

**Inaugural General Meeting of Licensees
December 1, 2022, Meeting Minutes
Toronto, Ontario**

1. CHAIR AND SECRETARY

S. Belevici, RCIC, Chair of the Board of Directors of the College of Immigration and Citizenship Consultants (College) acted as chair of this Inaugural General Meeting of licensees of the College (Meeting). J. Murray, Corporate Secretary to the College, acted as Secretary to the meeting.

2. OPENING REMARKS

The Chair welcomed licensees to the Meeting and introduced J. Murray, President & CEO.

3. CALL TO ORDER

The Chair called the Inaugural General Meeting of licensees to order at 1:02 p.m. Eastern Time (ET).

S. Belevici advised that the Meeting would be timed, recorded and webcasted live. He noted that attendance is restricted to College licensees – RCICs and RISIAs – In Good Standing, Directors, the Auditors, and certain College and event staff.

4. LAND ACKNOWLEDGEMENT

The Chair acknowledged the presence and stewardship of the many indigenous peoples who had walked the lands on which the Meeting was held, and the lands on which virtual attendees were located, over time.

5. NOTICE OF MEETING AND QUORUM

The Secretary advised that the prescribed notice was sent to all licensees entitled to receive it on the record date, together with the agenda, previous minutes, information circular and the College's Annual Report. A form of proxy was also included.

The Secretary received the scrutineer's report. He noted that 10 licensees In Good Standing, represented in person or by proxy, comprised the quorum necessary to transact

business. He advised that the scrutineer's report indicated that there were 323 licensees in attendance in person, 667 licensees attending and registered to vote online, and a further 76 licensees represented by proxy.

Quorum having been met, the Chair declared the meeting duly called and properly constituted for the transaction of business.

6. REVIEW OF AGENDA

The Chair reviewed the agenda for the Meeting with attendees. Agenda items include:

- o Approval of the Minutes of the Annual General Meeting of members of the Immigration Consultants of Canada Regulatory Council (Council) held on December 17, 2020 (Previous Minutes);
- o Reports on key areas of College operations;
- o Introduction of the transitional Board of Directors; and
- o A question period.

On a motion made by M. Singh, RCIC, seconded by P. Mooney, RCIC, the following motion was carried:

THAT the Agenda for the Inaugural General Meeting of licensees, be and is hereby approved as presented.

RESOLUTION PASSED (1065 votes – 97.9% in favour, 23 opposed, 35 abstaining)

7. APPROVAL OF PREVIOUS MINUTES

A draft of the Previous Minutes had been circulated with the notice of the Meeting.

On motion made by A. Farrol, RCIC, seconded by L. A. Hidiq, RCIC, the following motion was carried:

THAT the Minutes of the 2020 Annual General Meeting of Members of the Immigration Consultants of Canada Regulatory Council held on December 17, 2020, be and are hereby approved.

RESOLUTION PASSED (802 votes – 93.9% in favour, 52 opposed, 188 abstaining)

8. REPORTS

President & CEO's report:

J. Murray noted that the Annual Report is available on the College's website in a digital format. The Annual Report outlines the College's operations since continuance on November 23, 2021, and the Council's operations during the 5 months preceding continuance. It also includes the College's audited financial statements for the period

November 23, 2021, to June 30, 2022. A copy of this Report was also submitted to the Minister of Immigration, Refugees and Citizenship for tabling before Parliament in accordance with the College Act.

In November 2021, the Board approved transitional By-laws and amended Regulations to support the College in building a new regulatory regime for the profession.

The College also continued to pursue initiatives intended to fulfil the public commitments made by the Council in the wake of the 2015 CIMM Report. These included:

- Revamping the RCIC Entry-to-Practice Exam to reflect the Essential Competencies and the course curricula of the Graduate Diploma Programs;
- Launching the Specialization Program for current RCICs who choose to practise before the tribunals of the Immigration and Refugee Board of Canada; and
- Launching the New-Licensee Mentoring Program to provide new professionals with practical experience and guidance as they embark upon their new careers.

The College has stepped up outreach to provincial governments, federal agencies involved in the immigration space and key foreign national and state governments. These important initiatives build the reputation of the profession and its practitioners, with the public and current and future partners.

All of this work was accomplished while College staff were forced by the COVID-19 pandemic to work remotely. This approach was successful and College management recently decided that all staff will continue to work remotely for the foreseeable future.

On the operations side, the College has increased staff and continued with the development of a comprehensive IT enterprise management system to streamline processes, and meet the demands of a growing number of licensees.

New College branding has also been introduced with great success.

The audited financial statements for the part financial year beginning with the formal opening of the College on November 23, 2021, and ending June 30, 2022, are included in the Annual Report.

These statements include a “clean” audit opinion, stating that the financial statements present fairly in all material respects, the College’s financial position and the results of its operations and cash flows in accordance with Canadian accounting standards for not-for-profit organizations.

Financial highlights include:

Licensing and Exam fees continue to be the College’s main sources of revenue.

Licensee numbers remain strong – 2,216 licensees joined the College during the period November 23, 2021 to June 30, 2022. This led to increased exam fee revenue, which may

be attributable to the wind down of the Immigration Practitioner Programs, now replaced by the Graduate Diploma Program.

Additional staff were needed to handle this growth and support other strategic initiatives such as:

- promoting public awareness of immigration fraud through media campaigns and partnerships with stakeholders;
- developing enhanced education standards and courses;
- increasing Professional Conduct investigations and prosecutions; and
- Understanding and meeting many new requirements to comply with federal legislation in employment and labour, finance, privacy, and other areas as the Council transitioned from the *Canada Not-for-profit Corporations Act* to the College Act.

Throughout the past two years, the Board has also set aside designated reserve funds for specific purposes, including:

- to support IT infrastructure development;
- to fund specific expenses related to the transition from Council to College – including legal fees and brand development; and
- to augment Directors' and Officers' Liability Insurance.

On the advice of the Auditors, it is also expected that the College will establish another reserve fund to provide for anticipated expenses associated with professional conduct discipline cases. This additional reserve fund will be reflected in the current year's financial statements.

J. Murray then reviewed the College's financial position, results of operations, and cash flows for the period November 23, 2021 to June 30, 2022. He noted that:

- Excess revenue over expenses was \$4.5 million;
- Investments of \$7.4 million are kept in safe, short-term instruments;
- Legal fee expenses were significant and attributable to implementation of regulation changes, College Act compliance, and professional conduct operations.

Cash of \$13.7 million is invested in a high interest chequing account. Much of this amount resulted from difficulty experienced filling vacant staff positions due to a challenging employment market.

The College is financially stable. The Board will continue to exercise sound stewardship of its resources to meet the College's Statutory mandate to regulate the profession in the public interest.

Chair's Report:

S. Belevici, Chair of the Board, addressed the Meeting on behalf of the Board of Directors.

He noted that it had been a busy year and that the transitional Board, along with their colleagues from the previous Council Board, have worked hard to ensure that the transition from Council to College was as seamless as possible.

The College Act has brought great changes to the organization – including fundamental changes to the nature of this meeting – and given the College many new powers. There are more changes to come as, guided by the Board's new Governance and Nominating Committee, College staff have approached the Minister's Office about making some needed amendments to the College Act - amendments that are important to ensure that the College has all of the powers it needs to truly govern the profession in the public interest. We understand that these amendments could be made as early as this coming Spring.

These Act amendments will pave the way for development and promulgation of the College Act Regulations and development and Board approval of the new College By-laws. We had hoped that this could be done by the date of continuance, however, federal government processes are very thorough and somewhat lengthy.

Once these regulations and by-laws are completed, the profession will have complete, purpose-built rules and guidance to take it forward into full maturity, and the College will truly stand on its own as a professional regulator.

In the meantime, the Board and College staff have been very busy completing the many public interest initiatives begun by the Council. A major new initiative is the Interpretation Guide to the Code of Professional Conduct for College Licensees (Code).

When released last June, the Code set new standards in many areas of practice and made substantial changes to others. The College advocated the need for extensive interpretation and guidance, to assist licensees to comply with these new requirements. Approved by the Board only this morning, the Interpretation Guide provides explanatory text and concrete examples to illustrate the new standards of professional behaviour that the Code expects of all licensees. The Interpretation Guide will be available early in the New Year and future education sessions are planned.

The College Act also impacts future governance of the College. It prescribes that the transitional Board remains in place until the Minister issues an order setting the number and composition of the final Board of Directors of the College. That is why the Meeting agenda does not include an election of Directors. As we move forward through the development of by-laws, the Governance and Nominating Committee will work to build a

“best practices” governance structure to support the College’s public interest mandate. This process will include regular opportunities to consult with licensees.

Looking forward, it is time for the Board to update its strategic plan. The last strategic plan was developed by the Board of the Council in 2018 and intended to carry through until 2022. Its focus was positioning the organization to achieve statutory authority and it has been very successful. Now the Board must focus on setting the future strategic goals for the organization.

Promulgation of the College

S. Belevici noted that the profession has grown significantly. As of October 31, 2022, the College oversees has 12,106 licensees – including nearly 400 RISIAs. We should be proud of this growth, of the growing maturity of our profession, and of its commitment to the public interest.

9. INTRODUCTION OF TRANSITIONAL BOARD OF DIRECTORS

S. Belevici noted the College Act provides for the College to be governed by a transitional Board of nine Directors: four College licensees and five non-licensees appointed by the Minister. These appointments were completed in May of 2022.

The licensee Directors are the Chair and Vice-Chair, and two other Directors chosen from the Council Board in office immediately before the date of continuance. The following individuals comprise the transitional Board:

- Stan Belevici, RCIC, Chair
- John Burke, RCIC, Vice Chair
- Marty Baram, RCIC
- Normand Beaudry
- Richard Dennis, RCIC
- Tim D’Souza
- Jennifer Henry
- Ben Rempel
- Jyoti Singh

Section 76 of the College Act provides for the Minister to appoint an observer to the Board. The Minister has named Alexis Graham, Director, Social and Discretionary Policy and Programs, IRCC, to fulfil this role.

10. Q&A PERIOD

The Chair and President & CEO answered questions from licensees.

11. ADJOURNMENT

There being no further business before the meeting, on motion made by R. Dennis, RCIC, seconded by R. McKay, RCIC, the following motion was carried:

THAT the Inaugural General Meeting of licensees of the College of Immigration and Citizenship Consultants be and is hereby adjourned at Agenda for the Inaugural General Meeting of licensees, be and is hereby approved as presented.

RESOLUTION PASSED (541 votes – 65.7% in favour, 283 opposed, 89 abstaining)

S. Belevici, RCIC
Chair

J. Murray
Secretary