

MINUTES OF THE 217th ENGINEERS CANADA BOARD MEETING

December 12, 2022, 10:00am-5:00pm (ET)

Virtual meeting | Zoom

The following Directors were in attendance:	
K. Baig, President (Chair), Québec N. Hill, President-Elect, Ontario D. Chui, Past President, Ontario A. Anderson, Yukon A. Arenja, Ontario E. Barber, Saskatchewan A. Baril, Québec C. Bellini, Ontario V. Benz, Alberta G. Connolly, Prince Edward Island C. Cumming, Nova Scotia	A. English, British Columbia S. Jha, Northwest Territories and Nunavut T. Joseph, Alberta D. Nedohin-Macek, Manitoba M. Rose, New Brunswick D. Spracklin-Reid, Newfoundland and Labrador M. Sterling, Ontario N. Turgeon, Québec J. Van der Put, Alberta M. Wrinch, British Columbia
The following Directors sent regrets:	
N. Avila, Alberta	M. Belletête, Québec
The following CEO Group Advisor was in attendance:	
P. Mann (on behalf of L. Daborn, Chair, CEO Group)	
The following Direct Reports to the Board were in attendance:	
M. A. Hodges, Chair, CEQB P. Klink, Chair, CEAB	G. McDonald, CEO E. Spence, General Counsel and Corporate Secretary
The following observers were in attendance:	
D. Abrahams, Staff, PEO M. Adams, President, Engineers and Geoscientists BC N. Colucci, President, PEO L. Doig, President, APEGA S. Holmes, Executive Director & Registrar, APEG	S. Hungate, Vice President of Advocacy, ESSCO J. Landrigan, Executive Director & Registrar, Engineers PEI M. Paul-Elias, President, NB R. Roy, Incoming President, APEGNB H. Yang, CEO & Registrar, Engineers & Geoscientists BC
The following staff were in attendance:	
J. Bard Miller, Manager, Governance and Board Services J. Chou, Governance Coordinator R. Gauthier, Executive Assistant L. Go, Legal Counsel C. Mash, Interim Manager, Governance and Board Services R. Melsom, Manager, CEQB D. Menard, Director, Finance	M. Ouellette, Manager, Strategic and Operational Planning S. Price, Executive Vice President, Regulatory Affairs J. Sendrowicz, Planning, Event, and Change Practitioner J. Southwood, VP, Corporate Affairs & Strategic Partnerships H. Theelen, Director, Strategic Planning & Organizational Excellence M. Warken, Manager, CEAB

1. Opening

1.1 Call to order and approval of agenda

President K. Baig called the meeting to order at 10:00am ET. Participants were welcomed and the land was acknowledged.

Motion 2022-12-1D

Moved and seconded

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

Carried

The participant list was displayed, and unlisted attendees were asked to identify themselves. Meeting rules and norms were reviewed, as included in the agenda book.

K. Baig shared a diversity moment focussed on the 16 Days of Action Against Gender-based Violence that took place from November 25 to December 10 and includes the annual commemoration of the 1989 École Polytechnique massacre. In Canada, 30% of women, 8% of men, and 59% of transgender and gender diverse people over the age of 15 have been sexually assaulted. Participants were encouraged to reflect on how their individual action could reduce violence in society. Resources on gender-based violence were made available on the document pages of Engineers Canada's website.

1.2 Declaration of conflict of interest

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

1.3 Review of previous Board meeting

a) **Action item list**

The list was pre-circulated. It was noted that outstanding actions will be addressed under item 4.4 or have been further considered by the Board since noted.

In addition to the action list, K. Baig reported to the Board that the CEAB and CEQB chairs have confirmed that they will collaborate on a formal request to the Governance Committee to review their committee members' terms if it is required.

b) **Board attendance list**

The attendance list as of November 28, 2022, was pre-circulated. It was noted that future presentations of the attendance list will accurately reflect that D. Spracklin-Reid and E. Barber attended the CEAB's September 2022 meeting.

2. **Executive reports**

2.1 President's report

K. Baig reported to the Board that since the last Board meeting, she:

- 1) focused on the international exchange barrier issue, and
- 2) attended the Excellence Canada Summit on November 7, 2022, to celebrate Engineers Canada's recent Gold certification against Excellence Canada's *Excellence, Wellness and Innovation Standard*.

No questions were received.

2.2 CEO update

G. McDonald reported that his weekly email to stakeholders contained all relevant updates and that there was nothing further to add. No questions were received.

2.3 Q3 Interim Strategic Performance Report to the Board

G. McDonald presented the pre-circulated interim report on the progress against the 2022-2024 Strategic Plan. All priorities are on track, save Strategic Priority 1.3, *Support the Regulation of Emerging Areas* (SP1.3). Activities had been delayed due to staffing shortages. Staff positions are now

filled and the report on energy engineering is now in development. SP1.3 will remain in yellow for the remainder of the reporting period to reflect the delayed activity. No questions were received on the report.

3. Consent agenda

A correction was noted within the pre-circulated Board Consultation plan. One of the two *Strengthen Collaboration and Harmonization Consultations* will be hosted in conjunction with the 2023 fall meetings in Ottawa, instead of both consultations being hosted in the regions between January and June.

3.1 Approval of minutes

THAT the minutes of the September 29, 2022 Board meeting be approved.

3.2 Approval of committee work plans

- a) THAT the Board approve the 2023 CEAB work plan.
- b) THAT the Board approve the 2023 CEQB work plan.

3.3 Board Consultation plan

THAT the Board approve the 2023 Board Consultation plan.

3.4 CEAB leadership

THAT the Board approve the appointment of the CEAB leadership for the period July 1, 2023, to June 30, 2024:

- Jeff Pieper as Vice-Chair
- Pemberton Cyrus as Chair
- Paula Klink as Past Chair

3.5 CEQB leadership

THAT the Board approve the appointment of the CEQB leadership for the period July 1, 2023, to June 30, 2024:

- Sam Inchasi as Vice-Chair
- Frank Collins as Chair
- Margaret Anne Hodges as Past Chair

Motion 2022-12-2D

Moved and seconded

THAT the consent agenda motions (3.1 to 3.5) be approved in one motion.

Carried

4. Board business / required decisions

4.1 2023 budget and 2025 Per Capita Assessment

A. Arjan, Finance, Audit, and Risk (FAR) Committee Chair, presented this item, highlighting the areas of change since the 2023 draft budget was presented in September. No questions were received on the budget or the Per Capita Assessment recommendation.

Motion 2022-12-3D

Moved and seconded

1. THAT the Board, on recommendation of the FAR Committee, approve the 2023 budget, including an operational budget of \$12.3M, and a project budget of \$4.5M.

2. THAT the Board, on recommendation of the FAR Committee, recommend to the Members that the 2025 Per Capita Assessment Fee be maintained at \$8 per Registrant.

Carried with two-thirds majority

4.2 Board policy updates

A. English, Governance Committee Chair, provided an overview of the Governance Committee's recommended updates to twelve (12) Board policies. The Board was reminded that policy 7.13, *Vaccination for In-Person Meetings* ("Policy 7.13") continues to be reviewed by the Governance Committee at each of its meetings due to the evolving nature of the pandemic. A. English advised that the committee was recommending that the policy be revised to reflect Health Canada's recommendation that Canadians keep up to date with their vaccines. This recommendation responds to changes to the government's guidelines, which acknowledge that individuals are at different stages of vaccination, and the resultant challenges in enforcing the policy. Furthermore, the committee recommended that at its meeting in February the Board rescind Policy 7.13. Discussion on this matter was captured as follows:

- A question was raised around whether there is risk that Policy 7.13 remaining in place until February could conflict with government guidelines and cause dissatisfaction amongst some of those to whom the policy applies. A. English clarified that the committee agreed to keep Policy 7.13 in place until February because it provides a minimum recommendation that individuals stay up to date on their boosters.

Motion 2022-12-4D

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

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

Carried with two-thirds majority

4.3 Chair assessment

M. Wrinch, HR Committee Chair, presented the chair assessment survey content for Board approval. It was reported that committee chairs primarily receive feedback through an informal roundtable at the end of each committee meeting and the annual chair assessment survey. The survey is proposed to be delivered at the mid-point of the chairs' 1-year terms.

The following discussion was captured:

- Results of the annual assessment are shared by the President-Elect to the chairs for developmental purposes for their current and future roles.

- No follow-up evaluation is currently conducted to gauge the chair's growth following the initial assessment.
- Having the President-Elect deliver assessment feedback was intentionally designed in policy, as a way for the individual in the role to build rapport with their fellow Directors; however the HR Committee recognized that the respective abilities of each President-Elect to convey the assessment results to the chairs impacts the overall success of the assessment process.
- One Director noted the importance of providing positive feedback during these exercises, ensuring it is specific about what individuals are doing well, and with confidence.

Motion 2022-12-5D

THAT the Board, on recommendation of the HR Committee, approve the content of the chair assessment survey.

Carried

4.4 International student exchanges update (presented as information for discussion)

D. Spracklin-Reid, Director appointed to the CEAB, and P. Klink, CEAB Chair, presented the item for information. In response to the Board's fulsome discussion and request at its September meeting, the CEAB will be considering a temporary exemption for students going on international exchange at its meeting on February 3. The CEAB's recommendation will then be presented to the Engineers Canada Board for approval on February 23.

P. Klink explained that since the accreditation criteria are interdependent and this exemption relates to several criteria and policies, approval of the temporary exemption will result in a standalone appendix to the *2023 CEAB Accreditation Criteria and Procedures*. Potential risks of this exemption were highlighted, as also discussed at the Board meeting in September, and will be further documented to the Board with the materials presented in February. It was further reported that currently, the number of students who go on international exchange is small, and those who do access the opportunity still need to meet the requirements set by their home institutions. The following discussion on this matter was captured:

- One Director requested information about how each enumerated risk could be mitigated.
- Regarding the timeframe for the exemption, it would remain in place until 2027, or until such a time as something more specific becomes available:
 - It is expected that, through the efforts of SP1.1, the CEAB will have a clear understanding of the role of licensure in the teaching of engineering by 2025. If the CEAB does not attain required input in this area, they will strike a working group to further consider the issue and form a resolution by 2027.
 - If approved, the CEAB will continue to monitor this temporary exemption and determine the measurements of success, and this work may provide insight into a more permanent solution for this barrier.
- In response to a potential risk of inconsistency being raised that could result from the exemption, P. Klink noted that the CEAB does not just accredit to the Washington Accord's standard. A fundamental question at this time through the work of SP1.1 is whether the rigor of the accreditation system should continue.

- J. Landrigan noted that the CEO Group could assist the Board by reviewing the risks associated with this issue and providing the Regulators' perspectives prior to the Board's decision.

Directors were encouraged to attend the CEAB's February 3 meeting to hear the deliberations on this issue. P. Klink was thanked for the effort made in this area.

ACTION: K. Baig to contact L. Daborn about the CEO Group providing analysis of the risks related to reducing the barriers to international exchange via temporary exemption, prior to the Board's discussion on February 23.

5. Reports

Board committees provided updates, with supporting slide presentations made available on the Engineers Canada website and within the Directors' meeting packages in OnBoard.

5.1 CEAB

P. Klink provided the update on behalf of the CEAB. Directors who have not previously participated were encouraged to consider volunteering on a CEAB accreditation visit. No questions were received.

5.2 CEQB

M. A. Hodges provided the update on behalf of the CEQB. A question was raised about how the CEQB is leveraging virtual technology to expedite some of the longer projects underway. It was explained that while virtual technology is used by the CEQB's committees so they can meet quickly, the longer time frame for product development (as documented in Board policy 9.2, *Qualifications Board Products*) ensures strong outcomes and should be respected.

5.3 FAR Committee

A. Arenja provided the update on behalf of the FAR Committee. No questions were received.

5.4 Governance Committee

A. English provided the update on behalf of the Governance Committee. It was noted that the committee will be meeting in January to continue their agenda from November 24, to consider the matter of observers at Board meetings. Committee members were thanked for supporting the unplanned meeting. No questions were received.

5.5 Human Resources (HR) Committee

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

5.6 Strategic Planning Task Force (SPTF)

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

5.7 Collaboration Task Force (CTF)

C. Bellini provided an update on CTF activities. Fellow task force members were commended for their engagement and hard work in preparing for the Consultations planned in 2023.

One Director raised the importance of harmonization, that as an engineer in Canada, it should be easy to apply and pay fees to practice in any province or territory. C. Bellini responded that these will be delicate issues to consider as the task force's work continues, and a major focus will be ensuring harmonization work is Member-led.

Directors were reminded of the importance of the upcoming Consultations and ensuring the right people within each Regulator are at the table.

5.8 Board's 30 by 30 Champion

T. Joseph provided the update, and applauded staff for their work in this area. The following discussion was captured:

- 30 by 30 data is difficult to filter. Data is mainly sourced from Regulators, specifically the individuals in the system who are seeking licensure, and only includes people who declare themselves as women-identifying. An additional source is the annual *Enrolment and Degrees Awarded Report (EDAR)* which captures the trends within the higher education institutions (HEIs). The EDAR indicates an increase in women-identifying individuals engaged in engineering. Some institutions have achieved 40% of women-identifying individuals amongst first year students, with some reporting up to 50%. Data is also gathered on how many of these individuals graduate. Engineers Canada's new Equity Diversity and Inclusion (EDI) analyst will be focused on considering these trends in conjunction with several research consortiums.
- The data does not currently support achievement of the 30 by 30 goal but attracting more women from internationally educated backgrounds could help shift the projections.
- One Director highlighted that having a defined path in place for non-CEAB graduates will positively affect progress towards achieving the 30 by 30 goal.

6. Next meetings

E. Spence's pending departure was reported, and she was thanked for her work and support as Secretary to the Board since February 2020. G. McDonald presented Light Go, Legal Counsel, who will serve as acting secretary until February when the Board considers the appointment.

The next Board meetings are scheduled as follows:

- February 23, 2023 (Ottawa, ON)
- April 5, 2023 (virtual)
- May 26, 2023 (Halifax, NS)
- June 19, 2023 (Ontario)

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

- Strategic Planning Task Force: December 13, 2022 (virtual)
- FAR Committee: December 14, 2022 (virtual)
- HR Committee: December 15, 2022 (virtual)
- Strategic Planning Task Force: February 22, 2023 (Hybrid/Ottawa)
- FAR Committee: February 27, 2023 (virtual)
- Governance Committee: March 8, 2023 (virtual)
- FAR Committee: March 10, 2023 (virtual)
- Collaboration Task Force: March 15, 2023 (virtual)
- HR Committee: March 30, 2023 (virtual)
- FAR Committee: May 11, 2023 (virtual)
- Strategic Planning Task Force: May 16, 2023 (virtual)
- HR Committee (2023-2024): May 27, 2023 (Halifax, NS)
- All 2023-2024 committees and task forces: June 19, 2023 (Ontario)

7. In-camera sessions

7.1 Board Directors and CEO

Motion 2022-12-6D

Moved and seconded

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

The attendees at the in-camera session shall include Board Directors, the Engineers Canada CEO.

Carried

7.2 Board Directors only

Motion 2022-12-7D

Moved and seconded

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

The attendees at the in-camera session shall include Board Directors.

Carried

8. Closing

With no further business to address, the meeting closed at 1:06pm ET.

Minutes prepared by C. Mash for:

Kathy Baig, MBA, FIC, ing., DHC, President

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