

	Item	Time	Topic	Discussion points
Morning	1.	9:00 – 10:30 (90 mins)	Independent Directors	<ul style="list-style-type: none"> • Role of the Nominating Committee in selecting Independent Directors • P.Eng. requirement • Number of Independent Directors • Competency profile • Selection process
		10:30 – 10:45 (15 mins)	Break	
	2.	10:45 – 11:30 (45 mins)	Reduction in Board Size	<ul style="list-style-type: none"> • Current Board term • Attrition and accelerated attrition approaches • Competency profile
	3.	11:30 – 12:00 (30 mins)	National Alliance Definition	<ul style="list-style-type: none"> • Focus on the consultant's recommendation • Discuss the proposed definition • Create a shared understanding of purpose across Members
		12:00 – 13:00	Lunch	
Afternoon	3.	13:00 – 13:20 (20 mins)	National Alliance Definition (cont'd) Regulator Forum	<ul style="list-style-type: none"> • Member approval may be required if the definition is embedded in the bylaws or Articles
		13:20 – 13:40 (20 mins)	Plan for Other Recommendations	<ul style="list-style-type: none"> • Determine how to address the remaining recommendations and related communications plan
		13:40 – 13:50 (10 mins)	Break	
	4.	13:50 – 14:50 (60 mins)	QB Reporting Structure	<ul style="list-style-type: none"> • History of the CEQB and current state • Procedural review and implementation of the CEQB reporting structure
	5.	14:50 – 15:20 (30 mins)	AB Consideration	<ul style="list-style-type: none"> • Potential adoption of the CEAB Liaison Group terms of reference • Seek Board approval to proceed with the request for proposal for an independent evaluation of the Canadian Engineering Accreditation Board

BRIEFING NOTE: For discussion

“Governance reform” implementation plan	
Purpose:	To guide implementation planning for the governance review recommendations (“governance reform”)
Link to the Strategic Plan / Purposes:	Strategic direction: Realizing a stronger foundation
Link to Corporate Risk Profile:	Decreased confidence in governance functions (Board risk)
Prepared by:	S.B. Light Go, General Counsel and Corporate Secretary
Presented by:	Christian Bellini, Chair, Governance Review Task Force S.B. Light Go, General Counsel and Corporate Secretary Darlene Spracklin-Reid, President

Background and Status update

On April 8, 2026, the Engineers Canada Board agreed to:

- Provide oversight of a scoping and planning phase to inform the sequencing of governance-related decisions stemming from [Cosgrove & Co’s final governance review report](#) (“Final Report”).
- Recommend to the Members and subsequently approved at their Annual Meeting of Members (AMM) on, in principle,
 - A reduction in the size of the Engineers Canada Board, based on a ‘one-Regulator, one-seat’ (OROS) model, and
 - The inclusion of independent Directors on Engineers Canada’s Board.
- Propose Bylaw changes related to the Board’s composition at a Special Meeting of Members on October 8, 2026.
- A governance review resulted in recommendations supporting 14 major changes to Engineers Canada’s governance system, as outlined in the Final Report.
- The workshop is intended to seek the Board’s insights and strategic direction on the implementation of key governance reforms, with particular focus on:
 - Independent Directors, including board competency;
 - Board Size; and
 - Defining National Alliance
- Staff are developing a governance reform implementation plan based on 14 major changes identified in the Final Report (See Appendix 1).

Topic 1: Independent Directors

- The Final Report outlined the value of adding 2 or 3 Independent Directors to the Board.
- An Independent Director is a Board member who is *not* nominated by a Regulator and who brings an external, strategic, and objective perspective to the Engineers Canada Board as part of a competency-based Board model.
- Independent Directors are intended to complement Regulator-nominated Directors by strengthening the Board’s overall mix of competencies.
- The Final Report recommends that Independent Directors be recruited through a transparent, organization-led process. The mechanics for nominating and selecting Independent Directors would be developed and approved during implementation.
- Independent Directors would be full Directors with the same fiduciary duties, participation rights and voting rights as other Directors.

- The Members will be asked at the Annual Meeting of Members (AMM) to consider supporting, in principle, the inclusion of Independent Directors on the Board, with Bylaw revisions to follow for approval at a Special Meeting of Members in October.
- Proposed Bylaw revisions would be accompanied by:
 - An outline of the role of Independent Directors and the process for their recruitment, and
 - Plans for the Board to update its competency profile to support Board recruitment efforts.
- Staff are drafting bylaw revisions for external legal review.
- The nominating committee could recommend the number of Independent Directors based on the Board's competency needs at the time.

Questions for Board discussion:

1. Which body should serve as the nominating committee for Independent Directors: the HR Committee, or a separate Nominating Committee composed of the CEO Group Chair, Engineers Canada Directors, and the Engineers Canada CEO?
2. Should the Board recommend a fixed number of Independent Directors, or provide flexibility for up to three Independent Directors based on the Board's competency needs
3. What considerations should be given for non P.Eng requirements?
4. Is the Board comfortable planning to begin recruitment of Independent Directors in year two of the implementation plan, allowing time to update the Board's competency profile and complete an initial reduction in Board size?
5. At a high level, what should the Board competency profile include, and what recruitment pool and channels should be used to identify Independent Director candidates (for example, LinkedIn, the Institute of Corporate Directors, or other professional networks)?
6. What should the term length be for Independent Directors, and what renewal process should apply?

Topic 2: Reduced Board size

- The Engineers Canada Board is currently comprised of 23 Directors. Each Regulator nominates one or more Directors to the Board depending on their number of registrants. Each Director has one vote at Board meetings.
- It was noted that the mechanics for nominating Directors in the One Regulator One Seat model would be considered and agreed upon through an implementation plan.
- The consultants recommended that a change in Board size be phased in over time through attrition that aligns with the natural term expiry of existing Directors. As such, Directors beginning their terms as of the AMM in May 2027 would have the opportunity to serve the entirety of their terms. This approach is generally aligned with the feedback and discussion reflected in the regulator Council presentations.
- There are two potential approaches to reducing the Board size: Attrition and Accelerated Attrition.
 - Under Attrition approach, six new Directors would be nominated at the 2027 AMM to replace the Directors whose terms are expiring. The reduction would then occur over time as the terms of those new Directors and other existing Directors conclude.
 - 2027: 23 Directors – 6 new Directors would be nominated to replace 2 APEGA (John, Lisa), 1 EGBC (Ann), 2 PEO (Arjan, Marisa), and 1 OIQ (Jean-Luc)
 - 2028: 21 Directors – 2 will term out, 2 PEO (Nick, Christopher)
 - 2029: 14 Directors – 7 will term out, 2 APEGA (Anjum, Jay), 1 EGBC (Mark), 3 OIQ (Sophie, Mennelika, Normand), 1 PEO (Lorne)
 - 2030: 12 Directors - 2 will term out, 1 new PEO, 1 new APEGA

- Under the Accelerated Attrition approach, the reduction would begin at the 2027 AMM. Directors whose terms expire at that meeting would not be replaced, allowing their terms to conclude naturally and beginning the transition to a smaller Board.
 - 2027: 17 Directors – 6 will term out, 2 APEGA (Lisa, John), 1 EGBC (Ann), 2 PEO (Arjan and Marissa), and 1 OIQ (Jean-Luc)
 - 2028: 15 Directors – 2 will term out, 2 PEO (Nick, Christopher)
 - 2029: 12 Directors – 3 will term out, 1 APEGA (Jay), 2 OIQ (Sophie, Mennelika). By this year, each regulator would have one Director
- Other option was considered to go from 23 Directors to 14 or 15 in 2030, however, this may create governance continuity and transition risk, in particular, significant institutional knowledge over a short period and limit knowledge transfer between outgoing and continuing Directors.
- Consideration should be given with regard to governance continuity, succession planning, subcommittee staffing and other governance instability during transition.
- The implementation plan will outline a recommended transition timeline for Member consideration.
- The terms of the current board members are in Appendix 2.

Questions for Board discussion:

1. Which transition approach is likely to be most acceptable to regulators: natural attrition beginning in 2028, or accelerated attrition beginning in 2027?
 - a. Should the Board also present, or further assess, an option to defer the reduction until 2030 and move directly from 23 Directors to 14 or 15 at that time?
2. What transition considerations should be reflected in the recommended timeline and approach presented to Members, including governance continuity, succession planning, subcommittee staffing, and knowledge transfer?
3. Are there any Board competency considerations, including those discussed under Topic 1, that should inform the sequencing of Board-size reduction and the recruitment of Independent Directors?

Topic 3: Re-affirm or formally adopt National Alliance as Engineers Canada’s primary purpose

- Cosgrove & Co. noted that, at the outset of the review, Members and other key interest holders did not have a shared understanding of Engineers Canada’s primary purpose. Views were generally divided between seeing Engineers Canada as a service provider and seeing it as a national alliance.
- During consultation, the National Alliance concept received strong support once it was clearly defined and its governance implications were understood. The Final Report treats this purpose as a foundational assumption for many of its recommendations:

Engineers Canada’s primary purpose is to serve as the national alliance of Canada’s provincial and territorial engineering regulators, advancing regulatory excellence, promoting interprovincial harmonization and collaboration, and supporting Members in protecting the public interest.

In this role, Engineers Canada facilitates strategic coordination and national dialogue on priority issues, supports resource sharing, and provides unified representation on matters of national and international significance, while respecting each member regulator’s autonomy and statutory authority.

Engineers Canada’s activities are intended to strengthen the regulatory framework for the engineering profession and help ensure that engineering practice across Canada continues to meet high standards of safety, ethics, and competence.

- The consultant advised that defining Engineers Canada as a National Alliance establishes a common purpose, reframes Member expectations, and clarifies the Board’s mandate. This shared purpose would inform strategic direction and the performance measures the Board uses to assess impact and effectiveness.
- Cosgrove & Co. recommended that Engineers Canada explicitly confirm its primary purpose as a National Alliance, including by seeking Member approval to reaffirm or formally adopt that purpose. The Final Report notes that the Board may articulate a strategic purpose; however, Member approval is required if the purpose is embedded in the Bylaws or Articles. Legal advice should be obtained to determine whether such a change would constitute a fundamental change under the CNCA.

Questions for Board discussion:

1. Should the Board seek Members’ confirmation of Engineers Canada’s primary purpose as a National Alliance, or articulate and document this purpose at the Board level without codifying it in the Bylaws or Articles?
2. How does this purpose statement align with, or differ from, Engineers Canada’s current vision, Advancing Canadian engineering through national collaboration, and what are the implications?
3. For each option, what is the Board’s preferred approach to implementation, including how the purpose would be confirmed or communicated?

Other consideration

- The plan to implement the remaining recommendations.
- The topic of Regulator Forum and how it can act as a mitigation for the larger regulators’ loss of influence through Board resizing. Is there any input from the Board on this topic?

Next steps

- Staff will circulate a briefing note and supporting materials in early summer to support Member decision-making at the October 8, 2026 Special Meeting of Members. Presidents are expected to seek voting instructions from their councils and boards over the summer.
 - Member meeting dates are provided in Appendix 3.
- The GRTF will continue its work until its mandate is completed, as set out in [Board Policy 6.16](#), which is expected this fall. The Governance Committee will then oversee implementation planning for Member-approved changes to Engineers Canada’s governance system, consistent with section 6.16.2E(3).
- Subject to support and polling results, the GRTF may hold an additional meeting on June 25, 2026.

Appendices

- **Appendix 1:** Governance reform implementation planning
- **Appendix 2:** Current Board terms
- **Appendix 3:** Members meeting dates

Governance reform implementation planning

Captured below are the over 50 recommendations supporting major areas of change for Engineers Canada’s governance system proposed in the [Governance Review and Consultation Final Report](#) (“Final Report”), dated April 1, 2026. The years and timeframes in the table are taken from the high-level roadmap.

The Considerations column captures initial reflections on the proposals put forward in the Final Report, including how they may dovetail with existing governance processes, adjustments to the proposed timeframes, and where additional resources may be required. The term “National alliance” has been shown in **red font** to highlight its influence across recommendations.

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
Strategic Alignment and Oversight					
Obtain Member approval to re-affirm or formally adopt National Alliance as Engineers Canada’s primary purpose, and promote it as the driving force behind all future governance changes. *Member approval required if codified in bylaws or articles	01a	Re-affirm or formally adopt National Alliance (as defined) as Engineers Canada’s primary purpose, which will verify all parties have a common understanding.	1	0-2 months	<ul style="list-style-type: none"> Cosgrove & Co. recommended obtaining explicit confirmation of Engineers Canada’s primary purpose as a National Alliance, including seeking Member approval to re-affirm or formally adopt this purpose. The Final Report notes that while the Board may articulate a strategic purpose, Member approval is required if the purpose is embedded in the Bylaws or Articles, and that legal advice should be obtained to determine whether such a change constitutes a fundamental change under the CNCA.
	01b	Task Engineers Canada management to further develop a national strategic framework, identify and prioritize common Member needs, to be actioned or coordinated by Engineers Canada, and align common provincial/territorial regulatory priorities under a unified national vision.	1	0-6 months	
	01c	Refresh the strategic plan to better focus, align and rationalize Engineers Canada’s programs and services as a national alliance .	1	3-6 months	
	01d	Develop alternative methods for addressing smaller or one-off Member needs (e.g. cost-sharing, other funding mechanism).	1	6-9 months	

Priority for Board discussion
Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
	01e	Implement dashboards to facilitate performance measurement: Track progress on Engineers Canada's strategic goals as a national alliance , regulatory harmonization, for board monitoring.	2	0-12 months	<ul style="list-style-type: none"> Connects with recommendations to elevate management's reporting.
Board Charter or Mandate					
Adopt a board mandate or governance charter that defines the board's strategic role in governing a National Alliance	02a	Formally adopt the recommended governance principles.	1	0-2 months	<p>The Board may approve the recommended key governance principles at its October meeting:</p> <ul style="list-style-type: none"> Clear Vision and Strategy – All organizations need a clear sense of purpose and a clearly established mandate approved by the board, well understood by its constituents, and is established in the organization's mandate, corporate objectives and strategies. Both board and Members must have a significant role in setting vision and strategy. Transparency and Accountability to Members – As an organization, Engineers Canada's ultimate accountability is to its Members: the provincial and territorial regulators. To foster a high degree of trust, Engineers Canada will communicate its decisions in a transparent manner. Effective and Efficient Governance and Stewardship – Effectiveness in governance means that the governance outcomes achieve the agreed objectives as determined by its Members. Efficiency in governance means the board must ensure that financial and other resources are applied to the highest and best use. 'Noses in, Fingers Out' – This means ensuring that board-level discussions are focused on the 'what' and 'why' and leave the 'how' for management to determine. The board should ensure meeting time is spent on the right topics, and that there is appropriate policy established for delegated functions. Independence. Directors should be independent of Engineers Canada and its management; and for those in dual roles, ensure

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
					they are not representing their nominating body when acting as a director for Engineers Canada.
	02b	Develop a decision rights matrix in consultation with Members, prioritizing issues with national impact, to define the roles, responsibilities and decision-making authorities of the Board, the regulators, and Engineers Canada management.	1	3-6 months	<ul style="list-style-type: none"> Our current consultation processes would make it difficult to prepare this matrix in the proposed timeframe.
	02c	Re-define board-level responsibilities to include: Strategic planning and national policy alignment, Oversight of risk, compliance, and performance, Member engagement and accountability, Engagement in national conversations and dialogues, Other matters as appropriate or desired	1	3-6 months	<ul style="list-style-type: none"> Refer to the Governance Committee, pending agreement to adopt the National Alliance purpose statement.
	02d	Review and refine all board policies, including director onboarding and orientation materials to focus the Board's oversight on the outcomes of the National Alliance , and evolving director role.	1	6-12 months	<ul style="list-style-type: none"> A consultant may be required to review all Board policies captured in the 129-page Policy manual. Consider in tandem which policies should be part of a revised manual, i.e. Board charter, and which should be hived off and exist as an organizational policy overseen by the Board. The Governance Committee would oversee this work as part of its 2026-2027 work plan.
Strategy and Risk Focus of the Board					

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
Improve the board's focus on strategy, risk, and value to Members, through effective agenda-setting.	03a	<p>Establish what topics need to be considered by the board annually, quarterly and at each meeting to effectively oversee Engineers Canada's effectiveness as a national alliance, and refine the annual workplan for board and committees:</p> <ul style="list-style-type: none"> - Implement a proportional focus on Member value, strategic and risk-related topics at each board meeting (e.g. % of meeting time), in order to enable greater focus on governance-level issues. - Order agenda items so strategic topics are addressed at the start of the meeting, to ensure director focus and energy for the most important subjects. - Reduce the number of, and time allocated to, routine committee and other 'report-outs' during board meetings if there is minimal strategic value to the discussion. 	1	3-6 months	<ul style="list-style-type: none"> • Revise existing Board calendar. • Board agenda's may be revised as early as October 2026 with iterative improvements advised by the 3Ps.
	03b	Ensure the board's meaningful engagement in establishing annual priorities, and providing risk oversight, for example, by using time at the board's annual retreat, to align priorities.	1 & 2	2-4 months & 0-3 months	<ul style="list-style-type: none"> • May be Board led. • Priorities would be informed by the national alliance purpose that inform the strategic plan. Start after refresh of strategic plan (recommendation #01c).
	03c	Measure the effectiveness of the board's meeting time on an annual basis, against the goals of the national alliance .	1	9-12 months	
Focused Engagement of Key Interest Holders					

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
Create and lead dialogue-based opportunities for greater collective conversations with a broad range of key interest holders and experts.	04a	Design and host national forums and conferences as a key program of the National Alliance , in order to engage key interest holders in discussion on national issues, common concerns, and external changes impacting the Canadian regulatory and professional landscape (such as labour mobility, economics and trade, international matters).	1	3-9 months	
	04b	Develop campaigns to promote broad participation from Member organizations (presidents, staff), academics, and other constituents.	1	9-12 months	
	04c	Obtain Member input on what is most valued.	2	0-3 months	
Coordination of Member Feedback and Input					
Member feedback	05a	Establish and Host a <u>National Regulator/Member Forum</u> to obtain explicit Member direction on matters of national importance	1-3	2 months 36 months	
	05b	Withdraw the current consultation policy and associated processes.	1	6-9 months	
	05c	Replace with a simplified, targeted consultation strategy and engagement processes that obtain input from the right people, on the right topics, at the right times.	1	3-5 months	
Competency-Based Board					
Adopt a competency-based board of directors	06a	Adopt the notion of a competency-based board in principle.	1	0-2 months	<ul style="list-style-type: none"> Member approval, in principle, of an OROS model Board with Independent Directors expected in May 2026.

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
	06b	Identify new skills and competencies that further support Engineers Canada’s strategic goals as a national alliance (e.g. corporate governance, legal, ethics, international experience, trade/economics, public policy, professional regulation).	1	3-6 months	
	06c	Assess the board’s current skills profile, in alignment with its needs to oversee a National Alliance , and identify any gaps that may arise as current directors complete their terms.	1	3-6 months	
	06d	Enhance the existing competency profile, process and nominations communications materials.	1	6-9 months	
	06e	Engage Members in periodic information sessions or webinars about the needs of the Engineers Canada board, upcoming skills gaps, and desirable competencies.	1-3	6 months to 36 months	
Introduce independent directors	07a	<p>For clarity and transparency, our preferred approach would be that Engineers Canada by-laws are amended to allow for 2–3 independent directors (voting), including non-engineers if a regulator chooses.</p> <p>- We believe that there is sufficient appetite to introduce this item as a by-law change. However, if the board prefers, an alternative route could be to recruit and engage external participants as “Advisors” which are permitted under the current by-laws.</p> <p>- If this route is preferred, we recommend that they are invited to remain and be full participants with the board during in camera sessions. That is,</p>	1	0-2 months	<ul style="list-style-type: none"> Members will be asked to consider this change in principle in May with Bylaw changes to follow for decision in October at an SMM. Materials for the SMM would need to be circulated to the Members in July to ensure that Regulator boards and councils have the opportunity to provide voting instructions to their Member representatives. Staff are drafting bylaw revisions for external legal review. The current draft allows for up to 3 independent Directors. The nominating committee can determine the appropriate amount based on the Board’s needs of the day.

Priority for Board discussion
Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
		that they act and are treated as full directors whether or not they have a vote.			
	07b	Create a board policy to document the role of an independent director, including specifying voting, in camera and committee privileges.	1	0-3 months	<ul style="list-style-type: none"> Refer to the Governance Committee as part of its 2026-2027 workplan. Assume that recruitment for independent Directors will begin in year 2 after there has been some attrition on the Board and after the national alliance purpose has been adopted.
	07c	Recruit and select new independent directors through a transparent recruitment / nomination process led by Engineers Canada (such as a Call for Nominations).	1	6-9 months	<ul style="list-style-type: none"> Delay to year two.
Director Eligibility and Recruitment					
Increase pool of potential candidates to support 'whole-board' needs	08a	Through effective communications and engagement, encourage Members to nominate at least 2 candidates for each available director seat and/or explore alternatives (e.g. Engineers Canada could launch a national campaign encouraging Registrants to contact their provincial/territorial council for more information about serving on the Engineers Canada board).	1-3	6 months to 36 months	<ul style="list-style-type: none"> Board to establish process through policy. Before doing so, consider opportunities to sync recruitment with that of Independent Directors.
	08b	Establish an Engineers Canada Nominations Committee to vet Member nominees through an independent process in which Engineers Canada's whole-board competency and diversity needs are taken into consideration.	1	2-5 months	<ul style="list-style-type: none"> Consider whether this work may be done by the HR Committee or if a separate committee is required.
	08c	Following a transparent recruiting process, provide a list of preferred nominees to Members for explicit approval, including the selected independent directors.	1-3	6-12 months	

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
Adopt “One Regulator, One Seat”+ to Reduce Board Size and Gain Effectiveness as a National Alliance	09a	Agreeing in principle that the Engineers Canada board will be reduced in size, in accordance with a ‘One Regulator, One Seat’ (OROS) composition. If necessary, negotiating an interim stage in which Members may retain certain additional board seats for a defined period of time, in order to support the amendment of the by-laws to reflect this future-state approach.	1	0-2 months	
	09b	Tasking Engineers Canada to return to the Members with an implementation plan for its board composition including: - 12 regulatory seats, composed of one director from each Member’s list of nominees, selected by Engineers Canada and recommended for nomination by each Member, to meet whole-board needs (one vote each). - A phased-in approach, in which additional Member seats would be retired upon director term completion.	1	0-2 months	<ul style="list-style-type: none"> Achieve the reduced Board size through attrition over three years.
Observers					
Discourage observer attendance as a general practice	10a	Discontinue practice of issuing standing invitations to non-directors (e.g. affinity partners, key interest holder representatives not directly relevant to specific agenda items).	1-2	9-15 months	<ul style="list-style-type: none"> Ensure that affected interest holders and event planners are informed of the timing of this switch in practice.
	10b	Invite guests / presenters for their specific agenda item only.	1	9-15 months	
	10c	Consider alternative methods of Member communication about matters of interest.	1-3	6-36 months	

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
	10d	Create opportunities for education, information sharing, and planning with interest holders that do not add complexity and cost to regular board meetings (such as conferences).		unknown	
	10e	Establish an in camera policy to make more appropriate use of in-camera sessions, including clearly defining which matters are appropriate to discuss during in camera sessions,	1	0-3 months	
	10f	Promote board discipline to avoid allowing in camera sessions to drift into other matters, or spending too much time in camera than is currently common.	1-2	3-18 months	
Continuity & Succession					
Increase Board president term length to 2 years.	11a	Confirm policy support to phase-in this change in alignment with future election of President (or, consideration can also be given to extending current President's term if continuity through period of governance change is beneficial).	1	0-3 months	<ul style="list-style-type: none"> Refer to Governance Committee's 2026-2027 workplan. Numerous policy revisions would be required to enable this and the subsequent two recommendations.
	11b	Consider change in title from President to Board Chair.	1	0-3 months	<ul style="list-style-type: none"> Necessitates changes to several policies.
	11c	Consider this change without cascading impact on other Board Officer roles (PP/PE) which should not automatically have extended terms.	1	3-6 months	<ul style="list-style-type: none"> The Governance Committee would need to explore multiple options for Board chair recruitment and the term lengths for the PP and PE.
Increase standing committee director term lengths from 1 year to at least 2 years	12a	Phase in this change in alignment with future committee appointments.	1	6-12 months	<ul style="list-style-type: none"> This approach is being undertaken informally with the renewals of 1-year terms to provide continuity on committees. If formalized through policy, the HR Committee could recommend two-year appointments for 2027-2028.
	12b	Make any policy changes necessary to support this change.	1	6-12 months	<ul style="list-style-type: none"> Refer to Governance Committee's 2026-2027 work plan Consult with the HR Committee to inform the Governance Committee's recommendations to the Board.

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

Governance reform implementation planning

Major change	#	Recommendation	Year(s)	Timeframe	Considerations
Committee Structure					
Defer decisions on CEAB and CEQB reporting structures until a later phase.	13a	See fulsome text in the final report	1-2	6-15 months	<ul style="list-style-type: none"> Consider whether expertise from a consultant who has worked with bicameral models may be engaged to support the Governance Committee in its policy review.
Reverse the decision to grant voting rights to directors appointed to CEAB and CEQB.	13b	Revise the board policy related to Engineers Canada director assignments to CEAB and CEQB, to remove voting rights.	1	6-9 months	<ul style="list-style-type: none"> Consider whether expertise from a consultant who has worked with bicameral models may be engaged to support the Governance Committee in its policy review.
	13c	See fulsome text in the final report	1-2	3-18 months	
Effective Meetings					
Elevate management and committee reporting to the Board	14a	Develop standardized reporting formats to: <ul style="list-style-type: none"> - Make it easier for management to prepare effective reports, and better engage Directors. - Focus on strategic issues with longer term impact, including risk items. - Ensure CEO report is focused and sets the stage for board discussions. - Reduce pro forma standing committee reporting through better use of a consent agenda. -Support better governance-level discussion and decision-making. 	1-2	3-18 months	<ul style="list-style-type: none"> Begin making iterative changes in for October 2026 Board materials.
	14b	Separate committee activity reporting from impact or decision-making reporting (one is for consent agenda, the other for board discussion)	1-2	3-18 months	<ul style="list-style-type: none"> As started in fall 2026, with the exception of the year-end report.

Priority for Board discussion

Refer to 2026-2027 Governance Committee workplan

ENGINEERS CANADA BOARD – TERM STATUS 2027

Highlighted names indicate Directors with terms ending in 2027, following the annual meeting of Members.

Regulator	Name	Term End/Lifetime Max	Term
APEGA	Lisa Doig	Lifetime Max	2017-2020 2024-2027
	Anjum Mullick		2024-2026 2026-2029
	Jay Nagendran		2026-2029
	John Van der Put	2027- Term end	2022-2025 2024-2025 (President-Elect) 2025-2026 (President) 2026-2027 (Past President)
Engineers & Geoscientists BC	Ann English	Lifetime Max	2021-2024 2024-2027
	Mark Adams		2026-2029
Engineers Geoscientists MB	Jitendra Paliwal	2027- Term end	2024-2027
APEGNB	Marlo Rose		2022-2025 2025-2028 2026-2027 (President-Elect) 2027-2028 (President) 2028-2029 (Past President)
PEGNL	Darlene Spracklin-Reid		2021-2024 2024-2025 2025-2026 (President-Elect) 2026-2027 (President) 2027-2028 (Past President)
NAPEG	Paul Guy		2026-2029
Engineers Nova Scotia	Denise Pothier		2025-2028
PEO	Arjan Arenja	Lifetime Max	2021-2024 2024-2027
	Lorne Cutler		2026-2029
	Nick Colucci		2025-2028
	Christopher Chahine		2025-2028
	Marisa Sterling	Lifetime Max	2021-2024 2024-2027
Engineers PEI	Elliott Coles	2027- Term end	2024-2027
OIQ	M. Jean-Luc Martel	2027- Term end	2024-2027
	Sophie Larivière-Mantha		2023-2026 2026-2029
	Menelika Bekolo Mekomba		2023-2026 2026-2029
	Normand Chevalier		2026-2029
	APEGS	Andrew Lockwood	2027- Term end
Engineers Yukon	Christopher Dixon	2027- Term end	2024-2027

Note: Director terms on the Engineers Canada Board start the day after the Annual Meeting of Members.

Regulator	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	Update
Engineers and Geoscientists British Columbia		19-20		16-17		18-19			17-18			early December	Phil scheduled on March 27
Association of Professional Engineers and Geoscientists of Alberta (APEGA)			18-19	24 (AGM)	Virtual vote	17-18		Electronic vote	Electronic vote	14-15		10-Sep	June 2026 confirmed by Rosie March 2027: 17-18
Engineers Geoscientists Manitoba EGM	25, 29	none	12		14	11			10				
Engineers and Geoscientists New Brunswick (APEGNB)		5, 9-13	27	2		11		7		15		10	
Association of Professional Engineers and Geoscientists of Saskatchewan (APEGS)			5-6	Draft report & BN sent		11-12			10-11		26-27		March 2027: 4-5
Engineers Nova Scotia		18-19	26		14		9		17	20			
Engineers PEI		9	9	13	11	8	13	10	14	12	9	14	
Engineers Yukon		9		13 [8]		8		10		12 (tbc)		14	Feb 2027: 8 Apr 2027: 12
Northwest Territories and Nunavut Association of Professional Engineers and Geoscientists (NAPEG)	9	6	5	3	8 (council), 12-14 (AGM)	5	3	7	4	2	6	3	
Ordre des ingénieurs du Québec (OIQ)		12	26		6-8 virtual votes	11, 17 or 18		28		1			August date confirmed
Professional Engineers and Geoscientists of Newfoundland and Labrador (PEGNL)	30		20		1	19							The remainder of the Board meetings to next May will be determined at the June 19 meeting.
Professional Engineers Ontario (PEO)		20	27	25 (AGM)		19				2	27		Confirmed that June 19 (PEO can only give 15min on their agenda) and October 2 are the only council meetings before the October SMM. Feb 2027: 12 Apr 2027: 2

Round 2 Regulator council update	
No Round 2 council update planned	
Pre-AMM / SMM update	
No council meeting prior to AMM	

LEGEND

	No council meeting in Aug or Sept to review proposed bylaw changes
	Confirmed council dates as of April/May, 2026
	Waiting for confirmation of future dates

BRIEFING NOTE: For discussion

“Governance reform” implementation plan – QB/AB Reporting Structure	
Purpose:	To guide implementation planning for the governance review recommendations (“governance reform”)
Link to the Strategic Plan / Purposes:	Strategic direction: Realizing a stronger foundation
Link to Corporate Risk Profile:	Decreased confidence in governance functions (Board risk)
Prepared by:	S.B. Light Go, General Counsel and Corporate Secretary
Presented by:	Trina Hubley, VP, Regulatory Affairs Ann English, Director Arjan Arenja, Director Julius Pataky, CEAB Chair

Background and Status update

- The consultation report notes that, although the Canadian Engineering Accreditation Board (CEAB) and the Canadian Engineering Qualifications Board (CEQB) currently report to the Board of Directors, this reporting structure does not materially support Engineers Canada’s governance. At the same time, both boards perform critical functions for Engineers Canada and Canada’s engineering regulatory framework, and consultation feedback indicates that they are widely viewed as highly valuable.
- Continued Board ownership may be particularly important to CEAB and CEQB in addressing concerns raised through the review about their reporting structure and connection to the regulators.
- Both boards are composed largely of senior, experienced volunteers with deep subject-matter expertise, many of whom have dedicated significant time over many years to this work. Their activities are funded through the Engineers Canada budget submitted annually by the CEO to the Board, and supported by staff assigned by, and accountable to, the CEO. Most Directors and many Members view the work of CEAB and CEQB as primarily operational in nature (see page 29 of the [Cosgrove & Co’s final governance review report](#)).

CEQB

- The history, mandate, and current reporting structure of the CEQB will be reviewed, with discussion focused on whether changes are needed to better align its work with Engineers Canada’s governance model and its relationship with the regulators.

CEAB

- A proposal to strengthen Board and CEAB engagement will be presented and discussed through the proposed CEAB Liaison Group. The draft Terms of Reference are attached as Appendix 1.
- The proposed Liaison Group would support Board oversight while preserving the CEAB Chair’s detailed accreditation reporting. It would provide a clearer channel for Board engagement, feedback to CEAB, and annual review of KPIs, risks, and resource needs.
- The model could be adjusted if further governance review identifies a better approach and, in the meantime, could be implemented as a practical pilot.

Next steps

The next phase will focus on translating the proposed reporting-structure approach into an implementation plan. The GRTF will work with the Governance Committee to confirm the steps required to advance the CEQB and CEAB recommendations, including any amendments to Board policy needed to support implementation and clarify ongoing oversight responsibilities.

Appendices

- **Appendix 1:** Draft CEAB Liaison Group Terms of Reference

6.9.6 Accreditation Board Liaison Group (ABLG)

A Purpose

The Accreditation Board Liaison Group (ABLG) provides for stronger and more effective engagement between the EC Board and the CEAB. This facilitates strong alignment between the CEAB and the EC Board and assists the Board with its oversight responsibilities of the CEAB. The ABLG provides greater line of sight for the EC Board on CEAB activities and emerging priorities, CEAB workplan development and execution, resource requirements and utilization, accreditation-related risk identification, assessment and management. The stronger relationship between the EC Board and the CEAB as a result of the work of the ABLG helps inform EC's strategic priorities and Board decision-making on accreditation matters.

The ABLG does not replace the reporting relationship of the CEAB Chair to the EC Board. It does not duplicate the CEAB's operational mandate nor directs CEAB activities. The ABLG serves the Board's governance function by ensuring that accreditation matters are appropriately formulated for Board consideration and have an appropriate level of dedicated Board attention on a regular basis.

B Responsibilities

The ABLG is tasked with enhancing the Board's understanding, effectiveness, and oversight of accreditation matters. In fulfilling this mandate, the ABLG shall:

Performance Monitoring

- (1) Work collaboratively with the CEAB Chair to develop an annual set of key performance indicators (KPIs) for CEAB activities, and to assist the CEAB Chair in presenting those KPIs to the Board for approval.
- (2) Review CEAB's progress against Board-approved KPIs on a semi-annual basis and assist the CEAB Chair in reporting the findings to the Board. Semi-annual reporting shall be structured to also allow the CEAB Chair to raise issues, emerging challenges, and opportunities beyond KPI metrics, ensuring that the Board receives a fulsome picture of accreditation performance and context.
- (3) Review the CEAB's annual report and performance summary, and assist the CEAB Chair in advising the Board on its implications.

Resource Oversight

- (4) Annually review the resource requirements—financial and administrative—necessary to support CEAB’s delivery of its KPIs and operating plan.
- (5) Monitor the adequacy of resources provided to the CEAB by the CEO and assist the CEAB Chair in bringing any material gaps or exceptions to the attention of the Board.
- (6) Ensure that the CEAB’s resource needs are appropriately reflected in Engineers Canada’s annual budget process, and that the CEO’s annual budget planning coordinates with the CEAB Chair as per Policy 5.6.

Risk Identification

- (7) Support the CEAB Chair in developing an annual inventory of accreditation-related risks and review it for material changes. The ABLG shall support the CEAB Chair in reporting updates to the Board for incorporation into the organization-wide risk register maintained by the CEO.
- (8) Support the CEAB Chair in flagging to the Board any emerging accreditation risk with potential strategic or reputational significance for Engineers Canada or the Regulators.

Board Education and Engagement

- (9) Support the CEAB Chair in recommending to the Board educational workshops, site visits, or other activities that deepen Directors’ understanding of accreditation practice, international benchmarks, and regulatory trends.
- (10) Supports the CEAB Chair in interfacing with the EC Board on matters of accreditation governance, facilitating constructive dialogue and reducing reliance on ad hoc communication.

Strategic Priorities

- (11) Support the CEAB Chair in providing input to EC’s strategic priorities by bringing an accreditation lens to Board-level strategy discussions—both to advance a long-term vision for accreditation and to ensure that intelligence gathered through the accreditation process informs and strengthens EC’s broader strategic priorities.

D Composition

- (1) The EC Board President-elect shall serve as Chair of the ABLG.

- (2) The ABLG shall include three EC Board Directors appointed by the President, including the two Directors appointed to serve on the CEAB (pursuant to Policy 6.9).
- (3) The third EC Board Director appointed by the President shall be familiar with accreditation, higher education, or regulated professions.
- (4) The CEAB Chair and CEAB Vice-Chair shall serve on the ABLG.
- (5) The President may attend meetings of the ABLG..
- (6) The EC VP with responsibility for the CEAB Secretariat shall serve as a resource person to the ABLC.

Committee appointments shall be made annually, consistent with the broader committee appointment cycle. Directors may be reappointed.

Note on this document

This document is a straw dog proposal for discussion purposes only. It has not been adopted by the Engineers Canada Board. It is intended to serve as a basis for discussion at the June 2026 strategic workshop in Port Rexton, Newfoundland.

DRAFT

BRIEFING NOTE: For decision

Request for Proposal: Evaluation of the CEAB

3

Purpose:	Seek Board approval to proceed with the request for proposal for an independent evaluation of the Canadian Engineering Accreditation Board (CEAB).
Prepared by:	Trina Hubley, Vice-President, Regulatory Affairs
Presented by:	Trina Hubley, Vice-President, Regulatory Affairs Philip Rizcallah, CEO

Background

- Engineers Canada is considering issuing a request for proposal for an independent evaluation of the Canadian Engineering Accreditation Board (CEAB) to assess whether its current governance and operating model remains fit-for-purpose in a period of significant change.
- This work is being considered now because several major, interrelated initiatives are advancing at the same time, including implementation of the Futures of Engineering Accreditation (FEA) Path Forward Report, the Engineers Canada Governance Review, the Realizing Futures of Engineering Accreditation (RFEA) initiative, concerns raised by the CEAB, and ongoing restructuring within Regulatory Affairs. Taken together, these initiatives raise fundamental questions regarding the role, independence, accountability, and operational alignment of the CEAB within Engineers Canada.
- At present, there is no single, integrated assessment of whether the current CEAB model should be maintained, adjusted, or more substantially evolved in response to these pressures, including whether accreditation governance and delivery should continue to rely primarily on the current volunteer-based model or whether alternative supports, such as technology, artificial intelligence, consultants, paid subject-matter experts, or changes to the size and composition of the CEAB, should be considered. An independent evaluation would provide an evidence-based and defensible basis for future Board consideration.
- The evaluation would help clarify governance and accountability arrangements; examine the separation of policy, oversight, and operational functions; assess the potential role of technology and artificial intelligence in accreditation processes; consider the appropriate balance between volunteer, staff, consultant, and expert contributions; assess alignment with regulator expectations and Engineers Canada governance structures; and consider implications for international obligations, including continued alignment with the Washington Accord; and review and development potential streamlining, efficiencies within the accreditation process to account for growth in programs, increased demands on volunteers, resource constraints, budget limitations
- The intent is not to prescribe immediate structural change, but to ensure that any future decisions are informed by a comprehensive assessment of risks, trade-offs, and feasible transition options.
- The intent of the development of the RFP and subsequent review is to include all three main interest-holders: CEAB, EC Board, and EC staff.

Status update

- The proposed RFP has been developed in response to increasing pressure to ensure that accreditation governance, accountability, and operational arrangements remain coherent as related strategic and organizational work moves forward.
- The evaluation would also examine whether the current volunteer-based structure remains sustainable and appropriately sized, and whether technology, artificial intelligence, consultants,

paid experts, or other delivery supports could improve consistency, efficiency, independence, or sustainability without weakening regulator confidence or the defensibility of accreditation decisions.

- The current CEAB model includes structural features that warrant closer examination, including the direct reporting relationship to the Board, the intersection between accreditation governance and CEO accountability for organizational performance, evolving Secretariat and staff roles, and emerging proposals that could affect decision rights and oversight.
- If an independent evaluation is not undertaken, Engineers Canada may face continued ambiguity in roles and accountabilities across the Board, CEAB, CEO, and staff; structural or governance decisions made without a comprehensive and defensible evidence base; and increased risk of misalignment between governance decisions and internal restructuring.
- Engineers Canada may also miss an opportunity to assess whether technology-enabled processes, artificial intelligence, external expertise, or a smaller and more strategically focused CEAB could better support future accreditation needs.
- There is also a risk of reduced clarity for regulators, CEAB members, and other interest holders if changes proceed in a fragmented or reactive manner. Over time, this could weaken confidence in the coherence and sustainability of the accreditation system.
- An evaluation would support future Board decision-making by identifying risks, trade-offs, and transition pathways while helping preserve regulator confidence, defensibility of accreditation decisions, sustainable operational delivery, and continued international alignment.

Decision requested

Recommended motion: That the EC Board approve proceeding with the request for proposal for an independent evaluation of the Canadian Engineering Accreditation Board (CEAB), endorse the proposed purpose and expanded scope of the evaluation, including examination of alternative governance and operating models, and authorize management to finalize and issue the request for proposal.

Next steps

- Subject to Board approval, management will finalize and issue the request for proposal for an independent evaluation of the CEAB.
- The development of the request for proposal, as well as the implementation of the review, will explicitly require involvement of all three interest holders: EC Board, CEAB, and EC Staff / CEAB Secretariat.
- Management will return to the Board with any further approvals or recommendations required following completion of the procurement process.