

MINUTES OF THE 226th ENGINEERS CANADA BOARD MEETING
 May 24, 2024, 8:30am-4:30pm (CDT)
 Hybrid meeting: Fort Garry, Winnipeg | Zoom

The following Directors were in attendance:	
N. Hill, President (Chair), PEO	T. Joseph, APEGA
M. Winch, President-Elect, Engineers & Geoscientists BC	H. Kennedy, APEGA
K. Baig, Past President, OIQ	T. Kirkby, PEO
A. Anderson, Engineers Yukon	S. Larivière-Mantha, OIQ (virtual, left at 11:32am)
A. Arenja, PEO	M. Mekomba, OIQ
N. Avila, APEGA	D. Nedohin-Macek, Engineers Geoscientists MB
E. Barber, APEGS	M. Rose, APEGNB
C. Bellini, PEO	M. Sterling, PEO
G. Connolly, Engineers PEI	N. Turgeon, OIQ
C. Cumming, Engineers Nova Scotia	J. Van der Put, APEGA
A. English, Engineers & Geoscientists BC	
The following Directors sent regrets:	
S. Jha, NAPEG	D. Spracklin-Reid, PEGNL
The following CEO Group Advisor was in attendance:	
P. Mann, Chair	
The following Direct Reports to the Board were in attendance:	
F. Collins, Chair, CEQB	G. McDonald, CEO
P. Cyrus, Chair, CEAB	L. Go, General Counsel and Corporate Secretary
The following observers were in attendance:	
Dan Abrahams, VP, PEO	Andrew Lockwood, incoming Director, APEGS
Kathryn Atamanchuk, President, Engineers Geoscientists MB	Michelle Mahovich, President, EGBC
Chris Borg, Account Manager, Manulife	Marianne LeBlanc, President, Engineers PEI
Elliott Coles, incoming Director, Engineers PEI	Jean-Luc Martel, incoming Director, OIQ
Lia Daborn, CEO, APEGNB	Vince McCormick, CEO, NAPEG
Lisa Doig, incoming Director, APEGA	Erin Moss-Tressel, President, APEGS
Adam Donaldson, President, Engineers Nova Scotia	Anjum Mullick, incoming Director, APEGA
Mark Fewer, CEO, PEGNL	Sandro Perruzza, CEO, OSPE
Jamie Grasley, VP External, CFES	Jeff Pieper, Vice Chair, CEAB
Michael Gregoire, CEO, Engineers Geoscientists MB	Manon Plante, APEGA, Past President
Jeanine Groenewegen, Marketing Manager, Manulife	Philip Rizcallah, incoming CEO, Engineers Canada
Maxime Guilbant, Relationship Manager, TD Insurance	Archie Sachdeba, Director, Partnerships, Manulife
Paul Guy, President, NAPEG	Sarah Sternbergh, President, Engineers Yukon
Stormy Holmes, APEGS, Executive Director & Registrar	Max Stiles, AVP, TD Insurance
Sam Inchasi, Vice Chair, CEQB	Adam Wallace, Engineers Yukon, Vice President
Kimberley King, Engineers Yukon, Executive Director	Mary Wells, Chair, EDC
Jim Landrigan, Engineers PEI, Executive Director / Registrar	Gregory Wowchuk, President, PEO
	Heidi Yang, CEO, Engineers & Geoscientists BC

	Holly Young, President, APEGNB
The following staff were in attendance:	
Joan Bard Miller, Manager, Governance, Board Services	Alison Peverley, Coordinator, Qualifications (virtual)
Tanya Boucher, Manager, Member Services	Nicole Proulx, Director, Human Resources (virtual)
Juliet Chou, Governance Coordinator	Julie Sendrowicz, Planning, Event, and Change Practitioner
Nathan Durham, Manager, Public Affairs	Kyle Smith, Manager, Regulatory Research and International Mobility (Virtual)
Megan Falle, Manager, Regulatory Liaison	Jeanette Southwood, VP, Corporate Affairs & Strategic Partnerships
Isabelle Flamand, Specialist, Qualifications (virtual)	Heidi Theelen, Director, Strategic Planning and Organizational Excellence (virtual)
Brent Gibson, Manager, Communications	Mya Warken, Secretary, CEAB
Trina Hubley, VP, Regulatory Affairs	
Ryan Melsom, Secretary, CEQB (virtual)	
Derek Menard, CFO	
Ivan Ntale, IT analyst (virtual)	
Melanie Ouellette, Manager, Strategic and Operational Planning (virtual)	

1. Opening

1.1 Call to order and approval of agenda

N. Hill, President, Engineers Canada, called the meeting to order at 8:36 am CDT. Participants were welcomed and the land was acknowledged.

In recognition of the Board’s in-camera meeting held on May 17, 2024, the pre-circulated agenda was modified to:

- Reflect that the current meeting was the 227th Engineers Canada Board meeting, and
- Remove agenda item 4.7.

Motion 2024-05-6D

Moved and seconded

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

Carried

Meeting rules and norms were reviewed, as included in the agenda book.

N. Hill shared a diversity moment focused on gender equity.

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.

b) Board attendance list

The attendance list was pre-circulated.

2. Executive reports

2.1 President's report

N. Hill began her report by welcoming Engineers Canada's incoming CEO, P. Rizcallah, P. Eng., and inviting him to say a few introductory remarks to the Board.

N. Hill updated the Board on her Engineers Canada-related activities since the previous Board meeting, which included:

- Bi-weekly touch-base meetings with G. McDonald, CEO, Engineers Canada,
- Attendance at Regulator AGMs,
- Video messages for various regulator AGMs,
- A meeting with Engineers Canada's President-Elect and the Chair and Past Chair of Engineering Deans Canada to discuss the Futures of Engineering Accreditation (FEA), and
- Attendance at the two-day FEA co-design session for the Path Forward Report.

N. Hill noted that it is anticipated that the Path Forward Report will be presented to the Board before the end of the year and expressed her preference that the report be accompanied by motions to move the recommendations forward.

She expressed appreciation to the organizers of the 2024 30 by 30 Conference and thanked G. McDonald for his six years of service as Engineers Canada's CEO.

2.2 CEO update

G. McDonald updated the Board on operational activities since the past Board meeting, as circulated in his weekly email update to the Board.

2.3 2022-2024 Strategic Plan report

G. McDonald presented the Q1 interim strategic performance report that had been pre-circulated to the Board.

T. Hubley, Vice President, Regulatory Affairs, Engineers Canada, presented an update on the progress of SP 1.1 Futures of Engineering Accreditation. Presentation slides were pre-circulated to the Board.

Through clarifying questions answered by staff, the Board sought to better understand the direction in which the project is moving, timelines, anticipated outcomes and their perceived benefits, and interest holder engagement and feedback to date. Staff noted that feedback to date validated the current direction, and that further information will be collected through a prototype/pilot. In the coming months, the Steering Committee will develop a Path Forward report that will be presented to the Board in December for approval.

M. Wells, Chair, Engineering Deans Canada, expressed appreciation for the collaborative process undertaken, and support for the recommendations that have emerged so far.

2.4 CEO Group report

P. Mann, CEO Group Advisor to the Board, presented the pre-circulated slides updating the Board on the CEO Group's meeting held on May 21 and 23, 2024.

A clarifying question was asked and answered about compliance activities. With regard to areas of concern for the Regulators, it was noted that legislation in each jurisdiction is an obstacle to collaboration and harmonization. The CEO Group is considering areas of potential collaboration amongst Regulators and will bring recommendations to the Board in due course for consideration and prioritization.

2.5 Presidents Group report

K. Atamanchuk, President, Engineers Geoscientists Manitoba, presented the pre-circulated slides updating the Board on the Presidents Group meeting held on May 23, 2024.

The regular turnover in the President's Group creates communication challenges when the group only meets three times per year at the Engineers Canada Board meetings. It was thus noted that the President's Group would like to meet more frequently.

3. Consent agenda

3.1 Approval of minutes

- a) THAT the minutes of the March 1, 2024 Board meeting be approved.
- b) THAT the minutes of the April 3, 2024 Board meeting be approved.

3.2 List of partnership organizations

3.3 Update on the 50-30 Challenge

3.4 CEAB appointments

THAT the following CEAB appointments be approved for the period July 1, 2024 to June 30, 2027:

- Adel Omar Dahmane for Quebec (new member)
- Aparna Verma for the North (new member)
- Morteza Esfehiani, member-at-large (new member)
- Marie-Isabelle Farinas, member-at-large (new member)
- James (Jim) K. W. Lee, member-at-large (second term)
- Christine Moresoli, member-at-large (new member)
- Ramesh Subramanian for Ontario (third term)

3.5 CEQB appointments

THAT the following CEQB appointments be approved for the period July 1, 2024 to June 30, 2027:

- John Diiwu, member at large (new member)
- Rishi Gupta, representative for British Columbia (new member)
- Kamran Behdinan, member-at-large (second term)
- Marcie Cochrane, member-at-large (second term)

Motion 2024-05-7D

Moved and seconded

THAT consent agenda items (3.1 to 3.5) be approved.

Carried

4. Board business/required decisions

4.1 Risk register / Corporate Risk Profile

D. Nedohin-Macek, Chair of the Finance, Audit, and Risk (FAR) Committee presented the Corporate Risk Profile and Risk registers which had been pre-circulated to the Board for information. She highlighted the changes made since the Board last reviewed the document.

Through a fulsome discussion the Board expressed interest in learning how to more effectively identify risks at the Board and committee levels, consider intersectionality in risks, and use the risk register / corporate risk profile as a decision-making tool. Consideration was also given to enhancing the risk appetite statement in its next iteration.

Directors reflected on the current risk ratings and suggested that the ratings may be higher for Board risks 2 – Decreased confidence in the governance, and 5 – Engineering is unwelcoming and exclusionary to under-represented people in engineering; and more attention be given to operational risk 8 - Insufficient client satisfaction. Moreover, it was suggested that 1) risk to the marks Engineers Canada owns be tracked, and 2) that the Board and senior leadership team participate in a table-top exercise on cyber security.

The Board's feedback will be considered by the FAR committee.

4.2 CEQB report

F. Collins, CEQB Chair, provided an update on behalf of the CEQB.

4.3 CEQB products

F. Collins presented for Board approval three CEQB products that had been pre-circulated.

Through the discussion, it was confirmed that efforts are taken to look for unconscious bias when developing and updating guidelines and that the decision to keep the guidelines on good character and the code of ethics separate was deliberate and reflected their respective purposes as determined by regulators. Moreover, it was confirmed that efforts are being taken to track the reception and use of the guidelines.

Motion 2024-05-8D

Moved and seconded

THAT the Board, on recommendation of the CEQB, approve the following products:

- **New Public Guideline on duty to report**
- **Revised Public Guideline on code of ethics**
- **Revised Public Guideline on conflict of interest**

Carried

4.4 Governance Committee report

A. Anderson provided the update on behalf of the Governance Committee, noting that the 2023-2024 work plan is complete.

4.5 Board policy updates

On behalf of the Governance Committee, A. Anderson presented for the Board's consideration revisions to four (4) Board policies. The proposed revisions with accompanying rationales were pre-circulated to the Board.

- It was noted that time and planning would be needed by the CEAB and CEQB to achieve the targets set out in the federal government's 50-30, committed to by the Engineers Canada Board and included in the proposed revisions to the CEAB and CEQB's terms of reference.
- The Board confirmed with P. Mann that the CEO Group did not have any concerns with the proposed three-year review period for Board policy 7.11, *Consultation*, given the extent of the recent revisions.
- It was also noted that the Governance Committee will ensure that the legacy language "stakeholders" would be replaced with "interest holders" throughout the policy manual.

Motion 2024-05-9D

Moved and seconded

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

- ***6.9, Canadian Engineering Accreditation Board (CEAB)***
- ***6.10, Canadian Engineering Qualifications Board (CEQB)***
- ***7.3, Board relationship with Engineering Deans Canada (EDC)***
- ***7.11, Consultation***

Carried with two-thirds

4.6 HR Committee report

A. Arenja provided the update on behalf of the HR Committee, noting that the 2023-2024 work plan is complete. In addition to the information captured in the pre-circulated slides, A. Arenja highlighted that Engineers Geoscientists Manitoba had provided a list of candidates to the HR Committee for nomination to Engineers Canada's Board, rather than one nominee per vacancy as was the status quo. K. Atamanchuk, President, Engineers Geoscientists MB, signaled her support for the enhanced nomination process.

4.7 Completion of the CEO Search Committee mandate

This item was approved by the Board at its meeting on May 17, 2024, and removed from the current meeting agenda.

4.8 FAR Committee

D. Nedohin-Macek provided an update on behalf of the FAR Committee, noting that the 2023-2024 work plan is complete. Appreciation was expressed for the clarity of materials presented to the Board by the FAR Committee over the past year.

4.9 CEAB report

P. Cyrus provided the Board with an update on CEAB activities. In his report, he asked the Board to advise on restarting policy work as part of its 2025 work plan. All major CEAB work had been paused while Strategic Priority 1.1 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. The CEAB stated that the longer policy work is paused, the longer errors in the accreditation system persist and go unaddressed.

Through a fulsome discussion the Board sought to further understand the implications of restarting policy work, including the critical issues in the accreditation system that would be addressed, potential contradictions with the policy recommendations put forward in the Path Forward Report, and the impact on resources currently focused on the Futures of Engineering Accreditation.

ACTION: That the CEAB pre-circulate to the Board for consideration at its June meeting a report of urgent maintenance-related policy work that the CEAB considers critical for the integrity of the accreditation system.

4.10 Board's 30 by 30 Champion

T. Joseph provided the update on behalf of the 30 by 30 network. In addition to presenting the pre-circulated slides, he remarked on the success of the 30 by 30 Conference held on Wednesday, May 22, and its lead-up events.

5. Annual updates from interest holders

Representatives from EDC and CFES were invited to provide updates, with supporting slide presentations made available on the Engineers Canada website.

5.1 Engineering Deans Canada (EDC)

M. Wells, Chair of EDC, provided the Board with an annual update on behalf of EDC. Clarifying questions were asked and answered.

5.2 Canadian Federation of Engineering Students (CFES)

J. Grasley, VP External, provided an update on behalf of CFES. Supporting slides were pre-circulated to the Board.

Through clarifying questions answered by J. Grasley and staff, the Board learned more about Engineers Canada's partnership with CFES and efforts to address barriers to licensure, including the Pathway to Licensure portion of the 2022-2024 strategic priority 2.2 Reinforce trust and the value of licensure.

On behalf of CFES, J. Grasley asked the Board whether there were plans for Engineers Canada to consider issuing a statement to the Government of Canada with regard to its policies for international students and/or support plans for international students after their degree.

ACTION: Engineers Canada’s Public Affairs Advisory Committee will be asked to consider a statement around policies and support plans for international students, as requested by the CFES.

6. Elections and appointments

6.1 Election of the President-Elect

Four candidates applied for the position of President-Elect. The resumes of each applicant were pre-circulated to the Board along with an outline of the voting process.

Motion 2024-05-10D

Moved and seconded

THAT the Board appoint Engineers Canada CEO, and hosting Regulator, Engineers Geoscientists Manitoba, as scrutineers for the 2024 President-Elect election; and after the election, the ballots be destroyed by the scrutineers.

Carried.

Following three rounds of voting, John Van der Put was elected Engineers Canada’s President-Elect for 2024-2025.

6.2 Appointment of the 2024-2025 HR Committee

N. Hill presented the HR Committee’s recommendation to the Board for appointees to the 2024-2025 HR Committee, in addition to the President, Past President and President-Elect.

Discussion followed about the process in which prospective members were identified and it was noted that the recommended membership aimed to provide continuity during the CEO transition. Directors suggested that rotating committee members helps to build necessary skills across the Board. It was suggested that the process for selecting Directors to serve on committees be codified.

Motion 2024-05-11D

Moved and seconded

THAT the Board, on recommendation of the HR Committee, appoint the following Directors to the 2024-2025 HR Committee:

a) Ann English

b) Arjan Arenja

Carried

6.3 Director Appointment to the CEAB

N. Hill presented the HR Committee’s recommendation that L. Doig be appointed to the CEAB, as outlined in the pre-circulated briefing note.

Motion 2024-05-12D

Moved and seconded

THAT the Board, on recommendation of the HR Committee, appoint Lisa Doig to the CEAB for a two-year term beginning May 25, 2024, and ending at the June 22, 2026, Board meeting.

7. Generative discussion

N. Hill invited the Board to engage in a generative discussion about emerging trends in regulation. The Board discussed in small break-out groups. Insights from the discussions were shared in plenary.

8. Next meetings

The next Board meetings are scheduled as follows:

- 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 (Vancouver, BC)

The upcoming 2024-2025 committee and task force meetings are scheduled as follows:

- HR Committee: May 25, 2024 (Winnipeg, MB)
- All 2023-2024 committees and task forces: June 17, 2024 (Osoyoos, BC)

9. In-camera sessions

9.1 Board Directors and Direct Reports

Motion 2024-05-13D

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, Engineers Canada CEO, the chairs of the CEAB and CEQB, and the Secretary.

Carried

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

Motion 2024-05-14D

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, the chairs of the CEAB and CEQB, the CEO Group Advisor to the Board, the Secretary, the Manager, Governance and Board Services, the Director, Finance, and the Manager, Member Services.

Carried

9.3 Board Directors and CEO

Motion 2024-05-15D

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, and the Engineers Canada CEO.

Carried

9.4 Board Directors only

Motion 2024-05-16D

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

10. Closing

With no further business to address, the meeting terminated at 4:55pm CDT.

Minutes prepared by J. Bard Miller for:

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

Light Go, General Counsel and Corporate Secretary