elements are clarified, we believe that Engineers Canada will have a much more coherent, focused and practical pathway for creating additional value for its Members.

Recommendations to Engineers Canada

Addressing Problem #1 (Mission Alignment)

Strategic Alignment and Oversight

1. **Obtain Member approval to re-affirm or formally adopt National Alliance as Engineers Canada's primary purpose, and promote it as the driving force behind all future governance changes.**
    a. Re-affirm or formally adopt National Alliance (as defined in box to the right) as Engineers Canada's primary purpose, which will verify all parties have a common understanding.
    b. Task Engineers Canada management to further develop a national strategic framework, identify and prioritize common Member needs, to be actioned or coordinated by Engineers Canada, and align common provincial/territorial regulatory priorities under a unified national vision.
    c. Refresh the strategic plan to better focus, align and rationalize Engineers Canada's programs and services as a national alliance.
    d. Develop alternative methods for addressing smaller or one-off Member needs (e.g. cost-sharing, other funding mechanism).
    e. Implement dashboards to facilitate performance measurement: Track progress on Engineers Canada's strategic goals as a national alliance, regulatory harmonization, for board monitoring.

Why: Aligning provincial/territorial efforts under a shared vision will enable coordinated action on national priorities like mobility, ethics, and public safety. Adding specific and measurable metrics will provide real-time visibility into progress, enabling Engineers Canada (and the board) to make data-driven decisions, foster transparency for its activities, and enhance accountability for outcomes.

83

Recommended Definition of National Alliance

The primary purpose of Engineers Canada is to serve as a national alliance of Canada's provincial and territorial engineering regulators, dedicated to advancing regulatory excellence, promoting inter-provincial harmonization and collaboration, and supporting its Members in protecting the public interest.

As a national alliance, Engineers Canada will facilitate strategic coordination and national conversations on issues that matter, support the sharing of resources, and provide unified representation on matters of national and international significance, while respecting the autonomy and statutory authority of each member regulator.

Its activities are designed to strengthen the regulatory framework governing the engineering profession, and ensure that engineering practice across Canada continues to meet the highest standards of safety, ethics, and competence.

Recommendations to Engineers Canada

Addressing Problem #1 (Mission Alignment)

Board Charter or Mandate

2. **Adopt a board mandate or governance charter that defines the board's strategic role in governing a National Alliance:**

   a. Formally adopt the recommended governance principles (see box on the right).

   b. Develop a decision rights matrix in consultation with Members, prioritizing issues with national impact, to define the roles, responsibilities and decision-making authorities of the Board, the regulators, and Engineers Canada management.

   c. Re-define board-level responsibilities to include:
      - Strategic planning and national policy alignment
      - Oversight of risk, compliance, and performance
      - Member engagement and accountability
      - Engagement in national conversations and dialogues
      - Other matters as appropriate or desired

   d. Review and refine all board policies, including director onboarding and orientation materials to focus the Board's oversight on the outcomes of the National Alliance, and evolving director role.

   Why: Clarifies the board's purpose as a steward of national coordination and harmonization, not just an administrative body. This helps focus all governance bodies on the long-term impact and effectiveness of the national alliance, rather than on provincial issues or operational topics.

Recommended Key Governance Principles

Clear Vision and Strategy – All organizations need a clear sense of purpose and a clearly established mandate approved by the board, well understood by its constituents, and is established in the organization's mandate, corporate objectives and strategies. Both board and Members must have a significant role in setting vision and strategy.

Transparency and Accountability to Members – As an organization, Engineers Canada's ultimate accountability is to its Members: the provincial and territorial regulators. To foster a high degree of trust, Engineers Canada will communicate its decisions in a transparent manner.

Effective and Efficient Governance and Stewardship – Effectiveness in governance means that the governance outcomes achieve the agreed objectives as determined by its Members. Efficiency in governance means the board must ensure that financial and other resources are applied to the highest and best use.

'Noses in, Fingers Out' – This means ensuring that board-level discussions are focused on the 'what' and 'why' and leave the 'how' for management to determine. The board should ensure meeting time is spent on the right topics, and that there is appropriate policy established for delegated functions.

Independence. Directors should be independent of Engineers Canada and its management; and for those in dual roles, ensure they are not representing their nominating body when acting as a director for Engineers Canada.

Recommendations to Engineers Canada

Addressing Problem #1 (Mission Alignment)

Strategy and Risk Focus of the Board

3. **Improve the board's focus on strategy, risk, and value to Members, through effective agenda-setting.**
    a. Establish what topics need to be considered by the board annually, quarterly and at each meeting to effectively oversee Engineers Canada's effectiveness as a national alliance, and refine the annual workplan for board and committees:
        - Implement a proportional focus on Member value, strategic and risk-related topics at each board meeting (e.g. % of meeting time), in order to enable greater focus on governance-level issues.
        - Order agenda items so strategic topics are addressed at the start of the meeting, to ensure director focus and energy for the most important subjects.
        - Reduce the number of, and time allocated to, routine committee and other 'report-outs' during board meetings if there is minimal strategic value to the discussion.
    b. Ensure the board's meaningful engagement in establishing annual priorities, and providing risk oversight, for example, by using time at the board's annual retreat, to align priorities.
    c. Measure the effectiveness of the board's meeting time on an annual basis, against the goals of the national alliance.

Strategy and Risk Focus of the Board (continued)

Why: Board meeting time is a strategic resource and should be reserved for matters that require governance-level attention. Agendas should prioritize items that advance the board's core responsibilities: setting direction, monitoring performance, managing risk, and ensuring accountability.

While educating the board on Engineers Canada's projects and initiatives may have value from time to time each year, routine or informational updates should be concise and provided in pre-read materials. Agenda items should focus on:

- Strategic decisions (e.g. policy changes, national priorities, resource allocation)
- Oversight and accountability (e.g. Member-assessed effectiveness, progress against strategic plan and key national and strategic initiatives prioritized by Members, risk management, compliance)
- Future-focused discussions (e.g. emerging trends, regulatory harmonization, innovation opportunities)
- Critical issues requiring board input or approval (e.g. governance changes, Member engagement strategies)

Reports to the board should emphasize what has been achieved, provide a clear strategic link, identify challenges, and clearly state the decisions or outcomes sought from the board. This approach ensures meetings remain purposeful, forward-looking, and aligned with the alliance's mission.

Recommendations to Engineers Canada

Addressing Problem #1 (Mission Alignment)

Focused Engagement of Key Interest Holders

4. **Create and lead dialogue-based opportunities for greater collective conversations with a broad range of key interest holders and experts.**

   a. Design and host national forums and conferences as a key program of the National Alliance, in order to engage key interest holders in discussion on national issues, common concerns, and external changes impacting the Canadian regulatory and professional landscape (such as labour mobility, economics and trade, international matters).

   b. Develop campaigns to promote broad participation from Member organizations (presidents, staff), academics, and other constituents.

   c. Obtain Member input on what is most valued.

   Why: Hosting issues-based events and symposia provide practical and strategic value to Engineers Canada and its constituents, and will allow it to add value on issues that are difficult for Members to analyze or respond to individually.

   This approach facilitates enhanced and focused dialogue, fosters collaboration, and helps collectively anticipate and respond to emerging engineering, business/economic and professional regulatory challenges.

   These opportunities may also be used to re-focus the engagement of some key interest holders (such as Council Presidents), who currently are participants and/or observers in Engineers Canada's governance activities without a specific or meaningful governance role.

86

Recommendations to Engineers Canada

Addressing Problem #2 (Strengthening Connections to Members)

Coordination of Member Feedback and Input

5. a) Establish and Host a National Regulator/Member Forum to obtain explicit Member direction on matters of national importance

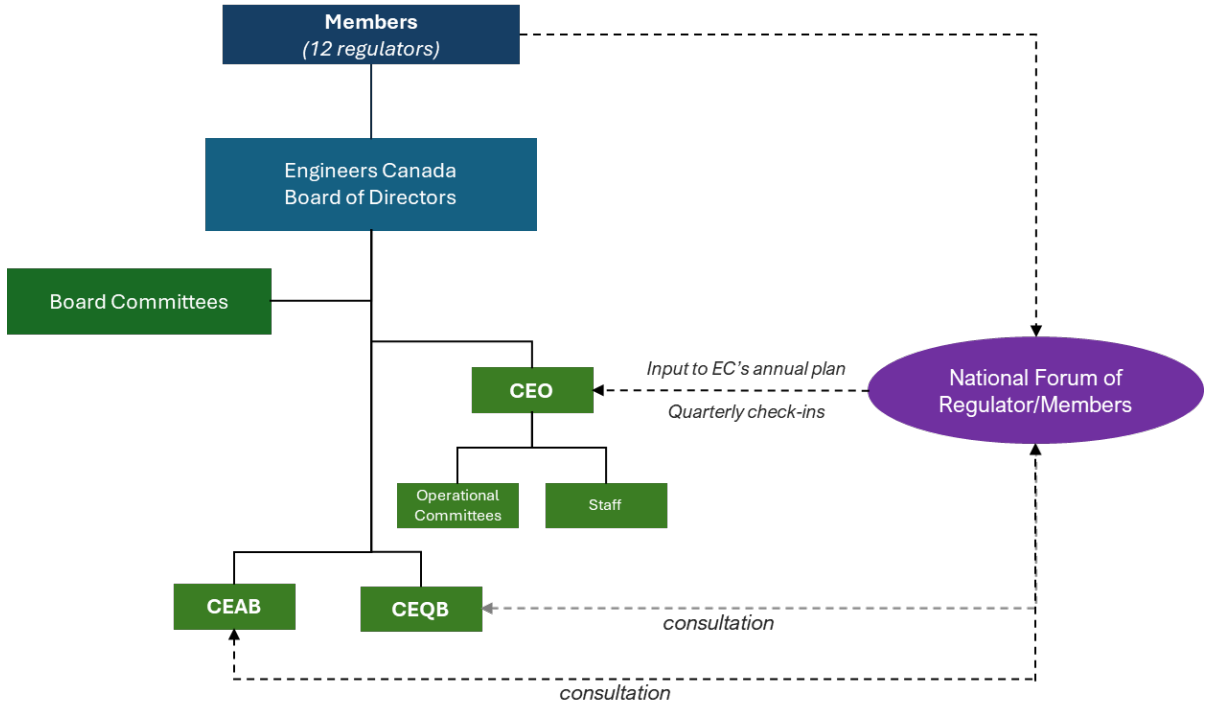
There is a prevailing view that the Board is the conduit to Member needs and priorities. However, directors have a fiduciary responsibility to Engineers Canada and an arm's length relationship from their nominating body. At best, this is an inefficient way of obtaining Member input and direction to Engineers Canada.

Instead, we recommend that a **National Forum of Regulators** is established with the purpose of giving direction to Engineers Canada and obtaining formal input from Members on its programs and services. This body could also satisfy CEAB's desire for greater connection and regulator input.

As a starting point, we envision that regular (e.g. quarterly) discussions are hosted and facilitated by Engineers Canada on topics such as:

- The service offerings that should be delivered by Engineers Canada nationally, including information products
- Issues of interest, concern and risk to regulators or the profession that could be addressed through national advocacy from Engineers Canada (e.g. federal government policy, cross-border or international issues)
- Matters of collective interest impacting the Canadian regulatory framework, and/or education of engineers, such as:
  - Accreditation policy impacting the ability of regulators to effectively license and enforce engineering regulation in Canada
  - Strategic and risk matters affecting the future profession and
  - Engineers Canada's performance in serving Member needs (AMM).

A National Regulator/Member Forum for Obtaining Direction from Members



87

Recommendations to Engineers Canada

Addressing Problem #2 (Strengthening Connections to Members)

Coordination of Member Feedback and Input (cont'd)

5. b) Withdraw the current consultation policy and associated processes, and

c) Replace with a simplified, targeted consultation strategy and engagement processes that obtain input from the right people, on the right topics, at the right times.

We heard from virtually all interest holders that the current consultation process and policy are ineffective. Some CEOs advised the stated priorities from regulators do not always align with their actual needs. How Members give input, whose voices count most, and how differences of opinion are resolved, are all unclear.

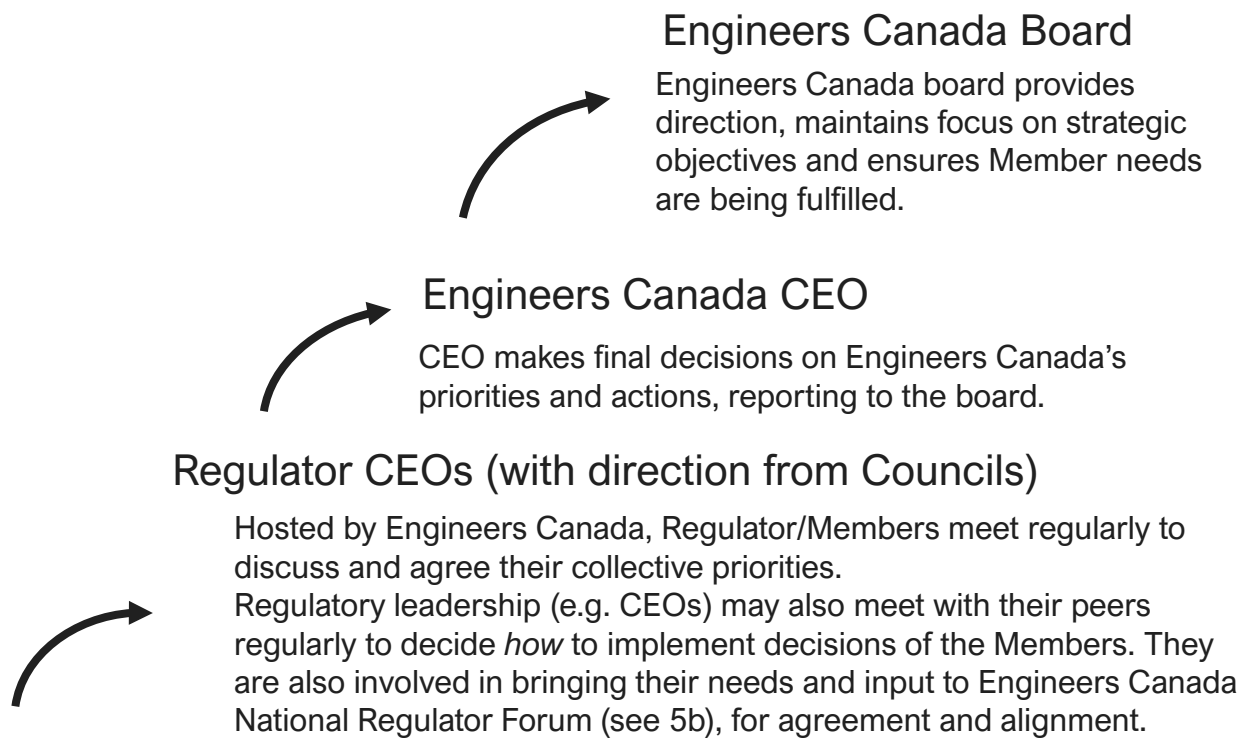
We believe this to be a result of 'too many voices' and lack of clarity in the system of consultation, decision-making and prioritization.

Today, Engineers Canada conducts broad consultations with regulator staff and advisory groups. CEQB also obtains input from external sources including regulatory staff about their needs and priorities to plan its activities.

A more coordinated policy and process would be useful to consulting on general topics, with absolute clarity on who speaks for each Member.

It will be critical to clarify how "consultation" is distinct from "obtaining Member direction" and ensure that decision-making versus input-gathering is clear.

Enhanced Consultations – illustrative Process



88

Recommendations to Engineers Canada

Addressing Problem #2 (Strengthening Connections to Members)

Competency-Based Board

6. Adopt a competency-based board of directors:

Enhanced board focus as a national alliance and overall effectiveness can be achieved irrespective of changes to Engineers Canada's current board structure and composition.

A competency-based board allows Engineers Canada to take a systematic approach to how it manages board evolution. To do that:

a. Adopt the notion of a competency-based board in principle.

b. Identify new skills and competencies that further support Engineers Canada's strategic goals as a national alliance *(e.g. corporate governance, legal, ethics, international experience, trade/economics, public policy, professional regulation).*

c. Assess the board's current skills profile, in alignment with its needs to oversee a National Alliance, and identify any gaps that may arise as current directors complete their terms.

d. Enhance the existing competency profile, process and nominations communications materials.

e. Engage Members in periodic information sessions or webinars about the needs of the Engineers Canada board, upcoming skills gaps, and desirable competencies.

7. Introduce independent directors

While not universally supported, we strongly believe adding a critical mass of **independent directors** (2-3 at least) would be useful to bringing a fresh, strategic and external perspective to the board. This would also be useful if certain competency gaps are identified.

a. For clarity and transparency, our preferred approach would be that Engineers Canada by-laws are amended to allow for 2–3 independent directors (voting), including non-engineers if a regulator chooses.

   - We believe that there is sufficient appetite to introduce this item as a by-law change. However, if the board prefers, an alternative route could be to recruit and engage external participants as "Advisors" which are permitted under the current by-laws.
   - If this route is preferred, we recommend that they are invited to remain and be full participants with the board during in camera sessions. That is, that they act and are treated as full directors whether or not they have a vote.

b. Create a board policy to document the role of an independent director, including specifying voting, in camera and committee privileges.

c. Recruit and select new independent directors through a transparent recruitment / nomination process led by Engineers Canada (such as a Call for Nominations).

Why: External directors add objectivity, and broaden strategic insight, which are particularly valuable given the practice of nominating individuals with long histories in the engineering regulation 'ecosystem' which may not bring fresh thinking.

Recommendations to Engineers Canada

Addressing Problem #2 (Strengthening Connections to Members)

Director Eligibility and Recruitment

8. Increase pool of potential candidates to support 'whole-board' needs

a. Through effective communications and engagement, encourage Members to nominate at least 2 candidates for each available director seat and/or explore alternatives (e.g. Engineers Canada could launch a national campaign encouraging Registrants to contact their provincial/territorial council for more information about serving on the Engineers Canada board).

b. Establish an Engineers Canada Nominations Committee to vet Member nominees through an independent process in which Engineers Canada's whole-board competency and diversity needs are taken into consideration.

c. Following a transparent recruiting process, provide a list of preferred nominees to Members for explicit approval, including the selected independent directors.

Why: It is in the Members' interest to ensure that Engineers Canada has a broader pool of potential directors that offer desirable skillsets and competencies.

Engineers Canada must also have greater influence on selecting directors that it feels are best able to meet its needs as an alliance - from a board-as-a-whole perspective, while respecting Member authority to approve directors.

90

Recommendations to Engineers Canada

Addressing Problem #3 (Complexity)

9. Adopt "One Regulator, One Seat"+ to Reduce Board Size and Gain Effectiveness as a National Alliance

Interest holders universally agreed that the current board size is too big, which impacts engagement of directors, and the quality of discussion. Good governance practices for consideration include:

- Enabling more effective board discussion and director engagement, through a smaller board size
- Balanced representation of Members on the board (and board structures beyond simple geographic representation)
- The value of adding external perspectives, as previously discussed
- Cost efficiency and strategic value of governance

We believe that the national alliance strategy lends itself more to the style of governance that is embodied in **Option 3: One Regulator, One Seat.** While this option was not universally supported, it received support from multiple interest holder groups (including both large and small). There were some very strong advocates in our feedback sessions.

Should changes be agreed, we recommend a phased-in implementation approach aligned with the natural term expiry of existing directors.

On weighted voting at the AMM. Despite the complexity of weighted voting at the Member meeting, we are recommending to keep it. There is too much risk and imbalance in the current model to consider a change, although we acknowledge that it may continue to be an irritant to smaller regulators.

To accomplish this, we recommend:

a. Agreeing in principle that the Engineers Canada board will be reduced in size, in accordance with a 'One Regulator, One Seat' (OROS) composition. If necessary, negotiating an interim stage in which Members may retain certain additional board seats for a defined period of time, in order to support the amendment of the by-laws to reflect this future-state approach.

b. Tasking Engineers Canada to return to the Members with an implementation plan for its board composition including:

   - 12 regulatory seats, composed of one director from each Member's list of nominees, selected by Engineers Canada and recommended for nomination by each Member, to meet whole-board needs (one vote each)
   - A phased-in approach, in which additional Member seats would be retired upon director term completion.

   Note: It may be useful for the Members to align explicitly on Recommendation #6 and #7 prior to the finalization of the OROS model.

Recommendations to Engineers Canada

Addressing Problem #3 (Complexity)

Observers

10. Discourage observer attendance as a general practice:

a. Discontinue practice of issuing standing invitations to non-directors (e.g. affinity partners, key interest holder representatives not directly relevant to specific agenda items).

b. Invite guests / presenters for their specific agenda item only.

c. Consider alternative methods of Member communication about matters of interest.

d. Create opportunities for education, information sharing, and planning with interest holders that do not add complexity and cost to regular board meetings (such as conferences).

e. Establish an in camera policy to make more appropriate use of in camera sessions, including clearly defining which matters are appropriate to discuss during in camera sessions, and

f. Promote board discipline to avoid allowing in camera sessions to drift into other matters, or spending too much time in camera than is currently common.

Why: The current format of meetings with a wide range of observers attending adds significant complexity and cost, inhibits fulsome board discussion, and adds little value to Members; and at the same time risks inappropriate use of *in camera* sessions.

Continuity & Succession

11. Increase Board president term length to 2 years

a. Confirm policy support to phase-in this change in alignment with future election of President (or, consideration can also be given to extending current President's term if continuity through period of governance change is beneficial).

b. Consider change in title from President to Board Chair.

c. Consider this change without cascading impact on other Board Officer roles (PP/PE) which should not automatically have extended terms.

Why: A term of just one year means that there is no time for a learning curve (chairing a board requires a different skillset and takes some getting used to) and the organization suffers from churn in the senior governance role. Best practice is to provide greater continuity and better allow for succession planning.

12. Increase standing committee director term lengths from 1 year to at least 2 years

a. Phase in this change in alignment with future committee appointments.

b. Make any policy changes necessary to support this change.

Why: Reduce committee membership churn, and support continuity of organizational knowledge, and allow for succession planning.

Recommendations to Engineers Canada

Addressing Problem #3 (Complexity)

Committee Structure

13 a) <u>Defer</u> decisions on CEAB and CEQB reporting structures until a later phase.

Any body reporting to a Board of Directors which is not an incorporated entity is, by definition, a committee. The role of a committee is to support the board in its governance role. The Board's three standing committees (Governance; Finance, Audit & Risk; and Human Resources) appear to work well and are typical of board committees of not-for-profit entities.

The Canadian Engineering Accreditation Board (CEAB) and the Canadian Engineering Qualifications Board (CEQB) currently report to the Board of Directors, and in our view, do not genuinely support the governance of Engineers Canada. They do perform critical roles for Engineers Canada and the regulatory framework in Canada. Indeed, feedback from our consultations indicates that they are both viewed as highly valuable.

Both direct reports are largely made up of senior, experienced volunteers with deep expertise in their fields. Volunteers have dedicated significant time, typically for many years, to performing the functions of their board. Their work is funded and staffed through the Engineers Canada budget submitted annually by the CEO to the board. These staff which are assigned by, and accountable to, the CEO. And, the work of CEAB and CEQB are viewed by most directors and many Members as being primarily 'operational' in nature[1,2]

The continued, direct connection to the Board of Directors is a subject of strong disagreement across key interest holders.

Ultimately, it is the CEO that is held accountable for delivering Member value, achieving operational goals, and must balance the financial and human resources that are assigned to all program areas.

Our initial draft recommendation was to shift CEAB and CEQB to report directly to the CEO. Based on further research and consultation, the review team has withdrawn that recommendation.

We do not make any recommendations on CEAB and CEQB's reporting structure. We still believe that CEAB and CEQB do not perform governance functions and, ultimately, should not report to the Engineers Canada board.

We also believe the continued reliance on volunteers to perform mission-critical work may be a risk to Engineers Canada. However, we have appreciation for CEAB's concerns. We believe it ought to have added, limited autonomy for certain accreditation decisions. But it also appears to be seeking a mechanism for getting direction and approval from Members on certain policy decisions that directly affect the regulatory environment and the profession overall (such as changes to accreditation policy or criteria).

However, this requires a different approach than reporting to the board of directors. The directors do not 'represent' the Members and cannot legitimately provide direction on behalf of the Members. Also, directors cannot be expected to have the depth of expertise required to make decisions on the highly technical work of CEAB and CEQB.

(continued next page)

Recommendations to Engineers Canada

Addressing Problem #3 (Complexity)

Committee Structure (cont'd)

13 a) continued…

We believe that there would be unnecessary risk to Engineers Canada if changes are made to the reporting lines for CEAB and CEQB before there is clarify and certainty of the changes to come.

We recommend that the Board defer a decision on CEAB and CEQB's reporting structure until:

- An effective forum is established to obtain explicit agreement from Members on Engineers Canada's work and priorities (5a);
- Further work is done to ensure there is a well-defined and appropriate degree of autonomy that is essential to the work of both CEAB and CEQB; and
- An analysis is performed to better assess the balance of risk and opportunity in CEAB and CEQB's reporting structure if changes were to be made. Co-design of future structures between each sub-board and Engineers Canada would be preferred.

This work could be performed in a relatively short period of time (e.g. months, not years), which we believe will be a critical input to inform the decisions of the Board of Directors in a later phase of work.

13 b) Reverse the decision to grant voting rights to directors appointed to CEAB and CEQB.

- Revise the board policy related to Engineers Canada director assignments to CEAB and CEQB, to remove voting rights.

Why: Under the current structure, the Engineers Canada board of directors oversees the work of CEAB and CEQB, and is called upon to approve certain recommendations brought forward by the direct reports.

We have heard and observe a degree of advocacy from the directors assigned to sit on the sub-boards, which is not appropriate in the governance environment, and which we believe could convey tacit approval of CEAB/CEQB activities, prior to the board of directors' engagement at the appropriate time.

For these reasons, we do not support directors being voting members of CEAB or CEQB. It puts these directors in a conflict-of-interest position, or at best, the perception of a conflict. That is, the directors are both part of decision-making by the sub-board, and then, as a director, responsible for overseeing the effectiveness of that work.

If the role is clarified to remove voting rights, we do support directors being appointed as observers.

1 We note that CEAB in particular strongly rejects the terms "committee" and 'operational' which they appear to interpret as a dismissal of their core value to Engineers Canada, or to associate it with administrative tasks. We are simply describing "the work of accreditation activities" as the operations of CEAB, versus governance activities – the oversight of those activities - which is the work of the Board of Directors.

2 We want to thank members of both CEAB and CEQB for engaging in fulsome discussion that led us to revising our initial recommendation.

94

Recommendations to Engineers Canada

Addressing Problem #3 (Complexity)

13 c) Increase the level of delegated authority of CEQB.

a. Revise the board-approved policy(-ies) related to CEQB scope, mandate and work products, to:

- ❑ Streamline activities currently delegated to or performed by CEQB to reduce duplication and ensure its activities fall within its scope of expertise.
- ❑ Delegate final approval of low-risk guidelines to CEQB (to be determined by the Engineers Canada board), to accelerate its ability to deliver on publication timelines.
- ❑ Retain higher-risk approvals at Board of Director level, which could impact regulator relationships or have legal implications.

b. Consider how the Board of Directors could leverage CEQB expertise in enhancing its strategic foresight and national alliance focus, for example, through targeted presentations and discussion topics.

Note: The Chair of CEQB has submitted a proposal which includes changes to CEQB's scope, mandate and the policies governing its work. The proposal recommends a change to the delegation of authority for low-risk decisions to CEQB, rather than require approval of the board of directors. CEQB believes this will increase its agility significantly.

We recommend that the board of directors accept this proposal in full.

Effective Meetings

14. Elevate management and committee reporting to the Board

a. Develop standardized reporting formats to:

- ❑ Make it easier for management to prepare effective reports, and better engage Directors
- ❑ Focus on strategic issues with longer term impact, including risk items
- ❑ Ensure CEO report is focused and sets the stage for board discussions
- ❑ Reduce pro forma standing committee reporting through better use of a consent agenda
- ❑ Support better governance-level discussion and decision-making

b. Separate committee activity reporting from impact or decision-making reporting (one is for consent agenda, the other for board discussion)

Why: Standardized and effective management reporting enables more strategic (board level) discussions and makes more efficient use of Directors' time. When boards stray into operational discussions, it can often benefit from elevating the management reporting to ensure the board's focus is at the right level, and generates discussion on the decision to be made.

Management will have a critical role to play in supporting the board in sharpening its focus on oversight of the effectiveness of the National Alliance.

95

Authority Mapping: Board vs. Member Approval

What can the Board act on, and what requires Member approval?

Recommendation	Board Authority	Member Authority	Comments
1. Re-affirm or formally adopt national alliance as Engineers Canada's primary purpose, and	✅ Yes	⚠️ Only if codified in Engineers Canada's by-laws or articles	The Board may articulate and adopt a strategic purpose. Member approval is not required unless this purpose is embedded in Engineers Canada's by-laws or Articles. However, we believe it would be advantageous to obtain explicit approval from Members that National Alliance is the desired purpose. We also note that depending on how Engineers Canada's articles of continuance are interpreted, this shift may represent a 'fundamental' change that would require Member approval under CNCA. Legal advice is recommended.
… promote it as the driving force behind all future governance changes.	✅ Yes	❌ No	If national alliance has no codification in the by-laws or articles, then the Board can authorize and document Engineers Canada's purpose on its own accord.
2. Adopt a governance charter that defines the board's strategic role	✅ Yes	❌ No	The Board has the authority to adopt board-level policies, a board mandate or charter that sets out its role and responsibility as a fiduciary board, or mandate changes to board practices as it sees fit, provided that such changes do not contradict any requirements or obligations set out in the by-laws.
3. Improve the board's focus on strategy and risk, through effective agenda-setting.	✅ Yes	❌ No	
4. Create and lead dialogue-based opportunities for greater collective conversations with a broad range of key interest holders and experts.	✅ Yes	❌ No	Engineers Canada can implement new services and programs without Member approval. However it would be advantageous to gather input on which dialogues, information services, conference programs, or networking opportunities that Members most value.
5. a) Establish a National Regulator Forum to obtain explicit Member direction on matters of national importance	❌ No	✅ Yes	Engineers Canada may wish to establish 'by practice' that this forum is the AMM to obtain Member direction, or more frequently as we have recommended. Regardless, a change to policy and practice may be required to require Engineers Canada to formalize how Member input would be gathered, decided, and actioned by Engineers Canada. We recommend this as a Member approval item to ensure explicit authority is granted, and there is a shared understanding of the structure.

Authority Mapping: Board vs. Member Approval

What can the Board act on, and what requires Member approval?

Recommendation	Board Authority	Member Authority	Comments
5. b) Withdraw the current consultation policy and associated processes, and replace with a simplified, targeted consultation strategy	✅ Yes	❌ No	The Board has the authority to adopt board-level policies. They do not require Member approval.
6. Adopt a competency-based board of directors	✅ Yes	❌ No	The Board has the authority to adopt board-level policies. They do not require Member approval.
7. Introduce independent directors, and consider non-engineers	❌ No	✅ Yes	The by-laws currently requires all directors to be directly linked with a Member. Allowing for independent directors would require a change to the by-laws to allow for a director that is not nominated by a Member, and which may not be a licensed engineer. By-law changes require Member approval. Engineers Canada may wish to consider embedding in the by-law amendment a process by which any external candidate is presented to the Members for formal approval (e.g. on a slate).
8. Increase pool of potential candidates to support 'whole-board' needs	✅ Yes	❌ No	This is a board policy, a tool, and a communications process, neither of which requires Member approval. Engineers Canada cannot require Members to present more than one nominee – it must encourage it.
9. Adopt "One Regulator, One Seat"+ to Reduce Board Size	❌ No	✅ Yes	This would require a by-law change to reduce the number of seats by Regulator / Member to one (1) each. By-law changes require Member approval.
10. Discourage observer attendance as a general practice.	✅ Yes	❌ No	The by-laws currently allow for Chair discretion to close parts of the board meeting. No further changes are required.
11. Increase Board president term length to 2 years	✅ Yes	❌ No	The Board has the authority to adopt board-level policies. They do not require Member approval.

Authority Mapping: Board vs. Member Approval

What can the Board act on, and what requires Member approval?

Recommendation	Board Authority	Member Authority	Comments
12. Increase standing committee director term lengths from 1 year to at least 2 years	✅ Yes	❌ No	The Board has the authority to adopt board-level policies. They do not require Member approval.
13. (a) Defer decisions on CEAB and CEQB reporting structures until a later phase of work.	✅ Yes	❌ No	Committees (which include CEAB and CEQB) are created under the authority of the Board (Policy 6.1.1). The Board of Directors may adopt changes in its discretion.
(b) Reverse the decision to grant voting rights to directors appointed to CEAB and CEQB.	✅ Yes	❌ No	Voting rights flow from Engineers Canada policy manual and changes require only board approval.
(c) Increase the level of delegated authority of CEQB.	✅ Yes	❌ No	CEAB and CEQB authority is delegated by policy. Any changes require only Board approval.
14. Elevate management and committee reporting to the Board	✅ Yes	❌ No	The Board has the authority to adopt board-level policies. They do not require Member approval.

Implementation Roadmap

About the implementation of review recommendations

The Engineers Canada Board of Directors will be asked to decide whether, and how, to implement recommendations flowing from this review. The following section offers advice and a high-level roadmap, that outlines the relative timing and duration of each of the recommendations as outlined in the previous section.

Implementation Strategy

As a starting point, we recommend that thoughtful consideration is given to planning and scoping the implementation of a package of recommendations flowing from this work. While there may be a desire to move quickly, for example to reach only for low-hanging fruit or 'easier' improvements (such as policy updates within the board's full control), we feel this would be a risk.

In addition to the recommendations that have been put forward in this review, we strongly urge Engineers Canada to consider an initial Scoping and Planning phase **(Phase 0)** that treats this set of governance improvements as a cohesive program of change. This step would involve:

- Establishing a clear vision for the future governance model, particularly for the National Regulator Forum that is proposed in this report.
- Developing a master plan for implementation, which provides detailed analysis and scoping of specific work packages, for which there are key activities, deliverables, sequencing, dependencies, timelines, and approval milestones required to implement this work as a *'program of governance reform".* This intentional step avoids a scenario in which individual governance changes are implemented which may or may not align with a common vision, or a broader understanding of what Engineers Canada is trying to accomplish.
- It also assumes that appropriate program-specific change management and communications expertise, and sufficient internal or external resources, are engaged to support the program, to anticipate and address how certain governance changes will impact key interest holders, and which will support the changes accordingly.

We recommend that all governance changes as a program are overseen by the Governance Review Task Force, on behalf of the Board. The program should have specific key performance indicators and success measures that should be reported to the board to enable appropriate oversight that the desire[100]tcomes are being realized.

We strongly encourage the Board to consider the long-term opportunity for change, and to adopt a multi-year implementation strategy that includes focused program-specific Member communications and change management supports.

About the implementation of review recommendations

Following Phase 0 Scoping and Planning of a cohesive program of governance reform, we recommend that implementation of specific recommendations are organized into three phases of work, and workstreams that group common topics (such as board structures, board policy). The phases we propose include:

- **Phase 1 (0 – 9 months):** Alignment + key structural improvements
- **Phase 2 (9 – 24 months):** Shared clarity and Board-led improvements
- **Phase 3 (24 – 36 months):** Longer term gains and benefits realized

How quickly Engineers Canada wishes to act on those recommendations is within the purview of the Board of Directors to decide. Engineers Canada's Board may choose to action some recommendations, and not others. It may choose to bring certain proposals to the Members, not others, or to modify recommendations to Members to accelerate or elongate the recommendations over a different period of time than is contemplated in this roadmap. Those decisions are within the authority of the Board to determine.

Our preference would be that Engineers Canada governance reforms are moved forward as a coherent, multi-year program, which can be communicated, sequenced and supported in a unified manner, much more effectively than a series of one-off changes.

As part of Phase 0 Scoping and Planning, we recommend that Engineers Canada develop a complete risk analysis to reflect its capacity to manage changes as contemplated in this report, and with greater insight to key interest holder sentiments. This information may be required to support the Board, and potentially the Members, in their decision-making.

Immediate Decisions

We have been advised that there may be appetite to bring certain structural governance changes to Members for approval at the outset of implementation, which falls in May 2026. This approach accelerates clarity and reduces prolonged uncertainty, but it also heightens the importance of preparation and framing of ecisions.

101

About implementation of review recommendations

There may be risk associated with bringing certain decisions forward immediately, where there is clearly further definition and discussion required to answer some questions. However, we recognize there has been a huge investment of time and energy in identifying and discussing potential changes over the past year. As time marches on, new faces will appear and in some cases, Engineers Canada will lose the individuals that spent time with us during this review.

They have convinced us that governance change is necessary, that change is constrained by the double weighting of voting of Members and Board decisions, and that the time is now for certain structural changes. We have also observed tremendous openness and curiosity about alternative approaches, which is encouraging.

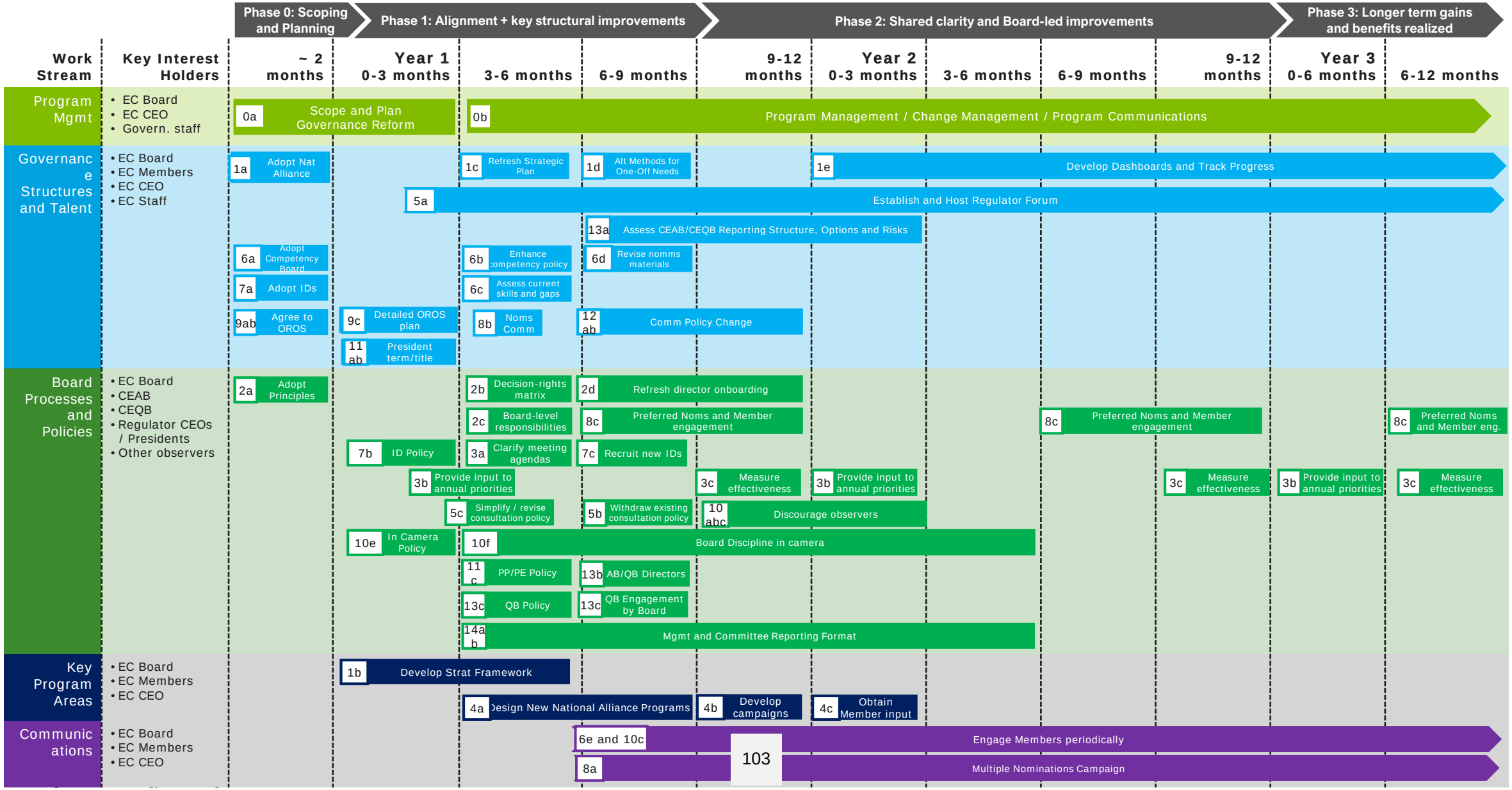
If there is desire to move forward quickly, we feel strongly that Engineers Canada should at least bring decisions related to Board size and board composition for Member *approval in principle* now. This would:

- Respect the effort and involvement of Engineers Canada's broad volunteer base which has contributed many hours to assisting us in this review, and which have given clear and compelling feedback already on key proposals;
- Provide greater clarity about the Members' appetite to adopt some of the changes outlined in this document; and
- Begin the process of making governance change, to address one of the more frequently cited irritants (board size).

These early indicators of support, combined with a strong Phase 0 implementation master plan, will create a clear mandate for the Board and management to proceed with further governance reform.

NOTE OF CAUTION: The roadmap that follows proposes an initial model of how we believe implementation might proceed. However, this approach will need to be informed by the board's decisions, and Member approvals. It should be taken as illustrative until such time as a detailed implementation plan has been approved by the board.

High-Level Implementation roadmap – 3-year period



Final Remarks

Final Thoughts

This governance review was initiated in part because there have been long-standing concerns raised by Engineers Canada's Members, leading to the decision to include the review in the 2025–2028 strategic plan. Over time, these concerns have become persistent irritants within Engineers Canada's governance system.

Over the course of this review, it has become clear that these issues are both related to governance structures, but also philosophical in nature. They reflect varying levels of voting power among the Members, as well as a lack of shared understanding of Engineers Canada's primary purpose.

Addressing them now presents an opportunity to move beyond incremental adjustment and toward a more coherent, durable governance model that better supports Engineers Canada's value as a national alliance of regulators.

It should be noted that governance reform as contemplated in this report must also be understood in terms of the system-wide cost of the current governance and consultation model. The existing approach requires substantial investments of time and resources (including extended meetings, multiple parallel consultation groups, lengthy and repetitive consultations on similar issues, and significant staff effort to coordinate, and reconcile input).

These costs are borne across the Engineers Canada "system" through travel and accommodations costs, meeting spaces, irrespective of which entity covers the cost. "Cost" must also be understood through the sustained demands placed on volunteers, whose willingness to contribute hundreds of hours of personal time is one of Engineers Canada's greatest assets.

A clearer, simpler, and more decisive governance system will be essential to stewarding that goodwill responsibly, and providing Engineers Canada with greater clarity on what its Members value.

Regardless of how the Engineers Canada Board decides to proceed, we recommend that this document in its entirety is shared with key interest holders, including Regulator Councils to assist in communicating the 'problems to solve' and our recommended solutions.

Final Thoughts (continued)

Looking forward, the Board and Members are positioned to make choices that could significantly reduce friction in the governance system and create the conditions for more effective collaboration. Clarifying Engineers Canada's purpose, simplifying governance structures, strengthening how Member direction is obtained, and aligning board practices with fiduciary best practice will all support this objective.

Over the longer term, Engineers Canada may wish to examine alternative funding models as part of the governance reform program. Such analysis could inform options for reducing Engineers Canada's reliance on revenue models directly tied to the number of Registrants in each Member jurisdiction.

We have not recommended a change to weighted voting at the Member level, but we recognize that smaller regulators may continue to have concerns about this topic which we understand.

However, we believe that a pragmatic approach is required to begin the process of change.

We believe that Member weighted voting and funding models are complex and sensitive topics with long-term implications. These would be best addressed once a clearer strategic frame has been established around Engineers Canada's national alliance role, the board's oversight role, with both better defined and operating effectively.

The recommendations in this report are intended to provide a practical pathway toward positive and constructive governance improvement.

We encourage Engineers Canada and its key interest holders to consider governance reform not a one-time event, but as an ongoing commitment to alignment, clarity, and stewardship.

It must be well-planned and carefully executed, but we believe the work ahead will enable Engineers Canada to focus its collective effort on the work that only a national alliance can do.

Appendices

A. Round 1 – Problem Identification..... 44
B. National Alliance..... 78
C. Round 2 – Looking for Solutions..... 81
D. External Comparator Analysis..... 100
E. Review & Consultation Process..... 108
F. Project Timelines & Consultation Schedule..... 113
G. Reference Slides..... 116

Appendix A
Extracts from Round One Final Report

engineerscanada
ingénieurscanada

This Appendix contains extracts from the Round 1 Final Report

Governance Review and Consultation

Final Report on Round 1: Problem Identification

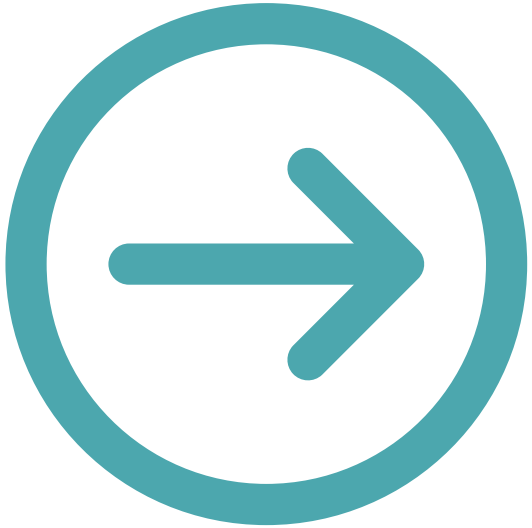
October 2025

Cosgrove&Co.

Purpose of this document

The purpose of this document is to share insights from the governance review currently underway with participants of the October workshop in Ottawa. In brief, the review process is organized into two main stages:

- **Round 1 Problem Identification**: Round 1 was completed in September 2025, engaging many key interest holders from across the country to assist the Cosgrove & Co. review team in understanding Engineers Canada's governance challenges and issues to be resolved. Round 1 concluded with the October workshop and finalization of this Round 1 report.
- **Round 2 Solution Design:** Round 2 will begin this Fall to perform research into, design and later socialize potential solutions to the governance concerns identified in the Round 1 Problem Identification stage. An additional series of consultations with key interest holders will be held over the winter, prior to the Members' meeting in May.



This document is the final deliverable from Round 1 Problem Identification. It outlines themes arising in our interest holder discussions, our own observations and proposes three draft problem statements. These statements were discussed at the October workshop.

This document was presented to the Governance Review Task Force on September 9, with a small number of adjustments made subsequent to that meeting. The document was shared in draft form with all registered participants for the October workshop, to provide transparency of the review process, and to ensure that everyone is working from the same factbase in order to come prepared to the workshop. Readers will note a range of perspectives - some of which are divergent - which provided for an interesting discussion.

It should be noted that a small number of critical consultations took place toward the end of September, which may not be fully reflected in this document. While it is not ideal to have additional 'fieldwork' so close to the workshop, it is our understanding that there was limited scheduling flexibility.

Note to reader: We recognize this is a long and detailed document with many details to digest. To save space and avoid confusion, we have used the word "Member" to mean "Regulator/Member," and Director to mean "Member of the Engineers Canada Board of Directors".

Table of contents

Chapter	#
Executive Summary	4
Key Observations and Findings	15
Draft Problem Statements	27
Post-Workshop Summary and Additional Thoughts	29
Appendices: A. **Reference Slides** B. **Interest holder Engagement**	38

111

Executive Summary - Context for this review

Context for this review

Engineers Canada in its most recent form was established in 1936 as the Dominion Council of Professional Engineers, by seven provinces with the goal of harmonizing engineering regulation across Canada. The name was later changed to the Canadian Council of Professional Engineers in 1959, and to Engineers Canada in 2007, by which time the remaining provinces and territories joined the organization.

Its governance reflects a federated model, with Regulator/Members appointing a director to the Engineers Canada board to oversee the affairs of the organization.

In Winter 2025, Engineers Canada launched a public Request for Proposals in which it was noted, "*over the last few years, motions have been introduced by Members to change the voting structure and number of Engineers Canada Board Directors. Given the discontent expressed by some Members, a decision was made to undertake a governance review as part of the 2025-2029 strategic plan.*"

Over the past decade or more, several governance reviews have taken place resulting in detailed reports, varying perspectives, theories and potential solutions.

It is in this context that the review has taken place.

What is a governance review?

A governance review is a formal, independent and objective evaluation of an organization's oversight and accountability structures, policies and procedures. It usually provides recommendations to enhance governance effectiveness and efficiency.

It may also consider governance effectiveness in the context of the organization's *mission and purpose*, in order to assess the goodness of fit, and make recommendations to resolve any observed deficiency.

112

Executive Summary – Context for this review

About this review

Cosgrove & Co. was selected in Spring 2025 by Engineers Canada ("EC") in a national, competitive process to obtain an independent, third-party assistance to perform a governance review and consultation process.

The review's objectives, as outlined in 2024 Backgrounder document prepared by EC prior to the commencement of this review process, outlines as a key objective to *"take stock of the current governance system, learn from leading governance practices and identify ways to enhance our governance framework and processes so that they are efficient and responsive to contemporary issues."*

The review reports directly to, and is overseen by, a Governance Review Task Force ("the Task Force" or "GRTF"), established by the Engineers Canada Board in 2024. The Task Force reports to, and is accountable, to the EC Board of Directors. It is composed of representatives of the Board of Directors and key interest holders[1,2].

Our approach and review activities

Cosgrove & Co. uses a proprietary conceptual framework to assess the governance effectiveness and efficiency of an organization's current model and practices. The framework used in this review describes the six (6) core elements of governance effectiveness.

EC's governance capabilities were assessed against best practices attributes in each of these elements.

Specific scope items

While all elements of our governance framework are in scope and we will report on any issues of effectiveness or efficiency observed, we have been asked to pay particular attention to:

- **Overall effectiveness of EC's current structures and practices**
- **Board composition,** *including board size, director competencies and representation*
- **The roles, operation and reporting of EC's standing committees and direct reports***, including CEAB and CEQB*
- **Voting procedures at Members' and Board Meetings**
- **Observers' rights**

Given the context, we also must consider two broader questions: ***Why are these governance concerns so persistent? What is contributing to the ongoing discontent of some Members on these topics?***

We have organized our observations compared to best practices, primarily around the scope items of greatest concern to EC.

1 For the GRTF Terms of Reference, see Section 6.16 of the Engineers Canada Board Policy manual). Information on the review's project governance structure, can be found in Appendix A of this document.
2 More information can be found on Engineers Canada's current governance model and key practices in Appendix A.

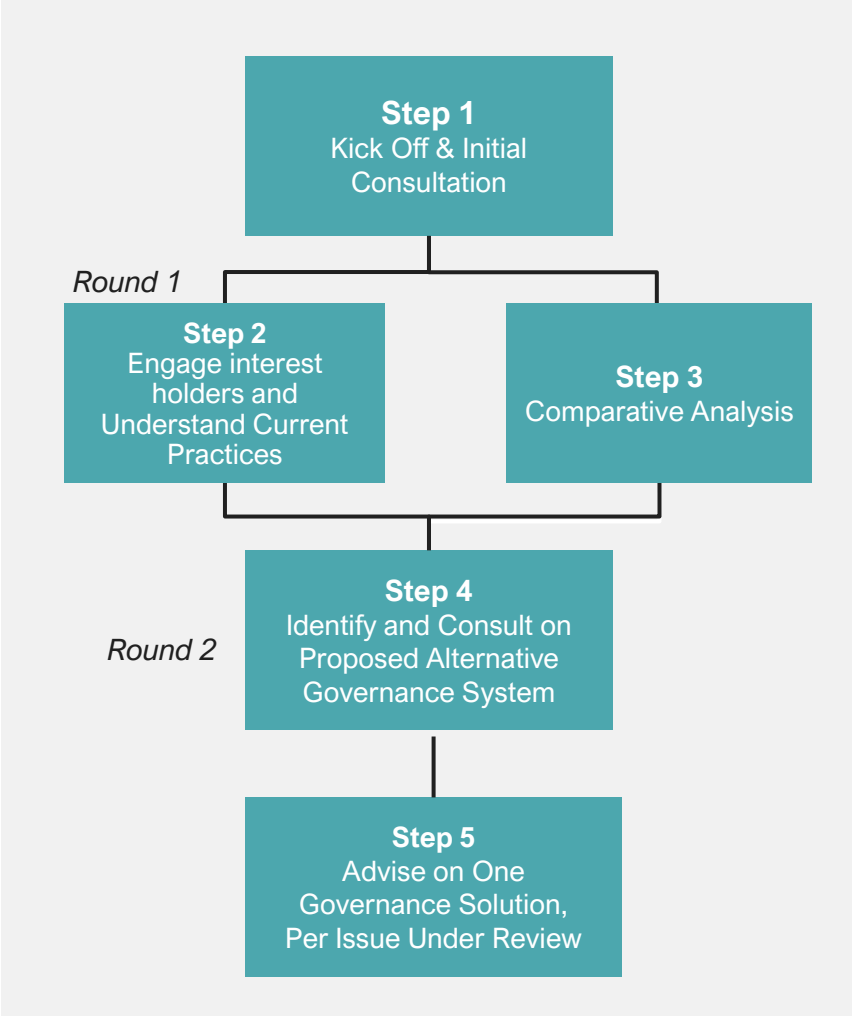
Executive Summary – Key activities

Key review activities

In summary, the review team engaged directly with provincial and territorial engineering regulatory authorities to obtain input to the review process. The project has been organized into two “rounds” of consultation:

- **Round 1 interest holder engagement** involved a survey of EC Directors; a group consultation with the EC Board; virtual 90-minute meetings with each Member, confidential interviews with CEAB and CEQB Chairs and key EC staff, as well as group consultations with each board; and document review to assess the current EC governance model.
- We also initiated a comparative analysis and selected four (4) organizations to assist in identifying challenges or areas of improvement to current governance model and board practices. This process will continue into Round 2 to assist with assessing potential solutions.
- The conclusion of the Round 1 phase of work will include the development of Draft Problem Statements and a presentation of our interim report to key interest holders at a workshop in October 2025.
- **Round 2** begun after the October workshop, and will generate the proposed resolution(s) to any governance issues identified. A draft report will be generated including a presentation of the review team’s recommended improvements, which may include changes to the structures and practices of the Engineers Canada board of directors. This presentation is expected to occur in February 2026, prior to the next Annual Members’ Meeting.

The review team will issue its final report in April 2026 to the Engineers Canada Board. We will provide specific advice to the EC Board which will include practical, actionable recommendations on the recommended resolution(s) to the observed governance challenges, and feedback from interest holders.



Executive Summary – What's working well

What's working well

Our analysis and observation shows that there are many areas in which Engineers Canada's governance performance is effective and aligned with good governance practices.

Throughout the Problem Definition phase of this review, we have observed a number of strong governance practices and processes which need to be highlighted.

These are outlined in the box to the right.

Summary of observations of effectiveness

- Dedicated, professional staffing assigned to support governance operations
- Collegial and productive board relationships, with generally engaged and active directors; engaged and responsive Members
- Detailed, well-organized minutes and other governance documentation; Extensive policy library; use of a good quality board management software product to distribute and record board information
- Development of a competency profile for EC director nominations; robust director onboarding processes, with particular strength around training related to fiduciary duty
- Continuous improvement mindset evidenced by recent board evaluations; Openness to alternative governance models and approaches
- Reasonably strong director response to the EC board survey (78%).

115

Executive Summary – What's not working well

What's not working well

It is the nature of a governance review to seek out and focus on deficiencies and point out specific opportunities to improve. While there is no intent to criticize, by its nature, a governance review can be challenging for board, staff and interest holders to undergo.

We commend Engineers Canada for once again undertaking a third-party governance review and inviting an external, independent perspective to identify how the current structures and practices could better deliver value to the organization, and its key interest holders – the Members which it exists to serve.

To that end, we describe in this document a number of observations which indicates that EC governance is less effective than expected for an organization of its size, eminence, and maturity.

Several symptoms of governance ineffectiveness are shown in the box on the right and on the next page.

Our detailed observations can be found in the next chapter.

Summary of key observations of ineffectiveness

Long-standing, unresolved tensions on board size, failed motions, member representation, and unbalanced voting structures

No unified voice of the Regulator/Member in the current governance and consultative processes. Current governance structures are unnecessarily complex and cumbersome.

Large board size, and many external observers at meetings which may contribute to constrained board discussion and longer than usual in cameras

Inability for Engineers Canada to independently select directors best suited to its needs, or to influence director appointment by Members in support of assembling an optimal mix of skills and competencies

Executive Summary – Other reflections

Other reflections

We have led numerous discussions in which robust feedback was provided, and great ideas shared.

A number of discussions surfaced the previous governance reviews, failed motions, and past attempts to reduce board size, often offering reasons or theories as to why they were not successful.

We also heard complaints about the current voting practices and "unfairness" of the current representational structures.

It was important to interest holders to note that working relationships between EC and Members are strong – the concern is with the structure, not the individual people.

Regardless, these matters have taken up time and energy over many years. We agree that they are a significant detractor from EC's governance effectiveness.

Summary of key observations of ineffectiveness (continued)

Varying interest holder views about the value of weighted voting, and Member ability to provide effective direction to Engineers Canada. Smaller jurisdictions struggle to have their priorities and needs actioned.

CEAB and CEQB provide critical products and services to Engineers Canada and Members; however their role is not closely linked to governance

Much of EC's critical work and core value to Members is currently performed through CEAB and CEQB: outside of EC operations, without direct CEO control, and with unclear accountability and performance measures

Varying level of awareness of EC governance within its interest holder groups, leading to confusion and occasionally mistrust, as well as the need to consult widely to gain alignment

Executive Summary – Other reflections

Other reflections (continued)

For that reason, we sought to understand *why* the board size and director representation issues were so challenging and persistent for EC.

As part of our analysis, we prepared a detailed timeline of the key events and board size adjustments over the past two decades.

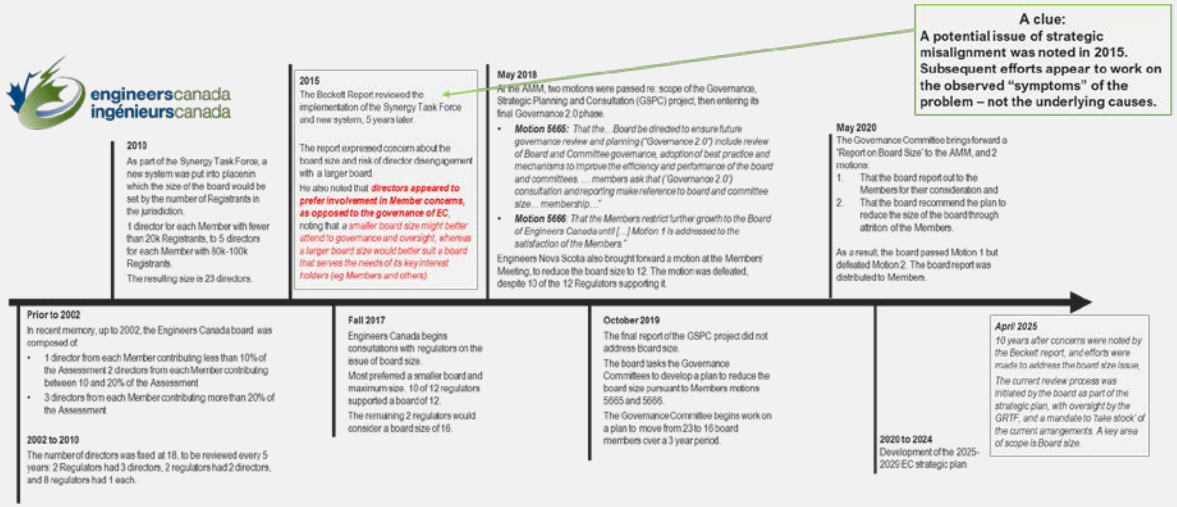
This timeline demonstrates to us that the issues related to voting and board size have persisted across dozens of directors, over two decades – both of which would naturally resolve many matters.

It should be noted that we consider many of the observations made in this review to be relatively minor – they could be easily resolved, given the commitment of EC and the board of directors to continuous governance improvement.

Only board size and voting structure persist.

In reviewing the observations in the next chapter, we encourage readers to reflect on *why* these issues continue to arise. We consider them to be symptomatic of a greater issue.

A 20+ year timeline of governance and board size challenges



[See the full-sized chart here.]

118

Executive Summary – Draft Problem Statements

Draft Problem Statements

As an initial finding and speculation, we suspect much of the focus on board size, weighted voting, and Member representation are simply symptoms of three core issues or problem statements, shown in the diagram to the right.

Our work in this review is to define the issues, then make recommendations to adjust or redesign governance structures that best enable EC's mission, as part of Round 2.

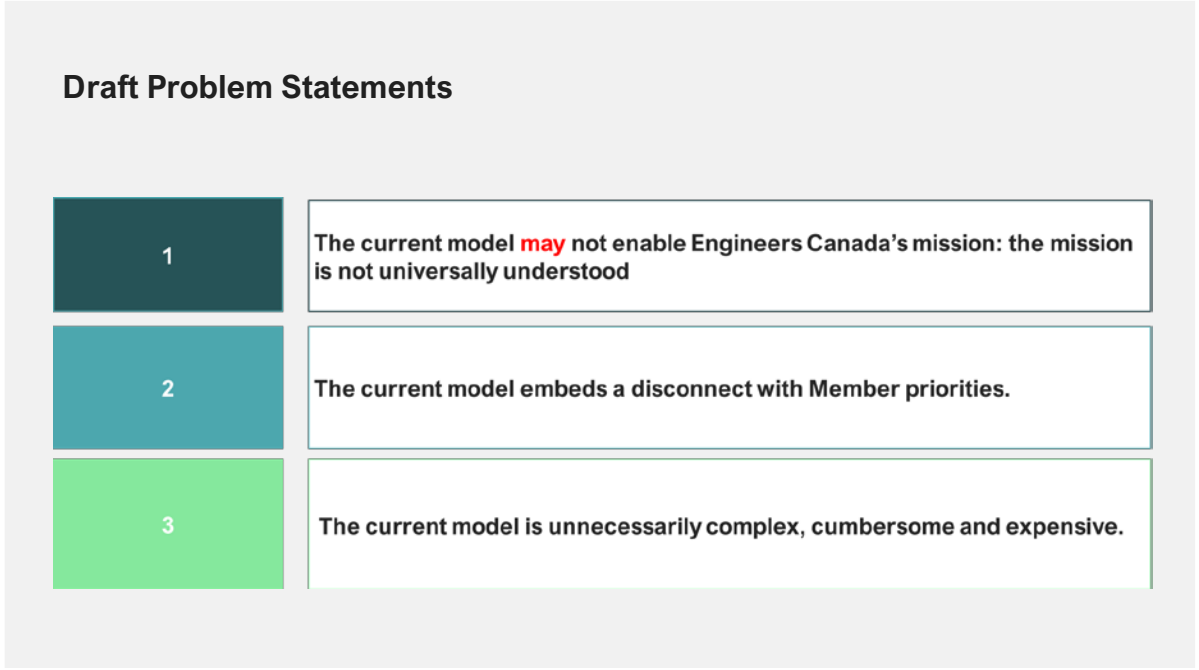
In summary:

1. **The current model may not enable Engineers Canada's mission, which is not universally understood.**

   Our Round 1 consultations suggest differing views on board size, board composition and weighted voting are closely related to the interpretation of what Engineers Canada's role and responsibilities are to Members.

   It is evident that there are differing views and understanding of what Engineers Canada's mission and purposes really are.

   To some, "*EC exists as an **alliance of regulators** - to provide a **national** perspective on the profession, and serve the **common needs** of Regulators*". Others perceive EC as a ***service provider***, noting "*Regulators contribute varying amounts to obtain important benefits or services from EC – those that contribute more, should get more -- or at least have a greater say in its priorities."*



119

Executive Summary – Draft Problem Statements

For those aligned with the national alliance perspective, agreement on the national view, common needs and shared priorities ought to take precedence which could imply a certain style of governance and board composition. For those more aligned with the service provider perspective, a very different approach may be implied.

The opportunity for a national perspective on common issues does not preclude the opportunity for EC to deliver value to Members in the form of services. However, the issue of weighted voting is a long-standing irritant to Members, and closely linked to how Members interpret EC's core mission.

These are two fundamentally different and incongruent perspectives that require strategic discussions to align and agree on which will prevail.

We feel this incongruence in what EC is meant to do and be, are core issues in why the board size, composition and weighted voting issues persist and have diametrically opposing views, why there is lack of agreement on how to resolve them – or even if they are issues that need to be resolved.

2. The current model embeds a disconnect with Member needs and priorities.

EC's governance and consultative structures have evolved over many years to the current model. Interest holders universally describe the current model as "complex".

We observe web-like systems in which EC receives and solicits feedback, input, perspectives and direction on behalf of Members through multiple informal and formal channels, and which may be perceived as speaking on behalf of "the Regulator."

It is also our understanding that multiple groups (e.g. CEAB, CEQB, CEOs Group, Presidents' Group, deans, others from time to time) engage directly with the EC board, often with their representatives attending and/or delivering reports at board meetings.

The mission is an organization's concise declaration of why it exists, and who it serves.

It should provide clarity and guidance to board, staff and interest holders and help the organization make good strategic choices.

"Engineers Canada upholds the honour, integrity, and interests of the engineering profession by supporting consistent high standards in the regulation of engineering, encouraging the growth of the profession in Canada, and inspiring public confidence."

Executive Summary – Draft Problem Statements

While engagement is valued and important, on a practical level, engaging with such a large number of voices adds unnecessary complexity and confusion to the system. Without a *unified perspective* on what is needed or required from the Members' perspective, it is likely that EC's governance effectiveness is undermined.

3. **The current model is complex, cumbersome, and expensive.**

   As previously described, EC's current model involves many voices in a highly inter-connected system of governance and consultation. But *who is truly speaking on behalf of Members? Which group or role gives direction to EC on what topics, and when? What if EC receives perspectives that are not aligned?* In addition to these questions of effectiveness, we observe challenges related to:

   - *Board size.* The current 23-member board, composed of varying number of directors nominated by Members, is unusually large. While directors indicate that the board is collegial and effective in making decisions, there is a practical issue of time limitations and the opportunity to hear from individual directors. We also believe that the varying number of Member-nominated directors on the board may not enable EC's mission.
   - *Board Oversight and Structures Related to Core EC Work.* EC's work related to accreditation of engineering programs in Canada is critically important to EC's Members and to the regulatory framework for the Canadian engineering profession. It was repeatedly described to us as being perhaps the most important function of EC. Without it, many Regulators would question the value of being a Member of EC.

     CEQB may be less well-understood at the board level, perhaps as a result of how it engages and solicits feedback from regulators through other channels (e.g. Officials' Groups). Nonetheless, it creates a range of tools used by regulators to support licensure and plays an important role in the Canadian regulatory framework.

     In the current model, these activities are being performed by standing committees of the board. There does not appear to be a governing role played by either CEAB or CEQB, however these two committees report directly to the EC Board of Directors and operate outside the oversight of the CEO. This is an unusual structure, which we believe diminishes the board's ability to provide oversight at the appropriate level, and adds 'clunkiness' to the way that decisions are made, priorities are set, and the work of these committees unfolds.

Executive Summary – Concluding thoughts

- *EC Meeting Duration and Focus.* From a cost efficiency perspective, we must also comment on the meeting format and duration of EC meetings that are understood to take place several times per year. It is our understanding that EC tends to host multi-day meetings for large numbers of key interest holders, and that participants tend to engage in each others' activities to gain insight and understanding of EC's work and the issues facing the profession.

  We repeatedly heard that this format of meetings is highly valued degree of networking and relationship-building. However, we question the *governance value* of such meetings. An alternative focus or format for engaging volunteers could be a more effective use of EC resources.

Concluding Thoughts

As an overarching statement, the EC governance model today involves more complexity and requires far more coordination of interest holders than most organizations that we have reviewed, even much larger ones.

The need to align so many interest holder groups now drives an interconnected system of governance and consultation that appears to lack clarity, simplicity and accountability – all of which are key ingredients in governance effectiveness.

We will reserve specific comments on any recommended approaches until after the October workshop, however in our view, the current model should be simplified and clarified in order to improve governance and resolve the discontent that gave rise to this review.

Table of contents

Chapter	#
Executive Summary	4
Key Observations and Findings	15
Draft Problem Statements	27
Post-Workshop Summary and Additional Thoughts	29
Appendices: **A. Reference Slides** **B. Interest holder Engagement**	38

Key Observations and Findings – Governance Structures and Practices

Board Size

Almost universally, there is agreement within the interest holders consulted to date that the current Engineers Canada board size is too big to be practical or effective.

Documents reviewed and interest holder discussions have brought forward a range of solutions to board size concerns, most of which have focused on proposals to reduce or combine seats allocated to Members in an effort to reduce board size.

Typically, large boards experience greater risk of misalignment on key strategic items. It is also more likely to observe varying levels of director engagement, with some directors that are not engaged at all.

On a practical level, many participants in the review commented that it is difficult to hear from all directors in a meeting, noting the time required to get through discussion topics and a tendency for lengthy meetings and in camera sessions.

We also note the financial implications of a large board, with directors travelling from across the country. Previous reviews have calculated potential savings of a smaller board, which we feel is a relevant consideration.

While there is no specific standard in board size, we prefer to see board sizes between 8 and 14. From our perspective, a board of 23 is well beyond the acceptable upper limit for the practical and financial considerations noted above.

We also observe that Engineers Canada board size discussions embed the assumption that the board must be composed of *geographic representatives and/or proportional representation* which is only one model of board composition and which is further explained later in this section.

124

Best Practices for Non-Profit Organizations – Governance Structures and Practices

- *Mission-Enabling.* Governance structures that are as simple and clear as possible, which focus on enabling the achievement of the organization's mission, and compliance with relevant requirements.
- *Ultimate Authority.* For regulatory organizations and similar organizations, the board of directors is the ultimate authority and is responsible for:
  - Strategic oversight
  - Risk governance
  - Regulatory compliance
  - Public accountability
- *Risk Oversight.* A strong focus on risk oversight, supported by an appropriate inventory of governance policies that provide clear guidance to the board and management, including for navigating conflict of interest.
- *Board Size.* While there is no absolute standard for ideal board size, we believe most boards are effective with a size of 8 to 12, or even 14. Larger than this, the practical challenge is not being able to engage all directors in discussion during meetings. There are also risks of director disengagement with larger boards.

Key Observations and Findings – Governance Structures and Practices (cont'd)

Complex Reporting and Extensive Interest holder Involvement

General feedback from Member consultations that EC's current governance model is 'too complicated', 'confusing' and 'not effective' in its current form.

EC's governance model appears to have evolved in complexity and level of integration of a range of actors and representatives that have some degree of involvement or are adjacent to EC governance and its structures. For example:

- Members are represented at Annual Members' Meetings by *Council Presidents*, who are largely acting in 1 year terms, and have limited authority to act on issues of importance to the Members. They do not appear to be meaningfully engaged in Engineers Canada's governance, despite being the 'highest ranking' and official representatives of the Members.
- There are direct reports (CEAB and CEQB) to the EC board that are critical to EC's success and value to Members. Yet this reporting structure of a 'board reporting to the board' requires that EC directors oversee and make decisions on accreditation and other matters which directors may not have the expertise or operational insight. These discussions appear to be more operational than we would expect for a governing board.

Best Practices for Non-Profit Organizations – Governance Structures and Practices (continued)

- *Simple and Elegant Reporting.* Clear lines of reporting between governance structures, with oversight responsibilities, monitoring and setting of expectations performed by the upper-most body, which then flows for execution to the subsidiary body.
- *Clear Leadership and Delegation.* Reporting relationships that enable strong professional leadership, including one direct report – the CEO or Executive Director who is responsible for implementing the board's decisions and manages the operations, with delegated authority from the board.

125

Key Observations and Findings – Governance Structures and Practices (cont'd)

We also note the significant but informal role of the Regulator CEOs in governance. This group is broadly recognized as best able to effect change, move harmonization forward, and make decisions collectively. However, the CEOs have no meaningful role in EC governance, despite the fact that their alignment and buy-in being so critical that they are sometimes referred to as 'a shadow board'.

Lastly, there are key advisory and consultative groups that provide input to, and give feedback on EC activities and initiatives. However, we are struck by the sheer number of individuals involved across these groups, and observe that their connection to the Member, or to EC, may not be direct. We cannot identify in some cases, the right 'connection' to the EC board, and worry that it creates more confusion than it solves.

General governance practices

From a governance practice perspective, we have fewer comments. The board's documentation and processes are robust. The quality of written materials is strong, and there is a strong system of information gathering and distribution which is certainly required for such a complex governance model.

However, the use of time at board meetings appears to be influenced by EC's interest holders and consultations. We feel it will be important to minimize the board's 'report-receiving' that appears to occur for a significant portion of its lengthy meetings.

We see significant opportunities to focus the board's attention on strategic matters, moving routine items to consent agendas (without discussion or individual voting on each item), and simplify / elevating board memorandum and materials. There is more detail than necessary, which may drive discussions 'into the weeds'.

126

Best Practices for Non-Profit Organizations – Governance Structures and Practices (continued)

- *Clarity of Decision Rights.* Standing committees that allow for specialized oversight and strategic input as advice and recommending to the board. Each should have a clear mandate, terms of reference, and reporting structure. Committees of the board should not be decision-making bodies, they should make recommendations to the board only.
- *Strategically Focused.* Well-structured meeting agendas, with the majority of the board's time focused on strategic matters and risk oversight.
- Operational discussions are minimized during board meetings, other than periodic program updates (e.g. annually) to ensure the board has a fair understanding of the nature of the work and key challenges.
- Committee report-outs are minimized if there is no specific action or decision required, which saves board time for more strategic discussions.

Key Observations and Findings – Board Composition

Board Composition, *including director competencies and representation*

We observed an assumption that regional or geographic representation are foundational to board diversity. While that is the current EC approach, there are many alternative approaches that may be considered.

The desire for greater diversity on the board was a topic surfaced at many interest holder discussions, and which we evaluated in the board survey. About 67% of survey respondents self-reported as belonging to one of the designated groups defined by Government of Canada's Employment Equity Act.

EC has a desire for a competency-based board and to that end, has produced a competency profile which is distributed to Members. However, on a practical level, most Members nominate one director that EC is perceived as having to 'accept'. To date, only one Member has put forward more than one nominee for a single board seat. This virtually eliminates its ability to select directors that best suit its governance needs.

It should be noted that Members may only view EC director opportunities from their own geographic perspective, whereas EC must consider the overall governance needs of the board.

If Members were to nominate a slate of potential directors for EC to select from based on its needs, EC would be better able to balance certain skills or competencies across multiple jurisdictions. This is virtually impossible today.

Best Practices for Non-Profit Organizations – Board Composition

- *Non-Representational Board Composition.* Many boards have considered a move away from board seats designated by member, interest holder group or geography, to avoid the natural perception that directors "represent" a particular group.
  - Instead, high-performing boards are moving to competency-based boards composed of independently selected, diverse directors, often including legal, financial, regulatory, customer perspective, key funder or strategic partners, industry-specific expertise. There are many approaches that do not require a link to geography or interest holder group which can be considered.
  - Fully independent directors, including individuals that do not come from the profession but provide relevant executive-level expertise, may be useful to provide the board an outside perspective and assist the board in becoming more outward-looking. If adopted, best practice is to ensure a proportion of the board is independent. Typically, boards appoint 3 independent directors to provide critical mass.

127

Key Observations and Findings – Board Composition (continued)

Board Composition and Director Competencies

In the current model, EC's board requires that all directors are professional engineers, nominated by its Members in numbers that vary on the basis of the jurisdiction's number of Registrants. This is an area where clarity of mission and purpose would be useful to determining the appropriate composition.

EC does not engage independent directors at this time. Alternatively, EC could seek diversity in:

- Engineering disciplines or specializations
- Professional experiences (e.g. practicing engineers versus firm management versus regulatory leadership; small firm versus large firm; remote and rural, versus large urban practices)
- Career stage (e.g. entry to practice versus mature in their career)
- Specific expertise or competencies (e.g. legal, technology)
- Domestic, cross-border or global experience

Director Onboarding

EC directors have received strong onboarding and specific training with an emphasis on fiduciary duty to the EC board.

- The board survey results confirm that most respondents are clear that they have a duty to EC, not the Member that nominated them. However, this is not universal within Respondents.
- We note an unusually high number of Neutral responses to questions in the board survey, indicating that either respondents had no opinion or prefer not to state their opinion.

Best Practices for Non-Profit Organizations – Board Composition

- *Director Competencies and Recruitment.* Effective boards adopt rigorous processes and policies to:
  - Identify the board's competency needs now and in future, document in a skills matrix, review annually, and recruit qualified directors.
  - Evaluate candidates with the board's identified needs.
  - Document anticipated board competency gaps for future use, often retained by the organization for use by the Governance Committee when filling vacancies.
- For boards with directors nominated by other organizations, which may limit the board's flexibility: When issuing a Call for Nominations, this information is typically communicated to assist nominating bodies in putting forward nominees to address the identified gaps. While there is no guarantee, it can help communicate the board's desired director profile.
- *New Director Onboarding.* High-performing boards develop a program to onboard and orient incoming directors to their role and responsibilities, including in-depth training on specific topics as required, depending on the board's unique needs.
- Particularly for those nominated by outside groups which may present a conflict of interest, training may emphasize development of a shared understanding of fiduciary duty to the organization.

128

Key Observations and Findings – Committees and Direct Reports

Committees and Direct Reports

Most of EC's standing committees are those we would expect to see in a strong corporate governance. However, two standing committees are sometimes known as 'direct reports' - CEAB and CEQB - which do not appear to play a governing role for EC, and in fact perform high-value activities and generate outcomes that are of core value to EC Members. Engineers Canada's direct reports – CEAB, CEQB and CEO all report to the board of directors. It is an unusual practice to have core work performed outside the direction and oversight of the organization's chief staff officer (CEO).

We also note that the CEO is accountable for the overall performance of the organization, and holds the overall budget which includes the allocation for CEAB and CEQB to perform their activities. It is difficult to understand how the CEO can be accountable for outcomes but be limited in setting priorities, schedules, and workplans for the day to day direction, performance measures, and outcomes of these entities.

Additionally, CEAB and CEQB appear to follow a bi-cameral model of governance more commonly observed in academic institutions and government.

- CEAB appears to perform a key function on EC's behalf – accreditation – which is universally cited by Members as a core benefit of their membership. It is run by accreditation experts with staff support, but is made up of volunteers, who may be limited in terms of their capacity to produce deliverables.
- CEAB's committee structure and policy work, while critical to Engineers Canada's success, do not appear to operate at an oversight or governance level. They may be more focused on accreditation (operational) policy.
- The EC board is asked to review workplans, accreditation criteria, and provide feedback or approvals which may be difficult without greater understanding of how those items align with Member needs and priorities. Several comments were received that the board lacked in-depth understanding of accreditation and needs to have more e[illegible] – we feel this is useful for operational-level discussions, not at the governance leve[illegible]

Best Practices for Non-Profit Organizations – Committees and Direct Reports

- Simple and elegant committee reporting of standing committees which assist a fiduciary board in performing its oversight responsibilities – but not the core operational work of the organization
- CEO accountability for the performance of core operational tasks
- Committees that advise the board on governance-level policy
- *Corporate Governance versus Bi-Cameral Governance Models.* While the bi-cameral model of governance is commonly adopted and well-understood in academic institutions, it is not typically effective for non-profit organizations:
  - Bicameral models separate administrative and academic domains, while non-profits do not have this division of purpose.
  - Bicameral models are favoured by large, multi-faculty and diverse stakeholders, and are often able to support two large boards, whereas non-profits are smaller and more centralized.
  - Non-profits must be unified around the mission, and avoid splitting into potentially competing priorities.

129

Key Observations and Findings – Voting Procedures

Voting at Board and Members' Meetings

Given the recently signed Memorandum of Understanding for Collaboration and Harmonization, along with EC's Articles of Incorporation, it appears that Engineers Canada was established to promote collaboration across the engineering regulatory landscape in Canada.

An excerpt from the EC Certificate of Continuance (2013) which includes the articles:

> *"To provide national support and national leadership to the engineering profession on behalf of its members…"*

Much greater detail is provided in this document however the general purposes tend to focus on collaborating and shared interests of the Regulator/Members.

However, EC's current model embeds two different weighted voting approaches which may diminish how those with fewer votes can effect change in the system:

- Either Members are unable to effect action at board meetings because they lack the number of directors and votes, OR they lack the number of registrants at Member meetings to carry the supermajority required to pass special motions.
- These issues were often cited as the issues in Governance 1.0 and 2.0 which failed at Member meetings. Other examples were also given.

We believe the two mechanisms for weighting votes to the larger jurisdictions doubles-down on proportional representation, and may run counter to Engineers Canada's stated mission and objectives. This should be reconsidered.

130

Best Practices for Non-Profit Organizations – Voting Procedures

- Non-profit organizations select voting structures that best enable the achievement of its mission.
- For organizations that choose a voting structure aligned with proportional representation, this approach ensures that decisions reflect the diversity of its constituents, or which balance representation across interest holder groups and prevent dominance by one constituency.
- *Not All Decisions Must Be Treated the Same.* Some organizations use a 'one director or Member, one vote' approach for most decisions, while also enables certain Members to carry a greater weight on important strategic decisions. In other cases, they build in certain protections for interest holders (or smaller voices) on the board.

Key Observations and Findings – Observers

Observers at Board and Members' Meetings

The topic related to the presence of observers at EC Board and Member meetings was met with mixed perspectives by review participants. We have not yet observed a board meeting, but understand that the meeting room is generally filled at the back with EC staff, Member CEOs, Presidents, President-Elects.

It is also our understanding that EC board meetings may also include representatives of EC's broader interest holder community such as deans, students and insurance affinity programs from time to time, who are not direct participants in the meeting – as many as 30 additional people.

We were advised by some participants that observers bring tremendous value. It is an opportunity to learn about EC's work, how its complex governance model operates, and gain insights into 'what's going on'. It is our understanding that there may have been issues of trust in the past that required greater transparency, so observers were permitted to attend from that time.

However, it is not obvious what value observers bring to *Engineers Canada*:

- A good proportion of review participants do not understand or agree with the practice of permitting observers at board and member meetings. At least one CEO no longer attends as an observer.
- While there is no consensus on the value of observers at Members meetings, the picture is clearer regarding board meetings:
    - Only 22% of directors agree that observers add value at board meetings (and none agree strongly), while fully 50% disagree and a further 17% disagree strongly.

131

Best Practices for Non-Profit Organizations – Observers at Board and Members' Meetings

- Observers do not have a right to attend or to participant, unless explicitly permitted by the organization's governing documents.
- Observers should be a rare event, permitted on a case-by-case basis to address temporary matters, such as advisors or consultants; potential board recruits ('test driving potential directors'), interest holder representatives; others as required.
- When invited to attend a board meeting, observers do not participate and leave the meeting during the in camera discussions.
- For Members' meetings, there may be additional concerns:
    - Meeting dynamics, disruption and board self-censorship
    - Confidentiality
    - Clarity of role
- For AGMs or special meetings involving elections, financial decisions, or member discipline, organizations often restrict observer access unless explicitly authorized by the by-laws.
- In both cases, best practices are to ensure there is well-defined board policy and documentation related to observer status which includes meeting attendance, confidentiality, limitation on participation and non-voting status.

Key Observations and Findings – Observers (continued)

Observers' Rights (continued)

- Only a third of directors agree (and none agree strongly) that the board has sufficient privacy at meetings to be effective and efficient.

During our consultations, some EC directors indicated that observers add value, but also noted a desire to have longer in camera sessions. Directors in our consultations commented that in camera sessions are 'livelier' and 'where the real conversation happens'.

One must assume that the board is less able to freely discuss matters with observers in the room.

While EC has adopted the practice of holding public or open meetings, as do many professional regulatory bodies, it must also be noted that EC itself is not directly accountable to the public, whereas regulatory authorities are.

This is an important distinction: regulators are obligated to have open meetings for that reason, while the EC board (like other non-profit organizations) has no such obligation and in fact may be inhibited by this practice.

Although participants in this review are not aligned on the matter of observers, we are of the view that large numbers of observers, with standing invitations to board meetings in particular, do not create the conditions for uncensored, robust board discussion.

It appears that the practice of inviting observers to attend EC board and member meetings has served its purpose. At this time, the presence of observers appears to have more of a detracting influence on board discussions. The presence of observers at Member meetings is less of a concern at this time.

It is also important to note that for EC, observers are not explicitly required by the by-laws.

However, it is the board's practice to invite observers to all meetings.

Section 5.3 of the by-laws provides some discretion for the Chair of the meeting to close the proceedings to external parties.

A key takeaway and contributing factor to EC's current state is that Members view Engineers Canada's role and purpose differently

	Service Provider	*versus*	**'Alliance of Regulators'**
Primary Purpose	*Assist Regulator/Members to acquire services or products they need to support their region*		*To convene and collaborate on matters of national and international importance to Regulator/Members*
Governance implications	Project prioritization is the priority Representation is important Weighted voting is important *… may lend itself to larger board size and decision-making based on proportional representation*		Collaboration and common needs are the priority Representation is less important $ / weighted voting is less important *… may lend itself to smaller board size and alignment for the Members and profession*

Historically, there has been focus on the 'math' *(e.g. number of votes, seats, registrants).*

We propose there is misalignment on the *strategy.*

133

Table of contents

Chapter	#
Executive Summary	4
Key Observations and Findings	15
Draft Problem Statements	27
Post-Workshop Summary and Additional Thoughts	29
Appendices: A. **Reference Slides** B. **Interest holder Engagement**	38

Draft Problem Statements

While we will no doubt make specific recommendations to enhance and strengthen EC's overall governance effectiveness and efficiency in the next stage of this review we have also observed considerable distraction in the overall governance 'system", which we believe is rooted in three core issues, presented as Draft Problem Statements for consideration. These factors inhibit the effectiveness of governance and achievement of EC's purposes – depending on how its mission is perceived.

1	**The current model may not enable Engineers Canada's mission: the mission is not universally understood**
2	**The current model embeds a disconnect with Member priorities.**
3	**The current model is unnecessarily complex, cumbersome and expensive.**

135

Table of contents

Chapter	#
Executive Summary	4
Key Observations and Findings	15
Draft Problem Statements	27
Post-Workshop Summary and Additional Thoughts	29
Appendices: A. **Reference Slides** B. **Interest holder Engagement**	38

Summary of workshop outcomes

About the October Workshop

In all, more than 50 people participated in the October workshop of Key Interest Holders. Participants included:

- Chair, Engineers Canada Governance Review Task Force
- Regulatory Council Presidents and CEOs
- President & Board of Directors, Engineers Canada
- Chair, Canadian Engineering Accreditation Board
- Chair, Canadian Engineering Qualifications Board
- Chair, Engineering Deans Canada
- Engineers Canada CEO + senior governance staff

In addition to receiving an update on the process and progress of the review, participants worked in small groups to debate and discuss three topics:

1. **Engineers Canada's primary purpose: provision of services, or a national alliance?**
2. **Strengthening the connection to member needs and priorities**
3. **Simplifying Engineers Canada governance**

Each group reported back to the plenary session and provided written notes of their discussions on the first two questions. The third question was discussed in a plenary session. [73]

Summary of Workshop Highlights

- Universal agreement that the problem statements presented in the draft Round 1 report are the main issues that need to be resolved.
- No further feedback or concerns were received on the contents of the draft Round 1 report.
- Near universal support was obtained at tables of key interest holders that the National Alliance approach is the preferred direction for Engineers Canada's primary purpose.
- Some differences in understanding and/or assumptions underlying the "National Alliance" approach were observed, which will need to be clarified in Round 2.
- Strong advocacy from CEAB and CEQB were observed during the workshop (and in a written submission following the workshop from CEQB) that both direct reports should continue to report to the Engineers Canada Board of Directors.

Summary: Engineers Canada's Primary Purpose – National Alliance

Topic 1: Engineers Canada's primary purpose

Participants discussed the slide provided in Appendix A. In addition to considering the strengths and limitations of Engineers Canada's primary purpose, participants discussed and debated the governance considerations that flowed from that choice.

In general, the near-universal consensus was that Engineers Canada's primary, over-arching purpose is – or should be - to serve as a national alliance of Regulators, convening and facilitating discussion of strategic, national and international matters of importance to Regulators across Canada. This lens may or may not represent significant changes, but would be reflected in the approach and perspective of the board.

It was understood that this does not preclude providing services to Regulators, or others, in support of the objectives of the national alliance. The reason to do so is to support the national objectives of the alliance. (Accreditation is a good example: it is a service provided by Engineers Canada which strengthens confidence in provincial Regulators' ability to protect public interests.)

Participants felt strongly that, while a primary focus on providing services offered some advantages (including clarity of mission, simplified performance metrics, cost savings, and efficiency), those advantages were outweighed by the limitations of that mandate. These limitations included undermining efforts at national regulatory harmonization, a loss of international perspective, the loss of opportunity to meaningfully collaborate on national issues facing the profession, sacrificing strategic impact for operational and tactical activities.

Readers are encouraged to continue reading this section for additional draft information on the National Alliance approach, which will be further discussed and refined during Round 2 consultations.

138

Topic 1: Participants' Feedback on Governance Considerations

- ❑ Participants recognized the alliance model required *consensus-driven leadership and decision-making*, which heightens the need for strong relationship building and trust. It would need provincial Councils to consider a *national perspective* when dealing with matters related to Engineers Canada.
- ❑ Engineers Canada's governance structures would need to put *less focus on operational matters*. It would work best with a *diverse board* whose composition is matched to the *competencies* required to achieve the aims of the alliance, including the *option for independent non-engineer directors.*
- ❑ Participants generally noted that the alliance model would allow for a *smaller board of directors* and that the makeup of the board need not be based on the *number of Registrants* in each jurisdiction.
- ❑ Some suggested *equally weighted votes*.

Summary: Strengthening the connection to member needs and priorities

Topic 2: Strengthening the Connection to Member needs and priorities

The governance review had observed that many interest holders felt that the connection to Members' needs and priorities was weak at best. Workshop participants were asked to reflect on:

What changes need to be made so Engineers Canada has clearer direction from Members about their needs and priorities?

Themes emerging from the discussions included:

- Creating a more focused strategic plan approved by Members to guide EC activities and investments of time and effort
- Significantly simplify the organization's consultation processes to reduce the overlapping sources of input; and communicate the outcomes of consultations
- Establish metrics and reporting to allow Members to hold EC accountable
- Provide for improved (and simplified) two-way communication with Members
- Clarify who speaks for the Regulator on what matters (this may be different for policy matters vs operational matters)
- Keep focus on matters of national scope and importance
- Define services supporting the regulatory framework as well as other non-regulatory services (services to the profession overall)
- Clarify the roles of those involved in the governance system (including that Directors are not the appropriate conduit for Regulator needs and priorities)
- Provincial Councils (Boards) must hold their CEO accountable for conveying needs and priorities to Engineers Canada (both operational and from the Council).

How Can Other Needs and Priorities be surfaced?

- ❑ Structured approach to assessing other needs and priorities
- ❑ National tool for understanding the needs of non-CEAB applicants
- ❑ Ask Regulators to bring forward their suggestions for how to have a unified voice

Summary: Simplifying Engineers Canada governance

Topic 3: Simplifying and streamlining the current governance model and practices

Participants were asked to discuss, in a short plenary session, how the Engineers Canada governance model should be simplified, streamlined, and focused on Member needs and priorities.

Participant observations included:

- Reduce the amount of operational reporting coming to the board of directors (specifically CEAB and CEQB were mentioned)
- Lead the charge on a national model
- Remove “clumsy” governance structures
- Building greater trust will reduce the level of consultation required
- Build stronger connection and relationship between Engineers Canada and individual Regulators

Recommended Approach and Next Steps

Our Recommendation

It may be useful for Regulator/Members to socialize the outcomes of the October workshop with provincial Councils, and to ensure there has been thoughtful discussion prior to our engagement with each Member in Round 2.

We recommend that this document, along with the Round 1: Problem Identification report are shared with Councils prior to the Round 2 discussion (consultations are expected to start in mid-December with the majority of discussions occurring in January 2026.

Engineers Canada has published information and documents related to this review on its public website here: 2025-2026 Governance Review | Engineers Canada.

77

Appendix B
Thoughts about the National Alliance approach

Exploring "National Alliance" as Engineers Canada's primary purpose

The Origins of Engineers Canada – and the Future

Upon its establishment in 1965, Engineers Canada's predecessor organization was created to *"establish and maintain a bond between the provincial and territorial associations and corporation of professional engineers in Canada and to assist them in:*

- *Coordinating and standardizing their activities*
- *Promoting and maintaining high standards in the engineering profession*
- *Promoting the professional, social and economic welfare of the members of the engineering profession."*

Given its origin, Engineers Canada may only need to re-affirm or renew its focus as a National Alliance of Regulators. Generally speaking, a National Alliance approach could mean:

- ***A Unified Voice Across Regions.*** Engineers Canada could be better positioned to represent and advocate for the collective interests of the profession at the national level, enabling regulators to engage with federal stakeholders, influence public policy and promote the role of engineering regulation in safeguarding Canadians.
- ***Enhanced Interprovincial Collaboration and Coordination.*** A national alliance approach would allow for greater collaboration and harmonization efforts, knowledge exchange, and joint initiatives that advance regulatory consistency and a strategic focus on matters of national and international importance to the profession.
- ***Shared Strategic Capacity and Resource Development.*** The National Alliance approach could enable shared access and capacity for each Regulator to respond and develop innovative solutions to economic and policy challenges affecting the profession.
- ***Support for Regulatory Mandates.*** This shift would not alter the autonomy or statutory authority of individual regulators. Rather, it could reinforce and support mandates by providing a stronger national framework for collaboration and strategic alignment.

79

Draft Definition of National Alliance

The primary purpose of Engineers Canada is to serve as a national alliance of Canada's provincial and territorial engineering regulators, dedicated to advancing regulatory excellence, promoting inter-provincial harmonization and collaboration, and supporting its Members in protecting the public interest.

As a national alliance, Engineers Canada will facilitate strategic coordination, sharing of resources, and provide unified representation on matters of national and international significance, while respecting the autonomy and statutory authority of each member regulator.

Its activities are designed to strengthen the regulatory framework governing the engineering profession, enhance public safety, and ensure that engineering practice across Canada continues to meet the highest standards of safety, ethics, and competence.

143

Potential Governance Implications – National Alliance Approach

A range of governance implications will be considered in Round 2: Solution Development for Engineers Canada's future governance model to better support a National Alliance approach

While there is no right or wrong answer for Engineers Canada's future governance, we think the National Alliance approach generally lends itself to different governance principles, compared to alternative approaches. Some examples include:

- The Engineers Canada's board's focus and priorities will adapt to become more related to overseeing the achievement of harmonization, collaboration, and supporting consistent regulation across the country;
- Its representation and board size may be less important than consensus on matters of strategic importance to Engineers Canada;
- Mechanisms are strengthened for Engineers Canada's Members to understand the needs of the board of directors, and for the selection of directors to better align with the board's needs;
- Engineers Canada directors will bring additional competencies, perspectives, and insights to assist the board in providing oversight.

While not essential to shifting the board's focus to better align with a national alliance approach, it may also be advantageous to consider how effectively the current weighted voting approaches (members and board), and funding model, align with a focus on Member needs and a national perspective on protection of the public.

Regardless, any changes will need to balance the desire for enhance collaboration and coordination, with the autonomy and statutory authority of each regulator. Structural changes to Engineers Canada's board composition and voting practices will be subject to the approval of Engineers Canada's Members.

Potential Services to Members

As a National Alliance of engineering regulators, Engineers Canada could provide services that assist Regulators to strengthen and enhance engineering regulation across the country, enabling public protection, and providing a safe pathway for Registrants to move between jurisdictions.

Such services might be of use to all Regulators (such as accreditation of Canadian or international programs and/or institutions). Other services may only be useful to one or more Regulators, but which may be provided to strengthen the overall Canadian regulatory framework to ensuring public protection. For example:

- Policy research and analysis on emerging issues to inform regulatory decision-making
- Development of centralized or shared data platforms or software products needed by some or all regulators, to enhance regulatory consistency and ensure public protection
- Representing collective interests on national policy topics
- Development of specific tools or resources to assist Regulators in performing their day-to-day work or engaging with Registrants
- Services, support and/or resources for international applicants
- Provision of opportunities or fora for information and knowledge exchange on topics of relevance to Canadian engineering regulators.

[1] Selecting the specific products or services that Engineers Canada may wish to deliver to Members is outside the scope of this governance review project. Examples are proposed only to illustrate how a National Alliance approach may be different than the current model.

Appendix C
Extracts from Round Two Workshop Pre-Read

145

This Appendix contains extracts from the Round 2 Workshop pre-read document.

engineerscanada
ingénieurscanada

Themes from Round 2 Consultation:

Engineers Canada Governance Review

Pre-Read Document - For circulation to key interest holders
March 3, 2026 Virtual Workshop

Cosgrove&Co.

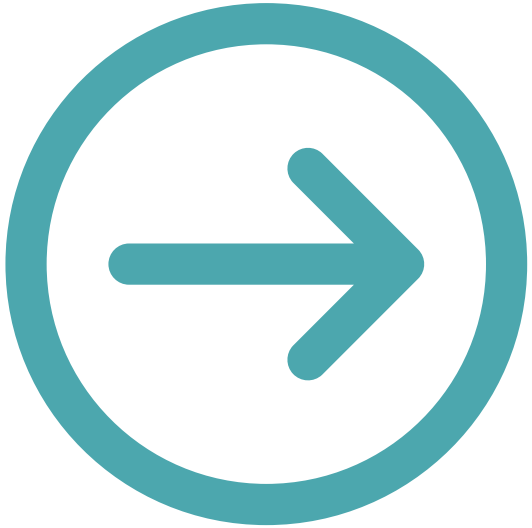
Purpose of this document

This document has been prepared for distribution prior to the March 3, 2026 virtual workshop of Engineers Canada key interest holders, and should be considered a "report on Round 2 consultations“ that were conducted as part of the governance review.

This document will not revisit earlier findings nor areas of improvement that were identified since this review was initiated in Spring 2025.

Instead, we encourage readers to reference previously prepared documents in order better understand the context of this review, and the issues it is trying to resolve. Readers are directed to:

- The backgrounder document prepared by Engineers Canada, outlining the concerns that gave rise to this review
- A diagram outlining Engineers Canada’s existing governance structure
- The review team’s findings from Round 1, including agreed Problem Statements
- The pre-read document shared with key interest holders that supported the Round 2 consultations, which are the focus of this report.



The purpose of this document is:

- To share insights from the second round of consultations in the Engineers Canada governance review; and
- To identify themes arising and areas of alignment from these discussions; and
- To assist participants in preparing for the March 3 workshop.

Note to reader: To save space and avoid confusion, we have used the word “Member” to mean “Regulator/Member,” and “Director” when referencing “members of the Engineers Canada Board of Directors”.

Table of Contents

Where we are today

What we heard from key interest holders in Round 2 Consultations

What we learned from others

Thinking ahead to the future

Appendices:

A – Key Interest Holder Engagement
B – Comparative Analysis
C – Feedback received on less preferred board structure options

Project Overview – Progress to date (cont'd)

Recent consultation and project activities

Round 2 follows earlier diagnostic work (Round 1 consultations and the October 2025 workshop), where stakeholders reached near-unanimous agreement that the current governance model is misaligned with modern expectations, and that Engineers Canada's governance model and practices should be re-aligned to better enable a National Alliance purpose and mission.

The objective of the Round 2 consultations was to gather feedback from key interest holders on:

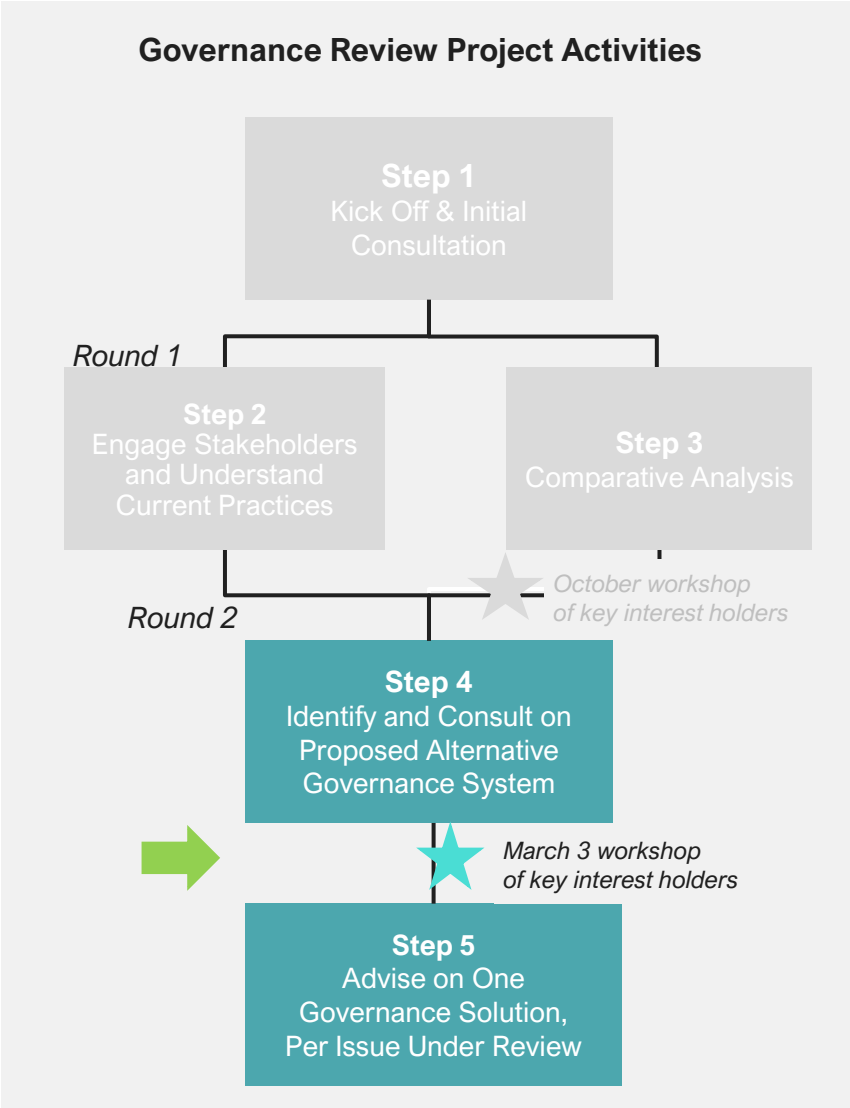
- A set of draft governance principles, to guide decisions about "how" good governance should be achieved in practice;
- A draft definition of the National Alliance, to assist in communicating the desired nature of work that the board of directors would have oversight of, in future; and
- Initial draft recommendations (1–14), presented as possible solutions to the identified governance challenges from Round 1.

Round 2 engagement[1] activities included:

- All 12 provincial and territorial regulators
- Engineers Canada Board of Directors
- CEAB and CEQB leadership and members
- Engineers Canada CEO and key governance staff.

Most discussions were held over virtual meeting, with one in-person meeting held by request. Several consultations required a second follow-up meeting. The review team also received a small number of written submissions, including suggestions from one key interest holder group proposing specific by-law changes for consideration.

[1] See Appendix A for a list of consultations and dates.



Project Overview – Next Steps

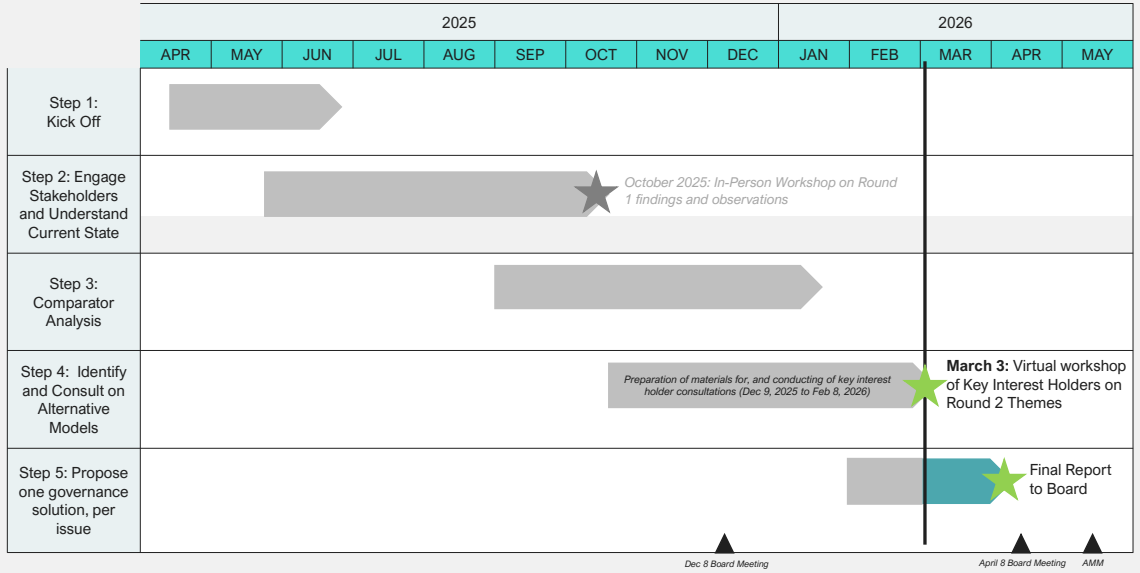
The level of engagement by key interest holders was noteworthy and greatly appreciated by the review team.

In terms of project activities, this phase of work included the following key activities:

- Development of a short **'white paper'** on the National Alliance strategy and potential services as suggested by October workshop participants.
- Creation of **Round 2 consultation materials** for discussion by key interest holders.
- **Presentation** to the Engineers Canada Board of Directors to seek authorization to distribute Round 2 materials.
- Engagement of Engineers Canada's key interest holders in **Round 2 consultations** (see Appendix A).
- Completion of a **comparative analysis** (see Appendix B), including confidential discussions with four organizations.
- Preparation of a **two-page summary** of review process to date.
- Designing the March 3 virtual workshop.
- Preparing our Round 2 consultation report for distribution to workshop participants.

Review Timeline (current phase of work)

As outlined in the project timeline below, with the black bar showing the current status of this review, the review team's work will conclude prior to the April board meeting.



It is likely that discussions will continue before and after the May Members' meeting on the recommendations arising from this review.

150

Project Overview – Next Steps (cont'd)

Next steps

The March 3 virtual workshop of key interest holders is an important moment: it is an opportunity to further build consensus and provide advice to assist the GRTF, and the Engineers Canada Board of Directors, about specific actions that should be brought forward for decision at the May Annual Members' Meeting ("AMM").

We have also been advised by key interest holders that there is appetite for change, at this time. We reflect on past governance work that has not been universally embraced, and encourage participants at the workshop to consider the long-term sustainability and relevance of Engineers Canada to its Members. Making desired changes at this time would be useful in securing its value and position over a longer horizon.

While some work remains to complete this review and conclude the necessary discussions, the review team is focused on creating the right environment in the March workshop to generate constructive discussion and assess participant consensus on key decision items.

Expected timelines for action

Readers are cautioned not to jump ahead or make assumptions about how any proposed changes may impact their interest holder group, or the current board. Any recommendations arising from this work are likely to be implemented over a multi-year period. It is reasonable to assume that some changes can be made initially, with further discussion and work taking place later.

In general, significant structural changes are often phased in over a longer timeframe or accomplished through attrition or other means. Policy and process changes may be actioned more quickly to avoid confusion and disruption.

Our final report will provide advice to the board and a recommended roadmap for how any changes should be made, including decisions requiring Member approval.

The final report will be submitted for consideration prior to the April Board meeting.

Table of Contents

Where we are today

What we heard from key interest holders in Round 2 Consultations

What we learned from others

Thinking ahead to the future

Appendices:

A – Key Interest Holder Engagement
B – Comparative Analysis
C – Feedback received on less preferred board structure options

Key Themes Arising from Round 2 Consultations

Consultations with key interest holders generated fruitful suggestions and feedback that have shaped our thinking

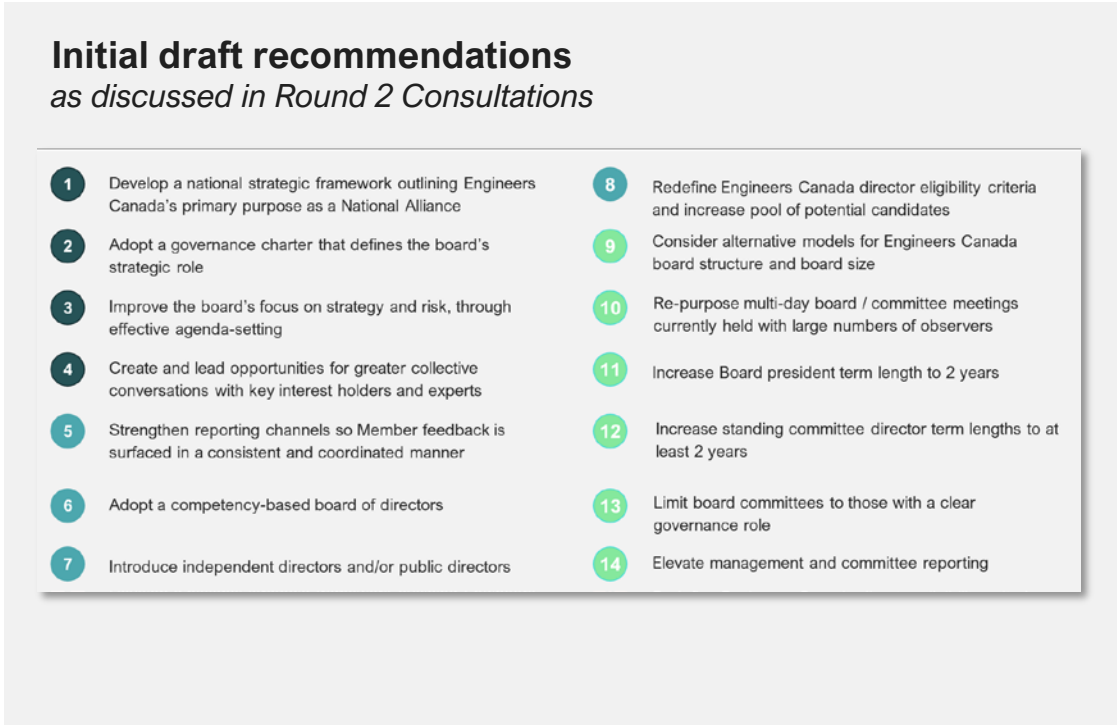
Outcomes of Round 2 Consultations – Areas of Strong Alignment

In this section of our Round 2 report, we will provide a high-level overview of the outcomes of our consultations. We also intend to share how our thinking has evolved and been shaped by these important discussions, and by further reflection and work done in this phase of the review.

Broadly speaking, the Round 2: Potential Solutions phase of the governance review produced meaningful and helpful feedback. We found our engagement with key interest holders constructive, productive, and positive.

As a foundational comment, key interest holders generally indicated that the set of initial draft recommendations[1] would be *effective* in producing the desired change to the current Engineers Canada governance arrangements, that the recommendations were appropriately *aspirational and practical*, and that *positive change* would result from implementing some or all of the draft recommendations.

The following pages outline key areas where alignment is perceived across key interest holders, and where there is a need for additional thought and discussion.



[1] The pre-read material that supported Round 2 consultations described 14 initial draft recommendations (as shown in summary in the diagram above).

Areas of Strong Alignment

Several topics produced strong alignment and support from key interest holders

- **National Alliance as Preferred Strategy.** There is continued strong support for clarifying Engineers Canada's primary purpose as a National Alliance of regulators[1], and for its future role in:
  - Facilitating national dialogues on issues that matter to regulators
  - Providing collective value creation, and
  - Providing support for the effective regulation of the Canadian engineering profession by its Members.

Key interest holders generally agreed that the **draft definition of the National Alliance strategy** provided in the Round 2 pre-read document captured the right intent.

Minor proposed changes included the removal of "public trust" from the definition, given Engineers Canada has only an indirect connection with this concept and that provincial and territorial regulators have this responsibility. We agree with the nuances.

Key interest holders continue to support

National Alliance

as the preferred primary purpose of Engineers Canada.

1 We have been advised that the proposed National Alliance orientation is already strongly aligned with the intended outcomes of the National Statement of Collaboration, and Engineers Canada's 10 Core Purposes. Given the robustness of discussion on this topic, nuances between the National Alliance purpose as discussed in Round 1 activities, and the intended outcomes of the two initiatives above may not be interpreted in the same way by key interest holders. Additional communication by Engineers Canada may be useful.

Areas of Strong Alignment

Several topics produced strong alignment and support from key interest holders

- **Draft governance principles.** Key interest holders expressed strong support for the draft governance principles socialized in Round 2 discussions.

  Many key interest holders commented on the value of agreeing a set of governance principles as a critical step to ensure alignment on long-term goals, and to evaluate potential changes to governance structures and practices.

  Minor refinements to the proposed principles include a desire to reflect greater transparency, director accountability to Engineers Canada (not nominating bodies), ethical expectations, and clarifying the meaning of independence.

  We agree with these nuances.

Key interest holders broadly support

governance principles

as ‘guiding lights’ for designing future governance

Areas of Strong Alignment (cont'd)

Several topics produced strong alignment and support from key interest holders

- **A Smaller Board is Better.** Consultations with key interest holders indicated universal, very strong support for a smaller board of directors.

  While there was some variation in which alternative board structure might best produce this outcome, there was agreement that the 'status quo' 23-director board size is not effective, and a smaller board would produce significant advantage.

  Of note, key interest holders commented on the value of a smaller board to:

  - Produce more focused and effective discussion,
  - Improve the use of the board's meeting time,
  - Enhance director engagement during and between meetings, and
  - Reduce governance costs from travel and related expenses, as well as reduce the size and expense associated with hosting larger board meetings, including meeting space, catering costs, audio-visual expenses, and similar logistical aspects associated with a larger board size.

  While key interest holders had different ideas about how to achieve a smaller board, they universally support the idea that in general, smaller is better *and* that the board's size should reflect both good governance practices and the organization's strategic intent.

Key interest holders broadly support a

smaller board size

although there are different perspectives on how to achieve it.

Areas of Strong Alignment (cont'd)

Several topics produced strong alignment and support from key interest holders

- **Competency-Based Board.** Key interest holders had reasonable awareness that Engineers Canada must have the most effective board possible, in order to ensure appropriate oversight of, and add value to, Engineers Canada *as a national alliance*.

  There was some recognition that the skills and competencies needed in the future may be different than those useful today. For that reason, there was broad support for Engineers Canada to move to a competency-based board composition. Specific areas of support and interest included:

  - Updating and clarifying the existing Engineers Canada competency profile, and doing so more regularly;
  - Communicating board-as-a-whole skills gaps and desired competencies more clearly, to assist regulators in identifying appropriate nominees;
  - Aligning the skills matrix and desirable competencies directly with the national alliance strategy, if that is the chosen path. Examples might include:
    - Deep governance expertise (e.g. ICD designation)
    - Executive-level federal government experience, particularly in industry and/or immigration
    - International trade and economics
    - Public policy experience
    - Other expertise directly linked to the desired strategic orientation for Engineers Canada.

Key interest holders are generally supportive of a

competency-based board

It should be noted that the concept of "competency" appears to be interpreted in different ways across key interest holders, including within the board of directors. What are held up by some as critical competencies in directors, are not universally agreed.

It should also be noted that there was limited support for Engineers Canada to provide assistance to regulators in recruiting potential nominees.

157

Areas of Strong Alignment (cont'd)

Several topics produced strong alignment and support from key interest holders

- **Increased Nominations Pool.** We were encouraged to observe constructive discussion with provincial and territorial regulators that seems favorable to proposed nominations changes, including widening the nominations pool for Engineers Canada.

  Of note, key interest holders seem to recognize that Engineers Canada has a 'board as a whole' perspective, whereas Member organizations may only have their unique lens on the available seat.

  There was also recognition that current nomination practices by some Members favour individuals with a long history of involvement in the Member organization (e.g. as Council members, Executive, volunteers), which may bring value on one level, but may limit the external perspective and fresh thinking that could be of value to board discussions.

  Several key interest holders acknowledged that increasing the number of nominations (where possible), could provide Engineers Canada some degree of flexibility and address its needs more holistically.

  We were strongly advised, and fully recognize, that smaller regulators may be challenged in identifying director candidates to stand for nomination, which also meet specific skills and competencies desired by Engineers Canada.

  We agree this presents a challenge, and are encouraged by the willingness of most regulators to at least make efforts to increase the number of nominees put forward for consideration.

  We also affirm that Members should continue to hold decision-making authority for Engineers Canada director nominations.

Key interest holders generally acknowledge that Engineers Canada should be able to

influence nominations

to address its whole-board needs

158

Areas of Moderate Alignment

Some topics produced some alignment and support from key interest holders; further discussion will be useful

While consultations were strongly positive and constructive, it is no surprise that such a diverse number of key interest holders were not in full agreement on all matters. Consultations resulted in moderate alignment on some topics, as outlined below:

Alternative Board Structure is Preferred. Key interest holder groups did not prefer the current Engineers Canada board structure or governance arrangements. There was universal agreement that alternatives should be considered, however no universal agreement on which approach is best. Of the four alternatives put forward for discussion in Round 2, one was preferred:

- *Option 3: "One Regulator, One Seat" or OROS model* was most strongly supported across key interest holders, particularly by smaller regulators. Feedback on the lesser preferred three options is located in Appendix C.
- Key interest holders, including regulators of varying sizes, perceive Option 3: OROS as the most effective in overseeing a National Alliance strategy, symbolically important, and that it would deliver an appropriate and manageable board size.
- Few strong objections to OROS were perceived, although there were some differences in the degree of support.
    - We observed in some consultations, the appetite for this approach could be characterized as "open to" or "could accept" this approach, whereas other groups very strongly favour it.
    - Of those that did not strongly favour it, some questions were raised about whether it was "realistic" for Engineers Canada to achieve.

We appreciate key interest holders' practicality in weighing in on this matter.

Key interest holders see value in the

"One Regulator, One Seat" board structure

although the Regional approach was also of interest

Of key interest holders that expressed openness to OROS, some assumptions or likely concessions were noted, including their desire for:

- Weighted voting at the Members' meetings to be protected;
- The strategic direction of Engineers Canada to be clarified and documented;
- The national alliance, if adopted, not to contribute to additional work and Engineers Canada's business activities are appropriately rationalized.
- Further work done to enhance the governance competency of the Board of Directors in overseeing such a national alliance.

159

Areas of Moderate Alignment (cont'd)

Some topics produced a degree of alignment and support from key interest holders; further discussion will be useful

- **Value of External Perspectives, Enhanced Competencies, and Greater Strategic Orientation.** Key interest holders support the concept that the Engineers Canada board must be as effective as possible to better enable the achievement of the national alliance strategy. There is general alignment that it must:
  - Clarify how Members give direction to Engineers Canada, and come to agreement on their collective needs and priorities;
  - Strengthen the board's use of meeting time, in particular to allocate more time to strategic agenda topics, reduce operational involvement, and to improve focus on matters of national, international and collective importance;
  - Improve reporting on how Engineers Canada is meeting Member needs.

  Some appetite exists for greater diversity of perspective on the board to assist in achieving these objectives (for example, by including independent directors, and possibly non-engineers to fill skills gaps and desired competencies that have not otherwise been filled by Member-nominees).
  - We heard from very strong advocates of independent directors, citing alignment with good governance principles and greater ability to 'see outside of the Engineers Canada ecosystem." However, this was not universally supported.
  - Other key interest holders were strong advocates for a non-engineering perspective, whereas some questions were raised about their value.

Some alignment was observed for

greater diversity of perspectives on the Board

A small number of key interest holders raised concerns about whether highly qualified independent directors would consider a voluntary, non-compensated board appointment. We have experience with many non-profit organizations, including professional associations, that have no difficulty recruiting highly desirable volunteers to serve on their board.

We have also been advised that the concept of "public directors" noted by some interest holders may bring a certain connotation to regulators, which is not necessarily appropriate for Engineers Canada. We agree with this nuance.

160

Areas of Moderate Alignment (cont'd)

Several topics produced some alignment and support from key interest holders; further discussion will be useful

- **Role of the Board.** A key observation in Round 1, and confirmed in Round 2, reflects significant differences in how key interest holders view the role of the Engineers Canada board of directors:
  - **As a critical conduit for understanding / communicating Member needs and priorities.** A fair proportion of interest holders view the board as the primary channel by which Members give direction to Engineers Canada.

  Alternatively, another group of key interest holders view the board's role as:
  - **As the governing body that oversees the effectiveness of Engineers Canada, including how well it serves Member needs and priorities.**

  We recognize that in the current model of governance, the board of directors is the highest decision-making body on a range of matters, including accreditation policy, activities and criteria – and emphasize that this is a core activity highly valued by Members.

  However, we do not agree that given the arms' length role of Engineers Canada directors from Member organizations, that *the board itself* is best-placed to be the primary communication pathway, or should be put in a position to make decisions on Member-impacting matters such as changes to accreditation policy.

  Certainly, the Members need to come to agreement on such matters, but it is not the board's role to act as the channel by which this occurs.

  This is an important nuance, and one that we feel needs further clarification.

Some key interest holders support a

governing role of the Board of Directors

Most key interest holders agree that Members need an

effective forum

for collective needs and national priorities

161

Areas needing more thought and reflection

- **Restructuring of direct reports.** The draft recommendation to restructure CEAB and CEQB under the CEO prompted vigorous and mixed reactions.

  Many key interest holders noted that some CEAB and CEQB activities are highly technical and operational in nature, fall outside the typical role of a board of directors, and require expertise that is unrealistic to expect at the board level. For these reasons, a majority favoured restructuring under the CEO.

  At the same time, strong concerns were raised about losing an appropriate connection to the Engineers Canada board. Several discussions, including those with Engineers Australia, reinforced the importance of maintaining autonomy in accreditation decisions and ensuring they are free from influence by elected or appointed officers.

  Overall, views differ on the value and purpose of the board's connection to CEAB and CEQB, both now and in the future.

  While Members must certainly be consulted and reach agreement on certain matters, there is not consensus about the appropriateness of the board's direct involvement and decision-making on these matters.

  For that reason, we must balance our continued support for changes to align with our recommended role of the Engineers Canada board, with the risk of unnecessarily disrupting a critical and valued service provided to Members.

Given the unanswered questions related to the Engineers Canada future governance model, and the role of the Board of Directors,

on the topic of CEAB and CEQB reporting to the board,

no recommendation will be made in this review.

Appendix C: Feedback on less preferred board structure options

Alternative board structures. Key interest holders *did not support* the status quo, or current Engineers Canada board structure and size. Of the four alternatives presented for discussion:

- *Option 2 Regional.* This was the second-most preferred board structure, although the support was far less than Option 3 OROS.
    - Key interest holders recognized that a regional board structure could be aligned with a national alliance strategy, that it would provide appropriate balance of Member "seats", room for external views, and conceptually it might 'make sense'.
    - Some concerns were raised about unnecessarily complex processes that would be needed to nominate directors to the Engineers Canada Board from a regional perspective.
    - Multiple consultation groups commented on the potential for a regional approach to increase the level of "politics" or "lobbying", which they feel is already evident in the current governance system.
- *Option 4 Hybrid or External Board.* Option 4 generated a small degree of strong interest from some key interest holders.
    - While the largely external or hybrid option was strongly favoured by some participants (Option 4), it was perceived as a long-term option that could be attained by a more mature governance system in future.
    - However it was perceived as unattainable or unrealistic – too large a step – from the current Engineers Canada governance model to be supported. It was viewed as a long-term consideration.
- *CEOs as Directors.* This was the least preferred option by key interest holders, and strong pushback was observed. Concerns raised include:
    - Current workload of provincial and territorial regulator CEOs
    - Conflicting fiduciary responsibilities to Engineers Canada as a director and the regulator
    - Concerns related to the potential focus on day to day operations, and perceived difficulty in addressing issues of national importance and to provide effective oversight of Engineers Canada as a separate legal entity.

Appendix D
External Comparator Analysis

External Comparator Analysis

Introduction

Part of Cosgrove & Co.'s governance review activities included a comparative analysis of up to four (4) non-profit organizations for examination.

To inform our process, and select comparators best suited for this analysis, we developed selection criteria which are described in the box to the right, and developed a long list of potential comparators. Following preliminary assessment of the comparators, the review team's recommended list of candidates was reviewed with the GRTF and consensus reached on the final four external organizations for comparison.

A key area of consideration was to identify organizations that considered themselves now or in the past, a 'national alliance of regulators' and to understand how their governance model, practices and unique journey may be of particular relevance to Engineers Canada.

Objectives of the work. The goal of this comparative analysis was to:

- To understand how other organizations interpret their purpose as a national alliance; and
- To identify structural barriers or practical impediments to a national alliance model that have been experienced by other organizations; and
- To apply learnings to the Engineers Canada governance review, and inform the work of the review team and key interest holders, about the experience of other organizations that may be useful in assessing governance opportunities.

Selected Comparators. The organizations selected for examination were:

- **Canadian Alliance of Physiotherapy Regulators (CAPR)**
- **CPA Canada (CPA-C)**
- **National Association of Pharmacy Regulatory Authorities (NAPRA)**
- **Engineers Australia (EA)**

A confidential, one-hour discussion was held by invitation of the review team with the Board Chair and/or Executive Director or Chief Executive Officer of each organization. Key insights emerging from our discussions and document analysis are presented in the foll 165 pages.

Comparator Selection Criteria

- ❑ **Sector:** *Canadian Non-Profit* (e.g. non-profit organizations established under the federal legislation, Canada Not-for-profit Corporations Act (CNCA) or similar.
- ❑ **Mandate:** *Strong public interest dimension,* either directly or indirectly through serving Members.
- ❑ **Governance Model:** *Federated, with a board of directors that holds fiduciary responsibility* (versus plays an advisory role)
- ❑ **Members:** *Provincial regulators as Members, or which make nominations to the board of directors*
- ❑ **Scope:** *National* (now or in the past)
- ❑ **Recent history of governance evolution and modernization:** Organizations that are believed to have undergone significant governance transformation in the past 10 years
- ❑ Other Criteria:
  - ❑ At least **one international organization,** and
  - ❑ Weighted voting structure, or
  - ❑ Board skill diversity, or
  - ❑ Other aspects of particular relevance.

Organizations Selected for Review

CAPR Canadian Alliance of Physiotherapy Regulators | ACORP Alliance canadienne des organismes de réglementation de la physiothérapie

NAPRA National Association of Pharmacy Regulatory Authorities

CPA Chartered Professional Accountants Canada

Engineers Australia

Key Learnings from Comparative Analysis

This comparative analysis examines the governance models of four organizations that have served regulatory authorities – or continue to do so today – as a National Alliance. Each organizations is similar to Engineers Canada in that each considers itself (or previously) considered itself a coordinating body serving regulatory authorities, and have a fiduciary board structure responsible for overseeing the national organization. However, each are at different stages of their governance journey. While no organization is a perfect match for Engineers Canada, there are learnings to be drawn from each organization.

Summary of Analysis and Key Learnings

1 **Clarity of core mission and value to Members.** Comparators see value in serving provincial and territorial regulators as a national alliance. However, their journeys provide insight into the delicate balance of aligning that primary mission, and ensuring that board structures provide oversight and focus on the organization's core business activities – and ensuring the organization's service offerings are those that Members value.
Learning: *Engineers Canada must explicitly define its national purpose as a national alliance, a national coordinating body, or other strategic aim. It must articulate what only it can do nationally; what regulators expect from it; and ensure a balance between national harmonization and provincial autonomy.*

2 **Representational boards create predictable and persistent governance risks.** Several comparators advised the review team that the organization had experienced long-standing struggles to separate the board's fiduciary or governing responsibilities to *make decisions in the interests of the national organization* versus discuss issues that may be important to the individual jurisdictions composing their membership. They commented on financial tugs of war; inherent conflicts of appointment and directors' duty; mixed fiduciary loyalties; and significant operational focus.

In several cases, comparators had experienced a breakdown of governance leading to a dramatic change in organizational mission (CPA Canada, CAPR), withdrawal of Member organizations (CPA Canada), and disruption to aspects of the sector they operate in (physiotherapy, public accounting). Root cause factors are understood to be diminishing value in the eyes of the regulator members, and ineffective oversight by the organization's representational board of directors leading to ineffective oversight of poor performance and operational failures.

Learning: *National alliance organizations must continually demonstrate their value to Members, provide services that are of relevance and value to the Members, and ensure that the organization's board of directors is sufficiently independent and skilled in order to focus on national and common needs.*

3 **Member regulators have modernized director nomination processes.** With one exception, comparator organizations have moved away from representational models of governance (e.g. Member-appointed directors on the board of directors). Three comparators (CAPR, CPA Canada, Engineers Australia) have adopted competency-based director selection approaches, alternative appointment processes, and diverse nomination processes that no longer directly tie to Member geographies but instead examine director candidates primarily for their competencies.
Learning: *Comparator boards are largely competency-based and te[illegible]ot to rely on geographic models of director nomination/appointment.*

166

Key Learnings from Comparative Analysis (cont'd)

4

Optimized board size for strategic effectiveness. Engineers Canada stands apart from comparator organizations, which have far smaller board sizes than the current 23-director board at Engineers Canada. Good practice in non-profit governance is to limit board size at 12 directors. Other than NAPRA which has a board of 17 even with independent directors, comparator board sizes are within 8 to 12 directors including publicly appointed or independent directors selected by the organization. Comparators reported that the value of having a smaller board size is significant to engaging meaningfully with directors and ensuring strategic value from the board. They commented on relative cost-savings compared to the administration and support required of previously very large boards, and noted a faster pace of decision-making and ability to manage meeting time.

Learning: *Smaller boards allow comparators to achieve greater administrative agility, director engagement, effective use of meeting time, and more cost-effective governance than at Engineers Canada. They also see the smaller size as a key contributor to greater strategic focus and nimble decision-making.*

5

Strengthen director independence. Three of the four comparator organizations have adopted independent directors of some description, either for the entire board (CAPR), or at least 2 publicly appointed directors (CPA Canada and Engineers Australia). The move to greater independence of board directors is strongly aligned with modern governance practice.

Comparator organizations reported significant value in the independent perspective to shaping and changing the dynamics of board discussions, with a far greater ability to focus on strategic matters, than reporting and discussing issues of relevance to a particular jurisdiction.

Best practices in Canadian non-profit governance strongly favours having at least one or more independent directors to bring greater strategic value and perspective to decision-making. Only one comparator fails this test. Currently, Engineers Canada does not permit independent directors on its board.

Learning: *More independent boards tend not to be distracted by the 'issues of the day' and inherent conflicts that commonly plague representational boards. The involvement of independent directors tends to bring more strategic discussion and alternative points of view to the board's discussions.*

6

More open models of director selection. With the exception of NAPRA, comparator organizations tend to favour "open" models of board composition such as open calls for nomination (CAPR and CPA Canada), or elections by key interest holder delegates (Engineers Australia) based on selection criteria. While CPA Canada requires that all directors are registrants, other comparators have at least some directors from outside the profession.

Compared to these organizations, Engineers Canada's current model is the most internally closed, in particular given informal practices by some Regulator/Members is to nominate/appoint a representative to the Engineers Canada board that has long histories with their provincial regulatory council or as volunteers with the Member organization. Engineers Canada's current practice is not aligned with organizations with a similar mandate.

Learning: *Comparators have made changes to minimize or avoid potential misalignment between the national organization's board needs, homogenous director profiles, and provincial nomination processes. Adopting a more open, competency-based nominations model has allowed some to compose their boards based on greater consideration of 'board as a whole' needs.*

167

Key Learnings from Comparative Analysis (cont'd)

7 **Ensure operational role clarity with delegating.** With the exception of NAPRA, comparator organizations have moved away from their boards of directors having direct decision-making authority on operational matters. Instead, these three comparator organizations have delegated certain, specific authorities on critical matters such as accreditation and standard-setting, to independent bodies that maintain a connection with the board.

It is our understanding that there is no mechanism for interference in decisions made once authorities have been delegated. This mechanism has allowed the boards of directors to elevate their discussions to strategic levels and matters of national importance, and leave the mechanics to the experts.

Learning: *Adopting a clear governance role framework with specific delegated authorities has enabled comparator organizations to improve operational efficiency and prioritization, reduce confusion, duplicative work, and enable greater effectiveness.*

8 **Alternative funding models and balanced voting.** Comparator organizations did not specifically address funding challenges, however the review team observed differences in the funding model approaches used by various comparator organizations. For example, fixed funding allocations from Member organizations to support national coordination and harmonization activities (e.g. NAPRA), versus those activities which may vary in effort or upkeep based on the number of registrants. It is worth mentioning that none of the comparator organizations employ a weighted voting approach.

Learning: *Engineers Canada's weighted voting approach and funding model may not align with the desired national alliance model, and may not incentivize collaboration or further entrench provincial barriers to harmonization.*

9 **Improve governance culture and transparency.** One comparator organization reported that while its board is composed of CEOs and direct Member appointees (NAPRA), there are very few occasions when the board struggles to make decisions that are aligned with its mandate of overseeing a national alliance. It was reported that directors (NAPRA's Member CEOs) may need reminding and coaching to avoid delving into operational matters, however the organization has deliberately chosen a consensus-based decision-making model in which dissent from any regulator/member means the organization will not move forward with that decision. This approach slows decision-making however it has reportedly built considerable trust.

Other comparator organizations reflected on the transparency required of the organization to its Members, the adoption of evidence-based decision frameworks and consultation processes, and the need to strengthen meeting discipline.

Learning: *Engineers Canada should consider Member roles and transparency in making decisions, and adopt decision-making clarity, and communication practices that foster a culture of governance trust and accountability.*

Summary Table – Comparing Engineers Canada to others

Dimension	Engineers Canada	CAPR	NAPRA	CPA-C	EA
Legal Structure and Enabling Legislation	Federal not-for-profit (CNCA)	Federal not-for-profit (CNCA)	Federal not-for-profit (CNCA)	Federal not-for-profit (CNCA)	Incorporated by Royal Charter
Primary Mission	Under discussion – assumed to be National Alliance	Provider of Evaluation Services (national credentialling exam and document review for international applicants) -- previously a coordinating alliance of Prov/Terr Regulators)	Coordinating alliance of Provincial / Territorial Regulators; sets national standards for drug scheduling (optional for members)	National professional body; sets accreditation standards	National professional body; accreditation of programs
Degree of National Authority	• National authority for accreditation (through CEAB) and international qualifications (through CEQB) • Other: Advisory/coordinating	None – CAPR creates assessment products and PRAs choose to use them (or not)	Advisory / coordinating on policy matters	National standard-setting and certification authority	National authority for membership, standards and accreditation
Membership Model	Provincial/territorial engineering regulators	Provincial / territorial regulatory Authorities	Provincial/territorial pharmacy regulators	Individual CPAs (formally provincial / territorial authorities)	Individuals (e.g. prof. engineers, eng technologists, eng, associates)
Binding Authority over Members	No direct binding authority	No direct binding authority	No direct binding authority	Yes, within nationally agreed frameworks	Yes
Board Role	Fiduciary	Fiduciary	Fiduciary - Strategic coordination and policy alignment	Fiduciary - National governance and oversight	Fiduciary - National governance and oversight
Board Structure	23 directors	8 directors selected by CAPR (formerly Member CEOs or their delegates)	17 directors composed of Member CEOs, Canadian Armed Forces, 3 reps from territorial govts	12 directors elected by Members (Registrants) + 2 public	6 directors elected by National Congress + up to 2 public
Director Selection	Direct nomination / appointment by Members	Open call for directors; CAPR selects	Nomination/appointment by Members	Open call for directors; CPA-C selects	Elected by National Congress representatives of EA's 30+ stakeholder bodies
Independent Directors	No	Yes – all directors	No	Yes – 2 public directors	Yes – 2 public directors
President/Chair and Term	President – 1 year	Chair – 2 years	Chair – 2 years (TBC)	Chair – 2 years (TBC)	National President – 1 year; renewable?
Director Term Length and Limit	3 years; renewable 1 time	Unknown		Three two-year terms, max of six years	Director: 4 years, non-renewable Congress Delegate: 4 x
Accreditation Role	Yes	No	No	Yes	Yes
Financial Control	Funded by per capita assessment paid per Registrant by Members	Funded by exam revenues and other services to regulators; no control over provincial finances	Funded by member contributions; no control over provincial finances	National body controls certification, national programs, and revenues	National body controls membership revenues and programs
Formal Coordination Mechanisms	• Board-Approved consultation policy/process • Multiple coordination, operational and governance structures	Model standards, schedules, guidance documents	Voluntary use of common assessment frameworks & tools	Formal MOUs and agreements with provincial bodies	Internal governance and regional structures

Comparative analysis
Snapshot of external comparators

Canadian Alliance of Physiotherapy Regulators (CAPR)

CAPR Canadian Alliance of Physiotherapy Regulators | ACORP Alliance canadienne des organismes de réglementation de la physiothérapie

Sector: Regulated healthcare profession

Mandate: CAPR is an evaluation service provider to its members (the Canadian provincial and territorial physiotherapy regulators). It reviews the education and qualifications of applicants educated outside of Canada. For both Canadian- and internationally educated physiotherapists, CAPR administers the national Physiotherapy Competency Examination.

Governance: Phased transition to new competency-based structure – final phase complete at AGM in June 2025. Now director appointments are fully independent of regulatory bodies (previously, Regulator/Members appointed representative directors). CAPR has moved to a fully competency-based board of directors.

Members: Provincial / Territorial Regulators

Scope: National

CAPR has been candid with the review team about difficult recent years, financial difficulties and failed projects which contributed to a complete re-thinking of CAPR's governance structures.

Over the past three years, it has redefined its role as a Provider of Evaluation Services to regulators and no longer sees itself as a national alliance of regulators, which it had been for decades (and which its name signifies).

CAPR will undergo a rebranding and name change in 2026 to reflect its new positioning and understanding of its role.

Chartered Professional Accountants of Canada (CPA Canada)

CPA CHARTERED PROFESSIONAL ACCOUNTANTS CANADA

Sector: Professional Association

Mandate: CPA Canada supports the profession and represents Canadian CPAs at the national and international levels. CPA Canada works closely with the provincial, territorial and Bermudian bodies to secure and promote the Canadian CPA as the pre-eminent, globally respected business and accounting designation. It also performs accreditation of Canadian educational programs.

Governance: The board is composed of eight directors, four of whom are nominated by the regions, two public directors, and the Chair and Vice-Chair, as nominated by the board. Fully competency-based board.

Members: Individual CPAs (effective April 2026); formerly provincial regulators

Scope: National – although Ontario and Quebec no longer participate in CPA Canada as Members, individual professional accountants in Ontario and Quebec can join CPA Canada on a voluntary basis.

Since 2023, CPA Canada has refocused its attention to individual CPA Registrants, after the Ontario and Quebec regulatory authorities withdrew as members. It is reported that member needs were not being met by the Association, and the cost structures were at the heart of tensions within the federated model. Significant reputation damage and loss of relevance has been reported.

Effective April 1, 2026, CPA Canada will become an association of professionals, relying on attracting and serving members to drive revenue. It is becoming an entrepreneurial organization, but with greater financial uncertainty compared to past years when provincial members contributed fixed amounts for their involvement.

170

Comparative analysis
Snapshot of external comparators

National Association of Pharmacy Regulatory Authorities (NAPRA)

Sector:	Regulated Healthcare Profession
Mandate:	Serve its membership and act as a resource for the public [https://www.napra.ca/about-napra/]
Governance:	Board of Directors comprised of 17 directors (14 Members + 3 independent Directors); equal voting rights
Members:	13 provincial/territorial pharmacy regulatory authorities (PRAs), and Canadian Forces Health Services.
Scope	National scope

NAPRA serves as an alliance that brings together Canada's pharmacy regulators with the shared goal of protecting public health through effective regulation.

NAPRA is not a regulatory authority itself and does not have any authority over the PRAs, pharmacies, or pharmacy professionals. PRAs: Regulate pharmacy practice in their respective jurisdictions in the public interest.

However, the Board of NAPRA makes final decisions on drugs to be listed in the National Drug Scheduling Manual that PRAs use to make decisions in their jurisdictions.

Engineers Australia (EA)

Sector:	Professional Association
Mandate:	Maintains Chartered credentials (akin to P.Eng). Accredits institutions. Serves as the voice and champion of members. EAUS is not a Regulator. Engineering registration and licensing is governed by States
Governance:	Board of 8 Directors = 6 elected by National Congress + 2 directors appointed by the board (need not be engineers), as well as a National Congress = ~30 members representing key interest holders from its various divisions, disciplinary colleges, technical societies, special interest groups, national committees, & the Board (see next page for overview)
Members:	140,000 chartered engineering professionals
Scope	National

Engineers Australia is a national association that is deeply involved in championing the engineering profession, and ensuring highly competent, ethical and high-value work by engineers. It performs standard-setting and accreditation activities through its independent bodies, particularly a National Accreditation Board comprised of a staffed Accreditation Centre which leveraging many volunteers from the academic community.

Engineers Australia's governance model is complex, and includes a National Congress through which various constituent groups are represented. Congress has the authority to elect the Engineers Australia Board of Directors, which in turn has fiduciary responsibility for overseeing the organization and ensuring it achieves its mission.

171

Appendix E
Review & Consultation Process

Review & Consultation Process

About this review

Cosgrove & Co. was selected in Spring 2025 by Engineers Canada (“EC”) in a national, competitive process to obtain independent, third-party assistance to perform a governance review and consultation process.

The review reports directly to, and is overseen by, a Governance Review Task Force (“the Task Force” or “GRTF”), established by the Engineers Canada Board in 2024. The Task Force reports, and is accountable, to the EC Board of Directors. It is composed of representatives of the Board of Directors and key interest holders.

Our approach and review activities

Cosgrove & Co. uses a proprietary conceptual framework to assess the governance effectiveness and efficiency of an organization’s current model and practices. The framework used in this review describes the six core elements of governance effectiveness.

For this review, the most relevant areas of examination are related to EC’s structures, board composition and director talent.

Given the context, we also must consider two broader questions: ***Why are these governance concerns so persistent? What is contributing to the ongoing discontent of some Members on these topics?***

Review & Consultation Process

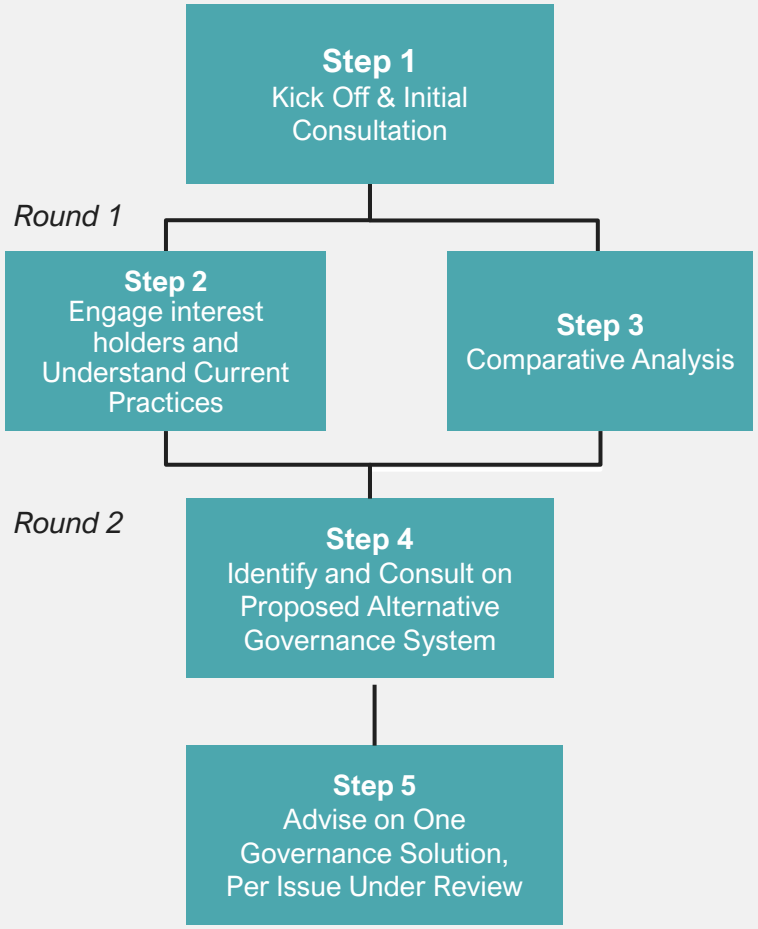
Key review activities

An initial project kickoff meeting was held with the Task Force to ensure alignment on project reporting, deliverables and timelines[1], and further consultation began to ensure we understood the context of the project.

The review team designed and executed an interest holder engagement plan to gather input and perspectives. The team met directly with provincial and territorial engineering regulatory authorities, and other interest holders in the governance structure, to obtain their input to the review process.

The project was organized into two "rounds" of consultation:

- **Round 1** involved a survey of the EC Board of Directors; a group consultation with the EC Board; 90-minute meetings with representatives of each Member, Member follow-up meetings as required, confidential interviews with CEAB and CEQB Chairs and related EC staff, as well as group consultations with CEAB and CEQB; and a robust document review to assess the current EC governance model.
- We also began a comparative analysis and selected four organizations to review to assist in identifying challenges or areas of improvement to current governance model and board practices.
- The conclusion of the Round 1 phase of work included development of Draft Problem Statements based on our review to that point. The interim report was shared with key interest holders, and an in-person workshop was held in Ottawa in October 2025 with more than 50 participants. The workshop provided candid and valuable feedback and demonstrated a general consensus regarding National Alliance, as well as the draft problem statements.



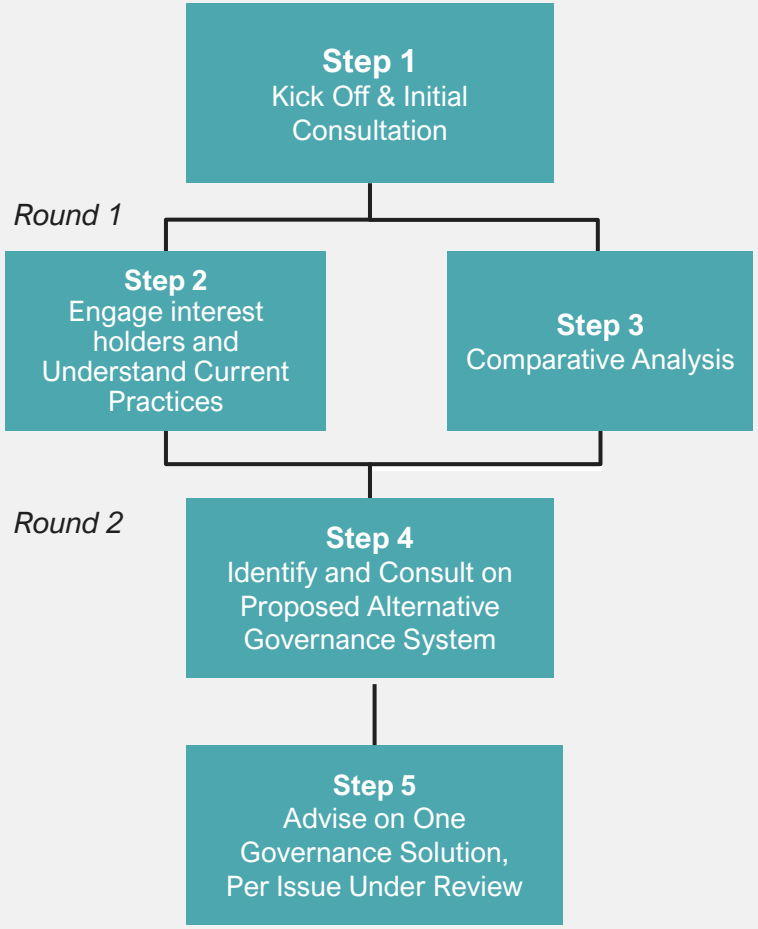
1. Project timelines and the consultation schedule are set out in Appendix F.

Review & Consultation Process

Key review activities

- **Round 2** focused on synthesizing the data and perspectives from Round One and then generating potential solutions to the three identified governance problem statements. A second round of extensive consultations was undertaken with Member representatives and key interest holders across the country to obtain their observations, feedback and suggestions.
- These discussions provided an opportunity for them to respond to the initial draft recommendations and weigh in on the options to address some of the governance challenges identified in the earlier phase of work. These consultations were critical to strengthening our understanding of the pros and cons of some of the options presented for consideration. Consequently, the process supported us to rethink or refine some recommendations.
- Also during this period, senior officials from the four comparator organizations were interviewed to better understand their governance journey and what lessons, or cautionary tales, Engineers Canada might find valuable.
- A second workshop was held March 3rd with approximately 60 people participating virtually. At the request of the Task Force, this workshop focused on assessing the perceived support for changes requiring a vote by Members and the annual meeting in May.
- Following the workshop additional research and analysis was conducted as we drafted this final report.

We understand that the Board will consider this report at its April meeting and bring it and the Board's recommendations forward to Members at the Annual Members' Meeting in May.



Governance Review Framework

Comparing Engineers Canada's Current Model to Best Practices

What do we mean by "governance effectiveness and efficiency"?

There are six inter-connected elements in a governance environment that support the organization in fulfilling its oversight responsibilities in a way that maximizes mission impact – while minimizing resource waste and effort.

This includes making timely informed decisions, maintaining clear accountabilities, and streamlining governance processes to support strategic goals, interest holder trust and operational sustainability.

Summary of Governance Elements and Best Practice Definitions

Board Structures, Composition and Talent

All governance structures, roles and responsibilities, authority, and accountabilities are as simple as possible. They are mutually understood within the structures, and supportive of the organization's strategic objectives.
The board is composed of directors recruited to address the organization's needs and strategic priorities, with appropriate diversity and competencies to provide value to the organization.
Directors are confident, well-oriented to their work, and engaged in their role.

Governance Culture & Practices

The shared values, norms and behaviours that shape how directors and leadership interact, make decisions and uphold accountability. Discussions are characterized by transparency, ethics, and robustness.
The chair leads the board in setting priorities and providing ballast to board discussions, encouraging and giving feedback to directors as appropriate.
The board has adopted a mindset of continuous improvement and has adopted mechanisms to evaluate and make progress on its priorities.

Duty of Care and Fiduciary Responsibilities

Directors are clear about their legal and ethical obligations to act in the best interests of the organization, exercising informed judgement, diligence, and loyalty in making decisions that support the mission. For directors nominated or appointed by other entities (e.g. members or key interest holder groups), there is strong policy guidance and evidence of processes to help navigate conflicts of interest.

Risk Oversight

The board receives information at the appropriate level to assist it in overseeing and monitoring the organization's efforts to identify, assess and manage potential threats to the organization's mission, reputation, financial health and operations.

Board Processes and Policies

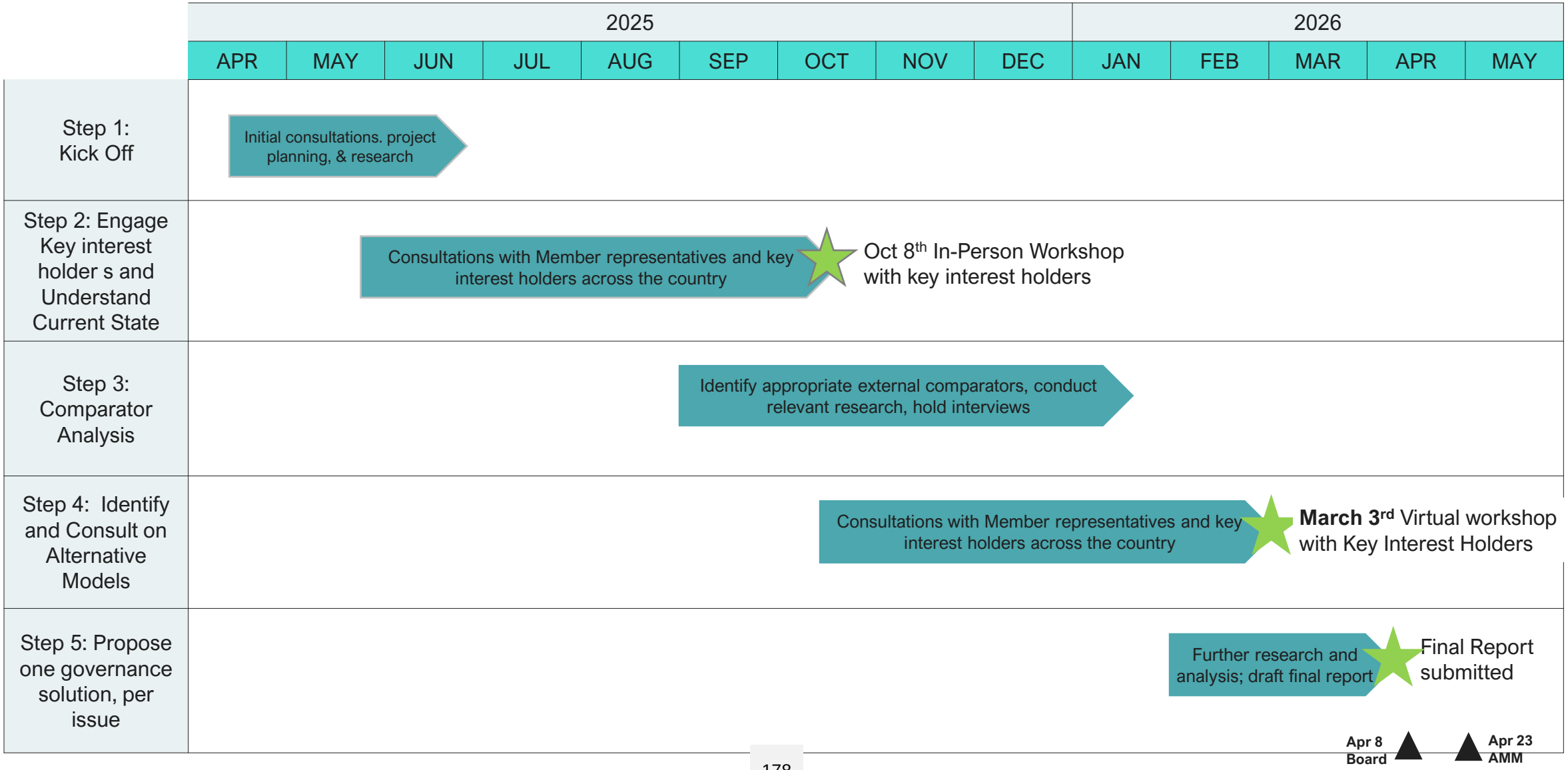
Well-documented and clearly written guidance to define how decisions are made, how meetings are conducted including observer roles, how directors are nominated and selected, all of which supports strategic alignment and legal compliance across the organization.

CEO Selection, Support and Performance

The board has the right policies and practice to ensure a qualified leader is selected and supported. The board provides ongoing guidance and resources for success, and regularly evaluates the CEO's performance against strategic goals.

Appendix F
Project Timelines & Consultation Schedule

Project Timeline



Consultations Schedule

Provincial Regulatory Authorities	Round 1	Round 2
Nova Scotia (ENS)	July 14 & July 22	Jan 21
New Brunswick (APEGNB)	July 30	Dec 18
Prince Edward Island (EPEI)	July 15	Jan 16 & Jan 26
Newfoundland & Labrador (PEGNL)	Aug 14	Jan 20
Quebec (OIQ)	Aug 19	Jan 23
Ontario (PEO)	Aug 7	Jan 9 & Feb 5
Manitoba (EGMB)	July 29	Jan 20
Saskatchewan (APEGS)	July 16	Dec 18
Alberta (APEGA)	July 14	Feb 5
British Columbia (EGBC)	July 15	Dec 16
NW Territories & Nunavut (NAPEG)	Aug 14	Dec 9
Yukon Territory (EY)	Aug 14	Dec 18

Key Interest Holders	Round 1	Round 2
Engineers Canada Board of Directors	Aug 21	Jan 12 & Jan 26
Engineers Canada CEO Group	May 22	Jan 26
Engineers Canada CEO	Jul 16	Jan 26
Engineers Canada Governance Staff	Aug 12	Jan 22
Canadian Engineering Accreditation Board Chair (+ Staff support, Round 1)	Aug 19	Jan 12
Canadian Engineering Accreditation Board	Sept 20	Feb 7
Canadian Engineering Qualifications Board Chair (+ Staff support, Round 1)	Sept 5	Jan 16
Canadian Engineering Qualifications Board	Sept 21	Jan 21

Workshops	Round 1	Round 2
Presentation of R1 and R2 Draft Report	October 8	March 3

Appendix G
Reference Slides

2025 Governance Review – project governance and key roles

Members
- Ultimate decision-makers about adoption of changes to Engineers Canada governance structure (if any)

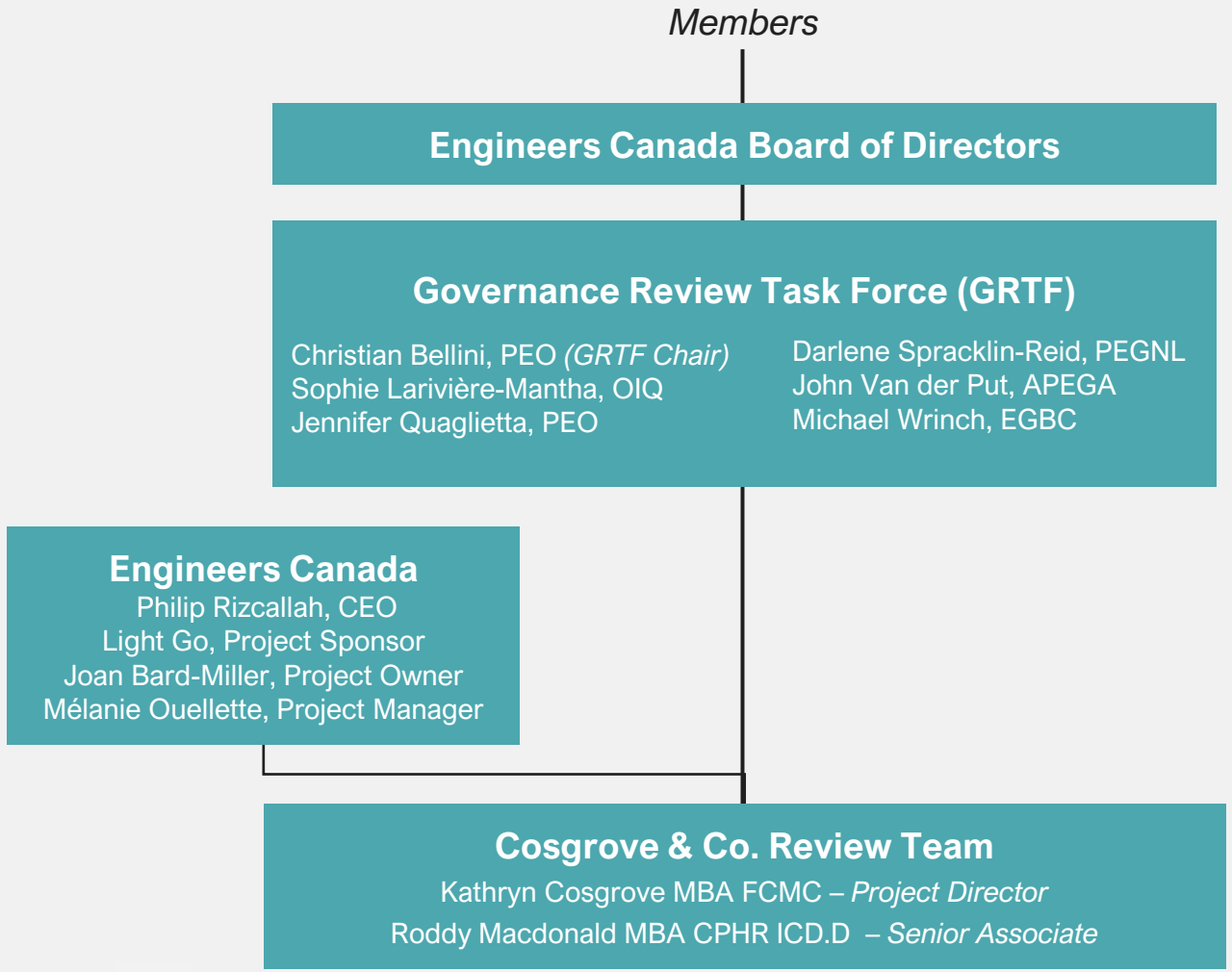
Engineers Canada Board of Directors
- Oversees and monitors the project
- Reviews and considers interim and final review reports, and any recommended improvements

Engineers Canada CEO & Staff
- Provide input, coordination and project management support for review team

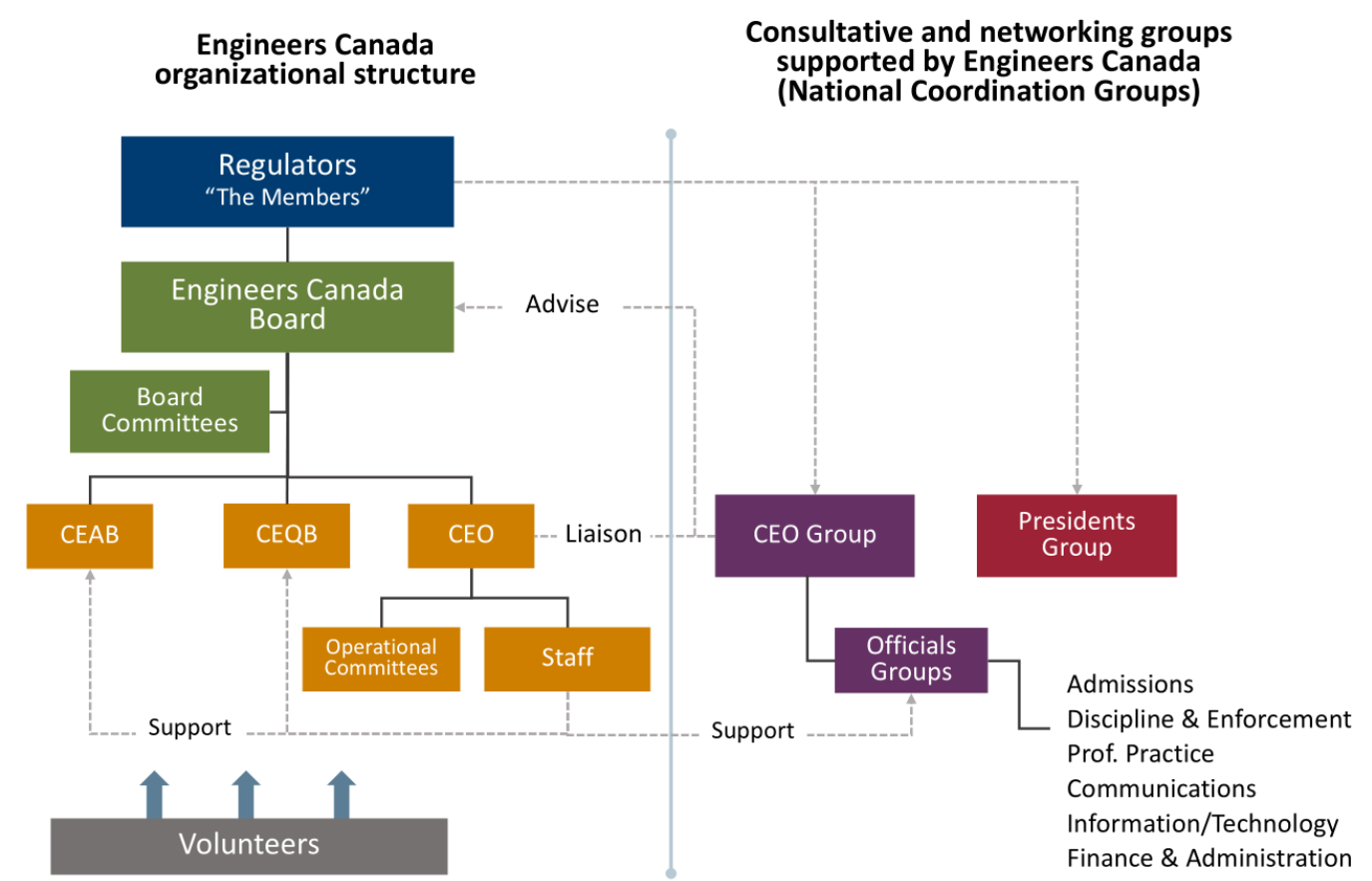
Governance Review Task Force
- Provides oversight, guidance and input to the project as the governance review unfolds
- Reviews and provides feedback on draft reports and recommendations

Review Team
- Accountable for conducting an independent, unbiased third-party review
- Engages directly with interest holders
- Prepares project reports for review/feedback by GRTF, and makes recommendations to the Board of Directors

Review Team and Project Governance Structure



Engineers Canada Governance and Organizational Structures



SOURCE: Engineers Canada

EC's governance structure, includes but is not limited to, the Board, its Committees and direct reports (CEAB, CEQB, CEO).

About the Members:

- EC is accountable to its Members - the 12 engineering regulators.
- Members meet once per year.
- All Member motions require a 2/3 – 60% majority: approval of the strategic plan, amount of per capita assessment, approval of special national initiatives.
- Voting is weighted by number of Registrants (see next page).
- Members can send an observer to Board meetings if a a director they nominated is absent. Observers can participate in discussions.

About the EC Board:

- Consists of 23 directors, representing each Member.
- The number of directors varies by Member (see diagram next page.
- Members can nominate as many individuals as they wish. EC has developed a Board composition profile (Board policy 4.8) which identifies desirable competencies and skills.
- Directors have one vote each at board meetings.
- A 2/3 majority is required for board resolutions.
- Directors are normally elected to a term of 3 years, renewable once, for a lifetime maximum of six years. Certain roles (e.g. President-Elect, President, Past President) can continue beyond the expiry of their term.

Engineers Canada – Member voting structure

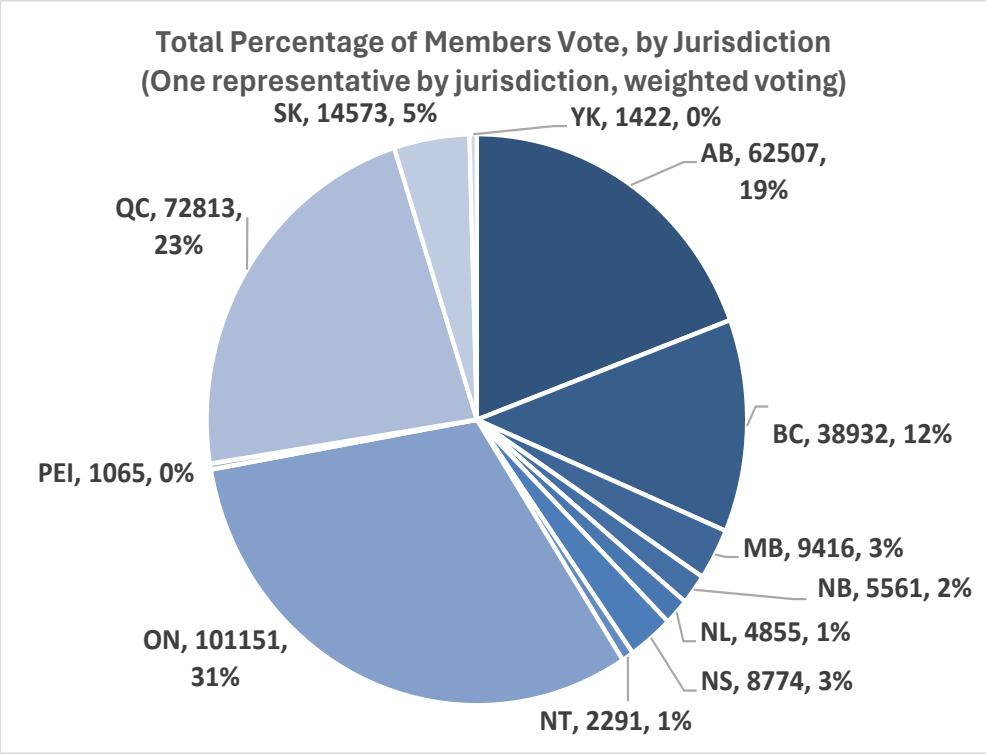


Figure 6: Example of Weighted Voting at Annual Meeting of Members, approximate represented Registrants in 2024.

SOURCE: Engineers Canada

About Weighting Voting for Board and Member Meetings:

The weighted voting approach at Members' Meetings is a topic for consideration in this governance review. An example of the weighted voting in 2024 is shown in the diagram to the left.

Consider:

- Each jurisdiction has one seat at the Member table.
- Voting is weighted, based on the number of Registrants in each jurisdiction.
- All motions at Members meetings require a minimum of two-thirds of the Members voting, representing a minimum of sixty percent of the Registrants.

Engineers Canada Board of Directors

Board of Directors' Structure and Composition

The current size of the Board is 23 directors. Note that Engineers Canada's Articles allow for 12 to 45 directors.

The composition of the Board, which includes the number of directors nominated by Members, as shown in the diagram to the right.

Nominations Process for the Engineers Canada Board

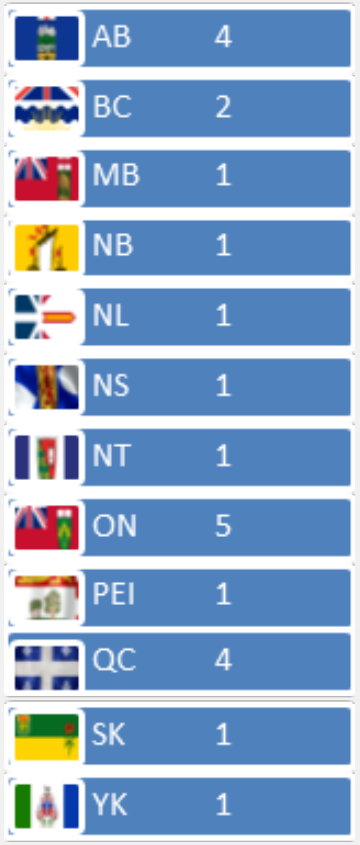
Engineers Canada produces a skills profile and distributes to Regulator/Members with information related to the desirable skills and competencies that would be preferred by the board.

While Engineers Canada board makes the formal appointment, in practice, only on Member has put forward more than one name for consideration by the board.

The Regulator Councils are responsible for selecting their nominees. The nomination processes are linked to the Regulator's by-laws and term lengths/limits

EC Board of Directors

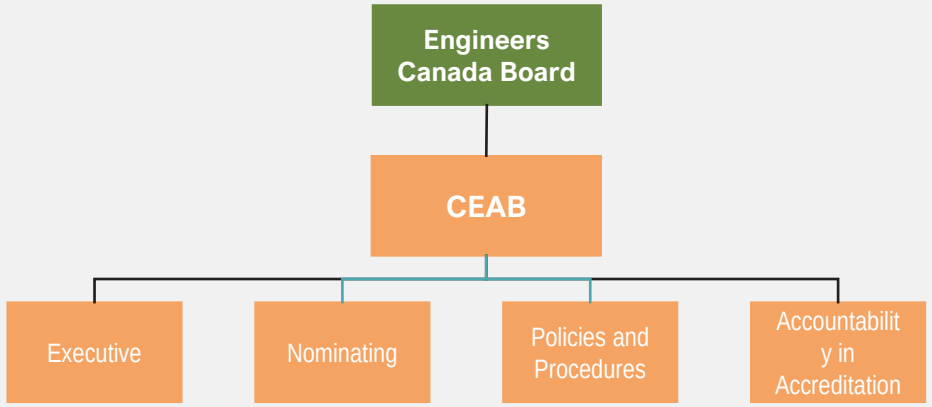
Number of Directors Nominated by Members



184

Engineers Canada Standing Committees – CEAB and CEQB

Engineers Canada – Canadian Engineering Accreditation Board



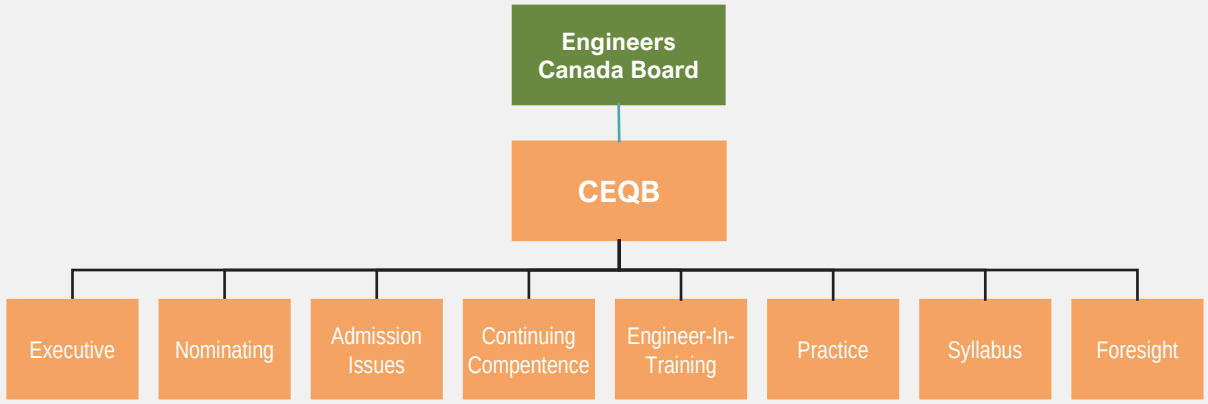
SOURCE: Engineers Canada

The CEAB was created in 1965 to accredit Canadian engineering programs on behalf of engineering regulators. Applicants who graduate from a CEAB-accredited program do not have to pass entry-to-practice exams.

The CEAB assists the EC Board by recommending accreditation criteria, providing advice and recognition services to Washington Accord members and quality engineering education in Canada and the World.

CEAB membership is approved by the EC Board. Two directors are appointed to the CEAB as EC Board representatives.

Engineers Canada – Canadian Engineering Qualifications Board



SOURCE: Engineers Canada

The CEQB was created in 1987 to create tools to assess individuals that had obtained their degrees outside a Canadian accredited engineering program .

Over time, CEQB also started tackling various issues beyond academic assessments, and now produces and reviews papers, guidelines on admission, continuing competence, engineer-in-training and practice as well as syllabi on basic, complementary and discipline-specific studies.

CEQB membership is approved by the Engineers Canada Board. Two directors are appointed to the CEAB and CEQB as Engineers Canada Board representatives (voting members).

About CEAB and CEQB

- The EC Board has 5 standing committees, including the CEAB and CEQB.
- CEAB and CEQB report to the EC Board via their chairs.
- They are also known as sub-boards.
- Each standing committee has its own sub-committee structures, as shown in the diagram on the left.
- Sections 6.9 and 6.10 of EC Board Policy Manual provides the Terms of Reference for the CEAB and CEQB.

185

A timeline of governance discussions and board size changes

To better understand how Engineers Canada arrived at the current context, we prepared a timeline to illustrate the various governance discussions and board size changes arising over the past 20+ years

A clue:
A potential issue of strategic misalignment was noted in 2015. Subsequent efforts appear to work on the observed "symptoms" of the problem – not the underlying causes.

Prior to 2002

In recent memory, up to 2002, the Engineers Canada board was composed of:

- 1 director from each Member contributing less than 10% of the Assessment 2 directors from each Member contributing between 10 and 20% of the Assessment
- 3 directors from each Member contributing more than 20% of the Assessment.

2002 to 2010

The number of directors was fixed at 18, to be reviewed every 5 years: 2 Regulators had 3 directors, 2 regulators had 2 directors, and 8 regulators had 1 each.

2010

As part of the Synergy Task Force, a new system was put into place in which the size of the board would be set by the number of Registrants in the jurisdiction.

1 director for each Member with fewer than 20k Registrants, to 5 directors for each Member with 80k-100k Registrants.

The resulting size is 23 directors.

2015

The Beckett Report reviewed the implementation of the Synergy Task Force and new system, 5 years later.

The report expressed concern about the board size and risk of director disengagement with a larger board.

He also noted that ***directors appeared to prefer involvement in Member concerns, as opposed to the governance of EC***, noting that *a smaller board size might better attend to governance and oversight, whereas a larger board size would better suit a board that serves the needs of its key interest holders (e.g.Members and others).*

Fall 2017

Engineers Canada begins consultations with regulators on the issue of board size.

Most preferred a smaller board and maximum size. 10 of 12 regulators supported a board of 12.

The remaining 2 regulators would consider a board size of 16.

May 2018

At the AMM, two motions were passed re: scope of the Governance, Strategic Planning and Consultation (GSPC) project, then entering its final Governance 2.0 phase.

- *Motion 5665: That the…Board be directed to ensure future governance review and planning ("Governance 2.0") include review of Board and Committee governance, adoption of best practice and mechanisms to improve the efficiency and performance of the board and committees. … members ask that ('Governance 2.0') consultation and reporting make reference to board and committee size… membership…"*
- *Motion 5666: That the Members restrict further growth to the Board of Engineers Canada until […] Motion 1 is addressed to the satisfaction of the Members."*

Engineers Nova Scotia also brought forward a motion at the Members' Meeting, to reduce the board size to 12. The motion was defeated, despite 10 of the 12 Regulators supporting it.

October 2019

The final report of the GSPC project did not address Board size.

The board tasks the Governance Committees to develop a plan to reduce the board size pursuant to Members motions 5665 and 5666.

The Governance Committee begins work on a plan to move from 23 to 16 board members over a 3 year period.

May 2020

The Governance Committee brings forward a "Report on Board Size" to the AMM, and 2 motions:

1. That the board report out to the Members for their consideration and
2. That the board recommend the plan to reduce the size of the board through attrition of the Members.

As a result, the board passed Motion 1 but defeated Motion 2. The board report was distributed to Members.

2020 to 2024

Development of the 2025-2029 EC strategic plan

April 2025

10 years after concerns were noted by the Beckett report, and efforts were made to address the board size issue,

The current review process was initiated by the board as part of the strategic plan, with oversight by the GRTF, and a mandate to 'take stock' of the current arrangements. A key area of scope is Board size.

Source: All information was taken from Engineers Canada documents furnished to the review team, including Members Motions, Briefin 'Governance Committee Report on Board Size" and other documents. No efforts were made to validate the accuracy of the information contained in these documents.

186

BRIEFING NOTE: For decision by the Members

Election of Directors	8
Purpose:	To elect the Engineers Canada's Directors
Motion(s) to consider:	*THAT the following Directors be elected for the terms indicated below:* • *Anjum Mullick (incumbent), nominee from APEGA (2026-2029)* • *Jay Nagendran, nominee from APEGA (2026-2029)* • *Mark Adams, nominee from EGBC (2026-2029)* • *Paul Guy, nominee from NAPEG (2026-2029)* • *Lorne Cutler, nominee from PEO (2026-2029)* • *Sophie Larivière-Mantha (incumbent), nominee from OIQ (2026-2029)* • *Menelika Bekolo Mekomba (incumbent), nominee from OIQ (2026-2029)* • *Normand Chevalier, nominee from OIQ (2026-2029)*
Votes required to pass:	2/3-60% majority (the motion must be supported by a minimum of two-thirds of the Members voting, who represent a minimum of sixty per cent of represented Registrants)
Prepared by:	Joan Bard Miller, Manager, Governance and Board Services
Presented by:	John Van der Put, Engineers Canada President

Problem/issue definition

- The Engineers Canada Bylaw requires that each Member deliver a list of nominees, who are engineers in good standing, to the Engineers Canada Secretary, for consideration at the Annual Meeting of Members. Only individuals nominated in accordance with the nomination policy set out in the Bylaw are eligible to be a Director.
- In the call for Director nominees, Members are provided with Board policy 4.8, *Board composition profile*, which describes the Director skills, attitude and knowledge areas that are desired to serve the interests of Engineers Canada and the Regulators. The profile also contains information on the preferred experiences, including diverse lived experiences, that are desired in Director nominees.

Proposed action/recommendation

- That the Members approve the list of Director nominees, for the specified terms.

Financial implications

- Directors serve without remuneration but may be reimbursed for reasonable expenses incurred in the performance of duties.

Benefits

- The Board will benefit from having a sustained membership to support its work.

Next steps (if motion approved)

- Engineers Canada will update its corporate filings with the new Director information.