

**AGENDA**

228th ENGINEERS CANADA BOARD MEETING

June 17, 2024 | 9:00am – 9:45am PDT

Hybrid delivery : Spirit Ridge Hotel and Resort, Osoyoos, BC | Zoom

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

|           |   |
|-----------|---|
| <b>1.</b> | <b>Opening</b>  |
|           | <p><b>1.1 Call to order and approval of agenda</b> – M. Wrinch (pages 1-4)<br/><i>THAT the agenda be approved, and the President be authorized to modify the order of discussion.</i></p>   |
|           | <p><b>1.2 Declaration of conflict of interest</b> (pages 5-7)</p>   |
| <b>2.</b> | <b>Board business/required decisions</b> (pages 8-23)   |
|           | <p><b>2.1 Director appointments to committees and roles</b> – N. Hill (pages 8-14)<br/><i>THAT the Board, on recommendation of the HR Committee, appoint the following individuals to committees, task forces, and roles for terms as outlined:</i></p> <p>a) <i>Director appointee – CEAB</i></p> <ul style="list-style-type: none"> <li>• Ann English (2024-2026)</li> </ul> <p>b) <i>Director appointee – CEQB</i></p> <ul style="list-style-type: none"> <li>• Sudhir Jha (2024-2026)</li> </ul> <p>c) <i>30 by 30 Champion (2024-2025)</i></p> <ul style="list-style-type: none"> <li>• Tim Joseph</li> </ul> <p>d) <i>Finance, Audit, and Risk (FAR) Committee (2024-2025)</i></p> <ul style="list-style-type: none"> <li>• Menelika Mekomba</li> <li>• Christian Bellini</li> <li>• Anjum Mullick</li> <li>• Jitendra Paliwal</li> <li>• Marlo Rose</li> <li>• Nicolas Turgeon</li> <li>• Steve Vieweg</li> </ul> <p>e) <i>Governance Committee (2024-2025)</i></p> <ul style="list-style-type: none"> <li>• Crysta Cumming</li> <li>• Elliott Coles</li> <li>• Chris Dixon</li> <li>• Nancy Hill</li> <li>• Sophie Larivière-Mantha</li> <li>• Andrew Lockwood</li> <li>• Jean-Luc Martel</li> </ul> <p>f) <i>Human Resources Committee (2024-2025)</i></p> <ul style="list-style-type: none"> <li>• Darlene Spracklin-Reid</li> <li>• Marisa Sterling</li> </ul> |
|           | <p><b>2.2 Completion of the Strategic Plan Task Force mandate</b> – N. Hill (page 15-16)<br/><i>THAT the Strategic Plan Task Force (2022-2025) be stood down, with thanks.</i></p>  |
|           | <p><b>2.3 Completion of the Collaboration Task Force mandate</b> – C. Bellini (page 17-18)<br/><i>THAT the Collaboration Task Force be stood down, with thanks.</i></p>   |
|           | <p><b>2.4 CEAB policies</b> – J. Pieper / G. McDonald / T. Hubley (page 19-23)</p>  |
| <b>3.</b> | <b>Next meetings</b>  |
|           | <b>Board meetings</b>   |
|           | <ul style="list-style-type: none"> <li>• October 10, 2024 (Ottawa, ON)</li> <li>• December 9, 2024 (virtual)</li> <li>• February 28, 2024 (Ottawa, ON)</li> <li>• April 2, 2025 (virtual)</li> <li>• May 23, 2025 (Vancouver, BC)</li> <li>• June 16, 2025 (TBC)</li> </ul>   |

|   |  |
|---|--|
| <b>2024-2025 committee and task force meetings</b>  |  |
| <ul style="list-style-type: none"> <li>• June 17, 2024 (Osoyoos, BC): <ul style="list-style-type: none"> <li>○ Governance Committee</li> <li>○ FAR Committee</li> <li>○ HR Committee</li> </ul> </li> </ul> | <ul style="list-style-type: none"> <li>• HR Committee: September 5, 2024 (virtual)</li> <li>• HR Committee: November 21, 2024 (virtual)</li> <li>• HR Committee: December 12, 2024 (virtual)</li> <li>• HR Committee: February 28, 2025 (Ottawa)</li> <li>• HR Committee: April 2, 2025 (virtual)</li> </ul> |
| <b>4.</b>   | <b>Closing</b> (motion not required if all business has been completed)  |

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# Board support document

## Meeting norms

Virtual participation:

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

To conduct the meeting with reasonable time and fairness:

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

6. At the opening of the meeting, the meeting chair will announce which individual will be monitoring the show of hands. The chair will try to ensure that anyone with a raised hand has their point addressed.

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## Board support document

### Conflicts of interest

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

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

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

Conflicts of interest exist if a Director’s decision could be, or could appear to be, influenced. *It is not necessary that influence actually takes place.* In cases where Directors are in an actual, perceived, or potential conflict of interest, they are required to disclose the conflicting interest to the Board<sup>1</sup> or, in the case where membership approval is sought, to the members,<sup>2</sup> as well as abstain from voting.

### Handling conflicts of interest

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

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

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

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

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

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<sup>1</sup> Section 141(1) and (2) of the CNCA

<sup>2</sup> Section 141(9)(a) of the CNCA

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

What perceptions could others have?

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

### **Step 3 – Is the duty to disclose triggered?**

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

Disclosure must be made of the nature and extent of the interest that you have in the contract or transaction (or proposed contract or transaction).<sup>4</sup> The limited case law dealing with the nature and scope of the disclosure required by a conflicted Director suggests that disclosure must make the

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<sup>3</sup> Section 141(1) of the CNCA

<sup>4</sup> Section 141(1) and 141(9)(b) of the CNCA

other Directors fully informed of the real state of affairs (e.g. what your interest is and the extent of the interest).<sup>5</sup> It will rarely suffice to simply declare that you have a conflict of interest.

#### **Step 4 – What next?**

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

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

<sup>6</sup> Section 141(5) of the CNCA

## BRIEFING NOTE: For decision

| Director appointments to committees and roles |   | 2.1 |
|---|---|-----|
| Purpose:                                      | To consider the HR Committee's recommendations for Director appointments to the 2024-2025 committees and roles  |     |
| Link to the Strategic Plan / Purposes:        | Board responsibility: The Board may seek support from committees and task forces to deliver its responsibilities.   |     |
| Link to the Corporate Risk Profile:           | Decreased confidence in the governance functions (Board risk)   |     |
| Motion(s) to consider:                        | <p><i>THAT the Board, on recommendation of the HR Committee, appoint the following individuals to committees, task forces, and roles for terms as outlined:</i></p> <ul style="list-style-type: none"> <li>a) <i>Director appointee – CEAB</i> <ul style="list-style-type: none"> <li>• <i>Ann English (2024-2026)</i></li> </ul> </li> <li>b) <i>Director appointee – CEQB</i> <ul style="list-style-type: none"> <li>• <i>Sudhir Jha (2024-2026)</i></li> </ul> </li> <li>c) <i>30 by 30 Champion</i> <ul style="list-style-type: none"> <li>• <i>Tim Joseph (2024-2025)</i></li> </ul> </li> <li>d) <i>Finance, Audit, and Risk (FAR) Committee (2024-2025)</i> <ul style="list-style-type: none"> <li>• <i>Menelika Mekomba</i></li> <li>• <i>Christian Bellini</i></li> <li>• <i>Anjum Mullick</i></li> <li>• <i>Jitendra Paliwal</i></li> <li>• <i>Marlo Rose</i></li> <li>• <i>Nicolas Turgeon</i></li> <li>• <i>Steve Vieweg</i></li> </ul> </li> <li>e) <i>Governance Committee (2024-2025)</i> <ul style="list-style-type: none"> <li>• <i>Crysta Cumming</i></li> <li>• <i>Elliott Coles</i></li> <li>• <i>Chris Dixon</i></li> <li>• <i>Nancy Hill</i></li> <li>• <i>Sophie Larivière-Mantha</i></li> <li>• <i>Andrew Lockwood</i></li> <li>• <i>Jean-Luc Martel</i></li> </ul> </li> <li>f) <i>Human Resources Committee (2024-2025)</i> <ul style="list-style-type: none"> <li>• <i>Darlene Spracklin-Reid</i></li> <li>• <i>Marisa Sterling</i></li> </ul> </li> </ul> |     |
| Vote required to pass:                        | Simple majority   |     |
| Transparency:                                 | Open session  |     |
| Prepared by:                                  | Joan Bard Miller, Manager, Governance and Board Services  |     |
| Presented by:                                 | Nancy Hill, Past President, and HR Committee Chair  |     |

### Background

- As per Board policy 6.12, *HR Committee Terms of Reference*, the Human Resources (HR) Committee is responsible for nominating new committee members and recommending committee chairs. The committee or task force shall make the final determination of who will serve as chair. This is typically done at the committee's first meeting of the year.
- Appointments to committees are guided by Board policy 6.1, *Board committees and task forces*, and the respective committee terms of reference.



- Policy 6.1 indicates that appointments are normally made for a one-year term, and that members may be re-appointed to committees: “Reappointment of the members and staggered terms of office are desirable elements to support continuity (6.1.1.1(d)).”
- With the work of the two Board task forces coming to an end, there is an opportunity to increase the size of the Board committees.

### **Proposed action/recommendation**

- The recommended composition for each committee and role in 2024-2025 is found in Appendix 2.
- To ensure that all Directors have at least one committee appointment, the HR Committee has recommended increasing the membership of the three Board Committees – HR, Governance and FAR.

### **Other options considered**

- In preparing the attached proposals, multiple Directors were considered for the various vacancies.

### **Risks**

- Inappropriate committee appointments can lead to poor decision making.

### **Financial implications**

- None

### **Benefits**

- Committees can begin work immediately following approval of this motion.

### **Consultation**

- To inform the committee and role appointments, the HR Committee referred to:
  - The committees’ year-end reports presented to the Board,
  - Anticipated work for the coming year,
  - Composition requirements outlined in the committees’ respective terms of reference,
  - Results of the 2024 Director self-assessment and incoming Director surveys which captured competencies and committee preferences, the latter of which are summarized in Appendix 1.
- Effort was made to place Directors within their top two preferences and ensure a balance of experienced and new perspectives on the committees.
- N. Hill, Past President and Chair of the 2024-2025 HR Committee, has confirmed each Director’s willingness to serve in the roles as outlined in the motion text above.

### **Next steps (if motion approved)**

- Staff to update information on the website.
- 2024-2025 committees convene and work begins.

### **Appendices**

- **Appendix 1:** Matrix of committee/role preferences
- **Appendix 2:** Draft recommendation of committee composition

## Appendix 1: Matrix of committee/role preferences

| Director                | Prov. | Term- end | Term # | HR                                 | Governance | FAR | CEAB 2 yrs | CEQB 2 yrs | 30 by 30 | 2023-2024 committee/role                    |
|-------------------------|-------|-----------|--------|------------------------------------|------------|-----|------------|------------|----------|---|
| Lisa Doig               | AB    | 2027      | 2      | 2                                  | 4          | 6   | 1          | 3          | 5        | N/A   |
| Anjum Mullick           | AB    | 2026      | 1      | 4                                  | 1          | 3   | 6          | 5          | 2        | N/A   |
| Tim Joseph              | AB    | 2026      | 2      | 4                                  | 3          | 2   | 5          | 6          | 1        | 30 by 30 Champion                           |
| John Van der Put        | AB    | 2025      | 1      | 4                                  | 2          | 1   | 3          | 5          | 6        | FAR Committee                               |
| Ann English             | BC    | 2027      | 2      | 2                                  | 3          | 1   | 4          | 6          | 5        | HR Committee<br>Collaboration TF            |
| Michael Wrinch          | BC    | 2025      | 2      | M                                  | 2          | 3   | 4          | 5          | 7        | HR Committee                                |
| Jitendra Paliwal        | MB    | 2027      | 1      | Committee preferences not provided |            |     |            |            |          | N/A   |
| Marlo Rose              | NB    | 2025      | 1      | 3                                  | 2          | 1   | 4          | 5          | 6        | Strategic Planning TF                       |
| Darlene Spracklin-Reid  | NL    | 2024      | 1      | 1                                  | 2          | 3   | 6          | 7          | 4        | Strategic Planning TF                       |
| Crysta Cumming          | NS    | 2025      | 1      | 3                                  | 1          | 2   | 5          | 6          | 4        | Collaboration TF                            |
| Sudhir Jha              | NT    | 2026      | 2      | 5                                  | 4          | 3   | M          | 2          | 6        | CEAB  |
| Arjan Arenja            | ON    | 2027      | 2      | 1                                  | 3          | 2   | 6          | 7          | 5        | HR Committee Chair                          |
| Tim Kirkby              | ON    | 2026      | 1      | 3                                  | 6          | 4   | 5          | M          | 7        | CEQB  |
| Nancy Hill              | ON    | 2025      | 2      | M                                  | M          | N/A | N/A        | N/A        | N/A      | Strategic Planning TF Chair<br>HR Committee |
| Christian Bellini       | ON    | 2025      | 2      | 3                                  | 2          | 1   | N/A        | N/A        | 4        | Collaboration TF*                           |
| Marisa Sterling         | ON    | 2027      | 2      | 1                                  | 3          | 2   | 4          | M          | 5        | CEQB  |
| Elliott Coles           | PEI   | 2027      | 1      | 4                                  | 1          | 6   | 5          | 3          | 2        | N/A   |
| M. Jean-Luc Martel      | QC    | 2027      | 1      | 2                                  | 1          | 3   | 6          | 5          | 4        | N/A   |
| Sophie Larivière-Mantha | QC    | 2026      | 1      | 4                                  | 1          | 2   | 6          | 7          | 5        | Governance Committee                        |
| Menelika Mekomba        | QC    | 2026      | 1      | 4                                  | 3          | 2   | 5          | 6          | 1        | FAR Committee                               |
| Nicolas Turgeon         | QC    | 2026      | 2      | 5                                  | 1          | 2   | 7          | 6          | 4        | Collaboration TF                            |
| Andrew (Drew) Lockwood  | SK    | 2027      | 1      | 3                                  | 2          | 1   | 4          | 5          | 6        | N/A   |
| Christopher Dixon       | YK    | 2024      | 1      | Committee preferences not provided |            |     |            |            |          | N/A   |

- Numbers reflect ranking provided in the 2024 Director assessment (1 being highest interest, 7 being lowest); N/A = Not applicable was selected by the respondent because they are already a Director-appointee or a member of a task force
- \*Indicates current chair M = continuing in role for 2-year term and M = future member of committee due to role/commitment   = no 2024 survey responses received; 2023 responses maintained, where available

**Appendix 2: Draft recommendation of committee composition**

The following tables have been generated using the available survey data and conversations with certain Directors. Efforts were made to ensure Directors are placed in one of their top two preferred roles, and where this was not possible, the Director has been contacted to confirm their willingness to serve in the potential role. Rows highlighted in blue indicate those mandated by terms of reference (TOR).

**Additional members recommended: HR Committee (Board policy 6.12)**

The HR Committee is comprised of the President, President-Elect, and Past President, as well as an advisor from the CEO Group and a minimum of two other Directors. The beige highlighting indicates two additional members proposed to the committee since the Board approved the committee’s membership at the May 24, 2024, Board meeting.

| Name                       | Director | Regulator                   | Position | 2023-2024 role                   | Notes  |
|----------------------------|----------|-----------------------------|----------|----------------------------------|--|
| Nancy Hill, Past President | Yes      | PEO                         | Chair    | HR Committee<br>SPTF Chair       | <ul style="list-style-type: none"> <li>The Past President normally serves as chair unless the committee decides otherwise.</li> </ul>  |
| Mike Wrinch, President     | Yes      | EGBC                        | Member   | HR Committee<br>SPTF             | <ul style="list-style-type: none"> <li>Ex-officio role</li> </ul>  |
| John Van der Put           | Yes      | APEGA                       | Member   | FAR Committee<br>SPTF            | <ul style="list-style-type: none"> <li>Ex-officio role</li> </ul>  |
| Arjan Arenja               | Yes      | PEO                         | Member   | HR Committee                     | <ul style="list-style-type: none"> <li>Appointment was approved at the May 24 Board meeting.</li> <li>1<sup>st</sup> choice</li> </ul> |
| Ann English                | Yes      | EGBC                        | Member   | HR Committee<br>Collaboration TF | <ul style="list-style-type: none"> <li>Appointment was approved at the May 24 Board meeting.</li> <li>2<sup>nd</sup> choice</li> </ul> |
| Darlene Spracklin-Reid     | Yes      | PEGNL                       | Member   | Strategic Planning<br>TF         | <ul style="list-style-type: none"> <li>Approval required</li> </ul>  |
| Marisa Sterling            | Yes      | PEO                         | Member   | CEQB                             | <ul style="list-style-type: none"> <li>Approval required</li> </ul>  |
| Stormy Holmes              | No       | CEO-Group Advisor,<br>APEGS | Member   | HR Committee                     | <ul style="list-style-type: none"> <li>CEO Group confirmed ongoing appointment</li> </ul>  |

**(a) Governance Committee (Board policy 6.8)**

The Governance Committee is comprised of a minimum of three Directors, including the Past President. The proposed membership is two more than it was in 2023-2024. In addition to its ongoing policy review work, it is anticipated that the committee will be asked to oversee the development of an ESG policy and the terms of reference for the forthcoming governance review.

| Name                    | Director | Regulator | Cttee position | 2023-2024 role   | Notes  |
|-------------------------|----------|-----------|----------------|------------------|--|
| Sophie Larivière-Mantha | Yes      | OIQ       | Chair          | Governance       | <ul style="list-style-type: none"> <li>1<sup>st</sup> choice</li> </ul>              |
| Crysta Cumming          | Yes      | ENS       | Member         | Collaboration TF | <ul style="list-style-type: none"> <li>1<sup>st</sup> choice</li> </ul>              |
| Elliott Coles           | Yes      | PEI       | Member         | N/A              | <ul style="list-style-type: none"> <li>1<sup>st</sup> choice</li> </ul>              |
| Jean-Luc Martel         | Yes      | OIQ       | Member         | N/A              | <ul style="list-style-type: none"> <li>1<sup>st</sup> choice</li> </ul>              |
| Chris Dixon             | Yes      | Yukon     | Member         | N/A              | <ul style="list-style-type: none"> <li>Committee preferences not provided</li> </ul> |

| Name                       | Director | Regulator | Cttee position | 2023-2024 role             | Notes   |
|----------------------------|----------|-----------|----------------|----------------------------|---|
| Andrew (Drew) Lockwood     | Yes      | APEGS     | Member         | N/A                        | <ul style="list-style-type: none"> <li>2<sup>nd</sup> choice</li> </ul> |
| Nancy Hill, Past President | Yes      | PEO       | Member         | HR Committee<br>SPTF Chair | <ul style="list-style-type: none"> <li>Ex-officio</li> </ul>            |

**(b) Finance, Audit, and Risk (FAR) Committee (Board policy 6.4)**

The FAR Committee is comprised of a minimum of five Directors, including one Director from each of the three larger Regulators: PEO, OIQ, and APEGA. In addition, a Certified Professional Accountant (CPA) shall be a member of the FAR Committee. The 2023-2024 FAR Committee did not recommend a specific number of members. The proposed membership is two more than it was in 2023-2024.

| Name              | Director | Regulator        | Cttee position | 2023-2024 role   | Notes  |
|-------------------|----------|------------------|----------------|------------------|--|
| Marlo Rose        | Yes      | APEGNB           | Chair          | SPTF             | <ul style="list-style-type: none"> <li>1<sup>st</sup> choice</li> </ul>  |
| Christian Bellini | Yes      | PEO (required)   | Member         | CTF Chair<br>FAR | <ul style="list-style-type: none"> <li>1<sup>st</sup> choice</li> </ul>  |
| Anjum Mullick     | Yes      | APGEA (required) | Member         | N/A              | <ul style="list-style-type: none"> <li>3<sup>rd</sup> choice; however, Anjum confirmed her willingness to serve on the FAR Committee.</li> </ul> |
| Menelika Mekomba  | Yes      | OIQ (required)   | Member         | FAR              | <ul style="list-style-type: none"> <li>Menelika confirmed her interest in serving on the FAR Committee for a second year.</li> </ul>             |
| Nicolas Turgeon   | Yes      | OIQ              | Member         | Collaboration TF | <ul style="list-style-type: none"> <li>2<sup>nd</sup> choice</li> </ul>  |
| Jitendra Paliwal  | Yes      | EGMB             | Member         | N/A              | <ul style="list-style-type: none"> <li>Committee preferences not provided.</li> </ul>  |
| Steve Vieweg      | No       | CPA              | CPA Member     | FAR              | <ul style="list-style-type: none"> <li>Steve is a continuing member.</li> </ul>  |

**(c) Director appointees – CEAB (Board policy 6.9)**

Two Directors are typically appointed for two-year staggered terms. The following is suggested:

| Name  | Board term status        | Region           | Cttee position                 | 2023-2024 role                   | Notes   |
|---|--------------------------|------------------|--------------------------------|----------------------------------|---|
| Lisa Doig   | First term ends in 2027  | Alberta          | Director appointee (2024-2026) | N/A                              | <ul style="list-style-type: none"> <li>The Board agreed at its May 24, 2024, meeting to appoint Lisa to the CEAB.</li> </ul>                                    |
| Ann English   | Second term ends in 2027 | British Columbia | Director appointee (2024-2026) | HR Committee<br>Collaboration TF | <ul style="list-style-type: none"> <li>Approval required</li> <li>Ann has confirmed her willingness to serve in this role. Her first choice was FAR.</li> </ul> |
| Previously appointed CEAB members who are not Directors |                          |                  |                                |                                  |   |
| Jeff Pieper   | N/A                      | Alberta          | Chair                          | N/A                              |   |

| Name               | Board term status | Region                    | Cttee position  | 2023-2024 role | Notes |
|--------------------|-------------------|---------------------------|-----------------|----------------|-------|
| Ray Gosine         | N/A               | Newfoundland and Labrador | Vice-Chair      | N/A            |       |
| Pemberton Cyrus    | N/A               | Nova Scotia               | Past-Chair      | N/A            |       |
| Adel Omar Dahmane  | N/A               | Québec                    | Member          | N/A            |       |
| Pierre Bourque     | N/A               | Québec                    | Member-at-large | N/A            |       |
| Christine Moresoli | N/A               | Ontario                   | Member-at-large | N/A            |       |
| Jason Foster       | N/A               | Ontario                   | Member-at-large | N/A            |       |
| Diane Kennedy      | N/A               | British Columbia          | Member-at-large | N/A            |       |
| Aparna Verma       | N/A               | Yukon                     | Member          | N/A            |       |
| Nick Krouglicof    | N/A               | Atlantic                  | Member          | N/A            |       |
| James Lee          | N/A               | Saskatchewan              | Member-at-large | N/A            |       |
| Mrinal Mandal      | N/A               | Alberta                   | Member          | N/A            |       |
| Julius Pataky      | N/A               | British Columbia          | Member          | N/A            |       |
| Michael Roach      | N/A               | Ontario                   | Member-at-large | N/A            |       |
| Allen Stewart      | N/A               | Ontario                   | Member-at-large | N/A            |       |
| Ramesh Subramanian | N/A               | Ontario                   | Member          | N/A            |       |
| Tara Zrymiak       | N/A               | Saskatchewan              | Member-at-large | N/A            |       |

**(d) Director appointees – CEQB (Board policy 6.10)**

Two Directors are appointed for two-year staggered terms.

| Name       | Board term status    | Region  | Cttee position                 | 2023-2024 role | Notes                                    |
|------------|----------------------|---------|--------------------------------|----------------|--|
| Tim Kirkby | First term ends 2026 | Ontario | Director appointee (2024-2025) | CEQB           | • Continuing term from 2023 appointment. |

| Name  | Board term status        | Region                  | Cttee position                 | 2023-2024 role | Notes  |
|---|--------------------------|-------------------------|--------------------------------|----------------|--|
| Sudhir Jha  | Second term ends in 2026 | Northwest Territories   | Director appointee (2024-2026) | None           | <ul style="list-style-type: none"> <li>Approval required</li> <li>Sudhir has confirmed his willingness to serve in this role.</li> </ul> |
| Previously appointed CEQB members who are not Directors |                          |                         |                                |                |  |
| Frank Collins   | N/A                      | New Brunswick           | Chair                          | N/A            |  |
| Samer Inchasi   | N/A                      | Ontario                 | Vice-Chair                     | N/A            |  |
| Margaret Ann Hodges                                     | N/A                      | Saskatchewan            | Past Chair                     | N/A            |  |
| Kamran Behdinan   | N/A                      | Ontario                 | Member-at-large                | N/A            |  |
| Marcie Cochrane   | N/A                      | British Columbia        | Member-at-large                | N/A            |  |
| Anil Gupta  | N/A                      | Alberta                 | Member                         | N/A            |  |
| Amy Hsiao   | N/A                      | Atlantic Provinces      | Member                         | N/A            |  |
| Nadia Lehoux  | N/A                      | Québec                  | Member                         | N/A            |  |
| Carol MacQuarrie  | N/A                      | New Brunswick           | Member-at-large                | N/A            |  |
| Farzad Rayegani   | N/A                      | Ontario                 | Member                         | N/A            |  |
| Rishi Gupta   | N/A                      | British Columbia        | Member                         | N/A            |  |
| Ian Sloman  | N/A                      | Saskatchewan / Manitoba | Member                         | N/A            |  |
| Adam Wallace  | N/A                      | Northwest Territories   | Member                         | N/A            |  |
| John Diiwu  | N/A                      | Alberta                 | Member-at-large                | N/A            |  |

**(e) 30 by 30 Champion**

This role is appointed annually.

| Name       | Regulator | 2023-2024 Role    | Notes  |
|------------|-----------|-------------------|--|
| Tim Joseph | APEGA     | 30 by 30 Champion | <ul style="list-style-type: none"> <li>T. Joseph has indicated an interest in continuing his role as 30 by 30 Champion, which would provide continuity to the role.</li> </ul> |

## BRIEFING NOTE: For decision

| <b>Completion of Strategic Plan Task Force mandate</b> |   | 2.2 |
|--|---|-----|
| Purpose:   | To stand down the Strategic Plan Task Force following mandate completion  |     |
| Link to the strategic plan:                            | Board responsibility: Provides ongoing strategic direction for Engineers Canada by working with staff to develop a Strategic Plan that considers emerging trends and Board risks. |     |
| Motion(s) to consider:                                 | <i>THAT the Strategic Plan Task Force (2022-2025) be stood down, with thanks.</i>   |     |
| Vote required to pass:                                 | Simple majority   |     |
| Transparency:  | Open session  |     |
| Prepared by:   | Joan Bard Miller, Manager, Governance and Board Services  |     |
| Presented by:  | Nancy Hill, Past President and Chair of the Strategic Plan Task Force   |     |

### Problem/issue definition

- At its February 25, 2022 meeting, the Board approved terms of reference for a Strategic Planning Task Force (SPTF) to provide oversight to the CEO and staff during the development of Engineers Canada's 2025-2027 Strategic Plan (motion 2022-02-5D). The duration of the strategic plan was later extended from three years to five years, ending in 2029 (motion 2022-09-3D).
- The SPTF's membership was approved by the Board at its meeting in June 20, 2022 (motion 2022-06-2D).
- Throughout development of the plan, the SPTF engaged the Board appropriately in the plan's development and provided updates at Board meetings.
- On March 1, 2024, the Board agreed to recommend to the Members approval of the 2025-2029 Strategic Plan (motion 2024-03-4D).
- Following the Members' approval of the 2025-2029 Strategic Plan at their meeting on May 25, 2024, the task force has completed the assigned mandate.

### Proposed action/recommendation

- That the SPTF be stood down, with thanks.

### Other options considered

- None, this action is laid out in the terms of reference of the SPTF.

### Risks

- None.

### Financial implications

- None.

### **Benefits**

- N/A

### **Consultation**

- N/A

### **Next steps (if motion approved)**

- No further action is required.

### **Appendices**

- None.



## BRIEFING NOTE: For decision

| Completion of Collaboration Task Force mandate |   | 2.3 |
|--|---|-----|
| Purpose:                                       | To stand down the Collaboration Task Force following mandate completion |     |
| Link to the strategic plan:                    | Strategic Priority 1.2 – Strengthen collaboration and harmonization.    |     |
| Motion(s) to consider:                         | <i>THAT the Collaboration Task Force be stood down, with thanks.</i>    |     |
| Vote required to pass:                         | Simple majority   |     |
| Transparency:                                  | Open session  |     |
| Prepared by:                                   | Joan Bard Miller, Manager, Governance and Board Services                |     |
| Presented by:                                  | Christian Bellini, Chair, Collaboration Task Force                      |     |

### Problem/issue definition

- At its February 25, 2022, meeting, the Board approved terms of reference for a Collaboration Task Force to provide advice and feedback to staff regarding key external-facing documents, messaging, and interactions with Regulators (motion 2022-02-6D), the end result of which would be a national collaboration statement.
- The Collaboration Task Force’s membership was approved by the Board at its meeting on June 20, 2022 (motion 2022-06-2D).
- Throughout development of the collaboration statement, the Task Force engaged the Board appropriately to review and approve the documents that were submitted for Regulator consultation, including the draft National Statement of Collaboration.
- On April 3, 2024, the Board agreed to recommend to the Members approval of the National Statement of Collaboration (motion 2024-04-3D).
- With all 12 Regulators signing on to the National Statement of Collaboration on May 23, 2024, the task force has completed the assigned mandate.

### Proposed action/recommendation

- That the Collaboration Task Force be stood down, with thanks.

### Other options considered

- None, this action is laid out in the terms of reference of the Collaboration Task Force.

### Risks

- None

### Financial implications

- None

### **Benefits**

- N/A

### **Consultation**

- N/A

### **Next steps (if motion approved)**

- No further action is required.

### **Appendices**

- None

## BRIEFING NOTE: For information

| CEAB Policies                        |  | 2.4a |
|--------------------------------------|--|------|
| Purpose:                             | To seek Engineers Canada Board direction on re-starting CEAB policy work for the 2025 workplan.                        |      |
| Link to the Strategic Plan/Purposes: | Core purpose 1: Accrediting undergraduate engineering programs   |      |
| Link to Corporate Risk Profile:      | Decline in the value of accreditation (Board risk)   |      |
| Prepared by:                         | Pemberton Cyrus, Chair, CEAB<br>Jeff Pieper, Vice Chair, CEAB<br>Mya Warken, Manager, Accreditation and CEAB Secretary |      |
| Presented by:                        | Jeff Pieper, Vice Chair, CEAB  |      |

### Background

- The Canadian Engineering Accreditation Board (CEAB) accredits undergraduate engineering programs and is accountable for parts of the work to manage risks and opportunities associated with mobility of work and practitioners internationally.
- The CEAB Executive Committee drafts its workplan over the summer months and brings a proposal to the September CEAB meeting. A draft workplan is presented to the Engineers Canada Board at its October meeting for discussion and December meeting for approval.
- All major CEAB policy work has been paused while Strategic Priority 1.1 to *Investigate and Validate the Scope and Purpose of Accreditation* is underway. The priority's Path Forward Report is expected to be delivered to the Engineers Canada Board in December 2024.
- At the May 24, 2024, Board meeting, the CEAB sought the Board's advice on re-starting policy work for their 2025 workplan noting that the longer policy work is paused, the longer errors, flaws, and major inefficiencies in the accreditation system persist and go unaddressed.
- The Board requested that the CEAB bring a proposal for any urgent policy work that must be undertaken to maintain the current accreditation system.

### Status update

- The 2024 CEAB workplan focuses on accreditation visits and improving operational, procedural, and training documentation.
- The 2025 CEAB workplan is expected to include accreditation visits to 97 programs and 21 higher education institutions (HEIs).
- The CEAB has identified the following policy work as necessary to maintain the current accreditation system:
  1. Consider adding a new clause to "Appendix 1" of the CEAB Accreditation Criteria and Procedures book, "Regulations for granting transfer credits," to stipulate that up to 112

Accreditation Units (AUs) can be allocated without a validation procedure for complementary studies at 3-year technical CEGEP programs.

- Rationale: Not including a provision for the allocation of complementary students in 3-year technical CEGEP programs represents an inequity with 2-year pre-university CEGEP programs where this provision currently exists.

2. Implement recommendation #4 from the CEAB's thought paper *Reconsideration of Specific AUs in the assessment of engineering programs*.

Recommendation #4: The CEAB should temporarily suspend enforcement of Specific AUs criteria (3.4.4.1 and 3.4.4.4) and the requirement for the significant design experience to be conducted under the professional responsibility of licensed faculty (3.4.4.6).

- Rationale: To address accreditation barriers to HEIs offering new disciplines of study, to enable various approaches to teaching and learning involving faculty who are unable to be licensed, and to address concerns over provincial variations in the licensure of faculty members.

3. Co-design solutions to address recommendations #2 and #3 in the CEAB's thought paper "Reconsideration of Specific AUs in the assessment of engineering programs":

Recommendation #2: The CEAB and visiting teams should interpret existing accreditation criteria related to the role of the professional engineer in the instruction of student in a manner that allows HEIs to have more flexibility with respect to mechanisms to facilitate substantial and meaningful involvement of licensed professionals in the engineering education process.

Recommendation #3: The CEAB must require HEIs, on a minimum path basis that is auditable by visiting teams, to demonstrate that graduates have developed the expected level of understanding of, and commitment to, Professionalism. The current criteria Specific AUs criteria (3.4.4.1, 3.4.4.4, 3.4.4.6) is one way to achieve this requirement.

- Rationale: The recommendations represent a potential way forward in the short- and medium-term while the Path Forward Report is implemented. Allowing programs to have more flexibility to demonstrate compliance with the accreditation criteria.

4. Reconcile the Questionnaire, GA/CI rubrics, and accreditation criteria regarding the necessity for programs to classify the instructional level of content relating to one or more graduate attribute in each course across progression categories introductory (I), intermediate development (D), and advanced application (A).

- Rationale: The requirement for programs to classify course/learning activity content across progression categories is required by the course information sheets to be

submitted by programs, is referenced in the rubrics for criterion 3.1.3 (Indicators) but is not required by the criterion itself. Work is required to ensure consistency across the criteria, the data submitted by the program, and the tools used to assess compliance with the criteria.

5. Review quantitative accreditation criteria (i.e. minimum AU requirements in math, natural science, engineering science, engineering design, and complementary studies) to clarify which components of the criteria are a binary requirement and which are a qualitative assessment of the program curriculum and therefore, are impacted by a qualitative assessment of course content.
  - Rationale: The conflation between requirements for the numerical analysis of course content and the assessment of curriculum quality risks inconsistent application of accreditation criteria by visiting teams in recording their observations and by the CEAB in their accreditation decision deliberations.
  
6. Investigate policies related to ‘focused visits.’
  - Rationale: The current approach to focused visits is not well documented, not well understood, and has the potential to address concerns about the sustainability of the accreditation system.

It is not the intent that all of these items will be fully addressed in the 2025 workplan but rather, that steps be taken to initiate the work.

### **Next steps**

- The CEAB executive will develop the 2025 work plan with input from the Board on restarting policy work.
- A draft workplan will be presented to the Board in October 2024.

## BRIEFING NOTE: For information

| CEAB Policies                        |   | 2.4b |
|--------------------------------------|---|------|
| Purpose:                             | Staff response to CEAB request to Engineers Canada Board to re-start policy work for the 2025 workplan. |      |
| Link to the Strategic Plan/Purposes: | Core purpose 1: Accrediting undergraduate engineering programs  |      |
| Link to Corporate Risk Profile:      | Decline in the value of accreditation (Board risk)  |      |
| Prepared by:                         | Trina Hubley, Vice President, Regulatory Affairs  |      |
| Presented by:                        | Gerard McDonald, Chief Executive Officer<br>Trina Hubley, Vice President, Regulatory Affairs            |      |

### Background

- The Engineers Canada (EC) Board paused all major Canadian Engineering Accreditation Board (CEAB) policy work while the Strategic Priority 1.1 to *Investigate and Validate the Scope and Purpose of Accreditation* is underway. The Path Forward Report is expected to be delivered to the Engineers Canada Board in December 2024.
- At the 24 May 2024 EC Board meeting, the CEAB sought the Board’s advice on re-starting policy work for their 2025 workplan. At that time, the CEAB stated that the longer policy work is paused, the longer errors in the accreditation system persist and go unaddressed.
- At the 24 May 2024 EC Board meeting, the Board’s direction was that CEAB should provide, in advance of the June Board meeting a report of urgent maintenance-related policy work that the CEAB felt was critical for the integrity of the accreditation system for the Board to consider.

### Discussion

- Internal Engineers Canada resources related to accreditation are currently focused on the Futures of Accreditation (FEA) project as well as operational aspects of the CEAB and accreditation visits.
- The environment in which we are currently operating is a direct result of decisions made at the strategic planning session in June 2020, which determined that Engineers Canada would focus on strengthening the foundation of accreditation by creating a new framework (with impacts on non-CEAB applicants for licensure as well) rather than focusing on improvements to the current accreditation system.
- In the view of senior EC staff, the policy items outlined in the CEAB briefing note do not meet the criteria set forth by the Board at the May meeting to “ensure the plane stays in the air”. In addition, this additional work would take focus away from the approved strategic direction to implement the Futures of Engineering Accreditation post-haste and would cause undue and unnecessary burden on Engineers Canada staff and the rest of the accreditation system.
- We recognize that the CEAB has indicated that it is not the intent to complete all of the work in 2025, but we still maintain that the significant additional infrastructure, support, and staff resources required by these items would be untenable for our current level of human and financial resources and the system-wide focus on FEA.

- There is an additional concern that, by allowing the resumption of policy work by the CEAB, we may be sending a mixed signal to Engineering Deans Canada (EDC) who have been told that FEA is our primary focus. This could potentially undermine the goodwill that has been engendered amongst EDC, the regulators and EC over the course of the FEA project.