

AGENDA

September 18, 2026 Board Meeting (OPEN SESSION)

September 18, 2026 12:45 - 15:30

EGBC Office & Via TEAMS

Chair: Ling, Karen **Secretary:** Richards, Tracy

Requested: Tracy Richards, Bill Chan, Veronica Knott, Karen Ling, Michelle Mahovich, Cathy McIntyre, Mark Porter, Matthew Salmon, T.J. Schmaltz, Colette Trudeau, Jens Weber, Malcolm Shield, Gordon Zhou, Laura Conrad, Jennifer Cho, Tanya Hupka, Alison Dantas, Will Morrison, Heidi Yang, Deesh Olychick, Jason Ong, Antigone Dixon-Warren, Lindsay Steele

					Pages
12:45	•	1.0 OPEN SESSION - Welcome Greetings & Call to Order	Action	Ling, Karen	
12:45	◦	MOTION: That the Board approve the Open Agenda in its entirety.	Motion		
12:47	◦	1.1 Declaration of Conflict of Interest	Declaration as Required	Ling, Karen	
12:48	•	2.0 OPEN CONSENT AGENDA	Decision	Ling, Karen	
12:48	◦	MOTION: That the Board approve all items under the Open Consent Agenda as presented.	Motion		
	◦	2.1 Approval of June 19, 2026, Open Minutes	Decision		
	•	19_June_2026_Board_OPEN_MINUTES_Draft			4 - 8
	■	MOTION: That the Board approve the June 19, 2026, Open Meeting Minutes as circulated.	Motion		
	◦	2.2 Guidance for Member Representative at Engineers Canada Special Meeting of Members (SMM) – Bylaw Amendments for Governance Reform	Decision		
	•	2.2 Guidance for Member Representative at EC SMM			9 - 43
	■	MOTION: Please refer to the supporting report for details.	Motion		
	◦	2.3 Board Meeting Schedule	Decision		
	•	2.3 Board Meeting Schedule			44 - 49
	■	MOTION: That the Board approve piloting a new Board meeting schedule as outlined in Appendix B, for the 2026/2027 Board year.	Motion		
12:49	•	3.0 OPEN REGULAR AGENDA			
12:50	•	3.1 Board Remuneration Policy	Decision	Olychick, Deesh	
	•	3.1 Board Remuneration Policy Report			50 - 82

12:50	○ MOTION: That the Board approve the Board Remuneration Policy, as presented in Appendix A, to take effect October 15, 2026.	Motion		
13:10	● 3.2 PricewaterhouseCoopers LLP (PwC) Auditor's Report FY2026	Decision	Shield, Malcolm	
	● 3.2 FY2026 Board Package			83 - 117
13:10	○ MOTION 1: That the Board approve the audited Engineers and Geoscientists BC Financial Statements for the fiscal year ended June 30, 2026.	Motion		
	○ MOTION 2: That the Board Chair and the Chief Executive Officer be authorized to sign the fiscal 2026 Financial Statements on behalf of the Board.	Motion		
	○ MOTION 3: That the Board approve the firm of PricewaterhouseCoopers LLP be appointed as the organization's Auditors for the fiscal year ending June 30, 2027.	Motion		
13:30	● 3.3 Request for Approval – Budget Policy	Decision	Shield, Malcolm	
	● 3.3 Budget Policy			118 - 131
13:30	○ MOTION: That the Board approve the Budget Policy as presented.	Motion		
13:40	● 3.4 Whistleblower Policy	Decision	O'Connell, Kevin	
	● 3.4 Whistleblower Policy-JW			132 - 156
13:40	○ MOTION: That the Board approve the Whistleblower Policy effective November 1, 2026.	Motion		
13:50	● 3.5 Strategic Plan – Year 5 Update	Information	Dantas, Alison	
	● 3.5 Strategic Plan Update (09.18.2026)			157 - 174
14:15	● 3.6 Key Performance Indicator (KPI) Report	Information	Dantas, Alison	
	● 3.6 KPI Report (09.18.26)			175 - 192
14:35	● 3.7 CEO Report (Open)	Information	Yang, Heidi	
	● 3.7 Open CEO Report (09.18.26)			193 - 196
14:45	● 3.8 Annual Update from Geoscientists Canada	Information	Dixon-Warren, Antigone	
15:15	● OPEN INFORMATION REPORTS			
15:15	○ Preliminary Report from the Regulators Practice on Delegation of Authority to Sub-Committees	Information		

- **Information Report Delegation Project Update** **197 - 203**
 - Annual Board Composition Matrix and Sub-Committee Composition Matrices Review Information
 - **Information Report Board Composition Matrix & Sub-Cmtee Composition Matrices** **204 - 211**

- END OF OPEN SESSION Action

BREAK BETWEEN SESSIONS (10 mins)	Break
----------------------------------	-------

MINUTES OF THE OPEN SESSION OF THE SEVENTH MEETING of the 2025/2026 Board of Engineers and Geoscientists BC, held on June 19, 2026, at the Engineers & Geoscientists BC office (Dan Lambert Boardroom) and virtually via TEAMS.

Present

Board	
Karen Ling, P.Eng.	Chair
Jens Weber, P.Eng.	Vice Chair
Mark Porter, P.Eng., StructEng.	Immediate Past Chair
Bill Chan, CPA, ICD.D	Board Member
Veronica Knott, P.Eng.	Board Member
Michelle Mahovlich, P.Eng., P.Geo., FCSSE	Board Member
Cathy McIntyre, MBA, C.Dir	Board Member
Matthew Salmon, P.Eng.	Board Member
TJ Schmaltz, JD, FCPHR, SHRM-SCP, ICD.D	Board Member
Malcolm Shield, P.Eng.	Board Member
Colette Trudeau, M.A	Board Member
Gordon Zhou, P.Eng.	Board Member
Guests	
Mark Adams, P.Eng., FEC, FGC (Hon.)	Engineers and Geoscientists BC's representative to the Engineers Canada Board
Antigone Dixon-Warren, P.Geo., PMP, FGC	Engineers and Geoscientists BC's representative to the Geoscientists Canada Board
Ann English, P.Eng., FEC, FGC (Hon.)	Engineers and Geoscientists BC's representative to the Engineers Canada Board
Sany Zein, P.Eng.	Engineers and Geoscientists BC's representative to the Vancouver Airport Authority Board
Staff	
Heidi Yang, P.Eng., FEC, FGC (Hon.)	Chief Executive Officer
Jennifer Cho, CPA, FEC (Hon.), FGC (Hon.)	Chief Financial and Administration Officer
Alison Dantas, MA, CEC, C.Dir	Chief Operating Officer
Tanya Hupka	Executive Assistant to CEO
Will Morrison	Manager, Governance, Policy & Government Relations
Deesh Olychick	Director, Corporate Governance & Strategy
Jason Ong	Chief Regulatory Officer & Registrar
Tracy Richards	Board Governance Specialist

OPEN SESSION – CALL TO ORDER

Karen Ling, P.Eng., Board Chair called the Open Session to order at 10:50 a.m.

The Chair began the session by acknowledging the ancestral, traditional and unceded territories of the Coast Salish people and the Musqueam, Squamish and Tsleil-waututh Nations on whose territory the meeting was held. She then introduced and welcomed all guests to the meeting and summarized the rules of engagement for the hybrid session.

CO-26-77 OPEN AGENDA

MOTION It was moved that the Board approve the Open Agenda in its entirety.

CARRIED

DECLARATION OF CONFLICT OF INTEREST

The Chair asked the Board if anyone had a perceived or actual conflict of interest to declare. None were raised.

CO-26-78 OPEN CONSENT AGENDA

MOTION It was moved that the Board approve all items under the Open Consent Agenda as presented.

CARRIED

Motions carried by approval of the Consent Agenda:

2.1 Approval of April 17, 2026, Open Minutes

MOTION: That the Board approve the April 17, 2026, Open Meeting minutes as circulated.

2.2 Approval of May 27, 2026, Open Minutes

MOTION: That the Board approve the May 27, 2026, Open Meeting minutes as circulated.

2.3 Annual General Meeting Rules of Order

MOTION: That the Board approve the Rules of Order for the 2026 Annual General Meeting.

2.4 Approval of AGM Agenda

MOTION: That the Board approve the agenda for the 107th Annual General Meeting of Engineers and Geoscientists BC.

CO-26-79 REGULATORY PRINCIPLES

The Chair introduced the item and noted that development of the Regulatory Principles began in April 2025. The Principles were shared with the Board for input in June 2025 and approved in principle in September 2025, subject to further engagement before finalization. From October 2025 to January 2026, staff gathered feedback from key audiences on how the Principles were interpreted and understood. A summary of that feedback was presented to the Board in February 2026 noting it would inform further review and refinement of the Principles.

The Chair then invited Deesh Olychick, Director, Corporate Governance and Strategy, to present the revised Regulatory Principles for the Board's consideration.

At the conclusion of the presentation, Ms. Olychick opened the floor for questions. None were raised.

MOTION **It was moved that the Board approve the Regulatory Principles, as outlined in Appendix A.**

CARRIED

CO-26-80 STRATEGIC PLAN - YEAR 4 UPDATE

Alison Dantas, MA, CEC, C.Dir, Chief Operating Officer, updated the Board on the progress of the Year 4 Strategic Plan initiatives reporting that Year 4 projects are progressing well, with the Truth and Reconciliation Strategy and the Public Awareness Campaign completed. The remaining work involves gathering data from the Awareness Campaign to inform Year 5 strategy.

She confirmed that projects transitioning from Year 4 to Year 5 are on track, with no critical delays or red flags. Staff are already planning for Year 5 priorities, and the transition is supported by budget approval.

Board Members asked several clarifying questions all of which were addressed by Ms. Dantas and Ms. Yang.

This was for information only.

CO-26-81 CEO REPORT (OPEN)

Heidi Yang, P.Eng., FEC, FGC (Hon.), CEO, briefed the Board on the contents of the CEO Report which highlighted activities of the organization related to Excellence and Integrity Week, the April 23rd Volunteer Event, updates on the Public Awareness Campaign, ICRA Projects, Staffing Resources and updates on Engineers Canada and Geoscientists Canada initiatives and events.

After the briefing, Ms. Yang opened the floor for questions.

CO-26-82 ANNUAL UPDATE FROM ENGINEERS CANADA REPRESENTATIVES

Ann English, P.Eng., FEC, FGC (Hon.) and Mark Adams, P.Eng., FEC, FGC (Hon.), Engineers and Geoscientists BC's appointed representatives to the Engineers Canada Board provided the Board with a presentation featuring updates on Engineers Canada's strategic priorities and operational activities over the past year.

Key highlights of the presentation included: a comprehensive update on Engineers Canada's strategic priorities, including governance reform and board reduction, accreditation and academic assessment alignment, sustainability and inclusivity initiatives, public awareness and leadership projects and accreditation visit outcomes.

At the conclusion of the presentation Ms. English invited questions from the Board.

CO-26-83 SELECTION OF NOMINEES FOR ELECTION TO THE BOARD

Let the record reflect that Board Members Matthew Salmon, P.Eng. and Veronica Knott, P.Eng. excused themselves from this discussion as they are two of the candidates selected by the Nomination Committee to run in the 2026/2027 Board election.

Mark Porter, Chair of the Nomination Committee, delivered the Nomination Committee's annual report to the Board outlining the nomination process and how the selection of nominees meets the requirements of the PGA, regulation and bylaws.

He spoke to the merit-based selection framework, diversity outreach, and the rationale for the number of candidates nominated, while addressing questions from the Board regarding committee composition and selection process, bias mitigation and process improvement recommendations.

This annual report is mandated under the Nomination Committee's Terms of Reference and is for information only.

END OF OPEN SESSION

The meeting ended at 12:15 p.m.

OPEN SESSION

ITEM 2.2

DATE	September 18, 2026
REPORT TO	Board for Decision
FROM	Heidi Yang, P.Eng., FEC, FGC (Hon.), Chief Executive Officer
SUBJECT	Guidance for Member Representative at Engineers Canada Special Meeting of Members (SMM) – Bylaw Amendments for Governance Reform
LINKAGE TO STRATEGIC PLAN	We demonstrate to our registrants and stakeholders, through tangible actions, that we are a trusted regulator focused on protecting the public interest.

Purpose	To review and provide guidance on motions for Engineers Canada (EC) Bylaw amendments on implementing Board size reduction and Independent Directors
Motion	That the Board instruct its Member Representative to vote to accept the following motions:

1. THAT the Members approve amendments to the Engineers Canada bylaws to reduce the size of the Board based on a one-Regulator, one-seat model, with the change to take effect at the May 2027 Annual Meeting of Members.
 2. THAT the Members approve amendments to the Engineers Canada bylaws to provide for a minimum of one and up to three Independent Directors, with the Independent Director provisions to take effect at the May 2028 Annual Meeting of Members.
 3. THAT the Members authorize any consequential, transitional, and housekeeping amendments necessary to give effect to the bylaw amendments and implementation timelines.
- at Engineers Canada's Special Meeting of Members in October 2026.

BACKGROUND

At Engineers and Geoscientists BC's April 2026 Board meeting, the Board discussed EC's Governance Review and potential governance changes. The Board provided guidance for their Member Representative (Jens Weber, Board Vice Chair) to vote in favor of EC's proposed motions at their Annual Meeting of Members in May 2026. Subsequently the motions were approved by all the Members at the meetings in Calgary.

As a next step to formally implement these governance changes, EC's Bylaws will need to be amended and approved. Two documents from EC are appended to this report to provide background and context to these motions:

- EC's slide deck on High Level Governance Review Outcomes (**Appendix A**)
- EC's Briefing Note with Bylaw amendments (**Appendix B**)

DISCUSSION

The redline version of EC's Bylaws (within **Appendix B**) has been reviewed by our LEC Department and myself. There are no major concerns with the redlines that would warrant a negative vote (i.e. oppose) for the motion. While this governance model is different from our own, these directions represent good practice and do not create any inconsistencies with our practices.

However, it is important to highlight the following statement from the Briefing Note accompanying the proposed Bylaws, in **Appendix B**, regarding eligibility to serve as independent directors:

Independent Directors – *“Professional engineers would not be disqualified from serving as Independent Directors. The determining factor would be whether the candidate is independent from the Regulator nomination process and meets the competency needs identified by the Board.”*

The CEOs were given the opportunity to comment on whether independent directors should be engineers or non-engineers. While the views across the country were mixed, I had shared the value of independent directors being non-engineers to allow for additional diversity of perspective and experience onto the Board. I also shared the importance of – if an engineer was to be chosen – that there are no conflicts of interest or affiliations/connections with the engineering regulatory body of which they are licensed with. In my view, independence “from the Regulator nomination process” is not a sufficient guarantee of overall independence from the Regulator. This could be mitigated by clarifying that past or present service with a Regulator's board or as a member of staff or having any other relationship to the Regulator that could pose conflicts of interest.

If the Engineers and Geoscientists BC Board agrees, the Board may want to have the Member Representative highlight these points at the Special Meeting of Members and possibly recommend the following modification for clarity.

Independent Directors – “Professional engineers would not be disqualified from serving as Independent Directors. The determining factor would be whether the candidate is independent from the Regulator, *their* nomination process, and meets the competency needs identified by the Board.”

Lastly, the redlined part in Section 4.1(2) of the Engineers Canada Bylaws states:

4.1(2) “...Notwithstanding the above section 4.1 (1), Independent Directors are not required to be engineers in good standing.”

The way in which it is written could imply that an Independent Director could be an engineer not in good standing, which would not be ideal. If the Engineers and Geoscientists BC Board agrees, the Board may want to have the member representative highlight this and possibly recommend that the phrase “in good standing” be removed from this section of the Bylaw.

RECOMMENDATIONS

Engineers and Geoscientists BC supports modern board governance. It is recommended that Engineers and Geoscientists BC vote to approve the Motions at the Special Meeting of Members in October 2026.

In addition, it is recommended that the Member Representative also communicate:

1. The value of independent directors being non-engineers.
2. The importance of (should an independent director be an engineer) independence from the Regulator (including not having any conflicts of interest) and their nominations process.
3. Suggested edits to the EC Bylaws as above in Section 4.1(2)

MOTION

That the Board instruct its Member Representative to vote to accept the following motions:

1. THAT the Members approve amendments to the Engineers Canada bylaws to reduce the size of the Board based on a one-Regulator, one-seat model, with the change to take effect at the May 2027 Annual Meeting of Members.
2. THAT the Members approve amendments to the Engineers Canada bylaws to provide for a minimum of one and up to three Independent Directors, with the Independent Director provisions to take effect at the May 2028 Annual Meeting of Members.
3. THAT the Members authorize any consequential, transitional, and housekeeping amendments necessary to give effect to the bylaw amendments and implementation timelines.

at Engineers Canada's Special Meeting of Members in October 2026.

APPENDIX A – High Level Governance Review Outcomes from Engineers Canada

APPENDIX B – Engineer’s Canada Briefing Note on Bylaw Amendments

Update to Engineers and Geoscientists British Columbia

Engineers Canada Governance Review

Presenters: Philip Rizcallah, Christian Bellini

Date: September 18, 2026



Board Size Implementation

“Phased transition (attrition)”

- Reduce Board size over time
- Aligns with natural term expiry of existing Directors
- Maintains continuity and stability
- Supports succession planning
- In line with mainly discussed during regulator Council presentations

Advantages:

- Maintains governance continuity
- Respects existing Director mandates
- Supports orderly succession planning
- Reduces transition risk

Other options will be considered during the June Board Workshop and an update will be provided

Independent Directors

Add 2–3 Independent Directors to the Board

Independent = not Regulator-nominated

Bring external, strategic, and objective perspectives

Strengthens Board competency and effectiveness

Selected through transparent, organization-led nomination process

Nominating Committee determines whether 2 or 3 are required, based on Board needs

National Alliance Model

Defines Engineers Canada as a National Alliance of Regulators

Creates a shared understanding of purpose across Members

Clarifies the Board's mandate and reframes expectations

Guides strategy and performance measurement

Recommendation: Seek explicit Member confirmation or adoption

Member approval may be required if embedded in Bylaws/Articles (CNCA considerations)

BRIEFING NOTE: For decision

Governance Reform Implementation: Proposed Bylaw Amendments for Member Approval

Purpose:	To seek Regulator council direction on the proposed implementation plan and motions to be brought to a Special Meeting of Members for approval of bylaw amendments implementing Board size reduction and Independent Directors.
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 Philip Rizcallah, CEO, Engineers Canada

Background

- At the Annual Meeting of Members in May 2026, Members approved, in principle, two governance reform directions: reducing the size of the Engineers Canada Board based on a one-Regulator, one-seat model and including Independent Directors on the Board.
- The next step is to propose the final bylaw changes for approval. They authorized further work and directed that corresponding bylaw amendments be brought to a Special Meeting of Members for approval. They were:
 - “THAT the Members approve in principle a reduction in the size of the Engineers Canada Board, based on a ‘one-Regulator, one-seat’ model; and that corresponding bylaw amendments be brought to a Special Meeting of Members for approval”; and
 - “THAT the Members approve in principle the inclusion of independent Directors on Engineers Canada’s Board; and that corresponding bylaw amendments be brought to a Special Meeting of Members for approval.”
- The purpose of this briefing note is to support Members in considering the actual motions and implementation plan that will now be brought forward for approval.
- The proposed implementation approach is intended to advance the governance reform directions endorsed by Members in May 2026 while maintaining continuity, stability, and orderly transition planning for Regulators throughout the implementation period.

Status update

- The implementation plan translates the May 2026 in-principle approvals into bylaw amendments and related motions for Member approval at the October 2026 Special Meeting of Members.
- The proposed bylaw amendments would implement both governance reform elements together: Board size reduction through a one-Regulator, one-seat model and authority to appoint Independent Directors.
- Appendix 1 will include the proposed redline bylaw amendments so Regulator councils can review how the motions would be reflected in the bylaws.
- The implementation plan has been developed to support a phased approach to governance reform. While the proposed motions focus on Board size reduction and Independent Directors,

these recommendations form part of a broader governance review implementation roadmap. Other recommendations, including those related to Engineers Canada's role as a national alliance, the Regulator Forum, CEAB, and CEQB, will continue to be developed through additional scope, consultation, environmental scanning, and implementation planning before being brought forward for decision.

Proposed motions for approval

1. THAT the Members approve amendments to the Engineers Canada bylaws to reduce the size of the Board based on a one-Regulator, one-seat model, with the change to take effect at the May 2027 Annual Meeting of Members.
2. THAT the Members approve amendments to the Engineers Canada bylaws to provide for a minimum of one and up to three Independent Directors, with the Independent Director provisions to take effect at the May 2028 Annual Meeting of Members.
3. THAT the Members authorize any consequential, transitional, and housekeeping amendments necessary to give effect to the bylaw amendments and implementation timelines described in Appendix 1.

Board size reduction

- The proposed bylaw amendments would reduce the Board from 23 Member-nominated Directors to 12 Member-nominated Directors, consistent with the direction previously consulted on with the Regulators and based on a one-Regulator, one-seat model.
- The proposed implementation approach is attrition. Directors whose terms end at the May 2027 Annual Meeting of Members would not be renewed, allowing those terms to conclude naturally and beginning the transition to a smaller Board. As a result, the Board would initially be reduced from 23 Directors to 17 Directors, or 18 if the APEGA Director eligible for a one-year extension chooses to extend. See Appendices 2 and 3.
 - 2027: 17 Directors, or 18 if the eligible APEGA Director extends for one year. Directors terming out include two from APEGA, one from EGBC, two from PEO, and one from OIQ.
 - 2028: 15 Directors, with two PEO Directors terming out.
 - 2029: 12 Directors, with one APEGA Director and two OIQ Directors terming out. At that point, each Regulator would have one Director.
- This timing provides Regulator councils with advance notice of the proposed structure and allows for transition planning before the May 2027 Annual Meeting of Members.
- The Independent Director provisions would come into effect after the Board size reduction has begun, with the first Independent Director appointments contemplated for the May 2028 Annual Meeting of Members.
- This staged approach allows the Board to transition toward the one-Regulator, one-seat model before assessing competency needs and recruiting Independent Directors.
- The Board considered other options and determined that this approach best aligns with efficiency and the consultations undertaken with the Regulators.
- A phased implementation approach also supports governance continuity by allowing Directors to complete their elected terms, preserving institutional knowledge during the transition period, and providing Regulators with sufficient time to adapt to the future governance model. This approach minimizes disruption while allowing the reform objectives approved in principle by Members to be achieved in an orderly manner.

Independent Directors

- The proposed bylaw amendments would authorize the Board to include a minimum of one and up to three Independent Directors. This range preserves flexibility and allows the Board to address evolving competency needs without requiring further bylaw amendments each time a vacancy or need arises.
- Independent Director recruitment would be competency-based. Independent Directors would be selected to help fill identified gaps in the Board competency profile and complement the perspectives brought by Regulator-nominated Directors.
- Independent Director selection would be separate from the Regulator nomination process, maintaining the integrity of Regulator nominations while providing an independent pathway for competency-based appointments.
- The bylaw language should remain broad and enabling. Detailed recruitment steps, assessment tools, and competency criteria would be addressed through Board-approved processes rather than embedded in the bylaws.
- Professional engineers would not be disqualified from serving as Independent Directors. The determining factor would be whether the candidate is independent from the Regulator nomination process and meets the competency needs identified by the Board.
- The HR Committee, or its designate, would lead or oversee the Independent Director recruitment and nomination process, using the Board competency profile to identify and recommend candidates.
- Independent Directors would be full Directors of Engineers Canada, with the same fiduciary duties, rights, and responsibilities as other Directors and no constraints on their participation as Directors.
- Independent Directors would serve up to two three-year terms, consistent with the term structure for Directors.

Implementation plan

- October 2026 Special Meeting of Members: bring forward the motions and redline bylaw amendments for Member approval.
- May 2027 Annual Meeting of Members: begin Board size reduction through attrition, with Directors whose terms end at that meeting not renewed and the Board initially reduced to 17 Directors, or 18 if the eligible APEGA Director extends for one year.
- 2027–2029: continue the transition to the one-Regulator, one-seat model as additional Directors term out, reaching 12 Directors by 2029.
- 2027–2028: use the Board competency profile to identify gaps and prepare the Independent Director recruitment process, led by the HR Committee or its designate.
- May 2028 Annual Meeting of Members: bring the Independent Director provisions into effect and proceed with Independent Director appointments, as required, within the approved range of one to three.
- Appendices 4 and 5 situate these proposed bylaw amendments within the broader Governance Review implementation programme. Appendix 4 provides the detailed implementation plan, including recommendation-level sequencing, timing, considerations, dependencies, and related governance initiatives. Appendix 5 provides the visual roadmap, showing the indicative phases and workstreams through 2030 and beyond. Together, they distinguish the immediate decisions before Members from the broader implementation work that will continue through future analysis, consultation, and decision-making.

Plans for Other Governance Review Recommendations

- The proposed bylaw amendments focus on the governance reform recommendations that are ready to move forward for Member approval: Board size reduction and Independent Directors.
- The remaining Governance Review recommendations, including those related to Engineers Canada as a national alliance, the Regulator Forum, CEAB, and CEQB, have not been set aside. Further work will be developed to address these recommendations in a coordinated way.
- Additional analysis and consultation with Regulators will be required before any specific changes are brought forward. This work may include further consideration of the national alliance concept, the future role and operation of the Regulator Forum, CEAB oversight and sustainability, and CEQB priorities and national value.
- The intent of identifying these items in this briefing note is to confirm that the remaining recommendations remain part of the Governance Review workplan, while recognizing that more work and consultation are needed before they can proceed.

Next Steps

- Regulator councils are asked to review the proposed motions, implementation plan, and redline bylaw amendments in Appendix 1 and provide direction to support the October 2026 Special Meeting of Members.
- Governance reform implementation planning will continue, including finalization of the bylaw amendments and supporting materials for Member consideration.
- Further work and consultation will be developed for the remaining Governance Review recommendations, including Engineers Canada as a national alliance, the Regulator Forum, CEAB, and CEQB.
- Updates on that work will be brought forward as the analysis and consultation process progresses.

Appendix

- Appendix 1: Proposed redline bylaw amendments to implement Board size reduction and Independent Directors
- Appendix 2: Current Engineers Canada Board terms
- Appendix 3: Engineers Canada Board term status by year, 2027-2029
- Appendix 4: Governance Review Implementation
- Appendix 5: Governance Review Implementation Roadmap

ENGINEERS CANADA BYLAW

A Bylaw relating generally to the business and affairs of ENGINEERS CANADA

BE IT ENACTED as a Bylaw of Engineers Canada as follows:

1 INTERPRETATION

1.1 Definitions

All terms contained herein and which are defined in the Act or the Regulations shall have the meanings given to such terms in the Act or Regulations.

"Act" means the *Canada Not-For-Profit Corporations Act*, S.C. 2009, c.23, including Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time.

"Advisor" means a person appointed by Board policy to make recommendations and/or provide key information to the Board.

"Board" means the Board of Engineers Canada comprised of Directors and Advisors.

"Board members" means the Directors and Advisors elected or appointed in accordance with this Bylaw.

"Chief Executive Officers Group" means the group comprised of the chief staff officer of each of the Members.

"Independent Director" means a Director who is not nominated by a Member and who is elected having regard to the skills, experience, perspectives, diversity, and competencies required by the Board.

Commented [LG1]: Clarifies the new category of Director and distinguishes Independent Directors from Directors nominated by Members.

"Major Capital Project" means a capital project with a value of more than 10% of the annual operating budget.

"Member" means a Member as further defined in Article 2.

"Per Capita Assessment" means the annual amount to be paid by each Member as determined by its number of Registrants, as further defined in Article 7.

"Registrant" means an individual registered with a Member at December 31, with the exception of applicants, students, and those registered solely as a geoscientist or geoscientist in training.

"Secretary" is an office held by the Chief Executive Officer of Engineers Canada or such other person appointed by the Board.

"Special National Initiative" means any project or program which would require a special assessment of Members or an increase in Per Capita Assessment and any major capital project.

"Standards" means accreditation criteria.

"Strategic Plan" means the plan to achieve Engineers Canada's envisioned future.

"2/3-60% Majority" means a resolution passed by a minimum of two-thirds of the Members voting, who represent a minimum of sixty percent of represented Registrants.

1.2 Interpretation

In the interpretation of this Bylaw, words in the singular include the plural and *vice-versa*, words in one gender include both genders.

ENGINEERS CANADA BYLAW

1.3 Language

Equal recognition shall be given to Canada's two official languages in the operation of Engineers Canada. In the event of any inconsistency between the English language text of a Bylaw or other document and the French language text of such Bylaw or other document, the English language text shall govern.

2 MEMBERSHIP

2.1 Membership

Each of the following shall be a Member until such time as its status as a Member is withdrawn or terminated as provided herein, namely:

- (a) The Association of Professional Engineers and Geoscientists of Alberta (APEGA);
- (b) The Association of Professional Engineers and Geoscientists of New Brunswick (APEGNB);
- (c) Association of Professional Engineers and Geoscientists of Saskatchewan (APEGS);
- (d) The Association of Professional Engineers and Geoscientists of the Province of Manitoba (Engineers Geoscientists Manitoba);
- (e) The Association of Professional Engineers of the Province of Nova Scotia (Engineers Nova Scotia);
- (f) The Association of Professional Engineers of Ontario (PEO)
- (g) Association of Professional Engineers of Yukon (Engineers Yukon);
- (h) The Northwest Territories and Nunavut Association of Professional Engineers and Geoscientists (NAPEG);
- (i) Ordre des ingénieurs du Québec (OIQ);
- (j) The Association of Professional Engineers and Geoscientists of Newfoundland and Labrador (PEGNL);
- (k) The Association of Professional Engineers and Geoscientists of the Province of British Columbia (Engineers and Geoscientists British Columbia);
- (l) The Association of Professional Engineers of the Province of Prince Edward Island (Engineers PEI); and
- (m) Other provincial or territorial entities established for the purpose of regulating the practice of engineering in any province or territory of Canada as may be approved by a 2/3-60% majority resolution of the Members.

Commented [LG2]: The member names have been updated to reflect the names prescribed in the applicable provincial and territorial legislation.

2.2 Resignation of Membership

A Member may resign from membership by notice in writing to the Secretary not less than twelve (12) months prior to the next following Annual Meeting of Members.

2.3 Termination of Membership

- (1) Membership may be terminated if, at a special meeting of the Members called for such purpose, a resolution is passed terminating such membership, provided that the Member shall be granted the opportunity to be heard at such meeting.
- (2) Notwithstanding a resignation or termination of membership, a Member shall remain liable for payment of outstanding and due Per Capita Assessment up to and including the effective date of the resignation or termination.

3 MEETINGS OF THE MEMBERS

ENGINEERS CANADA BYLAW

3.1 Notice of Meeting of Members

- (1) Notice of the time and place of a Meeting of Members shall be given to each Member entitled to vote at the meeting and to each Director and the public accountant, if applicable, by telephonic, electronic, or other communication facility during a period of 21 to 35 days before the day on which the meeting is to be held. If a Member requests that the notice be given by non-electronic means, the notice will be sent by mail, courier, or personal delivery.
- (2) A special resolution of the Members is required to make any amendment to this Bylaw to change the manner of giving notice to Members entitled to vote at a Meeting of Members.

3.2 General and Special Meetings

Other meetings of the Members, whether special or general, may be convened at any time and place by order of the President or the President Elect or by the Board or on request by any Member.

3.3 Error or Omission in Notice

The non-receipt of any notice by any Member or Members shall not invalidate any resolution passed or any proceedings taken at any meeting of Members.

3.4 Votes to Govern at Members' Meetings

Each Member present at a meeting shall have the right to exercise one vote. This vote shall be exercised by the current Chair/President of a Member.

- (1) A Member may, by means of a written proxy, appoint a proxy holder to attend and act at a specific meeting of Members, in the manner and to the extent authorized by the proxy.
- (2) All questions arising at a meeting of the Members shall require a resolution passed by at least a 2/3-60% Majority.
- (3) The Chair of any meeting of Members shall not have the right to vote thereat and, in case of an equality of votes the Chair of the meeting shall have no casting vote and such motion before the Members shall be deemed to be defeated.

3.5 Quorum

- (1) A quorum at any meeting of the Members shall be at least two-thirds of the total number of Members, representing at least sixty percent of the total number of Registrants.
- (2) If a quorum is present at the opening of any meeting of Members, the Members present may proceed with the business of the meeting even if a quorum is not present throughout the meeting.

3.6 Electronic Voting

Meetings of Members may be held entirely by means of a telephonic, electronic or other communication facility.

3.7 Chair

Meetings of the Members shall be chaired by the President of Engineers Canada or a person chosen by the Members.

4 DIRECTORS AND ADVISORS

4.1 Nomination of Directors

- (1) Each Member shall deliver ~~a list of nominees, who are engineers in good standing,~~ to the Secretary for consideration at the Annual Meeting of Members, a list of nominees who are engineers in good standing and should make reasonable efforts, where practicable, to put forward more than one nominee. Where a Member submits more than one nominee, the Engineers Canada Human Resources Committee or its delegate shall determine which nominee of such Member is recommended to the Members for election, having regard to

Commented [LG3]: This wording encourages Members to identify more than one qualified nominee where possible, while recognizing that some Members may face practical limitations in doing so. The use of "reasonable efforts" and "where practicable" creates an expectation of good-faith effort without making multiple nominations mandatory.

ENGINEERS CANADA BYLAW

the skills, experience, perspectives, diversity, and competencies required by the Board from time to time, as set out in the Board's competency profile.

- ~~(1)~~(2) Candidates for Independent Directors shall be recommended to the Members by the Engineers Canada Human Resources Committee or its delegate, having regard to the Board's competency profile. Notwithstanding the above section 4.1 (1), Independent Directors are not required to be engineers in good standing.

- ~~(2)~~(3) Only individuals nominated in accordance with this nominations policy are eligible to be a Director.

Commented [LG4]: Adds a process for identifying Independent Director candidates by providing that they are recommended to the Members by the Engineers Canada Human Resources Committee or its delegate.

4.2 Composition and Election of Directors

- (a) The number of Directors shall not exceed ~~fifteen~~twenty-three (23~~15~~).

(b) The Board shall consist of:

- (i) Twelve (12) Directors, with one (1) Director being elected from the list of nominees put forward by each Member; and

- (ii) Not fewer than one (1) and not more than three (3) Independent Directors elected by the Members.

~~(b) Directors shall be elected on the basis of nominations received as follows:~~

- ~~(c) Four (4) from the Association of Professional Engineers and Geoscientists of Alberta (APEGA);~~

- ~~(d) One (1) from the Association of Professional Engineers and Geoscientists of New Brunswick (APEGNB);~~

- ~~(e) One (1) from the Association of Professional Engineers and Geoscientists of Saskatchewan (APEGS);~~

- ~~(f) One (1) from the Association of Professional Engineers and Geoscientists of the Province of Manitoba (Engineers Geoscientists Manitoba);~~

- ~~(g) One (1) from the Association of Professional Engineers of Nova Scotia (Engineers Nova Scotia);~~

- ~~(h) Five (5) from the Association of Professional Engineers of Ontario (PEO);~~

- ~~(i) One (1) from the Association of Professional Engineers of Yukon (Engineers Yukon);~~

- ~~(j) One (1) from the Northwest Territories Association of Professional Engineers and Geoscientists (NAPEG);~~

- ~~(k) Four (4) from l'Ordre des ingénieurs du Québec (OIQ);~~

- ~~(l) One (1) from the Association of Professional Engineers and Geoscientists of Newfoundland and Labrador (PEGNL);~~

- ~~(m) Two (2) from the Association of Professional Engineers and Geoscientists of British Columbia (Engineers and Geoscientists British Columbia);~~

- ~~(n) One (1) from the Association of Professional Engineers of the Province of Prince Edward Island (Engineers PEI).~~

4.3 Advisors

- (1) The Board may establish policy to appoint persons as Advisors.
- (2) Advisors shall, upon invitation by the Board, be entitled to attend and participate in discussions at meetings of the Board, in whole or in part (as determined by the Board), but shall not have the right to vote thereat.
- (3) Advisors may perform such other duties as shall from time to time be requested by the Board.

4.4 Remuneration and Expenses

- (1) Board members shall serve without remuneration.
- (2) Board members shall not receive any financial gain by virtue of serving as a Board member.

ENGINEERS CANADA BYLAW

- (3) Board members may be reimbursed for reasonable expenses incurred in the performance of duties.

4.5 Filling Vacancies

A vacancy occurring in the Board shall be filled by the Members from a list of nominees from the Member that nominated the Director who has left the Board and the Director appointed to fill the vacancy shall hold office for the remainder of the term of the Director who left the Board.

4.6 Term Limits

- (1) Directors shall be elected to the Board for a term of three (3) years.
- (2) No Director may be elected to the Board for more than two (2) terms, or a lifetime maximum of six (6) years.
- (3) The foregoing term limits shall not apply to a Director who is elected or confirmed, as applicable, to hold office as President-Elect, President, or Past President prior to the expiration of their second term, in which case they may continue on the Board until they have finished serving as Past President.
- (4) The Members shall have the authority to extend a Director's term beyond those described above, in extenuating circumstances, in order to ensure effective governance.

5 MEETINGS OF THE BOARD

5.1 Number of meetings

The Board shall hold at least one meeting per fiscal year and as many additional meetings as are deemed necessary, for the purpose of transacting the business of Engineers Canada.

5.2 Notice

The President, the President-Elect, or any five (5) Directors may at any time convene a meeting of the Board.

5.3 Open meetings

- (1) Except as provided for in this section, all meetings shall be open to the Members, Advisors, and invited observers.
- (2) A meeting or part of a meeting may be closed to the Members, Advisors, or invited observers by the Chair of the meeting at his or her discretion if the subject matter being considered concerns:
 - (a) the security of Engineers Canada;
 - (b) personal matters about an identifiable individual;
 - (c) the proposed or pending acquisition of assets by Engineers Canada;
 - (d) litigation or potential litigation;
 - (e) the receiving of advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and
 - (f) any other matter which the Board determines.

5.4 Quorum

- (1) At any meeting of the Board, a majority of the total number of Directors shall constitute a quorum. Provided a quorum is present at the beginning of a meeting, the meeting may continue or adjourn even though Directors leaving reduce the number to less than a quorum.
- (2) Directors who have declared a conflict of interest on a particular question shall be counted in determining a quorum. Notwithstanding any vacancy among the Directors, a quorum of

ENGINEERS CANADA BYLAW

the Board may exercise all the powers of the Board.

5.5 Voting

- (1) Each Director shall have one vote at meetings of the Board.
- (2) Any question arising at a meeting of the Board shall be decided in accordance with *Robert's Rules of Order*, unless otherwise provided in this Bylaw.

5.6 Absentee Directors

If a Director is absent from a meeting of the Board, the Member that nominated that Director may send an observer. Such observer may participate in discussions.

5.7 Approvals Requiring Two-thirds Majority

A Board resolution passed by a majority of not less than two-thirds of the votes cast on that resolution is required to make a decision in respect of the following matters:

- (a) Board Recommendations required in section 5.8;
- (b) Approval of the Budget or any amendments thereto;
- (c) Adoption, amendment, or repeal of any Board policies or procedures;
- (d) Adoption, amendment, or repeal of Standards; and
- (e) Board decisions in respect of any litigious or potentially litigious matters that may endanger the organization's public image, credibility, or its ability to fulfill the purposes.

5.8 Board Recommendations

The Board shall submit recommendations to the Members on the following matters, by a vote passed by a majority of not less than two-thirds of the votes cast, provided that no decision in respect thereof shall have any force or effect until approved by the Members in accordance with section 3.4 of this Bylaw:

- (a) Approval of the Strategic Plan;
- (b) The amount of the Per Capita Assessment;
- (c) Approval of Special National Initiatives; and
- (d) Amendment or repeal of the Articles of Continuance (which includes changes to Engineers Canada's name and purposes) or Bylaw.

5.9 Minutes of Meetings

The minutes of all meetings of the Board shall be sent to all Board members and to all Members.

6 OFFICERS

6.1 The officers shall be the President, the President-Elect, the Past President, the Chief Executive Officer, the Secretary and such other officers as the Board may from time to time by resolution determine.

6.2 Any officer may be removed at any time by a two-thirds majority resolution of the Board.

7 PER CAPITA ASSESSMENT

7.1 Prior to January 31st of each year, each Member shall report the number of Registrants in its association.

7.2 No later than January 1st of each year, the Board shall recommend to the Members the amount of the Per Capita Assessment that will be in effect on the second following January 1st. The Members will consider the recommendation and finalize the amount of the Per Capita

ENGINEERS CANADA BYLAW

Assessment no later than July 1st of each year with the decision by the Members to take effect on the second following January 1st (18 months notice).

- 7.3 Each Member shall pay to Engineers Canada the Member-approved Per Capita Assessment per Registrant within two months of receipt of invoice for same or pursuant to payment schedule reflective of the Member's registrant payment schedule.
- 7.4 In the event that the Members are unable to finalize the amount of the Per Capita Assessment by July 1st, the Per Capita Assessment last determined by the Members shall remain in effect.

8 AUDITOR

- 8.1 The Members shall appoint a chartered professional accountant (CPA) licensed to practise public accounting in Ontario as auditor of Engineers Canada annually.
- 8.2 The auditor shall audit the accounts of Engineers Canada after the close of the fiscal year and make a report thereon, and on the financial statements of Engineers Canada, to the Members at the Annual Meeting of Members.

9 FISCAL YEAR

- 9.1 The financial year of Engineers Canada shall be the calendar year.

10 RULES OF ORDER

- 10.1 In all cases for which no specific provision is prescribed by law or made in the Bylaw, the rules and practice of the latest edition of *Robert's Rules of Order* shall govern as far as applicable, provided that no action shall be invalid by reason only of a failure to adhere to such rules.

11 AMENDMENT OF BYLAW

- 11.1 A proposal for the amendment or repeal of the Bylaw may be put forward by a Member.

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	2024-2027
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.

Appendix 3
ENGINEERS CANADA BOARD – TERM STATUS 2027-2029

Reduction of Board Size Through Attrition: Composition of Member-Nominated Directors, 2027–2029

Regulator	2027	2028	2029
APEGA	N/A	N/A	N/A
	Anjum Mullick	Anjum Mullick	N/A
	Jay Nagendran	Jay Nagendran	Jay Nagendran (extension), or New Director
	(John Van der Put)	N/A	N/A
Engineers & Geoscientists BC	N/A	N/A	N/A
	Mark Adams	Mark Adams	Mark Adams (extension), or New Director
Engineers Geoscientists MB	Jitendra Paliwal (extension), or New Director	Jitendra Paliwal (extension), or New Director	Jitendra Paliwal (extension), or New Director
APEGNB	Marlo Rose	Marlo Rose	Marlo Rose
PEGNL	Darlene Spracklin-Reid	Darlene Spracklin-Reid	New Director
NAPEG	Paul Guy	Paul Guy	Paul Guy
Engineers Nova Scotia	Denise Pothier	Denise Pothier (extension), or New Director	Denise Pothier (extension), or New Director
PEO	Lorne Cutler	Lorne Cutler	Lorne Cutler
	Nick Colucci	N/A	N/A
	Christopher Chahine	N/A	N/A
	N/A	N/A	N/A
	N/A	N/A	N/A
Engineers PEI	Elliott Coles (extension), or New Director	Elliott Cole (extension), or New Director	Elliott Cole (extension), or New Director
OIQ	N/A	N/A	N/A
	Sophie Larivière-Mantha	Sophie Larivière-Mantha	N/A
	Menelika Bekolo Mekomba	Menelika Bekolo Mekomba	N/A
	Normand Chevalier	Normand Chevalier	Normand Chevalier (extension), or New Director
APEGS	Andrew Lockwood (extension), or New Director	Andrew Lockwood (extension), or New Director	Andrew Lockwood (extension), or New Director
Engineers Yukon	Christopher Dixon (extension), or New Director	Christopher Dixon (extension), or New Director	Christopher Dixon (extension), or New Director
Number of Member-nominated Directors	17 or 18	15	12

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

Governance Review Implementation Programme – Plan

Captured below are the 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 table’s years and timeframes have been refined and will continue to evolve as planning advances and decisions are made.

The Considerations column provides current planning context for each recommendation, including implementation notes, decision points, sequencing assumptions, resource implications, and alignment with existing governance processes. The term “National alliance” has been shown in **red font** to highlight its influence across recommendations.

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	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.	0	October 2026	December 2026	- A recommended definition of National Alliance is being brought forward to the Board and Members as part of the October 2026 decision path. - The definition is intended to establish a shared understanding of Engineers Canada’s primary purpose and provide the foundation for related governance, strategy, and implementation decisions. - If the definition is to be embedded in the Bylaws or Articles, legal advice should confirm whether Member approval is required and whether the 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	0–1	October 2026	April 2027	

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
		provincial/territorial regulatory priorities under a unified national vision.				
	01c	Refresh the strategic plan to better focus, align and rationalize Engineers Canada’s programs and services as a national alliance.	1	January 2027	April 2027	
	01d	Develop alternative methods for addressing smaller or one-off Member needs (e.g. cost-sharing, other funding mechanism).	1	April 2027	July 2027	
	01e	Implement dashboards to facilitate performance measurement: Track progress on Engineers Canada’s strategic goals as a national alliance, regulatory harmonization, for board monitoring.	0–1	October 2026	October 2027	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.	0	October 2026	December 2026	The Board to continue to consider key governance principles to guide Engineers Canada’s governance renewal, including the need for a clear vision and strategy, transparency and accountability to Members, effective and efficient stewardship of resources, appropriate board oversight that focuses on the “what” and “why” while leaving implementation to management, and director independence, including clarity for directors serving in dual roles.

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
	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	January 2027	April 2027	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	January 2027	April 2027	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	April 2027	October 2027	- 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 Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
Improve the board’s focus on strategy, risk, and value to Members, through effective agenda-setting.	03a	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: - 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	January 2027	April 2027	- 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.	0–1	December 2026	February 2027	- 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	July 2027	October 2027	
Focused Engagement of Key Interest Holders						

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	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	January 2027	July 2027	
	04b	Develop campaigns to promote broad participation from Member organizations (presidents, staff), academics, and other constituents.	1	July 2027	October 2027	
	04c	Obtain Member input on what is most valued.	0–1	October 2026	January 2027	
Coordination of Member Feedback and Input						
Member feedback	05a	Establish and Host a National Regulator/Member Forum to obtain explicit Member direction on matters of national importance	0–3	October 2026	October 2029	
	05b	Withdraw the current consultation policy and associated processes.	1	April 2027	July 2027	
	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	January 2027	March 2027	
Competency-Based Board						
Adopt a competency-based board of directors	06a	Adopt the notion of a competency-based board in principle.	0	October 2026	December 2026	Members approved in principle both the One Regulator, One Seat Board model and the

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
						inclusion of Independent Directors at the May 2026 Annual Meeting of Members. Proposed bylaw amendments implementing these Governance Review Implementation changes are being brought forward for Member approval at the October 2026 Special Meeting of Members. The Board competency profile will continue to inform future Independent Director recruitment and Board composition planning.
	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	January 2027	April 2027	
	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	January 2027	April 2027	
	06d	Enhance the existing competency profile, process and nominations communications materials.	1	April 2027	July 2027	
	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	January 2027	December 2029	

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
Introduce independent directors	07a	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. - 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. - 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, that they act and are treated as full directors whether or not they have a vote.	0	October 2026	December 2026	- Members approved the inclusion of Independent Directors in principle at the May 2026 Annual Meeting of Members. - Proposed bylaw amendments authorizing a minimum of one and up to three Independent Directors are being brought forward for Member approval at the October 2026 Special Meeting of Members. - Independent Director provisions would take effect at the May 2028 Annual Meeting of Members. - Recruitment will be competency-based and overseen by the HR Committee or its designate.
	07b	Create a board policy to document the role of an independent director, including specifying voting, in camera and committee privileges.	0–1	October 2026	January 2027	- Members approved the inclusion of Independent Directors in principle at the May 2026 Annual Meeting of Members. - Proposed bylaw amendments authorizing a minimum of one and up to three Independent Directors are being brought forward for Member approval at the October 2026 Special Meeting of Members. - Following approval of the bylaw amendments, the Governance Committee should develop a Board policy defining the role of Independent Directors, including voting rights, committee

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
						participation, and in camera session participation. - The policy should be developed in advance of the Independent Director provisions taking effect at the May 2028 Annual Meeting of Members. - Recruitment and nomination processes should align with the Board competency profile and be overseen by the HR Committee or its designate.
	07c	Recruit and select new independent directors through a transparent recruitment / nomination process led by Engineers Canada (such as a Call for Nominations).	1	April 2027	July 2027	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	January 2027	December 2029	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	0–1	December 2026	March 2027	Consider whether this work may be done by the HR Committee or if a separate committee is required.

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
Adopt “One Regulator, One Seat”+ to Reduce Board Size and Gain Effectiveness as a National Alliance		Canada’s whole-board competency and diversity needs are taken into consideration.				
	08c	Following a transparent recruiting process, provide a list of preferred nominees to Members for explicit approval, including the selected independent directors.	1	April 2027	October 2027	
	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.	0	October 2026	December 2026	- Members approved the One Regulator, One Seat model in principle at the May 2026 Annual Meeting of Members. - Proposed bylaw amendments implementing Board size reduction are being brought forward for Member approval at the October 2026 Special Meeting of Members. - The proposed implementation approach is attrition, with Board size reduction commencing at the May 2027 Annual Meeting of Members and reaching one Director per Regulator by 2029.
	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).	0	May 2026	December 2026	- Proposed implementation approach is attrition over a three-year period. - Board size reduction would begin at the May 2027 Annual Meeting of Members and reach one Director per Regulator by 2029. - Proposed bylaw amendments and implementation timelines are being presented

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
		- A phased-in approach, in which additional Member seats would be retired upon director term completion.				for Member approval at the October 2026 Special Meeting of Members. This phased approach supports continuity, preserves institutional knowledge, and allows Regulators time to adapt to the future governance model.
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	July 2027	January 2028	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.	1–2	July 2027	January 2028	
	10c	Consider alternative methods of Member communication about matters of interest.	1–3	April 2027	October 2029	
	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).	1–3	April 2027	October 2029	
	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,	0–1	October 2026	January 2027	

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
	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	January 2027	April 2028	
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 the Governance Review Implementation period is beneficial).	0–1	October 2026	January 2027	- 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.	0–1	October 2026	January 2027	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	January 2027	April 2027	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	April 2027	October 2027	- 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	April 2027	October 2027	- Refer to Governance Committee’s 2026-2027 work plan - Consult with the HR Committee to inform the Governance Committee’s recommendations to the Board.
Committee Structure						

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

Governance Review Implementation Programme – Plan

Major change	#	Recommendation	Planned Year(s)	Planned Start	Planned Finish	Considerations
Defer decisions on CEAB and CEQB reporting structures until a later phase.	13a	See fulsome text in the final report	3–4	January 2029	December 2030	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	April 2027	July 2027	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	January 2027	April 2028	
Effective Meetings						
Elevate management and committee reporting to the Board	14a	Develop standardized reporting formats to: - 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	January 2027	April 2028	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	January 2027	April 2028	As started in fall 2026, with the exception of the year-end report.

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

Governance Review Implementation Programme – Plan

Appendix 4 - A – Supplementary Recommendations, Programme Assumptions and Related Governance Initiatives

This supplementary section captures items that appear in the Governance Review Report but are not represented as standalone rows in the Governance Review Implementation Roadmap above OR were formally handed off to the Governance Review Project from Realizing Accreditation and Academic Assessments. These items are included for traceability and transparency purposes.

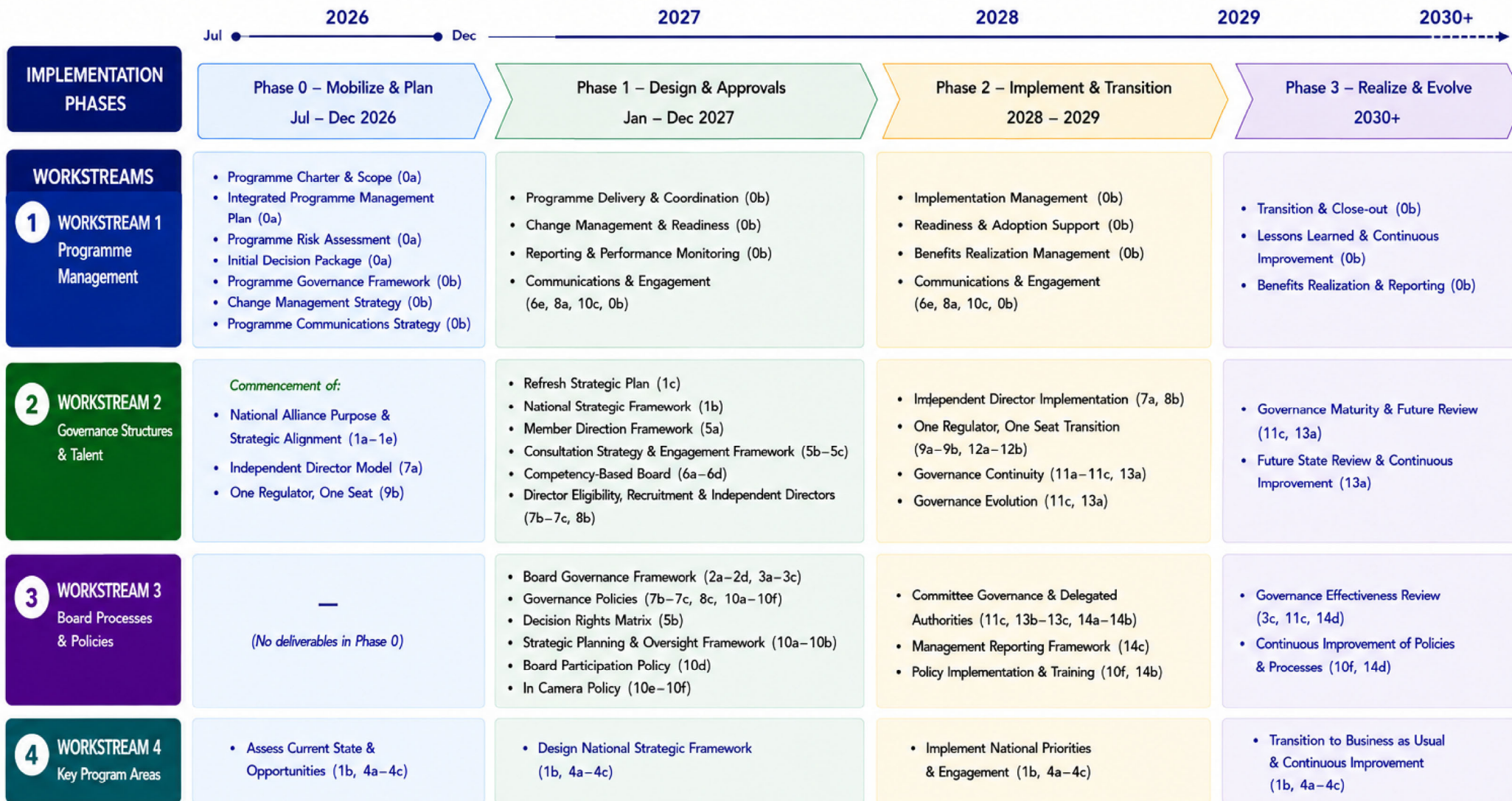
Ref.	Source	Description	Relationship to Roadmap	Recommended Treatment
0a	Governance Review Report (pgs. 38-39)	Early approval-in-principle for Board composition and Board size decisions, including whether Engineers Canada should bring decisions related to Board size and composition forward for Member approval in principle.	Enabling programme recommendation that supports early decision-making for recommendations such as 07a and 09b. It is not structured as a standalone roadmap recommendation in Appendix 4.	Track as a programme-enabling item in related programme management materials.
0b	Governance Review Report (pgs. 38-39)	Programme governance, oversight, reporting, communications, change management and readiness considerations for implementing the governance reform as a cohesive programme of change.	Cross-cutting programme-management recommendation that enables delivery of the roadmap as a whole rather than one discrete recommendation.	Track through the programme management workstream, including governance, reporting, change management and communications artefacts.
9c	Governance Review Report (pgs. 24-26)	Phased implementation of the One Regulator, One Seat model aligned with the natural expiry of existing director terms.	Operational implementation component of 09b. The roadmap currently includes 09a and 09b, but does not include 9c as a separate row.	Reference as an implementation detail under 09b, rather than adding a new main roadmap row.
13d	FEA Path Forward Report; Recommendation 15	New related recommendation concerning accreditation governance: establishing two distinct bodies in accreditation — a policy body responsible for strategic direction and an operational body focused on execution of policies.	Related governance initiative from another source document. The roadmap currently includes 13a–13c, but does not include 13d.	Track separately as a related governance initiative requiring future Board consideration, not as part of the original Governance Review roadmap unless approved for inclusion.

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

Governance Review Implementation Programme Roadmap

DRAFT FOR DISCUSSION

This roadmap presents the current implementation approach and indicative sequencing. Activities, dependencies, and timing will continue to be refined through detailed programme planning and governance decision-making.



DATE	September 18, 2026
REPORT TO	Board for Decision
FROM	Deesh Olychick, Director of Corporate Governance & Strategy
SUBJECT	Board Meeting Schedule
LINKAGE TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation.

Purpose	To consider a new Board meeting schedule as a pilot for the 2026/2027 Board year
Motion	That the Board approve piloting a new Board meeting schedule as outlined in Appendix B, for the 2026/2027 Board year.

BACKGROUND

The Board's role is to oversee the management and affairs of Engineers and Geoscientists BC and to take reasonable steps to ensure that the organization achieves its legislated mandate as defined in the *Professional Governance Act*. To exercise this duty, the Board meets seven times a year for Board meetings and also meets an additional two to four times a year for strategy sessions. The current schedule can be found in **Appendix A**.

Aside from the addition of the May budget meeting in 2024, the organization has maintained the same cadence of Board meetings since pre-PGA. Over the past few years, there have been concerns raised internally regarding the cadence of board meetings, particularly due to the limited time between meetings currently scheduled in February, April, and June.

At its June 2026 meeting, the Governance Sub-Committee discussed the Board meeting schedule and endorsed piloting a new schedule for the 2026/2027 Board year.

DISCUSSION

Board meetings serve as the primary forum for Board discussions and decision-making. Integral to this is ensuring that the Board's time is used effectively through the curation of strategic agendas that enable meaningful discussion and strengthen the value of every Board meeting. In 2023, several changes were introduced by the Governance Sub-Committee to improve Board meeting design.

While we continue to make steady improvements in this area, management has been considering whether the current cadence of meetings is optimal. This consideration is being prompted by the following reflections:

- **Board Maturity** – Over the last 10 years, the Board has matured in its governance and the line between strategy and operations is clearer. As a result, the organization has reduced and streamlined operational reports that are provided to the Board. Management is also more deliberate in determining the items that require Board visibility.
- **Delegation of Authority** – The Board sub-committees meet four to five times per year providing opportunity for detailed review and consideration of policy issues; the Board will also be considering opportunities to delegate authority to sub-committees for certain decisions. Combined, these efforts create an opportunity to streamline Board discussions.
- **Limited progress between February and April and April and June**– The time period between the February Board meeting and report deadline for the April meeting is five weeks and the time between the April and June board meeting is six weeks with a budget meeting in May. On strategic files (e.g. Strategic Plan, Government Relations, Financial Updates), there is limited progress to report. Factoring in limited availability of some staff during Spring Break adds a further constraint on progress during the February and April reporting periods.
- **Quarterly Financial Reporting** – The current meeting cadence does not support timely financial updates to the Board. The February board meeting is too soon to report Q2 Financial forecasts; as a result, these are delayed until April. More timely financial reports would be supported with meetings held in December, March, June and September allowing for the following quarterly reports – Q1: December, Q2: March, Q3: June, audited financial results for the fiscal year: September.
- **Greater Use of Briefings/Updates** – As key priority files advance, management is increasingly utilizing special meetings, briefings and email updates to apprise the Board of time sensitive matters that occur between regularly scheduled meetings.
- **Improve Statutory Committee Reporting** – Each Statutory Committee reports to the Board once per year. Management has considered opportunities to strengthen reports but also sees value in combining these presentations into one new strategy session. The Board typically does not hold a strategy session in November due to the onboarding of new Board members; however, a productive strategy session could be designed to support onboarding in addition to fulfilling the Board's oversight of its delegated authority to statutory committees. It would also have the added benefit of all statutory committee chairs coming together to gain a broader view of the organization's regulatory obligations.
- **Operational Impacts** - The first quarter of the calendar year coincides with the organization's business and budget planning and as the organization matures, there is increased priority on improving and aligning strategic business planning processes such as department planning, budget preparations and forecasts. The overlay of this period against

the current Board meeting schedule (February, April, May and June) results in capacity constraints (See **Appendix A**). While these capacity constraints have existed for many years, given the pace of our work and increasing volumes, it is a significant pressure point for management that requires attention.

While management must consider ways to address operational constraints, another level is to consider the current Board meeting schedule.

With the caveat that the right number of meetings for one organization may differ from the needs of another organization, staff reached out to various organizations for comparison data.

An environmental scan of comparable professional regulatory organizations shows that a reduced Board meeting schedule is well within established governance norms. Most peer organizations, including health colleges, PGA regulators, and engineering and geoscience regulators across Canada, hold between four and six Board meetings annually. These Boards oversee matters comparable to those addressed by EGBC, such as bylaw and policy approval, financial oversight, organizational performance and risk, committee appointments, and standards and practice frameworks, and they generally operate at a strategic level.

Even during periods of significant legislative and organizational change, comparable regulators have largely maintained meeting frequencies at or below EGBC's current level, relying on special meetings to address time-sensitive or exceptional issues. This approach allows the Board to remain responsive while maintaining a more streamlined regular meeting schedule. In this context, reducing EGBC's Board meeting frequency would align with established peer practice while continuing to support effective oversight, decision-making, and responsiveness to emerging issues.

The Governance Sub-committee considered the reflections noted above and endorsed piloting a new meeting schedule for the upcoming year. This pilot would reduce the number of full day meetings by one, which would move us to a Quarterly model for full day meetings – see **Appendix B**.

With this endorsement, staff have conducted preliminary review of the Board workplans to confirm the reduced meeting schedule will adequately accommodate all expected workplan items. A key planning consideration will be to ensure the Board maintains sufficient time for strategic discussions. The Governance Sub-Committee noted that there may be times that meetings need to run longer than usual and that management should work with the Board Chair to ensure that the right amount of time is allocated to achieve the business at hand. In addition, a reduction in Board meetings will not necessarily mean a reduction in the number of Sub-committee meetings; each schedule will depend on the workplan items for the year.

Recognizing that a quarterly meeting schedule is common practice, the Governance Sub-Committee noted that some Board members who serve on multiple boards may experience scheduling conflicts. While efforts should be made to consider Board member availability where possible, it may not be feasible to accommodate all individual schedules; as a result, meeting dates should be selected based on the availability of the majority.

RECOMMENDATION

It is recommended that the Board approve the new Board meeting scheduled as outlined in **Appendix B** as a pilot for the upcoming Board year. Assessing the impacts of this change will be added to the Governance Sub-committee workplan. Should the Board approve the motion, an updated meeting schedule will be circulated to Board members soon after the meeting.

MOTION

That the Board approve piloting a new Board meeting schedule as outlined in Appendix B, for the 2026/2027 Board year.

APPENDIX A – Current Meeting Schedule

APPENDIX B – Quarterly Model Schedule

Board Schedule

October 2025

- **Oct 28: 2025 AGM**
- **Oct 29: Inaugural Board Meeting**

November 2025

- **Nov 18: Board Meeting Material Deadline**

December 2025

- **Dec 5: Board Meeting**
- **Dec 2: Sub-Committee Meetings Material Deadline**
- **Dec 9: Governance Sub-Committee Meeting**
- **Dec 9: Human Resources Oversight Sub-Committee Meeting**
- **Dec 9: Finance, Audit & Risk Sub-Committee Meeting**

January 2026

- **Jan 12: Governance Sub-Committee Meeting Material Deadline**
- **Jan 14: Human Resources Oversight Sub-Committee Meeting Material Deadline**
- **Jan 19: Governance Sub-Committee Meeting**
- **Jan 21: Human Resources Oversight Sub-Committee Meeting**
- **Jan 23: Finance, Audit & Risk Sub-Committee Meeting Material Deadline**
- **Jan 30: Finance, Audit & Risk Sub-Committee Meeting**

February 2026

- **Feb 3: Board Meeting Material Deadline**
- **Feb 19: Board Strategy Session**
- **Feb 20: Board Meeting**

March 2026

- **Mar 5: Sub-Committee Meetings Material Deadline**
- **Mar 12: Governance Sub-Committee Meeting**
- **Mar 12: Finance, Audit & Risk Sub-Committee Meeting**
- **Mar 31: Board Meeting Material Deadline**

April 2026

- **Apr 2: Human Resources Oversight Sub-Committee Meeting Material Deadline**
- **Apr 13: Human Resources Oversight Sub-Committee Meeting**
- **Apr 16: Board Strategy Session**
- **Apr 17: Board Meeting**
- **Apr 30: Finance, Audit & Risk Sub-Committee Meeting Material Deadline**

May 2026

- **May 7: Finance, Audit & Risk Sub-Committee Meeting**
- **May 12: Board Meeting Material Deadline**
- **May 13: Governance Sub-Committee Meeting Material Deadline**
- **May 15: Human Resources Oversight Sub-Committee Meeting Material Deadline**
- **May 20: Governance Sub-Committee Meeting**
- **May 22: Human Resources Oversight Sub-Committee Meeting**
- **May 27: Board Meeting (Budget Approval)**

June 2026

- **Jun 2: Board Meeting Material Deadline**
- **Jun 18: Board Strategy Session**
- **Jun 19: Board Meeting**
- **Jun 23: Governance Sub-Committee Meeting Material Deadline**
- **Jun 30: Governance Sub-Committee Meeting**

August 2026

- **Aug 3: Governance Sub-Committee Meeting Material Deadline**
- **Aug 5: Human Resources Oversight Sub-Committee Meeting Material Deadline**
- **Aug 10: Governance Sub-Committee Meeting**
- **Aug 12: Human Resources Oversight Sub-Committee Meeting**
- **Aug 18: Finance, Audit & Risk Sub-Committee Meeting Material Deadline**
- **Aug 25: Finance, Audit & Risk Sub-Committee Meeting**

September 2026

- **Sept 1: Board Meeting Material Deadline**
- **Sept 17: Board Strategy Session**
- **Sept 18: Board Meeting**

 Sub-Committee Meetings
  Board meetings
  Report Deadlines
  AGM

Month	Current	Month	New Quarterly Full Day Meetings
October	Inaugural Board Meeting	October	Inaugural Board Meeting
November*	Board Meeting	November*	NEW Board Strategy Session Board Meeting
February	Board Meeting Board Strategy Session	March	Board Meeting Board Strategy Session
April	Board Meeting Board Strategy Session	May	Board Meeting for Budget
May	Budget Board Meeting	June	Board Meeting Board Strategy Session
June	Board Meeting Board Strategy Session	September	Board Meeting Board Strategy Session
September	Board Meeting Board Strategy Session		

*This meeting usually occurs with the last week of November or first week of December

DATE	September 18, 2026
REPORT TO	Board for Decision
FROM	Governance Sub-committee
SUBJECT	Board Remuneration Policy
LINKAGE TO STRATEGIC PLAN	Our talent, tools and work environment create an engaged organizational culture.

Purpose	To review and approve the updated Board Remuneration Policy.
Motion	That the Board approve the Board Remuneration Policy, as presented in Appendix A, to take effect October 15, 2026.

EXECUTIVE SUMMARY

In keeping with good governance practice, the Governance Sub-committee is tasked with reviewing the Board Remuneration Policy every two years and providing its recommendations to the Board for approval. The Policy, intended to recognize the significant time commitment of Board members, has been in place since 2022 and Board remuneration rates have remained unchanged since that time. Since 2022, the Board's governance, oversight, and regulatory responsibilities have continued to evolve through EGBC's transition under the *Professional Governance Act*, resulting in increased expectations, accountability, and complexity in Board service.

As part of the policy's scheduled review cycle, the Sub-committee retained Watson Board Advisors (Watson), an independent governance consulting firm with extensive experience in board remuneration, to assess EGBC's remuneration framework, review comparator organizations, and provide recommendations for future direction. The proposed Policy now before the Board reflects the results of this comprehensive review and the Sub-committee's recommendations.

Watson's review concluded that the current framework should evolve through a series of integrated changes, including an increase to the Board Chair retainer, introduction of retainers for Board members and Sub-committee Chairs, increased meeting fees, a travel stipend, clearer guidance on remuneration eligibility, annual 2% rate adjustments, and a three-year review cycle.

The Governance Sub-committee accepted each of Watson's recommendations and directed staff to incorporate them into an updated Policy.

In considering Watson's recommendations, the Sub-committee recognized that the Board's governance, oversight, and regulatory responsibilities have continued to evolve since the current remuneration framework was introduced in 2022. The Sub-committee concluded that the proposed model better aligns remuneration with the governance responsibilities expected of Board members while remaining a reasonable and defensible approach relative to comparator organizations.

The Policy presented in **Appendix A** reflects the recommended updates.

BACKGROUND

The Board Remuneration Policy (the "Policy") has been in effect since the beginning of the 2022/23 Board year. The Policy sets out the Board's remuneration philosophy, rates, and a schedule for review every two years.

As outlined in the Policy, in its review, the Board may consider whether:

- the Policy remains aligned with the Board's values around the design of the remuneration scheme; and
- the remuneration philosophy continues to serve Engineers and Geoscientists BC.

The Governance Sub-committee is tasked with reviewing the Policy and providing its recommendations to the Board for approval.

In 2024, the Governance Sub-committee completed the first review of the Policy, using a staff-led process focused primarily on the remuneration quantum. The Board adopted the Sub-committee's recommendation that the existing remuneration rates be maintained for two additional years and that a more broadly scoped review of this Policy should be undertaken in the next review cycle (2026), anticipating that this would allow for more relevant data to be available regarding financial considerations and the impacts of the Board's evolving governance model.

REVIEW PROCESS

Adopting the recommendation from the 2024 review, the Governance Sub-committee supported this year's review process being independently led by an external consultant. The Sub-committee maintained this commitment throughout the process, with a staged approach to the review allowing the Sub-committee to provide input at each juncture while respecting the consultant's role in developing objective, evidence-based recommendations. The result was a structured review process that unfolded over several months, as outlined below, and was grounded in principles of good governance, independence, and evidence-based decision-making.

December 2025 – Review planning initiated: Planning for the review began at the Governance Sub-committee's first meeting. With the Sub-committee's support, staff engaged Watson Board Advisors to lead a comprehensive review of the Board remuneration framework.

January 2026 – Review scope and comparator group confirmed: Watson met with the Governance Sub-committee to discuss the remuneration philosophy and select comparator organizations. An overview of the comparator organizations and their role in informing the review is provided in Appendix C. Watson also consulted with staff, the Board Chair, and experienced Sub-committee Chairs to gather input and assess the current structure.

March 2026 – Initial remuneration options reviewed: Watson presented a report outlining three potential remuneration structures for EGBC's consideration: an improved hybrid structure, a flat retainer model, and an hourly model. The report identified the relative strengths, limitations, and governance implications of each option as a basis for Sub-committee feedback and refinement.

May 2026 – Preferred direction refined: Following Sub-committee discussion, Watson prepared a further report recommending that EGBC consider evolving the current hybrid remuneration structure. The Sub-committee requested further analysis on an expanded approach that would introduce retainers for Board members and Sub-committee Chairs, while also increasing meeting fees.

July 2026 – Final independent recommendations presented: Taking into account Sub-committee input, Watson presented its final independent recommendations to the Governance Sub-committee.

These recommendations included:

- An increase to the Board Chair's retainer;
- Introduction of a retainer for all Board members, with an additional amount for Sub-committee Chairs and the Nomination Committee Chair;
- An increase in half day and full day meeting fees;
- Clarifications on activities eligible for meeting fees versus those covered by the retainer;
- Introduction of a travel stipend for Board members and Sub-committee Chairs;
- An annual 2% rate adjustment to all remuneration components; and
- Lengthening the review cycle from two to three years.

DISCUSSION

The Governance Sub-committee undertook a comprehensive review of Watson's independent recommendations, informed by multiple rounds of discussion, analysis, and refinement throughout the review process. After careful deliberations, the Sub-committee concluded that Watson's recommendations are well-supported, balanced, and aligned with EGBC's governance needs, and recommends that the Board adopt the proposed remuneration framework.

Recommended Updates to the Board Remuneration Policy

Throughout the review process, recurring themes included the importance of balancing fairness and accountability with the broader philosophy of Board service, as well as recognizing how Board responsibilities have evolved and increased as EGBC's governance practices have matured through the transition to the *Professional Governance Act*. The Sub-committee noted the importance of refining the remuneration framework to improve recognition of total Board contribution, including work done outside of formal meetings, while maintaining a practical and balanced approach.

The Sub-committee supports Watson's recommendation to evolve the current hybrid remuneration model to combine both meeting fees and retainers for all Board members outside of the Board Chair. At this stage, EGBC's governance environment continues to involve meaningful variability in workload and responsibility. A hybrid structure recognizes the continuous fiduciary nature of governance work while preserving sufficient flexibility to account for differing workloads and evolving governance demands. A retainer-only model may represent a longer-term "north star," as it best reflects the continuous nature of Board service and can reduce transactional questions about which activities are compensable. However, maintaining an evolved hybrid model allows EGBC to continue gathering operational experience and workload data before considering any broader structural transition in the future.

Building on this overall model, the specific remuneration elements recommended are outlined below.

Recommendation #1: Increase the Board Chair's Retainer

The Sub-committee recommends increasing the Board Chair retainer from \$35,000 to \$38,500 annually, in line with Watson's analysis. This represents a measured adjustment that reflects the sustained evolution of the Board Chair's responsibilities, while remaining aligned within the market context. This retainer is all-inclusive, covering Board and Sub-committee meeting participation, approved governance education and development, and travel expectations associated with the Chair role, including travel outside of British Columbia and overnight stays. This recommendation preserves the distinct nature of the Board Chair role and reinforces that the retainer reflects the continuous and comprehensive nature of the Chair's responsibilities.

Under extraordinary circumstances, the Sub-committee supports extending meeting fees and the travel stipend to the Board Chair, although recognizing that these extraordinary circumstances would require judgment and should be assessed on a case-by-case basis in consultation with the CEO. In general, however, these circumstances would involve demands on the Board Chair that fall materially outside the normal variability contemplated by the all-inclusive retainer, including a significant legislative or regulatory development requiring repeated Chair participation in meetings, a major governance event such as a potential amalgamation or restructuring impacting the organization, a sustained public, regulatory, or reputational issue requiring extraordinary Chair engagement, or the Chair's participation in a time-sensitive special committee.

Recommendation #2: Increase Meeting Fees

The Sub-committee also recommends accepting Watson's recommendation to increase meeting fees from \$250 to \$300 for meetings under four hours and from \$500 to \$600 for meetings over four hours, in an effort to recognize the time, care, and expertise that Board members dedicate to the role.

While called "meeting fees," these fees also include and account for the time Board members spend preparing for these meetings. This recommendation represents a measured increase to the meeting fees that have been in place since 2022.

Recommendation #3: Introduce Retainers for all Board Members

The Sub-committee is in support of Watson's recommendation to introduce retainers for all Board members, with the amount depending on the individual's role on the Board. The Sub-committee believes that the introduction of retainers addresses a gap in the current remuneration framework by recognizing governance work that is already being performed, but not explicitly recognized within the current remuneration model. The retainers recognize the ongoing time commitment and governance responsibilities expected of Board members and Sub-committee Chairs required to fulfill their fiduciary, governance, and public-interest responsibilities.

While the introduction of retainers results in a notable increase to the remuneration quantum, the Sub-committee notes that the resulting framework remains below several larger and more highly compensated regulators and reflects a conservative middle position within the comparator landscape.

Board Members

It is recommended that Board members receive an annual retainer of \$4,000, in addition to the meeting fees described above.

From a market perspective, this amount places Board member remuneration in a reasonable position relative to the overall comparator group, recognizing the variability within that group. A \$4,000 retainer reflects a conservative approach to introducing a new remuneration element during a period of continued governance evolution. It allows EGBC to recognize broader Board member contributions while maintaining flexibility to assess the effectiveness and appropriateness of the retainer over the next review cycle.

In combination with the meeting fees, EGBC's remuneration would be higher than many engineering and professional regulatory comparators, while remaining below larger and more complex organizations.

Sub-Committee Chairs and the Nomination Committee Chair

For Sub-committee Chairs and the Nomination Committee Chair a \$9,500 annual retainer, in addition to meeting fees, is recommended. Where a Board member holds more than one leadership role, only a single retainer would apply.

This retainer amount appropriately positions Sub-committee Chairs and the Nomination Committee Chair between Board members and the Board Chair, recognizing their leadership contributions to the Board.

A retainer for the Nomination Committee Chair role is appropriate given that the role's responsibilities and workload are more comparable to a Sub-committee Chair than to a Board member.

The Vice Chair

At this time, a separate retainer for the Vice Chair is not recommended, and this role should be remunerated at the rate established for Board members. The Board should look to clarify the purpose, responsibilities, and expectations of the Vice Chair role before considering an increased retainer.

Recommendation #4: Improve Guidance on Remuneration Eligibility by Event

The Sub-committee supports providing clearer guidance on how remuneration applies across Board activities. The intent of this guidance is to recognize governance contributions in a manner that is fair, consistent, and aligned with the purpose of each remuneration element. Meeting fees are intended to recognize participation in eligible governance activities, while the annual retainer recognizes the ongoing responsibilities and contributions associated with Board service.

Generally, meetings where the Board's decision or direction is being sought should be eligible for meeting fees, whereas meetings where the Board is being informed or asked to provide input would be considered non-eligible activities covered by the retainer. Meeting fees are intended to recognize participation in eligible governance activities, not to create a direct equivalence between remuneration and obligation. The overarching idea behind this recommendation is that remuneration should scale to governance contributions without turning Board service into a transactional or hourly model.

Building on this guidance, the following activities are recommended to be covered through meeting fees or the annual retainer, as applicable:

- Activities Eligible for Meeting Fees
 - Scheduled Board meetings
 - Sub-committee meetings
 - Special meetings of the Board
 - Board strategy sessions and strategic planning sessions

- Annual Conference/AGM where attendance is formally expected
- Meetings designated by the Board Chair or CEO as required governance work
- Required orientation sessions
- Activities Covered by Retainer
 - Informal touch-base or check-in meetings
 - Optional information sessions or presentations
 - Brief ad hoc calls or discussions
 - Relationship-building or networking
 - Volunteer recruitment or outreach events
 - Incidental communications between Board members and/or staff
 - Activities that are collegial, informational, or service-oriented

Recommendation #5: Introduce a Travel Stipend

The Sub-committee supports the recommendation to establish a travel stipend, aligned with the meeting fee for meetings of less than four hours, that would apply for all Board members other than the Chair where travel schedules, distance, or ferry and flight availability make same-day travel impractical. A travel stipend helps recognize the additional time burden placed on Board members whose travel requirements reasonably extend beyond the meeting day for in-person scheduled Board activities.

The travel stipend is intended to apply to Board members compensated primarily through meeting-based fees and would not apply to the Board Chair who receives an all-inclusive annual retainer, recognizing that the Chair's retainer is already adjusted to reflect the broader time commitments associated with this leadership role, including travel-related responsibilities.

Under this proposed approach, no more than one travel stipend would be provided per calendar day. The total number of eligible days would be dependent on the number of days in which travel is reasonably required where no Board activities take place. However, not every circumstance can be anticipated, so this recommendation is intended to be applied reasonably and in good faith to support equitable participation in Board activities.

Recommendation #6: Annual 2% Rate Adjustment and a Three-Year Review Cycle

A 2% annual rate adjustment for all remuneration elements should be incorporated. This recommendation is not intended to create a rigid indexing mechanism tied directly to inflation or labour market benchmarks, but rather, it reflects a practical governance approach commonly used by regulators, professional bodies, and public-interest organizations to ensure that remuneration remains current over time. This modest annual adjustment also helps avoid long periods without change, followed by the need for larger corrective increases, and can support budget predictability.

Along with the 2% increases, lengthening the review cycle of the Policy from two years to three years is recommended. A three-year review cycle provides an appropriate balance between responsiveness and stability. The Board may initiate an earlier review if governance requirements or organizational circumstances change materially.

Considerations for Implementing the Recommendations

This model represents a meaningful evolution in how Board contribution is recognized. As such, the change should be managed thoughtfully, with clear communication around the purpose and philosophy of the framework. This will help ensure that the design supports EGBC's intended governance culture, rather than unintentionally shifting expectations toward a more transactional model.

In implementing the recommendations, Watson notes three considerations for the Board:

1. Governance Culture

The framework should reinforce EGBC's governance philosophy, public-interest orientation, and desired board culture. This includes clarifying participation expectations and governance standards associated with Board service, while balancing professionalism with volunteerism and stewardship. The intent is to recognize Board contribution without creating an overly transactional culture where participation is understood primarily through remuneration.

2. Public and Registrant Perception

Changes to Board remuneration should be considered through the lens of registrant and stakeholder perceptions. Clear communication will be important to avoid unintended "us vs them" dynamics or perceptions that the framework is misaligned with EGBC's regulatory purpose.

3. Communications

Any evolution of the remuneration framework will require thoughtful implementation and communication. EGBC is still evolving and may be at the leading edge of change, without a strong base of directly comparable organizations in a similar position. As a regulator, this suggests value in a conservative, incremental approach.

The Sub-committee discussed these implementation considerations, including whether the updated remuneration framework should be implemented at once or through a phased approach. Informed by Watson's recommendation that the framework be implemented as an integrated package, the Sub-committee concluded that implementing the full model for the 2026/27 Board year was appropriate, recognizing that the framework was designed as an integrated set of remuneration elements, and that a phased approach can introduce additional administrative and communication challenges.

Guidance for Policy Development

The Sub-committee accepted Watson's recommendations in full and directed staff to make the necessary changes to the Policy. The Sub-committee provided staff with additional guidance in certain areas to improve clarity, support implementation, and ensure the framework remains aligned with the intent of Watson's recommendations.

In terms of remuneration eligibility by activity, in two areas that were not explicitly addressed in Watson's report (Nomination Committee activities and Board education activities), the Sub-committee used general advice provided by Watson, as well as independent judgement, to develop proposed guidance.

For Nomination Committee activities, it is recommended that meeting fees be applied only to scheduled Committee meetings, while activities such as engaging with prospective candidates, reviewing applications, and participating in candidate interviews should be covered by the annual retainer.

For approved Board education activities, it is recommended that meeting fees be payable to Board members receiving the standard Board member retainer, but not to Board members in leadership positions. The Board education programming that is approved for these individuals typically relates to their Chair roles and responsibilities – which their retainers are also directly connected to – and can justifiably be considered part of the benefit recognized by that retainer amount. In addition, the personal and professional benefits of this programming can often extend beyond service on this Board and be applied to other governance roles.

Through the review process, several themes emerged that the Sub-committee recognized should be more clearly reflected in the Policy's Guiding Principles. To support future review cycles, the Sub-committee recommended the following updates:

- Clarify that reasonableness may also be informed by independent expert advice, in addition to comparator organizations and Treasury Board guidance;
- Note that remuneration should recognize that the nature of governance and the expectations placed on Board members continue to evolve, including through greater oversight responsibilities and liabilities, the complexity of decision-making, regulatory accountability, and public scrutiny; and
- Recognize the opportunity costs associated with serving on the Board.

Future Work Identified through the Review

At the conclusion of this project, the Sub-committee identified the following areas of future work:

1. **Conduct a 1 year policy check-in.** Undertake a light policy review of the Policy language next year to confirm that the Policy is working as intended, remains clear, and does not require minor adjustments. This check-in would not reopen the broader remuneration framework, rates, or overall approach.

2. **Review the Vice Chair role description.** Revisit the Vice Chair's role description to determine whether clearer ongoing responsibilities should be developed for the role. Staff will incorporate this review into the Governance Sub-committee's 2026/27 workplan.

Concluding Thoughts: A Measured Evolution of the Framework

Ultimately, the Governance Sub-committee has confidence in the independence, integrity, and robustness of the recommendations made by Watson. The Sub-committee notes that the proposed framework better aligns remuneration with the governance responsibilities expected of Board members and reflects the continued evolution of the Board's governance, oversight, and regulatory responsibilities. The result is a measured, independently supported, and evidence-based update that aligns remuneration with the realities of operating the largest regulator under the *Professional Governance Act*.

MOTION

That the Board approve the Board Remuneration Policy, as presented in Appendix A, to take effect October 15, 2026.

APPENDIX A – Board Remuneration Policy (Updated)

APPENDIX B – Board Remuneration Policy (Redlined)

APPENDIX C - Comparator Analysis as a Foundation for the Review



BOARD REMUNERATION POLICY

POLICY	Board Remuneration Policy
NUMBER OF POLICY	CO-26-XX
DATE OF POLICY	Updated September 18, 2026
APPROVED BY	The Board

POLICY STATEMENT

The Board of Engineers and Geoscientists BC works together to govern the organization, playing an essential role in ensuring the organization fulfills its mandate and lives its values. Individually and collectively, Board members, both directly elected and those appointed by government, contribute to Engineers and Geoscientists BC at the highest level, and in so doing make an important contribution to the protection of the public and the integrity of the professions of engineering and geoscience in British Columbia.

Engineers and Geoscientists BC aspires to attract highly qualified individuals and recognizes the considerable time and energy necessary by Board members in order to fulfill their obligation to oversee the organization and serve the public. Each year, Board members are required to attend scheduled Board meetings, strategy sessions, strategic planning sessions, Board education and training, orientation sessions and the Annual General Meeting. In addition, each Board member is required to serve on at least one Board Sub-Committee. Board members are required to travel as necessary and to prepare thoroughly for each meeting.

Remuneration is an important component in recognizing the significant time commitment of Board members. Remuneration differs from a salary in that Board members are not *employed* by Engineers and Geoscientists BC, but rather are elected or appointed to the Board. Recognizing that the Board's role and contributions to the mandate of Engineers and Geoscientists BC have evolved and continue to do so, remuneration is intended to support effective governance while preserving the spirit of service, stewardship, and public interest responsibility.

PURPOSE

This Policy details how Board members (including the Board Chair) are compensated for their contributions to Engineers and Geoscientists BC.

APPLICATION AND SCOPE

REMUNERATION PHILOSOPHY

Serving on the Board reflects a strong commitment to responsibility, stewardship, and public trust. A fair and transparent remuneration policy recognizes the time, preparation, accountability, judgement, and specialized skills and experience that Board members contribute to the organization.

Engineers and Geoscientists BC provides remuneration to its Board members in order to:

1. Affirm the Board member's responsibilities and the professional nature of the work that Board members are expected to perform.
2. Attract and retain highly qualified individuals to serve as Board members from across all of British Columbia.
3. Partially compensate Board members for their time and lost opportunity costs and be seen as "value received" for value given.
4. Recognize the different levels of time and responsibility associated with the various governance leadership and Board member roles.
5. Recognize an element of public service.
6. Reflect that regardless of how Board members come to sit on the Board, their role and responsibilities are the same and remuneration should be consistent to Board members performing similar roles.

SCOPE

This Policy applies to all Board members.

REMUNERATION FRAMEWORK

Board Chair:

1. The Board Chair is entitled to a flat-fee annual retainer in the amount fixed by Schedule 1 of this Policy. This compensates the Chair for all activities associated with the Board Chair role, including preparing for and participating in Board and Sub-Committee meetings, meetings with external parties (e.g., Engineers Canada, Geoscientists Canada, other regulators, etc.), participating in approved governance education and development, managing Board issues, and meetings with the CEO. This retainer is also intended to compensate the Board Chair for travel associated with this role, including travel outside of British Columbia and overnight stays.
2. While the Board Chair is paid a flat fee for their contribution, their workloads are expected to vary considerably depending on their level of involvement, Sub-Committee memberships, Board role and other factors.
3. Except in extraordinary circumstances approved by the Board, the Board Chair does not receive meeting fees or a travel stipend. These circumstances should be assessed on a case-by-case basis when demands on the Board Chair materially exceed the normal variability of workload contemplated by the all-inclusive retainer. Extraordinary circumstances may include travel that falls outside the normal expectations for the Board Chair

Annual Retainer:

1. All Board members are entitled to a flat-fee annual retainer in the amount fixed by Schedule 1 of this Policy. The retainer is intended to recognize all governance contributions that are not directly captured by meeting fees.
2. Pursuant to Schedule 1 of this Policy, the annual retainer amount to which each Board member is entitled is based on the role they serve.¹ No Board member will be entitled to more than one annual retainer, even if serving in multiple leadership positions simultaneously.

Meeting Fees:

1. All Board members, except the Board Chair, are entitled to meeting fees for eligible activities set out in Appendix A, in the amounts fixed by Schedule 1 of this Policy.
2. In extraordinary circumstances and only with the approval of the Board Chair or the CEO, Board members may be paid meeting fees for activities not listed as eligible in Appendix A. Board members should seek approval for extraordinary meeting fees in advance of the activity occurring, where possible.
3. Incoming or former Board members who, in that capacity, are invited to participate in pre-scheduled Board-related activities that occur before or after the end of their term may be eligible for remuneration, with prior approval from the Board Chair or the CEO.
4. The Board Chair or the Sub-Committee Chair, as the case may be, will have discretion to determine that no meeting fee be payable in relation to a short meeting. In making their determination, the respective chairs will consider the amount of preparation required and the length of the meeting.

Travel Stipend:

5. All Board members, except the Board Chair, are entitled to a travel stipend in circumstances where traveling on the same day that governance activities are conducted is impractical, in the amount fixed by Schedule 1 of this Policy. The travel stipend will typically apply where a Board member is reasonably required to travel on the day before or after the governance activities occur.
6. The travel stipend recognizes that distance, travel schedules, and travel availability can all pose challenges for Board members who do not live or work near where governance activities occur. By compensating the additional time commitments associated with such travel, the travel stipend is intended to support equitable participation from Board members across the province.
7. Eligibility for the travel stipend may be determined by the Board Chair or the CEO. The travel stipend is intended to be applied reasonably and in good faith. No more than one travel stipend should be provided per calendar day. The total number of eligible travel stipends will be determined based on the number of days on which a Board member is reasonably required to travel and no governance activities occur.
8. The travel stipend is separate from, and in addition to, reimbursement of actual travel-related and accommodation expenses, which are addressed by Engineers and Geoscientists BC's

¹ The Immediate Past Board Chair (IPBC) normally serves as Chair of the Nomination Committee. In circumstances where the IPBC is unable to serve as Chair, this retainer applies to the individual serving as Chair of the Nomination Committee. The IPBC would then be entitled to the retainer applicable to all other Board members.

Expense Reimbursement Policy. That Policy entitles all Board members to reimbursement for expenses reasonably incurred resulting from their participation on the Board.

Annual Rate Adjustments:

1. All remuneration amounts described above will increase by 2% annually, in the amounts fixed by Schedule 1 of this Policy, until amended otherwise by the Board.

SETTING AND REVIEWING REMUNERATION

The Board is authorized to set their own remuneration. The Board appreciates that there is an inherent conflict in setting compensation amounts that they will ultimately benefit from. To manage this conflict, the Board has established a comprehensive process to ensure that a clear, fair, reasonable, transparent, and easily administered process is in place.

The Board will review its compensation every three years, or earlier if there is a material change to the complexity of the current role profile. As part of the review, the Board may consider whether the:

1. Policy remains aligned with the Board's values around the design of the remuneration scheme.
2. Remuneration philosophy continues to serve Engineers and Geoscientists BC.

With support from the Director, Corporate Governance & Strategy, the Governance Sub-Committee reviews this policy, as guided by the remuneration philosophy and guiding principles (as set out in Appendix B), as part of the budget cycle of the review year, and provides its recommendations to the Board for approval as part of the operating budget approval process. The Governance Sub-Committee may consider additional questions related to Board member remuneration, as determined by the Board.

To support the review, the Director, Corporate Governance & Strategy may assist the Governance Sub-Committee by:

1. Identifying and recommending an appropriate list of Comparable Organizations (as defined in Appendix B);
2. Reviewing the current remuneration scheme in light of any shifts in remuneration with Comparable Organizations or Treasury Board Directives and/or any changes to the role profile and providing analysis on the suitability of the quantum against the guiding principles;
3. Making recommendations regarding changes to the level of remuneration payable to Board members in consideration of operating budgets and financial constraints;
4. Informing and supporting the review as otherwise requested.

The Governance Sub-Committee may make recommendations, providing for remuneration for Board members participating in different capacities within the Board, including, without limitation, as the Board Chair, as chair of a committee of Board members, and in different situations relating to the work of the Board. To inform and support the Governance Sub-Committee's review, the Governance Sub-Committee may seek independent advice, or take such other steps as it determines appropriate.

PAYMENT OF REMUNERATION

Annual retainers, meeting fees and travel stipends are payable in accordance with the procedures set out in Appendix C. Any questions or issues regarding remuneration and expenses will be referred to the CEO for resolution.

CROSS REFERENCE

The following related policies may be referred to for more information:

- CO-18-85 Expense Reimbursement

REVISION AND APPROVAL LOG

September 9, 2022 – Approved by Council (CO-22-91)

February 17, 2023 – Revisions approved by Board (CO-23-30)

April 19, 2024 – Revisions approved by Board (CO-24-49)

MM DD, 2026 – Revisions approved by Board (CO-26-XX)

SCHEDULE 1

Remuneration Rates By Board Year

The following table outlines the remuneration rates which will apply for each Board year, incorporating an annual rate adjustment of 2% to all remuneration components²:

	2026/27	2027/28	2028/29
Retainer (Chair)	\$38,500	\$39,270	\$40,055
Retainer (Sub-Committee Chairs and Nomination Committee Chair)	\$9,500	\$9,690	\$9,884
Retainer (All Other Board Members)	\$4,000	\$4,080	\$4,162
Meeting Fees³	\$300/meeting <4 hour \$600/meeting >4 hours	\$306/meeting <4 hours \$612/meeting >4 hours	\$312/meeting <4 hours \$624/meeting >4 hours
Travel Stipend	\$300/eligible day	\$306/eligible day	\$312/eligible day

² “Board year” refers to the period commencing on the date of the inaugural meeting of the Board and ending at the conclusion of the next Annual General Meeting.

³ Meeting fees are intended to recognize both attendance at the meeting and the preparation time required to participate effectively.

APPENDIX A

Appendix A: Remuneration Eligibility By Event

Remuneration is intended to partially compensate and recognize the time, preparation, accountability, skills, and experience that Board members contribute to the organization.

Meeting fees are intended to recognize participation in eligible governance activities. In general, meetings where the Board's decision or direction is being sought are eligible for meeting fees, whereas meetings where the Board is only being informed or asked to provide input would be considered non-eligible activities covered by the retainer.

The following table outlines the activities for which a meeting fee may be claimed by a Board member:

Activities Eligible for Meeting Fees
Scheduled Board Meetings
Sub-Committee and Nomination Committee meetings
Board strategy sessions and strategic planning sessions
Annual General Meeting and Annual Conference where attendance is formally expected
Meetings designated by the Board Chair or CEO as required governance work <i>E.g. Special meetings of the Board where the Board's decision or direction is being sought, such as ad-hoc emergency meetings to address an urgent issue, with expectation of full attendance where possible.</i>
Board member orientation <i>E.g. Onboarding sessions for new board members.</i>
Approved Board education <i>E.g. Professional development programming such as training offered by the Institute of Corporate Directors.</i> <i>Note: Meeting fees for approved Board education are payable only to Board members receiving the standard Board member retainer. The Board Chair, Sub-Committee Chairs, and Nomination Committee Chair are not eligible to receive meeting fees for approved Board education.</i>
Government relations activities where attendance is formally requested <i>E.g. Legislature Day</i>

Not all Board-related activities are eligible for meeting fees. However, Board service is an ongoing responsibility. The annual retainer recognizes the broader duties Board members carry beyond

formal Board and committee meetings, including accountability, stewardship, and oversight in support of effective governance. Activities typically covered by the retainer include:

- Informal touch-base or check-in meetings (*e.g. periodic check-ins with the Board Chair or CEO; Sub-Committee agenda reviews between the Sub-Committee Chairs and staff*)
- Optional information sessions or presentations (*e.g. meetings where the Board is being informed on a subject or asked to provide input only*)
- Relationship-building or networking (*e.g. Board dinners or socials, receptions, community events, optional meetings or socials with external partners or government representatives, or other activities intended primarily to build relationships rather than support Board decision-making*)
- Volunteer recruitment or outreach events (*e.g. annual volunteer recruitment event*)
- Incidental communications between Board members and/or staff
- Induction ceremonies
- Electronic Consent resolutions
- Brief ad hoc calls or discussions (*e.g. occasional short calls or meetings with staff and/or other Board members to discuss a specific issue*)
- Meetings with consultants to support effective governance (*e.g. as part of the annual Board evaluation or CEO performance review*)
- Subject matter expertise in Board members' professional capacity (*e.g. occasionally contributing professional expertise at the request of other Board members and/or staff, outside of formal governance activities*)
- Nomination Committee activities, excluding scheduled Committee meetings (*e.g. information sessions with potential applicants, time spent reviewing applications, or interviews with short-listed candidates*)

For clarity, this Policy specifically addresses whether and how certain activities are eligible for remuneration. Board members' obligations to participate in specific activities (i.e. whether a given activity is mandatory or optional) are not determined by remuneration eligibility.

APPENDIX B

Appendix B: Guiding Principles

These guiding principles help Engineers and Geoscientists BC to ensure that its decision-making regarding Board member remuneration is made thoughtfully and holistically.

Guiding Principle(s)	Definition
Attracting Board members	Remuneration is provided to attract candidates from across all areas of British Columbia who will bring the required/desired skills and experience to the Board.
Public Service	Remuneration amounts takes into account the public service nature of the Board member role.
Reasonable	Remuneration is provided at rates that are comparable to similar organizations within the same industry, or with organizations of similar size and complexity ('Comparable Organizations'). The rates set out in the BC Treasury Board Directive 2/24 Remuneration Guidelines for Appointees to Ministry and Crown Agency Boards, as well as independent expert advice, may also be taken into consideration as part of a review.
Recognition	Remuneration is set to recognize aspects of the Board members' contribution or role. To varying degrees, it can recognize the value Board members bring to the organization, the opportunity costs associated with serving on the Board, the extensive nature and responsibilities of their role, or the time that they give. Remuneration should also recognize that the nature of governance and the expectations placed on Board members continue to evolve, including through greater oversight responsibilities and liabilities, the complexity of decision-making, regulatory accountability, and public scrutiny.

APPENDIX C

Appendix C: Payment of Remuneration

1. The annual retainer is paid quarterly in arrears.
2. In respect of meeting fees, staff support for the Board and Sub-Committees will be responsible for tracking meeting attendance.
3. In respect of travel stipends, staff support for the Board and Sub-Committees will be responsible for tracking and will grant payment once approved by the Board Chair or the CEO.
4. On a quarterly basis, staff support will submit a payment form to Finance for the annual retainer, meeting fees and travel stipends on behalf of the Board member. A detailed breakdown of how each payment was calculated will be emailed to each Board member quarterly.
5. Payments will be made by Electronic Fund Transfer (EFT) and a notice of remittance will be provided by email to each Board member at time of payment.
6. The Canada Revenue Agency regulations state that all honoraria payments are considered taxable under the Income Tax Act of Canada and are subject to a T4A slip being issued at each calendar year-end if the total of all payments is more than \$500. As a result, Board members receiving remuneration payments that exceed \$500 in a given calendar year will be issued a T4A for the payment(s) and will be asked to provide their SIN number, and banking information, i.e., a copy of a void cheque or a Bank Direct Deposit Form, to Engineers and Geoscientists BC.



POLICY

POLICY	Board Remuneration Policy
NUMBER OF POLICY	CO- XX24-XX49
DATE OF POLICY	Updated April 19, 2024 <u>September 18, 2026</u>
APPROVED BY	The Board

POLICY STATEMENT

The Board of Engineers and Geoscientists BC works together to govern the organization, playing an essential role in ensuring the organization fulfills its mandate and lives its values. Individually and collectively, Board members, both directly elected and those appointed by government, contribute to Engineers and Geoscientists BC at the highest level, and in so doing make an important contribution to the protection of the public and the integrity of the professions of engineering and geoscience in British Columbia.

Engineers and Geoscientists BC aspires to attract highly qualified individuals and recognizes the considerable time and energy necessary by Board members in order to fulfill their obligation to oversee the organization and serve the public. Each year, Board members are required to attend scheduled six Board meetings, strategy sessions, strategic planning sessions, Board education and training, orientation sessions and the Annual General Meeting. an orientation session, planning sessions, and a number of workshops. In addition, each Board member is required to serve on at least one Board Sub-Committee. Board members are required, to travel as necessary and to prepare thoroughly for each meeting. Where possible, in-person attendance at meetings is highly encouraged.

Remuneration is an important component in recognizing the significant time commitment of Board members. Remuneration differs from a salary in that Board members are not *employed* by Engineers and Geoscientists BC, but rather are elected or appointed to the Board. Recognizing that the Board's role and contributions to the mandate of Engineers and Geoscientists BC have evolved and continue to do so, remuneration is intended to support effective governance while preserving the spirit of service, stewardship, and public-interest responsibility.

PURPOSE

This Policy details how Board members (including the Board Chair) are compensated for their contributions to Engineers and Geoscientists BC. This Policy applies to the Board Chair, Board

~~Vice Chair, Immediate Past Board Chair and all Board member positions, including Government Appointed Board members.~~

APPLICATION AND SCOPE

REMUNERATION PHILOSOPHY

Serving on the Board reflects a strong commitment to responsibility, stewardship, and public trust. A fair and transparent remuneration policy recognizes the time, preparation, accountability, judgement, and specialized skills and experience that Board members contribute to the organization.

Engineers and Geoscientists BC provides remuneration to its Board members in order to:

1. Affirm the Board member's responsibilities and the professional nature of the work that Board members are expected to perform.
2. Attract and retain highly qualified individuals to serve as Board members from across all of British Columbia.
3. Partially compensate Board members for their time and lost opportunity costs and be seen as "value received" for value given.
4. Recognize the different levels of time and responsibility associated with the various governance leadership and Board member roles. ~~Board Chair, Vice Chair, Immediate Past Chair and Board member positions.~~
5. Recognize an element of public service.
6. Reflect that regardless of how Board members come to sit on the Board, their role and responsibilities are the same and remuneration should be consistent to Board members performing similar roles.

SCOPE

This Policy applies to all Board members.

~~CURRENT~~ REMUNERATION FRAMEWORK

Board Chair:

1. The Board Chair is entitled to a flat-fee annual retainer in the amount fixed by Schedule 1 of this Policy, consisting of \$35,000. This compensates the Chair for all activities associated with the Board Chair role, including preparing for and participating in ~~for the~~ Board and Sub-Committee meetings they attend, their preparation for Board and Committee meetings, meetings with external parties (e.g., Engineers Canada, Geoscientists Canada, other regulators, etc.), participating in approved governance education and development, managing Board issues and meetings with the CEO. This retainer is also intended to compensate the Board Chair for travel associated with this role, including travel outside of British Columbia and overnight stays.

2. ~~The Board Chair does not receive meeting fees.~~ While the Board Chair is paid a flat fee for their contribution, their workloads are expected to vary considerably depending on their level of involvement, Sub-Committee memberships, Board role and other factors.
3. Except in extraordinary circumstances approved by the Board, the Board Chair does not receive meeting fees or a travel stipend. These circumstances should be assessed on a case-by-case basis when demands on the Board Chair materially exceed the normal variability of workload contemplated by the all-inclusive retainer. Extraordinary circumstances may include travel that falls outside the normal expectations for the Board Chair.

Annual Retainer:

1. All Board members are entitled to a flat-fee annual retainer in the amount fixed by Schedule 1 of this Policy. The retainer is intended to recognize all governance contributions that are not directly captured by meeting fees.
2. Pursuant to Schedule 1 of this Policy, the annual retainer amount to which each Board member is entitled is based on the role they serve.¹ No Board member will be entitled to more than one annual retainer, even if serving in multiple leadership positions simultaneously.

Meeting Fees:

1. All Board members, except the Board Chair, are entitled to meeting fees for eligible activities set out in Appendix A, in the amounts fixed by Schedule 1 of this Policy.
 2. In extraordinary circumstances and only with the approval of the Board Chair or the CEO, Board members may be paid meeting fees for activities not listed as eligible in Appendix A. Board members should seek approval for extraordinary meeting fees in advance of the activity occurring, where possible.
 3. Incoming or former Board members who, in that capacity, are invited to participate in pre-scheduled Board-related activities that occur before or after the end of their term may be eligible for remuneration, with prior approval from the Board Chair or the CEO or CFAO.
- ~~—The Board Chair or the Committee Chair, as the case may be, will have discretion to determine that no meeting fee be payable in relation to a short meeting. In making their determination, the respective chairs will consider the amount of preparation required and the length of the meeting.~~

Travel Stipend:

1. All Board members, except the Board Chair, are entitled to a travel stipend in circumstances where traveling on the same day as governance activities are conducted is impractical, in the amount fixed by Schedule 1 of this Policy. The travel stipend will typically apply where a Board member is reasonably required to travel on the day before or after the governance activities take place.
2. The travel stipend recognizes that distance, travel schedules, and travel availability can all pose challenges for Board members who do not live or work near where governance activities take place. By compensating the additional time commitments associated with such travel, the travel stipend is intended to support equitable participation from Board members across the province.

¹ The Immediate Past Board Chair (IPBC) normally serves as Chair of the Nomination Committee. In circumstances where the IPBC is unable to serve as Chair, this retainer applies to the individual serving as Chair of the Nomination Committee. The IPBC would then be entitled to the retainer applicable to all other Board members.

3. Eligibility for the travel stipend may be determined by the Board Chair or the CEO. The travel stipend is intended to be applied reasonably and in good faith. No more than one travel stipend should be provided per calendar day. The total number of eligible travel stipends will be determined based on the number of days on which a Board member is reasonably required to travel and no governance activities occur.
4. The travel stipend is separate from, and in addition to, reimbursement of actual travel-related and accommodation expenses, which are addressed by Engineers and Geoscientists BC's Expense Reimbursement Policy. That Policy entitles all Board members to reimbursement for expenses reasonably incurred resulting from their participation on the Board.

Annual Rate Adjustments:

1. All remuneration amounts described above will increase by 2% annually, in the amounts fixed by Schedule 1 of this Policy, until amended otherwise by the Board.

Board members:

- ~~1. All Board members are entitled to the following fee:~~

Meeting-Fee	
Meetings under 4 hours	\$250
Meetings of 4 hours or more	\$500

- ~~2.4. Board members will be paid a meeting fee for attendance at mandatory meetings (regardless of number and format, whether in-person or virtually), orientation and education sessions, and the annual general meeting. Appendix A sets out the activities that are considered mandatory responsibilities of a Board member and by which a meeting fee is payable. For any other activity not listed as eligible for remuneration in Appendix A, remuneration may be paid if approved by the Board Chair, the CEO or CFAO. Members are encouraged to seek approval in advance of the activity occurring, where possible.~~
- ~~3. Incoming or former Board members who, in that capacity, are invited to participate in pre-scheduled Board-related activities that occur before or after the end of their term may be eligible for remuneration, with prior approval from the Board Chair, the CEO or CFAO.~~
- ~~4. The Board Chair or the Committee Chair, as the case may be, will have discretion to determine that no meeting fee be payable in relation to a short meeting. In making their determination, the respective chairs will consider the amount of preparation required and the length of the meeting.~~

SETTING AND REVIEWING REMUNERATION

The Board is authorized to set their own remuneration. The Board appreciates that there is an inherent conflict in setting compensation amounts that they will ultimately benefit from. To manage this conflict, the Board has established a comprehensive process to ensure that a clear, fair, reasonable, transparent, and easily administered process is in place.

The Board will review its compensation every ~~threetwo~~ years, or earlier if there is a material change to the complexity of the current role profile. As part of the review, the Board may consider whether the:

1. Policy remains aligned with the Board's values around the design of the remuneration scheme.
2. Remuneration philosophy continues to serve ~~the~~ Engineers and Geoscientists BC.

With support from the Director, Corporate Governance & Strategy, the Governance Sub-Committee reviews this policy, as guided by the remuneration philosophy and guiding principles (as set out in Appendix B), as part of the budget cycle of the review year, and provides its recommendations to the Board for approval as part of the operating budget approval process. The Governance Sub-Committee may consider additional questions related to Board member remuneration, as determined by the Board.

To support the review, the Director, Corporate Governance & Strategy may assist the Governance Sub-Committee by:

1. Identifying and recommending an appropriate list of Comparable Organizations (as defined in Appendix B);
2. Reviewing the current remuneration scheme in light of any shifts in remuneration with Comparable Organizations or Treasury Board Directives and/or any changes to the role profile and providing analysis on the suitability of the quantum against the guiding principles;
3. Making recommendations regarding changes to the level of remuneration payable to Board members in consideration of operating budgets and financial constraints;
4. Informing and supporting the review as otherwise requested.

The Governance Sub-Committee may make recommendations, providing for remuneration for Board members participating in different capacities within the Board, including, without limitation, as the Board Chair, as chair of a committee of Board members, and in different situations relating to the work of the Board. To inform and support the Governance Sub-Committee's review, the Governance Sub-Committee may seek independent advice, or take such other steps as it determines appropriate.

PAYMENT OF REMUNERATION

Annual retainers, ~~and~~ meeting fees and travel stipends are payable in accordance with ~~the~~ the procedures set out in Appendix C. Any questions or issues regarding remuneration and expenses will be referred to the CEO for resolution following:

- ~~1. Annual retainer is paid quarterly in arrears. No payment form is required.~~
- ~~2. In respect of meeting fees, staff support for the Board and Sub-Committee will be responsible for tracking meeting attendance and submitting a payment form to Finance on a quarterly basis on behalf of the Board member.~~
- ~~3. Provided the activity is permitted under this Policy, a payment form is required to be completed by a Board member in order to document any time incurred attending a meeting where minutes, including a record of attendance, are not provided to staff. This payment form requires sign-off from the CFAO.~~
- ~~4. Payments will be made by electronic transfer.~~
- ~~5. The Canada Revenue Agency regulations state that all honoraria payments are considered taxable under the Income Tax Act of Canada and are subject to a T4A slip being issued at~~

~~each calendar year end if the total of all payments is more than \$500. As a result, Board members receiving remuneration payments that exceed \$500 in a given calendar year will be issued a T4A for the payment(s) and will be asked to provide their SIN number and mailing address to Engineers and Geoscientists BC.~~

~~Any questions or issues regarding remuneration and expenses will be referred to the CEO for resolution.~~

EXPENSES

~~While travel time is excluded from consideration of meeting length, Engineers and Geoscientists BC also recognizes that Board members incur travel, meal or entertainment expenses as they carry out their duties during the year.~~

~~Board members are entitled to reimbursement for expenses reasonably incurred resulting from their participation on the Board and certain Committees, pursuant to Engineers and Geoscientists BC's Expense Reimbursement Policy. Expense reimbursements are required to be submitted by the Board member using the Expense Reimbursement Form.~~

CROSS REFERENCE

The following related policies may be referred to for more information:

- CO-18-85 Expense Reimbursement

REVISION AND APPROVAL LOG

September 9, 2022 – Approved by Council (CO-22-91)

February 17, 2023 – Revisions approved by Board (CO-23-30)

April 19, 2024 – Revisions approved by Board (CO-24-49)

MM DD, 2026 – Revisions approved by Board (CO-26-XX)

SCHEDULE 1

Remuneration Rates by Board Year

The following table outlines the remuneration rates which will apply for each Board year, incorporating an annual rate adjustment of 2% to all remuneration components.²

	<u>2026/27</u>	<u>2027/28</u>	<u>2028/29</u>
<u>Retainer (Chair)</u>	<u>\$38,500</u>	<u>\$39,270</u>	<u>\$40,055</u>
<u>Retainer (Sub-Committee Chairs and Nomination Committee Chair)</u>	<u>\$9,500</u>	<u>\$9,690</u>	<u>\$9,884</u>
<u>Retainer (All Other Board Members)</u>	<u>\$4,000</u>	<u>\$4,080</u>	<u>\$4,162</u>
<u>Meeting Fees</u> ³	<u>\$300/meeting <4 hour</u>	<u>\$306/meeting <4 hours</u>	<u>\$312/meeting <4 hours</u>
	<u>\$600/meeting >4 hours</u>	<u>\$612/meeting >4 hours</u>	<u>\$624/meeting >4 hours</u>
<u>Travel Stipend</u>	<u>\$300/eligible day</u>	<u>\$306/eligible day</u>	<u>\$312/eligible day</u>

² "Board year" refers to the period commencing on the date of the inaugural meeting of the Board and ending at the conclusion of the next Annual General Meeting.

³ Meeting fees are intended to recognize both attendance at the meeting and the preparation time required to participate effectively.

APPENDIX A

Appendix A: Remuneration Eligibility By Event

Remuneration is intended to partially compensate and recognize the time, preparation, accountability, skills, and experience that Board members contribute to the organization.

Meeting fees are intended to recognize participation in eligible governance activities. In general meetings where the Board's decision or direction is being sought are eligible for meeting fees, whereas meetings where the Board is only being informed or asked to provide input would be considered non-eligible activities covered by the retainer.

The following table outlines the activity whereby a meeting fee may be claimed by a Board member:

<u>Activities Eligible for Meeting Fees</u>
<u>Scheduled Board Meetings</u>
<u>Sub-Committee and Nomination Committee meetings</u>
<u>Board strategy sessions and strategic planning sessions</u>
<u>Annual General Meeting and Annual Conference where attendance is formally expected</u>
<u>Meetings designated by the Board Chair or CEO as required governance work</u>
<u>-</u> <u>E.g. Special meetings of the Board where the Board's decision or direction is being sought, such as ad-hoc emergency meetings to address an urgent issue, with expectation of full attendance where possible.</u>
<u>Board member orientation</u>
<u>-</u> <u>E.g. Onboarding sessions for new board members</u>
<u>Approved Board education</u>
<u>-</u> <u>E.g. Professional development programming such as training offered by the Institute of Corporate Directors.</u>
<u>-</u> <u>Note: Meeting fees for approved Board education are payable only to Board members receiving the standard Board member retainer. The Board Chair, Sub-Committee Chairs, and Nomination Committee Chair are not eligible to receive meeting fees for approved Board education.</u>
<u>Government relations activities where attendance is formally requested</u>
<u>-</u> <u>E.g. Legislature Day</u>

	Meeting Fee(s)
Meetings	
Board or Sub-Committee meeting ⁴	☒
Board or Committee preparation	☐
Board Wednesday teleconference	☐
Board forum meeting	☒
Board forum preparation	☐
Annual conference ⁵	☒
Annual General Meeting	☒
Education and Development	
Board member orientation	☒
Board member education	☒
Conferences and Industry Events	
Induction ceremonies	☐
Legislature Day	☒

⁴ Defined as any Board meeting or Board Committee meeting published in the Board calendar, as approved by the Board annually, or any Board meeting or Board Committee meeting added to the calendar during the course of the year. A Sub-Committee meeting is restricted to the meetings of Executive, Governance and Audit Sub-Committees.

⁵ Typically, a two-day event

Not all Board-related activities are eligible for meeting fees. However, Board service is an ongoing responsibility. The annual retainer recognizes the broader duties Board members carry beyond formal Board and committee meetings, including accountability, stewardship, and oversight in support of effective governance. Activities typically covered by the retainer include:

- Informal touch-base or check-in meetings (e.g. periodic check-ins with the Board Chair or CEO; Sub-Committee agenda reviews between the Sub-Committee Chairs and staff)
- Optional information sessions or presentations (e.g. meetings where the Board is being informed on a subject or asked to provide input only)
- Relationship-building or networking (e.g. Board dinners or socials, receptions, community events, optional meetings or socials with external partners or government representatives, or other activities intended primarily to build relationships rather than support Board decision-making)
- Volunteer recruitment or outreach events (e.g. annual volunteer recruitment event)
- Incidental communications between Board members and/or staff
- Induction ceremonies
- Electronic Consent resolutions
- Brief ad hoc calls or discussions (e.g. occasional short calls or meetings with staff and/or other Board members to discuss a specific issue)
- Meetings with consultants to support effective governance (e.g. as part of the annual Board evaluation or CEO performance review)
- Subject matter expertise in Board members' professional capacity (e.g. occasionally contributing professional expertise at the request of other Board members and/or staff, outside of formal governance activities)
- Nomination Committee activities, excluding scheduled Committee meetings (e.g. information sessions with potential applicants, time spent reviewing applications, or interviews with short-listed candidates).

For clarity, this Policy specifically addresses whether and how certain activities are eligible for remuneration. Board members' obligations to participate in specific activities (i.e. whether a given activity is mandatory or optional) are not determined by remuneration eligibility.

APPENDIX B

Appendix B: Guiding Principles

These guiding principles help Engineers and Geoscientists BC to ensure that its decision-making regarding Board member remuneration is made thoughtfully and holistically.

Guiding Principle(s)	Definition
Attracting Board members	Remuneration is provided to attract candidates <u>from across all areas of British Columbia who</u> that will bring the required/desired skills and experience to the Board.
Public Service	Remuneration amounts takes into account the public service nature of the Board member role.
Reasonable	Remuneration is provided at rates that are comparable to similar organizations within the same industry, or with organizations of similar size and complexity ('Comparable Organizations'). The rates set out in the BC Treasury Board Directive 2/24 Remuneration Guidelines for Appointees to Ministry and Crown Agency Boards, <u>as well as independent expert advice</u> , may also be taken into consideration as part of a review.
Recognition	Remuneration is set to recognize aspects of the Board members' contribution or role. To varying degrees, it can recognize the value Board members bring to the organization, <u>the opportunity costs associated with serving on the Board</u> , the extensive nature and responsibilities of their role, or the time that they give. <u>Remuneration should also recognize that the nature of governance and the expectations placed on Board members continue to evolve, including through greater oversight responsibilities and liabilities, the complexity of decision-making, regulatory accountability, and public scrutiny.</u>

APPENDIX C

Appendix C: Payment of Remuneration

1. ~~The aAnnual retainer is paid quarterly in arrears. No payment form is required.~~
2. ~~In respect of meeting fees, staff support for the Board and Sub-Committee will be responsible for tracking meeting attendance and submitting a payment form to Finance on a quarterly basis on behalf of the Board member.~~
3. ~~In respect of travel stipends, staff support for the Board and Sub-Committees will be responsible for tracking and will grant payment one approved by the Board Chair or the CEO.~~
4. ~~On a quarterly basis, staff support will submit a payment form to Finance for the annual retainer, meeting fees and travel stipends on behalf of the Board member. A detailed breakdown of how each payment was calculated will be emailed to each Board member quarterly.~~
~~Provided the activity is permitted under this Policy, a payment form is required to be completed by a Board member in order to document any time incurred attending a meeting where minutes, including a record of attendance, are not provided to staff. This payment form requires sign-off from the CFAO.~~
5. ~~Payments will be made by electronic transfer (EFT) and a notice of remittance will be provided in email to each Board member at time of payment.~~
6. ~~The Canada Revenue Agency regulations state that all honoraria payments are considered taxable under the Income Tax Act of Canada and are subject to a T4A slip being issued at each calendar year-end if the total of all payments is more than \$500. As a result, Board members receiving remuneration payments that exceed \$500 in a given calendar year will be issued a T4A for the payment(s) and will be asked to provide their SIN number and mailing address to Engineers and Geoscientists BC.~~



Comparator Analysis as a Foundation for the Review

To inform their recommendations, Watson first developed a set of comparator organizations which were presented to the Sub-committee for input. The final list of comparators included:

- Engineering and Geoscience Regulators:
 - Association of Professional Engineers and Geoscientists of Alberta
 - Association of Professional Engineers and Geoscientists of Saskatchewan
 - Association of Professional Engineers and Geoscientists of Manitoba
 - Professional Engineers Ontario
- Health Profession Colleges
 - BC College of Nurses and Midwives
 - College of Health and Care Professionals of BC
 - College of Pharmacists BC
- Other Professional Regulators
 - Architectural Institute of BC
 - Real Estate Errors and Omissions Insurance Corporation
 - Technical Safety BC
 - Technical Standards and Safety Authority Ontario
- Crown Organizations
 - Insurance Council of BC
 - Skilled Trades BC
 - BC Transit

A key challenge in this review is selecting comparator organizations, as no single organization fully reflects EGBC's mix of regulatory responsibilities, governance context, legislative obligations, scale, complexity, and values.

As a result, comparator organizations should serve as reference points for evaluating whether Board member remuneration is fair, competitive, and aligned with market expectations. They provide context for understanding what similarly positioned organizations pay their Board members, the governance structures they use, and how they balance competitiveness with stewardship. However, comparators are reference points, not targets, and the goal is not to match any specific organization or achieve a particular percentile, but rather to develop a reasonable, evidence-based understanding of the remuneration landscape within which EGBC operates.



FINANCIAL RESULTS INDEX

FOR THE YEAR ENDED JUNE 30, 2026

	<u>Tab</u>	<u>Page</u>
1. Report from Finance, Audit & Risk Sub-Committee Chair:		
a. Summary of PriceWaterhouseCoopers (PwC) Auditor's Report and Recommended Motions	A	
2. Reports on the Financial Affairs:	B	
a. Summary of Financial Results 2025/2026		
3. Audited Financial Statements	C	
4. Engineers and Geoscientists BC Balance Sheet		
a. Balance Sheet with Descriptions	D	D1
5. Engineers and Geoscientists BC Revenue & Expenditures		
a. Revenue & Expenditures with Descriptions	E	E1

3.2 - TAB A

DATE	September 18, 2026
REPORT TO	Board for Decision
FROM	Malcolm Shield, P.Eng. Chair, Finance, Audit & Risk (FAR) Sub-Committee
SUBJECT	PricewaterhouseCoopers LLP (PwC) Auditor's Report FY2026
LINKAGE TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation.

Purpose	To review the FAR Sub-Committee report and approve the audited Engineers and Geoscientists BC Financial Statements for the fiscal year ended June 30, 2026.
Motion	1. The Board approve the audited Engineers and Geoscientists BC Financial Statements for the fiscal year ended June 30, 2026.
	2. That the Board Chair and the Chief Executive Officer be authorized to sign the fiscal 2026 Financial Statements on behalf of the Board.
	3. That the Board approve the firm of PricewaterhouseCoopers LLP be appointed as the organization's Auditors for the fiscal year ending June 30, 2027.

FINANCE, AUDIT & RISK SUB-COMMITTEE ROLE

The role of the FAR Sub-Committee is to assist the Board in fulfilling its oversight responsibilities by reviewing: the financial information which will be provided to the public and others; reviewing the systems of corporate controls which management and the Board have established; and reviewing the external financial audit process.

BACKGROUND

On August 25, 2026, the FAR Sub-Committee met with the Engagement Leader of Audit & Assurance of PricewaterhouseCoopers LLP (PwC) to review the Auditor's Report with the FAR Sub-Committee of the Board and the draft audited Financial Statements of the Organization and the Foundation. The review focused on the unqualified audited financial results, notes, and

supporting schedules for the fiscal periods ending June 30, 2026, for the Organization and the Foundation. The Sub-Committee recommends to the Board and the Foundation Directors approval of the entities' financial statements.

EXTERNAL AUDIT DISCUSSION

The review with the Auditor included a private discussion on the accounting and other staff of the organization and their co-operation in the external audit of the financial statements. The FAR Sub-Committee confirmed to PwC it had no knowledge of fraud or internal control problems in the organization.

PwC confirmed that they did not identify any items that were communicated to management and adjusted in the financial statements. Additionally, PwC did not identify any items that remained unadjusted in the financial statements.

During the year, the Organization incurred termination benefits. Accounting Standards for Not-for-Profit Organizations (ASNPO) require disclosure of termination benefits; however, disclosure considerations are assessed in the context of audit materiality. Given the sensitive nature of the information and that the amount was below the audit materiality threshold, management elected not to disclose the amount in the financial statements. PwC accepted this treatment and concluded that it did not affect the audit opinion. The FAR Sub-Committee had a discussion on this topic and agreed with the election not to disclose.

The FAR Sub-Committee has reviewed and discussed the relevant issues with both the PwC auditors and the Engineers and Geoscientists BC staff. PwC reviewed the following key areas and found that the financial statements present fairly in accordance with Canadian audit standards and under Canadian accounting standards the results and positions of the entities. Below is the summary of audit findings as reported to the FAR Sub-Committee for the Board by PwC.

Significant audit, accounting, and financial reporting matters discussed with management	
Matter 1 – Risk of Fraud due to management override of controls (Significant risk)	There is an inherent risk of fraud in all entities of potential management override of controls over financial reporting. This is a required significant risk under auditing standards. Audit work performed • PwC enquired of management as to their perspective on fraud risk and the existence of fraud in the Organization • PwC obtained a listing of journal entries and confirmed its completeness • PwC selected a sample of journal entries and reviewed them for reasonableness • PwC applied professional skepticism in performing audit procedures and ensured that unpredictability was incorporated into their audit approach • PwC's procedures in this area were performed without exception with respect to the Organization and the Foundation

Matter 2 – Risk of Fraud in revenue recognition (Significant risk)	Auditing standards assume a rebuttable presumption that there is a significant risk of fraud in revenue recognition in all Organizations. Audit work performed • PwC considered the following criteria in assessing the risk: ○ Complexity of revenue recognition policy and types of transactions; ○ Incentives/pressures to fraudulently misstate revenue transactions or related balances; and ○ Potential opportunity and rationalization • PwC considered the risk to be related to the occurrence assertion as it relates to fictitious revenue journal entries • PwC assessed the appropriateness of revenue recognition policies and compliance with these policies • PwC understood and evaluated the controls in place relating to the recording of revenue/contributions and deferred revenue/contributions • PwC obtained a high level of substantive evidence related to the specific risk of fraud in revenue recognition and performed testing of journal entries related to revenue recognition • PwC's procedures in this area were performed without exception with respect to the Organization and the Foundation
--	---

Matter 3 – Not for profit revenue recognition (Significant risk)	Not for profit organizations have the unique risk that contributions, grants and donation revenue will not be accounted for and disclosed in accordance with the directions of the donor or Organization's revenue recognition policy. Audit work performed • PwC applied professional skepticism in performing their audit procedures • PwC assessed the appropriateness of revenue recognition policies and compliance with those policies • PwC verified a sample of contributions, grants and donations and agreed that supporting documentation to assess the appropriateness of their classification and compliance with requirements of the donors • PwC reviewed the disclosures in the financial statements for appropriateness • PwC's procedures in this area were performed without exception with respect to the Organization and the Foundation
--	--

RESERVE FUNDS

One of the important financial best practices that the organization keeps is maintaining reasonable General and Appropriated reserves balances appropriate to their mandate and strategic goals and objectives and anticipated financial needs.

Currently, the Association has 4 main funds as follows:

1. **General Fund** –
 - a. Operating Fund which represents funds used in the general operating and business activities including any extraordinary circumstances that may arise
 - b. Invested in property and equipment which represents the investment in property and equipment used in those activities.
2. **Property, equipment and systems replacement fund** represents an appropriation by the Board, which serves the long-term objective of setting aside funds each year in a rotational manner to ensure adequate resources are available to replace all property, equipment and systems when required.
3. **Legal and insurance fund** which relates to an appropriation by the Board to set up a legal and insurance reserve to allow for extraordinary cases and situations over and above annual expectations. This allows the Organization to be prepared for future realistic contingencies and unanticipated events.
4. **Advocacy Body Fund** which relates to an appropriation by the Board to set up a reserve to fund the formation of an independent advocacy body for the professions. As at June 30, 2026, all funds have been transferred to BC Society of Engineering & Geoscience.

Here is a summary of the change in Net Assets.

Net Assets – End of Year	<i>General Operating (A)</i>	<i>Property, Equipment and Systems Replacement (B)</i>	<i>Advocacy body fund (C)</i>	<i>Legal and Insurance (D)</i>	Total Net Assets (E = A+B+C+D)
June 30, 2025	19,197,608	1,808,325	31,935	1,000,000	22,037,868
June 30, 2026	19,223,494	1,794,865	-	1,000,000	22,018,359

Please note that the funds are fluid in that Board has the ability to appropriate funds from one fund to another at any point in time.

General Operating Fund

As per independent consultant MNP, the industry standard of total reserve funds is 3-6 months of operating expenses. At the September 11, 2020, Board meeting, Board approved that the organization maintain a minimum of 6 months of operating expenses.

The General Operating Fund balance at end of June 30, 2026, of \$19,223,494 which represents approximately 6 months of operating expenses.

Property, Equipment and Systems Replacement Fund

The current balance, before appropriation, of the Property, Equipment and Systems Replacement Fund is \$1,794,865. One of Board's priorities is to maintain the Property, Equipment and Systems Replacement Fund to ensure it is sufficient to address building maintenance and expected major repairs for the longer term as per the Stantec building assessment report completed in 2021.

In addition, the fund is in place to address immediate and long-term space needs for the organization. Further assessment of short and long-term space needs will be undertaken in FY2027.

Legal and Insurance Fund

The current balance of the Legal & Insurance fund is \$1M. This fund is sufficient to cover the cost of a large unexpected legal case plus any unexpected legal cases for Regulation of Firms.

Advocacy Body Fund

The Board approved the creation of an "Advocacy Body fund" in fiscal year 2023. As of June 30, 2026, all funds have been transferred to BC Society of Engineering & Geosciences.

RECOMMENDATIONS

The enclosed PwC Auditors' Report and Financial Statements package and this memo provide the reporting of the FAR Sub-Committee's review of the External Audit to Board. The FAR Sub-Committee recommends that the Board approve the motions presented.

MOTIONS

1. That the Board approve the audited Engineers and Geoscientists BC Financial Statements for the fiscal year ended June 30, 2026.
2. That the Board Chair and the Chief Executive Officer be authorized to sign the fiscal 2026 Financial Statements on behalf of the Board.
3. That the Board approve the firm of PricewaterhouseCoopers LLP be appointed as the organization's Auditors for the fiscal year ending June 30, 2027.



DATE	September 18, 2026
TO	The Board for Information
FROM	Jennifer Cho, CPA Chief Financial and Administration Officer Tina Walia, CPA Director, Finance
SUBJECT	Summary of Year-end Financial Results as at June 30, 2026
LINK TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation

Purpose	For the Board to receive financial results as at June 30, 2026.
Motion	N/A

SUMMARY

In this report, we present the Financial Results of Engineers and Geoscientists BC (the Organization) for Fiscal Year (FY) 2026 ended June 30, 2026.

FY2026 ended with a Net Surplus of \$12K. An explanation of the results and key variances are explained in the sections below:

1. FY2026 Actual Compared to FY2026 Budget
2. FY2026 Actual Compared to latest FY2026 Forecast (Forecast 2) as presented to the Board on April 17, 2026
3. FY2026 Actual Compared to FY2025 (prior year) Actual

More detailed variance reports are attached as [Appendix A](#). In addition, a comparison of FY2026 and FY2025 Balance Sheet is attached as [Appendix B](#).

FY2026 Summary Statement of Revenue and Expenses Compared to Budget, Forecast 2, and FY2025 (in \$'000's)

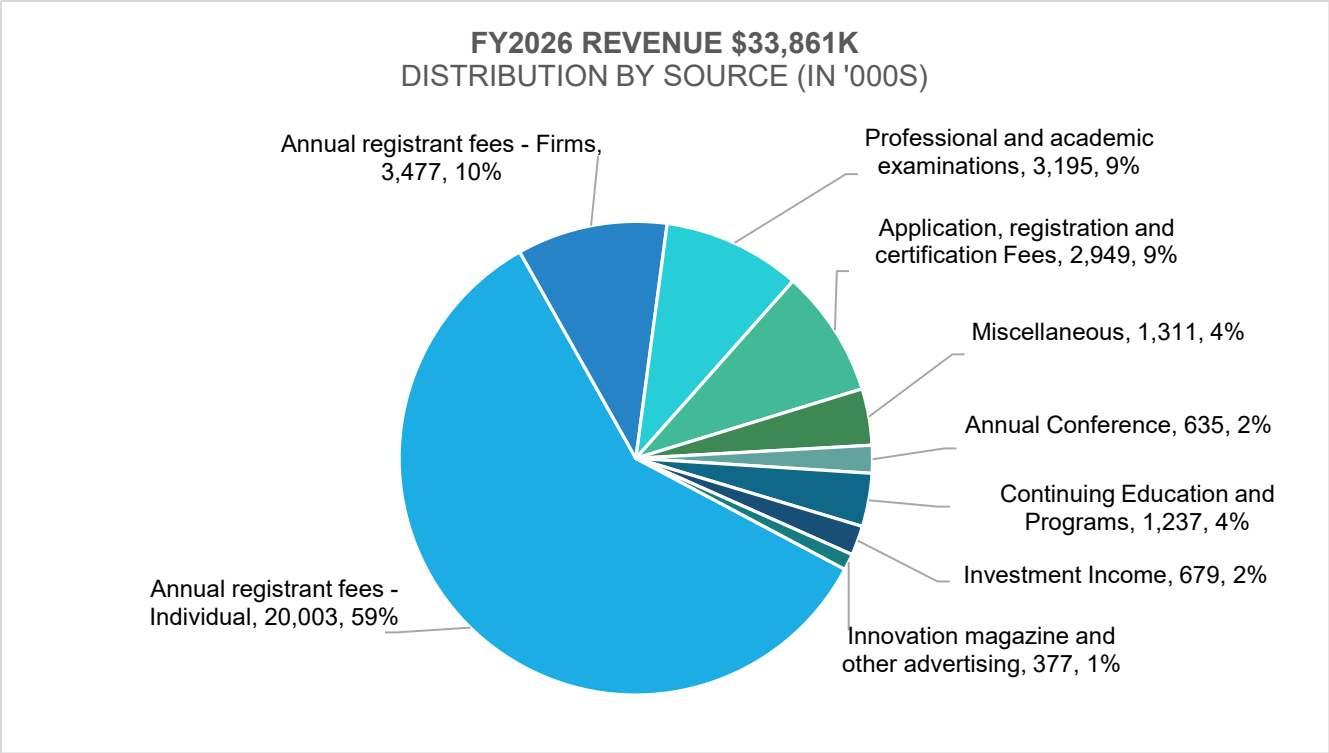
		A	B	C	D	E* (A vs B)	F* (A vs C)	G* (A vs D)
		FY2026 Actuals	FY2026 Budget	FY2026 Forecast 2	FY2025 Actual	FY2026 Variance Actual vs Budget	FY2026 Variance Actual vs Forecast 2	FY2026 Variance Actual vs Last Year
	Summary							
1	Revenue	33,861	33,090	33,867	32,829	771	(6)	1,033
2	Salaries and benefits	21,711	21,826	21,616	19,793	115	(95)	(1,918)
3	Expenditures	12,124	12,346	12,825	11,898	222	701	(226)
4 = (1-2-3)	Surplus (Deficit) Before Grants and External Projects	26	(1,082)	(574)	1,137	1,108	600	(1,111)
5	Surplus (Deficit) from Grants and External Projects	(13)	182	57	173	(195)	(71)	(186)
6 = (4+5)	Surplus (Deficit)	12	(900)	(516)	1,310	913	529	(1,298)

** Positive figures add to the surplus and negative figures reduce surplus.*

FY2026 Revenues

FY2026 total revenue is \$33,861K (cell A1). Figure 1 below shows the distribution of this revenue by source.

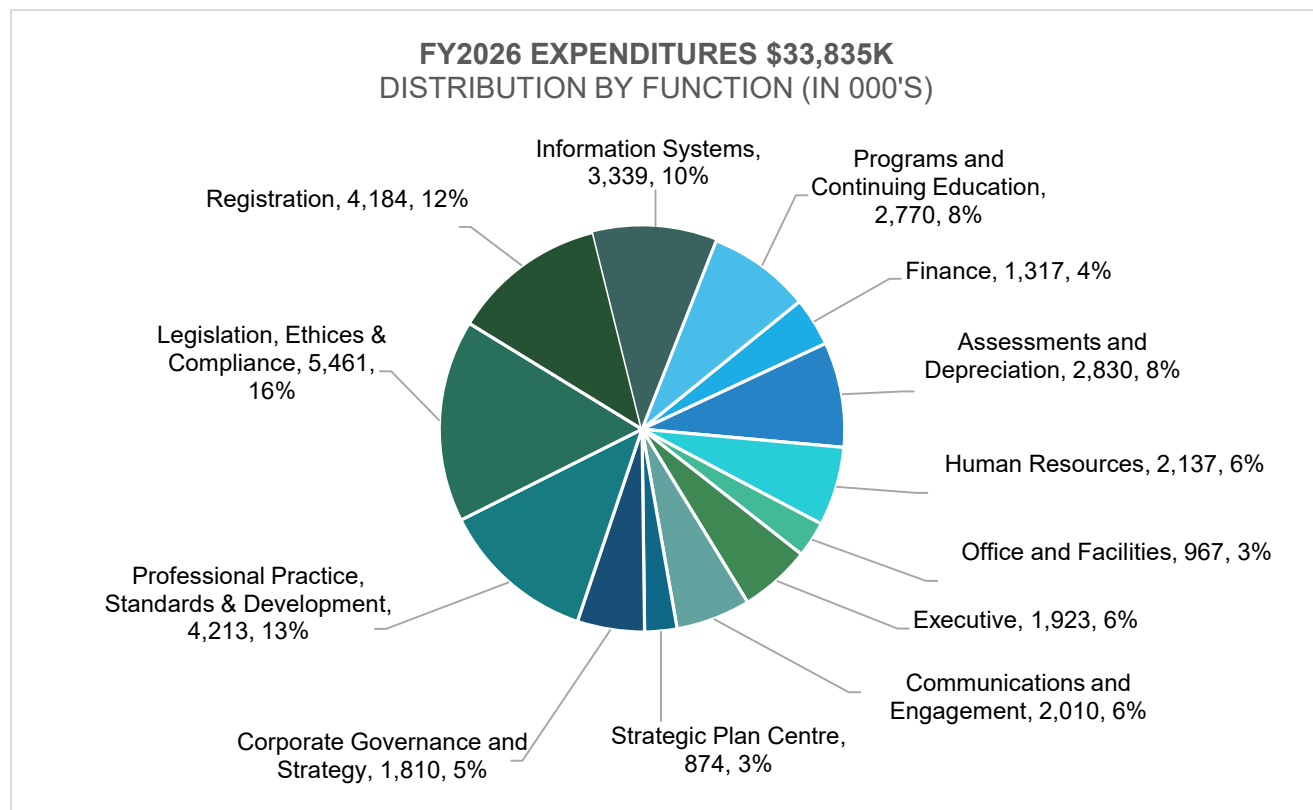
Figure 1



FY2026 Expenditures including Salaries

FY2026 total operating expenditure is \$33,835K (cell A2 and A3). Figure 2 below shows the distribution of this expenditure by function.

Figure 2



FY2026 ACTUALS COMPARED TO FY2026 BUDGET

The FY2026 surplus of \$12K, is \$913K higher than the original budgeted deficit of \$900K.

FY2026 **revenue** is \$771K (cell E1) higher than the budget primarily due to:

- higher-than-expected exam candidates, especially for Academic exams for other jurisdictions (\$467K)
- higher late fees on Continuing Education (CE) and Annual Information Reporting (AIR) than budgeted (\$161K)
- higher firm annual fee revenue and sole practitioner fee revenue (\$155K) due to higher than budgeted number of firm registrants and sole-practitioner registrants
- higher application, registration and certificate fees revenue (\$119K) due to recent acceleration in the application process
- higher individual annual registrant fee revenue (\$111K) due to higher interim fee from Professional Engineer registrants
- higher Investment and other revenue (\$102K), as the transition of the Employment Advertising Revenue program to BC Society of Engineering & Geoscience (BCSEG) has been delayed
- offset by lower-than-expected CE programs revenue due to lower demand (\$373K)

FY2026 **expenditure** is \$337K (cell E2 and E3) lower than budget primarily due to:

- lower meetings, room rentals and special events expenses due to lower demand for CE programs (\$358K)
- lower than expected spending for office, general and miscellaneous expenses (\$299K)
- lower travel expenses (\$199K) due to less spending on travel for Annual Conference and Discipline hearing trips
- unexpected termination benefits offset by vacancies and departures resulting in salaries and employee benefits below budgeted level (\$115K)
- lower contract and consulting services costs, reflecting lower departmental spending and cost savings (\$143K)
- offset by higher legal expenses due to higher prosecutor expenses, attributed to higher volume of disciplinary files (\$453K). \$185K of the variance is for HR advice and employment matters. Remaining variance is due to higher-than-expected legal arguments for two files, increased complexity of discipline cases, and greater number of hearings.
- offset by higher Examination expenses (\$183K) due to higher invigilation cost driven by increased numbers of exam candidates

FY2026 ACTUALS COMPARED TO FY2026 FORECAST 2

The actual surplus of \$12K is \$529K higher than the forecast of \$516K deficit presented to the Board in May 2026.

FY2026 **revenue** is within \$6K (cell F1) of forecast primarily due to:

- higher application, registration and certification revenue than forecast (\$138K), driven by the recent acceleration in processing and clearing the application backlog
- higher firm annual fee revenue and sole practitioner fee revenue (\$72K) due to increased number of firms and sole practitioners
- offset by lower CE revenue driven by lower-than-expected registration (\$217K)

FY2026 **expenditure** is \$606K (cell F2 and F3) lower than Forecast 2 primarily due to:

- lower contract and consulting services costs (\$412K) due to reduced spending across departments, driven by PCE cost savings aligned with lower CE registration
- lower meetings, room rental and special events expenses (\$256K) due to savings from CE seminars and lower-than-expected expenses from Induction Ceremony
- offset by higher salary and employee benefit costs (\$95K) resulting from unexpected departures

FY2026 ACTUALS COMPARED TO FY2025 (LAST YEAR) ACTUALS

FY2026 surplus of \$12K is \$1,298K lower than the surplus for the same period in FY2025 of \$1,310K.

FY2026 **revenue** is \$1,033K (cell G1) higher than last year primarily due to:

- higher annual individual registrant revenue than last year due to higher numbers of registrants on P.Eng. and EIT (\$1,159K)
- higher examination revenue, mainly due to higher volumes in academic exam from other jurisdictions and PPE exam fee increase (\$429K)
- higher application, registration and certificate revenue driven by recent acceleration in the application process also led to higher licensing fee (\$211K)
- higher firm annual fee revenue and sole practitioner fee revenue (\$189K) due to higher numbers of firm annual renewal
- offset by lower investment income and other revenue due to discontinuation of the Affinity program, lower interest rates resulting in lower investment income and lower advertising revenue (\$967K)

FY2026 **expenditure** is \$2,144K (cell G2 and G3) higher than last year primarily due to:

- higher salaries and benefits expenses due to vacancies being filled, merit increases and higher-than-expected number of pregnancy and parental leaves (\$1,918K)
- higher IT costs primarily driven by increase in operationalizing AI expenses, growth in user counts, integration of software and inflation on software renewals (\$234K)
- higher examination cost due to increased exam marking and invigilator costs (\$224K)
- offset by lower contract and consulting expenses (\$220K) primarily due to savings on HR compensation management, CE and Induction Ceremony

APPENDIX A – FY2026 Statement of Revenue and Expenses Compared to Budget, Forecast 2 and Last Year (in ‘000’s)

		A	B	C* = A vs B		D	E* = A vs D		F	G* = A vs F	
		FY2026 Actual	FY2026 Budget	Variance - Actual vs Budget	Comments - Actual vs Budget	FY2026 Forecast 2	Variance - Actual vs Fcst 2	Comments - Actual vs Forecast 2	FY2025 Actual	Variance - CY Actual vs PY Actual	Comments - Actual vs PY Actual
Revenue											
1	Annual registrant fees - Individual	20,003	19,891	111	The annual revenue from individual registrants surpassed the budgeted figure due to higher Interim fee from P.Eng Firm revenue surpassed budget as Firm Annual and Sole Practitioner revenues were higher than expected, primarily due to increased registrations from firms and sole practitioners.	20,003	(1)	Annual individual registrant revenue remains in line with the forecast	18,844	1,159	Annual individual registrant revenue higher for FY2026 due to higher numbers of registrants for P.Eng and EIT
2	Annual registrant fees - Firms	3,477	3,322	155		3,405	72	Higher than forecasted Firm Annual revenue and Sole Practitioner revenue	3,288	189	Higher annual registrant fees for firms due to higher numbers of firm annual renewal
3	Professional and academic examinations	3,195	2,728	467	Examination revenue exceeds the budget due to higher volumes in academic exams from other jurisdictions and the PPE exam	3,188	7	Examination revenue tracks closely to forecast	2,765	429	Examination revenue was higher in FY26 due to increased Academic Exam revenue from other jurisdictions and higher PPE Exam revenue resulting from the PPE exam fee increase
4	Application, registration and certification Fees	2,949	2,830	119	With the recent acceleration in the application process, overall application revenue exceeds the budgeted level.	2,811	138	Overall application revenue exceeds the forecast, driven by the recent acceleration in clearing the application backlog, resulting increased licensing fees	2,738	211	Higher Application revenue in FY26 due to recent acceleration in the application process, leading higher licensing fee
5	Annual Conference	635	621	14		635	(0)		624	10	
6	Continuing Education and Programs	1,237	1,611	(373)	CE revenue falls below the budgeted level due to lower-than-anticipated demand	1,455	(217)	CE revenue is below the forecasted level, driven by slower-than-expected CE registration	1,348	(111)	The decline in FY26 CE revenue was driven by lower CE revenue and reduced CE recording revenue.
7	Penalty on CE and AIR	536	375	161	Late fee revenue from the CE and AIR programs exceeded expectations driven by higher CE late fee revenue and increased late reporting revenue.	535	0		444	92	Higher penalty revenue due to increased CE and late reporting revenue
8	Investment Income and other revenue	1,033	931	102	Investment and other revenue are above budget as the transition of the Employment Advertising Revenue program to BCSEG has been delayed. And investment fund increase	947	86	Investment and other revenue are above forecast due to the longer-than-expected transition of the Employment Advertising Revenue program to BESEG and investment fund increase	1,999	(967)	Investment and other revenue was lower in FY26 compared to FY25 due to the discontinuation of the Affinity program and reduced investment income resulting from lower interest rates in FY26.

		A	B	C* = A vs B		D	E* = A vs D		F	G* = A vs F	
		FY2026 Actual	FY2026 Budget	Variance - Actual vs Budget	Comments - Actual vs Budget	FY2026 Forecast 2	Variance - Actual vs Fcst 2	Comments - Actual vs Forecast 2	FY2025 Actual	Variance - CY Actual vs PY Actual	Comments - Actual vs PY Actual
9	Miscellaneous	798	781	17		888	(90)	Miscellaneous revenue was below forecast due to the timing of an anticipated discipline cost recovery. The Discipline Committee's decision was issued later than expected, resulting in a delay in the registrant's payment	778	20	Miscellaneous revenue remains consistent year over year
10	Total Revenue	33,861	33,090	771		33,867	(6)		32,829	1,033	
Salaries and Expenses											
11	Salaries and employee benefits	21,711	21,826	115	Unexpected termination benefits offset by vacancies and departures resulting in salaries and employee benefits below budgeted level	21,616	(95)	Salaries and employee benefits are slightly above forecasted level due to unexpected departure	19,793	(1,918)	FY26 was higher due to the Triennial Review in the current year, higher-than-expected salary expenses, and a greater number of pregnancy and parental leaves compared to the previous year.
12	Contract and consulting services	3,566	3,709	143	Contract and consulting services costs are lower than budget, reflecting less departmental spending and cost savings	3,978	412	Lower contract and consulting services costs due to reduced spending across departments with PCE cost savings aligned with lower CE registration	3,786	220	Lower Contract services fees compared to previous year due to reduced spending across departments and programs, such as Annual conference, CE programs, Data Governance program etc.
13	Office, general and miscellaneous	2,451	2,749	299	Office, general and miscellaneous expenses are under budget due to less spending on multiple programs across departments	2,570	119	Office, general and miscellaneous expenses are below forecast level due to timing of spending across multiple departments	2,306	(144)	Office, general and miscellaneous expenses increased compared to previous year due to higher volume of credit card payment and higher Engineers assessment fees in FY2026
14	Legal	1,411	958	(453)	Legal fee exceed budgeted expenses due to higher prosecutor and legal advice cost. \$185K higher costs than budget for HR advice and employment matters. Remaining variance is due to higher-than-expected legal arguments for two files, increased complexity of discipline cases, and greater number of hearings.	1,313	(98)	Legal fee exceeds forecasted level due to high independent legal advice for HR	1,330	(81)	Year-over-year Legal fee increased due to higher independent legal advice in FY2026
15	Examinations	1,244	1,061	(183)	Examination expenses exceed the budgeted level due to higher invigilator fees driven by an increased number of exam candidates	1,270	25	Examination expenses are slightly lower than forecast level due to lower exam marking fees	1,020	(224)	Higher invigilator costs for Exam from other Jurisdictions and higher exam marking fees for PPE lead higher overall Examination costs for FY2026

		A	B	C* = A vs B		D	E* = A vs D		F	G* = A vs F	
		FY2026 Actual	FY2026 Budget	Variance - Actual vs Budget	Comments - Actual vs Budget	FY2026 Forecast 2	Variance - Actual vs Fcst 2	Comments - Actual vs Forecast 2	FY2025 Actual	Variance - CY Actual vs PY Actual	Comments - Actual vs PY Actual
16	Meetings, room rentals and special events	617	975	358	Lower-than-budgeted meeting and event costs due to cost saving on multiple programs across departments	873	256	Meeting and event costs are below forecast, reflecting savings from slower spending in Continuing Education seminars and less-than-expected expenses from Induction Ceremony	721	104	Lower Meetings and room rental costs due to lower meeting costs for Board Planning Education and Annual Conference compared to FY2025
17	Amortization	646	662	16	Amortization expenses are slightly below budgeted level	644	(2)		766	120	Lower amortization costs in current fiscal year due to some capital expenditures are fully amortized in FY2026
18	IT and Telecommunications	957	877	(81)	Telecommunication costs are above budgeted level due to higher Middleware and Security Tools expenses	883	(75)	Telecommunication costs are higher than forecast due to higher Business Tools, Security Tools and Middleware expenses	723	(234)	IT costs increased in FY2026 due to overall increase in operationalizing AI expenses, growth in user counts, integration of software and inflation on renewals
19	Premises and operating costs	492	481	(11)		505	13		529	37	Building operating costs were lower in FY2026 due to reduced spending on carpet-related maintenance and replacement costs.
20	Travel	275	473	199	Travel costs are lower-than-budgeted level due to lower travel spending across departments	361	86	Travel costs are below forecasted level due to lower travel spending across departments	292	17	
21	Printing, publication and distribution costs	465	400	(65)	Printing costs are above budgeted level due to higher Certificate and postage cost	429	(36)	Higher-than-forecasted level due to higher Certificate and postage cost	423	(42)	Higher printing costs due to higher Certificate and postage cost in current fiscal year
22	Total Salaries and Expense before Grants and External Projects	33,835	34,172	337		34,441	606		31,691	(2,144)	
23=10-22	Surplus before Grants and External Projects	26	(1,082)	1,108		(574)	600		1,137	(1,111)	
24	Surplus (Deficit) from Grants and External Projects	(13)	182	(195)		57	(71)		173	(186)	
25=23+24	Total Surplus (Deficit)	13	(900)	913		(516)	529		1,310	(1,298)	

* Positive figures add to the surplus and negative figures reduce surplus

APPENDIX B – Balance Sheet FY2026 versus FY2025

	2026	2025	Variance	Variance Comments
Assets				
Current assets				
Cash	4,578	4,076	502	Cash increase due to faster receipt of invoice payments, boosting cash inflow
Short-term investments	29,508	29,083	425	More funds were invested in short term investments mainly in GICs and T-bills
Interest receivable	238	218	20	
Accounts receivable	1,327	1,531	(205)	AR decreased due to affinity program discounted in FY26 resulting in no receivable accrual on marketing fee
Prepaid expenses	1,091	909	182	Increased due to higher prepaid software license and Annual Conference deposit
Total Current Assets	36,741	35,817	924	
Intangible assets	395	428	(33)	Due to amortization of in-house IT software
Property and equipment	1,591	1,822	(231)	Due to higher amortization from capital spending
Total Assets	38,727	38,067	661	
Liabilities and Net Assets				
Current liabilities				
Accounts payable and accrued liabilities	2,425	2,464	(40)	Decreased due to timing of AP payment
Deferred contributions	227	81	147	Deferred contribution increases due to the accrual of grant revenue receivable related to the Seismic Mitigation Program
Deferred revenue	393	567	(174)	Deferred revenue decreased due to lower unearned advertising revenue and a reduction in unearned revenue related to continuing education activities.
Deferred fees	13,664	12,916	747	Deferred fees increase due to registrant growth
Total Current Liabilities	16,709	16,029	680	
Net assets				
General Fund	19,223	19,198	26	
Advocacy Body Fund	0	32	(32)	
Property, equipment and systems replacement fund	1,795	1,808	(13)	
Legal and insurance fund	1,000	1,000	-	
Total Net Assets	22,018	22,038	(20)	
Total Liabilities and Net Assets	38,727	38,067	661	

**The Association of
Professional Engineers and
Geoscientists of the Province
of British Columbia**

**Non-consolidated Financial Statements
June 30, 2026**

DRAFT

**FOR DISCUSSION WITH MANAGEMENT ONLY – SUBJECT TO AMENDMENT
NOT TO BE FURTHER COMMUNICATED**

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Non-consolidated Balance Sheet

As at June 30, 2026

	2026 \$	2025 \$
Assets		
Current assets		
Cash (note 3)	4,577,556	4,075,552
Short-term investments (note 4)	29,507,864	29,082,726
Interest receivable	237,732	218,080
Accounts receivable (note 5)	1,326,876	1,531,474
Prepaid expenses	1,090,774	908,990
	<u>36,740,802</u>	<u>35,816,822</u>
Intangible assets (note 6)	395,150	427,650
Property and equipment (note 7)	1,591,144	1,822,049
	<u>38,727,096</u>	<u>38,066,521</u>
Liabilities and Net Assets		
Current liabilities		
Accounts payable and accrued liabilities	2,424,701	2,464,289
Deferred contributions (note 8)	227,292	80,706
Deferred revenue	392,971	567,247
Deferred fees (note 9)	13,663,773	12,916,411
	<u>16,708,737</u>	<u>16,028,653</u>
Net assets (note 2)		
General fund	19,223,494	19,197,608
Advocacy body fund	-	31,935
Property, equipment and systems replacement fund	1,794,865	1,808,325
Legal and insurance fund	1,000,000	1,000,000
	<u>22,018,359</u>	<u>22,037,868</u>
	<u>38,727,096</u>	<u>38,066,521</u>
Commitments (note 10)		

Approved on Behalf of the Board

The accompanying notes are an integral part of these non-consolidated financial statements.

FOR DISCUSSION WITH MANAGEMENT ONLY – SUBJECT TO AMENDMENT

NOT TO BE FURTHER COMMUNICATED

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Non-consolidated Statement of Revenue and Expenses

For the year ended June 30, 2026

	2026 \$	2025 \$
Revenue		
Fees		
Annual registrant fees – Individual	20,002,632	18,843,906
Annual registrant fees – Firms	3,476,892	3,287,646
Application, registration and certification fees	2,948,870	2,737,825
Professional and academic examinations	3,194,724	2,765,385
	<u>29,623,118</u>	<u>27,634,762</u>
Other revenue		
Affinity programs	(22,835)	486,107
Annual conference	634,732	624,460
Grant and project administration	1,252,040	1,476,781
Innovation magazine and other advertising	376,851	462,450
Investment income	678,518	1,050,755
Miscellaneous (note 14)	1,333,487	1,221,545
Continuing education and programs	1,237,325	1,348,431
	<u>5,490,118</u>	<u>6,670,529</u>
	<u>35,113,236</u>	<u>34,305,291</u>
Expenses		
Salaries and employee benefits	21,964,269	19,940,547
Contract and consulting services	3,566,060	3,786,389
Office, general and miscellaneous (note 15)	1,712,561	1,651,083
Legal	1,410,887	1,330,196
Contract and consulting services on grants	1,004,167	1,147,585
Examinations	1,244,359	1,020,319
Meetings, room rentals and special events	621,747	724,161
IT and telecommunications	957,281	722,843
Premises and operating costs	492,323	529,440
Printing, publication and distribution costs	464,888	422,840
Engineers Canada assessment	376,356	319,864
Travel	278,188	297,970
Secondary professional liability insurance premiums	208,441	188,175
Geoscientists Canada assessment	111,605	109,122
Grants and awards	41,792	38,105
	<u>34,454,924</u>	<u>32,228,639</u>
Excess of revenue over expenses before amortization	<u>658,312</u>	<u>2,076,652</u>
Amortization		
Intangible assets	293,049	306,252
Property and equipment	352,837	460,006
	<u>645,886</u>	<u>766,258</u>
Excess of revenue over expenses for the year	<u>12,426</u>	<u>1,310,394</u>

The accompanying notes are an integral part of these non-consolidated financial statements.

**FOR DISCUSSION WITH MANAGEMENT ONLY – SUBJECT TO AMENDMENT
NOT TO BE FURTHER COMMUNICATED**

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Non-consolidated Statement of Changes in Net Assets

For the year ended June 30, 2026

	2026				2025
	General fund \$	Advocacy body fund \$	Property, equipment and systems replacement fund \$	Legal and insurance fund \$	Total \$
Net assets – Beginning of year	19,197,608	31,935	1,808,325	1,000,000	22,037,868
Excess of revenue over expenses for the year	12,426	-	-	-	12,426
Investment in property and equipment	13,460	-	(13,460)	-	-
Funding paid to Advocacy body	-	(31,935)	-	-	(31,935)
Net assets – End of year	19,223,494	-	1,794,865	1,000,000	22,018,359

The accompanying notes are an integral part of these non-consolidated financial statements.

FOR DISCUSSION WITH MANAGEMENT ONLY – SUBJECT TO AMENDMENT

NOT TO BE FURTHER COMMUNICATED

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Non-consolidated Statement of Cash Flows

For the year ended June 30, 2026

	2026 \$	2025 \$
Cash provided by (used in)		
Operating activities		
Excess of revenue over expenses for the year	12,426	1,310,394
Funding paid to Advocacy body	(31,935)	(525,288)
Item not affecting cash		
Amortization of property and equipment and intangible assets	645,886	766,258
	626,377	1,551,364
Changes in working capital accounts (note 16)	683,246	126,717
	1,309,623	1,678,081
Investing activities		
Acquisition of intangible assets	(260,549)	(241,028)
Acquisition of property and equipment	(121,932)	(307,584)
Proceeds on redemption and sale of investments	37,957,701	40,831,885
Purchase of investments	(38,382,839)	(41,106,407)
	(807,619)	(823,134)
Change in cash during the year	502,004	854,947
Cash – Beginning of year	4,075,552	3,220,605
Cash – End of year	4,577,556	4,075,552

The accompanying notes are an integral part of these non-consolidated financial statements.

**FOR DISCUSSION WITH MANAGEMENT ONLY – SUBJECT TO AMENDMENT
NOT TO BE FURTHER COMMUNICATED**

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

1 Mandate

The Association of Professional Engineers and Geoscientists of the Province of British Columbia doing business as Engineers and Geoscientists British Columbia (the Organization) is incorporated under the provisions of the Professional Governance Act. The Organization's mandate is to protect public safety, health and well-being through the application of engineering and geoscience, as well as to ensure the responsible self-governance and vitality of the professions.

The Organization is a tax exempt organization as described in the Income Tax Act (Canada) and as such is exempt from federal and provincial income taxes.

2 Significant accounting policies

These non-consolidated financial statements include the financial activities of the Organization exclusive of the net assets of Engineering & Geoscience Education Foundation BC (the Foundation) (note 12).

Basis of accounting

The non-consolidated financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations (ASNPO).

Net assets

The Organization defines its capital as the amount included in its net asset balances. The Organization's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to fulfill its mandate as described in note 1. While there are no external restrictions on any of the net assets, the Board has appropriated certain of the funds for specific purposes as described in the note below.

Appropriated funds

The Appropriated funds are internally restricted funds that comprise the property, equipment and systems replacement fund, the legal and insurance fund and the Advocacy body fund.

The "Property, equipment and systems replacement fund" represents an appropriation by the Board, which serves the long-term objective of setting aside funds to replace and improve property, equipment and systems when required. Any repairs, maintenance and improvement associated with the building are deducted from this fund. The Board reviews the method and the amount appropriated to ensure that the appropriation provides a reasonable basis for property, equipment and systems replacement. All repairs, maintenance and improvement deducted from the fund and property, equipment and systems acquisitions are approved by the Board as part of the annual budgeting process.

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

The “Legal and insurance fund” relates to an appropriation by the Board to set up a legal and insurance reserve to allow for extraordinary cases and situations over and above annual expectations. This allows the Organization to be prepared for future contingencies. The amount appropriated for legal and insurance is reviewed by the Board annually.

The Board approved the creation of an “Advocacy body fund” in fiscal year 2023. As of June 30, 2026, all funds have been transferred to BC Society of Engineering & Geoscience.

Revenue recognition and deferred fees

The Organization follows the deferral method of accounting for contributions. Restricted contributions are deferred and recorded as revenue in the period in which the expense has been incurred. Annual fees and other revenues that are received, but for which services have not yet been performed, are reported as deferred revenue. Registration and other fees are billed and received in advance on a calendar-year basis. Accordingly, a portion of these fees received prior to June 30, 2026, has been deferred for financial reporting purposes and will be recognized as revenue when services are rendered.

All other revenue is recognized when earned if the amount to be received can be reasonably estimated and collectibility is reasonably assured.

Cloud computing arrangements

The Organization has applied the simplification approach, as permitted by Accounting Guideline AcG-20, Customer’s accounting for cloud computing arrangements, in accounting for its cloud computing arrangements. The total amount expensed in respect of the arrangement was \$825,521 (2025 – \$581,924) and was included in IT and telecommunication expenses in the non-consolidated statement of revenue and expenses.

Property and equipment

Property and equipment are initially recorded at cost in the year of purchase. The cost of property and equipment, made up of significant separable component parts, is allocated to the component parts when practical and significant, and when estimates can be made of the estimated useful lives of the separate components. Amortization is provided using the straight-line method over the estimated useful lives as follows:

Building	3.3%
Intangible assets (software and development)	33.3%
Computer	10% – 33.3%
Electronic equipment	20%
Furniture, fixtures and office improvements	10%

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

Property and equipment are tested for impairment when conditions indicate that the asset no longer contributes to the Organization's ability to provide goods and services, or that the value of future economic benefits or service potential associated with the asset is less than its net carrying amount. When conditions indicate that the asset is impaired, the net carrying amount of the asset is written down to the asset's fair value or replacement cost. The writedowns of property and equipment assets are recognized as expenses in the non-consolidated statement of revenue and expenses. Writedowns are not subsequently reversed.

Donated services

The Organization and its registrants benefit from donated services in the form of volunteer time for various committees. Donated services are not recognized in these non-consolidated financial statements.

Cash

Cash consists of cash on deposit and high interest savings accounts with banks.

Investments

Guaranteed investment certificates are recorded at cost, which is calculated as the certificate deposit amount.

Investments with maturities within one year from the year-end date have been classified as short-term investments.

Donations of investments in kind, if any, are recorded at market value on the date of donation.

Financial instruments

The Organization's financial instruments consist of cash, short-term investments, interest receivable, accounts receivable and accounts payable and accrued liabilities. Financial instruments are initially measured at fair value and subsequently carried at cost, with the exception of investments comprising guaranteed investment certificates and treasury bills, which are carried at amortized cost. Interest income is recognized over the lives of the instruments using the effective interest method.

With respect to financial assets measured at cost or amortized cost, the Organization recognizes in the non-consolidated statement of revenue and expenses an impairment loss, if any, when it determines that a significant adverse change has occurred during the period in the expected timing or amount of future cash flows.

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

Controlled funds

Engineering & Geoscience Education Foundation BC (the Foundation)

The Foundation provides financial support to fund, facilitate and promote activities and programs related to education in engineering and geoscience. The Foundation was incorporated on May 11, 1993 under the Societies Act of British Columbia and is a registered charity under the Income Tax Act (Canada).

The Organization controls the operations of the Foundation through its ability to appoint the Directors, who direct all activities of the Foundation. The Organization does not consolidate the financial results of the Foundation.

Financial information for the controlled fund is provided in note 12.

Use of estimates

The preparation of non-consolidated financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as at the date of the non-consolidated financial statements and revenue and expenses during the year. Areas requiring the use of estimates relate to determining the useful lives of property and equipment, useful lives of intangible assets and the fair value of investment. Financial results, as determined by actual events, may differ materially from those estimates.

3 Cash

	2026 \$	2025 \$
Cash	4,104,780	3,612,486
High interest savings accounts	472,776	463,066
	<u>4,577,556</u>	<u>4,075,552</u>

The Organization has access to a pre-approved line of credit, secured by the building and land, with a limit of \$ 500,000, of which \$nil was drawn at year-end (2025 – \$nil).

4 Short-term investments

	2026 \$	2025 \$
Guaranteed investment certificates	950,000	939,733
Government of Canada treasury bills	28,557,864	28,142,993
	<u>29,507,864</u>	<u>29,082,726</u>

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

5 Accounts receivable

	2026 \$	2025 \$
Government grants	296,908	250,633
Receivables from registrants	1,075	3,431
Project grants (other associations)	19,900	19,000
Other support services	302,333	267,945
Pan-Canadian academic exams	494,275	445,648
Innovation magazine	19,353	32,196
Affinity program	-	90,873
GST	58,709	69,370
Other	134,323	352,378
	<u>1,326,876</u>	<u>1,531,474</u>

6 Intangible assets

	2026			2025
	Cost \$	Accumulated amortization \$	Net \$	Net \$
Internally generated software	2,172,507	1,777,357	395,150	427,650

7 Property and equipment

	2026			2025
	Cost \$	Accumulated amortization \$	Net \$	Net \$
Land	874,011	-	874,011	874,011
Building	3,251,166	3,251,166	-	-
Computer	822,934	625,229	197,705	241,385
Electronic equipment	331,685	324,126	7,559	13,525
Furniture, fixtures and office improvements	2,468,059	1,956,190	511,869	693,128
	7,747,855	6,156,711	1,591,144	1,822,049

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

8 Deferred contributions

	2026 \$	2025 \$
Deferred contributions and other deferred revenue – Beginning of year	80,706	133,247
Amounts received	1,118,310	1,217,785
Amounts recognized as revenue	(971,724)	(1,270,326)
Deferred contributions and other deferred revenue – End of year	227,292	80,706

9 Deferred fees

	2026 \$	2025 \$
Professional Engineers and Geoscientists registrant fees	8,512,071	8,023,535
Engineer and Geoscientist-in-training registrant fees	1,660,378	1,573,316
Professional licensee	124,977	111,580
Advantage program for student registration fees	8,800	8,650
Firms registrant fees	3,357,547	3,199,330
	13,663,773	12,916,411

10 Commitments

The Organization has operating lease commitments for office equipment for the next two years requiring the following minimum payments:

	\$
2027	17,351
2028	11,513
	28,864

11 Defined contribution plan

The Organization has established a defined contribution plan for its employees, under which employees contribute 5% of their qualifying gross earnings and the Organization contributes 7.85% of qualifying employees' gross earnings. Defined contribution plan expense for the year was \$1,254,502 (2025 – \$1,169,209).

12 Controlled funds

The Organization controls the operations and provides accounting and administration services to the Foundation. The results and net assets of the Foundation are not consolidated in the non-consolidated financial statements of the Organization.

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

Summary financial information on the Foundation controlled funds is as follows:

	2026 \$	2025 \$
Total assets	1,909,520	1,703,477
Total liabilities	1,039,510	798,389
Net assets	870,010	905,088
Revenue – contributions and investment income	154,715	136,801
Expenses and grants	189,793	205,904
Cash flows from operating activities	207,405	(39,323)
Cash flows used in investing activities	(88,914)	(136,286)

13 Financial instruments and risk management

Currency risk

Currency risk is the risk the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Organization is not exposed to significant currency risk.

Interest rate risk

Interest rate risk is the risk the value of a financial instrument will fluctuate due to changes in market interest rates. The Organization is exposed to interest rate risk on short-term deposits and investments. Management frequently reviews the interest rates to mitigate risk and uses professional investment management services.

Market risk and other price risk

Market risk and other price risk is the risk the value of a financial instrument will fluctuate as a result of changes in market prices. The Organization is not exposed to significant market risk and other price risk.

Credit risk

Credit risk is the risk one party to a financial instrument will fail to discharge an obligation and cause the other party to incur financial loss. The Organization does not have a significant concentration of credit risk in any single party or group of parties. Accounts receivable are due primarily from the government.

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

Liquidity risk

Liquidity risk is the risk an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Organization is not exposed to significant liquidity risk.

There have not been any significant changes in risk exposure from prior years.

14 Miscellaneous revenue

	2026 \$	2025 \$
Discipline recoveries	234,013	146,200
Other	37,085	48,385
Return to practice/reinstatement	54,550	57,600
Bank interest	62,092	113,034
Notarius service fee	302,333	267,945
Penalty fee		
Continuing Education (CE) compliance	403,600	338,200
Annual Reporting (AR) compliance	131,900	105,500
Late fee – Individual	69,883	102,064
Late fee – Firms	38,031	42,617
	<u>1,333,487</u>	<u>1,221,545</u>

15 Office, general and miscellaneous

	2026 \$	2025 \$
Bank and credit card processing fees	707,873	667,624
Office and general (office supplies, storage, training and regalia)	628,975	594,948
Insurance	107,200	126,921
Dues and subscriptions	36,550	41,575
Honorarium	176,625	183,090
Other	55,338	36,925
	<u>1,712,561</u>	<u>1,651,083</u>

The Association of Professional Engineers and Geoscientists of the Province of British Columbia

Notes to Non-consolidated Financial Statements

June 30, 2026

16 Supplemental cash flow information

	2026 \$	2025 \$
Changes in working capital accounts		
Accounts receivable	204,598	(151,068)
Interest receivable	(19,652)	140,430
Prepaid expenses	(181,784)	(269,522)
Accounts payable and accrued liabilities	(39,588)	(391,460)
Deferred fees	747,362	798,314
Deferred contributions	146,586	(52,541)
Deferred revenue	(174,276)	52,564
	<u>683,246</u>	<u>126,717</u>

Engineers and Geoscientists British Columbia				
Balance Sheet				
	2026	2025	Variance	Variance Comments
Assets				
Current assets				
Cash	4,577,556	4,075,552	502,004	Cash
Short-term investments	29,507,864	29,082,726	425,138	Short-term investments such as T-bills and GICs.
Interest receivable	237,732	218,080	19,652	Interest receivable from investments
Accounts receivable	1,326,876	1,531,474	(204,598)	Project receivable, GST ITC and EGEFBC receivable and Pan-Canadian academic exam receivable
Prepaid expenses	1,090,774	908,990	181,784	(1) Software licenses (2) Annual Conference deposits/prepayments (3) Insurance (4) Property tax
Total Current Assets	36,740,802	35,816,822	923,980	
Intangible assets	395,150	427,650	(32,500)	Internally developed IT software
Property and equipment	1,591,144	1,822,049	(230,905)	Building, land, furniture fixtures, electronics and computer items
Total Assets	38,727,096	38,066,521	660,575	
Liabilities and Net Assets				
Current liabilities				
Accounts payable and accrued liabilities	2,424,701	2,464,289	(39,588)	(1) Trade accounts payable (2) Vacation payable (3) Accrued liabilities
Deferred contributions	227,292	80,706	146,586	(1) Unearned grants revenue
Deferred revenue	392,971	567,247	(174,276)	(1) Conference sponsors (2) Exam unearned (3) PCE seminar unearned
Deferred fees	13,663,773	12,916,411	747,362	(1) Registrant (2) EIT/GIT (3) Reduced Fee (4) Prof. Licensee (5) Firms (6) Student membership
Total Current Liabilities	16,708,737	16,028,653	680,084	
Net assets				
General Fund	19,223,494	19,197,608	25,886	
Advocacy Body Fund	-	31,935	(31,935)	
Property, equipment and systems replacement fund	1,794,865	1,808,325	(13,460)	
Legal and insurance fund	1,000,000	1,000,000	-	
Total Net Assets	22,018,359	22,037,868	(19,509)	
Total Liabilities and Net Assets	38,727,096	38,066,521	660,575	

Engineers and Geoscientists British Columbia				
Statement of Revenue and Expenses				
	2026	2025	\$ changes	
Revenue				
Fees				
Annual registrant fees - Individual	20,002,632	18,843,906	1,158,726	(1) Annual Registrant and Trainee fees for individual (2) Interim Registrant and Trainee fees for individual
Annual registrant fees - Firms	3,476,892	3,287,646	189,246	(1) Annual Registrant fees for firms and sole practitioners (2) Interim Registrant fees for firms and sole practitioners
Application, registration and certification Fees	2,948,870	2,737,825	211,045	(1) Examination of credentials (2) Administration/certificate fee (3) Transfer fee (4) Registration\Licensing fee (5) Professional license application fee/job interview
Professional and academic examinations	3,194,724	2,765,385	429,339	(6) Stamp and seal and certificate revenue (7) Structural qualifications (8) Application fee for firm and training fee for firm
				(1) Professional Practice Exam (2) Academic Exam - BC (3) Academic Exam - Pan-Canadian
Total Fees Revenues	29,623,118	27,634,762	1,988,356	
Other revenue				
Affinity programs	(22,835)	486,107	(508,942)	Affinity program rebates
Annual conference	634,732	624,460	10,272	(1) Attendees (2) Sponsor Revenue (3) Exhibitor Revenue
Grant and project administration	1,252,040	1,476,781	(224,741)	Seismic Mitigation Program, Guidelines for Landslide Hazard and Development of a Climate Resiliency Training Program and CBA Engineer Canada Program
Innovation magazine and other advertising	376,851	462,450	(85,599)	(1) Magazine advertising revenue (2) Web advertising revenue
Investment Income	678,518	1,050,755	(372,237)	Interest earned on investments
Miscellaneous	1,333,487	1,221,545	111,942	(1) Discipline recoveries (2) Reinstatement fee (3) Bank interest (4) Notarius service fee (5) CE and late payment fee
Continuing education and programs	1,237,325	1,348,431	(111,106)	(1) Continuing Education Events and Webinar Revenues (2) BC Online Seminar
Total Other Revenue	5,490,118	6,670,529	(1,180,411)	
Total Revenue	35,113,236	34,305,291	807,945	
Expenses				
Salaries and employee benefits	21,964,269	19,940,547	(2,023,722)	Salaries and employee benefits
Contract and consulting services	3,566,060	3,786,389	220,329	(1) Professional practice review (2) Continuing education seminars & workshops (3) Recruitment (4) Other contract or consulting services
Office, general and miscellaneous	1,712,561	1,651,083	(61,478)	(1) Bank fees (3) Office supplies (3) Staff training (4) Insurance (5) Copier and mail equipment lease
Legal	1,410,887	1,330,196	(80,691)	Legal costs related to disciplining, enforcements, and corporate legal advice
Contract and consulting services on grants	1,004,167	1,147,585	143,417	Seismic Mitigation Program, Seismic Retrofit Guidelines, Guidelines for Landslide Hazard and Risk Mapping and Climate Resiliency Training Program
Examinations	1,244,359	1,020,319	(224,040)	(1) Exam marking (2) Exam invigilation
Meetings, room rentals and special events	621,747	724,161	102,414	(1) Continuing education seminars & workshops (2) Annual Conference (3) Other program meeting expenses
IT and telecommunications	957,281	722,843	(234,438)	(1) Telephone (2) Long distance (3) T1 Internet access (4) Information technology (5) Computer hardware and software
Premises and operating costs	492,323	529,440	37,117	Premises and operating costs
Printing, publication and distribution costs	464,888	422,840	(42,048)	(1) Postage (2) Photocopy (3) Mail house services (4) Certificates & stamps (5) Innovation magazine costs (6) others
Engineers Canada assessment	376,356	319,864	(56,492)	Engineers Canada assessment
Travel	278,188	297,970	19,782	(1) Staff (2) Chair (3) Board sub-committees (4) Practice reviewers (5) Continuing Education speakers travel
Secondary professional liability insurance premiums	208,441	188,175	(20,266)	Secondary professional liability insurance premiums
Geoscientists Canada assessment	111,605	109,122	(2,483)	Geoscientists Canada assessment
Grants and awards	41,792	38,105	(3,687)	(1) Student program
Total Expenses before Amortization	34,454,924	32,228,639	(2,226,285)	
Amortization	645,886	766,258	120,372	Amortization expense of capital assets
Excess of revenue over expenses for the year	12,426	1,310,394	1,297,968	

OPEN SESSION
ITEM 3.3

DATE	September 18, 2026
REPORT TO	Board of Directors of Engineers and Geoscientists BC for Decision
FROM	Finance, Audit, & Risk (FAR) Sub-Committee Jennifer Cho, CPA, Chief Financial & Administration Officer Tina Walia, CPA, Director, Finance
SUBJECT	Request for Approval – Budget Policy
LINKAGE TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation.

Purpose	To request that the Board approve the Budget Policy as presented following review and recommendation by the FAR Sub-Committee.
Motion	That the Board approve the Budget Policy as presented.

BACKGROUND

As per our Strategic Plan initiative for continuous improvement, EGBC is strengthening its financial governance and internal controls. As such, we have developed a new Budget Policy that will replace the annual budget guidelines as presented to the Board.

The new policy was developed in collaboration with MNP consultants, who provided industry insights and best practices. This policy has undergone thorough review by management and the FAR Sub-Committee.

The FAR Sub-Committee originally met on January 30, 2026, to discuss the creation of the Budget Policy. An initial draft was reviewed on May 7, 2026. During the meeting, Sub-Committee members discussed budget reallocation categories, reserve fund management, capital expenditures, and investment policy scope. Feedback from the FAR Sub-Committee members, as well as the Leadership team, was incorporated into the updated draft for the final review on August 25, 2026.

The FAR Sub-Committee supports the policy and recommends approval by the Board as presented.

DISCUSSION

The Budget Policy sets out the principles, roles, authorities, and processes that govern how the organization plans, approves, monitors, and reports on its financial resources. For a regulatory, non-profit organization, the policy is a foundational governance instrument that promotes financial sustainability, transparency, accountability, and alignment between resource allocation and strategic and regulatory mandates.

Key aspects of the policy include the following:

1. Governance & Accountability

The policy requires budgets to align with the Organization's vision, mission, strategic priorities, public-interest mandate, and risk tolerance. Guided by the Board-approved Strategic Plan, budget decisions will be supported by reliable data, subject to appropriate oversight, prioritize public safety, and promote the Organization's long-term viability.

Decision-making responsibilities are defined across the Board, FAR Sub-Committee, Executive Leadership, Finance, and Budget Owners, supporting transparent and consistent financial stewardship. The Board retains approval authority for annual budgets, reserve targets, major amendments, material reallocations, deficit budgets, capital budgets, and surplus reallocations.

Adherence to approved budgets and the responsible management of financial resources are core accountability expectations of organizational leadership and management. The policy requires corrective action for non-compliance, allows additional oversight or restrictions for repeated or significant issues, and incorporates budget management performance into annual reviews, including escalation for persistent or material deficiencies.

2. Budget Planning & Development

The annual budget timeline is outlined, from strategic review through to Board approval and implementation. The process will be coordinated by the Finance Management Team and proceed according to the approved Strategic Plan, the Organization's mandate, and expected revenues; the Organization shall strive to adopt a balanced budget.

3. Reserves, Surplus & Deficits

The Organization shall maintain the following reserve funds, with target balances approved by the Board as part of the annual budget process. Investment and utilization of these funds shall be governed by the Investment Policy.

General Operating Reserves – Unrestricted funds; Board-approved target range of three to six months of annual operating expenditures.

Property, Equipment and Systems Replacement Fund – Replacement and improvement of the Organization’s property, equipment, and systems as required. All expenditures and acquisitions shall be approved by the Board.

Legal and Insurance Fund – Extraordinary legal and insurance costs that exceed annual expectations. Reviewed annually by the Board.

The Board may approve a deficit budget when sufficient reserves are available.

Recommendations for reallocating or reserving surplus funds will be presented to the FAR Sub-Committee for review and the Board for approval. Any unallocated, remaining surplus funds will be transferred to General Operating Reserves.

4. Capital Budgets

Lifecycle Capital Expenditures – Ongoing or period investments required to maintain existing assets, infrastructure, and operational systems. Planned through the annual Capital Budget.

Major Capital Projects – Significant investments in new assets, major upgrades, or infrastructure that may span multiple fiscal years and require enhanced planning and oversight.

Capital projects may only proceed following Board approval.

5. Budget Management & Reporting

The Finance Management Team maintains the financial close process and provides regular budget-to-actual reporting to all departments. The FAR Sub-Committee shall oversee financial performance and provide recommendations for Board consideration.

Administrative and reportable reallocations within defined limits are allowed while preserving Board approval for material changes that affect reserves, capital plans, service levels, fee requirements, or overall financial position. Changes that alter the original purpose of funding are prohibited.

6. Contingency

Operating budgets will include a contingency of between 0.5% and 3% of the total approved budget, with a minimum of \$200,000, to be used for unforeseen, non-recurring expenditures. The minimum amount is historically what the organization has used and has been sufficient. The range is industry standard to organizations of similar size and provides room to increase today’s contingency amount in anticipation of future growth and needs of the organization.

The contingency for capital projects will vary based on project stage and risk level, ranging from 3%-5% for projects under construction with fixed-price contracts to 10%-15% for projects in early planning or design stages.

MOTION

That the Board approve the Budget Policy as presented.

APPENDIX A – Draft Budget Policy



POLICY

POLICY	Budget Policy
NUMBER OF POLICY	CO—XX-XX
DATE OF POLICY	September XX, 2026
APPROVED BY	
NEXT REVIEW DATE	

1. PURPOSE

- 1.1 This Budget Policy establishes the governance principles, authority, and accountability for the planning, approval, management, and oversight of Engineers and Geoscientists British Columbia's (the Organization) financial resources. It ensures that budgets are aligned with the organization's vision, mission, strategic priorities, risk tolerance, and public-interest mandate, and that financial resources are managed in a transparent, responsible, and sustainable manner.
- 1.2 This policy defines roles and decision-making responsibilities for budgeting and provides the foundation for related budget guidelines and procedures.

2. SCOPE

- 2.1 This policy applies to all individuals involved in the Organization's budgeting process, including members of the Board, Finance, Audit & Risk (FAR) Sub-Committee, Executive Leadership Team, Directors, Associate Directors, Managers, and authorized staff members.
- 2.2 This policy governs the preparation, approval, and monitoring of all budget types including:
 - a. Operating Budget – day-to-day revenues and expenses.
 - b. Capital Budget – major purchases, infrastructure, and long-term assets.
 - c. Project and Program Budgets – special initiatives, grants, or funding-specific programs.
 - d. Multi-Year Financial Plans – strategic forecasts extending beyond a single fiscal year.

3. DEFINITIONS

Budget Assumptions: the financial, operational, strategic, economic, and risk-based factors used to support the development of the annual budget, forecasts, and financial plans.

Budget Reallocation: A formal transfer or adjustment of approved budget authority between budget lines, expenditure categories, departments, projects, or funding sources.

Budget Owner: the employee assigned accountability for the planning, monitoring, forecasting, variance management, and reporting of an approved budget, budget item, program, project, or cost centre. A Budget Owner is responsible for ensuring the budget is managed within approved limits, that material variances are explained, and that proposed adjustments are documented and escalated in accordance with this Policy and the Delegation of Financial Authority Policy.

Budgeting: the annual process used by the Organization to develop, review, approve, implement, monitor, and report on its operating and capital resource requirements.

Capital Asset: a tangible asset acquired or developed for use in the delivery of the Organization's operations, programs, services, or regulatory functions, with a useful life extending beyond one fiscal year and not intended for resale.

Capital Budget: the approved budget for the acquisition, replacement, improvement, or maintenance of capital assets, including lifecycle capital expenditures and major capital projects.

Deficit: the amount by which actual or forecasted expenditures exceed actual or forecasted revenues for a fiscal year.

Department Leader: the employee assigned overall accountability for the financial management and performance of a department. A Department Leader is responsible for overseeing the department budget, ensuring resources are used effectively and in alignment with organizational priorities, reviewing and approving budget forecasts and variance explanations, and ensuring compliance with this Policy and the Delegation of Financial Authority Policy. A Department Leader may delegate specific budget management responsibilities to Budget Owners but retains ultimate accountability for the department's financial performance and stewardship.

Delegated Authority: the level of financial authority assigned to a role or position under the Organization's Delegation of Financial Authority Policy.

Divisional Lead: the member of the Executive Leadership Team accountable for the division under which the department falls. For the purposes of this Policy, Divisional Leads are responsible for reviewing and approving budget submissions within their area of responsibility prior to Executive or Board consideration.

Finance Management Team: members of the Finance department responsible for coordinating and overseeing the annual budgeting process, including budget development, consolidation, analysis, reporting, monitoring, forecasting, and providing financial advice and guidance to Budget Owners and leadership.

Material Deviation: significant variances from the approved budget that exceed delegated financial authority thresholds or have the potential to impact reserve levels, capital plans, service delivery, or fee requirements, and therefore require escalation, formal explanation, and Board-level oversight or approval where applicable.

Multi-Year Financial Plan: a financial planning document that projects the Organization's anticipated revenues, expenditures, reserves, capital requirements, and financial position over a period extending beyond a single fiscal year to support strategic decision-making and long-term sustainability.

Operating Budget: the approved annual budget for revenues and expenditures required to support the Organization's ongoing operations, programs, services, and regulatory functions.

Project and Program Budget: a budget established for a specific project, initiative, grant-funded activity, or program with defined objectives, scope, funding sources, timelines, and resource requirements.

Reserve: funds set aside by the Board for a specific purpose, including financial stability, asset replacement, legal and insurance matters, or other approved organizational needs.

Surplus: the amount by which actual or forecasted revenues exceed actual or forecasted expenditures for a fiscal year.

4. GUIDING PRINCIPLES

4.1 Budgeting at the Organization shall be governed by principles that support long-term financial sustainability, transparent decision-making, mission and mandate alignment, risk tolerance, and responsible resource allocation to maximize impact and organizational resilience. The ethical foundation for all budgeting decisions is built on the following values:

- a. **Mandate and Strategic Alignment:** The budget process is explicitly aligned with the Organization's mandate, ensuring that all funding decisions prioritize and demonstrably support public safety and regulatory outcomes. Resource allocation shall be guided by the Board-approved Strategic Plan, which provides direction to achieve the Organization's Vision and Mission.
- b. **Fiduciary Duty:** Financial decisions are made in the public interest and reflect the Organization's fiduciary responsibilities to safeguard assets, use resources for their intended purpose, and ensure financial integrity and ethical conduct. Resources must be managed to maximize value and support efficient and effective delivery of the Organization's regulatory functions.
- c. **Transparency:** Budget decisions, assumptions, and outcomes shall be documented, subject to appropriate oversight, and reported in a clear and timely manner.
- d. **Financial Prudence and Sustainability:** Budgets shall be developed and managed to maintain financial stability, protect reserves, and support the Organization's long-term viability, ensuring spending decisions consider the public interest.
- e. **Risk-Informed and Evidence-Based:** Budget assumptions and allocations shall be supported by reliable data, reasonable forecasts, and consideration of the Organization's Enterprise Risk Management (ERM) Framework.
- f. **Flexibility:** Budgeting and forecasting processes shall allow for adjustment in response to material changes in internal or external conditions, to capitalize on opportunity and avoid, mitigate or manage threats.
- g. **Financial Standards and Regulatory Compliance:** Budgeting practices shall comply with applicable accounting standards, internal controls, ERM framework, regulatory requirements, and recognized public-sector.

5. POLICY FRAMEWORK

5.1 ANNUAL BUDGET CYCLE

Budget Phase	Timing	Key Activities
Strategic Review	Q2: October to December	The Executive Leadership Team confirms organizational priorities and funding goals
Budget Call Issued	Q3: January	Finance Management Team provides templates, assumptions, and instructions to all departments
Departmental Submissions	Q3: February to March	Each department submits proposed budgets with justifications
Review and Consolidation	Q3-Q4: March to April	Finance Management Team reviews submissions, validates assumptions, and prepares a consolidated draft
Executive Review	Q4: April to May	The Executive Leadership Team review the consolidated budget and recommends any required revisions
FAR Sub-Committee review	Q4: May	FAR Sub-Committee review of draft budget to recommend to the Board for approval
Board Approval	Q4: Late May	Final budget presented to Board for approval before the start of the fiscal year
Implementation and Monitoring	New Fiscal Year: July onwards	Approved budgets are communicated and tracked throughout the year

5.2 BUDGET ASSUMPTIONS AND METHODOLOGY

- 5.2.1 The annual budgeting process will be coordinated by the Finance Management Team and proceed according to a defined schedule that ensures adequate time for review and approval before the start of the fiscal year.
- 5.2.2 The Organization shall strive to adopt a balanced budget whereby operating revenues are equal to operating expenditures for each year and while maintaining targeted reserve balances. Where circumstances warrant, the Organization may plan for a deficit or surplus budget, provided such deviation is approved by the Board as part of the annual budget approval process.
- 5.2.3 The Annual Budget will be presented on an Accrual Accounting Basis.
- 5.2.4 Budget assumptions and parameters will be established based on approved Strategic Plan, the Organization's mandate, expected revenues, inflationary factors, and operational requirements.

- 5.2.5 The Executive Leadership Team shall review and discuss draft departmental budgets with Senior Leadership Team to ensure consistency with strategic priorities, financial assumptions, and organizational objectives.
- 5.2.6 The Finance Management Team shall review and consolidate departmental budget submissions to ensure completeness, accuracy, and alignment with organizational priorities and financial guidelines.
- 5.2.7 The Chief Financial and Administrative Officer (“CFAO”) shall present the consolidated draft budget to the FAR Sub-Committee for review and submit the budget to the Board for approval prior to the start of the fiscal year.
- 5.2.8 The Finance Management Team will maintain comprehensive records of the budget, including historical data and all data sheets used in compiling the budgets.
- 5.2.9 Past surpluses and the current reserve position shall be considered when evaluating and setting future annual licensing fee adjustments for registrants and firms to support long-term financial sustainability.

5.3 BUDGET REALLOCATIONS

- 5.3.1 Budget reallocations provide internal flexibility for the Organization to respond to operational needs, emerging priorities, and unforeseen circumstances while maintaining the integrity of the Board-approved Annual Operating Budget. All budget transfers must preserve a balanced operating budget and shall not alter approved service levels, introduce new programs, or commit the organization to ongoing financial obligations without Board approval.
- 5.3.2 Budget reallocations shall be used solely for their approved purpose. Transfers that alter the original intent of funding, such as reallocating compensation budgets to non-compensation expenditures, or repurposing operating funds for capital activities, are prohibited unless approved by the Board and in accordance with the Delegation of Financial Authority Policy.
- 5.3.3 Reallocations types fall into three categories:

Re-Allocations Type	Definition	Conditions	Approval Required	Reporting
Administrative	Net-zero reallocations that do not impact the organization's total operating budget, reserves, fee levels, or service levels.	- Within the same expenditure category within a department (e.g. compensation to compensation, operating to operating, project to project) - Must not create new programs, commitments, or ongoing expenditures	Budget Owner + Divisional Lead Director, Finance	No FAR or Board reporting required
Reportable	In-year adjustments within the overall approved operating budget that exceed the Budget Owner's delegated authority as defined in the Delegation of Financial Authority Policy.	- Must not impact fee levels, service levels, or net operating position - Net increases/decreases must be offset via efficiencies, reserve reallocations (where permitted), or external funding	Executive Leadership Team CEO may approve unilaterally where urgency requires	Summary included in quarterly financial report to Board and FAR Sub-Committee; no standalone agenda item required

Re-Allocations Type	Definition	Conditions	Approval Required	Reporting
	Includes reallocations between departments, across expenditure categories, or any reallocation requiring authorization beyond the Director, Finance.	CEO retains authority to approve without the Executive Leadership Team member sign-off where operational urgency requires		
Material	Significant in-year adjustments that exceed Board-established thresholds or have the potential to impact reserve levels, capital plans, service levels, or fee requirements.	- May require reprioritization of initiatives or reserve funding reallocations - Board approval required regardless of dollar amount if reserve levels are impacted	CFAO recommendation + Board approval	Board (prior to implementation)

5.3.4 Unspent budget funds at fiscal year-end shall not be carried forward and will revert to General Operating Reserves. Exceptions may be made solely for pre-existing contractual obligations that extend beyond the fiscal year, which must be explicitly identified, documented, and incorporated into the subsequent budget cycle with Executive Leadership Team approval.

5.3.5 Any reallocation of funds or budget amendments outside of approved limits shall require prior approval in accordance with the Delegation of Financial Authority Policy.

5.4 RESERVES, SURPLUS AND DEFICITS

5.4.1 The Organization shall maintain the following reserve funds, with target balances approved by the Board as part of the annual budget process. The investment and utilization of these funds shall be governed by the Investment Policy.

- a. **General Operating Reserves:** Unrestricted funds providing a financial buffer against unexpected shortfalls. The Board-approved target range is a minimum of three months and a maximum of six months of annual operating expenditure. If General Operating Reserves fall below the three-month floor, the CFAO shall present a reserve restoration plan to the FAR Sub-Committee and the Board within 60 days.
- b. **Property, Equipment and Systems Replacement Fund:** A reserve to fund the replacement and improvement of the Organization's property, equipment, and systems as required. All repairs, maintenance, and improvements to the Organization's building and systems shall be charged to this fund. The Board shall review the appropriation method and amount annually to ensure the fund provides a reasonable and sufficient basis for future replacement needs. All expenditures charged to the fund, and all related acquisitions, shall be approved by the Board as part of the annual budget process.
- c. **Legal and Insurance Fund:** A reserve appropriated by the Board to provide for extraordinary legal and insurance costs that exceed annual expectations, ensuring the Organization maintains adequate financial capacity to respond to unforeseen legal or

insurance contingencies. The amount appropriated to this fund shall be reviewed by the Board annually.

- 5.4.2 The Organization may, with the Board's approval, propose or approve a deficit budget when sufficient reserves are available to support operations or strategic initiatives.
- A deficit budget shall not be approved if doing so would reduce General Operating Reserves below three months of annual operating expenditure.
 - The Board-approved deficit budget shall include a documented rationale and an identified funding source from existing reserves.
 - The Organization shall not adopt deficit budgets in more than two consecutive fiscal years without a Board-approved reserve restoration plan that outlines the timeline and measures required to return reserves to target levels.
- 5.4.3 Favourable variances will be reviewed by Budget Owners and the Finance Management Team at Forecast throughout the fiscal year. The Finance Management Team retains discretion to reallocate unspent funds from favourable variances to other organizational priorities as required, subject to the following approval thresholds:
- Below \$25,000 – Finance Management Team discretion, with written notification to the relevant Budget Owner and the Director, Finance
 - \$25,000 to \$100,000 – recommendation from the Finance Management Team and concurrence of the relevant Budget Owner, with the Divisional Lead's approval
 - Above \$100,000 – recommendation from the CFAO, with Board approval
- 5.4.4 Recommendations for reallocating or reserving surplus funds will be presented to the FAR Sub-Committee for review and the Board for approval.
- 5.4.5 Any unallocated surplus funds remaining at fiscal year-end, after all approved reallocations have been processed, shall be transferred to General Operating Reserves. Where General Operating Reserves are at or above the Board-approved maximum target of six months of annual operating expenditure, the CFAO shall recommend to the Board an appropriate allocation of the excess as part of the year-end financial reporting process.

5.5 CAPITAL BUDGETS

- 5.5.1 Capital expenditures at the Organization fall into two categories to support appropriate planning, oversight, and governance:
- Lifecycle capital expenditures represent ongoing or periodic investments required to maintain existing assets, infrastructure, and operational systems. These expenditures are typically predictable and are planned through the annual Capital Budget. Lifecycle capital expenditures below the threshold defined in the Delegation of Financial Authority Policy proceed under standard budget approval without a formal business case.
 - Major capital projects involve significant investments in new assets, major upgrades, or infrastructure that may span multiple fiscal years and require enhanced planning and oversight.
- 5.5.2 Capital Projects may only be initiated following Board approval, which is obtained as follows:
- For lifecycle capital expenditures within approved budget limits, inclusion in the Board-approved annual Capital Budget constitutes the required approval. No separate project-level approval is required.
 - For major capital projects, the Board must explicitly approve both the named project and its budget as a separately identified item, either as part of the annual budget approval process or through a formal in-year submission to the FAR Sub-Committee for recommendation to the Board. No expenditure or commitment may be made prior to this approval being obtained.
- 5.5.3 Capital expenditures may only proceed once the following conditions have been satisfied:

- a. All applicable organizational policies and procedures, including the Procurement Policy and Delegation of Financial Authority Policy, must be followed prior to committing or expending funds.
 - b. Multi-year capital projects must be supported by a documented business case outlining the project scope, expected outcomes, estimated total project cost, implementation timeline, risks, and proposed funding sources.
 - c. Approved multi-year projects shall be incorporated into the Organization's annual budgeting process, with the planned annual expenditures reflected in the applicable fiscal year's Capital Budget.
 - d. The Budget Owners shall track the cumulative spending against the total approved project budget and report progress through the Organization's regular financial monitoring processes.
- 5.5.4 Multi-year capital project budgets approved by the Board are exempt from the year-end fund reversion provision. Approved annual expenditure amounts carry forward automatically into the subsequent fiscal year's Capital Budget without requiring separate Executive Leadership Team approval, provided cumulative spending remains within the total Board-approved project budget.
- 5.5.5 When projects are completed under budget, excess funds shall be returned to the originating funding source.

5.6 BUDGET MONITORING AND REPORTING

- 5.6.1 The Finance Management Team shall establish defined financial close procedures to ensure transactions are recorded in the appropriate accounting period.
- 5.6.2 The Finance Management Team shall prepare regular financial reports comparing actual performance to budgeted results. Results are reviewed quarterly.
- 5.6.3 Directors shall review variances and provide explanations for material deviations.
- 5.6.4 The FAR Sub-Committee shall oversee overall financial performance and provide recommendations for Board consideration, as appropriate.
- 5.6.5 Any proposed increase to an approved operating or capital budget requires formal approval from the appropriate level of authority in accordance with the Delegation of Financial Authority Policy. Depending on the nature and materiality of the increase, approvals may include the Board, Executive Leadership Team, and Directors. Budget increases must be supported by a clear business rationale and funding source.
 - a. Reallocations between approved projects or budget categories may be permitted provided they do not result in a net increase to the overall approved budget. All budget adjustments, whether increases or reallocations, must be documented, reviewed by Finance for completeness and compliance, and reported through the Organization's regular financial monitoring processes (e.g., Forecast 1 or 2).

5.7 CONTINGENCY

- 5.7.1 Operating budgets will include a contingency of between 0.5% and 3% of the total approved operating budget, with a minimum of \$200,000 regardless of the percentage calculation. Where exceptional circumstances warrant a contingency below 0.5% or above 3%, the CFAO must provide written justification and obtain Board approval prior to budget submission.
- 5.7.2 Operating contingency may only be drawn down for unforeseen, non-recurring expenditures that arise within the fiscal year and cannot be absorbed within existing departmental budgets. Contingency shall not be used to offset structural funding gaps or recurring overspending.
- 5.7.3 For capital projects, contingencies shall reflect both identified risks (anticipated but not yet classified costs) and unknown risks (unforeseen conditions or market changes). The level of contingency shall correspond to the degree of uncertainty associated with the project stage, projects in early planning or design stages may require higher contingencies than those under construction or with fixed-price contracts. As a general guide:
 - a. Projects in early planning or design stages: 10%–15% of estimated project cost

- b. Projects in detailed design or procurement: 5%–10%
- c. Projects under construction with fixed-price contracts: 3%–5%

6. ROLES, GOVERNANCE & RESPONSIBILITIES

Role	Responsibility
The Board	Approves annual budgets, reserve targets, and major amendments; receives quarterly financial reports; ensures alignment with strategy
Finance, Audit & Risk (FAR) Sub-Committee	Recommends budgets and budget policies; oversee controls, risk, reserves, external audit and reforecasts; reviews variance analysis and action plans
Chief Executive Officer (CEO)	Accountable for execution within approved budgets and policies; proposes in-year adjustments and corrective actions
Chief Financial and Administration Officer (CFAO)	Owns the policy; sets assumptions; maintains reserve models; ensures ASNPO compliance
Director, Finance	Leads the budget cycle; issues consolidated monthly reports, analysis, and quarterly forecasts
Department Leaders	Accountable for the overall financial management and performance of their department budgets; review and approve departmental budget submissions, forecasts, and variance explanations; ensure resources are allocated in alignment with organizational priorities; may delegate budget management responsibilities to Budget Owners but retain ultimate accountability for departmental financial results.
Budget Owner	Prepare estimates; manage and own departmental budgets; report variances; propose adjustments; maintain documentation. Accountable for budget performance, including the accuracy of forecasts, management of variances, and compliance with approved financial authorities.

7. PERFORMANCE EVALUATION & ACCOUNTABILITY

- 7.1 Adherence to approved budgets and the responsible management of financial resources are core accountability expectations of organizational leadership and management.
- 7.2 In cases of non-compliance with this Budget Policy or any associated budgeting guidelines, templates, or procedural requirements, the Finance Management Team, in consultation with an Executive Leadership Team member, shall direct Budget Owners to take appropriate corrective actions to address identified issues. Corrective actions may include requirements to revise submissions, implement additional financial controls, provide variance explanations, or engage in targeted financial management workshops to support capability development and continuous improvement.

- 7.3 Where non-compliance is significant, repeated, or poses material financial or organizational risk, the Finance Management Team may recommend additional oversight or restrictions of the department's Budget Owner. These measures may include modifying internal approval thresholds, restricting budget transfer authority, requiring enhanced reporting, or any other accountability measures deemed appropriate to ensure adherence to the Budget Policy.
- 7.4 Annual performance reviews shall include evaluation of budget management responsibilities, including forecast accuracy, variance management, and compliance with approved financial authorities. Persistent or material budget management deficiencies shall be escalated to the CEO and documented in the individual's performance record.

8. POLICY REVIEW

- 8.1 This Budget Policy shall be reviewed annually by the Finance Management Team and updated as necessary to reflect changes in strategic direction, regulatory requirements, or best practices. All amendments must be approved by the Board.

9. REVISION AND APPROVAL LOG

Version	Date	Description of Change	Approved By
1.0	September XX, 2026	Initial policy approval	The Board

10. RELATED DOCUMENTS

Delegation of Financial Authority Policy
Investment Policy
Procurement Policy



OPEN SESSION
ITEM 3.4

DATE	September 18, 2026
REPORT TO	Board for Decision
FROM	Human Resources Oversight Sub-Committee
SUBJECT	Whistleblower Policy
LINKAGE TO STRATEGIC PLAN	People and Culture: Our talent, tools, and work environment create an engaged organizational culture. Process: We have efficient and effective systems in place to enable modern regulation.

Purpose:	To share the Whistleblower Policy with the Board for approval, as recommended by the Human Resources Oversight Sub-Committee
Motion:	That the Board approve the Whistleblower Policy effective November 1, 2026.

BACKGROUND

Engineers and Geoscientists BC (the “Organization”) aims to provide employees and Board members with a safe, secure, anonymous, and confidential option for submitting complaints of wrongdoing through an external reporting channel. This allows for complaints, particularly those of a more serious, widespread or systemic nature to be safely identified, reported, addressed.

DISCUSSION

The **Whistleblower Policy (the “Policy”)**, attached as **Appendix A**, is for review and approval by the Board, as recommended by the Human Resources Oversight Sub-Committee.

The Human Resources Oversight Sub-Committee has completed their review of the draft Whistleblower Policy provided by Senior Staff. As part of the review, the following items were areas of consideration:

- **Applicability**

The policy will be applicable to all employees and Board members only. While a similar policy may be of value to have in place for other volunteers and/or registrants in the future, as the Whistleblower Policy is a new concept for the Organization, it was decided to limit its reach at this time. Versions with further reach may be considered in the future.

- **Vendor Review**

Several external vendors providing whistleblower services were considered prior to choosing *Xpera* and their *ConfidenceLine* product as being the best fit for the Organization's needs. Factors considered included breadth and depth of service offered, level of expertise and experience in the field, Canadian presence, alignment with our need to meet FIPPA privacy requirements, cost, and general fit for the size and function of the Organization's operation.

- **Related Legislation**

While drafting the Policy, legislation applicable to public sector employees and directly relevant to providing whistleblower options called the *British Columbia Public Interest Disclosure Act* (PIDA) was considered. While Engineers and Geoscientists BC is not required to meet the requirements of PIDA legislation, it was helpful to understand the PIDA framework as a benchmark and to adopt elements from in drafting our policy.

For example, the definition of "*wrongdoing*" used in the policy is similar to PIDA's and allows our Policy to focus mainly on reporting serious acts of wrongdoing versus complaints of limited scale and scope.

- **Important Internal Channels**

The Policy takes the opportunity to remind employees and Board members of the importance of using existing internal reporting channels for complaints of limited scale and scope while reserving the external channel for more serious complaints of wrongdoing.

- **Confidentiality and Anonymity**

While the policy provides a critical confidential and anonymous external reporting channel, care was taken to ensure the reader is made aware of confidentiality limitations with investigations, and the limitations anonymity may have on the investigative process.

After the HRO Sub-Committee reviewed and recommended the Policy at its August 12th meeting, the Policy was further revised based on recent information from the external vendor. This latest revision is redlined in **Appendix B** for the HRO Sub-Committee's and Board's information. Although the HRO Sub-Committee has not had an opportunity to review or take a position on this development, the Chair has confirmed support for advancing the amended policy draft for consideration by the Board.

The Policy improves the Organization's ability to lower risk through improved awareness of systemic, widespread, and serious concerns through providing employees and Board members with a secure external channel for sharing information anonymously and confidentially with the Organization.

NEXT STEPS

Once the Policy is Board approved, the Policy will be communicated to staff and Board members formally in November 2026. This timing will allow for other conduct-related staff policies referenced within the Policy and currently under review to be finalized and communicated to staff at the same time.

RECOMMENDATION

It is recommended that the Board approve the Whistleblower Policy, as presented, to be effective November 1, 2026.

MOTION

That the Board approve the Whistleblower Policy effective November 1, 2026.

[APPENDIX A – Whistleblower Policy \(clean\)](#)

[APPENDIX B – Whistleblower Policy \(redline\)](#)



POLICY	Whistleblower Policy
NUMBER OF POLICY	xxx
DATE OF POLICY	November 1, 2026
APPROVED BY	Board

POLICY STATEMENT

Engineers and Geoscientists BC (the “Organization”) is committed to maintaining a workplace where employees and Board members are empowered to raise concerns, in good faith, about potential wrongdoing without fear of retaliation.

PURPOSE

The purpose of this Whistleblower Policy (the “Policy”) is to provide a safe, secure, anonymous, and confidential option for submitting a complaint of wrongdoing at the Organization, through an external channel, when existing internal channels for submitting complaints of wrongdoing are perceived as unsafe, inappropriate or may have proven ineffective.

APPLICATION & SCOPE

The Policy is applicable to the Organization’s current:

- Employees including full-time, part-time, permanent, and contract employees
- Board members

This Policy is not applicable to:

- Temporary agency workers
- Independent contractors
- Volunteers and registrants who are not Board Members
- Members of the public

This Policy is not intended to:

- Replace existing policies and procedures related to submitting complaints
- Be used to challenge governance, strategic or operational decisions made by the Organization or the Board that do not meet the definition of wrongdoing as defined in the Policy.

DEFINITIONS

The following definitions support the content of the Policy.

Wrongdoing

For the purposes of this Policy and usage of the external reporting channel, *wrongdoing* is defined as:

- A serious act or failure to act that, if proven, is a crime. This may include but is not limited to acts of fraud, theft, corruption, and bribery.
- An act or failure to act that creates
 - a substantial and specific danger to life, the health and/or safety of people, or
 - damage or threat to property or the environment,
- An act or failure to act, that results in risk of significant loss to the organization. This may include but is not limited to loss of public trust, significant reputational damage, or significant financial loss including serious misuse of funds.
- Widespread and/or unresolved governance or operational failures or systemic mismanagement
- Gross misconduct including significant breaches of established standards of conduct
- Persistent and damaging behaviour with widespread impact
- Directing or counselling a person to commit any of the above

Designated Officer / Alternate Officer

For the purpose of this Policy, a Designated Officer is the person(s) appointed to receive complaints of wrongdoing submitted through the external reporting channel to the Organization. When the Designated Officer is, or may reasonably be perceived to be, in a conflict of interest or is otherwise unavailable, the Alternate Officer(s) will receive the complaints on behalf of the Organization.

Complainant

The individual who has made a complaint of wrongdoing through the designated external reporting channel established under this Policy.

Respondent

The individual who the Complainant alleges to have committed the wrongdoing.

Witness

An individual who may have evidence with respect to the complaint made under this Policy or who may have evidence with respect to what is being alleged by the Complainant, by the Respondent, or by another Witness.

Anonymous

An individual's identity is completely unknown and unrecorded. It cannot be linked back to the specific individual who made the complaint.

Confidential / Confidentiality

The act of keeping Confidential Information protected from unauthorized access, use, or disclosure.

Confidential Information

Information that is handled under this Policy that is not generally known by the public or is not generally available to the public. Confidential Information can include the name of the Complainant, the name of the Respondent, the name of a Witness, and the facts or substance of a complaint made under this Policy.

Good Faith

Submitting a complaint of wrongdoing honestly and with reasonable belief that the information reported is true and that a concern or potential wrongdoing exists.

Non-compliance

Acting in a way that is not in alignment with the Organization's policies, procedures, or the law.

Retaliation

Any adverse action or threat taken against an individual for reporting a concern or participating in an investigation in good faith.

REPORTING WRONGDOING

Internal vs external reporting channels

While this Policy focuses on providing access to an external reporting channel for reporting wrongdoing as defined in this Policy, existing internal channels remain effective pathways for voicing concerns in many circumstances.

Using Internal Reporting Channels

Employees and Board Members are reminded of and encouraged to raise important concerns of limited scale and scope through the Organization's established internal reporting channels, when appropriate. Examples of when to report concerns through internal channels include, but are not limited to, general concerns about your leader, interpersonal conflict with a colleague, isolated concerns of possible bullying or harassment, and policy breaches limited in scale and scope.

Internal reporting channels for employees include reporting concerns directly to your leader or to a member of the Human Resources team and for Board members reporting concerns to the Board Chair or Vice Chair. These internal channels often allow concerns to be addressed promptly, efficiently, and facilitate direct communication. The Organization's *Code of Conduct for Board Members*, the *Employee Code of Conduct*, the *Respectful Workplace Policy*, and the *Workplace Violence Prevention Policy* include detailed internal reporting pathways for non-compliance.

For employees, the *Respectful Workplace Policy* provides a detailed *Resolution Framework* that considers both formal and informal resolution processes. Informal resolution processes are grounded in personal accountability and direct conversations whereas more formal resolution processes may include mediated discussions or investigations. Employees are encouraged to

review the *Respectful Workplace Policy* including the *Resolution Framework* when faced with conflicts in the workplace that require resolution.

Employees and Board Members are also encouraged to review any policies related to their specific concerns of wrongdoing prior to submitting a complaint to ensure the Organization's guidance related to the concern is understood and pathways for reporting are known. The Organization's employee policies are available in [MyPolicies](#) and on the Intranet's [Employee Policies](#) page. Board policies are available in [Aprio](#).

Using the External Reporting Channel

The Organization recognizes that there may be circumstances where wrongdoing, as defined in this Policy, has occurred, or where internal reporting channels may be perceived as unsafe, inappropriate, or did not address a serious concern in alignment with the Organization's policies. For those circumstances, this Policy provides alternate access to a confidential and anonymous external reporting channel.

Examples of when submitting a complaint of wrongdoing through the external reporting channel would be appropriate include, but are not limited to:

- The complaint meets the definition of wrongdoing, as defined in this Policy.
- There is a reasonable belief that reporting through an internal channel will result in retaliation and the retaliation can be effectively avoided or addressed through an anonymous complaint.
- A serious or widespread concern already raised through appropriate internal channels was not addressed in alignment with Organizational policies.
- When conflicts of interest exist because individuals involved in or connected to the alleged wrongdoing are unable to be excluded from available internal reporting processes.

External Channel: *ConfidenceLine*

The Organization has contracted with the whistleblower hotline services of Xpera HR Services to provide an external reporting channel. Their reporting service is called *ConfidenceLine*.

ConfidenceLine offers Complainants (the individual submitting a complaint) a confidential and anonymous reporting channel via phone or web. The Complainant is not required to provide their name or any personally identifiable information when they submit their complaint. Instead, a unique identifier is assigned to each complaint submission, allowing the Complainant to follow up on the status of their complaint and communicate through this confidential and anonymous channel.

External Reporting Process

To submit a complaint through *ConfidenceLine*, the following options are available:

1-800 Call Centre Service

The *ConfidenceLine* call centre provides intake coverage 24 hours a day, 7 days a week, 365 days a year. Calls are recorded for accuracy purposes, but the recording is stored and accessed by *ConfidenceLine* only.

Call centre complaints are assigned a file number that is provided to the Complainant so that subsequent calls can be made to *ConfidenceLine* for status updates and/or to continue communication anonymously.

E-Web Reporting (Online Electronic Reporting)

ConfidenceLine also offers a secure online reporting process that allows Complainants to anonymously submit complaints. Complainants are assigned a username and create a password that permits them to log on, check status and further communicate anonymously on the file.

To ensure data integrity, *ConfidenceLine* will not edit, remove, redact information that has been provided and confirmed by the Complainant in their complaint. Therefore, Complainants are advised to avoid including self-identifiers when reporting should they wish to remain anonymous.

Intake Process

Once a complaint is submitted to *ConfidenceLine*, the Complainant can expect the following intake process:

- **Step 1:** *ConfidenceLine* will review all information and consider any potential conflicts of interest prior to releasing the complaint to the Designated Officer or Alternate Officer.
- **Step 2:** *ConfidenceLine* releases the complaint through an encrypted web application to the Designated or Alternate Officer.
- **Step 3:** The Designated or Alternate Officer reviews the report, completes their assessment, and determines appropriate next steps.

Confidence Line contact information:

- By phone: 1-800-661-9675
- By E-web: egbc.confidenceline.com

The 1-800 call centre number and link to the E-Web reporting is also found on posters posted onsite at the Organization's offices and on the [Human Resources Intranet under Employee Resources](#).

RESPONSIBILITIES

Employees and Board Members

Under this Policy, employees and Board Members are responsible for:

- Acting honestly, ethically, and in compliance with applicable laws, regulations, and Organizational policies, including this Policy.

- Promptly reporting, in good faith, any actual or suspected wrongdoings that fall within the scope of the Policy.
- Refraining from retaliation against any individual who makes a complaint of wrongdoing or participates in an investigation
- Not knowingly making false, malicious or misleading complaints of wrongdoing
- Using this Policy for its intended purposes

Designated and Alternate Officers

Under this Policy and in addition to their responsibilities confirmed above as employees or Board members, Designated Officers and Alternate Officers are also responsible for:

- Receiving, assessing, and determining the resolution process for complaints submitted through the external reporting channel in alignment with the Policy
- Ensuring complaints of wrongdoing are handled promptly, fairly, impartially, and confidentially in alignment with the Policy.
- Maintaining records of complaints of wrongdoing and any further documentation in alignment with this Policy

CONFIDENTIALITY AND ANONYMITY

While the external reporting channel provides an anonymous reporting option, if a complaint warrants an investigation, Complainants should be mindful of the limitations to confidentiality in investigations should the Complainant decide to identify themselves during the complaint process.

While not all complaints will warrant an investigation, during investigations, complete confidentiality cannot always be maintained or guaranteed. Procedural fairness in an investigation requires that a Respondent has the opportunity to know the allegations made against them and the opportunity to respond to those allegations. With that in mind, procedural fairness may require that the Respondent be told the name of the Complainant to be able to respond.

While the Complainant retains the ability to maintain anonymity through the external channel, maintaining anonymity during the complaint process may limit the extent to which an investigation can successfully occur.

RECEIVING & ASSESSING COMPLAINTS

Designated Officers and Alternate Officers

The Organization has appointed the Chief Financial Administration Officer (the CFAO”) and the Director, Human Resources and Facilities (the “DHRF”) as the Designated Officers to receive complaints from the external reporting channel. The Organization has appointed the Chief Executive Officer (“CEO”), the Chair of the Governance Subcommittee, and the Board Chair as Alternate Officers.

To ensure any conflict of interest is avoided, the role of Board Vice Chair has specifically been excluded as an Alternate Officer due to the close working relationship with the Board Chair. If the Chair of the Governance Subcommittee is also the Board Vice Chair, the Chair of the Finance Audit Risk Subcommittee will be an Alternate Officer instead of the Chair of the Governance Subcommittee.

Complaints will be directed to a specific Alternate Officer by the external reporting channel when required to avoid any conflict of interest based on the details of the complaint. For clarity, the following scenarios are when Alternate Officers will receive and assess complaints rather than Designated Officers:

- If individuals within the Designated Officer's department(s), or they themselves, are reported as involved in the wrongdoing complained of under this Policy, the complaint will be received and assessed by the CEO, as the Alternate Officer.
- If a Board Member who is not the Board Chair, the CEO, and/or a member of the Executive Team are reported as involved in wrongdoing complained of under this Policy, the complaint will be received and assessed by the Board Chair as an Alternate Officer.
- If a Board Chair is reported as involved in wrongdoing complained of under this Policy, the complaint will be received and assessed by the Chair of the Governance Subcommittee as an Alternate Officer.
- If a Board Chair is reported as involved in wrongdoing complained of under this Policy and the role of Board Vice Chair and Chair of the Governance Subcommittee are held by the same individual, the complaint will be received and assessed by the Chair of the Finance Audit Risk Subcommittee as an Alternate Officer.

Reporting pathways to Alternate Officers are created to ensure conflicts of interest are avoided, and all complaints are handled with the utmost care.

Unless a conflict of interest exists, complaints will be provided to both Designated Officers by the external reporting channel simultaneously through the external providers automated system. The DHRF will have primary responsibility for completing the complaint assessment, if available. If the DHRF is unavailable, the CFAO will be responsible for completing the assessment. Designated Officers will ensure each other is informed of their respective availability to avoid delays in completing an assessment. Designated Officers may confer with each other regarding an assessment, as appropriate.

The CEO will provide a high-level summary of complaints received from the external reporting channel to the Human Resources Oversight subcommittee at each of their regular meetings to confirm the general topic and status of complaints received.

If the CEO determines any complaints are of significant risk to the organization and warrant more urgent awareness by the Board, the CEO will first inform the Board Chair of the complaint and then inform the Human Resources Oversight Subcommittee Chair and the Finance Audit Risk Subcommittee Chair to collectively make a determination if and when the Board should be further notified.

Initial Assessment Process

Upon receipt of a complaint from *ConfidenceLine*, the Designated Officer (or Alternate Officer, as required) will conduct an initial assessment to determine the appropriate next steps. While complaints requiring a more urgent response may be assessed sooner, all assessments will be completed within 10 business days of receipt of the complaint. The initial assessment is outlined below.

Complaint acknowledgement – the Designated Officer will:

- Acknowledge receipt through the *ConfidenceLine* portal upon receiving a complaint
- Review all relevant information and supporting documentation in preparation to complete the assessment

Scope assessment - the Designated Officer determines:

- If the complaint falls within the scope of this Policy
- The area of suspected wrongdoing the allegation relates to
- If there is another internal policy, process or department better suited to address the complaint of wrongdoing

Complaint review - the Designated Officer assesses:

- If sufficient information has been provided to understand the allegation
- Whether additional information is required from the Complainant or other sources.
- Whether the wrongdoing reported has been previously reported on or investigated

Risk assessment - the Designated Officer evaluates:

- The level and responsibilities of the person(s) named in the complaint in relation to possible organizational risk (i.e., leaders may have a higher duty of care required in their role than others).
- The severity and potential impact of alleged wrongdoing including any potential legal, regulatory, financial, operational, reputation or internal or external safety risks that may exist
- Any actual or perceived conflicts of interest among people who may be involved in handling the complaint
- The level of urgency in responding to the complaint and if emergency escalation is required.

Decision on next steps - the Designated Officer may (not an exhaustive list):

- Determine if the complaint is clearly outside the scope of this Policy and should be closed
- Determine if the complaint should be referred to another internal function (i.e. internal complaint process, Human Resources, Ethics and Compliance, mediated discussion, etc.)
- Initiate a formal investigation, as appropriate
- Inform or escalate the complaint to a senior member of the Organization (i.e. the CEO, the Board), as appropriate

- Make a referral to external authorities (i.e. law enforcement), as appropriate

The Designated Officer will document the initial assessment process and their selected course of action. Records will be maintained in alignment with this Policy.

INVESTIGATIONS

When the Designated Officer (or Alternate Officer, as applicable) determines an investigation is required, the following will apply.

CEO Awareness

The Designated Officer informs the CEO that an investigation will take place, unless the CEO is in a conflict of interest.

Assigning an Investigator

If an investigation is deemed necessary following the Designated Officer's initial assessment of the complaint, the Designated Officer will assign the complaint to an appropriately qualified and impartial investigator. This investigator may be an internal resource of the Organization or an external party, depending on the nature of the complaint, its complexity, or any potential conflict of interest associated with it.

Investigation Process

The investigation into the complaint will take place as soon as reasonably practicable and in a manner that respects the privacy of all involved to the extent reasonably possible while ensuring a fair process.

Written Complaint

The investigator may request that the Complainant provide additional details in writing. This may include additional dates, times, people involved, names or details of Witnesses, the specific conduct of concern, any additional supporting documents or other evidence that was not included in the original complaint received.

Procedural Fairness

The investigation will be fair and impartial, with both the Complainant and the Respondent receiving equal treatment in the evaluation of the matter. The Respondent will be informed of the substance of the allegations against them and will have the opportunity to respond. Disclosure of the identity of the Complainant to the Respondent will generally be necessary in order to conduct a fair investigation.

Fact-Finding

The investigator will make findings of fact on the basis of the relevant evidence available, which may include separate interviews with the parties and Witnesses, and the collection and review of relevant documents and other evidence, such as electronic communications, written records, and any physical evidence.

Documentation

The investigator will maintain a written record of the investigation, including the details of the complaint, the interviews conducted, and any documents or other evidence reviewed.

Investigation Report

The investigator will prepare a written report of the investigation setting out the findings of fact with respect to the allegations of wrongdoing made in the complaint. The report will be provided to the Designated Officer or Alternate Officer, as applicable, who will maintain the confidentiality of the complaint and disclose it, or information from it, only as reasonably necessary to determine the outcome and implement appropriate next steps. The final report will also be shared with the Chief Executive Officer, unless a conflict of interest exists.

Conclusion and Notification

When the investigation is complete, the Complainant raising the complaint and the Respondent who is the subject of the complaint will be informed of whether the allegations of wrongdoing have been substantiated by the investigator.

Witnesses generally will not be made aware of these outcomes for confidentiality reasons, except in rare circumstances, as recommended by the investigator and as determined by the Designated Officer or Alternate Officer, as applicable. Where appropriate and where no conflict of interest exists, the relevant Leader(s) of the Complainant and Respondent will be informed of these outcomes.

PROTECTION FROM REPRISAL

The Organization will not tolerate any form of retaliation against those who exercise their rights under this Policy in good faith. This includes anyone who submits a complaint of wrongdoing, participates in the process outlined in this Policy, or supports individuals engaging in this Policy.

Individuals found to have engaged in retaliation prohibited by this section will be subject to corrective action or discipline, up to and including termination of employment or contract with the Organization.

FALSE OR MALICIOUS REPORTING

The Organization takes its commitment to a respectful workplace seriously. It is not acceptable to engage this Policy falsely, frivolously, or maliciously. Individuals who, in bad faith or for an improper purpose, submit a complaint of wrongdoing under this Policy will be subject to corrective action or discipline, up to and including termination of employment or termination of contract with the Organization. For clarity, a complaint that is made in good faith but is not ultimately substantiated is not considered a bad faith complaint.

RECORDKEEPING & ANALYTICS

The Organization will maintain accurate records of all complaints of wrongdoing received through the external channel in alignment with the *Human Resources Document Retention Policy*. This , includes any documented records of investigations The Organization will track metrics related to the usage of the external channel including volume and types of complaints submitted as well as length of time to complete any required investigations.

RELATED POLICIES

The Organization's employee policies are available on the [MyPolicies](#) SharePoint page and on the Intranet's [Employee Policies](#) page. Policies that may offer specific relevance to this Policy include:

- Respectful Workplace Policy
- Employee Code of Conduct
- Workplace Violence Prevention Policy
- Acceptable Technology and Information Use Policy
- Board Member Code of Conduct

POLICY REVIEW

The Policy will be reviewed annually by the Human Resources Oversight Sub-committee with support from Human Resources senior staff. Revisions to the Policy require Board approval.

Last Revision Date	Approved By



POLICY	Whistleblower Policy
NUMBER OF POLICY	xxx
DATE OF POLICY	November 1, 2026
APPROVED BY	Board

POLICY STATEMENT

Engineers and Geoscientists BC (the "Organization") is committed to maintaining a workplace where employees and Board members are empowered to raise concerns, in good faith, about potential wrongdoing without fear of retaliation.

PURPOSE

The purpose of this Whistleblower Policy (the "Policy") is to provide a safe, secure, anonymous, and confidential option for submitting a complaint of wrongdoing at the Organization, through an external channel, when existing internal channels for submitting complaints of wrongdoing are perceived as unsafe, inappropriate or may have proven ineffective.

APPLICATION & SCOPE

The Policy is applicable to the Organization's current:

- Employees including full-time, part-time, permanent, and contract employees
- Board members

This Policy is not applicable to:

- Temporary agency workers
- Independent contractors
- Volunteers and registrants who are not Board Members
- Members of the public

This Policy is not intended to:

- Replace existing policies and procedures related to submitting complaints
- Be used to challenge governance, strategic or operational decisions made by the Organization or the Board that do not meet the definition of wrongdoing as defined in the Policy.

POLICY NUMBER X.X | NOVEMBER 1, 2026

DEFINITIONS

The following definitions support the content of the Policy.

Wrongdoing

For the purposes of this Policy and usage of the external reporting channel, *wrongdoing* is defined as:

- A serious act or failure to act that, if proven, is a crime. This may include but is not limited to acts of fraud, theft, corruption, and bribery.
- An act or failure to act that creates
 - a substantial and specific danger to life, the health and/or safety of people, or
 - damage or threat to property or the environment,
- An act or failure to act, that results in risk of significant loss to the organization. This may include but is not limited to loss of public trust, significant reputational damage, or significant financial loss including serious misuse of funds.
- Widespread and/or unresolved governance or operational failures or systemic mismanagement
- Gross misconduct including significant breaches of established standards of conduct
- Persistent and damaging behaviour with widespread impact
- Directing or counselling a person to commit any of the above

Designated Officer / Alternate Officer

For the purpose of this Policy, a Designated Officer is the person(s) appointed to receive complaints of wrongdoing submitted through the external reporting channel to the Organization. When the Designated Officer is, or may reasonably be perceived to be, in a conflict of interest or is otherwise unavailable, the Alternate Officer(s) will receive the complaints on behalf of the Organization.

Complainant

The individual who has made a complaint of wrongdoing through the designated external reporting channel established under this Policy.

Respondent

The individual who the Complainant alleges to have committed the wrongdoing.

Witness

An individual who may have evidence with respect to the complaint made under this Policy or who may have evidence with respect to what is being alleged by the Complainant, by the Respondent, or by another Witness.

Anonymous

An individual's identity is completely unknown and unrecorded. It cannot be linked back to the specific individual who made the complaint.

Confidential / Confidentiality

The act of keeping Confidential Information protected from unauthorized access, use, or disclosure.

Confidential Information

Information that is handled under this Policy that is not generally known by the public or is not generally available to the public. Confidential Information can include the name of the Complainant, the name of the Respondent, the name of a Witness, and the facts or substance of a complaint made under this Policy.

Good Faith

Submitting a complaint of wrongdoing honestly and with reasonable belief that the information reported is true and that a concern or potential wrongdoing exists.

Non-compliance

Acting in a way that is not in alignment with the Organization's policies, procedures, or the law.

Retaliation

Any adverse action or threat taken against an individual for reporting a concern or participating in an investigation in good faith.

REPORTING WRONGDOING

Internal vs external reporting channels

While this Policy focuses on providing access to an external reporting channel for reporting wrongdoing as defined in this Policy, existing internal channels remain effective pathways for voicing concerns in many circumstances.

Using Internal Reporting Channels

Employees and Board Members are reminded of and encouraged to raise important concerns of limited scale and scope through the Organization's established internal reporting channels, when appropriate. Examples of when to report concerns through internal channels include, but are not limited to, general concerns about your leader, interpersonal conflict with a colleague, isolated concerns of possible bullying or harassment, and policy breaches limited in scale and scope.

Internal reporting channels for employees include reporting concerns directly to your leader or to a member of the Human Resources team and for Board members reporting concerns to the Board Chair or Vice Chair. These internal channels often allow concerns to be addressed promptly, efficiently, and facilitate direct communication. The Organization's *Code of Conduct for Board Members*, the *Employee Code of Conduct*, the *Respectful Workplace Policy*, and the *Workplace Violence Prevention Policy* include detailed internal reporting pathways for non-compliance.

For employees, the *Respectful Workplace Policy* provides a detailed *Resolution Framework* that considers both formal and informal resolution processes. Informal resolution processes are grounded in personal accountability and direct conversations whereas more formal resolution processes may include mediated discussions or investigations. Employees are encouraged to

review the *Respectful Workplace Policy* including the *Resolution Framework* when faced with conflicts in the workplace that require resolution.

Employees and Board Members are also encouraged to review any policies related to their specific concerns of wrongdoing prior to submitting a complaint to ensure the Organization's guidance related to the concern is understood and pathways for reporting are known. The Organization's employee policies are available in [MyPolicies](#) and on the Intranet's [Employee Policies](#) page. Board policies are available in [Aprio](#).

Using the External Reporting Channel

The Organization recognizes that there may be circumstances where wrongdoing, as defined in this Policy, has occurred, or where internal reporting channels may be perceived as unsafe, inappropriate, or did not address a serious concern in alignment with the Organization's policies. For those circumstances, this Policy provides alternate access to a confidential and anonymous external reporting channel.

Examples of when submitting a complaint of wrongdoing through the external reporting channel would be appropriate include, but are not limited to:

- The complaint meets the definition of wrongdoing, as defined in this Policy.
- There is a reasonable belief that reporting through an internal channel will result in retaliation and the retaliation can be effectively avoided or addressed through an anonymous complaint.
- A serious or widespread concern already raised through appropriate internal channels was not addressed in alignment with Organizational policies.
- When conflicts of interest exist because individuals involved in or connected to the alleged wrongdoing are unable to be excluded from available internal reporting processes.

External Channel: *ConfidenceLine*

The Organization has contracted with the whistleblower hotline services of Xpera HR Services to provide an external reporting channel. Their reporting service is called *ConfidenceLine*.

ConfidenceLine offers Complainants (the individual submitting a complaint) a confidential and anonymous reporting channel via phone or web. The Complainant is not required to provide their name or any personally identifiable information when they submit their complaint. Instead, a unique identifier is assigned to each complaint submission, allowing the Complainant to follow up on the status of their complaint and communicate through this confidential and anonymous channel.

External Reporting Process

To submit a complaint through *ConfidenceLine*, the following options are available:

1-800 Call Centre Service

The *ConfidenceLine* call centre provides intake coverage 24 hours a day, 7 days a week, 365 days a year. Calls are recorded for accuracy purposes, but the recording is stored and accessed by *ConfidenceLine* only.

Call centre complaints are assigned a file number that is provided to the Complainant so that subsequent calls can be made to *ConfidenceLine* for status updates and/or to continue communication anonymously.

E-Web Reporting (Online Electronic Reporting)

ConfidenceLine also offers a secure online reporting process that allows Complainants to anonymously submit complaints. Complainants are assigned a username and create a password that permits them to log on, check status and further communicate anonymously on the file.

To ensure data integrity, *ConfidenceLine* will not edit, remove, redact information that has been provided and confirmed by the Complainant in their complaint. Therefore, Complainants are advised to avoid including self-identifiers when reporting should they wish to remain anonymous.

Commented [K01]: Please see note on page 2 in Board Memo regarding this tracked change section.

Intake Process

Once a complaint is submitted to *ConfidenceLine*, the Complainant can expect the following intake process:

- **Step 1:** *ConfidenceLine* will review all information, and consider any potential conflicts of interest, and remove any identifiers that may jeopardize anonymity prior to releasing the complaint to the Designated Officer or Alternate Officer.
- **Step 2:** *ConfidenceLine* releases the complaint through an encrypted web application to the Designated or Alternate Officer.
- **Step 3:** The Designated or Alternate Officer reviews the report, completes their assessment, and determines appropriate next steps.

Confidence Line contact information:

- By phone: 1-800-661-9675
- By E-web: egbc.confidenceline.com

The 1-800 call centre number and link to the E-Web reporting is also found on posters posted onsite at the Organization's offices and on the [Human Resources Intranet under Employee Resources](#).

RESPONSIBILITIES

Employees and Board Members

Under this Policy, employees and Board Members are responsible for:

- Acting honestly, ethically, and in compliance with applicable laws, regulations, and Organizational policies, including this Policy.
- Promptly reporting, in good faith, any actual or suspected wrongdoings that fall within the scope of the Policy.
- Refraining from retaliation against any individual who makes a complaint of wrongdoing or participates in an investigation
- Not knowingly making false, malicious or misleading complaints of wrongdoing
- Using this Policy for its intended purposes

Designated and Alternate Officers

Under this Policy and in addition to their responsibilities confirmed above as employees or Board members, Designated Officers and Alternate Officers are also responsible for:

- Receiving, assessing, and determining the resolution process for complaints submitted through the external reporting channel in alignment with the Policy
- Ensuring complaints of wrongdoing are handled promptly, fairly, impartially, and confidentially in alignment with the Policy.
- Maintaining records of complaints of wrongdoing and any further documentation in alignment with this Policy

CONFIDENTIALITY AND ANONYMITY

While the external reporting channel provides an anonymous reporting option, if a complaint warrants an investigation, Complainants should be mindful of the limitations to confidentiality in investigations should the Complainant decide to identify themselves during the complaint process.

While not all complaints will warrant an investigation, during investigations, complete confidentiality cannot always be maintained or guaranteed. Procedural fairness in an investigation requires that a Respondent has the opportunity to know the allegations made against them and the opportunity to respond to those allegations. With that in mind, procedural fairness may require that the Respondent be told the name of the Complainant to be able to respond.

While the Complainant retains the ability to maintain anonymity through the external channel, maintaining anonymity during the complaint process may limit the extent to which an investigation can successfully occur.

RECEIVING & ASSESSING COMPLAINTS

Designated Officers and Alternate Officers

The Organization has appointed the Chief Financial Administration Officer (the CFAO) and the Director, Human Resources and Facilities (the "DHRF") as the Designated Officers to receive complaints from the external reporting channel. The Organization has appointed the Chief Executive Officer ("CEO"), the Chair of the Governance Subcommittee, and the Board Chair as Alternate Officers.

To ensure any conflict of interest is avoided, the role of Board Vice Chair has specifically been excluded as an Alternate Officer due to the close working relationship with the Board Chair. If the Chair of the Governance Subcommittee is also the Board Vice Chair, the Chair of the Finance Audit Risk Subcommittee will be an Alternate Officer instead of the Chair of the Governance Subcommittee.

Complaints will be directed to a specific Alternate Officer by the external reporting channel when required to avoid any conflict of interest based on the details of the complaint. For clarity, the following scenarios are when Alternate Officers will receive and assess complaints rather than Designated Officers:

- If individuals within the Designated Officer's department(s), or they themselves, are reported as involved in the wrongdoing complained of under this Policy, the complaint will be received and assessed by the CEO, as the Alternate Officer.
- If a Board Member who is not the Board Chair, the CEO, and/or a member of the Executive Team are reported as involved in wrongdoing complained of under this Policy, the complaint will be received and assessed by the Board Chair as an Alternate Officer.
- If a Board Chair is reported as involved in wrongdoing complained of under this Policy, the complaint will be received and assessed by the Chair of the Governance Subcommittee as an Alternate Officer.
- If a Board Chair is reported as involved in wrongdoing complained of under this Policy and the role of Board Vice Chair and Chair of the Governance Subcommittee are held by the same individual, the complaint will be received and assessed by the Chair of the Finance Audit Risk Subcommittee as an Alternate Officer.

Reporting pathways to Alternate Officers are created to ensure conflicts of interest are avoided, and all complaints are handled with the utmost care.

Unless a conflict of interest exists, complaints will be provided to both Designated Officers by the external reporting channel simultaneously through the external providers automated system. The DHRF will have primary responsibility for completing the complaint assessment, if available. If the DHRF is unavailable, the CFAO will be responsible for completing the assessment. Designated Officers will ensure each other is informed of their respective availability to avoid delays in completing an assessment. Designated Officers may confer with each other regarding an assessment, as appropriate.

The CEO will provide a high-level summary of complaints received from the external reporting channel to the Human Resources Oversight subcommittee at each of their regular meetings to confirm the general topic and status of complaints received.

If the CEO determines any complaints are of significant risk to the organization and warrant more urgent awareness by the Board, the CEO will first inform the Board Chair of the complaint and then inform the Human Resources Oversight Subcommittee Chair and the Finance Audit Risk Subcommittee Chair to collectively make a determination if and when the Board should be further notified.

Initial Assessment Process

Upon receipt of a complaint from *ConfidenceLine*, the Designated Officer (or Alternate Officer, as required) will conduct an initial assessment to determine the appropriate next steps. While complaints requiring a more urgent response may be assessed sooner, all assessments will be completed within 10 business days of receipt of the complaint. The initial assessment is outlined below.

Complaint acknowledgement – the Designated Officer will:

- Acknowledge receipt through the *ConfidenceLine* portal upon receiving a complaint
- Review all relevant information and supporting documentation in preparation to complete the assessment

Scope assessment - the Designated Officer determines:

- If the complaint falls within the scope of this Policy
- The area of suspected wrongdoing the allegation relates to
- If there is another internal policy, process or department better suited to address the complaint of wrongdoing

Complaint review - the Designated Officer assesses:

- If sufficient information has been provided to understand the allegation
- Whether additional information is required from the Complainant or other sources.
- Whether the wrongdoing reported has been previously reported on or investigated

Risk assessment - the Designated Officer evaluates:

- The level and responsibilities of the person(s) named in the complaint in relation to possible organizational risk (i.e., leaders may have a higher duty of care required in their role than others).
- The severity and potential impact of alleged wrongdoing including any potential legal, regulatory, financial, operational, reputation or internal or external safety risks that may exist
- Any actual or perceived conflicts of interest among people who may be involved in handling the complaint
- The level of urgency in responding to the complaint and if emergency escalation is required.

Decision on next steps - the Designated Officer may (not an exhaustive list):

- Determine if the complaint is clearly outside the scope of this Policy and should be closed
- Determine if the complaint should be referred to another internal function (i.e. internal complaint process, Human Resources, Ethics and Compliance, mediated discussion, etc.)
- Initiate a formal investigation, as appropriate

- Inform or escalate the complaint to a senior member of the Organization (i.e. the CEO, the Board), as appropriate
- Make a referral to external authorities (i.e. law enforcement), as appropriate

The Designated Officer will document the initial assessment process and their selected course of action. Records will be maintained in alignment with this Policy.

INVESTIGATIONS

When the Designated Officer (or Alternate Officer, as applicable) determines an investigation is required, the following will apply.

CEO Awareness

The Designated Officer informs the CEO that an investigation will take place, unless the CEO is in a conflict of interest.

Assigning an Investigator

If an investigation is deemed necessary following the Designated Officer's initial assessment of the complaint, the Designated Officer will assign the complaint to an appropriately qualified and impartial investigator. This investigator may be an internal resource of the Organization or an external party, depending on the nature of the complaint, its complexity, or any potential conflict of interest associated with it.

Investigation Process

The investigation into the complaint will take place as soon as reasonably practicable and in a manner that respects the privacy of all involved to the extent reasonably possible while ensuring a fair process.

Written Complaint

The investigator may request that the Complainant provide additional details in writing. This may include additional dates, times, people involved, names or details of Witnesses, the specific conduct of concern, any additional supporting documents or other evidence that was not included in the original complaint received.

Procedural Fairness

The investigation will be fair and impartial, with both the Complainant and the Respondent receiving equal treatment in the evaluation of the matter. The Respondent will be informed of the substance of the allegations against them and will have the opportunity to respond. Disclosure of the identity of the Complainant to the Respondent will generally be necessary in order to conduct a fair investigation.

Fact-Finding

The investigator will make findings of fact on the basis of the relevant evidence available, which may include separate interviews with the parties and Witnesses, and the collection and review of relevant documents and other evidence, such as electronic communications, written records, and any physical evidence.

Documentation

The investigator will maintain a written record of the investigation, including the details of the complaint, the interviews conducted, and any documents or other evidence reviewed.

Investigation Report

The investigator will prepare a written report of the investigation setting out the findings of fact with respect to the allegations of wrongdoing made in the complaint. The report will be provided to the Designated Officer or Alternate Officer, as applicable, who will maintain the confidentiality of the complaint and disclose it, or information from it, only as reasonably necessary to determine the outcome and implement appropriate next steps. The final report will also be shared with the Chief Executive Officer, unless a conflict of interest exists.

Conclusion and Notification

When the investigation is complete, the Complainant raising the complaint and the Respondent who is the subject of the complaint will be informed of whether the allegations of wrongdoing have been substantiated by the investigator.

Witnesses generally will not be made aware of these outcomes for confidentiality reasons, except in rare circumstances, as recommended by the investigator and as determined by the Designated Officer or Alternate Officer, as applicable. Where appropriate and where no conflict of interest exists, the relevant Leader(s) of the Complainant and Respondent will be informed of these outcomes.

PROTECTION FROM REPRISAL

The Organization will not tolerate any form of retaliation against those who exercise their rights under this Policy in good faith. This includes anyone who submits a complaint of wrongdoing, participates in the process outlined in this Policy, or supports individuals engaging in this Policy.

Individuals found to have engaged in retaliation prohibited by this section will be subject to corrective action or discipline, up to and including termination of employment or contract with the Organization.

FALSE OR MALICIOUS REPORTING

The Organization takes its commitment to a respectful workplace seriously. It is not acceptable to engage this Policy falsely, frivolously, or maliciously. Individuals who, in bad faith or for an improper purpose, submit a complaint of wrongdoing under this Policy will be subject to corrective action or discipline, up to and including termination of employment or termination of contract with the Organization. For clarity, a complaint that is made in good faith but is not ultimately substantiated is not considered a bad faith complaint.

RECORDKEEPING & ANALYTICS

The Organization will maintain accurate records of all complaints of wrongdoing received through the external channel in alignment with the *Human Resources Document Retention Policy*. This , includes any documented records of investigations The Organization will track metrics related to the usage of the external channel including volume and types of complaints submitted as well as length of time to complete any required investigations.

RELATED POLICIES

The Organization's employee policies are available on the [MyPolicies](#) SharePoint page and on the Intranet's [Employee Policies](#) page. Policies that may offer specific relevance to this Policy include:

- Respectful Workplace Policy
- Employee Code of Conduct
- Workplace Violence Prevention Policy
- Acceptable Technology and Information Use Policy
- Board Member Code of Conduct

POLICY REVIEW

The Policy will be reviewed annually by the Human Resources Oversight Sub-committee with support from Human Resources senior staff. Revisions to the Policy require Board approval.

Last Revision Date	Approved By

DATE	September 18, 2026
REPORT TO	Board for Information
FROM	Alison Dantas, Chief Operating Officer
SUBJECT	Strategic Plan – Year 5 Update
LINKAGE TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation.

Purpose	To update the Board on the status of Year 5 strategic projects.
Motion	For information only.

BACKGROUND

Engineers and Geoscientists BC’s 2022-2027 Strategic Plan provides direction and focus to the organization’s decisions and activities. At the upcoming Board meeting, we will update you on the strategic plan status.

This report continues to use the established templates for strategic plan reporting to help ensure that strategy is top of mind at each meeting. The report follows the established cadence for strategic plan reporting, a high-level summary of which is retained from the prior reports on Page 5.

PROJECT SUMMARY

We are currently operating in Year 5 of our five-year Strategic Plan. Over the next few pages (3-5), you will find the following information:

- **Dashboard:** quick comparative view of all projects.
- **Project Recovery Summary:** additional information for projects reporting a “yellow” or “red” status level.

Since the last report, important progress has continued to be made on the organization’s strategic projects.

- **Digital Migration**
The project completed in June, marking closure of that long-running effort.

- **Volunteer Pathways Projects**

The two Volunteer-related projects suffered from a significant setback as the key resource for both projects was unavailable while on a significant leave of absence. This resource has now returned, and these projects are positioned to resume progress very soon.

- **Building Public Trust**

After the completion of the Building Public Trust media campaign, staff continues to analyze the results of that campaign and will use those results to guide the contents of the public engagement strategy that the project will deliver.

- **The Firm Sustainability Program Pilot**

The framework for the pilot program is complete, and this project is now developing program materials that will be used by the firms that will participate in the pilot program.

- **Organizational Approach to Continuous Improvement**

An initiative to develop a continuous improvement approach for the organization has started, and a draft framework is being reviewed.

- **Emerging Areas of Practice**

The project has completed a SWOT analysis regarding emerging practice areas, and further recommendations are being developed.

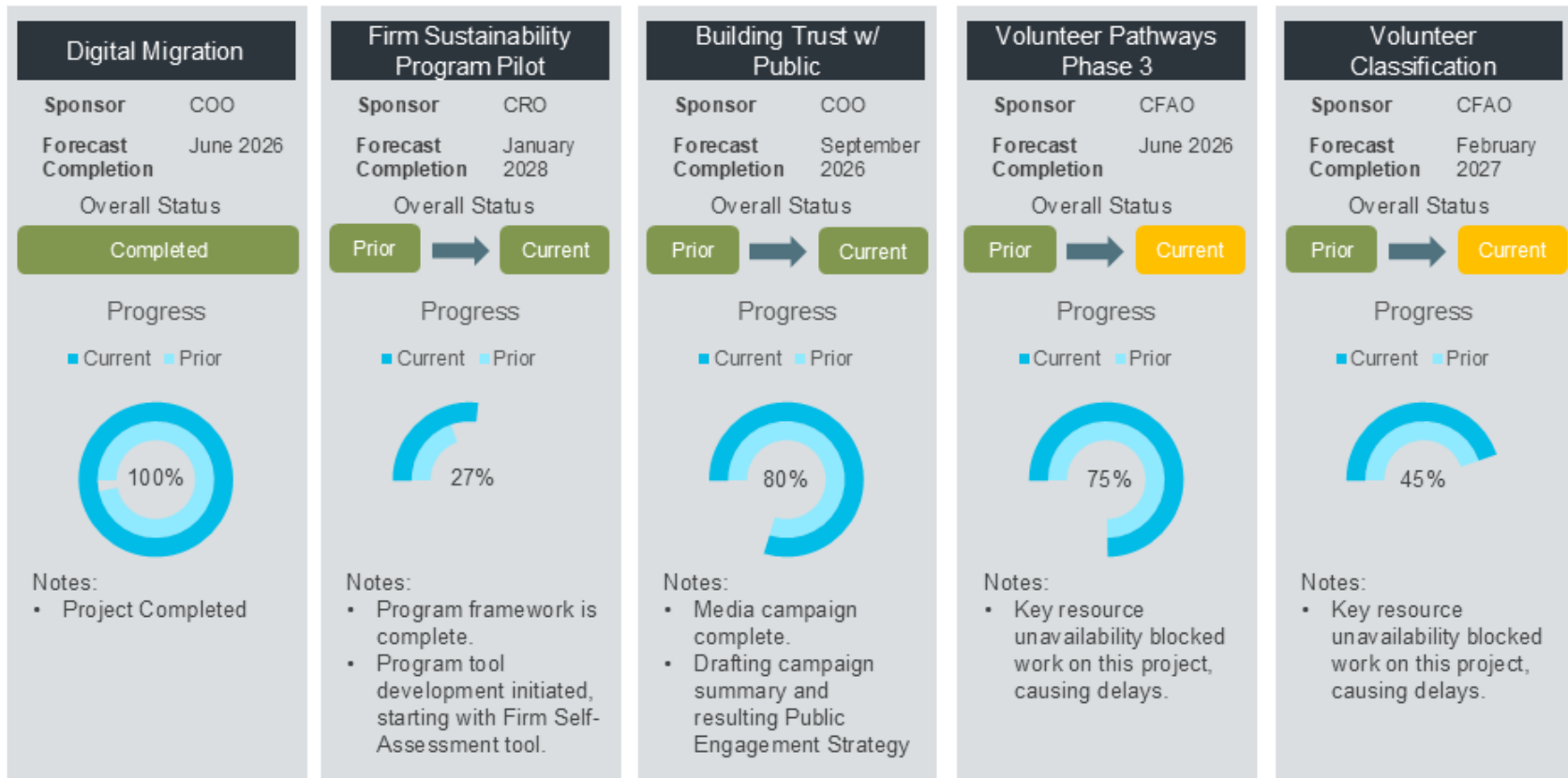
In the first two months of this fiscal year, work has also progressed on defining the scope and attributes of projects that will start in this fiscal year:

1. Long term Future Space Needs is finalizing its charter and expects to start work in September.
2. Digital Classification expects to commence in October.

PROJECT PORTFOLIO DASHBOARD

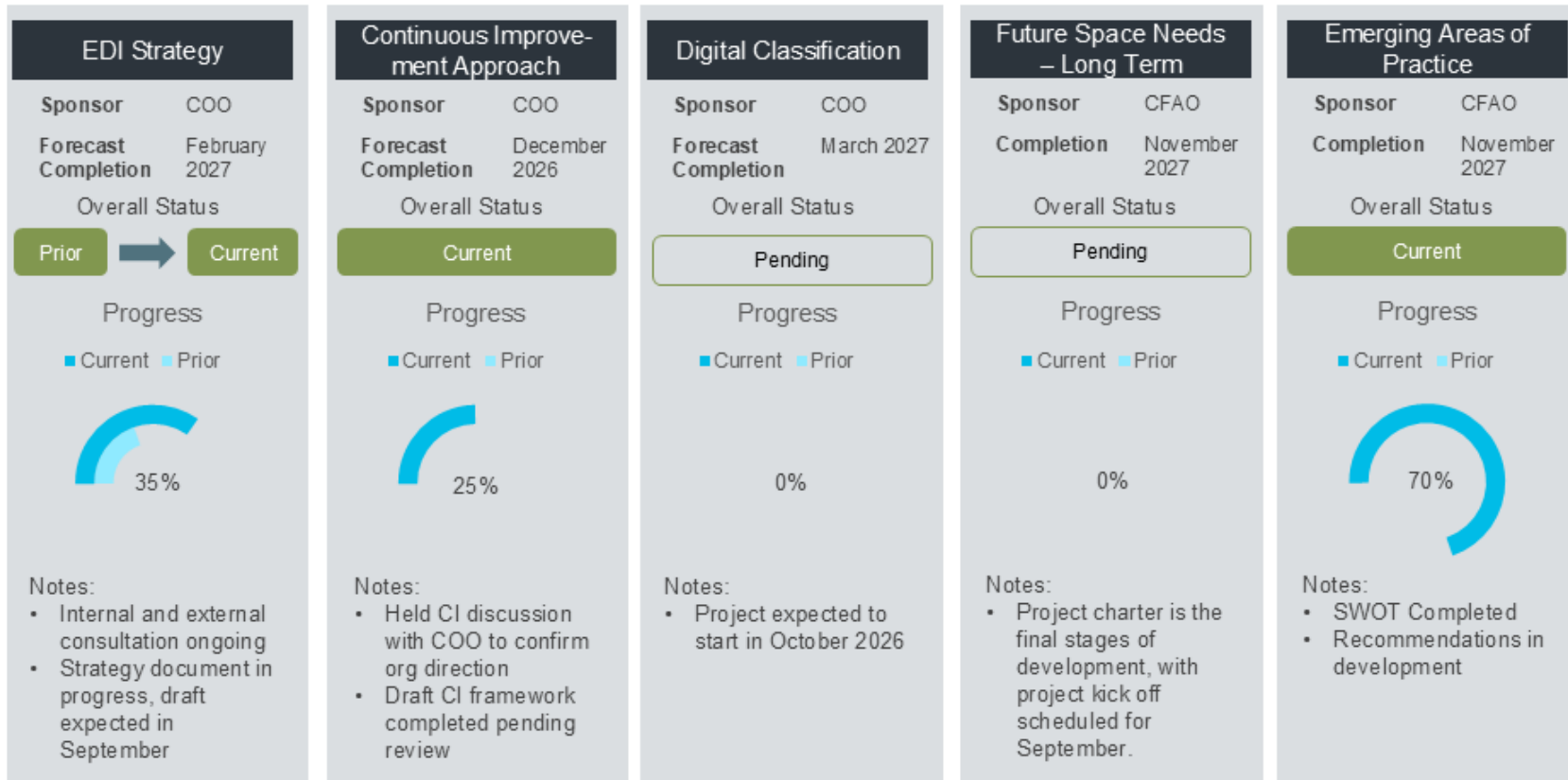
Reporting as of: **Sept 1, 2026**
 Prior reporting as of: **May 29, 2026**

Status Legend
 On Track
 Notable Concerns
 Critical Concerns



Reporting as of: **Sept 1, 2026**
 Prior reporting as of: **May 29, 2026**

Status Legend
On Track
Notable Concerns
Critical Concerns



PROJECT RECOVERY SUMMARIES

Volunteer Classification & Phase 3 projects		Project recovery status as of 14 August		
	Overall	Budget	Schedule	Resources
Status	Notable Concerns	On Track	On Track	Notable Concerns
Risks				
Risk	Severity	Description	Mitigation Approach	
None				
Issues				
Issue	Severity	Description	Resolution Approach	
Key Resource Leave of Absence	Medium	The project manager/lead, was on an extended leave of absence, and during that period progress on both of these projects was severely impeded due to reliance on her skills, knowledge, and capacity.	Lead has recently returned to work and is getting back up to speed on the project and the remaining work. In the coming weeks, plans to re-baseline both projects will be executed, and it is expected that a 3 month delay will be the impact of this leave.	

APPENDIX A - Strategic Plan Updates

APPENDIX B – Project Outlines

APPENDIX C – Strategic Plan Progress Summary

STRATEGIC PLAN UPDATES

The following table outlines the cadence of strategic plan reports and updates the board will receive.

	September	November	February	April	June
Dashboard Provides a quick comparative view of all projects through a “traffic light” style status update and percent complete style indicators.	✓	✓	✓	✓	✓
Recovery Summaries Provides additional information for projects that reports a “yellow” or “red” status level. Provides a description of risks and/or issues and mitigation strategies currently affecting the project.	As required	As required	As required	As required	As required
Project Outlines Provides a high-level written description of each project at the beginning and midpoint of the Board term.	✓		✓		
Strategic Plan Status Provides an overview of the progress made by project against the objectives and success outcomes of the strategic plan.	✓		✓		



3.5 - APPENDIX B

PROJECT OUTLINES

The following tables provide a high-level description of each current project. These descriptions are updated semi-annually, with the prior update being provided in February 2026.

Firm Sustainability Program Pilot

Exec Sponsor: Jason Ong
Project Leaders: Virginie Brunetaud
Project Manager: Lindsay Steele

Pillar	Trusted Partnerships	People and Culture	Process	Social Responsibility			
Strategic Initiative	Pilot new strategies that progress our commitment to social responsibility and measure their effectiveness.						
Expected Completion Date:		January 2028					
Current FY Project Activities			Q1	Q2	Q3	Q4	Deliverables
Develop program content							Program framework
Develop and/or identify program resources							Various guides and tools
Communicate voluntary pilot program							Emails, eNews articles, and website updates
Pilot Program Launch							20 firms enrolled in program
Pilot Program Operation							
Year End Goal(s):	By end of FY27, the pilot program should have been operating for several months, gathering data on its effectiveness.						
What's next?	Continue pilot operation of the program for a full year, followed by assessment of its success.						
Risks	1. If the budget for the pilot campaign is found to be insufficient, then the learnings of the project may be less reliable than desired. 2. The pilot campaign itself may cause little change to public awareness, due to its short duration.						

Building Trust with the Public

Exec Sponsor: Alison Dantas
Project Leaders: Megan Archibald, David Pinton, MC Kelly
Project Manager: MC Kelly

Pillar	Trusted Partnerships	People and Culture	Process	Social Responsibility	
Strategic Initiative	Clarify our organization's role through clear communication that builds confidence and trust with our registrants and the public.				
Expected Completion Date:	September 2026				
Current FY Project Activities	Q1	Q2	Q3	Q4	Deliverables
Development and delivery of Public Engagement Strategy					Board presentation and strategy approval
Year End Goal(s):	In Q1 of FY27, we will deliver our Public Engagement Strategy, including recommendations that outline the proposed approach for ongoing public awareness engagement.				
What's next?	Operationalizing the learnings from this initiative into an expanded public awareness campaign with a regular cadence.				
Risks	3. If the budget for the pilot campaign is found to be insufficient, then the learnings of the project may be less reliable than desired. 4. The pilot campaign itself may cause little change to public awareness, due to its short duration.				

Volunteer Classification

Exec Sponsor: Jennifer Cho

Project Leaders: Kevin O'Connell, Apsara Telwatte

Project Manager: Christine Houssaini

Pillar	Trusted Partnerships	People and Culture	Process	Social Responsibility	
Strategic Initiative	Establish a comprehensive program that ensures our volunteer network is supported, engaged, and sustainable.				
Expected Completion Date:	Q2 FY27				
Current FY Project Activities	Q1	Q2	Q3	Q4	Deliverables
Review of existing volunteer roles to determine their scope, time commitment, and decision-making authorities.					Consolidated current state role inventory
Development of a volunteer role classification framework					Volunteer role classification framework
Development of a volunteer role value and impact assessment for current roles.					Volunteer role function, authority, and remuneration current state assessment.
Year End Goal(s):	Complete a phased, two-wave collection of volunteer role information. Develop a consolidated current-state inventory of volunteer remuneration. Prepare input to support classification framework development.				
What's next?	Develop the volunteer classification framework for review and refinement				
Risks	1. If there is not sufficient data readily available regarding current volunteer roles, the review stage of this process will likely need to be extended 2. If current volunteer support staff are not readily available to support these activities where required, these activities may take longer than expected and/or deliver degraded results. 3. If this project uncovers outdated, inconsistent, or incomplete volunteer role documentation or de facto arrangements, then such items may need to be resolved before further planned work can continue.				

Note: Per the recovery summary in the pages above, this project is pending a rebaseline. The activities are expected to be delayed approximately 3 months

Volunteer Program – Phase 3

Exec Sponsor: Jennifer Cho

Project Leaders: Kevin O'Connell, Apsara Telwatte

Project Manager: Christine Houssaini

Pillar	Trusted Partnerships	People and Culture	Process	Social Responsibility	
Strategic Initiative	Establish a comprehensive program that ensures our volunteer network is supported, engaged, and sustainable.				
Expected Completion Date:	June 2026				
Current FY Project Activities	Q1	Q2	Q3	Q4	Deliverables
Update privacy language across volunteer applications					Privacy updates implemented
Review and assess volunteer intake workflows					Workflow analysis completed
Pilot a centralized volunteer application tool (JazzHR)					Pilot evaluation
Assess accuracy of active vs. inactive volunteer status					Data assessment
Develop future-state recommendations for volunteer applicant tracking.					Recommendations report
Year End Goal(s):	Validate a modernized, centralized volunteer application process through a pilot. Improved confidence in volunteer data (active vs. inactive status). Deliver clear, actionable, recommendations to support implementation and scaling in FY27. Reduce administrative risk and improve transparency in volunteer recruitment.				
What's next?	Continuing to implement the recommendations outlined in the Volunteer Pathways Report.				
Risks	1. If data inconsistencies are identified during assessment, then additional work will be required to investigate and/or resolve these inconsistencies.				

EDI Strategy

Exec Sponsor: Alison Dantas

Project Leaders: Ailene Lim

Project Manager: Sneha Satheendran

Pillar	Trusted Partnerships	People and Culture	Process				Social Responsibility
Strategic Initiative	Develop a clear strategy that details the action we will take, both internally and externally, to address EDI, reconciliation with Indigenous peoples, and climate change.						
Expected Completion Date:		February 2027					
Current FY Project Activities			Q1	Q2	Q3	Q4	Deliverables
Draft Equity, Diversity, and Inclusion strategy						Strategy document (FY27)	
Year End Goal(s):	Delivery of the EDI strategy to the organization.						
What's next?	Present strategy to Board for information and approval. Operationalizing the developed strategy, starting with an EDI pilot initiative.						
Risks	1. Resource constraints and/or other emerging priorities could delay other otherwise impact the delivery of this strategy.						

Continuous Improvement Approach

Exec Sponsor: Alison Dantas
Project Leaders: Vanessa Simpson
Project Manager: Peter Do

Pillar	Trusted Partnerships	People and Culture	Process				Social Responsibility
Strategic Initiative	Instill a philosophy of continuous process improvement that creates a mature and future-focused organization						
Expected Completion Date:		December 2026					
Current FY Project Activities			Q1	Q2	Q3	Q4	Deliverables
Confirm high-level interest, scope, schedule for a Continuous Improvement approach							Obtain sponsorship commitment
Articulate approach within a Continuous Improvement Framework							Continuous Improvement Framework
Validate framework against the needs of the organization							Continuous Improvement Framework
Year End Goal(s):	Complete a Continuous Improvement Framework and assess its suitability and feasibility						
What's next?	Position Continuous Improvement for implementation in the next Strategic Plan. Validate the framework. Define governance and ownership. Assess organizational readiness. Develop the operating model.						
Risks	1. Early stages of initializing. Risks not yet analyzed.						

Digital Classification

Exec Sponsor: Alison Dantas
Project Leaders: Jan Peek, Hannha Hirsch
Project Manager: Hannah Hirsch

Pillar	Trusted Partnerships	People and Culture	Process				Social Responsibility
Strategic Initiative	Strengthen our data governance to deliver an improved framework for data management, integrity, and protection.						
Expected Completion Date:	March 2027						
Current FY Project Activities		Q1	Q2	Q3	Q4	Deliverables	
Create classification definitions						Classification definitions and labels	
Define classification monitoring approach						Monitoring protocol	
Initiate classification use							
Provide training						Training materials	
Year End Goal(s):	This project will design, test, and deploy automatic classification labels and provide training to all staff on how to use labels in SharePoint.						
What's next?	After completion of this project, the organization will select the next item to be developed as part of Data Governance, likely an organizational Metadata approach.						
Risks	2. TBD.						

Long Term Future Space Needs

Exec Sponsor: Jennifer Cho
Project Leaders: Kevin O'Connell
Project Manager: TBD

Pillar	Trusted Partnerships	People and Culture	Process	Social Responsibility	
Strategic Initiative	Modernize our virtual and physical work environment to build strong employee engagement.				
Expected Completion Date:	September 2027				
Current FY Project Activities	Q1	Q2	Q3	Q4	Deliverables
Review and update existing space planning reports.					Updated space planning reports Interim Board update
Assembly of options review panel					
Review of updated space options					Options evaluation assessment report
Transition plan assessment					
Develop final recommendations				Into Q1 FY28	Final Board Report Staff Communications
Year End Goal(s):	This project will update the organization's long-term facility options and will assess those options against evaluation criteria. The top options will be assessed for their transition planning impacts.				
What's next?	In early FY28, this project will determine its final recommendations for the Board, that intend to meet the organizations facility space needs for an extended time horizon.				
Risks	1. If re-establishing a Building Task Force ends up being a required part of this project, it would extend the project timeline 2. Having expert consultants and/or project partners be unavailable for involvement in the project per this schedule, which would extend the project.				

Emerging Areas of Practice

Exec Sponsor: Jason Ong

Project Leaders: Lindsay Steele, Amy Fehr

Project Manager: Stuart Nash

Pillar	Trusted Partnerships	People and Culture	Process	Social Responsibility		
Strategic Initiative	Establish an inclusive approach to regulation for new and emerging areas of practice of engineering and geoscience					
Expected Completion Date:		December 2026				
Current FY Project Activities		Q1	Q2	Q3	Q4	Deliverables
Perform SWOT analysis				SWOT Analysis		
Develop recommendations				Recommendations Implementation Plan		
Year End Goal(s):	This project will capture an evaluation of the organization’s status considering the environment of emerging areas of practice that surrounds it, and it will identify opportunities to increase the organization’s reach or effectiveness in such areas of practice.					
What’s next?	Based on the information generated by this project, future organizational decisions will select which aspects of the recommendations are implemented by the organization.					
Risks	1. If the implementation plan developed by this project is not well matched to future available resources, then it may not be feasible as originally design and may need to be reworked.					

Strategic Plan Progress Summary

Initiative	Success Outcomes	Status	Progress Summary Since Last Report
Trusted Partnerships Pillar			
Establishing Trust	☐ Registrant Trust -Strategies implemented and evaluated for effectiveness. ☐ Public Trust -Strategies implemented and evaluated for effectiveness	In progress	Registrant trust strategy implementation is continuing. Public Trust strategy pilot engagement via media campaign was completed. The remainder of the project, including the development of the public engagement strategy, is ongoing (see dashboard).
Emerging Practice Areas	☐ Implementation plan developed	In progress	Emerging areas of practice project has commenced and the SWOT analysis is completed (see dashboard).
OSPG Partnership	☒ Government Relations Strategy developed ☐ Strategy executing with metrics to assess progress	In progress	Completed the OSPG audit and addressed follow up questions.
Collaboration Hub	☐ Alignment with the Board and senior leadership on the vision for EGBC's Collaboration Hub	Deferred	

Initiative	Success Outcomes	Status	Progress Summary Since Last Report
PGA Regulators	☒ Government Relations Strategy developed ☒ Strategy executing with metrics to assess progress ☒ Effective collaborative initiatives undertaken	Complete	Implementation plan for the government relations plan is completed with clear actions and deliverables outlined. Joint response to the Standing Committee on Bill M216 with the PGA regulators was completed.
People and Culture Pillar			
Resource Alignment	☐ Implemented 27 activity transitions. ☐ Implementation plans for remaining 3 activities completed	In progress	19 of 30 transitions completed
Leadership Development	☒ Learning & Development Frameworks completed ☒ Replacement Planning Framework complete ☒ Implementation plans developed ☒ Key learning & development priorities achieved ☒ Key replacement planning priorities achieved	Complete	Our leadership development during this period included mandatory psychological safety training for all employees, a strategic thinking course for directors, and essential leadership training for people leaders.
Volunteer Pathways	☒ A strategy has been formulated. ☐ Foundational program established.	In progress	Volunteer Pathways phase 3 has continued execution (see dashboard). Volunteer Classification project also continues execution (see dashboard).
Work Environment	☒ Short-term plan complete ☐ The Board has approved the Long-Term Space Plan Recommendation.	In progress	Long-term space plan project planning has continued, and a project charter for this project is in its final stages of development

Initiative	Success Outcomes	Status	Progress Summary Since Last Report
Social Responsibility Pillar			
Role of EDI, Reconciliation Climate Change & Sustainability	☐ Role of regulator defined in framework document	In progress (CC: complete T&R: complete EDI: in progress)	Organizational T&R strategy is now complete. EDI strategy project is underway (see dashboard).
Strategies for EDI, Reconciliation & Climate Change Sustainability	☐ Strategies approved by the Board	In progress (CC: complete T&R: complete EDI: not started)	Organizational T&R strategy is now complete. EDI strategy project is underway (see dashboard).
Pilots for EDI, Reconciliation & Climate Change & Sustainability	☐ Pilots defined or implemented	In progress (CC: in progress T&R: not started EDI: not started)	Climate pilot project (Firm Sustainability Program Pilot) is underway and has completed the program framework design
Process Pillar			
PGA Integration	☒ Finalized all 11 components of the project	Completed	
Data Governance	☒ Achieved full digital migration. ☐ Achieved data classification. ☐ Defined metadata standards ☐ Improve enterprise data maturity level from 2 to 4 (stretch goal)	In progress	Digital Migration is now complete Digital classification is nearing completion of the project charter.
Business Systems	☐ Conducted a high-level audit	Deferred	

Initiative	Success Outcomes	Status	Progress Summary Since Last Report
Continuous Improvement	☐ Documented agreement and alignment on the concept / approach for introducing a continuous improvement framework into the organization.	In progress	Initial development of a continuous improvement approach for the organization is underway.

OPEN SESSION

ITEM 3.6

DATE	September 18, 2026
REPORT TO	Board for Discussion
FROM	Alison Dantas, Chief Operating Officer Vanessa Simpson, Associate Director, Strategy & Business Planning
SUBJECT	Key Performance Indicator (KPI) Report
LINKAGE TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation.

Purpose	To update the Board on Engineers and Geoscientists BC's KPI outcomes
Motion	No motion – for discussion

EXECUTIVE SUMMARY

This is the sixth report to comment on the organization's performance outcomes following the implementation of the current strategic plan. While Engineers and Geoscientists BC continues to develop and refine its KPIs and metrics, this report begins to highlight trends that appear to be emerging. New to this report is a risk register column that identifies associated risks for each metric. (See Appendix B for Risk Register.)

FINDING SUMMARY

Below is a summary of the 22 metrics we are tracking for this report.

Metric Outcome	Target Status	Recommended Actions
11 are improving 6 are static (no change) 4 are worsening 1 under review	9 Target met or exceeded 3 Target within margins 4 Target not met 6 Target not set	9 Monitoring 1 Review 12 No action

KPI SUMMARY TABLE KEY

Metric Directionality		Current Trend	Targets
↑	Higher value is better	↑ Metric outcome is improving	■ Target met or exceeded
↓	Lower value is better	→ Metric outcome is static	■ Target not met
Near	Value close to a defined target is good	↓ Metric outcome is worsening	■ Within target margin (5%)
Range	Value within a defined range is good	■ Metric under review	■ Target not set – review once further data has been analyzed

KPI SUMMARY

KPI	Metric	Metric Directionality	Target	Comparables		Trend	Target Status	Risk #	Action	
				Previous	Current					
Regulatory Mandate	Registration Process Effectiveness (bi-annual)	Application Processing Efficiency P. Eng	↑	95%	52%	50%	→	■	1, 2, 8	Monitor
		Application Processing Efficiency P. Geo	↑	95%	53%	70%	↑	■	1, 2, 8	Monitor
		Application Processing Capacity	↑	3.2	2.6	3.4	↑	■	1, 2	
	Practice Guidelines Effectiveness (bi-annual)	Familiarity and Application of PGs among Auditees	Near	6%	7.3%	4.5%	■	■	3, 4	Review
	Audit and Practice Review Effectiveness (Firms)	Non-Conformance Correction	↑	95%	94%	95%	↑	■	3, 4	
	Audit & Practice Review Effectiveness (Individuals)	Audit Experience Score	↑	4.6/5	4.6/5	4.8/5	↑	■	3, 4	
		Non-Conformance Correction	↑	90%	96%	100%	↑	■	3, 4	
		Audit Experience Score	↑	4/5	3.8/5	4.3/5	↑	■	3, 4	
		Removal of Remedial Actions	↑	90%	100%	50%	↓	■	3, 4	Monitor
	I&D Process Effectiveness	Percentage of Files Closed Before Disciplinary Hearing Occurs	↑	90%	90%	70%	↓	■	3, 4	Monitor
		Time Taken for 'Priority 1' Files to be investigated	TBD	■	560 days	605.5 days	↓	■	3, 4	Monitor
	Enforcement Process Effectiveness	Intake and Investigation Efficiency	↑	80%	93%	94%	↑	■	1	
		Percentage of Compliers	↑	75%	93%	97%	↑	■	3, 4	
Organizational Sustainability	Resource Balance	Staff to Vacancy Ratio	↑	90%	96%	96%	↑	■	1	
		Volunteer to Vacancy Ratio – Stat Committees	↑	95%	92%	94%	↑	■	2	
		0yr – 3y Statutory Committee Term Lengths	TBD	■	41%	37%	↓	■	2	Monitor
		4yr - 6yr Statutory Committee Term Lengths	TBD	■	18%	22%	↑	■	2	Monitor
		7yr - 9yr Statutory Committee Term Lengths	TBD	■	15%	15%	→	■	2	Monitor
		9yr + Statutory Committee Term Lengths	TBD	■	26%	26%	→	■	2	Monitor

KPI	Metric	Metric	Target	Comparables		Trend	Target Status	Risk #	Action
Financial Health Index	Financial Ratio	Range	1.00 – 1.05	1.04	1.00	→	■	12	

KPI	Metric	Metric Directionality	Target	Comparables		Trend	Target Status	Risk #	Action
				Previous	Current				
Interested Parties	Public Trust (annual)	Public Trust Score	↑	80	79%	79%	→	■	N/A
	Registrant Trust	Registrant Trust Score	↑	80	80%	79%	→	■	N/A

ANALYSIS AND COMMENTARY – MONITORING TARGET NOT MET

Registration Process Effectiveness

From FY26 Q2 to Q3, processing efficiency declined due to contract assessor recruitment occurring during this period.

- **Recruitment Seasonality**

Q3 and Q4 were the first quarters with six contract assessors conducting reviews. These assessors handled 15.5% of total assessments during this period, and we expect further gains in FY27 Q1 as contract assessments continue. We are also recruiting volunteers. Once fully onboarded, new volunteer assessors will increase assessment capacity.

- **Process Improvements**

Efficiency improved from Q3 to Q4, supported by contract assessors. In Q4, 55.4% of completed applications met the 180-day service target, up from 45.5% in Q3. Geoscience assessments also improved through internal triaging and low-risk pathways. Although, still below target, in Q4, we increased P.Eng application efficiency by 10% and P.Geo application efficiency by 21% from the previous quarter.

- **Wait Time Improvements**

In combination with process improvements, the average wait for an experience assessment in the three highest volume disciplines have since dropped to 73 days since the height of the backlog in Jan/Feb 2026 when applications were averaging 102 days. This is a 29-day improvement in average wait times with the addition of contract assessors.

- **Backlog Prioritization**

Staff have prioritized assigning contract assessors to the longest-waiting applications to help reduce the backlog. This approach is improving outcomes for applicants; however, its impact on the processing efficiency KPI will be delayed because many of these applications have already been in the queue for an extended period.

Forecast and Next Steps

While Registration continues to receive increasing numbers of new applications, based on current performance trends and the continued reduction of the experience assessment backlog, we are forecasting gradual improvement in the Registration Process Effectiveness KPI over subsequent reporting periods returning to our target of 95% gradually over the next 3 quarters.

Aligning the June Board Meeting Backlog Update with Current KPI Performance

The June backlog update and the Registration Process Effectiveness KPI measured different aspects of the registration process. The backlog data reported in June 2026 highlighted assessment wait times. The Registration Process Effectiveness KPI is an end-to-end measure that tracks the percentage of applicants who receive a registration decision within 180 days from the point they become assessment ready. It is a combination of the assessment wait time (“backlog”) and the assessment time and the personal experience of applicants.

As a significant proportion of applications completed during the September reporting period had already experienced significant delays before backlog reduction measures were implemented, the KPI will not fully reflect these operational gains at this time.

As older applications continue to be resolved and newer applications move through assessment more efficiently, improvements in the KPI are expected to become more evident in subsequent reporting periods.

Percentage of Files Closed Before Disciplinary Hearing Occurs

- **Closed Files**

In Q3 and Q4, 14 discipline files were closed, 10 of which concluded through the resolution process, resulting in a 70% closure rate before disciplinary hearings.

- **Successful Discipline Outcomes**

While the metric being reported in this report is below the target of 90%, it is important to note that of the four files that proceeded to discipline hearing, three of the four resulted in successful discipline outcomes (allegations proven and penalties imposed), which demonstrates the majority of discipline cases commenced resulted in favourable outcomes.

- **90% Resolution Rate Achievable**

Our target was set based on historical data regarding conclusions of discipline matters. While the data can be impacted by a registrant pursuing their right to a disciplinary hearing, we believe that a 90% resolution rate continues to be achievable but will occasionally vary due to circumstances beyond our control.

Time to Investigate ‘Priority 1’ Files

- **Affect of Backlog on Metric**

In FY26, investigations took 605.5 days, which is an increase from the previously reported 560 days. As noted in previous KPI reports, this measure was expected to rise before declining as older backlogged files are concluded. We expect this KPI will rise slightly over the next quarters and the next reporting period as there are still Priority 1 files backlogged, some of which are larger complex files which were expected to take longer in the investigation stage.

- **Shorter Investigations on Newer Files**

While a target has not yet been set as data continues to be gathered, we are close to setting a target. When considering only newer files (files that were opened in FY25 and FY26), the average timeline for Priority 1 files to be investigated is 345.5 days although that's from a small sample size of two files. This demonstrates a trending improvement for Priority 1 investigation timelines.

- **External Investigation Support**

As backlogged files have caused the timelines to be longer than ideal, we have temporarily engaged a contract investigation firm to further support the volume of complaints. This ensures that very limited backlog will continue to develop, which will allow for more accurate reporting of timeline data in future.

Removal of Remedial Actions

- **Small Sample Size Affecting Insights**

Of the two practice reviews closed during this half-year, one closed in conformance and one was referred to the Investigation Committee for not satisfactorily completing the limits or conditions. Although this yields a completion rate of 50% against the target of 90%, the metric is based on only two closed files. As a result, the data set is too small to support meaningful statistical analysis or trend assessment.

Resource Balance

Overall, the data reflects valuable continuity and experience, while reinforcing the need to maintain a strong volunteer recruitment and succession pipeline.

The Active Volunteer Recruitment (AVR) process is addressing the immediate recruitment and candidate-sourcing component. AVR launched in July 2025. It is now providing a more structured and proactive approach to recruitment and candidate sourcing. As we progress through the multi-year Volunteer Program Project work, we will continue to address the broader factors that influence volunteer participation, renewal and succession.

Looking at the six reporting periods, the data across term lengths shows an experienced and relatively stable statutory committee population.

- **0–3-year Cohort Not Stabilizing**

The 0–3-year cohort is not increasing or stabilizing in the way we had planned. Some of this is due to the strain of being a new volunteer and the learning involved and some of it relates to changes we are making to better support newer volunteers as they learn and grow in their roles. In addition, emerging recruitment strategies will assist us as well with strengthening the pipeline of new volunteers.

- **7 to 9-year Cohort Remains Steady**

The 7 to 9-year cohort remains steady at 15%. Statutory committee appointments are three-year terms and may be renewed twice, resulting in a typical maximum of nine years of service. Because each renewal is a natural decision point, some attrition is expected as volunteers move through successive terms, with fewer volunteers likely to reach the 7 to 9-year cohort, which generally reflects a third term.

- **9+ year Cohort Increasing**

The 9+ year cohort has increased from approximately 19% in 2024 to 26% in 2026 and it has remained relatively consistent more recently. Some movement between cohorts will naturally occur as volunteers progress into the next tenure category over time.

SUMMARY

Overall, the KPI outcomes show several areas of strong organizational performance. However, Registration Process Efficiency remains a key vulnerability, which we will continue to monitor through active volunteer recruitment and process improvements.

APPENDIX A – KPI Descriptions

APPENDIX B – 2024/2025 Risk Register Descriptions and Ratings

KPI DESCRIPTIONS

BOARD KEY PERFORMANCE QUESTIONS

Area	Key Performance Questions
Regulatory Mandate	How well are we performing our regulatory mandate?
Organizational Sustainability	How well have we aligned our resources, both human and financial, to meet our mandate now and into the future?
Internal Business Systems	Do we have all the necessary business systems in place? To what extent are our business systems effective and efficient?
People & Culture	How well are we improving employee engagement (well-being, work/life balance, satisfaction, development, career progression) How well are we improving volunteer engagement? (recruitment and retention, pipeline)
Interested Parties	To what extent do we have interested parties' confidence and trust that we are fulfilling our mandate?
Social Responsibility	How well are we fulfilling our role in advancing EDI, T&R and Climate action?

REGULATORY MANDATE

KPI	Metrics	Justification	Target	Measurement Interval
Registration Process Effectiveness	Application Processing Efficiency The percentage of individual registrant applications that receive a decision within the target timeframe.	180 days is a performance standard that is likely to be requested by the OSPG. P.Eng and P.Geo reported separately	95% of applications receive a decision in 180 days	Quarterly
	Application Processing Capacity The number of experience assessments completed and the number of assessors who completed those assessments.	An increasing divergence between the number of assessments and number of assessors is a signal that the organization may find it increasingly difficult to meet the application processing efficiency target.	3.2	Quarterly
Outcome: We process individual registrant applications in a timely and high-quality manner				

KPI	Metrics	Justification	Target	Measurement Interval
Practice Guidelines (PG) Effectiveness	Familiarity and Application of PGs among Auditees A score based on OFIs*, CARs**, and MNCs*** reported related to Practice Guidelines within the audit reports of both individuals and firms.	This data is already being collected as part of the audit process for firms and will be collected as part of the audit process for individuals.	6%	Quarterly
	Familiarity and Application of PGs among Registrants Generally A score based on questions assessing the following: familiarity, relevance; usefulness in improving standards of practice; ease of understanding/clarity; comprehensiveness; timeliness.	This metric would be based on information from all registrants, or at least a large representative sample of registrants, and will complement the results from the audits	TBC	Quarterly
Outcomes: Registrants are familiar with Practice Guidelines (PGs), consider them relevant to their practice, and use them to ensure they meet the standards and guidelines for their profession.				

KPI	Metrics	Justification	Target	Measurement Interval
Audit & Practice Review Effectiveness (for individuals and firms)	Non-Conformance Correction The percentage of nonconformances fully corrected within the initial time period specified by the assessor or by the Audit and Practice Review Committee.	An indicator of the extent to which non-conformances detected during the audit are corrected in a timely manner.	95% (firms) 95% (individuals)	Quarterly
	Audit Experience Score Derived from a survey based on the following: helpfulness of audit in learning how to maintain compliance; reasonableness of scope; level of effort required; perceived fairness, professionalism/courtesy of the auditor.	Provides the organization with data on how auditees experience the audit process.	4.6 (firms) 4.0 (individuals)	Quarterly
	Removal of Remedial Actions Where a practice review has resulted in the imposition of remedial actions, the percentage of cases in which the subject has provided evidence that the remedial actions are no longer necessary or have been fulfilled.	An indicator of the extent to which practice reviews result in timely correction of skill deficits and failures to comply with standards and regulations.	TBC	Annual
Outcome: Our audit process is fair, transparent and relevant, identifies non-compliance, and leads to corrective action. Our Practice Reviews increase conformance to standards and technical competence.				

KPI	Metrics	Justification	Target	Measurement
I&D Process Effectiveness	Percentage of Files Closed Before Disciplinary Hearing Occurs. Of the files that proceed to the discipline stage, the number of files that are closed before a disciplinary hearing is convened divided by the total number of files that have been closed via disciplinary action.	A measure of both efficiency and quality. The disciplinary hearing stage is often one of the longer components in the resolution process.	90%	Quarterly
	Percentage of Disciplinary Orders Successfully Appealed. The number of successfully appealed Disciplinary Orders divided by the total number of Disciplinary Orders issued.	This is an indicator of the quality of the process. Successful appeals indicate that the grounds for disciplinary action were not fully established.	TBC	Annual
	Time Taken for 'Priority 1' Files to be investigated. Of the 'Priority 1' files where an investigation is authorized by the Investigation Committee, the time taken from the opening of the file to the point where the Investigation Committee issues a decision at the conclusion of the investigation stage of the process.	Priority 1 files represent (on balance) cases that pose a higher risk to the public or the environment and which are often more complex. Files to be tracked to fixed point (IC decision) as this process is generally within EGBC's control, additionally already have metric regarding discipline files.	TBC	Annual
Outcome: Our Investigation & Discipline (I&D) processes are carried out in a timely and high-quality manner.				

KPI	Metrics	Justification	Target	Measurement
Enforcement Process Effectiveness	Intake and Investigation Efficiency % of investigations of high-risk files that are completed within target timeframe, measured from the point of intake to the point at which the 'standard letter procedure' or the 'alternative file handling strategy' begins.	This is a measure of the efficiency with which files that pose the greatest risk to the public are investigated and a course of action to pursue compliance is taken.	80%	Quarterly
	Percentage of Compliers The number of files found in compliance after the Annual Non Compliance Monitoring is conducted, divided by the total number of files that undergo Annual Non-Compliance Monitoring.	This is an indicator of the quality of the process. A large % of compliers implies that the process has served both to remediate the issue, as well as act as a deterrent from future reoffence	75%	Quarterly
Outcomes: Our Enforcement processes are carried out in a timely and high-quality manner				

KPI	Metrics	Justification	Target	Measurement
OSPG Audit Result	OSPG Audit Score This score will depend on the audit outcome.	The OSPG is responsible for establishing and administering policy under the Professional Governance Act. A positive audit score indicates that the organization is meeting the Standards of Good Regulation.	TBC	Annual
Outcome: The OSPG audit illustrates that we meet all the Standards of Good Regulation as defined by the OSPG.				

ORGANIZATIONAL SUSTAINABILITY

KPI	Metrics	Justification	Target	Measurement
Resource Balance	Employee to Vacancy Ratio* The number of current FTE staff divided by the number of current FTE staff plus the number of unfilled FTE staff positions.	Indicates the extent to which the organization has the necessary staff to meet its regulatory mandate.	90%	Quarterly
	Volunteer to Vacancy Ratio* The number of filled volunteer positions on statutory committees divided by the number of filled volunteer positions on statutory committees plus the number of unfilled positions on statutory committees.	Indicates the extent to which the organization has the necessary volunteers to meet its regulatory mandate.	95%	Quarterly
	Statutory Committee Term Length* % of statutory committee members whose term lengths fall into following categories: • 0-3 years • 4-6 years • 7-9 years • 9+ years	Using the Term Length Policy as a benchmark, this metric provides insight as to the turnover of committee members, and how well the committees are resourced now and into the future.	TBC	Quarterly
Financial Health	Financial Health Index Ratio of revenues to expenditures.	This is a key measure of the organization's ability to meet its financial obligations, and is an appropriate target for a non-profit	1.05 – 1.09	Annual
Outcomes: The organization has the human and financial resources to meet its mandate.				

PEOPLE & CULTURE

KPI	Metrics	Justification	Target	Measurement
Volunteer Engagement	Volunteer Engagement Score A score based on combining the ratings from three questions in a survey of volunteers: - I feel my volunteer work is appreciated by EGBC - I would recommend volunteering at EGBC to other professionals - EGBC meets my needs and expectations as a volunteer. Scores range from 20 - 100	Scores on this measure are highly correlated with intentions to continue volunteering and interest in taking on more senior volunteer positions. Volunteers with scores of 80 or higher will show a particularly strong commitment to the organization.	Score of 80+	Annual
Staff Engagement	Staff Engagement Score A score based on combining the ratings on three questions in a staff survey - I feel my contribution to EGBC is valued - I would recommend EGBC to a friend as a great place to work - I am motivated to do more than what is normally required for my job. Scores range from 20 - 100	This is a well-validated of measure of staff engagement. Staff with engagement scores of 80 or higher will show a particularly strong commitment to the organization.	Score of 80+	Annual
Outcome: Our volunteers and staff are committed to the organization and inspired to contribute to its success				

INTERESTED PARTIES

KPI	Metrics	Justification	Target	Measurement
Public Trust	Public Trust Score A score derived from a survey of BC residents in which they rate the extent to which they rate EGBC on four components: effectively regulating the professions; instilling confidence in the public; being fair and impartial; putting the public's safety first. Scores can range from 20 - 100.	Require high levels of public trust to be effective regulator. Public trust is highly correlated with public support for the organization's role as a regulator. Members of the public with trust scores of 80 will show particularly strong support for the organization's role as a regulator.	Score of 80+	Annual
Registrant Trust	Registrant Trust Score A score has been developed based on five components: transparency; fairness; responsiveness; reliability; accountability. Scores can range from 20 - 100.	Without high levels of trust, registrants will not consider the organization's processes, procedures, and decisions as credible. Registrants with trust scores of 80 or higher show particularly strong support for the organization.	Score of 80+	Annual

Outcomes: Interested Parties have a high level of trust in the organization and therefore are confident that it can deliver on its mandate.

INTERNAL BUSINESS SYSTEMS

KPI	Metrics	Justification	Target	Measurement
Progress re: Internal Business Systems	Internal Business System Audit Progress Score	The organization needs to identify what its internal business systems are. It can then develop metrics to measure and track performance.	TBC	Quarterly
Outcome: We have efficient business systems and effective business processes				

SOCIAL RESPONSIBILITY

KPI	Metrics	Justification	Target	Measurement
Progress re: Action on Climate Change	Climate Change Project Progress Score	The organization's strategy for climate change has been finalized. Specific metrics will be developed as we implement the strategy.	3/3	Quarterly
Progress re: Equity, Diversity & Inclusion (EDI)	EDI Project Progress Score	The organization's EDI strategy hasn't been finalized. Specific metrics will be developed once the strategy is finalized.	3/3	Quarterly
Progress re: Truth & Reconciliation	Truth & Reconciliation Project Progress Score	The organization's strategy Truth & Reconciliation strategy hasn't been finalized. Specific metrics will be developed once the strategy is finalized.	3/3	Quarterly
Outcomes: We are committed to addressing climate change issues organizationally and as related to the practices of engineering and geoscience. We are committed to promoting EDI within the organization and among registrants. We are committed to supporting reconciliation with Indigenous Peoples.				

RISK REGISTER: 2024/2025

Risk #	Risk	Rating	Risk #	Risk	Rating
1	Organizational Capability & Capacity –Organizational Performance (Staff)		7	Changing Governance & Legislative Direction	
2	Organizational Capability & Capacity –Organizational Performance (Volunteers)		8	Risk of Successful Fraudulent Registration	
3	Lack of Established Conduct, Competence & Practice Standards		9	Changes in Overall Work Environment	
4	Lack of Compliance to Established Conduct, Competency & Practice Standards		10	Loss of Staff with Historical & Pertinent Institutional Knowledge	
5	Breach of Privacy		11	Lack of Progress Towards Social Responsibility	
6	IT Security & Cyber Attack		12	Economic Conditions	

Risk Table Key

 Moderate
  Low-Moderate
  Low

DATE	September 18, 2026
REPORT TO	Board for Information
FROM	Heidi Yang, P.Eng., FEC, FGC (Hon.), Chief Executive Officer
SUBJECT	CEO Report to Board

Purpose	This report highlights some of the activities of the Organization related to policy work, implementation of the Strategic Plan and ongoing Regulatory duties since the (insert date) meeting of the Board.
Motion	No motion required.

1. REGISTRANT AND PUBLIC OPINION SURVEYS

The Registrant Insight Survey and the Public Opinion Survey are conducted annually and inform our strategic planning initiatives and key performance indicators.

Registrant Insight Survey

Conducted to better understand registrants' expectations and assess satisfaction with our regulatory performance, 3,600 registrants completed the survey this year – a 10% response rate.

Highlights:

- 55% of registrants rated the organization's performance as excellent or very good – consistent with 2025. Core regulatory responsibilities and enforcing professional and ethical standards remained top priorities for registrants.
- 62% rated communication with the organization as easy or very easy.
- 83% received the information they requested and 71% said they received it in a timely manner.
- 39% of trainees contacting EGBC in 2025 were checking their application status. Their top suggestions for improvement emphasized reducing response and application approval times.

Trainees stand out from other registrants for wanting faster and easier communication and more mentorship and collaboration with EGBC.

Public Opinion Survey

This survey measures public perceptions and the level of trust in the organization and in the professions. In May, 1,018 BC residents were surveyed by an external partner.

Highlights:

- 79% indicated they trust Engineers and Geoscientists BC to protect the public.
- Trust in engineers remains relatively high (85%) but is lower for geoscientists (55%)
- Just 24% of public respondents said they knew of Engineers and Geoscientists BC. This is stable year over year.
- 79% agree there needs to be an organization that regulates the engineering and geoscience professions.
- 41% of those holding lower trust in Engineers and Geoscientists BC said they did not know enough about the organization or needed more information to become more trusting.

BC residents are most interested in hearing from EGBC about investigations and disciplinary actions, safety concerns, and standards and policies.

2. ICRA PROJECTS UPDATE

The following are projects, funded by government grants, to help reduce barriers for Internationally Educated applicants:

Enhancing Administrative Fairness Project – this project provides statutory committee members and regulatory staff knowledge to improve consistency and quality in decision-making and communication of applicant/registrant outcomes. The Administrative Fairness module was reviewed by regulatory division leaders and select committee members with opportunities to provide feedback. All reviewer feedback was considered, and revisions were made where possible. The module is ready for launch to statutory committees and staff in the Regulatory division in early September 2026, which will conclude our work on this project.

A private link for Board members to access module can be found in the Closed CEO Report under the “Access to the Enhancing Administrative Fairness Module” section.

National Technical Exam Information Portal Project – this project focuses on improving the accessibility, consistency, and clarity of exam information for candidates across jurisdictions. The project is currently in the web development and consultation phase with internal and external partners. The project remains on track for a pilot launch of the portal in January 2027.

3. ENGINEERS CANADA UPDATES

Engineers Canada Board has not had a board meeting since our last Board meeting in June. However, there has been some activities of note:

- **Governance renewal** – Engineers Canada continues to modernize their governance practices. There are motions in front of the Board that will determine action for the Special Meeting of Members to be held in October (see Consent Agenda)
- **CEOG summer workshop** – the CEOs met in July in Quebec City. Session included a PD on “AI in engineering regulation” facilitated by MDR Strategy Group. Additional topics include discussion on roles, support and shared expectations between Engineers Canada and the CEOs/Regulators. This included a discussion surrounding strengthening communications with officials groups, and engagement with CEAB and CEQB, with the goal of improving effectiveness in EC/Regulator interactions.
- **CEO Taskforce - Welcoming and Inclusive Profession Strategy** – EC staff are developing strategy documents and resources to support regulators on their journey to inclusive workplaces, focusing on attraction, retention, and progression. Engineers and Geoscientists BC has worked collaboratively with EC on the strategy and will be integrating actions in alignment with our mandate as part of our EDI and T&R Strategies.
- **CBA 2.0** – first phase of consultation and business case development for renewing the competency framework is in progress. Engineers and Geoscientists BC is co-leading this work with Saskatchewan in support of harmonization and effective regulation.

4. GEOSCIENTISTS CANADA UPDATES

Geoscientists Canada Board has not had a board meeting since our last Board meeting in June. Key activities include Geoscience Knowledge Review initiative which continues to be a priority. A project manager has been hired to support this work. Geoscientists Canada is also working to set up a Geoscience Canada Knowledge Centre - a national site for professional development resources.

5. EGBC CRISIS MANAGEMENT PLAN

The renewed Crisis Management Plan was shared with the FAR Sub-Committee on August 25, 2026.

The Crisis Management Plan (CMP) gives EGBC a clear and practical framework for responding to a crisis in a coordinated and timely way. It brings together crisis leadership, escalation, emergency response, communications, and recovery plans so that the organization can act quickly without relying on improvised governance. The CMP is supported by defined governance and a maintenance program intended to keep roles, documentation, and response capabilities current.

In November 2026, the Board will be provided with an overview of the CMP, including a clear outline of when and how the Board would be involved in the crisis management plan execution.

This work strengthens EGBC's overall readiness and provides a solid foundation for managing significant or unexpected events. Thank you to Alison Dantas for leading this important work along with our consultant and staff who have key roles in crisis management.



OPEN SESSION INFORMATION REPORT

DATE	September 18, 2026
REPORT TO	Board for Information
FROM	The Regulator's Practice
SUBJECT	Update on the Delegation of Authority Project
LINKAGE TO STRATEGIC PLAN	People and Culture: Our talent, tools, and work environment create an engaged organizational culture. Process: We have efficient and effective systems in place to enable modern regulation.

Purpose: To provide the Board with an update on the Delegation of Authority Project to explore whether there may be alternative approaches to allocating authority and governance responsibilities between the Board and its sub-committees.

APPENDIX A – Report from The Regulator's Practice dated September 2, 2026

Memorandum

To: Engineers and Geoscientists BC (EGBC) Board
From: The Regulator's Practice
Date: 02/09/2026
Re: Update on the Delegation Project

PURPOSE

The purpose of this memorandum is to provide the Board with an update on the Delegation Project undertaken at the Governance Sub-committee's request to explore whether there may be alternative approaches to allocating authority and governance responsibilities between the Board and its sub-committees.

BACKGROUND & PROGRESS UPDATE

The Governance Sub-committee initiated this project to consider whether authority and governance responsibilities could be allocated differently between the Board and its sub-committees to support effective and efficient decision-making while maintaining appropriate Board oversight.

Phase 1: The project began with research into delegation practices in regulatory and non-regulatory governance environments, which informed the development of the Delegation Principles and Decision Framework. The Governance Sub-committee reviewed and provided input on this work.

Phase 2: Building on this foundation and a legal assessment of delegable authorities, The Regulator's Practice consulted with staff supporting the sub-committees to understand current practices and identify areas where changes to authority or governance process may warrant consideration. This work considered a range of potential items and, following analysis, identified six matters for further exploration and consideration by the Board. The Practice is completing a final review of the analysis with management to ensure the relevant operational and governance considerations are appropriately captured.

The next step is to provide the Board with an analysis of the six items through a survey to gather initial views and identify any additional areas for consideration. The results will inform final analysis and recommendations for a facilitated Board discussion in November.

Phase 3: Any resulting changes to delegated authorities will then be reflected in the relevant sub-committee Terms of Reference and provided to the sub-committees for review and recommendation to the Board.

DELEGATION PRINCIPLES AND DECISION-MAKING FRAMEWORK

The first phase of the project resulted in the development of a set of Delegation Principles and a Decision Framework to support the Board in assessing where authority can appropriately be delegated. Together, these tools are intended to help identify where delegation may create governance risk, the controls or oversight needed to mitigate that risk, and opportunities to improve governance efficiency by assigning matters to the body best positioned to address them.

Delegation Principles

The following principles are intended to provide a consistent lens through which delegation decisions are assessed. While no single principle is determinative, they collectively inform the evaluation of whether a matter should remain with the Board or be delegated to a sub-committee, and what level of governance process and oversight is appropriate. The Decision Framework that follows operationalizes these principles by translating them into a series of structured questions and considerations.

- + **Accountability** - Clear accountability is maintained, supporting the Board's ability to fulfill its governance, public-interest, and oversight responsibilities.
- + **Proportionality** - The significance, complexity, risk, and public-interest implications of a matter are reflected in the level of decision-making authority and governance attention it receives.
- + **Strategic Use of Time** - Authority and governance process supports the Board spending the most amount of time on the most significant matters.
- + **Capability** - Authority is assigned to the body best positioned to provide the expertise, scrutiny, capacity, and judgment required.
- + **Governability** - The matter is suitable for delegation and can be effectively overseen through clear authorities, reporting mechanisms, and appropriate governance controls.

Delegation of Authority - Decision Framework

The following framework translates these principles into a practical decision-making process for determining the appropriate level of authority and governance oversight for a particular matter.

Decision Step	Considerations
Step 1: Legal Authority Can this authority legally be delegated?	+ Does legislation or its interpretation restrict delegation of this authority? The Board may not delegate to its sub-committees: Decisions Exercising Statutory Decision-Making Powers: • Registration decisions • Discipline decisions • Investigation powers • Practice review powers • Complaint authorization • Regulatory enforcement decisions • Any authority expressly assigned under the PGA to statutory committees Decisions Exercising Bylaw-Making Powers: • Registrant categories • Fees and assessments • Standards of conduct and competence • Public information requirements • Discipline publication rules
Step 2: Accountability & Governance Risks Would delegation create governance vulnerabilities?	+ Does the matter involve strategic direction, enterprise risk tolerance, organizational accountability, or governance judgment that would benefit from full Board deliberation? + Does the matter involve significant public-interest implications? + Would interest-holders (public, registrants, system partners) reasonably expect Board involvement?

	+ Could delegation concentrate too much authority in a small group? While the PGA identifies certain authorities that cannot legally be delegated, other matters may be legally delegable but are generally appropriate to retain at the full Board level because they involve the Board's fundamental fiduciary and public duties. Given the associated risk, matters that should generally not be delegated include: • Strategic direction and major priorities; • Enterprise risk appetite and tolerance; • Annual financial statements, budgets, and other significant financial stewardship decisions; • CEO appointment, removal, succession, and material performance or compensation decisions; • Significant decisions about how the organization is governed or held accountable, particularly where there are important public-interest, compliance, or organizational implications.
Step 3: Governance Effectiveness Would delegation improve governance quality and efficiency?	+ Would focused sub-committee review improve the quality, depth, or efficiency of Board deliberation? + Is the matter operational, recurring, technical, or implementation-focused in nature? + Would delegation improve efficiency, timeliness, continuity, or responsiveness?
Step 4: Governance Controls & Safeguards Can delegation be effectively overseen?	+ Is it clear what the sub-committee's role is? + Are authority limits clearly documented? + Are reporting expectations and escalation triggers defined? + Will the Board continue to receive sufficient visibility into significant matters and risks? + Are sub-committee mandates and delegated authorities periodically reviewed?
Step 5: Delegation of Authority & Governance Process	Following the assessment in steps 1-4, determine which level of authority is most appropriate: + Is the authority level appropriate? + Is the governance process appropriate?

	+ Could the governance process change without changing authority? + Could authority change while maintaining appropriate Board visibility?
--	---

Summary of Authorities and Governance Process Options

Authority Level	Appropriate Use	Governance Process Options
Board Decision	+ Is reserved to the Board by legislation; + Strategic direction or major priorities; + Annual financial statements, and budget; + Enterprise risk appetite and tolerance; + CEO appointment, succession, and compensation + Significant governance decisions; + Involves public interest implications	1. Full Board deliberation and decision 2. Sub-committee recommendation with limited time for further Board deliberation and approval 3. Consent agenda for recommendations from sub-committee
Sub-committee Approval Within Defined Limits	+ Falls within the sub-committee's mandate; + Is recurring or routine in nature; + Benefits from specialized expertise; + Can be delegated within defined authority limits; and + Can be supported through appropriate reporting and escalation mechanisms.	4. Report or presentation on sub-committee activities and decisions reported to the Board using dedicated time on the agenda 5. Information or briefing provided to the Board in writing only, not requiring time on the Board agenda. 6. Escalation-based reporting from the sub-committee to the Board only where pre-defined thresholds, risks, variances, or exceptions are triggered.

NEXT STEPS & SURVEY INSTRUCTIONS

The next step in the project is to gather Board members' initial views on the six items identified for further exploration. The Regulator's Practice will launch an online survey on September 18, the day of the Board meeting. The survey will remain open for two weeks, closing on October 2. Board members will receive an email directly from an online survey platform, sent by The Regulator's Practice, containing a link to complete the survey.

The survey will provide an analysis of each of the six items identified for further exploration and ask Board members to provide their initial views on the potential changes. It will also provide an opportunity to identify any additional areas for consideration. Responses will be non-attributable and will be considered in aggregate to support participant input and identify areas of alignment, concern, or further exploration.

Survey responses will inform the final analysis and recommendations presented to the Board for discussion at its November meeting.

OPEN SESSION

INFORMATION REPORT

DATE	September 18, 2026
REPORT TO	Board for Information
FROM	Governance Sub-Committee
SUBJECT	Annual Board Composition Matrix and Sub-Committee Composition Matrices Review
LINKAGE TO STRATEGIC PLAN	We have efficient and effective systems in place to enable modern regulation.

Purpose	To inform the Board of the annual review of the Board Composition Matrix and Sub-Committee Composition Matrices.
---------	--

BACKGROUND

Annually, the Governance Sub-Committee reviews the Board and Sub-Committee Composition Matrices and recommends any necessary changes.

In 2024, the Governance Sub-Committee made substantial updates to both matrices. The Board composition matrix was significantly revised to reflect the Board's evolution and maturity. The updated matrix emphasizes the fundamental skills, practices, and knowledge of Board members and identifies areas of specialized expertise to enhance the Board's overall effectiveness. The Sub-Committee matrices were revised to focus more on specialized skills and knowledge.

DISCUSSION

The Board and Sub-Committee Composition Matrices continue to function well and support their intended purpose. The Sub-Committee Composition Matrices remain a useful framework for matching Board members to committees based on their skills, knowledge, and experience.

The Board Composition Matrix also continues to be a valuable tool in supporting the Board election process by providing the Nomination Committee with a clear and transparent overview of the Board's desired composition, allowing the Committee to identify candidates whose qualifications best align with the Board's needs. The specialized skills continue to reflect the knowledge needed to complement the current Board in consideration of strategic priorities and initiatives.

RECOMMENDATION

Given these successes, the Governance Sub-Committee recommends that no changes are made as part of this year's review.

APPENDIX A - EGBC Board Composition Matrix

APPENDIX B - EGBC Sub-Committee Composition Matrices



ENGINEERS & GEOSCIENTISTS BC

BOARD COMPOSITION MATRIX

APPROACH AND FRAMEWORK

EGBC is committed to leading practices in board composition. We recognize that we serve the interests of many public audiences with a diverse array of goals, beliefs, and experiences. We strive for a Board that is technically and strategically equipped to lead our organization as it fulfills its public protection mandate. EGBC's board recruitment and nominations processes ensure our governance leadership is highly skilled and reflects the diversity of the professions we regulate and the public we serve. These needs are assessed annually to ensure that EGBC has the skills, knowledge and diverse perspectives needed to address the specific strategic issues the organization is facing.

EGBC's Board Composition needs have been divided into four components:

I. VALUES

Foundationally, the Board is expected to share and demonstrate EGBC's Core Values. The Nomination Committee considers how prospective Board candidates' personal and professional experiences align with these values and how candidates would be expected to apply them to their role on the Board.

Collaboration	Excellence	Integrity	Innovation
We approach challenges and opportunities with a mindset of inclusivity and shared success. We listen to understand. We acknowledge differences, are open and transparent when sharing what we know, and seek to build connections and relationships.	We are passionate about what we do because we believe wholeheartedly in our duty to protect the public interest. Our dedication to our work drives a desire to go above and beyond. We apply our diverse knowledge and expertise to build strong, effective solutions.	We are trusted to fulfil our mandate with an unwavering focus on the public interest. We mean and do what we say. In our decisions and our actions, we are transparent, fair, and accountable.	We use creativity to find solutions. We are open to new ideas and approaches as we strive for continuous improvement. In pursuing progress, we are adaptable, brave, and forward thinking.

II. FUNDAMENTAL SKILLS, PRACTICES, AND KNOWLEDGE

We recognize there is a baseline of skills and knowledge required in every Board member to enable EGBC to fulfil its regulatory mandate. We have outlined these fundamental needs into three categories. Each Board member will possess the following skills, practices, and knowledge – or demonstrate a willingness to learn and build on these core abilities:

Regulatory Fundamentals	Governance Fundamentals	Leadership and Collaboration Fundamentals
Understanding the foundations of professional regulation is critical to be an EGBC Board member, specifically it is essential to understand: • EGBC’s regulatory role and public protection mandate; • EGBC’s core regulatory programs; • the governance foundations within the <i>Professional Governance Act</i> and applicable Regulations, the <i>Freedom of Information and Protection of Privacy Act</i>, and EGBC bylaws, policies and procedures; and • have awareness of the complex system in which EGBC operates, including the history and evolution of the <i>Professional Governance Act</i>, the partners within that system including government, and the impact EGBC decisions have on the safety and well-being of the greater community.	Understanding of the Board’s governance role within EGBC’s mandate, the fiduciary duties of Board members, and experience to support the following oversight responsibilities: • Financial oversight and financial literacy – Understanding the Board’s role in ensuring the necessary resources are available to achieve the organization’s strategic objectives and its responsibility for ensuring the near- and long-term fiscal health of the organization. Able to read and understand financial and budgeting information, have confidence to ask questions that safeguard the financial stewardship of EGBC. • Risk oversight – Ensuring proper enterprise risk management processes are in place and monitoring strategic risks. Working with risk and understanding risk management and risk oversight processes. • Strategy Oversight – Working with Management to oversee development and implementation of strategy. • Regulatory program oversight – Monitoring organizational performance and effectiveness of regulatory programs. • CEO performance and leadership oversight – Overseeing and managing the chief executive and overseeing strategic human resources at the governance level.	Every Board member must bring with them skills and practices that enable them to collaborate and engage productively with others, specifically: • Allyship – Understanding of what it means to be an ally and knowledge of how to actively model this behaviour. Commitment to speak up and acknowledge instances or systems of oppression. Able to hold self and others accountable for creating safe and inclusive spaces in which honest conversations can occur. • Diplomacy/Conflict Resolution – Strong interpersonal communication skills recognizing the diverse experiences that Board members will bring to the table. Able to clearly articulate a perspective and to engage in respectful, productive, and sometimes difficult discussions. • Self-Awareness – Understanding of personal strengths and privileges, influence of self on other Board members, the consequences of bias and potential conflicts of interest; recognizing the value of continuous development and improvement; and being open to reflection, feedback, and opportunities to learn, relearn, and unlearn. • Information Analysis and Objective Decision-making – Able to carefully review voluminous material within set timelines, assess implications, identify patterns, make connections, and narrow the issues to support sound judgment and good decision-making in the public interest. Apply objective, principles- and evidence-based decision-making and policy development in large, complex organizations.

III. DIVERSE PERSPECTIVES AND BACKGROUNDS

EGBC strongly values the benefits that diversity brings to its Board and is committed to addressing systemic inequities. Recognizing the diversity of our registrants and the public we protect, we strive to create an inclusive environment within the organization and across volunteer groups. In line with EGBC's commitment to Equity, Diversity and Inclusion, we promote diversity in our board nomination process, believing that diverse boards enhance public interest discourse and foster innovative decision-making. A broad range of backgrounds, perspectives, and lived experiences are represented in the following three areas:

First Nations and Indigenous Voices	Reflecting the Professions we Regulate	Reflecting the Public we Serve
Ensuring EGBC's deliberations include and are informed by firsthand knowledge and experiences of BC First Nations and Indigenous communities and ensuring that decisions include and respect key rights protocols and perspectives in alignment with EGBC's commitment to advancing reconciliation.	Ensuring EGBC's decisions are informed by the diversity of engineering and geoscience practice and practice environments, and the diverse lived experiences of the registrant-base to ensure Board decisions are practical, relevant, have the intended impact and reduce the risk of unintended consequences within the regulated practice. <i>Examples of such diversity include:</i> • <i>diverse educational backgrounds including the experience of internationally trained professionals;</i> • <i>experience and understanding of the broad range of professional practices that EGBC regulates;</i> • <i>regional diversity; and</i> • <i>sector diversity (public, private, not- for-profit)</i>	Ensuring EGBC's Board includes and is informed by diverse perspectives and lived experiences that reflect the diversity of the public EGBC serves, and actively fostering inclusion with respect to those diverse perspectives and lived experiences, including through the nomination process. <i>Examples include:</i> • <i>a variety of ethnic, racial and cultural backgrounds and experiences;</i> • <i>a range in ages;</i> • <i>a range of gender identities, gender expressions and representation from the 2SLGBTQIA+ communities; and</i> • <i>lived experience with physical and neurodivergent diversity</i>

IV. SPECIALIZED SKILLS AND KNOWLEDGE

To navigate complex challenges, seize emerging opportunities, and address skills gaps on the Board in any given year, we are intentional about balancing its composition with specialized skills and knowledge. Annually, we identify the specialized skills and knowledge needed to complement the current Board in consideration of strategic priorities and initiatives. The areas we consider, listed below in alphabetical order, are:

Board/Committee Leadership - Experience developing agendas, facilitating meetings, developing positive culture and relationships, navigating conflict, and fostering collaborative and effective decision-making.	Business Acumen – Ability to apply knowledge of economic forces and business management principles to decision-making for operational effectiveness.	Change Oversight - Change management and change oversight experience to support EGBC's ability to adapt, evolve and lead systemic change and continued regulatory modernization.
Climate, Environmental Impact and Sustainability Leadership - Experience assessing environmental impact of operations and assessing environmental risk and the impacts on operations.	Equity, Diversity, and Inclusion Leadership - Experience advancing strategies that promote equitable access and opportunities, developing practices to correct non-inclusive behaviour, and understanding the Board's role in EDI oversight.	Executive Human Resources - Experience developing and working with a board to oversee executive performance management, executive compensation, and succession planning. As may be required, employment practices and enterprise compensation reviews.
Financial Expertise - Knowledge of and experience on a Finance, Audit and Risk Committee; ability to weigh evidence, think critically, consider options, and bring sound judgement to financial decision-making. Expertise in accounting and audit responsibilities.	Government and Public Relations Understand the public sector and government context in which EGBC operates. Experience in strategic communications, media, and public relations.	Governance Expertise - Understand how governance works, emerging governance practices, and the nuances of regulatory governance. Ability to think critically about governance structures, policies, and processes.
IT and Systems Oversight/Artificial Intelligence - Knowledge and understanding of business systems and information technology needs including information management, security, confidentiality, and privacy requirements. Knowledge and understanding of Artificial Intelligence and ongoing changes in this sector.	Legal Expertise - Understand contracts, privacy, employment, labour, litigation management, and administrative law.	Strategy Development and Oversight - Understand the Board's role in articulating a future vision for EGBC, setting its long-term strategy, providing strategic oversight; monitoring goal achievement and organizational performance and holding the CEO and management accountable for executing strategy.

REVISION AND APPROVAL LOG

September 20, 2024 – Composition Matrix Approved by the Board (CO-24-86)

EGBC Sub-committee Composition Matrices

EGBC's Board uses three sub-committees to support its work. Each of these sub-committees is composed of Board members. Therefore, the same values, fundamental skills, practices, and knowledge, and diverse perspectives and backgrounds that are found in the Board's composition will also be present in these sub-committees. Each sub-committee, however, has unique needs for specialized skills and knowledge. The following composition matrices identify the needs of each sub-committee:

I. Finance, Audit and Risk Sub-committee

Specialized Skills and Knowledge
To support strong decision-making in service of EGBC's public interest mandate, one or more Sub-committee member(s) will have the following specialized skills and knowledge:
• Accounting Credentials – Professional accounting experience ideally with proficiency overseeing audit processes, investment portfolios and accounting practices. • Board / Committee Leadership – Experience developing agendas, facilitating meetings, developing positive culture and relationships, navigating conflict, and fostering collaborative and effective decision-making. • Business Acumen – Business experience, an understanding of what an organization needs to operate effectively, including the economic forces that need to be incorporated into decisions, good management principles, and strategic planning. • Financial Oversight – Knowledge of and experience being a member of a Finance, Audit and Risk Committee, including the ability to weigh evidence, think critically, consider options and bring sound judgement to financial decision making. Expertise in accounting and audit responsibilities. • IT and Systems Oversight / Artificial Intelligence – Knowledge and understanding of relevant business systems and information technology needs including information management, security, confidentiality and privacy requirements. Knowledge and understanding of Artificial Intelligence and ongoing changes in this sector. • Risk Management / Oversight – Understanding how to sustain and evolve an effective and meaningful risk management and risk oversight program, and the difference between the two.

II. Governance Sub-committee

Specialized Skills and Knowledge
To support strong decision-making in service of EGBC's public interest mandate, one or more Sub-committee member(s) will have the following specialized skills and knowledge:
• Board / Committee Leadership – Experience developing agendas, facilitating meetings, developing positive culture and relationships, navigating conflict, and fostering collaborative and effective decision-making. • Change Oversight – Change management and change oversight experience to support EGBC's ability to adapt, evolve and lead systemic change and continued regulatory modernization. • Equity, Diversity, and Inclusion Leadership – Experience advancing strategies that promote equitable access and opportunities, developing practices to correct non-inclusive behaviour, and understanding the Board's role in EDI oversight. • Governance Expertise – Understand how governance works, emerging governance practices, and the nuances of regulatory governance. Ability to think critically about governance structures, policies, and processes. • Government Relations – Understand the public sector and government context in which EGBC operates.

III. Human Resources Oversight Sub-committee

Mandatory Skills, Practices and Knowledge
To support strong decision-making in service of EGBC's public interest mandate, every Sub-committee member will bring, or be willing to learn, the following skills, practices, and knowledge:
• CEO Oversight Process – Understanding of EGBC's CEO evaluation and compensation review processes and principles. • Heightened Confidentiality – Understanding of the sensitive nature of executive performance evaluation and compensation, the process information that can be shared, and the information that needs to be held in strict confidence. • Political Awareness – Understanding of how to work within the system, move the evaluation and compensation process forward in a sensitive way, and recognize the sensitivities that might exist.
Specialized Skills and Knowledge
To support strong decision-making in service of EGBC's public interest mandate, one or more Sub-committee member(s) will have the following specialized skills and knowledge:
• Board / Committee Leadership – Current Board Chair, Vice Chair and/or Past Chair to establish critical link between the Board and CEO and ensure continuity. • Executive Human Resources – Experience developing and working with a board to oversee executive performance management, executive compensation, and succession planning. As may be required, employment practices and enterprise compensation reviews. • Governance Expertise – Understand how governance works, how committees should function, the role of the committee vs. the role of staff with respect to HR and culture, and be able to think critically about structures, processes and policies. • Recruitment / Succession Planning – Understand recruitment and succession planning processes, how to foster sustainable leadership and teams, and be able to translate and apply these principles.

REVISION AND APPROVAL LOG

September 20, 2024 – Composition Matrix Approved by the Board (CO-24-86)