

MINUTES OF THE 210th ENGINEERS CANADA BOARD MEETING

October 1, 2021, 10:00am-5:00pm (ET) via zoom

The following Directors were in attendance	
D. Chui, President (Chair), PEO J. Boudreau, Past President, APEGNB A. Anderson, Engineers Yukon N. Avila, APEGA A. Baril, OIQ M. Belletête, OIQ V. Benz, APEGA G. Connolly, Engineers PEI A. English, Engineers & Geoscientists BC N. Hill, PEO	S. Holmes, APEGS T. Joseph, APEGA D. Nedohin-Macek, Engineers Geoscientists MB K. Reid, PEO D. Spracklin-Reid, PEO M. Sterling, PEO N. Turgeon, OIQ M. Wrinch, Engineers & Geoscientists BC C. Zinck, Engineers Nova Scotia
The following Directors sent regrets	
A. Arenja, PEO K. Baig, President-Elect, OIQ	S. Jha, NAPEG J. Tink, APEGA
The following CEO Group Advisor was in attendance	
K. King, Chair, CEO Group	
The following Direct Reports to the Board were in attendance	
F. George, Chair, CEQB P. G. Lafleur, Chair, CEAB	G. McDonald, CEO E. Spence, General Counsel and Corporate Secretary
The following observers were in attendance	
C. Bellini, President, PEO J. Bradshaw, CEO & Registrar, PEGNL E. Coles, President, Engineers PEI L. Daborn, CEO, APEGNB K. Darr, President, APEGS K. Deluzio, EDC L. Doig, President-Elect, APEGA J. Hazenberg, President, NAPEG K. Hogan, President, Engineers Yukon J. Landrigan, Executive Director & Registrar, Engineers PEI J. Mann, President, Engineers Geoscientists MB P. Mann, CEO Engineers Nova Scotia	V. McCormick, Executive Director & Registrar, NAPEG B. McDonald, Executive Director, APEGS D. McLean, President, Engineers Nova Scotia J. Nagendran, Registrar & CEO, APEGA W. O'Keefe, Chair-Elect, PEGNL C. Park, Vice President, Engineers & Geoscientists BC B. Pearse, President, APEGA L. Spence, President, Engineers & Geoscientists BC M. Stothart, President, APEGNB M. Williams, Vice President, NAPEG H. Yang, Incoming CEO & Registrar, Engineers & Geoscientists BC J. Zuccon, CEO & Registrar, PEO
The following staff were in attendance	
J. Christou, Planning, Event, and Change Practitioner S. Francoeur, Director, Human Resources R. Gauthier, Executive Assistant B. Gibson, Manager, Communications C. Mash, Governance Administrator D. Menard, Director, Finance R. Melsom, Manager, CEQB D. Menard, Director, Finance	S. Oren, Executive Assistant S. Price, Executive Vice President, Regulatory Affairs C. Polyzou, Manager, Diversity, Equity, and Inclusion L. Scott, Manager, Membership Services J. Southwood, VP, Corporate Affairs & Strategic Partnerships J. Taylor, Manager, Public Affairs M. Warken, Manager, CEAB

1. Opening

 1.1 Call to order and approval of agenda

D. Chui called the meeting to order at 10:03am (ET). Participants were welcomed and the land was acknowledged.

Motion 2021-10-1D

Moved by A. Baril, seconded by M. Wrinch

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

Carried

Participants were reminded of the meeting rules as included in the agenda book.

D. Chui shared a safety minute with the Board, focused on ladder safety protocols to avoid a fall.

D. Chui also presented a diversity moment to bring awareness to colour blindness as it relates to race, noted as a common roadblock to equity, diversity, and inclusion. Pretending not to see colour or diminishing the existence of the societal construct of race disregards the bias, prejudice, and racism experienced by many people of colour, including Indigenous, Black, Asian, and Latinx people. Using a phrase like “we don’t see colour” deflects from the issues and negates the importance of discussing deep-seated racial biases that exist in our society today. Participants were reminded when working within teams to honor and celebrate the differences, and to show curiosity and respect for other cultures and backgrounds to ensure no one feels invisible. Colour blindness toward race (using phrases like “I don’t see color—only people” or “Talking about race only makes the problem worse”) does not help address the existing inequalities and structural racism that exist around us.

1.2 Declaration of conflict of interest

No conflicts were declared. Participants were reminded to declare a conflict at any time during the meeting, as necessary.

1.3 Review of previous Board meeting

a) Action item list

The action list was pre-circulated demonstrating all work completed. No questions were received.

b) Board attendance list

The attendance list was pre-circulated. No questions were received.

2. Executive reports

2.1 President’s report

A detailed report was pre-circulated. The following was confirmed:

- The International Engineering Alliance (IEA) agreed, as of January 2021, to accept Engineers Canada’s status under the International Professional Engineers Agreement (IPEA) and Asia-Pacific Economic Cooperation Engineers Agreement (APEC) until 2025.
- A report on the decisions that took place during the June 2021 IEA subgroup meetings (IPEA and APEC) was circulated and will be re-forwarded to those interested.

2.2 CEO update

In addition to the weekly updates provided to stakeholders by email, G. McDonald highlighted the following:

- The office re-opened on September 13 and on average, 10-15 employees work in the office each day. The revised telework policy was well received, and several staff continue to work from home.
- The gold level certification received from Excellence Canada was a proud moment for the organization.

N. Hill further noted the summer session on case law in professional regulation (*From social media postings to a failure to comply with CPD: Recent case law of interest to engineering regulators* with lawyer Cathi Mietkiewicz), which is part of the work on fostering relationships between Regulators (OP2), as a helpful development opportunity that provided relevant tools.

No questions were received.

2.3 Q2 Interim Strategic Performance Report to the Board

The Q2 report was pre-circulated, and G. McDonald reported that all objectives are on track. Some of the strategic outcomes are slightly delayed, mostly due to COVID-19 related occurrences, and there may be some resulting work that is completed early Q1-2022. No questions were raised.

2.4 CEO Group report

L. Daborn provided the update on behalf of the group from their September meetings. Representation was present from all Regulators. It was noted that J. Nagendran will be filling the role on the Public Affairs Advisory Committee (PAAC). B. McDonald's career was celebrated, and he was wished well for his next chapter following retirement.

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

2.5 Presidents Group report

L. Spence provided the update on behalf of the group from their September meeting. Representation was present from all Regulators except for OIQ. The following discussion was captured:

- National messaging – The communications officials' group was highlighted as an opportunity to gather the Regulator staff working in this area to discuss consistent messaging across Canada on issues affecting the profession. This group has been active in the past but have not recently held any meetings. Further opportunities for collaboration in communications will be arising over the next year with the development of the national campaign to reinforce trust and the value of licensure.
- Iron ring ceremony – Given that concerns have been raised about the messaging used in some iron ring ceremonies, the Presidents Group wanted to better understand the Regulators' relationship and role on this matter. G. McDonald noted that this activity is not part of Engineers Canada's responsibilities, and that Regulator relationships with camps differ across the country. D. Nedohin-Macek added that the language used in ceremonies is not consistent across the country, and that each camp has the latitude to change. For example, in Manitoba the language is inclusive, with some of the religious overtones having been removed. Since some Engineers Canada Board Directors (current and past) are involved as wardens or alternate wardens, there is opportunity for the Board to have more discussion on this topic, which may affect change. D. Nedohin-Macek further reported, later in the meeting and following a communication with the Corporation of the

Seven Wardens, that since the issues at Camp 5 were reported in early 2020, a renewed group of wardens and alternate wardens have been secured. Several online ceremonies have taken place within Camp 5 since the change in leadership. Following their attendance at one of these ceremonies earlier in 2021, the Corporation of the Seven Wardens is of the opinion that Camp 5 is making significant improvements and addressing the concerns that were raised.

The Presidents Group presentation slides will be shared on the meeting document webpage.

3. Consent agenda

3.1 Approval of minutes

- a) THAT the minutes of the May 28, 2021 Board meeting be approved.
- b) THAT the minutes of the June 14, 2021 Board meeting be approved.

3.2 Approval of committee work plans

- a) THAT the Board approve the 2021-2022 Finance, Audit, and Risk Committee work plan.
- b) THAT the Board approve the 2021-2022 Governance Committee work plan.
- c) THAT the Board approve the 2021-2022 Human Resources Committee work plan.

3.3 National Position Statements

- a) THAT the following updated National Position Statements be approved:
 - i. Qualified Person vs Professional Engineer
 - ii. Science, Technology, Engineering, and Mathematics (STEM) Education

Motion 2021-10-2D

Moved by K. Reid, seconded by T. Joseph

THAT the consent agenda motions, less motion 3.3(a)(i), be approved.

Carried

T. Joseph raised a concern with the purpose of the National Position Statement on Qualified Person vs Professional Engineer (“the NPS”), suggesting that it may be adding confusion to an existing issue. There are two national regulatory instruments (43-101 and 51-101) where the term “qualified person” specifically refers to a professional geologist. Many engineers operate in the geoscience community and are under the impression that they are qualified persons to sign these instruments. However, if the individual is not in fact a professional geologist, this results in legal issues, or disruption of the work, once discovered. G. McDonald responded that the NPS was specifically drafted to alleviate this type of confusion. Engineers Canada is recommending to the federal government that they avoid using the non-specific term “qualified persons” in legislation, and instead state “professional engineer licensed with a provincial or territorial engineering regulatory body” if that is the requirement. The NPS further recommends that this apply to other regulated professions as well, so that the specific professional, instead of a general term, be applied as necessary. It was further reported that as a result of the confusion on these national instruments, the Canadian Securities Administrators worked with Engineers Canada and Geoscientists Canada on this matter and delivered, within the last year, a presentation to address these national instruments. Both licensed engineers and geoscientists from across Canada were invited to the session to promote clarity. T. Joseph further noted that specifically, engineers who are working in the geostatistical field can sign on these instruments and currently, there is no engineering discipline that is regulated in this area.

Motion 2021-10-3D

Moved by T. Joseph, seconded by M. Wrinch

**THAT the Qualified Person vs Professional Engineer National Position Statement, be approved.
Carried**

4. Board business/required decisions

4.1 Draft budget (presented as information for discussion)

N. Hill presented the draft budget. The following discussion was captured:

- Table 2 was noted as confusing, because the corporate services total listed is not the same as what is included under operating expenses in table 1. Although the corporate services budget ultimately includes all staff salaries (“Human Resources” cost element in the portfolio details analysis (PDA) sheet), for the purpose of table 2, only the staff costs directly related to achieving the work of corporate services are included in the “HR components” column. The total corporate services budget consists of the corporate services expenses listed in table 2, in addition to the total HR component for the entire organization. The terminology in table 2 of the budget memo will be clarified.
- Although it appears that the CEQB budget is being reduced in 2022, S. Price explained that the decrease in projected expenses is due to timing of projects. The CEQB’s meeting costs do not change year to year, but the consultant fees fluctuate depending on the stage of the work. Many of the CEQB’s work plan items began in 2021, and the preliminary project expenses, which tend to be the highest, were incurred in the 2021 budget.
- Regulators have demonstrated support for development or review of guidelines that the CEQB does not currently have the staffing capacity to support. Although the CEQB has had up to three (3) staff resources in the past, it was noted that these individuals had other responsibilities in addition to supporting the CEQB.
- Two minor clarifications were requested for the budget presentation in December:
 - The roll out of the marketing campaign will take place in late 2022 or early 2023.
 - The April Board meeting is a virtual event.

Regarding the proposed reduction in the Per Capita Assessment Fee (PCAF):

- To address the potential risk that the Members may not support an increase in the PCAF following the approval to lower it, communications to Members would highlight that this is a temporary measure that is reviewed annually.
- It was clarified that operating expenses increase by 2 per cent annually, overall. Salaries are not subject to the 2 per cent, given that they depend on external factors including government policy and salary scales.
- The reduction to \$8.00 is purposefully conservative. KPMG has cautioned against large swings in the PCAF, and it can be further reduced in future years if necessary.
- If unrestricted reserves continue to increase without proper management, Engineers Canada could be considered a for-profit corporation that has decided not to spend. KPMG is satisfied with the tools that Engineers Canada has in place to reduce the reserve levels, including the spending projected for the 2022-2024 Strategic Plan, and the proposed reduction in PCAF.
- The Board discussed using the unrestricted reserves to fund areas experiencing resource constraints. There is a risk that if the PCAF is reduced, and Engineers Canada is no longer able to

serve the needs of the Members, it will be difficult to request an increase. There is merit to accessing the reserves now to demonstrate value.

- The reduction in PCAF is intended not only to lower the reserves, but is also meant to deliver value back to the Regulators.
- The PCAF should not be lowered to the extent that the operational budget cannot be funded without accessing unrestricted reserves.
- PEO will continue to consider their participation in the affinity program annually in November.
- The Board was reminded that the Regulators appreciate lead time so they can consider PCAF adjustments in their own financial planning.
- G. McDonald reminded the Board of the Funding Task Force's recommendation that the budget should not grow past inflation (2 per cent per year), which continues to be followed. Engineers Canada would increase the budget if directed by the Board, but this needs to be confirmed.

FAR will consider the feedback provided in their review of the final budget on October 21.

ACTION: Staff to ensure the risk of the Members not supporting an increase in the PCAF following Member approval of a lower fee is included in the Corporate Risk Profile.

4.2 Board policy updates

M. Wrinch provided an overview of the Governance Committee's recommendations. No questions were raised.

Motion 2021-10-4D

Moved by M. Wrinch, seconded by S. Holmes

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

- ***1.1, History***
- ***2, Definitions***
- ***4.4, Confidentiality***
- ***5.1, Relationship with the Engineering Regulators***
- ***5.2, Treatment of staff and volunteers***
- ***7.7, Investments***

Carried with two-thirds majority

4.3 CEAB volunteer recruitment and succession plan

P. G. Lafleur presented the pre-circulated volunteer recruitment and succession plan. The following discussion was captured:

- In terms of equity, diversity, and inclusion (EDI), the CEAB is focusing on the following:
 - The review of the Policies & Procedures (P&P) Committee's terms of reference is partly focused on EDI. The working group considering this will be providing a report that will be further discussed at the CEAB meeting in February.
 - The CEAB has attended an EDI training session.
- It was clarified that the Director appointee and the new northern representative member are different roles within the CEAB that require two different individuals.
- The CEAB considers the balance of individuals with non-academic and academic backgrounds within its membership (one-third industry and two-thirds academia). Other aspects are also considered including gender balance, diversity, and language that is reflective of the Canadian population as laid out in Board policy 6.9, *CEAB*.

- In response to a question about deans being conflicted when serving on the CEAB and potentially benefitting from changes made at the time of their influence, it was noted that academic background is the only criteria considered for CEAB membership, and not the individual's specific title. When a dean participates at the CEAB table, they act in their capacity as an academic, not a dean. Currently, there are two deans serving on the CEAB. The CEAB follows the Board's conflict of interest policy and CEAB members are aware that they are expected to recuse themselves in any situation where they may incur a conflict.

Motion 2021-10-5D

Moved by T. Joseph, seconded by C. Zinck

THAT the Board approve the 2022-2023 CEAB volunteer recruitment and succession plan.

Carried

4.4 CEQB volunteer recruitment and succession plan

F. George presented the pre-circulated volunteer recruitment and succession plan. No questions were raised.

Motion 2021-10-6D

Moved by C. Zinck, seconded by A. English

THAT the Board approve the 2022-2023 CEQB volunteer recruitment and succession plan.

Carried

4.5 Accreditation criteria and procedures

a) Revised definition of "Engineering Design"

P. G. Lafleur presented the change. No questions were received.

Motion 2021-10-7D

Moved by N. Avila, seconded by T. Joseph

THAT the Board, on recommendation of the CEAB, approve the following, for inclusion in the 2022 Accreditation Criteria and Procedures Report:

- i. the revised definition of "Engineering Design" as it relates to Graduate Attribute 4: Design and criterion 3.4.4.5***

Carried

b) Revised appendices 10 and 16

P. G. Lafleur presented the recommended changes. No questions were received.

Motion 2021-10-8D

Moved by J. Boudreau, seconded by M. Wrinch

THAT the Board, on recommendation of the CEAB, approve the following, for inclusion in the 2021 Accreditation Criteria and Procedures Report:

- i. the revised Appendix 10 (Confidentiality: policies and procedures)***
ii. the revised Appendix 16 (Procedures for formal review of an Accreditation Board decision to deny accreditation)

Carried

4.6 Delivery format of the late fall (December) Board meetings

G. McDonald presented the rationale for hosting the December meetings in a virtual-only format, beginning in 2022. No questions were received.

Motion 2021-10-9D

Moved by V. Benz, seconded by J. Boudreau

THAT the Board, on recommendation of the CEO, agree to hold its late fall (December) Board meetings virtually, commencing in 2022.

Carried

5. Reports

Board committees provided updates, with supporting slide presentations made available on the Engineers Canada website.

5.1 CEAB

P. G. Lafleur provided the update on behalf of the CEAB and presented the proposed 2022 work plan that will be considered for approval in December. The following discussion was captured:

- When asked about the risks involved with virtual visits, P. G. Lafleur highlighted the importance of providing advance notice for everyone involved, in addition to ensuring the visiting teams are well trained and the HEIs are well prepared for the visits. Each virtual visit provides more opportunity to understand what is working well and what needs to be improved.
- The P&P Committee is continuing their work on exploring alternative measurements to the currently used accreditation unit (AU). Reporting received to date on this project considers moving from the AU to learning units (LU). LUs would include online and synchronous learning and would be directly related to the learning outcomes achieved. The AU is outdated, and the new measurement will focus on learning outcomes instead of simply seeing content. It is currently projected that an alternative tool to calculate program content will be ready for presentation next year.

5.2 CEQB

F. George provided the update on behalf of the CEQB and presented the proposed 2022 work plan that will be considered for approval in December. The following discussion was captured:

- In working on the new public guideline for engineers and engineering firms on the topic of Indigenous consultation and engagement, it was highlighted that the CEQB should be focusing efforts on building relationships with northern indigenous communities, given the unique issues they face. Attendance at workshops to date on this topic have included 51 per cent indigenous representation, with 5 per cent of these individuals representing northern communities.
- Regarding CEQB human resourcing, it was reported that the CEQB has qualified volunteers who are ready and willing to do more, and that additional staff would facilitate these efforts.

5.3 FAR Committee

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

5.4 Governance Committee

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

5.5 HR Committee

J. Boudreau provided the update on behalf of the HR Committee. No questions were received.

5.6 Board's 30 by 30 Champion

K. Reid provided the update. A question was raised around evolving gender and Engineers Canada's plans to track data that considers non-binary gender within the 30 by 30 goal. This issue has been integrated into the 30 by 30 sub-strategy, to determine the priority areas that the Regulators would like Engineers Canada to consider in diversity reporting. There are privacy and sensitivity concerns in collecting this type of information, and Engineers Canada will be looking to better understand the challenges and the opportunities through consultation with the Regulators. Additionally, it was noted that some Regulators are already including a non-binary gender option in their information collection.

5.7 Annual advocacy report

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

6. Other business

No other business was brought forward.

7. Next meetings

The Board discussed the location of the upcoming meetings, and unanimously agreed that the December 13, 2021 meeting would be held virtually.

The Board further discussed the need to develop a policy on how it meets in-person in times when COVID-19 is a threat to consider, which should include vaccine and testing requirements. It was noted that staff, in conjunction with the chairs of the CEQB and CEAB, will soon be meeting to discuss its handling of operational meetings in 2022.

G. McDonald reported that at this stage, Engineers Canada does not have a vaccine policy for staff working in-office. Engineers Canada is not prepared to deal with staff who refuse to get vaccinated, which could result in legal exposure. It was reported that in BC, it has been decided that an unvaccinated person does not have the right to put others at risk, although they do have a right to privacy. If an unvaccinated individual must come to office, the policy is that, at a minimum, they must have a test and demonstrate negative results the same day. Further to this, Engineers & Geoscientists BC (EGBC) sourced a legal opinion on whether they could request vaccine status from staff. It was deemed appropriate, and EGBC staff have since responded to a confidential survey. The next step will be to develop a policy for new hires.

The next meetings are scheduled as follows:

- December 13, 2021 (virtual)
- February 25, 2022 (Ottawa, ON)
- April 6, 2022 (virtual)
- May 27-28, 2022 (Toronto, ON)
- June 13-14, 2022 (Mont-Tremblant, QC)
- October 6, 2022 (Ottawa, ON)

ACTION: Staff to draft an in-person meeting policy for Board consideration at the December meeting.

8. In-camera sessions

8.1 Board Directors, Direct Reports, CEO Group Advisor, and staff

Motion 2021-10-10D

Moved by V. Benz, seconded by A. English

THAT the meeting move in-camera and be closed to the public at the recommendation of the Board.

The attendees at the in-camera session shall include Board Directors, the Engineers Canada CEO, the chairs of the CEAB and CEQB, the CEO Group Advisor to the Board, the Secretary, and the Governance Administrator.

Carried

8.2 Board Directors and CEO

Motion 2021-10-11D

Moved by V. Benz, seconded by A. English

**THAT the meeting move in-camera and be closed to the public at the recommendation of the Board.
The attendees at the in-camera session shall include Board Directors, and the Engineers Canada CEO.**

Carried

8.3 Board Directors only

Motion 2021-10-12D

Moved by C. Zinck, seconded by T. Joseph

**THAT the meeting move in-camera and be closed to the public at the recommendation of the Board.
The attendees at the in-camera session shall include Board Directors.**

Carried

9. Closing

With no further business to address, the meeting closed at 4:08pm ET.

Minutes prepared by C. Mash for:

Danny Chui P.Eng., FEC, President

Evelyn Spence, LL.B., CIC.C, Corporate Secretary