

MINUTES OF THE 230th ENGINEERS CANADA BOARD MEETING

December 9, 2024, 10:00am-4:00pm (ET)

Virtual meeting | Zoom

The following Directors were in attendance:	
M. Wrinch, Chair, Engineers & Geoscientists BC J. Van der Put, President-Elect, APEGA N. Hill, Past President, PEO A. Arenja, PEO C. Bellini, PEO E. Coles, Engineers PEI C. Cumming, Engineers Nova Scotia C. Dixon, Engineers Yukon L. Doig, APEGA A. English, Engineers & Geoscientists BC S. Jha, NAPEG T. Joseph, APEGA	T. Kirkby, PEO S. Larivière-Mantha, OIQ A. Lockwood, APEGS J. Martel, OIQ M. Mekomba, OIQ A. Mullick, APEGA J. Paliwal, EGMB M. Rose, APEGNB D. Spracklin-Reid, PEGNL M. Sterling, PEO N. Turgeon, OIQ
The following Directors sent regrets:	
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 J. Pieper, Chair, CEAB	P. Rizcallah, CEO L. Go, General Counsel and Corporate Secretary
The following observers were in attendance:	
Shawn Amberman, Vice-President, APEGNB David Amorim, President, EGMB Lia Daborn, CEO, APEGNB Roydon Fraser, Past President, PEO Michael Gregoire, CEO, Engineers Geoscientists MB Stormy Holmes, Executive Director & Registrar, APEGS Sam Inchasi, Vice Chair, CEQB	Kim King, Executive Director, Engineers Yukon Jim Landrigan, Engineers PEI, Executive Director / Registrar Sue Molloy, President, Engineers Nova Scotia David Pavan, CRO, EGBC Sarah Sternbergh, President, Engineers Yukon Holly Young, President, APEGNB Tim Veldhuis, West Ambassador, CFES
The following staff were in attendance:	
Joan Bard Miller, Manager, Governance, Board Services Kim Bouffard, Manager, Belonging and Engagement Juliet Chou, Governance Coordinator Nathan Durham, Manager, Public Affairs and Government Relations Megan Falle, Manager, Regulatory liaison Derek Menard, CFO Rosie Gauthier, Planning, Event, and Change Practitioner Brent Gibson, Manager, Communications Trina Hubley, Vice-President, Regulatory Affairs Roselyne Lampron, Accreditation Program Advisor Marlene McCourt, Senior Financial Officer Jacqueline Miller, Manager, Member Services	Ryan Melsom, Secretary, CEQB Melanie Ouellette, Manager, Strategic and Operational Planning Alison Peverley, Coordinator, Qualifications Nicole Proulx, Director, Human Resources Kyle Smith, Manager, Regulatory Research and International Mobility Heidi Theelen, Director, Strategic Planning and Organizational Excellence Jeanette Southwood, VP, Corporate Affairs & Strategic Partnerships Eileen Sowunmi, Associate, Outreach and Belonging Mya Warken, Secretary, CEAB

1. Opening

1.1 Call to order and approval of agenda

M. Wrinch, President, Engineers Canada, called the meeting to order at 10:00am ET. Participants were welcomed and the land was acknowledged.

Motion 2024-12-1D

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, as included in the agenda book.

M. Wrinch shared a diversity moment, focussed on September 30 as the National Day for Truth and Reconciliation. The Board also recognized the National Day of Remembrance and Action on Violence Against Women.

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, and it was noted that there is one action in progress.

b) Board attendance list

The attendance list as of November 25, 2024, was pre-circulated.

2. Executive reports

2.1 President's report

M. Wrinch provided a verbal update to the Board on his Engineers Canada-related activities since the previous Board meeting, which included:

- Continuing to support Engineers Canada's new CEO with weekly meetings,
- Working as part of the HR Committee to develop measurable 2025 CEO objectives and select the membership of the Governance Review Task Force,
- Building the Board's agenda in consultation with staff, and
- Delivering a speech at the Canadian Federation of Engineering Students (CFES) Conference on Diversity in Engineering.

2.2 CEO update

P. Rizcallah, CEO, Engineers Canada, provided the Board with highlights of operational work undertaken since the October 2024 Board meeting and a snapshot of the organization's financial health.

Directors asked clarifying questions all of which were answered by staff.

2.3 2022-2024 Strategic Plan reporting

a) Q3 Interim strategic performance report

P. Rizcallah referred the Board to the Q3 interim strategic performance report that had been pre-circulated. As noted in the report, all priorities are on track to be completed by the end of the strategic plan in December. In the coming quarter, work will be undertaken with the Regulator to further collaboration and harmonization.

3. Consent agenda

3.2 CEAB leadership

THAT the Board approve the appointment of the CEAB leadership for the period July 1, 2025 to June 30, 2026:

- Julius Pataky as Vice-Chair
- Ray Gosine as Chair
- Jeff Pieper as Past Chair

3.3 CEQB leadership

THAT the Board approve the appointment of the CEQB leadership for the period July 1, 2025 to June 30, 2027:

- Amy Hsiao as Vice-Chair
- Sam Inchasi as Chair
- Frank Collins as Past Chair

Motion 2024-12-2D

Unduly noted

THAT consent agenda items 3.2 and 3.3 be approved.

Carried

3.1 Approval of minutes

Clarification was provided on the process for committee appointments based on presentation of item 4.6 at the October Board meeting. No changes were required to the minutes.

The Board noted the requests made by the President's Group as part of agenda item 2.1. The three presidents and staff will follow up, as appropriate.

Motion 2024-12-3D

Unduly noted

THAT the minutes of the October 10, 2024, Board meeting be approved.

Carried

4. Board business / required decisions

4.1 Futures of Engineering Accreditation

P. Rizcallah presented three proposed actions in response to the Futures of Engineering Accreditation (FEA) Path Forward Report (the "Report") which was presented to the Board and

Regulator Presidents and CEOs in a workshop on October 8, 2024. The proposed actions were outlined in a pre-circulated briefing note and appendices. In the coming months, staff will also consider options to advance more of the recommendations put forward in the Report.

J. Pieper, Canadian Engineering Accreditation Board (CEAB), Chair, spoke to the letter sent from the CEAB, which was circulated as Addendum 1.

A robust discussion ensued:

- Directors acknowledged the need for the Board and interest holders to be given time to further understand the recommendations put forward in the Report, the complexity of the work required to improve the accreditation system, and the value of taking an iterative approach to move forward.
- Questions were fielded by staff about the timelines, working group composition, resources, and evaluation of the proposed pilot.

The Board opted to proceed with a formal motion to acknowledge receipt of the report and the three proposed actions. In doing so, the Board confirmed that it was receiving the content of the Report for information and not adopting the 18 recommendations put forward therein.

Motion 2024-12-4D

Moved and seconded

THAT the Path Forward Report, updated October 2024, be received by the Board for information.

THAT the Governance Review Task Force study the separation of the CEAB's policy-making functions from operational activities, per the Report's recommendation #15.

THAT the CEO initiate a pilot study in accordance with the Full Spectrum Competency Profile Pilot Study Terms of Reference, as refined from Report's recommendation #12, and its pilot approach.

THAT staff design and deliver a series of virtual information sessions to build knowledge about the implications of the Report's recommendations on the current accreditation system.

Carried

4.2 FAR Committee

M. Rose, Finance, Audit and Risk (FAR) Committee Chair, provided an update on FAR Committee activities since the Fall Board meeting.

4.3 Draft budget

M. Rose presented the final 2025 budget and 2027 Per Capita Assessment fee (PCAF) recommendation that had been pre-circulated to the Board. Based on the Board's review of the draft budget on October 10, 2024, the FAR Committee has not proposed any revisions to the final budget. Thus, the final budget is the same as the draft budget.

Directors asked questions about anticipated project costs for the year and potential risks to revenue, all of which were answered by the FAR Committee chair and staff.

Motion 2024-12-5D

Moved and seconded

THAT the Board, on recommendation of the FAR Committee, approve the 2025 budget, including an operational budget of \$11.5 M, and a project budget of \$1.1 M.

Carried

The Board discussed the appropriateness of the proposed increase to the PCAF for 2027 and impact on the Regulators who will be asked to approve the PCAF at the annual meeting of members in May 2025.

Motion 2024-12-6D

Moved and seconded

THAT the Board, on recommendation of the FAR Committee, recommend to the Members that the 2027 Per Capita Assessment Fee be set at \$11 per Registrant.

Carried

4.4 Governance Committee

S. Larivière-Mantha, Governance Committee Chair, provided an update on Governance Committee activities since the Fall Board meeting.

4.5 Board policy updates

S. Larivière-Mantha presented for the Board's consideration revisions to four (4) Board policies. Accompanying rationales were pre-circulated to the Board.

It was suggested that future consideration be given to the Board approving the CEO objectives at the late Fall Board meeting as opposed to the Winter Board meeting, as stated in policy 4.7, *Monitoring the CEO*.

Motion 2024-12-7D

Moved and seconded

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

- i. 1.3, Purposes of Engineers Canada**
- ii. 2, Definitions**
- iii. 4.7, Monitoring of CEO**
- iv. 6.2, Board, committee, and task force chair assessment**

Carried

4.6 Human Resources (HR) Committee

N. Hill, HR Committee Chair, provided an update on HR Committee activities since the Fall Board meeting.

4.7 Appointments to the Governance Review Task Force

N. Hill presented the HR Committee's recommendations for membership of the Governance Review Task Force and provided a detailed description of the selection process.

Clarifying questions were asked and answered.

Motion 2024-12-8D

Moved and seconded

THAT the Board, on recommendation of the HR Committee, appoint the following individuals to the Governance Review Task Force:

- **Darlene Spracklin-Reid, NL**
- **Sophie Larivière-Mantha, QC**
- **Christian Bellini, ON**
- **Michael Wrinch, BC**
- **John Van der Put, AB**
- **Jennifer Quaglietta, ON**

Carried

4.8 Chair assessment

N. Hill presented for approval the Chair assessment surveys that had been pre-circulated.

Motion 2024-12-9D

Moved and seconded

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

Carried

4.9 CEAB

J. Pieper, CEAB Chair, provided an update on CEAB activities since the Fall Board meeting. Presentation slides were pre-circulated.

The Board acknowledged the significant work conducted by the CEAB. It was suggested that the CEAB provide dashboard reporting to the Board to support resourcing considerations; and that data be made available about volunteer participation from industry versus academia and progress against the 50-30 Challenge, for the membership of the CEAB and its visiting teams. Staff noted that internal discussions are underway about the appropriate collecting demographic data, as well as reducing systemic barriers to participation for equity-seeking groups.

CEAB workplan

J. Pieper requested that the Board consider the 2025 CEAB workplan which had been pre-circulated for approval. It was noted that items captured under the Criteria, Policies and Procedures section were considered complementary to but separate from the work emerging from the Futures of Engineering Accreditation (FEA) Path Forward report.

The Board requested further information about the resources required to complete the items captured under Criteria, Policies and Procedures, and their importance and urgency to higher education institutions (HEIs). The Board was otherwise in support of the items captured elsewhere in the workplan.

Motion 2024-12-10D

Moved and seconded

THAT the Board approve the 2025 CEAB Work plan, except for the Criteria, Policies and Procedures section, which shall be deferred and considered for approval at a later date pending the requested information being provided and the items being addressed.

Carried

4.10 CEQB

F. Collins, CEQB Chair, provided an update on behalf of the CEQB. Presentation slides were pre-circulated.

Clarifying questions were asked and answered.

4.9 CEQB products

F. Collins presented the 2025 CEQB work plan for Board approval.

Motion 2024-12-11D

Moved and seconded

THAT the Board approve the 2025 CEQB work plan.

Carried

4.10 Board's 30 by 30 Champion

T. Joseph provided an update on behalf of the 30 by 30 network. Presentation slides were pre-circulated.

Clarifying questions were asked and answered.

5. Next meetings

The next Board meetings are scheduled as follows:

- February 28, 2025 (Ottawa, ON)
- April 2, 2025 (virtual)
- May 23, 2025 (Vancouver, BC)
- June 16, 2025 (TBC)

6. In-camera sessions

6.1 Board Directors and Direct Reports

Motion 2024-12-12D

Unduly noted

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, the Secretary and the CEO Group Advisor.

Carried

6.2 Board Directors and CEO

Motion 2024-12-13D

Unduly noted

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

6.3 Board Directors only

Motion 2024-12-14D

Unduly noted

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

7. Closing

With no further business to address, the meeting closed at 4:07pm ET.

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

Michael Wrinch, PhD, FEC, P.Eng., ICD.D, President

Light Go, General Counsel and Corporate Secretary