

MINUTES OF THE 233rd ENGINEERS CANADA BOARD MEETING

May 23, 2025, 8:30am-4:30pm (PDT)

Hybrid meeting: Sheraton Vancouver Wall Centre, Vancouver, BC| Zoom

The following Directors were in attendance:	
M. Wrinch, Chair	T. Kirkby
J. Van der Put, President-Elect	S. Larivière-Mantha
N. Hill, Past President	A. Lockwood
A. Arenja	J. Martel
C. Bellini	M. Mekomba
E. Coles	A. Mullick
C. Cumming	J. Paliwal
C. Dixon	M. Rose
L. Doig	D. Spracklin-Reid
A. English	M. Sterling
T. Joseph	N. Turgeon
The following Directors sent regrets:	
S. Jha	
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. Rizcallah, CEO
J. Pieper, Chair, CEAB	L. Go, General Counsel and Corporate Secretary
The following observers were in attendance:	
Dan Abrahams, Vice-President, PEO	Sam Inchasi, Vice-Chair, CEQB
Shawn Amberman, President, APEGNB	Kim King, Executive Director, Engineers Yukon
Nick Burgwin, Board member, OSPE	Jim Landrigan, Engineers PEI, Executive Director / Registrar
Nick Colucci, incoming Director, PEO	Adam Mackenzie, President, Engineers PEI
Lia Daborn, CEO, APEGNB	Gina McGinn, Director, Governance and Strategy, APEGS
Kevin, Deluzio, Past Chair, EDC	Mark Porter, President, EGBC
Ian Farthing, President, APEGS	Denise Pothier, incoming Director, Engineers Nova Scotia
Derek Follett, Chair-Elect, PEGNL	Jennifer Quaglietta, CEO, PEO
Jackie Fisher, VPE, CFES	Archie Sachdeva, Director, Partnerships, Manulife
Ray Gosine, Vice-Chair, CEAB	Tracey Stock, Past President, APEGA
Scott Grant, Marlet Lead, Affinity Market Group, TD Insurance	Adam Wallace, President, Engineers Yukon
Michael Gregoire, CEO, Engineers Geoscientists MB	Fred Saghezchi, President, PEO
Maxime Guilbault, Relationship Manager, TDI	Baijul Shukla, VP, Member Experience & Corporate Strategy, OSPE
Paul Guy, President, NAPEG	Paul Wynnyk, CEO, APEGA
Mark Fewer, CEO & Registrar, PEGNL	Heidi Yang, CEO, Engineers & Geoscientists BC
Stormy Holmes, Executive Director & Registrar, APEGS	Erica Yao, Director, Growth Marketing, Manulife
Mike Houvardas, Vice-President, EGMB	
The following staff were in attendance:	
Joan Bard Miller, Manager, Governance, Board Services	Derek Menard, CFO
Juliet Chou, Governance Coordinator	Jeanette Southwood, EVP, Corporate Affairs & Strategic Partnerships
Trina Hubley, Vice-President, Regulatory Affairs	Mya Warken, Secretary, CEAB (virtual; item 4.9)
Brent Gibson, Manager, Communications	
Ryan Melsom, Secretary, CEQB (virtual; item 4.3)	

1. Opening

1.1 Call to order and approval of agenda

M. Wrinch, President, Engineers Canada, called the meeting to order at 8:30 am PDT. Participants were welcomed, quorum was confirmed, and the land was acknowledged.

Motion 2025-05-1D

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 solutions and accountability towards an inclusive engineering profession.

1.2 Declaration of conflict of interest

S. Larivière-Mantha noted a perceived conflict given her work in another setting with a member of the consulting team engaged for the governance review.

1.3 Review of previous Board meeting

There were no comments or questions about the pre-circulated action list or Board attendance list.

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:

- Recording greetings for Regulator AGMs,
- Meetings with the engineering deans,
- Attending meetings of the three Presidents ("3Ps"), and
- Delivering incoming Director training.

2.2 CEO update

P. Rizcallah, CEO, Engineers Canada, presented the Board with highlights of operational activities since the February 2025 Board meeting and an overview of the organization's financial health, after which the floor was opened for questions.

2.3 Strategic Plan reporting

P. Rizcallah presented the 2022-2024 Strategic Plan evaluation and the Q1 interim strategic performance report that had been pre-circulated. Rizcallah then answered questions from the Board.

J. Southwood, Executive Vice President, Corporate Affairs and Strategic Partnerships, and Brent Gibson, Manager, Communications, reviewed outcomes of the 2022-2024 strategic priority, Reinforce trust and the value of licensure, and plans going forward. Southwood also directed the Board to the appendix of the pre-circulated slides for further details.

A discussion ensued about lessons learned and future opportunities.

T. Hubley, Vice President, Regulatory Affairs, Engineers Canada, presented a progress update on the strategic direction, Realizing Futures of Engineering Accreditation (FEA). A brief question and answer period followed.

It was noted that time would be allocated for Directors to discuss Realizing FEA at the upcoming Board workshop on June 16-17, 2025.

2.4 CEO Group report

P. Mann, CEO Group Advisor to the Board, reported on the CEO Group's meeting held on May 20 and 22, 2025.

Discussion followed, focusing on interprovincial mobility and operationalizing collaboration and harmonization.

2.5 Presidents Group report

M. Porter, President, Engineers and Geoscientists BC, reported on the President Group's meeting held on May 22, 2025. A brief discussion followed on the National one-license model. It was clarified that more study would be required on such a model before bringing to Engineers Canada for consideration.

3. Consent agenda

3.1 Approval of minutes

THAT the minutes of the February 28, 2025 Board meeting be approved.

THAT the minutes of the April 2, 2025 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, 2025 to June 30, 2028:

- Diane Kennedy, member-at-large (second term)
- John Allen Stewart, member-at-large (third term)
- Nicholas Krouglicof for the Atlantic region (second term)
- Sathish Gopalakrishnan for British Columbia (new member)

3.5 CEQB appointments

THAT the following CEQB appointments be approved for the period July 1, 2025, to June 30, 2028:

- Philip A. Zinck, Atlantic Provinces Representative
- Efrem Teklemariam, Saskatchewan and Manitoba Representative
- Abdelwahab Hamou-Lhadj, Quebec Representative

Motion 2025-05-2D

Moved and seconded

THAT consent agenda items 3.1 and 3.5 be approved.

Carried

4. Board business / required decisions

4.1 FAR Committee

M. Rose, Finance, Audit and Risk (FAR) Committee Chair, provided an update on FAR Committee activities since the Winter Board meeting. Further to the information included in the pre-circulated report, Rose recommended that the composition of the FAR Committee prescribed in its terms of reference be reviewed in the coming year.

4.2 Risk register / Corporate Risk Profile

M. Rose presented the changes made to the Board and operational risk registers as part of the annual deep dive conducted by the FAR Committee, as detailed in the pre-circulated briefing materials.

A fulsome discussion ensued about the review process, rationale for certain changes to the registers and mitigating measures. Through the discussion, the Board:

- Encouraged the CEO to bring forward opportunities to address risks.
- Requested that staff communicate to the Board the processes and procedures designed to respond to a cyber security attack.
- Suggested that the 2025-2026 FAR Committee consider more clearly defining the connections between Board risk 7, Tarnished reputation, and operational risk 8, Insufficient client satisfaction, given their overlap.
- Considered whether an operational risk that has moved into the “Major” category should be discussed by the Board.
- Suggested that staff consider the development of a matrix of risks to the engineering profession.

4.3 CEQB

F. Collins, CEQB Chair, provided an update on behalf of the CEQB. Presentation slides were pre-circulated. Clarifying questions were asked and answered.

4.4 CEQB report

F. Collins presented for Board approval one CEQB product that had been pre-circulated.

Motion 2025-05-3D

Moved and seconded

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

- ***Engineers Canada paper considering emerging areas of engineering practice***

Carried

4.5 Governance Committee

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

4.6 Board policy updates

S. Larivière-Mantha presented for the Board’s consideration revisions to five (5) Board policies. Accompanying rationales were pre-circulated to the Board.

Motion 2025-05-4D

Moved and seconded

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

- 1.4, Strategic Plan***
- 4.3, Code of conduct***

- iii. **6.13, President-elect nomination and election process**
 - iv. **7.2, Board relationship with CFES**
 - v. **7.4, Engineers Canada partnerships with external organizations**
- Carried**

4.7 Governance Review Task Force

C. Bellini, Governance Review Task Force (GRTF) Chair, updated the Board on the GRTF's work since the Winter Board meeting. S. Larivière-Mantha clarified that she recused herself from the selection of the consultant given her perceived conflict of interest noted under agenda item 1.2.

Clarifying questions were answered about the consultant selected, status of the review and plans for consultations.

4.8 Human Resources (HR) Committee

N. Hill, HR Committee Chair, provided an update on HR Committee activities since the Winter Board meeting, as outlined in the pre-circulated year-end report.

4.9 CEAB

J. Pieper, CEAB Chair, provided an update on CEAB progress against its current workplan and offered feedback on select FEA Path Forward Report recommendations. Presentation slides were pre-circulated.

The Board acknowledged the significant work done by the CEAB. A fulsome discussion ensued on a breadth of accreditation-related topics with K. Deluzio, Past-Chair, Engineering Deans Canada, adding insights from the Higher Education Institutions.

4.10 Board's 30 by 30 Champion

T. Joseph provided an update on behalf of the 30 by 30 network and highlighted plans for the 2026 30 by 30 Conference. Presentation slides were pre-circulated.

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)

K. Deluzio, Past Chair, EDC, provided the Board with an annual update on behalf of EDC, in which he focused on the current challenges facing higher education and opportunities to advance accreditation through the recommendations outlined in the FEA Path Forward Report.

5.2 Canadian Federation of Engineering Students (CFES)

J. Fisher, VP External, CFES, provided an update on behalf of CFES, followed by a short question and answer period. Supporting slides were pre-circulated to the Board.

6. Elections and appointments

6.1 Election of the President-Elect

Five candidates applied for the position of President-Elect. The resumes of each applicant were pre-circulated to the Board along with the Board policy that outlines the voting process.

Motion 2025-05-5D
Moved and seconded

THAT the Board appoint Engineers Canada CEO, and hosting Regulator, Engineers and Geoscientists BC, as scrutineers for the 2025 President-Elect election; and after the election, the ballots be destroyed by the scrutineers.

Carried.

Following four rounds of voting, Darlene Spracklin-Reid was elected Engineers Canada's President-Elect for 2025-2026.

6.2 Appointment of the 2025-2026 HR Committee

N. Hill presented the HR Committee's recommendation to the Board for appointees to the 2025-2026 HR Committee, in addition to the President, Past President and President-Elect.

Motion 2025-05-6D

Moved and seconded

THAT the Board, on recommendation of the HR Committee, appoint the following Directors to the 2025-2026 HR Committee:

a) Lisa Doig

b) Marlo Rose

Carried

7. Next meetings

The next Board meetings are scheduled as follows:

- June 16, 2025 (Waterton, AB)
- October 9, 2025 (Ottawa, ON)
- December 8, 2025 (virtual)
- February 27, 2026 (Ottawa, ON)
- April 8, 2026 (virtual)
- May 22, 2026 (Calgary, AB)

8. In-camera sessions

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

Motion 2025-05-7D

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, 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, and the CFO.

Carried

8.2 Board Directors and Direct Reports and CEO Group Advisor

Motion 2025-05-8D

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, the Secretary, and the CEO Group Advisor.

Carried

8.3 Board Directors and CEO

Motion 2025-05-9D

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***

8.4 Board Directors only

Motion 2025-05-10D

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

9. Closing

With no further business to address, the meeting closed at 4:01pm PDT.

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