

MINUTES OF THE 225th ENGINEERS CANADA BOARD MEETING

April 3, 2024, 11:00am-1:00pm (ET)

Virtual meeting | Zoom

The following Directors were in attendance:	
N. Hill, President (Chair), PEO M. Winch, President-Elect, Engineers & Geoscientists BC A. Anderson, Engineers Yukon A. Arenja, PEO N. Avila, APEGA C. Bellini, PEO G. Connolly, Engineers PEI C. Cumming, Engineers Nova Scotia S. Jha, NAPEG	T. Joseph, APEGA H. Kennedy, APEGA T. Kirkby, PEO D. Nedohin-Macek, Engineers Geoscientists MB M. Rose, APEGNB M. Sterling, PEO N. Turgeon, OIQ J. Van der Put, APEGA
The following Directors sent regrets:	
K. Baig, Past President, OIQ E. Barber, APEGS A. English, Engineers & Geoscientists BC	S. Larivière-Mantha, OIQ M. Mekomba, OIQ D. Spracklin-Reid, PEGNL
The following CEO Group Advisor was in attendance:	
P. Mann, Chair, CEO Group	
The following Direct Reports to the Board were in attendance:	
F. Collins, Chair, CEQB P. Cyrus, Chair, CEAB	G. McDonald, CEO L. Go, General Counsel and Corporate Secretary
The following observers were in attendance:	
Dan Abrahams, VP, PEO Kathryn Atamanchuk, President, Engineers Geoscientists MB Lia Daborn, CEO, APEGNB Adam Donaldson, President, Engineers Nova Scotia Mark Fewer, CEO, PEGNL Jamie Grasley, interest holder, CFES Stormy Holmes, APEGS, Executive Director & Registrar Kimberley King, Engineers Yukon, Executive Director	Pal Mann, CEO, Engineers Nova Scotia Jeff Pieper, Vice Chair, CEAB Manon Plante, APEGA, President Jennifer Quaglietta, CEO, PEO Sarah Sternbergh, Engineers Yukon, President Heidi Yang, CEO, Engineers & Geoscientists BC Holly Young, President, APEGNB
The following staff were in attendance:	
Joan Bard Miller, Manager, Governance, Board Services Juliet Chou, Governance Coordinator Nathan Durham, Manager, Public Affairs Megan Falle, Manager, Regulatory Liaison Elise Guest, Assistant Manager, Accreditation Trina Hubley, VP, Regulatory Affairs Ryan Melsom, Secretary, CEQB Derek Menard, Director, Finance Ivan Ntale, Information Systems Analyst	Melanie Ouellette, Manager, Strategic and Operational Planning Nicole Proulx, Director, Human Resources Kyle Smith, Manager, Regulatory Research and International Mobility Jeanette Southwood, VP, Corporate Affairs & Strategic Partnerships Mya Warken, Secretary, CEAB

1. Opening

1.1 Call to order and approval of agenda

N. Hill, Engineers Canada President, called the meeting to order at 011:00 am ET. Participants were welcomed, and the land was acknowledged.

N. Hill noted that the generative discussion postponed from the March 1 Board meeting will be included on the agenda for the May Board meeting, which will be hybrid.

Motion 2024-04-1D

Moved and seconded

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

Carried

Meeting rules and norms were reviewed.

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.

2. Board business / required decisions

2.1 2023 audited financial statements

D. Nedohin-Macek presented the 2023 audited financial statements that were pre-circulated to the Board. In her remarks, she noted that the auditors, Raymond Chabot Grant Thornton (RCGT), had reported a clean audit and expressed appreciation for the staff's work in supporting the audit process.

Staff confirmed that RCGT's audit process had been thorough and well done. Efficiencies are expected in future audits as RCGT becomes familiar with Engineers Canada.

The Board expressed its appreciation to management for the work completed on the audit.

Motion 2024-04-2D

Moved and seconded

THAT the Board, on recommendation of the FAR Committee, approve the Engineers Canada financial statements for the year ending December 31, 2023, as audited by Raymond Chabot Grant Thornton, and be placed before the Members at the 2024 Annual Meeting of Members.

Carried

2.2 Statement of Collaboration

C. Bellini presented the Statement of Collaboration that was pre-circulated to the Board, on behalf of the Collaboration Task Force. He noted that to date, most changes requested from the Regulators have been minor and did not impact the intent of the Statement. The proposed

motion allowed for a provision for the Collaboration Task Force to make changes secretarily if needed given that the Councils of a few Regulators will be discussing the Statement prior to the May Board meeting.

It was confirmed that the intent was for the Regulators to make an initial five-year commitment to the statement; renewals may follow. It was also confirmed that there is no real conflict of interest for Directors who also serve on Regulator Councils to vote on the proposed motion.

Motion 2024-04-3D

Moved and seconded

THAT the Board recommend to the Members approval of the National Statement on Collaboration and mandate the Collaboration Task Force to make changes secretarily if required.

Carried with two-thirds majority

3. Next meetings

The next Board meetings are scheduled as follows:

- May 24, 2024 (Winnipeg, MB)
- June 17, 2024 (Osoyoos, BC)
- October 10, 2024 (Ottawa, ON)
- December 9, 2024 (virtual)
- February 28, 2025 (Ottawa, ON)
- April 2, 2025 (virtual)
- May 23, 2025 (TBD, BC)

With regard to the Board's workshop in June, the CEO noted that his team would follow up with the Board to coordinate ridesharing amongst Directors.

4. In-camera sessions

4.1 Board Directors and Direct Reports

Motion 2024-04-4D

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, and the Secretary.

Carried

4.2 Board Directors and CEO

Motion 2024-04-5D

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

4.3 Board Directors only

Motion 2024-04-6D

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

5. Closing

With no further business to address, the meeting closed at 11:48 am ET.

Minutes prepared by J. Bard Miller, Manager, Governance, Board Services for:

Nancy Hill, B.A.Sc., LL.B., FCAE, FEC, P. Eng., President

Light Go, General Counsel and Corporate Secretary