

Board of Directors

College of Immigration and Citizenship Consultants (CICC)

Schedule	Thursday, June 19, 2025 12:30 PM — 6:00 PM EDT	
Venue	The Office of the College of Immigration and Citizenship Consultants - 5500 North Service Road, Suite 1002, Burlington, Ontario	
Description	Board of Directors Meeting - June 19, 2025	
Organizer	Nithiya Paheerathan	
Participants	Stan Belevici, RCIC-IRB	Chairperson
	John Burke, RCIC	Vice-Chairperson
	Marty Baram, RCIC	
	Normand Beaudry	
	Richard Dennis, RCIC	
	Tim D'Souza	
	Jennifer Henry	
	Ben Rempel	
	Jyoti Singh	
	Victoria Totten	Director, Integrity and Risk Policy, Migration Integrity Sector, IRCC
	John Murray	President and CEO
	Russ Harrington	Chief Operating Officer
	Jessica Freeman	Director, Communications and Stakeholder Relations
	Laura Halbert	Director, Professional Conduct
	Cathy Pappas	Director, Registration
	Beata Pawlowska	Director, Professional Standards, Research, Education & Policy
	Victoria Rumble	Corporate Secretary
	Nithiya Paheerathan	Coordinator, Board Administration

Agenda

CONSENT AGENDA

Presented by Stan Belevici, RCIC-IRB


Minutes of Board meeting of March 20, 2025

For Approval

 Minutes of Board meeting of March 20, 2025.docx	1
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Report of the CEO Performance Review and Evaluation Committee

For Report

 Report of the CEO Performance Review and Evaluation Committee.docx	14
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Independent Complaints Review Officer's Report

For Report

 Independent Complaints Review Officer's Report.pdf	16
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MEETING AGENDA

Presented by Stan Belevici, RCIC-IRB

12:30 PM	1. Welcome and Introductory Remarks	(2 mins)
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1.1. Land Acknowledgement

1.2. Introductions

1.3. Conflict of Interest

12:32 PM	2. Approval of Consent Agenda For Approval	(1 min)
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12:33 PM	3. Approval of Meeting Agenda For Approval	(2 mins)
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12:35 PM 4. Report of the Chairperson (10 mins)
 For Report - Presented by Stan Belevici, RCIC-IRB


5. MANAGEMENT REPORTS

12:45 PM 5.1. Report of the CEO (15 mins)
 For Report - Presented by John Murray

5.1.1. Strategic Plan 2023-2025 - Progress Update
 For Discussion - Presented by John Murray

 Strategic Plan 2023-2025 - Progress Update.pptx 23

1:00 PM 5.2. Report: Professional Standards, Research, Education and Policy (10 mins)
 For Report - Presented by Beata Pawlowska

 Report of Professional Standards, Research, Education and Policy.docx 33

5.2.1. Licensee Competency Framework
 For Discussion - Presented by Beata Pawlowska

1:10 PM 5.3. Report: Registration Department (10 mins)
 For Report - Presented by Cathy Pappas


 Report Registration Department.docx 36

1:20 PM 5.4. Report: Professional Conduct Department (10 mins)
 For Report - Presented by Laura Halbert


 Report Professional Conduct Department.docx 38


1:30 PM 5.5. Report: Communications and Stakeholder Relations Department (10 mins)
 For Report - Presented by Jessica Freeman


 Report Communications and Stakeholder Relations Department.docx 40


1:40 PM	5.6. Report: Chief Operating Officer For Report - Presented by Russ Harrington	(10 mins)	
	 Report Chief Operating Officer.docx		43


6. SUSTAINABILITY



1:50 PM	6.1. Report of the Finance and Audit Committee For Report - Presented by Marty Baram, RCIC	(5 mins)	
	 Report of the Finance and Audit Committee.docx		47








1:55 PM	6.2. Review of Financial Results for period ended March 31, 2025 For Discussion - Presented by Marty Baram, RCIC	(20 mins)	
	 Review of Financial Results for period ended March 31, 2025.docx		51













	6.2.1. Summarized Financial Report for FY 2025 Q3		
	 Summarized Financial Report for FY2025 Q3.docx		52

	6.2.2. Financial Report for FY 2025 Q3 Forecast		
	 Financial Report for FY 2025 Q3 Forecast.docx		54

	6.2.3. Consulting Expenditures Breakdown		
	 Consulting Expenditures Breakdown.docx		58

2:15 PM	6.3. Draft Budget for Fiscal 2026 For Approval - Presented by Marty Baram, RCIC	(30 mins)	
	 Draft Budget for Fiscal 2026 - Memo.docx		60
	 Draft Budget for Fiscal 2026.docx		61

2:45 PM	6.4. Auditor Engagement and Remuneration For Approval - Presented by Marty Baram, RCIC	(15 mins)	
	 Auditor Engagement.docx		78
	 Auditor Remuneration.docx		80
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3:00 PM	6.5. Risk Mitigation Register For Discussion - Presented by Marty Baram, RCIC	(20 mins)	
	 Risk Mitigation Register.docx		81
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3:20 PM	7. BREAK	(10 mins)	
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	8. GOVERNANCE		
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3:30 PM	8.1. Report of the Governance and Nominating Committee For Report - Presented by Ben Rempel	(5 mins)	
	 Report of the Governance and Nominating Committee.docx		93
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3:35 PM	8.2. Update on College Act Regulations and College By-laws For Discussion - Presented by Ben Rempel	(10 mins)	
	 Update on College Act Regulations and College By-laws.docx		99
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3:45 PM	8.3. Approval of Draft By-laws 3, 4 & 5 For Approval - Presented by Ben Rempel	(30 mins)	
	 Approval of Draft By-laws 3, 4 & 5.docx		100
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4:15 PM	8.3.1. Resolution - Corporate Secretary For Approval - Presented by Ben Rempel	(5 mins)	
	 Resolution - Corporate Secretary.docx		102
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4:20 PM	8.4. Board of Directors Skills and Proficiency For Discussion - Presented by Ben Rempel	(20 mins)	
	 Board of Directors Skills and Proficiency - Memo.docx		104
	 Board of Directors Skills and Proficiency.docx		106
	8.5. Approval of Licensee Competency Framework For Approval - Presented by Ben Rempel		
	 Licensee Competency Framework.docx		112
4:40 PM	8.6. Board Committee Terms of Reference For Approval - Presented by Ben Rempel	(10 mins)	
	8.6.1. CEO Performance Review and Evaluation Committee (Revised to Human Resources Committee)		
	 Human Resources Committee - Memo.docx		116
	 Human Resources Committee.docx		118
	8.6.2. Finance and Audit Committee		
	 Finance and Audit Committee - Memo.docx		123
	 Finance and Audit Committee.docx		125
	8.6.3. Governance and Nominating Committee		
	 Governance and Nominating Committee - Memo.docx		130
	 Governance and Nominating Committee - Blacklined.pdf		132
	 Governance and Nominating Committee.docx		138
4:50 PM	8.7. Board Development and Education Plan For Approval - Presented by Ben Rempel	(10 mins)	
	 Board Development and Education Plan - Memo.docx		143
	 Board Development and Education Plan.docx		145

9. GENERAL INFORMATION

For Reference - Presented by Stan Belevici, RCIC-IRB

5:00 PM	<p>9.1. Board of Directors Meeting (5 mins)</p> <p>Dates: September 25 & September 26, 2025</p> <p>Location: Burlington, ON</p>
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IN CAMERA SESSION - MEETING CLOSED TO PUBLIC

5:05 PM	<p>10. Proposed Meeting Dates for 2026 (2 mins)</p> <p>Presented by Stan Belevici, RCIC-IRB</p> <p> Proposed Meeting Dates for 2026.docx</p>	151
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5:07 PM	<p>11. Outstanding Litigation (5 mins)</p> <p>For Discussion - Presented by John Murray</p>
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5:12 PM	<p>12. CEO Succession Planning (10 mins)</p> <p>For Discussion - Presented by Stan Belevici, RCIC-IRB</p>
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5:22 PM	<p>13. In camera discussion (34 mins)</p> <p>For Approval - Presented by Stan Belevici, RCIC-IRB</p>
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5:56 PM	<p>14. Termination (1 min)</p> <p>For Approval - Presented by Stan Belevici, RCIC-IRB</p>
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**Minutes of a Meeting of the Board of Directors
of the College of Immigration and Citizenship Consultants
Held at 12:30 PM, ET, Thursday, March 20, 2025
At the College of Immigration and Citizenship Consultants Office and via Zoom
5500 North Service Road, Suite 1002, Burlington, ON L7L 6W6**

Board of Directors:

Stan Belevici, RCIC-IRB (Chairperson)
John Burke, RCIC (Vice-Chairperson)
Normand Beaudry
Richard Dennis, RCIC
Jennifer Henry
Ben Rempel
Jyoti Singh

Ministerial Observer:

Allie Thompson, Acting Assistant Director,
Admissibility, Immigration, Refugees and
Citizenship Canada

Absent

Marty Baram, RCIC
Tim D'Souza

Management:

John Murray, President & CEO
Russ Harrington, Chief Operating Officer
Jessica Freeman, Director, Communications and
Stakeholder Relations
Laura Halbert, Director, Professional Conduct
Cathy Pappas, Director, Registration
Beata Pawlowska, Director, Professional
Standards, Research, Education and Policy
Victoria Rumble, Corporate Secretary

Nithiya Paheerathan, Coordinator, Board
Administration and Recording Secretary

1. WELCOME AND INTRODUCTORY REMARKS

Quorum

The Chairperson declared a quorum to be present and the meeting to be duly constituted for the transaction of business at 12:38 pm ET. With the consent of the meeting, Nithiya Paheerathan acted as Recording Secretary.

a) Land Acknowledgement

The Chairperson acknowledged the land on which they gathered was part of the traditional territories of many nations covered by 70 treaties and other agreements with Indigenous peoples. He expressed gratitude for the privilege to work and live on these territories.

b) Introduction

The Chairperson welcomed all members of the Board, Ministerial Observer, members of the public, College licensees and introduced those in attendance. He gave instruction on how to listen to the broadcast in French.

c) Conflict of Interest Declaration

The Chairperson asked for declarations of conflict of interest with any items being discussed. None were declared.

2. APPROVAL OF AGENDA

The Chairperson referred to the pre-distributed agenda and called for a motion for its approval. Two amendments were proposed:

- Amendment 1: Moving the Finance and Audit Committee Report and the Independent Complaints Review Officer's Report from the consent agenda to the main agenda;
- Amendment 2: Removing item 8.1, "Approval of Amendments to the Code of Professional Conduct," necessitated by a recent communication from Immigration, Refugees and Citizenship Canada (IRCC). A late-breaking development required further review and consideration before proceeding with the amendments. After these adjustments, the Chairperson called for a motion to approve the amended agenda

Moved by Jennifer Henry, seconded by Normand Beaudry:

BE IT RESOLVED THAT the Agenda for the meeting, be and is hereby approved as amended.

CARRIED

3. APPROVAL OF CONSENT AGENDA

The Chairperson referred to the Consent agenda distributed in advance of the meeting. A request was made to move the following from the Consent agenda to the main agenda for discussion:

- Report of the Finance and Audit Committee
- Independent Complaints Review Officer's Report

Minutes of Board Meeting of December 5, 2024 (amended)

During the review of the December 5, 2024, meeting minutes, a request was made to amend the record to reflect discussion held regarding the potential relocation of one of the Board meetings currently scheduled to be held at the Burlington office to an alternate city. The Chairperson acknowledged this oversight and requested that the discussion be incorporated into the record. Following this amendment, the Chairperson called for a motion to approve both the amended minutes, and the nine additional items contained within the consent agenda.

Moved by John Burke, seconded by Richard Dennis:

BE IT RESOLVED THAT the 9 items contained in the Consent agenda, as presented, and the amended minutes of the meeting of December 5, 2024, be and are hereby approved:

1. Minutes of Board Meeting of December 5, 2024 (amended)
2. Minutes of Board Meeting of February 4, 2025

3. Report of the Governance and Nominating Committee
4. Report of the CEO Performance Review and Evaluation Committee
5. Review of Insurance Coverage
6. Register of Directors
7. Board of Directors Workplan 2025-26
8. Finance and Audit Committee Workplan 2025-26
9. Governance and Nominating Committee Workplan 2025-26
10. Update on Board Compensation

CARRIED

4. REPORT OF THE CHAIRPERSON

The Chairperson reported on the progress achieved and current challenges facing the College. He noted the success of the College's Annual General Meeting (AGM) held in December, highlighting strong attendance and meaningful engagement from licensees. He expressed appreciation for the dedication of all those involved and emphasized that the AGM underscored the College's ongoing commitment to transparency and open communication. He reported that feedback received from licensees indicated a clear interest in increased opportunities for direct engagement.

The Chairperson thanked the Directors for their contributions to the College's response to the draft College Act Regulations, noting that their input was instrumental in shaping the positions taken in the College's formal comment letter. Looking ahead, he identified finalizing the By-laws as a key priority for the upcoming year and stressed the importance of developing a governance framework that is both comprehensive and forward-looking.

He addressed the financial outlook, referencing the deficit forecasted in the Q2 Outlook to be presented by the Finance and Audit Committee (FAC). While acknowledging the challenges, he emphasized the need to approach the situation with urgency and strategic focus. He expressed confidence that, through collaboration and disciplined financial management, the College could navigate this period effectively.

In addition, the Chairperson noted that the results of the Board's self-evaluation would offer valuable insights into the strengths and areas for future development of the Board as a governing body. As the term of the transitional Board draws to a close, he underscored the importance of making decisions that will have a lasting, positive impact on the College's future. He concluded by thanking everyone for their continued dedication and expressed optimism about moving forward with unity and shared purpose.

Following the report, the Directors expressed their appreciation to the Chairperson for his thorough and thoughtful remarks and reaffirmed the importance of establishing a strong foundation for the incoming Board of Directors.

5. MANAGEMENT REPORTS

5.1 REPORT OF THE CEO

The Chairperson called upon John Murray, President & CEO to report.

John Murray noted that the College had made significant progress towards achieving its strategic plan objectives in several key areas. He reported that the comment period for the draft College Act Regulations concluded on February 4, 2025, and that the College had submitted comprehensive feedback to IRCC. On March 3, 2025, the College launched its 2025 Fraud Prevention Month campaign, focusing on the ongoing challenges of identifying immigration fraud.

He reported that the third intake of the New-Licensee Mentoring Program concluded on March 11, 2025, with 400 new licensees registered. Preparations for the fourth intake were already underway.

John Murray informed the Board that the College had submitted proposed amendments to the Code of Professional Conduct for Ministerial approval and had initiated the budget planning process for fiscal 2026. He also noted that a detailed review of the licensee-facing By-laws was underway, with engagement from key staff. The number of Regulated Canadian Immigration Consultant licensees had remained stable throughout the fiscal year.

Information received from Queen's University at Kingston indicated that recent changes to Canadian immigration policy were creating confusion among prospective students for the College's Graduate Diploma Program in Immigration and Citizenship Law and may be impacting current enrollments. In response, both Queen's and the College's Communications and Stakeholder Relations (CSR) team were collaborating on targeted communications materials. Similar concerns were also raised by Université de Montréal.

In light of the deficit projected in the Q2 Outlook, John Murray reported that the College Leadership team had taken steps to reduce expenses including reduction of travel, scaling back certain ongoing initiatives including limiting current work on the records management project to minimum compliance requirements. Likewise, development work on the iMIS system would prioritize enhancements that ease of use by licensees and the upcoming licensee renewal process. In addition, planned software requirements were under review to ensure alignment with current priorities.

Board members posed questions regarding the strategic plan, records management, iMIS, Access to Information and Privacy (ATIP), compliance, and potential risks associated with noncompliance.

John Murray confirmed that the College was in compliance and would continue to comply with all current legislative and financial obligations.

The Chairperson thanked John Murray for his report.

5.1.1 PROGRESS UPDATE FOR STRATEGIC PLAN 2023-2025

The Chairperson called upon John Murray, President & CEO to present.

John Murray referred to the documents distributed in advance of the meeting noting that the materials incorporated feedback on the presentation format received from the Board of Directors. He highlighted key focus areas, including Professional Standards and Compliance, Unauthorized Practitioners, and Stakeholder Communications. He also advised that the College would be pausing the Research Symposium for the next two years, citing the significant workload associated with implementing the new and forthcoming Regulations.

Board members expressed their appreciation for the report and posed questions.

The Chairperson thanked John Murray for his report.

5.2 – 5.6 MANAGEMENT REPORTS

The Chairperson called upon each Director to present a report on their respective department, outlining key highlights, projects and initiatives, challenges and opportunities.

- Beata Pawlowska, Director, Professional Standards, Research, Education and Policy reported continued progress across the College's development initiatives. She noted that the Specialization Program had surpassed 1,733 graduates, while the New-Licensee Mentoring Program and the Practice Management Education Program continued to demonstrate success. The Continuing Professional Development and Quality Assurance Programs also saw notable advancements. Beata Pawlowska shared that the College was actively enhancing its regulatory framework through comprehensive policy review and gap analysis. In response to a Director's inquiry, she confirmed that the PREP Department comprised 28 full-time and 3 part-time staff.
- Cathy Pappas, Director Registration, reported that administrative enforcement activities, temporarily paused during the iMIS implementation had recommenced. She reported that suspensions and revocations were now underway, with further actions anticipated. The Registration department had also begun a policy review to ensure alignment with the new Regulations and By-laws. She highlighted a recent presentation delivered at Queen's University to encourage graduates to pursue licensing promptly upon graduation. She advised that the number of Regulated Canadian Immigration Consultant (RCIC) licensees had remained steady throughout the fiscal year to date.

The Directors requested a visual flow chart illustrating changes resulting from the new bylaws and regulations. Upon inquiry from the Directors, she advised that there were 21 staff in the Registration Department.

- Laura Halbert, Director, Professional Conduct, reported a 73% reduction in legacy complaints compared to two years prior. In response to questions from the Board, she addressed the feasibility of using complaint volume as a performance metric and discussed whether additional staffing could further reduce the complaint backlog. Upon inquiry from the Directors, she confirmed that there were 34 staff in the Professional Conduct Department.

Independent Complaints Review Officer's Report

Laura Halbert presented the Independent Complaints Review Officer's Report (ICRO) that was removed from the Consent Agenda for separate discussion.

The Directors acknowledged that Lai-King Hum, serving as the Independent Complaints Review Officer (ICRO), commended the College staff for their handling of complaints during its busiest quarter since her tenure began. She reported finding no instances of procedural unfairness, factual inaccuracies, or legal errors in the processing of complaints.

- Jessica Freeman, Director Communication and Stakeholder Relations, reported the launch of the College's Fraud Prevention Month campaign. She advised that the campaign would run for eight weeks across 17 countries and in six languages, selected based on Statistics Canada data, with a focus on reaching vulnerable populations. Directors discussed ongoing public misunderstandings about the College. Jessica Freeman noted that, in many cases, media outlets published stories without contacting the College for comment, and that the College regularly reached out to correct inaccuracies. She confirmed that there were 15 staff in the Communications and Stakeholder Relations Department.
- Russ Harrington, Chief Operating Officer, provided an update on ATIP requests received by the College, noting a steady increase in volume and complexity. Some requests, he explained, had to be divided into multiple parts, and in many cases, legal counsel was engaged to manage particularly complex matters. Directors requested that future reports include updates from other areas within the Operations Department. Russ Harrington confirmed that the Operations Department includes 29 staff members.

The Board of Directors expressed their appreciation for the work being carried out across all departments and asked that their commendations be shared with College staff.

The Chairperson thanked the management team for their reports.

6. SUSTAINABILITY

6.1 REVIEW OF FINANCIAL RESULTS FOR PERIOD ENDED DECEMBER 31, 2024

The Chairperson referred to the documents distributed in advance of the meeting. He stated that he would be presenting the FAC Report in the absence of the FAC Chairperson.

He provided an overview of the Q2 Financial Report and the current forecast, noting a negative variance of \$320,000 compared to the approved budget. This variance was primarily due to a shortfall in revenue—largely attributed to annual fee revenues below budget and some higher-than-budgeted expenditures. Key areas of increased spending included IT infrastructure, public awareness communications, legal costs related to By-laws and Regulations, and amortization expenses.

The forecast projected a year-end deficit of \$1.4 million, driven by additional IT costs associated with the iMIS system, and projected legal and payroll expenses. Amortization charges in respect of the College's office premises were also larger than anticipated due to a change in reporting required by the College's auditors. Despite this projected deficit, the Chairperson emphasized that the College's balance sheet and overall financial position remain strong.

Directors posed a number of questions to management, with a particular focus on strategies to reduce the forecasted deficit.

In response, management noted that timing differences accounted for a portion of the projected deficit, while other amounts, including the aforementioned amortization amount, were due to external factors that could not be anticipated with any certainty. Management confirmed that a comprehensive review of College operations had been conducted and immediate cost-saving measures implemented.

In response to questions, management also clarified that the total budget amount allocated for the Enterprise Management System (\$3.5 million over two years) had not been exceeded. However, they acknowledged that certain technical issues arising from the ongoing implementation of this system had required immediate attention, leading to incurring of expenses sooner than anticipated. Should it appear in the future that any funds in addition to budgeted amounts are required for the EMS project, management would seek Board approval.

REPORT OF THE FINANCE AND AUDIT COMMITTEE

Ben Rempel addressed the item that had been removed from the Consent Agenda for further discussion. He expressed concern regarding the inclusion of a discussion by the FAC on two potential options for risk management. He reminded the Board that, during the December 5, 2024 meeting, a decision had been taken to proceed with the Risk Mitigation Register that had been presented to the Board at that time and questioned why an alternative risk

management option was subsequently brought forward to the FAC, despite the Board's earlier resolution.

Following discussion, the Board reaffirmed its commitment to the approved Risk Mitigation Register consisting of the top ranking 10 to 15 items, and passed a motion to continue using the current version, with a plan to revisit the matter in one year.

Moved by Ben Rempel, seconded by Jennifer Henry:

BE IT RESOLVED THAT the Board of Directors continue to work with the risk register presented at the December 5, 2024, Board meeting and revisit consideration of alternative models after one year.

CARRIED

Management, except John Murray, President & CEO, were excused from the meeting.

8. GOVERNANCE

8.1 UPDATE ON CODE OF PROFESSIONAL CONDUCT AMENDMENTS, COLLEGE ACT REGULATIONS AND COLLEGE BY-LAWS

The Chairperson called upon Ben Rempel, Chairperson, Governance and Nominating Committee (GNC) to report.

Ben Rempel referred to the materials circulated in advance of the meeting and outlined the Committee's strategic, two-pronged approach to reviewing the College's By-laws and policies. He emphasized the importance of clearly distinguishing regulatory responsibilities from governance oversight. He explained that the first prong of the review would be led by the College's Leadership Team, focusing on regulatory elements, while the second prong—concentrating on governance matters—would be overseen by the GNC with support from the Corporate Secretary. He highlighted that this work is foundational to the Board's long-term function, as the resulting By-laws will be passed on to future Directors.

Ben then invited John Murray, President & CEO, to provide an update on the amendments to the Code of Professional Conduct.

John Murray reported that, following the Board's resolution on December 5, 2024, the Chairperson formally submitted a request to the Minister on December 19, 2024, seeking written approval to amend the Code of Professional Conduct for College Licensees. He noted that the proposed amendments were intended to align with capacity provisions outlined in the draft College Act Regulations published for comment on December 21, 2024.

John Murray explained that College staff had worked closely with both IRCC and the Department of Justice (DOJ) to develop drafting instructions and proposed wording that is currently pending approval. Additionally, he reported that draft College By-laws, reflecting

discussions from the December Board meeting, had been uploaded to the Board portal for review.

The Chairperson and Ben Rempel thanked John Murray for his report.

8.2 DRAFT SKILLS MATRIX

The Chairperson called upon Ben Rempel, Chairperson, GNC to report.

Ben Rempel referred to the documents distributed in advance of the meeting. He explained that the purpose of the matrix is to identify key competencies, communicate expectations, and support strategic selection of Board members. He noted that the version presented to the GNC was more detailed than the version shared with the full Board. Management clarified that a simplified version had been developed based on earlier discussions at the GNC.

The Board agreed that a more comprehensive set of criteria would be more effective. It was therefore decided that the original, more detailed draft skills matrix reviewed by the GNC would be uploaded to the Board portal for all Directors to review and provide feedback. The GNC will incorporate this input and refine the matrix further, with the revised version to be brought back to the Board along with recommendations.

The Chairperson thanked Ben Rempel for his report.

8.3 APPOINTMENT OF VICE CHAIRPERSONS

The Chairperson called upon Ben Rempel, Chairperson, GNC to report.

Ben Rempel referred to the documents distributed in advance of the meeting and noted that, as outlined in the Terms of Reference for each Committee, the composition shall include a Vice Chairperson. He reported that at its meeting on March 4, 2025, GNC conducted a thorough review of the proposed Vice Chairperson appointments. Following careful consideration, the Committee is putting forward its recommended candidates for Board approval.

Moved by Jennifer Henry, seconded by Ben Rempel:

BE IT RESOLVED THAT the Board of Directors approve the appointment of the of Vice Chairpersons to the standing committees of the Board with immediate effect, each to hold such position until a successor is appointed.

- CEO Performance Review and Evaluation Committee – Normand Beaudry
- Finance and Audit Committee – Marty Baram
- Governance and Nominating Committee – Richard Dennis

CARRIED

9. NEXT MEETING AND TERMINATION

The Chairperson announced the next meeting of the Board of Directors will be held on June 19th and June 20th, 2025, in Burlington, ON.

MEETING CLOSED TO THE PUBLIC (IN CAMERA SESSION)

IN-CAMERA SESSION MOTIONS

Moved by Normand Beaudry, seconded by Ben Rempel:

BE IT RESOLVED THAT the Board meeting move in camera.

CARRIED

IN CAMERA SESSION – DRAFT COLLEGE ACT REGULATIONS

The Chairperson called upon John Murray to present the Draft College Act Regulations.

IN CAMERA SESSION – OUTSTANDING LITIGATION

The Chairperson called upon John Murray to provide an update on outstanding litigation. John Murray reported and answered questions posed by Directors.

IN CAMERA SESSION – POST BOARD MEETING SURVEY

The Chairperson called upon Victoria Rumble to present the results of the Post Meeting survey.

IN CAMERA SESSION – BOARD AND COMMITTEE EVALUATIONS

The Chairperson called upon Victoria Rumble to present the results and analysis of Board of Directors and Committee annual evaluations.

Management, including the President & CEO, left the meeting.

IN CAMERA SESSION – BOARD DISCUSSION

IN CAMERA SESSION MOTIONS

On a motion duly made, seconded and carried

BE IT RESOLVED THAT

- (1) To close the in-camera session and,
- (2) Move the meeting into open session.

CARRIED

TERMINATION

On a motion duly made, seconded and carried.

BE IT RESOLVED THAT the meeting be and is hereby terminated at 1:25 PM ET on March 21, 2025.

CARRIED

Stan Belevici, RCIC-IRB
Chairperson

Nithiya Paheerathan
Recording Secretary

Summary of Resolutions and Actions Discussed

Record of Resolutions

Resolution	Agenda Item	Topic	Motion
1	Agenda	RESOLVED THAT the Agenda for the meeting be and is hereby approved as amended.	1
2	Consent Agenda	RESOLVED THAT the 9 items contained in the Consent agenda, as presented, and the amended minutes of the meeting of December 5, 2024, be and are hereby approved: <ol style="list-style-type: none"> 1. Minutes of Board Meeting of December 5, 2024 2. Minutes of Board Meeting of February 4, 2025 3. Report of the Governance and Nominating Committee 4. Report of the CEO Performance Review and Evaluation Committee 5. Review of Insurance Coverage 6. Register of Directors 7. Board of Directors Workplan 2025-26 8. Finance and Audit Committee Workplan 2025-26 9. Governance and Nominating Committee Workplan 2025-26 10. Update on Board Compensation 	2
6.1	Report of the Finance and Audit Committee	RESOLVED THAT the Board of Directors continue to work with the risk register presented at the December 5, 2024 Board meeting and revisit the consideration of external consultation after one year.	3
8.3	Appointment of Vice Chairpersons	RESOLVED THAT the Board of Directors approve the appointment of the of Vice Chairpersons to the standing committees of the Board with immediate effect, each to hold such position until a successor is appointed. <ul style="list-style-type: none"> • CEO Performance Review and Evaluation Committee – Normand Beaudry • Finance and Audit Committee – Marty Baram 	4

Resolution	Agenda Item	Topic	Motion
		<ul style="list-style-type: none"> Governance and Nominating Committee – Richard Dennis 	
9	Board meeting move in camera	RESOLVED THAT the Board meeting move in camera.	4
	In camera session be moved to the open session and the Board resume in open session	RESOLVED THAT <ol style="list-style-type: none"> To close the in camera session and, Move the meeting into open session. 	5
	Termination	RESOLVED THAT the meeting be and is hereby terminated at 1:25 PM ET on March 21, 2025.	6

MEMORANDUM

To: **Board of Directors**
From: **Stan Belevici**
Chairperson, CEO Performance Review and Evaluation Committee
Re: **Consent Agenda Item – Report of the CEO Performance Review and Evaluation Committee**
Date: **June 19, 2025**

Summary:

The CEO Performance Review and Evaluation Committee met on May 8, 2025. All members attended.

Requested Action:

For the information of Directors only.

Discussion/Analysis:

The following topics were discussed:

Previous Minutes: The minutes of the meeting of the Committee held on February 21, 2025, were approved.

Committee Terms of Reference: Following discussion at the March Board meeting, Committee members reviewed the terms of reference for the Committee and discussed amendments necessary to change the name of the Committee and broaden the mandate of the Committee to include governance-level oversight of the human resources (HR) policies and strategies of the College. Given the broader mandate, it was also agreed that the Committee would be supported by the Corporate Secretary going forward, recognising that appropriate safeguards for protection of personal and other confidential information would be needed. After discussion, the CEO was directed to circulate amended draft Terms of Reference to Committee members and, upon approval, submit them to the Governance and Nominating Committee for recommendation to the Board.

Committee Workplan: It was agreed that the workplan would be amended to reflect the Committee's broader mandate and circulated to Committee members for review at the next meeting.

CEO Performance Review Process: In accordance with discussion at its previous meeting, the Committee confirmed that a 360-degree performance review of the CEO would be conducted in respect of the current year. This would include input from Board members, the College's Leadership Team and a limited number of external stakeholders (i.e. IRCC and CAPIC). The Committee Chairperson will identify an appropriate consultant to move this forward.



In Camera Session: The Committee held an in camera session in the absence of the CEO and College staff.

References:

Draft Human Resources Committee Terms of Reference

Independent Complaints Review Officer's QUARTERLY REPORT

January 1, 2025 to March 31, 2025

May 5, 2025

Introduction

This is the Quarterly Report required by Section 5.2 of the Independent Complaints Review Officer Regulation ("ICRO Regulation"):

- 5.2 The ICRO shall report to the Council¹ every quarter of the calendar year:
- (a) statistics that include the number of requests for reviews received in each quarter, the number of reviews concluded in each quarter, the number of reviews still active at the end of each quarter, and the general outcomes of the concluded reviews;
 - (b) a summary of the disposition of the reviews concluded by the ICRO in each quarter, including a summary of any matters referred to the Council, and the reasons for that referral; and
 - (c) an assessment of the Council's handling of complaints, including any trends or concerns, and recommendations regarding improvement of those processes.

This Quarterly Report covers the period from January 1, 2025 to March 31, 2025 ("Current Period"), to be presented at the Council's review at its next quarterly meeting in June 2025.

As required, this Quarterly Report is divided into a General Statistics, a Summary of Disposition of Reviews by ICRO, Assessment of the Handling of Complaints by the College, and Recommendations.

Mandate of the ICRO

On receiving a request for review of a complaint that was not referred to Discipline, the ICRO reviews the College's handling of the complaint to determine if there was any procedural unfairness or any errors in fact or in law. Reviews are expected to be completed within 30 days of the ICRO's receipt of the request for review.

¹ Any references to the Council, and associated terminology, are to be read as references to the College, including the Complaints Committee.

The mandate of the ICRO is set out under section 27 of the By-law, which states in part:

27.2

A complainant may only request an ICRO review by written application using the application form on the Council website. The ICRO is not required to review every matter requested and may in their discretion decide not to conduct a review or may discontinue a review already in progress.

27.3

The ICRO may only review the fairness of the procedure used by the Council or the Complaints Committee to handle the complaint. The ICRO's review will be guided by the accepted principles in the rules and By-laws related to the Complaints and Discipline process. The ICRO cannot review the actual merits of any particular complaint.

27.4

The ICRO will either accept that the procedures were fair or refer the complaint back to the Complaints Committee with a recommendation for further action. During the review, if the ICRO receives fresh information the ICRO considers significant, they may refer that information back to the Complaints Committee for further consideration. Where a matter is referred back to the Complaints Committee the ICRO will direct whether the matter must be considered by a different panel than that which first reviewed the complaint.

Section 4.1 of the ICRO Regulation, enacted pursuant to sections 27 and 56.7 of the By-law, sets out more detail the broad authority of the ICRO:

4.1 The ICRO has the power and discretion to decide how to respond to any request by a complainant to review the closing of their complaint. The ICRO may decide to do one or more of the following:

- (a) refuse the complainant's request for a review, because it does not raise issues that are serious enough, or because any review will likely not lead to any different outcome, or for any other reason;
- (b) review the closing of the complaint, by investigating the Council's handling of the complaint;
- (c) mediate with the complainant and the Council to try to achieve an agreement to settle the matter; or
- (d) stop or temporarily suspend a review at any time, and close the review without any referral or further action, or decide to refer the complaint back to the Council.

These provisions emphasize that, where the request for review is not refused or temporarily suspended, the ICRO's review of a complaint shall be based upon whether the procedures used by the College in its handling of a complaint were fair. The By-law and the ICRO Regulation provide that the ICRO cannot review the actual merits of any complaint, and that the ICRO's review will be governed by the principles in the Tribunal Committee Rules of Procedure and the By-laws related to the Complaints and Discipline process.

Although the ICRO has the power and discretion under the ICRO Regulation to also mediate with the complainant and the College, this power has not yet been used.

Finally, an important part of the role of the ICRO is to make recommendations to the College on how to improve its handling of complaints, including the fairness and transparency of its complaint procedure and process.

General Statistics

The Current Period, saw a dramatic rise to the numbers of requests for review since this ICRO started in mid-September 2022, averaging 4.5 per month, exceeding the previous high of 10 requests for review in the third quarter of 2024, averaging 3.3 per month.

The nine reviews concluded this Current Period (the first quarter of 2025) is the second highest after the fourth quarter of 2024, when eleven were concluded.

Requests for Review Received by ICRO	Reviews Concluded	Active Reviews (as of March 31, 2025)
14 ²	9	5

ICRO decisions are expected to be rendered within 30 days of receipt of a request for review. Three of the completed requests for review for this Current Period were concluded shortly after the 30 days: (i) One was issued three days after, due to an ICRO office error in diarizing dates; and (ii) two related complaints were issued two days after, under special circumstances involving communications with the College, described in the summary below.

General Outcome of Reviews Concluded

In conducting a review, generally the ICRO may either (i) accept that there was procedural fairness and no errors in fact or in law in the way the complaint was handled; or (ii) refer the complaint back to the College or Complaints Committee with a recommendation for further action.

Fourteen new requests for review were received during this Current Period, while nine reviews were concluded. There were five active reviews at the end of the Current Period.³

In the majority of the requests for review, I concluded that there was procedural fairness and no errors in fact or in law in the way that the College handled the complaint. There were a few that had slightly different outcomes, as summarized in the next section of this Quarterly Report.

² There were in fact 14 separate complaints, but the College dealt with two of the complaints together, closing them with one closing letter, as described below. These two separate complaints are counted here as 1 request for review.

³ As of the date of this Quarterly Report, the active reviews for the Current Period (to end of March 31, 2025) were all concluded on April 14, 2025.

Summary of Disposition of Reviews by ICRO

The following is a summary of the disposition of the reviews conducted:

1. College File No: CD.2024.785312

Review Acknowledged by ICRO: January 7, 2025

Matter Closed by ICRO: February 3, 2025

Disposition: The decision of the College was confirmed. There were no findings of procedural unfairness, or errors in fact or in law, in the way that the complaint was handled. However, the Closing Letter indicated that all fees had been refunded, when in fact the fees had only been partially refunded. A simple recommendation was made that the Closing Letter be corrected and sent back to the Complainant.

2. College File No: CD.2024.736614

Review Acknowledged by ICRO: January 20, 2025

Matter Closed by ICRO: February 20, 2025

Disposition: The decision of the College was confirmed. There were no findings of procedural unfairness, or errors in fact or in law, in the College's decision to proceed to a voluntary resolution agreement with the Licensee through the Early Resolution process.

3. College File No: CD.2024.625074

Review Acknowledged by ICRO: January 20, 2025

Matter Closed by ICRO: February 20, 2025

Disposition: The decision of the College was confirmed. There were no findings of procedural unfairness, or errors in fact or in law, in the College's decision to proceed to a voluntary resolution agreement with the Licensee through the Early Resolution process.

4. College File No: CD.2023.985

Review Acknowledged by ICRO: January 27, 2025

Matter Closed by ICRO: February 26, 2025

Disposition: On an exceptional basis, the ICRO agreed to proceed with the request for review, although it was received by the College after the 30-day deadline. The decision of the College was confirmed. There were no findings of procedural unfairness, or errors in fact or in law, in the way that the complaint was handled.

5. College File No: CD.2020.305-1 and CD.2020.305-2⁴

Review Acknowledged by ICRO: February 10, 2025

Matter Closed by ICRO: March 10, 2025

Disposition: These decisions of the College were confirmed. There were no findings of procedural unfairness, or errors in fact or in law, in the way that the complaints were handled.

6. College File No: CD.2017.365

Review Acknowledged by ICRO: February 11, 2025

Matter Closed by ICRO: March 14, 2025

Disposition: The decision of the College was confirmed. There were no findings of procedural unfairness, or errors in fact or in law, in the College's decision to proceed to a voluntary resolution with the Licensee through the Early Resolution process. However, given the lengthy delay between the date of the complaint and the delivery of the Complaint Committee's decision, a recommendation was made that the College ensure procedures are in place to prevent any re-occurrence of such an oversight.

7. College File No: CD.2024.805987

Review Acknowledged by ICRO: February 20, 2025

Matter Closed by ICRO: March 6, 2025

Disposition: Exercised discretion pursuant to Section 4.1(a) of the ICRO Regulation, and refused the request for review on the basis that the review would not lead to any different outcome.

8. College File No: CD.2024.688033⁵

Review Acknowledged by ICRO: February 25, 2025

Matter Closed by ICRO: March 27, 2025

Disposition: The original Closing Letter indicated that the complaint was closed with no further action except for guidance provided to the Licensee. In fact, both guidance and a caution were provided to the Licensee. The complaint was suspended pursuant to 4.1(d) of ICRO Regulation, the error brought to the attention of the College, and the College issue a new Closing Letter.

⁴ These complaints were counted as two separate complaints received, but only one decision was made, as that was the way that the College handled the complaints.

⁵ This complaint is related to the one below: same complainant, different licensee. The College treated these complaints separately.

9. College File No: CD.2024.676838⁶

Review Acknowledged by ICRO: February 25, 2025

Matter Closed by ICRO: March 27, 2025

Disposition: The original Closing Letter indicated that the complaint was closed with no further action except for guidance provided to the Licensee. In fact, both guidance and a caution were provided to the Licensee. The complaint was suspended pursuant to 4.1(d) of ICRO Regulation, the error brought to the attention of the College, and the College issue a new Closing Letter.

Assessment of the Handling of Complaints by College and Recommendations

The College has a critical role in regulating immigration and citizenship consultants in the public interest. The College protects the public by (a) establishing and administering qualification standards, standards of practice and continuing education requirements for licensees; (b) ensuring compliance with the code of professional conduct; and (c) undertaking public awareness activities.

As noted above, this first quarter of 2025 was the busiest quarter since this ICRO's started handling requests for review in September 2022.

In general, the College's handling of complaints has proceeded with procedural fairness.

I am aware that over the last two years, the College has made concerted efforts to improve its complaints handling processes, and this has resulted in a reduction in the types of recommendations made by the ICRO.

In one review involving a legacy case summarized above, I recommended that the College ensure procedures are in place to prevent any re-occurrence of similar oversights (the closing letter was not sent out until much later). However, I believe that what happened in this one legacy case is unlikely to re-occur, as I understand that the backlog has been fully or almost fully addressed.

Further, while factual errors in closing letters have not previously been an issue, there were three complaints (two related) in this Current Period where the actual outcome was not reported fully accurately in the closing letter. This may be attributed to the significant increase in the volume of complaints over the last year, but the College should be vigilant in ensuring that this does not turn into a pattern. If this is a result of staff being overwhelmed by the increase in volume, then the College needs to address a possible lack of resources.

Apart from the oversight and errors during this Current Period, it was also the first time that I exercised my discretion as ICRO, pursuant to Section 4.1(a) of the ICRO Regulation, to

⁶ This complaint is related to the one above: same complainant, different licensee. The College treated these complaints separately.

refuse a request for review on the basis that the review would not lead to any different outcome.

Conclusion

Complainants play a critical role in supporting the College's mandate of regulating immigration and citizenship consultants in the public interest. The College relies on public and individual complainants to make complaints about licensees who fail to comply with their code of professional conduct or fall below standards of competence.

Through the request for review process, the ICRO holds the College accountable for ensuring that complaint handling procedures used by the College are fair, without errors in fact or in law. This is partly accomplished through the ICRO's recommendations, identifying to the College areas of possible improvement in the complaints handling process. The ICRO's decisions and recommendations are made in the spirit of ensuring protection of the public interest mandate, and helping the College fulfil its regulatory mandate.

Through communications with the College's leadership team last year, I was aware that the College took significant steps to improve its complaint handling process, and that the backlog in legacy cases has essentially been eliminated. The College has considered and implemented many of the ICRO's recommendations, and there has been a decreasing number of recommendations coming from the ICRO on how to improve the complaints handling process.

While this Quarterly report did not result in any significant recommendations on how to improve the complaints handling process, it does serve as a reminder that oversights and errors sometimes do occur. The College must be vigilant in reducing such incidents, but also consider if its complaint handling processes are properly resourced to support its regulatory mandate to act in the public interest. Such vigilance is a critical aspect of ensuring public confidence in the College's mandate.

The ICRO will continue to monitor the College's complaints handling processes and provide recommendations, as needed.

Dated this May 5, 2025.

Independent Complaints Review Officer



Lai-King Hum (she/her/elle), ICRO

CICC
College of Immigration
and Citizenship Consultants



CCIC
Collège des consultants en
immigration et en citoyenneté

Q4 Strategic Plan Progress Update

June 2025





Board Feedback on Q3 Report

Board feedback at the Q3 meeting requested that future reporting:

- 1) Indicate clear timeframes for measures.
- 2) Provide year-to-date numbers each quarter.
- 3) Make the measures concrete – using numerical targets or percentage completion – wherever possible.

This Q4 report implements these elements to the extent possible. The College will continue to refine its approach to measurement and reporting in F2026.

Objective: Professional Standards & Compliance

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
Quality Assurance	The College will leverage research and best practices to further establish its quality assurance (QA) program, to verify licensees' compliance with College requirements and promote maintenance and development of core competencies.		Complete business case and options identification (Q3)	100% achieved	--	The College continued implementing its current QA requirements with a focus on continuing professional development.	The College will continue its existing QA-focused activities, leveraging annual renewal to confirm compliance with College requirements, conducting a CPD audit over the summer, and building on the business case (completed and reported on in Q3) to inform the development of the next strategic plan.
			Determine or confirm core QA program components (Q3)	100% achieved	--		
Practice, Policy, and Public-Centred Research	The College will raise its reputation within the sector nationally and internationally, through establishing itself as a thought leader and source of expertise.		Research Symposium findings inform programs (Q4)	100% achieved	--	Key initiatives this quarter included competency benchmark research; a review of reserve fund allocations across Canadian self-regulatory organizations; policy research; research on entry-to-practice exam validation and program effectiveness; and the initiation of a scoping review on the use of artificial intelligence in professional practice, along with a licensee survey.	The College will continue leading its benchmark research, advancing licensee and public studies, presenting at conferences, supporting fellowships, and expanding its research footprint through key events, publications, and strategic partnerships.
			Secure 2 research partnerships agreements (Q4)	100% achieved	2 secured		
			Submit/deliver 6 conference proposals (Q4)	117% achieved	7 delivered		
			Expand relationships with international regulators (Q4)	100% achieved	--		


Objective: Professional Standards & Compliance

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
Regulations, By-laws and Policies Development	The College will support the regulation drafting process, and revise and implement its By-laws accordingly, to position the College to be an effective professional regulatory organization.	●	Participate in regulation drafting process (Q3)	100% achieved	--	The College continued liaising with the Department of Justice on the development of College Act Regulations, which may be impacted by the review currently being conducted by the IRCC's human rights-focused legal unit. In the meantime, the College continued its work on updating the By-laws. <i>*The By-laws remain in draft form, subject to further revisions, until the College Act Regulations become final.</i>	The College will continue planning efforts in preparation for the College Act Regulations and By-laws coming into force. Implementation will be supported by a communication strategy (for licensees, staff and the public)—including training where appropriate—as well as adapting processes and programs as required.
			Facilitate licensee participation in regulation drafting process (Q3)	100% achieved	--		
			Incorporate the needs of the College in revised By-laws* (Q3)	n/a*	--		
Complaints Process Efficiency and Effectiveness	The College will protect the public interest by reviewing conduct concerns and taking proportionate action against those who are non-compliant with the College Act and Code of Professional Conduct.	●	Acknowledge complaints within average of 3 business days (ongoing)	100% achieved	--	As of the College's first day in operation, there were approximately 1,600 legacy files; all of these files have now been closed (85%) or assigned (15%). Of the 35 ICRO decisions completed this year, 34 (97%) have been supported; only one was returned for reconsideration.	The College will focus a significant component of this initiative on adapting these processes to align with the requirements of the College Act Regulations and corresponding By-laws.
			90% of pre-College files assigned or closed by the end of the year (Q4)	111% achieved	100% assigned or closed		
			90% of ICRO decisions support College procedures were followed (Q4)	108% achieved	34 of 35 supported		
			Discipline committee decisions upheld by judicial review	100% achieved	--		

Objective: Unauthorized Practitioners

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
High and Low-Profile Domestic UAP Shut Down	The College will maintain confidence in the profession by differentiating UAP conduct from licensees and protect the public from those not qualified to practice.	●	Shut down 5,000 UAP social media/website (Q4)	80% achieved	4,000+	The College continued to review whether there are additional options the College can employ for enhancing its UAP detection, mitigation, and reporting efforts, as well as associated resource implications.	The College will review its efforts to date in shutting down UAP social media accounts and websites and determine its most effective options for disrupting UAP operations (through continued shut down efforts or otherwise).
			Steps taken as required to support compliance including cease and desist letters, filing of Tribunal decisions as federal court orders, and injunction applications (Q4)	100% achieved	45 combined actions*	<i>*Includes 37 cease and desist letters, 3 Tribunal decisions filed as federal court orders, 2 administrative revocation decisions filed, 2 contempt of court motions pending, and 1 notice of application for an injunction.</i>	
Top Source Countries Awareness Communication	The College will continue to raise public awareness via a multi-lingual international fraud prevention campaign.	●	Increase web traffic to the public register by 50% during F2025 campaign in-market phase (Q4)	268% achieved	134% traffic increase	The Fraud Prevention Month campaign included new languages (Arabic and Punjabi), in addition to simplified Chinese, Hindi, English, French; it was promoted on Meta platforms in 17 countries and on public transit in Toronto, Ottawa, Montreal, Vancouver. <i>*Social media following grew from 615,100 to 772,400 this year.</i>	The College will build on lessons learned in 2024 and 2025 (e.g., continue to use Transit/Out of Home based on good results, optimize channels based on KPIs like click through rates and cost per click etc.), and potentially include additional languages.
			Meet industry benchmarks for annual follower growth rates in F2025 (Q4)	100% achieved*	--		
			Meet industry benchmarks for social media engagement rates in F2025 (Q4)	100% achieved	--		



Objective: Stakeholder Communication

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
Proactive Licensee Communication	The College will actively engage with its licensees to reinforce the College's reputation as a respected regulator.		Hold 8 meetings with CAPIC for consultation and feedback (Q4)	113% achieved	9 meetings held	The College continued its ongoing proactive communications about relevant, timely College activities to licensees with concurrent development of communications plans and tactics of varying degrees of complexity. The College issued a survey in April 2025 (still in market as of the time this report is written). The results will establish a baseline metric for licensee perception of College communication and help the College inform future communication activities. <i>*Industry benchmark is 54%.</i>	The College will continue its efforts to enhance the effectiveness licensee communication activities, and will issue a 2026 licensee survey, to gather updated information on licensee perception of College communication in relation to the F2025 baseline, to evaluate progress.
			Meet industry benchmark open and click rates in monthly bulletins (Q4)	124% achieved	67% open rate*		
			Issue 200+ proactive licensee communications per year (Q4)	105% achieved	210 issued		
			Publish 250+ social media posts directed to licensees annually (Q4)	158% achieved	395 posts		
			Establish benchmark for licensee perception of College communication (Q4)	100% achieved	--		



Objective: Stakeholder Communication

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
Government Relations and Issues Management	The College will advance its mandate through media and government relations.	●	Build and operationalize process for media responses (Q3)	100% achieved	--	To improve understanding of the College's mandate and identify collaboration opportunities, in Q4, the College has met with the Law Societies of Ontario, Saskatchewan, and Manitoba, the British Columbia Ministry of the Attorney General, the Ontario Ministry of Labour, and the Canadian Immigration Lawyers Association. <i>*Requests came from 17 external partners.</i>	The College will work to actively engage the new Minister and her staff. In tandem, the College will continue to build and enhance strong relationships with Provincial governments, law societies, other key stakeholders, as well as advance media relations.
			100% on-time response rate to mainstream media requests (Q3)	100% achieved	100% rate		
			45 requests for information and advice from partners (Q4)	158% achieved	71 requests*		
			Partners are involved in issues management (ongoing)	100% achieved	--		
Strategic Relationship Partners	The College will leverage and engage with primary, secondary and influencer-level partners to advance its mandate.	●	Emerging issues are managed effectively (ongoing)	100% achieved	--	During Fraud Prevention Month, IRCC, Queen's University, University of Montreal distributed the College's campaign assets. Toronto Metropolitan University also proactively requested assets to share with their community. Additionally, the College sponsored the National Citizenship and Immigration Conference organized by CAPIC.	The College will continue to foster relationships with strategic partners, collaborating with IRCC and IRB communications teams to inform their media responses that include information about the College.
			Hold bi-annual meetings with IRB (Q4)	100% achieved	--		
			Hold monthly meetings with IRCC's Communications team (Q4)	100% achieved	--		
			Hold quarterly meetings with IRCC's Policy team (Q4)	100% achieved	--		




Objective: Sustainability

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
Culture and Engagement	The College will continue to develop and enhance culture and engagement through initiatives and experiences that positively impact employees.		Complete Task Team action plans (Q4)	86% achieved*	6 of 7 items completed	The College delivered the majority of remaining Task Team action plan items and continues to provide programs and initiatives related to culture and engagement. <i>*The final Task Team activity has been drafted and is expected to be complete in early F2026.</i>	The College will continue to focus efforts on developing and/or revising policies, programs and initiatives that contribute to positive employee experiences and increase engagement.
			7.5% (or lower) annual employee attrition rate (Q4)	123% achieved	5.8% attrition rate		
Diversity, Equity and Inclusion	The College will develop a DEI Statement of Commitment and DEI Strategy.		Share results of employee-initiated feedback with staff (Q2)	100% achieved	--	In Q4, the College built on the employee-initiated feedback collected earlier in the year through a survey (68% response rate) and leveraged the expertise and perspectives of its collaboration groups to inform the development of its proposed DEI Statement of Commitment, which is now complete.	The College will share the DEI Statement of Commitment with Collaboration Group participants and will present the Statement to the Board and College-wide. The College will then identify initiatives and related timelines to support the DEI Strategy.
			Establish and complete a minimum of 3 staff collaboration sessions (Q3)	200% achieved	6 sessions held		
			Finalize DEI Statement of Commitment (Q4)	100% achieved	--		

Objective: Sustainability

Initiative	Description and Purpose	Status	Measures			Activities	
			Definitions and Timelines for Achievement	Progress	# Details	Q4 Summary	F2026 Plans
Enterprise Management System	The College will implement an integrated enterprise management system, iMIS, to improve the efficiency and effectiveness of business processes, through replacing legacy systems, streamlining workflows, and providing evidence-base data.		Fully launch iMIS (Q1)	100% achieved	--	The College implemented College Portal (iMIS) updates to improve the annual renewal process and continued to enhance licensee user experience. <i>*The platform is fully operational and meets the College's current core needs; stabilization efforts will continue into F2026, focused on quality improvement, efficiency, and reducing issues.</i>	The College will complete the College Portal monitoring phase of the project, through modifications necessitated by the College Act Regulations, as well as further improvements to the user interface, annual renewal, report generation, and payment processes, as well as additional program integration.
			Post-launch hyper care (Q1)	100% achieved	--		
			85% of annual renewals completed without support (Q1)	114% achieved	97% w/o support		
			Stable and fully operational iMIS platform (Q4)	85% achieved	--		
Records Management	The College will develop an approach to records management, enabling College staff and systems to effectively and efficiently manage its records in alignment with legislation and regulations and be responsive to formal information requests.		Procurement process for vendor executed (Q3)	100% achieved	--	The College established a project plan for reviewing and integrating its record management practices into a comprehensive framework. The College has engaged Library and Archives Canada (LAC) to support the development of the framework.	The College plans to design and build the framework in Q1-Q3 and then develop an implementation plan beginning in Q4—with ongoing engagement with LAC throughout the process.
			Establish project plan for building comprehensive framework for College records management (Q4)	100% achieved	--		

Appendix: Reporting Framework

OVERALL INITIATIVE STATUS		
 Green	Proceeding as planned	 Yellow
		Proceeding with adjusted plan
		 Red
		Plan under review
MEASURE – DEFINITIONS		MEASURE – PROGRESS and # DETAILS
<p>Each measure is either a key deliverable (an output or product), milestone (an event or checkpoint), or target (a quantifiable outcome or result), which represents progress on the initiative.</p> <p>The scope of each measure is restricted to the current fiscal year (rather than the full strategic plan period or “all time”).</p> <p>The definition of each measure will be followed by the quarter-end by which it is expected to be completed/achieved.</p>		<p>On a quarterly basis, progress on measures will be reported as a “% achieved”.</p> <p>For deliverables and milestones, this is an estimate based on how much of the work toward producing the deliverable or surpassing the milestone has been completed (based on both volume and complexity of the work).</p> <p>For targets, the number is expressed in relation to the specific target that was established. As an example, if a give target is set at 90%, and the College reached 95%, this would be represented as “106% achieved” (as 95 divided by 90 = 106%); the “# Details” column will provide the specific number (in this example, “95%”).</p>

DEPARTMENT REPORT

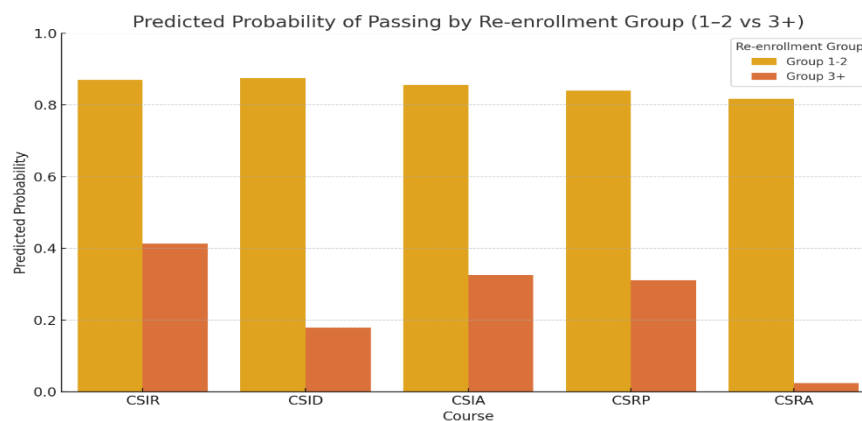
To:	Board of Directors
Meeting Date:	Thursday June 19, 2025
Agenda Item #:	5.2 - Report of Professional Standards, Research, Education and Policy (PREP) April to June, 2025
Subject:	Report of PREP Department
Key Contact:	Beata Pawlowska, Director, PREP
Action Required:	<i>For information only</i>

KEY HIGHLIGHTS

The 2025 Competency Standards Benchmark Study for RCIC and RISIA Practice:

The multimethod research project aimed at revalidating competency frameworks for our licensees is now complete, resulting in revised frameworks that align with current practice needs and enhance public protection, with the report available upon request.

Research Study: Impact of Re-enrollment Frequency on Graduation Rates: The analysis revealed a consistent and significant decline in success rates among licensees who re-enrolled in Specialization Program courses three or more times.



Specialization Program: The College's Specialization Program remains a cornerstone of professional development, with over 1818 graduates to date and 292 participants enrolled between March-May 2025. Licensee satisfaction consistently exceeds 94%, reflecting the program's effectiveness in meeting course objectives, delivering high-quality content, and achieving strong learning outcomes.

Mentoring Program: Intake 3 of the New-Licensee Mentoring Program launched successfully on March 31, with 400 licensees and 80 mentors enrolled.

Practice Management Education Program: Between March-May, 2025 We delivered 91EN and 27FR PME sessions, filling 1178 licensee seats, with a satisfaction rate continuing to exceed 90% across all PME courses.

Continuing Professional Development Program: Between March - May 2025, 116 Continuing Professional Development (CPD) activities from providers were processed bringing the annual total to 534, and 15 individual licensee activities were approved bringing the annual total to 146. There are 62 accredited CPD providers (52EN, 5FR, 5 bilingual).

Licensing Examinations: We developed and analyzed all College's licensing exams (EPEs and SP) to date ensuring accurate assessment of licensees' competencies and practice readiness. Between March, 2025 and May 26, 2025 we developed additional 351 new competency-based questions, expanding the College's exam bank to over 5085 exam questions.

Total # of items per exam bank				
Exam Item Bank	APPROVED	PENDING REVIEW	REMOVED	TOTAL
SPE	1604	439	323	2366
RCIC-EPE	1392	159	242	1793
RISIA EPE	563	274	89	926
TOTAL	3559	872	654	5085
*developed between December 2021 - May 23, 2025				

Total # of items developed between July 2024 - May 2025				
Exam Item Bank	APPROVED	PENDING REVIEW	REMOVED	TOTAL
SPE	272	142	17	431
RCIC-EPE	329	119	54	502
RISIA EPE	213	127	12	352
TOTAL	814	388	83	1285

CURRENT PROJECTS AND INITIATIVES

Advancing Research and Policy for Public Protection:

- Launch of Mentoring Program (CQI) to inform Intake 4.
- Ongoing development of Bylaws and related policies.
- Scoping review on AI use in professional practice, followed by a licensee survey.

- Second public-focused benchmark study underway: assessing the impact of licensee services on public safety and migration outcomes:
 1. Currently in item development phase.
 2. Public survey to launch in October, 2025.
 3. Expected response rate: 35,000–40,000 study participants

CHALLENGES AND OPPORTUNITIES

Licensee Competence and Public Protection:

The Research team is currently examining how artificial intelligence is governed within Canada’s self-regulating professions. Through a scoping review, we are analyzing how various regulators are approaching AI—identifying what is effective, what challenges exist, and where potential risks emerge. Our goal is to build a comprehensive understanding of this evolving landscape and ensure that, should AI become part of immigration practice, the College is prepared to offer ethical, responsible, and well-informed guidance that safeguards both the public and the profession.

RECOGNITION AND MILESTONES

The 2025 Competency Standards Benchmark Study for RCIC and RISIA Practice

Revised RCIC and RISIA competency frameworks through a multi-phase research study.

Regulatory Governance: College By-law drafts completed – pending reviews and approvals

Research Study: Impact of Re-enrollment Frequency on Graduation Rates: The analysis revealed a consistent and significant decline in success rates among licensees who re-enrolled in program courses three or more times.

Public Protection & Licensee Competence: The ongoing delivery of all College programs, marked by 94% satisfaction rates. Mentoring program Intake 3 in week 11 of 16. Robust exam bank totaling 5085 items.

Team Commitment: The accomplishments demonstrate the PREP team’s outstanding dedication, perseverance, and creativity in addressing challenges to maintain high standards and promote regulatory excellence.

RECOMMENDATIONS

- Continue leveraging staff expertise to drive evidence-based initiatives reinforcing the College’s reputation as a credible regulatory authority and source of expertise.
- Amid resource challenges strengthen collaboration across functions to improve operational efficiency and maximize existing resources.
- Continue to demonstrate thought leadership through partnerships, knowledge sharing and active participation in industry panels, regulatory forums, and conferences to strengthen credibility in the sector.

DEPARTMENT REPORT

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	5.3 - Report of the Registration Department
Subject:	Report of Registration Department April to June 2025
Key Contact:	Cathy Pappas, Director, Registration
Action Required:	<i>For information only</i>

KEY HIGHLIGHT

Ongoing Compliance Actions

This quarter, the Registration Department (RD) has revoked 35 licensees for failure to pay their Q3 (January 1 to March 31, 2025) annual licensing fee instalments. RD has also suspended 4 licensees for failure to comply with requests to provide updated bank statements for their foreign client accounts.

On behalf of the Professional Conduct department, the Registration Department has also taken compliance action and suspended four licensees and revoked 14 licensees. Many of those suspensions and revocations were the result of a Discipline Order.

CURRENT PROJECTS AND INITIATIVES

The policy drafting project with members of the PREP team continues. All former Council Regulations have been reformatted as policies and are being edited, new policies are being created where required to align with the draft College By-laws. The most significant policy addition is the new Policy on Firms to reflect the new By-Law 5.

CHALLENGES AND OPPORTUNITIES

Attrition Report from the start of fiscal year 2024-2025:

Month	July	August	September	October	November	December	January	February	March	April
Total RCICs	12344	12385	12395	12421	12410	12324	12256	12216	12222	12236
Month	July	August	September	October	November	December	January	February	March	April
Total RISIAs	457	465	469	475	478	485	485	496	500	497
Month	July	August	September	October	November	December	January	February	March	April
Total Licensees	12801	12850	12864	12896	12888	12809	12741	12712	12722	12733
% growth:		0.38%	0.11%	0.25%	-0.06%	-0.61%	-0.53%	-0.23%	0.08%	0.09%
Month	July	August	September	October	November	December	January	February	March	April
RCIC Suspensions at Month End	53	55	334	424	378	385	155	79	127	85
RISIA Suspensions at Month End	5	5	5	2	0	18	9	0	8	5

Overall growth in the number of RCIC licensees remains flat during the fiscal year.

RECOGNITION AND MILESTONES

On May 22, 2025, bilingual staff from the Licensing Applications and Entry-to-Practice areas of RD presented to students finishing the D.E.S.S. en réglementation canadienne et québécoise de l'immigration at the Université de Montréal. This was the first presentation to this school. Topics included preparing for the Entry-to-Practice Exam and what to expect during the licensing application process.

Similar presentations have taken place for students finishing the Graduate Diploma in Immigration & Citizenship Law at Queen's University and to all graduating RISIA students at CBIE (Canadian Bureau for International Education).

DEPARTMENT REPORT

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	5.4 - Report from Professional Conduct
Subject:	Report of Professional Conduct April to June 2025
Key Contact:	Laura Halbert, Director Professional Conduct
Action Required:	For information only

KEY HIGHLIGHTS

The Discipline Committee (DC) continues to be very active. Q1-Q3 resulted in 45 complaints closed after adjudication, settlements, abandonments related to 15 licensees. Additional matters will be completed before the end of FY2025.

College counsel continue to seek interim suspensions (pending the completion of a full investigation and hearing on the merits) where it is in the public interest. 2 licensees were recently suspended on this basis by the DC.

85% of the 1627 complaint files initiated before the College was created are closed, the remainder are being actively pursued.

CURRENT PROJECTS AND INITIATIVES

Continue to work across the department to re-assess files based on risk profile and deal with them accordingly.

DC decisions being filed as federal court orders for those who are in breach. Contempt orders will be sought from the federal courts to enforce compliance and as a deterrent to domestic UAPs.

CHALLENGES AND OPPORTUNITIES

- The College is on track to see another 13% increase year over year in complaints received. This will impact the overall % reduction in open complaints to approx. 10% vs 15-18% as predicted earlier. The College cannot control the volume of complaints received. However, strategies, including but not limited to staffing, are planned to address.
- Unpredictability of final regulations timing
- UAPs and investigation resource implications

RECOGNITION AND MILESTONES

Of 1000 files closed during reporting period, 800 closed at intake, early resolutions or Complaints Committee.

RECOMMENDATIONS

DEPARTMENT REPORT

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	5.5 - Report from Communications and Stakeholder Relations
Subject:	Report of Communications and Stakeholder Relations April to June 2025
Key Contact:	Jessica Freeman, Director, Communications and Stakeholder Relations
Action Required:	<i>For information only</i>

KEY HIGHLIGHTS

1. The College's 2025 Fraud Prevention Month Campaign Highlights

Campaign ran in 17 countries:

- Canada (English/French/Simplified Chinese)
- Ghana (English)
- India (English/Hindi/Punjabi)
- Kenya (English)
- Pakistan (English)
- Bangladesh (English)
- Philippines (English)
- Nigeria (English)
- Vietnam (English)
- Algeria (Arabic/French)
- Congo (French)
- Côte d'Ivoire (French)
- Haiti (French)
- Lebanon (Arabic/French)
- Morocco (Arabic/French)
- Cameroon (French)
- Tunisia (Arabic/French)

For the 2025 program, languages used were expanded to include Punjabi and Arabic.

- Punjabi utilized for the Punjab state of India only, the remainder of India was targeted to Hindi.
- Arabic added to Algeria, Lebanon, Morocco and Tunisia. These countries also received French language ads.

Transit Ads (for the first time!):

- Digital and print transit ads in Montreal, Vancouver, Ottawa and Toronto earned a total of approximately **6.8M impressions** in French and English – excellent return on investment.

Public Register:

March 10 to April 27, 2025: **507,160 users** to the Public Register (**134% increase** over January/February 2025)

- **157,643** users in French
- **293,010** users in English
- **53,608** users in other languages, including Arabic, Bengali and Hindi

Top 5 countries of total users to the Public Register

- Congo, Bangladesh, Nigeria, India, Canada

Stakeholder Engagement:

- The College's LT also announced the campaign launch and included assets in EN and FR to primary and secondary stakeholders and received very positive feedback/high engagement.
- Assets were shared by IRCC, Queen's University, and Université de Montréal. In addition, newcomer organizations such as the Réseau des femmes Immigrantes du Canada- RFIC (Immigrant Women's Network of Canada) and London & Middlesex Local Immigration Partnership also shared the College's FPM posts. As a result of the Transit ads in Toronto, TMU reached out to us to request posters they could put up around their campuses which we supplied same day.

Campaign Totals: 210M impressions 1.5M clicks

2. Media Inquiries and Media Mentions:

Between March 20 and May 20 the College received 7 media inquiries (4 EN, 3 FR) from CBC News (2), CBC Radio Canada, The World, Le Devoir, Investigative Journalism Foundation and Journal de Montreal.

Resulting articles including College response:

CBC: B.C. immigration consultant discovers forged foreign worker documents — with her name on them. <https://www.cbc.ca/news/canada/british-columbia/forged-foreign-worker-documents-1.7516048>

CBC: Dozens of Filipino migrant workers are caught in an alleged pyramid scheme by a B.C.-based company while the owners flaunt a life of luxury. <https://www.cbc.ca/newsinteractives/features/the-promise-land-consultancy-alleged-pyramid-scheme?cmp=rss>

CBC Radio Canada (FR): Here's how criminal networks orchestrated the arrival of African students in Canada. <https://ici.radio-canada.ca/info/long-format/2153789/universite-ugac-fraude-reseau-immigration>

Sentiment of these stories can all be described as positive. Our response is used in part or in full in each case and has not been significantly altered in any case.

Other College media mentions (no request for comment was made prior to publication):

National Post: Former immigration consultant deemed 'ungovernable' vexatious litigant by federal court. <https://nationalpost.com/news/canada/former-immigration-consultant-deemed-ungovernable-vexatious-litigant-by-federal-court>

Wonkhe (UK story, mentioning College): In the region of 16,000 student visa holders claimed asylum in 2024. <https://wonkhe.com/blogs/international-students-and-asylum-claims/>

CBC Radio Canada (FR): The CCNB has detected 300 attempts at fraud in admission applications in three years. <https://ici.radio-canada.ca/nouvelle/2156837/fraude-demande-admission-ccnb-universite>

In each of these cases, the stories mention the College as the regulator or mention our fraud prevention work. These are positive outcomes.

NOTE: Often stories are published weeks or months after we provide a statement.

CURRENT PROJECTS AND INITIATIVES

- Annual Report in progress
- Licensee survey on College Communications in market during April and May (results not in at time of report writing) to establish baseline
- Ongoing Provincial Government meetings
- Ongoing IRCC/IRB meetings
- Ongoing media relations work
- Ongoing bilingual advertising (FPM/Disciplinary Decisions) in Canadian Immigrant Magazine
- Ongoing proactive licensee / strategic communications plans and tactics developed and executed as required (Annual Renewal, New-Licensee Mentoring Program, Specialization Program etc.)

CHALLENGES AND OPPORTUNITIES – n/a

RECOGNITION AND MILESTONES – n/a

RECOMMENDATIONS – n/a

DEPARTMENT REPORT

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	5.6 - Report of the Chief Operating Officer
Subject:	Report of the COO: April to June 2025
Key Contact:	Russ Harrington, Chief Operating Officer
Action Required:	<i>For information only</i>

KEY HIGHLIGHTS

FINANCE:

- Project completed for the conversion from QuickBooks Desktop to QuickBooks Online.
- Benefits:
 - Online management of Purchase Orders.
 - Bank accounts are linked directly to QuickBooks Online, enabling real-time updates and reconciliation process.
 - Credit card transactions are imported through system interface eliminating manual data entry.
 - Cost savings from \$1,457 To \$320 monthly
- Begin preparations for the F2025 external audit.
- Collaborating with an actuarial firm to develop a model to support informed Board decision making regarding the Compensation Fund sustainability.

DEI

- The College continued to partner with KPMG to assist in the development of the College's DEI Statement of Commitment, and DEI Strategy. Employees had a positive experience in sharing their thoughts with others, knowing their contributions will inform the College's way forward.

IT

- Internal talent was added to increase support for staff requests regarding reports and building solutions for the College Portal. This supports reduced external vendor costs through improved external developer collaboration and improved outcomes.
- A business analyst in the EMS project team is mapping current and desired state processes in the College Portal. This will support future modifications to the Portal.

CURRENT PROJECTS AND INITIATIVES

FINANCE:

Accounts Receivable activities: (July 1, 2024 – March 31, 2025)

Types of Invoices processed	# of invoices
Annual Fees	14,276
Examination Fees	1,842
Mentoring Program	642
Specialization Program	751
Tribunal Cost and Fines	24
Others (Penalties, late payment, agent registration, etc.)	5,997
Total	23,532

Accounts Payable activities: (July 1, 2024 – March 31, 2025)
(Excluding pre-authorized debits and credit card payments)

Vendor and SME's Payments processed	# of invoices and claim forms
Wire payments	23
ETF payments	1,418
Bill payments	62
Total	1,503

DEI

- In January and February of this year, KPMG held 6 Collaboration Group meetings attended by 24 employees. Employee feedback supported the development of the College's DEI Statement of Commitment, and DEI Strategy. KPMG will facilitate Visioning Sessions to determine the elements of the Statement of Commitment, which will inform the DEI Strategy.

ATIP

Number of ATIP Requests Received – July 1, 2024, to Mar 31, 2025

	Q1 Jul 1– Sep 30		Q2 Oct 1– Dec 31		Q3 Jan 1 – Mar 31		Q4 Apr 1 – Jun 30		Total (YTD)	
	ATIA	PA	ATIA	PA	ATIA	PA	ATIA	PA	ATIA	PA
Number of requests	0	1	5	6	2	1	tbd	tbd	7	8

Distribution of requests across areas - from Jul 1, 2024, to Mar 31, 2025

Note: A single request may involve multiple departments

	OCEO	GOV	HR	FIN	OPS	RD	PREP	PC	CSR
ATIA	5	3	2	3	3	4	6	4	2
PA				1		1	2	2	
Total	5	3	2	4	3	5	8	6	2

Number of pages processed & released (volume) - from Jul 1, 2024, to Mar 31, 2025

Act	# processed	# released
ATIA	1,237	585
PA	1,576	968
Total	2,813	1,553

CHALLENGES AND OPPORTUNITIES

FINANCE

- Developing actuarial models for the Compensation Fund that include multiple unknown variables. This is accomplished by a Monte Carlo analysis.
- Reporting requirement with tight timeframes based on limited resources. Current year forecasts (Q2 Outlook and Q3 Forecast) and next year budget preparation fall within the same periods.
- Collection efforts on outstanding Accounts Receivable balances were challenging. Collection calls were made to raise awareness of amounts owing. Changes to invoicing from annual to quarterly in F2026 will assist with this challenge.
- Continued collaboration with other departments on the collection of data to inform financial reporting and College Portal modifications.

DEI

- The 6 Collaboration Group meetings and Visioning Sessions required significant time to collate information to inform draft DEI Statement of Commitment. Employees were very engaged in open conversations and expressed a variety of thoughts and opinions.

IT

- Management of College Portal modifications was challenging. New ticket writing guidelines are decreasing ticket turn-around times for resolution of issues. Also, new internal skillsets to design and manage the process will continue to produce efficiencies and improved outcomes.
- The stabilization of the College Portal continues, with significant achievements made to enhance the user experience and reduce outstanding modification tickets.

RECOGNITION AND MILESTONES

FINANCE

- Increase efficiency and effectiveness with the deployment of QuickBooks Online.
- On-time delivery of forecasts and budget in addition to regular reporting deliverables.

DEI

- Employee participation was open and thoughtful, which provided considerable ideas to inform the Statement of Commitment. This process has been a positive employee experience.

IT

- Redesign of the Invoice and Payments page (launched May 7, 2025), which will reduce the need for staff intervention in the payment process; it is anticipated that the changes will make the payment process more intuitive, and easier to navigate for licensees.

RECOMMENDATIONS

N/A

COMMITTEE REPORT

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	6.1 - Report of the Finance and Audit Committee
Subject:	Meeting Summary
Key Contact:	Tim D'Souza Chairperson, Finance and Audit Committee
Action Required:	<i>For information</i>

MEETING DATE (S)

- Thursday, May 22, 2025

ITEMS CONSIDERED

Consent Agenda

- The Compliance Certificate as at March 31, 2025, confirmed that no items of non-compliance were identified.
- Investment Results for the period ending March 31, 2025, show returns consistent with expectations. No concerns with the investment results were noted.
- The banking arrangements tabled have been in place for several years. No concerns with the current banking arrangements were noted by Finance and Audit Committee (FAC). No changes were requested by Management.
- The Committee reviewed the College's cash management controls as part of its oversight responsibilities. The Committee found that the controls currently in place are appropriate and effective in supporting the College's financial integrity. No issues or concerns were identified during the review.
- The Committee reviewed the report on the College's internal control framework and information systems management. The Committee found that internal controls provide reasonable assurance regarding the reliability of financial reporting. In addition, the Committee reviewed the information systems management practices and is satisfied that appropriate measures are in place to support data integrity and cybersecurity.
- The Committee conducted its annual review of the expense report summaries for the Board Chairperson and the President & CEO and found no issues or deviations from the College's Expense Policy.

Presentation of Audit Strategy-Doane Grant Thornton, LLP

The external auditor provided a presentation to the Committee outlining the scope, approach, and timelines for the upcoming audit engagement. The presentation included an overview of the key audit objectives, materiality threshold and the areas of audit focus. Concerning the materiality threshold, FAC endorsed the use of the threshold recommended by the auditors

(3% of revenues). This represents an increase compared to the prior year. It is also aligned to the threshold in use at other organizations of a similar size and complexity using Accounting Standards for Non-Profit Organizations. Given that the lower threshold last year revealed no issues – and given that the 3% level is consistent with the level in use elsewhere – FAC was fine to move forward with the higher materiality level.

Review of Engagement Letter

The Committee reviewed the audit engagement letter dated April 24, 2024, which outlines the scope, terms, and responsibilities associated with the external audit. The letter remains valid for a three-year term and does not require renewal at this time. The Committee was satisfied with the terms of the engagement.

Recommendation Auditor Remuneration

The Committee reviewed the remuneration for the external auditor, which remains unchanged at \$50,000 for the current fiscal year and a contingency fee of \$5,000 for additional work that may arise. The Committee noted that there has been no increase from the previous year and confirmed that the fee is consistent with the scope of work.

Review of Financial Results for period ended March 31, 2025

Management presented the financial results for the period ended March 31, 2025, providing an overview of the organization's financial performance. The presentation focused on a comparison of actual results versus the approved budget, highlighting key variances and underlying drivers.

In addition, management presented the Q3 forecast for FY2025, outlining projections and explaining the primary factors influencing anticipated outcomes. The Committee conducted a thorough review of the financial statements and engaged in detailed discussion, posing questions for clarification and assurance. The Committee acknowledged and appreciated management's efforts in expense containment and effective financial stewardship.

Note that additional details on the year-to-date financial results and the Forecast for the year will be provided as part of the comments made by the FAC Chairperson/Vice-Chairperson at the board Meeting in June.

Review of the Draft Budget for Fiscal 2026

The FAC reviewed the draft budget presented by Management. The Committee noted that the proposed budget reflects a surplus of \$39,000 before amortization of capital assets. Inclusive of amortization, the deficit is projected to be \$0.5 million. Total projected revenues and expenditures are both estimated at approximately \$24.9 million, consistent with the previous year's budget.

During its review, the Committee posed several questions and sought clarification from Management on key assumptions and projections. One key area of questioning related to the expected duration of deficits, as FAC noted Management is Forecasting a deficit this year and planning a deficit for next year. Management indicated that amortization expense is expected to fall in future years as the leasehold improvement amortization expense falls from the leasehold improvement asset being fully amortized. The Committee was satisfied with the responses received and the overall approach taken in the development of the budget.

The Committee expressed its appreciation to Management for the thorough and well-prepared budget presentation. Following its review, the Committee passed a motion recommending that the Board of Directors approve the budget as tabled.

Note that additional information on the Fiscal Year 2026 budget will be presented as part of the comments made by the FAC Chairperson/Vice-Chairperson at the board meeting in June.

Review of Risk Mitigation Register

The Committee reviewed the Risk Mitigation Register and noted that two risks were categorized as high, with the remaining risks assessed as moderate or low. Following its review, the Committee recommended that the register be expanded to include all risks currently under consideration by the College, to provide a more comprehensive view of the organization's overall risk landscape. The more fulsome risk register can be added as an appendix to a Risk Report that focused on the most important risks. Finally, FAC asked that the risks be listed in order of importance – with the risks with the highest residual score ranked and listed first and those with the lowest residual score be ranked and listed last.

MATTERS ARISING IN CURRENT MEETING

- None

RESOLUTIONS PASSED

- **THAT** FAC recommends to the Board of Directors approval of the remuneration fee of the Auditor, Doane Grant Thornton, LLP, for fiscal year 2025.
- **THAT** the draft budget for the financial year of the College ended June 30, 2026, in substantially the form present, be and is hereby recommended to the Board for approval.

REQUESTED ACTION

Items requiring discussion or Board approval are included in Section 6 of the Board agenda:

- Review of Financial Results for period ended March 31, 2025
 - Summarized Financial Report for FY 2025 Q3
 - Financial Report for FY2025 Q3 Forecast
- Draft Budget for Fiscal 2026

- Auditor Engagement and Remuneration
- Risk Mitigation Register

PRIORITIES/NEXT STEPS

1. Investment Policy
2. Reserve Funds Policy
3. Review of Audited Financial Statements Fiscal Year 2025

FUTURE MEETING(S)

The next regular Committee meeting will be held on September 11, 2025

MEMORANDUM

To: **Board of Directors**

From: **Tim D'Souza**
Chairperson, Finance and Audit Committee

Re: **Agenda item 6.2 – Review of Financial Results for period ended March 31, 2025**

Date: **June 19, 2025**

Summary:

The financial results of the College for the third quarter ending March 31, 2025, together with the report on College investments, and third quarter year-end forecast are presented for Board review.

Requested Action:

For the information of Board members only, no action required.

Discussion/Analysis:

Summarized Financial report for FY2025 Q3 ended March 31, 2025, presents the following:

- Summarized Statement of Operations showing results of revenue and expense versus budget
- Highlights of Revenue and Expenses
- Summarized Statement of Financial Position showing results versus last year-end
- Highlights of changes in assets and liabilities
- Investment Listing

Financial Report for FY2025 Q3 Forecast presents the following:

- Q3 Forecast Statement of Operations showing results of FY2025 Q3 Forecast, Q2 Forecast, variance of Q3 Forecast, the FY2025 Budget and the Q3 results for period ended March 31, 2025
- Variance Explanation

Attachments:

Summarized Financial Report for FY2025 Q3
Financial Report for FY2025 Q3 Forecast

Summarized Financial Report for FY2025 Q3 ended March 31, 2025

Summarized statement of operations for the third quarter ended March 31, 2025, compared with the budget is presented as follows:

Summarized Statement of Operations Period ended March 31, 2025	YTD Actual	YTD Budget	Variance over (under) Budget	Annual Budget
Total Revenue	19,157,899	18,836,233	321,666	25,027,613
Total Expenses	19,372,560	18,602,021	770,539	25,206,258
(Deficiency)/Excess of Revenue over Expenses	(214,661)	234,212	(448,873)	(178,645)

Highlights:

- Revenue over budget by 2%:
 - Flat growth in licensees numbers. Attrition slightly higher than growth of new licensees.
 - Fines issued for not meeting CPD obligations and late payment fees were higher than expected.
 - More cohorts were created to meet increased demand for the Specialization program.

The unfavourable variance in Annual Fees is offset by favourable variances in other revenue streams, resulting in an overall favourable revenue variance.

- Expenses over budget by 4%:
 - Timing of media buy to support public awareness campaigns.
 - College Portal development expenses higher than budgeted due to increased support for stabilization and user experience enhancements for the upcoming annual renewal.
 - Additional legal fees incurred to support completion of draft Regulations. General Corporate legal and litigation expenses were higher than expected. Increased use of external legal, investigative, and mediation services to manage complex cases and reduce case backlog.

The unfavourable expense variances are partially offset by favourable ones, resulting in an overall unfavourable expense variance.

A summarized Statement of Financial Position as of March 31, 2025, compared with June 30, 2024, is presented as follows:

Summarized Statement of Financial Position	March 31, 2025	June 30, 2024	Increase (Decrease)
Total Assets	35,894,011	37,319,053	(1,425,042)
Total Liabilities	8,293,333	9,503,713	(1,210,381)
Total Net Assets	27,600,678	27,815,340	(214,661)

Highlights:

- Assets decreased due to the combining result of lower investment in GICs which was offset by the increase in bank and accounts receivable balances.
- Liabilities decreased due to the recognition of deferred revenue throughout the fiscal year and the timing of payment on sales tax obligations for the annual fee invoices.

Investment listing as of March 31, 2025, is presented as follows:

	Principal	Rate	Maturity date
CIBC GICs			
Non-redeemable GIC 38-5823177 LD-00272	1,042,104	5.05%	08-Apr-25
Non-redeemable GIC 38-5823177 LD-00299	1,040,464	5.05%	15-Apr-25
Non-redeemable GIC 38-5823177 LD-00302	1,000,000	4.93%	11-Jul-25
Non-redeemable GIC 38-5823177 LD-00329	1,000,000	4.93%	11-Jul-25
Non-redeemable GIC 38-5823177 LD-00337	1,000,000	4.93%	11-Jul-25
Total CIBC	5,082,568		
RBC GICs			
Prime-Linked Cashable GIC 00100189283-0016	1,040,241	5.20%	01-Apr-25
Total RBC	1,040,241		
Investment Interest receivable	252,866		
Total Short-term investments	6,375,675		

Highlights:

- Total investments were \$6.12M as of March 31, 2025.
- No investment activity in the third quarter.
- Total Year-to-date investment interest income earned was \$253K.

Financial Report for FY2025 Q3 Forecast

EXECUTIVE SUMMARY

The FY2025 Q3 Forecast yields a deficiency of \$339K revenue over expenses. The following are the forecast statements of operations and variance explanation.

Highlights:

Variance of Q3 Forecast versus Budget is \$161K

Variance of Q3 Forecast versus Q2 Forecast is \$1.047M

Revenue:

- Number of licensees - Flat growth rate. Increase in number of licensees offset by attrition.
- Mentoring Program – Uptake in intake #3 increased.
- Interest income and other revenue - Decrease in bank rate. Unfavourable variance offset by revenue on CPD fines and late payments charges.

Expense:

- Overall decrease in expenses. Reallocation of resources in preparation to support FY2026 introduction of new Regulations and By-Laws.
- Some initiatives which require consulting support are cancelled due to availability of internal support and/or resulted from change of direction.
- Less travel. Business trips to conferences reduced.
- Increase support in external legal services, external investigators and mediators to resolve complex cases and clear case backlog.

Q3 Forecast Statement of Operations for fiscal ended June 30, 2025

	F2025		Variance \$		F2025	
	Q3 Forecast	Q2 Forecast	Q3 Forecast over / (under) Q2 Forecast	Q3 Forecast over / (under) Budget	Budget	Q3 Actual (9mths)
Revenue						
Annual fees	21,797,809	21,593,779	204,030	(596,682)	22,394,491	16,246,851
Examination Fees	583,458	583,581	(123)	14,546	568,912	427,988
Mentoring Program	393,575	321,970	71,605	78,415	315,160	383,081
Specialization Program	496,600	500,150	(3,550)	384,600	112,000	350,800
Interest Income	1,265,622	1,345,623	(80,001)	(159,378)	1,425,000	1,054,580
Tribunal Cost and Fines	39,293	36,980	2,313	39,293	-	56,480
Other Revenue	738,812	633,493	105,319	526,762	212,050	638,118
Total Revenue	\$25,315,170	\$25,015,576	\$ 299,594	\$287,557	\$25,027,613	\$19,157,899
Expense			-			
Office of the CEO	2,247,838	2,425,023	(177,185)	149,505	2,098,333	1,716,349
Human Resources	731,743	787,827	(56,084)	25,808	705,935	413,064
Professional Conduct	4,904,994	4,761,143	143,851	174,877	4,730,117	3,653,045
Operations	2,839,037	2,787,278	51,759	127,898	2,711,139	2,149,694
Information Technology	3,515,833	3,717,420	(201,588)	494,413	3,021,420	2,776,504
PREP	3,605,685	3,694,151	(88,466)	(340,157)	3,945,842	2,708,420
Communications and Stakeholder Relations	3,199,328	3,346,101	(146,773)	(91,994)	3,291,322	2,578,042
Registration	2,188,906	2,222,677	(33,771)	(104,408)	2,293,314	1,572,600
Governance, Board and AGM	370,881	504,070	(133,189)	(186,210)	557,091	303,885
Finance	1,563,036	1,681,360	(118,324)	(62,809)	1,625,845	1,134,344
Loss on sale/disposal of capital assets	704	704	-	704	-	704
Total Expense	\$25,167,986	\$ 25,927,753	\$ (759,767)	\$ 187,628	\$24,980,358	\$ 19,006,650
Excess/(Deficiency) of revenue over expense before amortization	\$ 147,184	\$(912,177)	\$1,059,361	\$ 99,929	\$ 47,255	\$ 151,249
Less: Amortization of Capital Assets	\$ 486,626	\$ 474,011	\$ 12,615	\$ 260,726	\$ 225,900	\$ 365,910
Deficiency of revenue over expense after amortization	\$ (339,442)	\$(1,386,188)	\$ 1,046,746	\$(160,797)	\$ (178,645)	\$ (214,661)

Variance Explanation for FY2025 Q3 Forecast (Q3 Forecast vs Q2 Outlook)

Revenue Variance: Total estimated revenue over Q2 Forecast by \$300K (1%)

Annual Fees - \$204K over Q2 Outlook

- Flat growth in number of licensees with estimated decrease in bad debts provision for the remaining months of the fiscal.

Mentoring Program - \$72K over Q2 Outlook

- Uptake on registration for intake #3.

Interest Income - \$80K under Q2 Outlook

- Anticipated lower interest income earned under current rates.

Other Revenue - \$105K over Q2 Outlook

- Higher paid regulatory offenses fees on CPD compliance and late payment fees.

Expense Variance: Total estimated expenses under Q2 Outlook by \$747K (3%)

Office of the CEO - \$177K under Q2 Outlook

- \$44K under Q2 Forecast – Anticipated lower expenses in legal support for the work on College By-Laws and Regulations, and corporate litigation.
- \$30K under Q2 Forecast – Lower travel expenses for Provincial meetings.
- \$76K under Q2 Forecast – Replacement of consulting services to support strategic planning with new internal resources.

Human Resources - \$56K under Q2 Outlook

- Pulse survey is cancelled and less consultation support required from service providers.

Professional Conduct - \$144K over Q2 Outlook

- Anticipated higher spending on external legal services and external investigators to assist with the backlog of investigation files. Tribunal expense is expected to increase as case inventory backlog is cleared.

Operations - \$52K over Q2 Outlook

- Increase in payroll costs to reallocate resources in preparation to support College requirements with the new Regulations and By-Laws.

Information Technology - \$202K under Q2 Outlook

- Development of the College Portal is directed towards the focus on required enhancement and change requests for the upcoming renewal. Lower priority requests and requirements are paused and will be considered in the future.

PREP - \$88K under Q2 Outlook

- Budgeted position unfilled. Reallocation of resources in preparation to support College FY2026 requirements with the new Regulations and By-Laws. Increased licensees in the Mentoring program and increased demand for the Specialization program by adding more seats.
- Some research and PME initiatives postponed.

Communications and Stakeholder Relations - \$147K under Q2 Outlook

- \$80K under Q2 Forecast – Lower payroll and related costs resulted from restructuring.
- \$64K under budget – Less spending in translations and travel than anticipated.

Registration - \$34K under Q2 Outlook

- Lower payroll and related cost than anticipated.

Governance, Board, and AGM - \$133K under Q2 Outlook

- Lower costs in meetings including catering, hotel accommodations and travel expenses in addition to shorter meeting duration and not in full attendance at meetings.

Finance - \$118K under Q2 Outlook

- \$25K over budget – Lower payroll and related costs due to position filled at later date.
- \$10K under Q2 Forecast – Lower external accounting services than anticipated.
- 85K under Q2 Forecast – Lower credit card merchant fees than anticipated.

Consulting Expenditures Breakdown

Version: 2024-001
Last Modified: May 8, 2025



Below is a list of consultants providing services to the College (Office of the CEO, HR, Governance and Operations) and year to date expenses.

July 1, 2024 – March 31, 2025

#	Consultant	Services	Amount	Method of Selection
1	Alan Lambert and Associates Inc.	Compensation and Job evaluation	\$2,380.00	Vendor continued from the ICCRC. Single source: previous experience; continuity of deliverables; compatibility with goods or services; vendor continued from prior support of developing compensatory job descriptions and compensation philosophy.
2	Change with Confidence Incorporated	Strategic Initiatives and Board Reporting	\$18,821.25	Single source: previous experience; continuity of deliverables; compatibility with goods and services; vendor knowledge on the College and QA. To confirm the market availability, other vendors were considered; their estimated costs were significantly higher.
		Quality Assurance Business Case	\$51,975.00	
3	Dion Strategic Consulting Group Inc.	Compensation Fund Project	\$20,000.00	<p>Sole source: To the best of the College's knowledge, only a sole supplier can provide the goods or services. The Canadian Institute of Actuaries identifies thirteen distinct practice areas for actuaries, none of which align with a compensation fund or a comparable specialty, and actuarial generalists are rare.</p> <p>To confirm the market availability, the College contacted multiple vendors, which stated they did not provide the service. The final selection was made based on the only vendor able to provide the project requirements.</p>

#	Consultant	Services	Amount	Method of Selection
4	Ergo Information Management Consulting	Record Management consulting	\$3,040.00	Invitational competitive process.
5	Genesis Risk Consulting	Enterprise Risk Management services	\$94,700.00	Invitational competitive process.
6	Korn Ferry (CA) Ltd	Board Compensation Survey	\$18,400.00	Invitational competitive process with input from the GNC.
7	KPMG LLP	Pay Equity Services	\$8,560.00	Invitational competitive process.
8	Leadership Contract Inc.	Leadership Development Program	\$39,516.43	Single source: previous experience; continuity of deliverables; compatibility with goods and services. Several vendors were researched, the selected vendor's prime focus is accountable leadership, which was the required deliverable.
		Leadership Team Coaching	\$7,381.17	
9	QSM Consulting	Board Effectiveness Training session	\$3,952.00	Single source: previous experience; compatibility with goods and services. Selected by the Board.
TOTAL			\$268,725.85	

**Work from KMPG on DEI is still in progress; invoicing will occur upon completion of all contracted deliverables, with an estimate of \$80K.*

MEMORANDUM

To: **Board of Directors**
From: **Tim D'Souza**
Chairperson, Finance and Audit Committee
Re: **Agenda Item 6.3 – Draft Budget for Fiscal 2026**
Date: **June 19, 2025**

Summary:

The Draft College Budget for fiscal 2026 is presented for approval by the Board of Directors.

Requested Action:

THAT:

the proposed budget for the financial year of the College ending June 30, 2026, in substantially the form presented, be and is hereby approved with immediate effect.

Discussion/Analysis:

At the Finance and Audit Committee (FAC) meeting of May 22, 2025, Management presented the draft College Budget for fiscal 2026 for review and recommendation. The Committee approved the budget and is recommending approval by the Board of Directors.

The draft budget FY2026 report consists of the following sections:

- Introduction
- Budget Basis
- Summarized Statement of Operations
- Statement of IT Infrastructure Development expenses
- Proposed Capital Budget
- Revenues
- Budget by Department

Attachment:

College of Immigration and Citizenship Consultants Budget for Fiscal year ending June 30, 2026

College of Immigration and Citizenship Consultants

Budget

Fiscal year ending June 30, 2026

INTRODUCTION

- Development of the budget is based on appropriate allocation of sufficient resources to achieve the College's 2023 – 2025 Strategic Plan objectives.
- Management is presenting the budget for the fiscal year 2026 with the comparatives of the third quarter forecast and current year budget for reference purposes.
- Previous College budgets focused on building the foundation required to position the College as an effective regulator, meeting our strategic initiatives and managing the transition from the Council to the College. This includes hiring, building IT infrastructure and other operational requirements.
- While the building phase continues, the FY2026 budget includes preparations for the post-Regulations/By-Laws reality.

BUDGET BASIS

- Revenues:
 - No change in the rate of Annual fees, other fees and program fees.
 - Flat licensee growth. Projected 5% increase in number of licensees with attrition rate of about 5% for the fiscal year 2026.
 - Specialization Program to be extended to December 2026.
 - Operating bank account balances will continue to bear interest subject to rates change during the fiscal year. Lower bank rates anticipated.
- Expenses:
 - Salary and benefits amounts increased to provide an approximate COLA, increased benefit costs and usage of group benefit programs. This positions the College to be competitive in the labour marketplace and assists with recruitment and retention of staff.
 - Departments restructuring from building the foundations of the College since continuation to meeting the requirements of the new Regulations and By-Laws. This includes a reallocation of resources among departments.
 - Increased expenses in tribunal committees and overall Professional Conduct departmental expenses to meet the anticipated case load increase.

Proposed budget for fiscal year ending June 30, 2026:

A deficit budget of \$412,803 for fiscal year ending June 30, 2026, is proposed. With the removal of a non-cash item of amortization expenses of \$452,169, the proposed budget results in an excess of \$39,366 of revenue over expense.

Highlights:

Revenue

- Projected revenues of \$25 million. Anticipated similar amount of annual fees and examination fees revenue as F2025 due to flat net growth in number of licensees.
- Growth in Mentoring Program revenue. Planned for 3 intakes to support current mentee numbers.
- Growth in Specialization Program revenue. Increased seats to meet demand. Program is extended to December 2026.
- Interest income. Difficult to estimate due to unsteady political and economic factors. Anticipated interest income earned estimated to be about half of the amount of F2025.
- Tribunal Cost and Fines revenue. Remains small due to low collection rate.
- CPD fines and late payment revenue. Based upon recent experience. Communications will continue throughout the fiscal to raise awareness of amounts owing, including dates for required actions from licensees.

Expense

- Projected expenses of \$25 million.
- Increased staff and reallocation of resources. An increase of one FTE over the F2025 budget and restructuring of staff to support the planned introduction of the new Regulations and By-Laws.
- New Regulations and By-Laws, and compliance requirements. Services from external legal firms to support the development of the new Regulations and By-Laws and fulfil federal legislative and regulatory requirements.
- Consulting services from consultants to support the development of the new 3-year strategic plan, KPIs, compensation fund actuarial support and records management.
- Enterprise Management System. Development focus on implementation of the new Regulations and By-Laws, and continuing stabilization of the platform. Anticipated to fully utilized the remaining balance of the IT Infrastructure Development Fund of about \$1.2 million.

Summarized Statement of Operations

Budget for the fiscal year ending June 30, 2026

Summarized Statement of Operations Revenues	F2026 Budget	F2025 Q3 Forecast	Variance F2026 Budget vs F2025 Q3 Forecast	F2025 Budget
Annual Fees	21,413,247	21,797,809	(384,562)	22,394,491
Examination Fees	570,275	583,458	(13,183)	568,912
Mentoring Program	800,073	393,575	406,498	315,160
Specialization Program	890,600	496,600	394,000	112,000
Interest Income	583,000	1,265,622	(682,622)	1,425,000
Tribunal Cost and Fines	30,000	39,293	(9,293)	-
Other Revenues	609,500	738,812	(129,312)	212,050
Total Revenues	\$ 24,896,695	\$25,315,170	(418,475)	\$ 25,027,613
Expenses				
Office of the CEO	2,482,365	2,247,838	234,527	2,098,333
Human Resources	673,063	731,743	(58,680)	705,935
Professional Conduct	5,595,697	4,904,994	690,703	4,730,117
Operations	2,784,521	2,839,037	(54,516)	2,711,139
Information Technology	2,336,824	3,515,833	(1,179,009)	3,021,420
Professional Standards, Research, Education and Policy	3,766,242	3,605,685	160,557	3,945,842
Communications & Stakeholder Relations	2,725,633	3,199,328	(473,695)	3,291,322
Registration	2,292,689	2,188,906	103,783	2,293,314
Governance, Board and AGM	423,607	370,881	52,726	557,091
Finance	1,776,688	1,563,036	213,652	1,625,845
Loss on sale/disposal of capital assets	-	704	(704)	-
Total Operating Expenses	\$ 24,857,329	\$25,167,986	\$ (310,657)	\$ 24,980,358
Excess of revenues over expenses before amortization	\$ 39,366	\$ 147,184	\$ (107,818)	\$ 47,255
Less: Amortization of Capital Assets	452,169	486,626	(34,457)	225,900
Deficiency of revenues over expenses after amortization	\$ (412,803)	\$ (339,442)	\$ (73,361)	\$ (178,645)

Statement of IT Infrastructure Development expenses

IT Infrastructure Development	FY2026 Budget	FY2025 Forecast	FY2025 Budget
EMS development	\$ 1,200,000	\$ 2,279,105	\$ 1,700,000

Proposed Capital Budget

	FY2026
IT - Computers	\$120,000
Total proposed capital budget	\$120,000

Revenues:

Annual fees:

- RCIC annual fees: \$1,809.25 + HST
- RISIA annual fees: \$913 + HST
- Calculated based on estimated # of licensees in the chart below:

Estimated # of licensees:	RCIC	RISIA	Total
FY2026 - Beginning	12,380	500	12,880
Deduct: Attrition			
Revocations	(310)	(40)	(350)
Resignations	(327)	(15)	(342)
Deceased	(3)	-	(3)
Net licensees	11,740	445	12,185
Add: New licensees	600	100	700
FY2026 - Ending	12,340	545	12,885
Annual fees	\$20,912,466	\$448,281	\$21,360,747
Licensing application fees	\$45,000	\$7,500	\$52,500
Total Annual fees revenue	\$20,957,466	\$455,781	\$21,413,247

Examination fees:

Examination fees	Estimated # of writers	Total
RCIC EPE	740	\$ 331,150
RISIA EPE	150	\$ 67,125
Specialization Program Examination	344	\$ 172,000
Total Examination fees		\$570,275

Mentoring Program:

Program fee: \$665

Re-enrolment fee: \$532

Administrative Service fee: \$150

Mentoring Program (RCIC)	Estimated # of licensees	Intake	Program fee + Admin fees
RCIC	1,200	4, 5 & 6	\$ 788,823
Administrative service fee			\$ 11,250
Total Mentoring Program			\$ 800,073

Specialization Program revenue:

Education pathway: \$1,000

Specialization Program	Estimated # of Seats	Estimated # of Cohorts	Total
Education Pathway	1053	29	\$ 850,000
Re-enrollment			\$ 40,600
Total Specialization program			\$890,600

Interest income - \$583,000 including interest earned on:

- GIC investment
- Interest-bearing bank balances

Tribunal Cost and Fines - \$30,000

- Net of bad debts allowance based on 10% collection rate

Other revenues - \$609,500 including:

- Regulatory offenses fees - \$181,500
- Late payment fees - \$350,000
- Agent registration fees - \$74,000
- Other fees - \$4,000

BUDGET BY DEPARTMENT:

Office of the CEO Budget

Office of the CEO	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	2,024,630	1,815,000	1,633,133
Professional Development	37,843	16,850	31,800
Legal	247,500	354,973	247,500
Travel	67,242	28,477	72,500
Conference registration	5,150	8,042	8,400
Consulting	100,000	24,496	105,000
Total	\$ 2,482,365	\$ 2,247,838	\$ 2,098,333

- Legal – \$248K including:
 - \$45K – Government policy legal support
 - \$40K – General corporate
 - \$53K - Litigation
 - \$110K – By-Laws and Regulations
- Consulting - \$100K
 - Create and implement new 3-year strategic plan with KPIs

Human Resources Budget

Human Resources	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Mandatory training	47,000	11,850	4,000
Conference registration	-	2,168	1,050
Corporate & HR Team Building/PD	209,950	318,458	326,543
Recruitment	98,063	112,980	102,100
Consulting	108,300	65,931	139,315
HR projects	13,500	825	2,000
Legal	170,000	212,039	100,000
Travel	1,250	381	5,927
Accessibility/ergo equipment	25,000	7,111	25,000
Total	\$ 673,063	\$ 731,743	\$ 705,935

- Corporate & HR team building/PD - \$210K including
 - \$150K - All-staff event
 - \$57K - PD programs e.g. LinkedIn Learning
- Consulting - \$108K including services to support areas on pay and employment equity, DEI, accessibility, compensation, etc.
- Legal - \$170K for support in employment and other HR related matters

Professional Conduct Budget

Professional Conduct	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	4,446,572	3,734,783	3,712,782
Professional Development	64,585	48,070	63,500
External legal services	435,720	490,921	400,000
Legal research licences	8,800	8,362	9,135
Ext. investigator & mediator	132,000	209,400	102,000
Language services	49,000	56,513	71,500
Tribunal expenses	369,167	275,720	300,000
ICRO expenses	40,500	11,436	28,000
Travel	40,700	62,734	35,200
Conference registration	8,653	7,055	8,000
Total	\$ 5,595,697	\$ 4,904,994	\$ 4,730,117

- Salaries and benefits - \$4,447K
 - Increase workforce to support the new Regulations when introduced
- Tribunal expenses - \$369K
 - Anticipated increase in complaints cases and Complaints Committee expenses
 - Include estimated Compensation Fund Committee and Capacity Evaluation Committee expenses of \$18K

Operations Budget

Operations	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	1,889,008	1,855,874	1,700,539
Professional Development	19,789	7,071	20,600
Office rent	300,000	429,380	451,000
Office supplies	25,000	20,471	30,500
Courier & postage	15,000	18,774	35,000
Office equipment lease	3,000	2,634	6,000
Repair & maintenance	25,224	8,067	11,000
Legal professional services	215,000	160,085	135,000
Consulting	60,000	110,238	50,000
Insurance	230,000	222,528	255,000
Conference registration	-	-	6,500
Travel	2,500	3,915	10,000
Total	\$ 2,784,521	\$ 2,839,037	\$ 2,711,139

- Office rent - \$300K
 - New lease commenced in December 2024 for a 5-year term
- Legal professional services - \$215K including
 - \$190K – Compliance (ATIP, Privacy, Archives & Library)
 - \$20K – Procurement
 - \$5K – Trademark and logo protection
- Consulting - \$60K for records management

Information Technology Budget

Information Technology	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Internet services	10,800	9,700	10,800
Telephony	50,540	48,085	49,570
Cloud resources	317,746	336,571	372,392
On-premise resources	38,120	52,861	73,448
Department software	304,880	476,518	537,458
IT managed services	39,073	22,842	15,000
EMS	1,575,665	2,569,256	1,962,752
Total	\$ 2,336,824	\$ 3,515,833	\$ 3,021,420

- Department software - \$305K including
 - \$114K – Professional Standards, Research, Education and Policy
 - \$76K – Communications and Stakeholder Relations
 - \$ 42K – Professional Conduct
 - \$ 16K – Finance
 - \$ 15K – Registration
 - \$ 15K – Human Resources
 - \$27K – Governance
- EMS - \$1,576K including
 - Software - \$376K
 - Development and support - \$1,200K

Professional Standards, Research, Education and Policy (PREP) Budget

PREP	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	3,272,528	3,142,941	3,271,059
Professional Development	44,268	19,770	47,748
Travel	21,752	32,900	20,700
Conference registration	6,800	10,032	11,500
Quality Assurance	-	77,299	80,000
Specialization Program	41,299	32,179	15,097
Mentoring Program	213,000	118,500	109,662
Research	166,595	172,064	390,076
Total	\$ 3,766,242	\$ 3,605,685	\$ 3,945,842

- Quality Assurance – Research and QA roadmap completed in F2025. Implementation to be aligned with the development of the next 3-year strategic plan.
- Specialization Program - \$41K
 - Increase number of seats to meet demand of the program
- Mentoring program (RCIC) - \$213K
 - increase number of intakes with the use of mentors and assessors
- Research - \$167K including EPE examination development; item bank development and validation, research fellowships, public centred research. No Research Symposium planned.

Communications & Stakeholder Relations Budget

Communications & Stakeholder Relations	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	1,868,488	1,979,632	2,176,822
Professional Development	20,145	3,931	28,500
Advertisements & outreach	100,000	75,885	100,000
Fraud prevention & outreach	400,000	290,000	448,000
Govt & public relations	-	177,950	120,000
Tradeshows & sponsorships	55,000	45,911	78,000
Social media/outreach	50,000	489,639	50,000
Brand Management	80,000	74,686	45,000
Printing	15,000	12,223	15,000
Translations	20,000	14,540	100,000
Promotional items and mailers	8,000	-	25,000
Travel	89,000	24,210	85,000
Conference registration	20,000	8,921	20,000
Branding	-	1,800	-
Total	\$ 2,725,633	\$ 3,199,328	\$ 3,291,322

- Salaries and benefits - \$1,868K
 - Streamline workforce to meet operational needs
- Fraud prevention and Social media/outreach - \$450K
 - Continuance of raising public awareness by building upon the work achieved in F2025 at a lower cost
- Government and public relations
 - Contract not renewed. Reduced support is included in Brand management
- Brand Management - \$80K including
 - Key message support on challenging issues
 - Real time media relations and crisis support
 - Government relations support

Registration Budget

Registration	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	2,125,626	1,935,127	2,025,935
Professional Development	25,190	1,931	25,820
RISIA EPE administration	13,425	14,141	11,616
RCIC EPE administration	66,230	168,752	173,945
SP exam administration	30,788	25,997	22,000
Cert and ID supply	10,000	10,669	7,794
Conference registration	3,520	7,770	8,093
Travel	17,910	24,519	18,111
Total	\$ 2,292,689	\$ 2,188,906	\$ 2,293,314

- RCIC EPE - \$66K
 - Administration costs for exam portal and invigilation services
 - Renegotiated vendor agreement resulted in cost savings

Governance Budget

Governance, Board and AGM	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Director fees	84,337	89,052	89,791
Board meetings/AGM/licensee events	259,270	203,715	387,300
Board training & strategic planning	80,000	78,114	80,000
Total	\$ 423,607	\$ 370,881	\$ 557,091

- Director fees - \$84K including payroll and related taxes incurred for board and committee meetings, travel time and annual stipend for Chairperson and Vice-Chairperson. Assuming full Board attendance
- Board meetings/AGM/licensee events – \$259K including travel, accommodation, facilities and other related expenses

Finance Budget

Finance	FY2026 Budget	FY2025 Forecast	FY2025 Budget
Salaries and benefits	992,615	849,281	818,635
Professional Development	18,213	7,467	16,610
Audit fees	68,000	65,000	60,000
Consulting services	4,000	7,240	14,000
Travel	1,300	4,357	2,300
Conference registration	-	1,550	1,600
Card Administration	685,000	619,895	704,800
Bank Charges & other fees	7,560	8,246	7,900
Total	\$ 1,776,688	\$ 1,563,036	\$ 1,625,845

- Salaries and benefits - \$993K
 - Increase support in Accounts Receivable area to meet operational needs

MEMORANDUM

To: **Board of Directors**
From: **Tim D'Souza**
Chairperson, Finance and Audit Committee
Re: **Agenda Item 6.4 – Auditor Engagement**
Date: **June 19, 2025**

Summary:

As per the Committee's Terms of Reference, the Finance and Audit Committee (FAC) is reporting to the Board on the Auditor Engagement Letter received from Grant Thornton LLP.

Requested Action:

For the information of Board of Directors. No action required.

Discussion/Analysis:

The audit engagement letter serves as a formal agreement between the auditor and the College. It outlines the scope, objectives, responsibilities, and limitations of the audit engagement. Its purpose is to promote transparency and accountability by:

- Defining the audit scope, including the specific financial statements and any limitations or exclusions;
- Outlining the responsibilities of both the auditor and the College;
- Establishing key limitations on the services being provided and clarifying any disclaimers.

The Finance and Audit Committee reviewed the Auditor Engagement Letter at its meeting on May 22, 2025, and found no areas of concern.

1. Objective of the Audit

The primary objective is to provide an independent audit opinion on whether the College's financial statements are fairly presented, in all material respects, in accordance with Canadian Accounting Standards for Not-for-Profit Organizations (ASNPO). The audit will cover:

- Statement of Financial Position as at June 30, 2025

- Statements of Operations, Changes in Net Assets, and Cash Flows for the year ending June 30, 2025
- Notes to the financial statements, including a summary of significant accounting policies

The audit will be conducted in accordance with Canadian generally accepted auditing standards (GAAS) and will seek to obtain reasonable assurance that the financial statements are free from material misstatement due to error or fraud.

2. Scope of the Audit

- The audit is required under the College's governing legislation.
- Risk-based procedures will be performed, including an assessment of internal controls (not for the purpose of expressing an opinion on their effectiveness).
- The audit will include an evaluation of accounting estimates, financial disclosures, and overall presentation.
- The auditors will assess the appropriateness of the College's use of the going concern basis of accounting.

3. Limitations of the Audit

- No Guarantee: Although the audit aims to obtain reasonable assurance, it does not guarantee detection of all material misstatements, especially those resulting from fraud.
- Not for Third-Party Use: The audit is not designed for reliance by third parties or for use in evaluating specific transactions.
- Internal Controls: The audit will not include an opinion on the effectiveness of internal control systems.
- Reliance on Management: The audit depends on management providing complete and accurate information. Management remains responsible for the financial statements.

MEMORANDUM

To: **Board of Directors**
From: **Tim D'Souza**
Chairperson, Finance and Audit Committee
Re: **Agenda Item 6.4 – Auditor Remuneration**
Date: **June 19, 2025**

Summary:

The Board of Directors is asked to review and approve the proposed remuneration of the Auditor, Doane Grant Thornton LLP.

Requested Action:

THAT: the remuneration fee of the Auditor, Doane Grant Thornton, LLP for fiscal year 2025, be and is hereby approved with immediate effect.

Discussion/Analysis:

Doane Grant Thornton, LLP was appointed as Auditor of the College at the Board Meeting held on December 5, 2024.

For the fiscal year 2025 audit, the Auditor has proposed a base fee of \$50,000, exclusive of administrative costs, disbursements, and applicable taxes. Additionally, a contingency fee of \$5,000 has been included to cover any unforeseen or additional work that may be required.

The proposed fee is unchanged from the previous year and remains consistent with industry standards for an organization of comparable size and complexity.

Audit deliverables will include:

- Communication of audit strategy
- Communication for audit results
- Independent auditor's report on the June 30, 2025 financial statements
- Tax return – T2 and T1044

The proposed remuneration is based on the scope of work outlined in the current Audit Plan.

RISK MITIGATION REGISTER

Summary As At March 31, 2025									
Date	Total	Low Risk		Moderate Risk		High Risk		Critical Risk	
9/30/24	19	9	47%	9	47%	1	6%	0	0%
3/31/25	25	17	68%	6	24%	2	8%	0	0%
6/30/25									

Changes from last Risk Mitigation Update:

New Risk(s) Added

Register No.	Risk Category	Risk Label	Risk Description
1	Strategic	Regulatory Purpose	Failure to fulfill regulatory purpose due to strategic plan misalignment.
5	Professional Standards and Compliance	Mentoring Program	Judicial Review (JR) application by licensee in progress.
11	People	Group Retirement Savings Plan	College Group RRSP fails to comply with legal, tax, or fiduciary obligations.
13	Sustainability	Banking Arrangements/ Signing Officers	Inadequate control of signing authorities and banking arrangements.
17	Sustainability	Postal Interruption	Possible postal strike.
23	Strategic	Conflict of Interest	Board members not disclosing perceived/real Conflict of Interest.

Mitigated Risk(s)

Register No.	Risk Category	Risk Label	Risk Description
12	Professional Standards and Compliance	Regulations, By-Laws, and Policies Development	By-Law development delayed.
16	Sustainability	CEO Succession	Unplanned departure of CEO.
21	Sustainability	Director Liability	Individuals unwilling to serve as Directors.
22	Stakeholder Communication	Licensee Response times	Delayed responses to licensee requests for compliance assistance.

Emerging Risk(s)

Register No.	Risk Category	Risk Label	Risk Description

#	Risk category	Risk label	Risk Description	Impact	Mitigation Plan	Inherent Likelihood (1-5)	Inherent Severity (1-5)	Inherent Risk Rating
1.	Strategic	Regulatory Purpose	<ul style="list-style-type: none">Failure to fulfill regulatory purpose due to strategic plan misalignment.	<ul style="list-style-type: none">Reputational damage.Loss of public trustPotential Government Intervention	<ul style="list-style-type: none">Robust strategic planning with active Board and Leadership collaborationRelevant performance monitoring	Before Management		
						5	5	25
						After Management		
						3	5	15
						Strategy: Acceptance		
2.	Professional Standards and Compliance	Compensation Fund	<ul style="list-style-type: none">Proposed Compensation Fund is unable to fund all claim requests in a given year (post-launch in F2026 and thereafter).	<ul style="list-style-type: none">Potential impact is unknown.Increased Judicial Review Applications.Increased legal resource requirements.Reputational damage.	<ul style="list-style-type: none">Actuarial support engaged to overcome lack of historical claims experience and provide advice on anticipated funding requirements.College Regulations include access limitations.College By-laws will include access requirements and individual/annual caps on claim payouts.Pre/post launch communication strategy to advise licensees of ultimate funding responsibilities.Pre/post launch communications strategy to manage claimant expectations.Quality Assurance Program to pro-actively identify “risky” licensee practices and remediate.Implementation of formal enforcement of Discipline Orders to increase compliance with restitution orders and recovery of fines.	Before Management		
						4	5	20
						After Management		
						3	4	12
						Strategy: Reduce		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 3 of 12			

3.	Unauthorized Practitioners (UAPs)	Unauthorized Practitioners	<ul style="list-style-type: none"> Public harm caused by unauthorized practitioners (UAPs) may lead to reputational damage and erode public trust in the profession Media coverage of UAP activity often fails to differentiate among licensees and UAPs. 	<ul style="list-style-type: none"> Reputational damage. 	<ul style="list-style-type: none"> Continue “cease and desist”/ injunction proceedings against domestic UAPs. Maintain College disruption of UAP website/social media pages. Continue roll-out of College-developed UAP disruption techniques to domestic and international partners. Continue international and domestic public awareness campaigns. Continue efforts to license UAPs who meet College standards. Enhance College pro-active media strategy. Continue promptly evaluating and addressing media inquiries to ensure the College has opportunity to provide accurate information. Communicate the College’s condemnation of UAP activity, reinforce its regulatory role, warn of UAP-associated risks, and emphasize the importance of seeking services from licensees. 	Before Management
						5 5 25
						After Management
						5 2 10
						Strategy: Acceptance
4.	Professional Standards & Compliance	Complaints Process Efficiency/Effectiveness	<ul style="list-style-type: none"> Incoming complaint volumes outpace College ability to meet processing timelines. 	<ul style="list-style-type: none"> Reputational damage. 	<ul style="list-style-type: none"> Early communication with licensees and complainants to establish expectations. PC portal allows licensees and complainants to track file progress in real time. Monthly monitoring of PC statistics by Director and CEO. Law firms on block fee retainers provide flexible resources to meet increased volumes efficiently. 	Before Management
						5 4 20
						After Management
						3 3 9
						Strategy: Reduce
5.	Professional Standards and Compliance	Mentoring Program	<ul style="list-style-type: none"> Judicial Review (JR) application by licensee in progress 	<ul style="list-style-type: none"> Potential disruption to College regulatory scheme if JR successful. Reputational damage 	<ul style="list-style-type: none"> Legal Counsel engaged to assess risk and prepare for proceedings. Preparation of contingency plan to manage potential program modifications 	Before Management
						4 4 16
						After Management
						3 3 9
						Strategy: Reduce

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 4 of 12			

6.	Sustainability	Cyber-security	<ul style="list-style-type: none">Cyber-Security breach.IT data loss.	<ul style="list-style-type: none">Disclosure of personal data.Shutdown of operating systems.Financial losses due to fraud.Financial liability.Reputational damage.	<ul style="list-style-type: none">Best practices cyber-security insurance in place.Frequent review of hardware, software.Regular virus and malware protection updates.Launch of phishing simulation to test and train staff on a regular basis.Review of security of cloud providers to maintain up to date patching of their servers.Staff education to raise security awareness.Privacy Impact Assessments on required IT platforms.Utilization of cloud storage and data retrieval.	Before Management		
						3	5	15
						After Management		
						3	3	9
						Strategy: Reduce/Transfer		
						Continuous Staff education and use of cloud services.		
7.	Sustainability	Enterprise Management System (EMS) Optimization	<ul style="list-style-type: none">Unexpected bugs compromise anticipated efficiencies.	<ul style="list-style-type: none">External user experience diminished.Additional resources required to address.College ability to achieve strategic goals within established timetable is diminished.Roll-out of new features delayed.Operational instability.Reputational damage.	<ul style="list-style-type: none">Project management framework and project plan developed and implemented.Dedicated project team assigned.Additional contract IT resources engaged as required.Ongoing engagement with vendor/implementation partner (BSI) to facilitate stabilization.	Before Management		
						4	4	16
						3	3	9
						Strategy: Reduce		
8.	Sustainability	Political	<ul style="list-style-type: none">Major change in immigration policy reduces licensee business opportunities.	<ul style="list-style-type: none">Sharp decline in Active/prospective licensees.College revenues decline.College ability to achieve strategic goals within established timetable is diminished.	<ul style="list-style-type: none">Canada’s future prosperity linked to immigration.Current “representation rates” indicate substantial room for growth.Monthly monitoring of GDP enrolments.Robust annual budget process leading to Board approval.Detailed quarterly financial reporting/review by Finance and Audit Committee and Board of Directors.FAC workplan includes establishment of operating reserves and revision of investment policy.Substantial surplus maintained to support planned initiatives and future operations.	Before Management		
						3	4	12
						After Management		
						3	3	9
						Strategy: Acceptance		
						GDP enrolment monitoring, strong financial oversight.		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 5 of 12			

9.	Sustainability	Financial Performance	<ul style="list-style-type: none">Financial resources insufficient to meet ongoing/future requirements.Decrease in RevenueIncrease in Expenses	<ul style="list-style-type: none">College unable to meet its financial obligations.College ability to achieve strategic goals within established timetable is diminished.Operational instability.Reputational damage.	<ul style="list-style-type: none">Robust annual budget process leading to Board approval.Detailed quarterly financial reporting/review by Finance and Audit Committee and Board of Directors.FAC workplan includes establishment of operating reserves and revision of investment policy.Substantial surplus maintained to support planned initiatives.Periodic FAC review of restricted funds allocation	Before Management		
						3	4	12
						After Management		
						1	4	4
						Strategy: Eliminate		
						The College ensures financial stability through rigorous budgeting, regular financial reporting, strategic reserve planning, and ongoing review of fund allocations.		
10.	Stakeholder Communication	Negative Media Coverage of Licensee(s)	<ul style="list-style-type: none">Media reports of licensee(s) engaged in illegal/criminal activity.	<ul style="list-style-type: none">Negative media causes reputational damage to the College and the profession.	<ul style="list-style-type: none">Enhance College pro-active media strategy to provide timely, transparent, and accurate communication that reinforces public trust and highlights the College’s regulatory role.Provide high-level information about standard regulatory processes and issue general public condemnation of alleged misconduct to promote transparency and uphold public trust.	Before Management		
						4	4	16
						After Management		
						2	2	4
						Strategy: Reduce		
						LT has completed a crisis communications plan that included a real-time tabletop crisis simulation. Key members of the LT have also received rigorous on-camera media training to test and refine reactions to high-pressure situations.		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 6 of 12			

APPENDIX									
11.	People	Group Retirement Savings Plan	<ul style="list-style-type: none">College Group RRSP fails to comply with legal, tax, or fiduciary obligations	<ul style="list-style-type: none">Financial penalties resulting from failure to comply.Loss of skilled employees.Reputational damage.	<ul style="list-style-type: none">Group RRSP provided by 3rd party provider.College provides ongoing employee communication and support to address concerns or questions.Continuous monitoring of payroll deductions.	Before Management			
						4	4	16	
						After Management			
						2	2	4	
						Strategy: Transfer			
12.	Professional Standards and Compliance	Regulations, By-Laws, and Policies Development	<ul style="list-style-type: none">By-Law development delayed.	<ul style="list-style-type: none">Operational challenges, including establishment of Compensation Fund.Licensee confusion if Regulations and By-laws introduced separately.Reputational damage.	<ul style="list-style-type: none">Early engagement with federal Department of Justice (November 2024).Licensee communication plan re: Regulation pre-publication in place.Transitional provisions of College Act allow current By-laws to continue until new By-Laws enacted/approved.	Before Management			
						5	5	25	
						After Management			
						2	2	4	
						Strategy: Reduce			
						By-law development is underway. Amended Regulations will permit Regulations and By-laws to come into effect simultaneously.			

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 7 of 12			

13.	Sustainability	Banking Arrangements/ Signing Officers	<ul style="list-style-type: none">Inadequate control of signing authorities and banking arrangements.	<ul style="list-style-type: none">Financial loss or mismanagement.	<ul style="list-style-type: none">Regular review by Finance and Audit Committee of authorized signatories list and banking arrangementsMultiple authorized signatories for significant transactions.	Before Management		
						5	4	20
						After Management		
						2	2	4
						Strategy: Reduce		
						Regular review of authorized signatories and banking arrangements by Finance and Audit Committee		
14.	Sustainability	Staff Compliance	<ul style="list-style-type: none">College fails to comply with changing applicable legislation.	<ul style="list-style-type: none">Monetary penalties.Reputational damage.	<ul style="list-style-type: none">Compliance and HR staff ongoing/policy/legislation review.Compliance staff participate in TBS informational meetings.Outside counsel retained to support Compliance and HR staff.Policy/legislative developments communicated to staff through email and meetings.Staff intranet provides comprehensive policy documents.Employment agreements include key compliance responsibilities and notice.Whistleblower policy in place.	Before Management		
						4	4	16
						After Management		
						3	1	3
						Strategy: Reduce		
						Compliance /HR staff ensure ongoing policy and legislative oversight.		
15.	Sustainability	Pandemic/Natural Disaster	<ul style="list-style-type: none">Unforeseen business disruptionPublic Health Crisis or natural disaster causes widespread business disruption.	<ul style="list-style-type: none">College ability to achieve strategic goals within established timetable is diminished.College staff at risk.Face-to-face meetings/travel limited.Operational instability.Reputational damage.	<ul style="list-style-type: none">Continuity PlanAll College staff work remotely.Remote work policies in place.Emergency protocols developed and regularly reviewed.	Before Management		
						4	4	16
						After Management		
						3	1	3
						Strategy: Acceptance		
						Continuity Plan developed. All College staff work remotely. Remote work policies in place. Emergency protocols developed and regularly reviewed.		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 8 of 12			

16.	Sustainability	CEO Succession	<ul style="list-style-type: none">Unplanned departure of CEO.	<ul style="list-style-type: none">Diminished organizational stability.College ability to achieve strategic goals within established timetable is diminished.	<ul style="list-style-type: none">CEO succession plan reviewed by Human Resources Committee.	Before Management		
						2	5	10
						After Management		
						1	3	3
						Strategy: Eliminate		
						CEO Succession plan reviewed by Human Resources Committee.		
17.	Sustainability	Postal Interruption	<ul style="list-style-type: none">Possible postal strike	<ul style="list-style-type: none">Very little impact to College	<ul style="list-style-type: none">College does not receive payments through postal serviceCollege payments are sent through electronic transferInvoices for payment are sent through email	Before Management		
						3	1	3
						After Management		
						3	1	3
						Strategy: Eliminate		
18.	Sustainability	Risk Management	<ul style="list-style-type: none">Unexpected/uninsured liabilities.	<ul style="list-style-type: none">College unable to meet its financial obligations.Reputational damage.	<ul style="list-style-type: none">Insurance requirements reviewed annually with best practices focus.Insurance policies reviewed annually against all risks and updated as necessary.Restricted funds allocation(s) reviewed annually by FAC and approved by Board.	Before Management		
						4	4	16
						After Management		
						1	2	2
						Strategy: Eliminate		
						The Finance and Audit Committee reviewed coverage levels Feb 20, 2025, and determined that they are adequate.		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 9 of 12			

19.	Professional Standards and Compliance	Mentoring Program Compliance /Capacity	Licensee non-compliance /failure to complete program requirements. Volume of licensees exceeds the College’s enrollment capacity.	<ul style="list-style-type: none">• Licensee suspensions for non-compliance or College waiver of completion deadline.• License dis-engagement or non-compliance.• Reputational damage.	<ul style="list-style-type: none">• Targeted Licensee communications to inform licenses of their obligations and program requirements• PLAR to support throughput and compliance• Licensee communications to increase awareness of mandatory requirements• Timely follow-up with non-compliant licensees.• Undertakings developed for non-compliant licensees• Implementation of financial incentive for Mentor recruitment	Before Management		
						4	4	16
						After Management		
						1	2	2
						Strategy: Reduce		
						Ongoing monitoring of recruitment, enrollment, graduation statistics, and EPE pass rates to guide program capacity forecasting.		
20.	Sustainability	Legal/Regulatory/ Financial compliance	<ul style="list-style-type: none">• College fails to comply with applicable legislation.	<ul style="list-style-type: none">• Monetary penalties.• Reputational damage.	<ul style="list-style-type: none">• Dedicated compliance staff engaged and trained.• Ongoing education of staff in all areas with compliance requirements.• Quarterly Compliance Certificate provided to Finance and Audit Committee.	Before Management		
						3	5	15
						After Management		
						1	2	2
						Strategy: Eliminate		
						Engaged and well-trained compliance personnel are in place. Staff Across all relevant areas receive continuous compliance training. A quarterly Compliance Certificate is submitted to the Finance and Audit Committee to ensure oversight and compliance.		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 10 of 12			

21.	Sustainability	Director Liability	<ul style="list-style-type: none">Individuals unwilling to serve as Directors.	<ul style="list-style-type: none">Governance failure.	<ul style="list-style-type: none">College Act amendments increased immunity for Directors and other participants.D & O liability insurance reviewed and renewed annually.D & O restricted fund reviewed and renewed annually.Compensation benchmarked periodically against similar organizations.Public awareness/stakeholder engagement activities increase College awareness and reputation.	Before Management		
						4	4	16
						After Management		
						1	2	2
						Strategy: Eliminate		
						The Finance and Audit Committee reviewed coverage levels Feb 20, 2025, and determined that they are adequate.		
22.	Stakeholder Communication	Licensee Response times	<ul style="list-style-type: none">Delayed responses to licensee requests for compliance assistance.	<ul style="list-style-type: none">Reputational damage. Licensee disengagement and non-compliance.	<ul style="list-style-type: none">Incoming licensee communications and responses tracked and reviewed monthly by Director and CEO.EMS automatic responses implemented where appropriate.EMS processes streamlined to reduce/eliminate licensee confusion.CSR engagement in design/delivery of all licensee compliance communications.“Live” online and telephone helplines established for EMS launches and key compliance period (i.e., Annual Renewal).	Before Management		
						3	4	12
						After Management		
						1	2	2
						Strategy: Eliminate		
						Response times monitored by software application and are within 48 hours.		
23.	Strategic	Conflict of Interest	<ul style="list-style-type: none">Board members not disclosing perceived/real Conflict of Interest	<ul style="list-style-type: none">Board members’ objectivity compromised by real or perceived conflicts of interest.Public confidence is undermined.Reputational damage	<ul style="list-style-type: none">Conflict of Interest policy for Board members, Officers, and Committee members in placeBoard development of Conflict-of-Interest By-law ongoing.Standing Board and Committee agenda item re declaration of Conflict of interestPeriodic Board governance training	Before Management		
						4	3	12
						After Management		
						1	2	2
						Strategy: Eliminate		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 11 of 12			

24.	Sustainability	Records Management	<ul style="list-style-type: none">• Non-Compliance with Libraries and Archives of Canada Act	<ul style="list-style-type: none">• Violations result in consequences.	<ul style="list-style-type: none">• Records Management (RM) consultant engaged.• RM Project plan developed• Plan progress reviewed weekly by CEO.• Interim policies/measures implemented in all College areas.	Before Management		
						2	4	8
						After Management		
						1	2	2
						Strategy: Eliminate		
						Project plan developed and consultant engaged.		
25.	Sustainability	People	<ul style="list-style-type: none">• College loses capacity to attract and retain required, specialized talent.	<ul style="list-style-type: none">• College ability to achieve strategic goals within established timetable is diminished.	<ul style="list-style-type: none">• College HR Team established.• CLC and EEA-compliant HR policies established and implemented.• Monthly monitoring of HR statistics by CEO/COO.• College Compensation philosophy established, approved by Board, and implemented/maintained.• Periodic benchmarking of College benefits program against industry standards/competing regulators.• College Public Awareness and stakeholder relations activities raise College profile within the domestic and international regulatory community.• GPTW and DEI initiatives increase staff engagement/appreciation.	Before Management		
						3	4	12
						After Management		
						1	1	1
						Strategy: Eliminate		
						Robust HR processes implemented. Human Resources Committee established to provide oversight.		

Likelihood	1 - Remote	2 - Unlikely	3 - Possible	4 - Likely	5 - Almost Certain	1 to 4 = Low Risk	5 to 10 = Moderate Risk	11 to 18 = High Risk	19 to 25 = Critical Risk
Severity	1 - Minor	2 - Moderate	3 - Significant	4 - Major	5 - Catastrophic	Page 12 of 12			

COMMITTEE REPORT

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	8.1 – Report of the Governance and Nominating Committee
Subject:	Meeting Summary
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For information</i>

MEETING DATE (S)

The Governance and Nominating Committee (GNC) met on the following dates:

- April 24, 2025
- May 27, 2025

ITEMS CONSIDERED

College Annual Report 2025

The Committee reviewed the draft design layout and Table of Contents for the 2025 Annual Report, which is centered on the theme *Professionalism and Accountability in the Public Interest*. The Committee expressed support for the report's focus on informing key audiences, including the new Minister, government officials, and the public—about the College's mandate, accomplishments, and strategic direction. The Committee also endorsed the report's emphasis on the essential role of immigration consultants in Canada's immigration system. It welcomed the narrative highlighting their support for newcomers and positioning the profession as both critical and attractive, with the aim of fostering greater recognition and interest in the field.

Review of Draft By-laws

The Committee reviewed Draft By-laws which had been revised to incorporate Board of Directors and management feedback.

By-law 3 Fees and Licensing

The Committee supported the shifting of the PME requirement to the period between passing the Entry-to-Practice Exam and receiving a license (typically 2–3 months). Additionally, they discussed updating terminology from "in good standing" to "active", and explored the potential for electronic certificates to help prevent fraud.

Additionally, the Committee considered the importance of including a publicly accessible fee schedule within policy. The Committee also reviewed the requirement for licensees to satisfy any outstanding tribunal penalty orders prior to re-licensing and noted that the Registrar does not have the authority to waive such penalties.

By-law 4 Licensees

As part of the ongoing policy and by-law review process, the Committee reviewed the revised definitions of "bankruptcy." The Committee agreed to eliminate the "retired" category.

By-law 5 Firms

The Committee discussed the issue of misleading firm names, concluding that such names pose a reputational risk and have the potential to undermine public trust. The Committee also considered the Board's proposed amendment requiring that all officers and directors of corporate firms be licensees. In support of this amendment, the Committee agreed to recommend a two-year transition period to allow all firms adequate time to achieve full compliance. It was noted that implementation of the new provision would represent a substantial increase in workload for the Registration Department.

The Committee decided that By-laws 3, 4, and 5 should be submitted to the Board of Directors for final review and consideration.

By-law 7 Compliance

The Committee reviewed the various changes to the proposed draft which included registrar decision-making processes.

By-law 9 Professional Conduct

The Committee reviewed the updated By-law revisions to include the introduction of mandatory referrals to discipline in cases involving dishonest acts or financial losses, as required by draft regulations.

The Committee also discussed the role of the Independent Complaints Review Officer (ICRO), with some members expressing concern over the use of the term "officer." It was suggested that a more neutral title, such as "reviewer," may be more appropriate. Additionally, the Committee considered whether the ICRO function could be performed internally as a cost-saving measure.

By-law 10 Compensation Fund and Compensation Fund Committee

The Committee reviewed the proposed changes to the revised draft and acknowledged that certain revisions would be more appropriately addressed upon receipt of the actuarial report.

The Committee agreed that the drafts of 7,9, and 10 should be brought to the upcoming Board Education Session for feedback from the Board.

By-law 1 By-laws Generally and Definitions

The Committee discussed the significance of this By-law in helping new Directors understand the Board's mandate, authorities, and fiduciary responsibilities.

By-law 2 Organization and Corporate Provisions

The Committee discussed the potential re-incorporation of elements previously removed from By-law No. 2, including references to the Independent Complaints Review Officer (ICRO) and the Corporate Secretary. The Committee also supported the development of Terms of Reference for these positions to clearly define their roles.

The Committee agreed to bring By-laws 1 and 2 forward for discussion at its next meeting.

Draft Policy Framework

The Committee reviewed the College's Regulatory Policy Framework, which identified several existing policies in need of revision. In addition, the Committee noted that 10 new policies will be required to support the implementation of the new draft by-laws.

Review of Policy Development Policy

The Governance and Nominating Committee reviewed the policy approved by the Board of Directors on March 21, 2024, which supports the development and revision of policies. The Committee agreed that the policy should be revised and brought forward for further review at the next Committee meeting.

Licensee Competency Framework

The Committee reviewed the proposed revisions to the Competency Framework for RCICs and RISIAs, originally approved in 2019 and 2020 and typically updated every 3 to 5 years. Following its review, the Committee passed a resolution recommending the proposed changes be submitted to the Board for approval.

Board Development and Education Plan

The Committee reviewed the feedback received from the recent Board survey. Based on this feedback, the Committee agreed that a dedicated session on the Independent Complaints Review Officer (ICRO), along with a presentation by the Chairperson of the Tribunal Committee, would be beneficial for the Board. This session is to be scheduled for the June Board meeting. The Committee also emphasized the importance of individual Directors pursuing independent learning and noted that the Board's subscription to DirectorPrep serves as a valuable resource in supporting this ongoing development.

The Committee also considered engaging a third-party provider to deliver an educational session at the September meeting.

Board of Directors Skills and Proficiency Mapping

The Governance Committee reviewed the revised draft of the Board Skills and Proficiency Mapping form, which had been updated to reflect feedback from Board members. The Committee approved the updated version and instructed the Corporate Secretary to distribute the finalized form to all Board members for completion.

Board and Committee Terms of Reference

The Committee conducted its annual review of the Terms of Reference for the standing committees.

CEO Performance Review and Evaluation Committee

The Committee reviewed the draft Terms of Reference proposing the transition of the Committee into a Human Resources Committee. The Committee recommended the draft for approval by the Board.

Finance and Audit Committee

The Committee reviewed the Terms of Reference, noting that no changes had been proposed by the Finance and Audit Committee. The Governance and Nominating Committee also recommended no amendments and endorsed the Terms of Reference for approval by the Board.

Governance and Nominating Committee

The Committee reviewed the proposed changes as submitted for its consideration. Following a thorough evaluation, the Committee endorsed the draft and recommended its approval by the Board.

MATTERS ARISING IN CURRENT MEETING

- The Committee discussed the possibility of introducing refresher training, recognizing that professionals may gradually forget course material over time.
- The Committee explored whether an additional class of Licensee should be established for RISIAs.
- The Committee deliberated on the function of the Independent Complaints Review Officer (ICRO), including the possibility of fulfilling this role through an internal process as a cost-efficiency measure.

RESOLUTIONS PASSED

- **THAT** GNC approves the concept of the Annual Report for 2025.
- **THAT** GNC directs the Corporate Secretary to distribute the draft Skills Matrix to the Board of Directors for their completion.
- **THAT** the GNC recommends the Board of Directors approve the draft Human Resources terms of reference.
- **THAT** the GNC recommends the Board of Directors approve the FAC Terms of Reference.
- **THAT** the GNC recommends the Board of Directors approve the revised GNC terms of reference.
- **THAT** the Terms of Reference for the CEO Performance Review and Evaluation Committee, in substantially the form presented, be and are hereby recommended to the Board of Directors for approval.

THAT Draft By-Law 2 be amended to include explicit reference to the position of Corporate Secretary, with defined responsibilities in support of the Board of Directors and its Committees;

Be it further resolved that the by-law shall specify the Corporate Secretary's functional "dotted-line" reporting relationship to the Chairperson of the Board of Directors and administrative reporting relationship to the Chief Executive Officer;

Be it further resolved that comprehensive Terms of Reference for the Corporate Secretary be developed, outlining the duties, responsibilities, authority, and reporting structure of the role;

Be it finally resolved that these amendments shall become effective immediately upon approval by the Board of Directors.

REQUESTED ACTION

Items requiring discussion or Board approval are included in Section 8 of the Board agenda:

- Update on College Act Regulation and College By-laws
- Approval of Draft By-laws
- Board Skills and Proficiency
- Licensee Competency Framework
- Committee Terms of Reference
 - Human Resources Committee
 - Finance and Audit Committee
 - Governance and Nominating Committee
- Board Development and Education Plan

PRIORITIES/NEXT STEPS

1. Continue the review and development of By-laws 1, 2, 6, 7, 8, 9, and 10.
2. Conduct a review of the Development Policy.
3. Review the draft Annual Report in preparation for submission to the Board for approval in September.
4. Assess the potential engagement of a third-party presenter for the September Board meeting.

5. Development of Terms of Reference for the Corporate Secretary and ICRO.

FUTURE MEETING(S)

The next regular Committee meeting will be held on July 24, 2025

MEMORANDUM

To: **Board of Directors**

From: **John Murray**
President & CEO

Re: **Agenda Item 8.2 – Update on College Act Regulations and College By-laws**

Date: **June 19, 2025**

Summary:

IRCC continues to review comments received on the draft College Act Regulations and consider whether amendments to the Code of Professional Conduct are required. Board and GNC review of draft College By-laws continues.

Requested Action:

For the information of members of the Board of Directors. No action required.

Discussion/Analysis:

College Act Regulations: IRCC continues to review the detailed comments received from the College and others on the draft College Act Regulations in response to pre-publication. We are advised that the target date for approval of the draft Regulations is now "Fall 2025."

IRCC also continues to liaise with its legal section and the Department of Justice over the need for and substance of any amendments to the Code of Professional Conduct for College Licensees (Code) that may be required to facilitate the capacity provisions provided for in the draft College Act Regulations. If ultimately required, the Code amendments must be finalized and approved prior to final approval of the College Act Regulations.

College By-laws: Copies of the draft College by-laws amended to reflect changes discussed at the March Board meeting, together with additional amendments reflecting discussion by the Governance and Nominating Committee (GNC) at a number of subsequent meetings, have been uploaded into Convene for continued review by Board members. At its meeting of May 27, 2025, GNC passed a resolution to recommend Board approval of draft College By-laws 3, 4, and 5. This request for Board approval appears on the agenda for this meeting as Item 8.3.

MEMORANDUM

To: **Board of Directors**

From: **John Murray**
President & CEO

Re: **Agenda Item 8.3 – Approval of Draft By-laws 3, 4 & 5**

Date: **June 19, 2025**

Summary:

At the request of the Governance and Nominating Committee (GNC), the Board of Directors is requested to consider and approve certain amendments to the revised drafts of College By-laws 3, 4 and 5, and approve College engagement with the Department of Justice (DOJ) in the required By-law approval process.

Requested Action:

THAT: (1) the substantive content of the following draft College By-laws:
By-law No. 3 – Fees and Licensing
By-law No. 4 – Licensees
By-law No. 5 – Firms
in substantially the form recommended by the GNC, be and is hereby approved;
and

(2) the College be and is hereby authorized and directed to submit, as necessary, such draft College By-laws to the federal Department of Justice for ultimate approval as the By-laws of the College made pursuant to section 80 of the College Act.

Discussion/Analysis:

Introduction: Complete draft College By-laws have been prepared and are undergoing GNC and Board review. Draft College By-laws are as follows:

- By-law No. 1 – By-laws Generally and Definitions
- By-law No. 2 – Organization and Corporate Provisions
- By-law No. 3 – Fees and Licensing
- By-law No. 4 – Licensees
- By-law No. 5 – Firms
- By-law No. 6 – Committees
- By-law No. 7 – Compliance
- By-law No. 8 – Conflict of Interest for Directors, Officers and Committee Members

By-law No. 9 – Professional Conduct
By-law No. 10 – Compensation Fund

At its meeting of May 27, 2025, GNC completed its review of draft College By-laws 3, 4 & 5 and passed a resolution recommending that the Board approve the content of such draft By-laws and authorize staff to proceed with submission of such draft By-laws, as necessary, to the DOJ for approval, in accordance with subsection 81(2) of the College Act.

DOJ Review Process: The DOJ will conduct both a substantive and formatting review of those By-laws that require its ultimate approval. While DOJ may have other views, it is anticipated that, at a minimum, DOJ approval will be required for all or parts of the following College By-lawsⁱ:

- By-law No. 2 – Organization and Corporate Provisions
- By-law No. 3 – Fees and Licensing
- By-law No. 6 – Committees
- By-law No. 7 – Compliance
- By-law No. 8 – Conflict of Interest for Directors, Officers and Committee Members
- By-law No. 9 – Professional Conduct

In performing its substantive review, DOJ will focus on whether the College Act and College Act Regulations provide specific or implied authority for each provision in the particular By-law. They will not likely comment on operational or procedural matters unless these are found to be inconsistent with the College Act, other applicable legislation, including the *Canadian Charter of Rights and Freedoms*, or government legislative conventions.

In performing its format review, DOJ will apply the many federal government drafting conventions. This could lead to substantial changes to the wording of the draft By-laws but should not impact their overall substantive content. An example of this “editing” exercise would include deletion or amendment of current draft By-law provisions that repeat or restate provisions of the College Act or draft College Act Regulations. As discussed in previous meetings, these repetitions were included deliberately for clarity and to assist GNC and Board members in reviewing the draft By-laws. Further information will be provided as it becomes available.

ⁱ The requirement for DOJ review is triggered by delegation to the By-laws of provisions dealing with the items reserved for Regulations set out in subsection 81(1) of the College Act. A list of such items is set out in subsection 81(2) of the College Act.

RESOLUTION

To:	Board of Directors
Meeting Date:	Thursday June 19, 2025
Agenda Item #:	8.3.1 – Resolution - Corporate Secretary
Subject:	Resolution - Corporate Secretary
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For Approval</i>
<p>PURPOSE</p> <p>The purpose of this report is to recommend the formal inclusion of the Corporate Secretary position in the proposed By-law No. 2 and to clarify its reporting structure. This will ensure alignment with the Board’s oversight responsibilities and strengthen governance support for the Board and its Committees.</p>	
<p>BACKGROUND</p> <p>At the meeting of May 27, 2025, the Governance and Nominating Committee (GNC) reviewed Draft By-law No. 2 – Organization and Corporate Provisions and proposed amendments to formally incorporate the position of Corporate Secretary.</p> <p>The Committee approved a resolution to recognize the position of Corporate Secretary as a key role within the organization's governance framework and recommended that this be formally acknowledged in the amended By-law. It was further recommended that the position include clearly defined responsibilities in support of the Board and its Committees, with a functional “dotted-line” reporting relationship to the Board Chairperson and Committees and administrative relationship to the Chief Executive Officer.</p>	
<p>ANALYSIS</p> <p>Recognizing the increasingly complex governance practices and the need for consistent, coordinated Board support, the role of Corporate Secretary is viewed as critical to ensuring effective communication, accurate documentation, and procedural integrity.</p> <p>Formalizing the role within the organization’s By-laws enhances both structure and accountability, while a dual reporting relationship ensures the independence required for effective governance.</p>	
<p>RECOMMENDATION</p> <p>The Governance and Nominating Committee recommends:</p> <ol style="list-style-type: none"> 1. The inclusion of recognizing the position of Corporate Secretary in By-law 2, with defined responsibilities and a dual reporting structure. 	

POTENTIAL RISK(S)

Lack of Clarity in Role Execution

Risk: Lack of clarity in role execution may impact the effectiveness of the Corporate Secretary.

Mitigation: A comprehensive Terms of Reference will be developed to clearly outline the responsibilities, authority, and reporting relationships associated with the role, ensuring alignment with governance best practices.

RESOLUTION

WHEREAS the role of the Corporate Secretary is integral to the effective governance and operations of the Board and its Committees;

WHEREAS the draft By-Law 2, entitled "*Board Organization and Corporate Provisions*," is currently under review and revision;

BE IT RESOLVED THAT draft By-Law 2 be amended to include explicit reference to the position of Corporate Secretary, with defined responsibilities in support of the Board and its Committees;

BE IT FURTHER RESOLVED THAT the draft By-law shall specify the Corporate Secretary's functional "dotted-line" reporting relationship to the Chairperson of the Board and administrative reporting relationship to the Chief Executive Officer;

BE IT FURTHER RESOLVED THAT comprehensive Terms of Reference for the Corporate Secretary be developed, outlining the duties, responsibilities, authority, and reporting structure of the role;

BE IT FINALLY RESOLVED THAT these amendments shall become effective immediately upon approval by the Board.

NEXT STEPS

- GNC will develop a comprehensive Terms of Reference for the Corporate Secretary outlining the duties, responsibilities, authority, and reporting structure of the role.

APPENDICES

None

RESOLUTION

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	8.4 – Board of Directors Skills and Proficiency
Subject:	Mapping of Board of Directors Skills and Proficiency
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For Information</i>
<p>PURPOSE</p> <p>The purpose of this report is to present the Board of Directors with the results of the recent Board Skills and Proficiency Mapping exercise.</p>	
<p>BACKGROUND</p> <p>As part of its mandate to support effective Board governance and succession planning, the Governance and Nominating Committee (GNC) conducted a Board Skills and Proficiency Survey.</p>	
<p>ANALYSIS</p> <p>On May 9, 2025, all nine members of the College Board of Directors were invited by email to participate in a confidential Skills and Proficiency Mapping exercise. The survey assessed Directors’ self-reported proficiency across a range of governance, strategic, and operational domains relevant to the College’s mission.</p> <p>Participation was strong, with nearly all Directors submitting their responses. The results have been consolidated and analyzed.</p> <p>To provide a clear and intuitive overview, responses have been visualized using heat maps. These maps use color gradients to represent varying levels of proficiency, allowing for easy identification of areas of collective strength and potential gaps.</p> <p>A review of the heat maps reveals areas where the College Board Directors hold varying levels of expertise.</p>	
<p>RECOMMENDATION</p> <p>The Governance and Nominating Committee recommends that:</p> <ol style="list-style-type: none"> 1. The results of the Skills and Proficiency Mapping exercise be received for information and used to inform future Board recruitment, succession planning, and professional development initiatives. 	
<p>POTENTIAL RISK(S)</p> <p>1. Inconsistent Data</p>	

Risk: some directors may interpret self-assessment criteria differently resulting in inconsistent reporting

Mitigation: clarify assessment skills in future exercise

2. Skills Gaps

Risk: identified gaps may impact board effectiveness in key areas

Mitigation: use mapping results to guide targeted recruitment and development

RESOLUTION

Not applicable - no action required

NEXT STEPS

- GNC will use the mapping results to support upcoming recruitment and succession planning discussions.
- Results will inform the design of future Board development sessions.
- An updated assessment will be scheduled as part of the next annual Board review cycle.

APPENDICES

Board of Directors Skills and Proficiency Mapping Summary





Board of Directors Skills and Proficiency Mapping Summary

June 19, 2025

































































































SECTION 1. GOVERNANCE COMPETENCIES

 Left Blank/Zero	 1. Basic Understanding	 2. Working Knowledge	 3. Thorough Knowledge
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1.	Board Experience (years)									
2.	Executive Performance Review									
3.	Financial Literacy/Investments									
4.	Management/Senior Leadership									



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SECTION 2. TECHNICAL SKILLS

5.	Accounting and Financial Reporting									
6.	Communications and Corporate Affairs									
7.	Corporate Governance									
8.	Government Relations									
9.	Investments									
10.	Legal Regulatory Compliance									
11.	Public Policy									
12.	Risk Management									
13.	Human Resources/Talent and Culture									
14.	Strategic Planning									
15.	Sustainability/Business Continuity									
16.	Technology and Data Oversight									

 Left Blank/Zero	 1. Basic Understanding	 2. Working Knowledge	 3. Thorough Knowledge
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SECTION 3. PRACTITIONER

17.	RCIC									
18.	RCIC-IRB									
19.	RISIA									
20.	Immigration Lawyer									

 Left Blank/Zero	 1. Basic Understanding	 2. Working Knowledge	 3. Thorough Knowledge
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SECTION 4. PRACTITIONER SKILLS

21.	Immigration Practitioner Regulation									
22.	Immigration Practitioner Education/Training									
23.	Immigration Legislation, Programs & Policy									
24.	Refugee-Specific Legislation, Policies and Processes									
25.	International Education Programs and Policies									
26.	Immigrant & Refugee Post-Arrival Experience & Settlement									
27.	International Student Experience in Canada									
28.	Provincial Immigration & International Education Programs and Priorities									
29.	Years of Regulated Practice									
30.	Experience as a Regulated Professional									
31.	Experience as a Regulator in a different field									

SECTION 5. DEMOGRAPHICS

*W – White/European	*SA – South Asian	*C – Caucasian	*WA/NA – West Asian/North African	*NA - Not Available
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Gender	M	M	M	F	F	M	M		M
French Language	Y	N	N	N	N	N	Y		N
Regions	BC	AB	ON	ON	ON	ON	QC		US
Diversity	NA	NA	W	SA	NA	C	WA/NA		W

BRIEFING NOTE

To:	Board of Directors
Meeting Date:	Thursday June 19, 2025
Agenda Item #:	8.5 - Licensee Competency Framework
Subject:	The 2025 Competency Standards Benchmark Study for RCIC and RISIA Practice
Key Contact:	Beata Pawlowska, Director Professional Standards, Research, Education and Policy
Action Required:	<i>For information and decision</i>

BACKGROUND

Competency frameworks help protect the public by ensuring that licensees are properly prepared to deliver high-quality services.

The College developed its competency frameworks for licensees between 2019 and 2020. These were subsequently approved by the Board of Directors—first for RCICs in September 2020, and then for RISIAs in December 2020.

Competency frameworks are typically reviewed and updated every three to five years. Regular reviews ensure that licensees continue to meet professional standards, remain accountable, and are equipped to respond to evolving industry needs and public expectations.

In October 2023, the College launched a comprehensive study to review its competency frameworks. Data collection concluded in December 2024, and the findings are presented in the Research Report: The 2025 Competency Standards Benchmark Study for RCIC and RISIA Practice. The study engaged a broad cross-section of licensees and was conducted in three phases: an initial survey, focus groups, and a final validation survey.

ANALYSIS

The Report outlines the findings of the recent review of the Licensee Competency Framework, conducted with input from Subject Matter Experts (SMEs). The review resulted in targeted recommendations for both Regulated Canadian Immigration Consultants (RCICs) and Regulated International Student Immigration Advisors (RISIAs), aimed at ensuring continued relevance and alignment with current professional practices.

For Regulated Canadian Immigration Consultants (RCICs), the SMEs recommended the addition of the following four new Performance Indicators:

- 1.4.4: Demonstrates knowledge of the Labour Market Impact Assessment application process.
- 1.7.9: Demonstrates knowledge of the Canada Border Services Agency (CBSA) role and procedures as they relate to immigration.
- 4.1.5: Recognizes personal limitations and seeks support when necessary.
- 6.5.7: Treats all clients in a professional manner while upholding standards, regardless of the costs associated with the client's case.

Additionally, six Performance Indicators were recommended for removal:

- 3.1.3: Considers whether there are potential issues that are not immediately obvious on hearing the facts of the situation.
- 4.2.2: Conducts a competitive analysis to determine level of need for services in the region.
- 4.4.2: Applies project management skills to manage projects and deliverables.
- 7.2.2: Cultivates a network of cultural informants.
- 7.2.6: Identifies and explains cultural variations.
- 7.3.2: Addresses culturally determined negotiation strategies.

For Regulated International Student Immigration Advisors (RISIAs), SMEs recommended the addition of two new Performance Indicators:

- 1.4.4: Demonstrates an understanding of the International Student Program's relationship to other classes of temporary and permanent immigration.
- 2.2.6 Explains the potential consequences of breaching study permit requirements.

Furthermore, the following seven Performance Indicators were recommended for removal:

- 1.5.1: Identifies the main elements of case law including purpose, facts, issues, law, ratio decidendi, decision and disposition.
- 1.8.1: Explains the historical context that has influenced Canadian immigration policy (e.g. macro world immigration and migration patterns, globalization, etc.).
- 4.1.1: Demonstrates understanding of social situations and team dynamics.
- 5.1.3: Anticipates and manages the potential outcomes of own actions or the actions of others.
- 5.1.5: Recognizes own limitations and seeks support and assistance when needed.
- 5.1.6: Builds collaborative relationships to encourage professional growth and development.
- 7.4.6: Acknowledges mistakes, accepts responsibility and suggests resolutions.

RISKS AND OTHER KEY CONSIDERATIONS

Maintaining a current and comprehensive Licensee Competency Framework is critical to safeguarding the public interest and upholding the integrity of the profession. Ongoing reviews and the timely implementation of recommended updates ensure that licensees remain aligned with established professional standards and are adequately prepared to respond to the evolving demands of the immigration landscape and the expectations of the public.

Failure to implement the proposed revisions presents a substantive risk that licensees may not possess the requisite knowledge, skills, and competencies to effectively operate within an increasingly complex legal and regulatory environment.

Ongoing validation, such as the work conducted in this review, is critical to maintaining transparent, evidence-based standards that support effective regulation and reflect the evolving demands of the profession.

RECOMMENDED MOTION TO THE BOARD

BE IT RESOLVED THAT the Board of Directors approves the revised Licensee Competency Framework as outlined in the Research Report: The 2025 Competency Standards Benchmark Study for RCIC and RISIA Practice, effective immediately.

BE IT FURTHER RESOLVED THAT the revisions include the following changes to the competency profiles:

- For Regulated Canadian Immigration Consultants (RCICs):
 - Additions:
 - 1.4.4: Demonstrates knowledge of the Labour Market Impact Assessment application process.
 - 1.7.9: Demonstrates knowledge of the Canada Border Services Agency (CBSA) role and procedures as they relate to immigration.
 - 4.1.5: Recognizes personal limitations and seeks support when necessary.
 - 6.5.7: Treats all clients in a professional manner while upholding standards, regardless of the costs associated with the client's case.
 - Removals:
 - 3.1.3, 4.2.2, 4.4.2, 7.2.2, 7.2.6, 7.3.2 (detailed descriptions as outlined in the report).
- For Regulated International Student Immigration Advisors (RISIAs):
 - Addition:
 - 1.4.4: Demonstrates an understanding of the International Student Program's relationship to other classes of temporary and permanent immigration.
 - 2.2.6 Explains the potential consequences of breaching study permit requirements.
 - Removals:
 - 1.5.1, 1.8.1, 4.1.1, 5.1.3, 5.1.5, 5.1.6, 7.4.6 (detailed descriptions as outlined in the report).

BE IT FURTHER RESOLVED THAT the Board affirms the importance of maintaining an up-to-date and evidence-based Licensee Competency Framework to support regulatory effectiveness, ensure public protection, and reflect the evolving demands of the immigration profession.

IMPLEMENTATION/NEXT STEPS

- 1. Integration into Pre- and Post-License Programs**
 - Align all programs with the revised competencies and performance indicators.
 - Update program curricula, learning outcomes, and instructional materials to reflect changes.
- 2. Update Entry-to-Practice and Other Assessments**
 - Revise all assessment tools, including the Entry-to-Practice Exam to ensure alignment with the updated frameworks.
 - Conduct psychometric reviews to validate changes and ensure consistency with professional standards.
- 3. Communication to Licensees and Stakeholders**
 - Develop and distribute clear communications to licensees, educators, and employers outlining the nature and rationale of the revisions.
 - Host information sessions or webinars as needed to support understanding and adoption.
- 4. Public Communication and Transparency**
 - Communicate updates to the public to reinforce the College's commitment to accountability and public protection.
- 5. Website and Document Updates**
 - Update all relevant content on the College's website, including downloadable standards, program descriptions, and examination guidelines.
 - Ensure consistency across all platforms and documentation.
- 6. Monitoring and Evaluation**
 - Establish a timeline and process for ongoing monitoring of implementation and impact.
 - Solicit feedback from stakeholders to inform future updates and continuous improvement.

ATTACHMENT(S)/LINKS

- Upon Request: Research Report: The 2025 Competency Standards Benchmark Study for RCIC and RISIA Practice

RESOLUTION

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	8.6.1 – Board Committee Terms of Reference – CEO Performance Review and Evaluation Committee (Revised to Human Resources Committee)
Subject:	Human Resources Committee Terms of Reference - Proposed
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For Approval</i>

PURPOSE

The purpose of this report is to present the Board of Directors with the Terms of Reference for the Human Resources Committee, reflecting its newly expanded mandate, and to recommend for approval.

BACKGROUND

At its meeting on May 27, 2025, the Governance and Nominating Committee (GNC) reviewed a proposed draft of the Terms of Reference for the Human Resources Committee, which now includes the HR mandate.

ANALYSIS

At its meeting on May 8, 2025, the CEO Performance Review and Evaluation Committee reviewed a proposed expansion of its Terms of Reference to incorporate a formal Human Resources mandate.

The proposed draft was subsequently reviewed by the Governance and Nominating Committee on May 27, 2025. Following a thorough review, the GNC supports the revisions and recommends that the Board approve the updated Terms of Reference.

Key Revisions Include:

- **Expanded Mandate:** Formal inclusion of oversight responsibilities for the College's human resources strategy and performance.
- **Risk Management:** Addition of responsibilities related to the identification and governance oversight of human resources risks.
- **Competency Requirements:** Emphasis on the need for committee members to possess or develop familiarity with human resources legislation, policies, and best practices.

RECOMMENDATION

The Governance and Nominating Committee recommends:

1. Approve the Terms of Reference for the Human Resources Committee, as presented.

POTENTIAL RISK(S)

1. Content Misalignment with Board Expectations

Risk: Revised Terms of Reference may not fully align with the Board's expectation of scope

Mitigation: Future annual reviews will ensure on going relevance

RESOLUTION

THAT the Human Resources Committee Terms of Reference, in substantially the form presented, be and is hereby approved with immediate effect.

NEXT STEPS

Upon Board approval the revised Terms of Reference will be:

- Used as a guide for executing the Committee's work.
- Included in the Board's governance documents

APPENDICES

Human Resources Committee Terms of Reference

HUMAN RESOURCES COMMITTEE

Terms of Reference

Version: 2025-002 Last Modified: May 8, 2025 Approved: June 19, 2025

Purpose

To support the Board of Directors in exercising governance-level oversight of the management of the College's strategic Human Resources (HR) and managing HR risks, including (1) providing recommendations on HR strategy, initiatives and policies; and (2) performing specific duties with respect to the hiring, compensation, terms of employment, performance evaluation and succession planning for the Chief Executive Officer of the College (CEO).

Duties and Responsibilities

The following are the responsibilities and duties of the Human Resources Committee.

1. CEO Recruitment and Performance Evaluation:

Support the Board of Directors in managing the Board/CEO relationship through:

- updating and conducting annually a formal CEO Performance Review Process, reporting to the Board on the outcomes thereof and its recommendations, if any, thereon;
- reviewing and, if appropriate, recommending to the Board amendments to the CEO Performance Review Process;
- developing and recommending to the Board, the CEO's performance objectives for each coming year;
- conducting necessary research on CEO-level compensation practices.

2. CEO Succession-Planning:

Support the Board of Directors in developing and implementing, as needed, a strategy and succession plan for the CEO of the College through:

- consulting with the CEO as needed on CEO succession matters;

- reviewing and, if appropriate, recommending to the Board amendments to the CEO's role profile and the Leadership Accountabilities of the Chief Executive Officer policy; and
- overseeing the recruitment of the CEO when a vacancy arises.

3. HR Risk Management:

Support the Board of Directors in managing the College's HR risk through:

- review and monitoring of College HR policies and the College Compensation Philosophy to mitigate risk, ensure alignment with College strategic objectives and ensure compliance with statutory requirements and best practices;
- reviewing, monitoring and providing advice with respect to the CEO's succession planning and leadership development strategies for the Leadership Team of the College; and
- reviewing College compliance with applicable HR legislation, the College Compensation Philosophy and HR policies.

Authority, Decision-Making and Reporting

1. The Committee has the authority required to carry out the functions set out in the "Duties and Responsibilities".
2. The Committee shall develop an annual Work Plan responsive to its responsibilities as set out in these Terms of Reference. It will be presented to the Board by the Committee Chairperson.
3. The Committee shall report its recommendations to the Board of Directors through written reports.
4. The Committee shall fulfill its responsibilities within the context of the following principles:
 - a) Committee members will act in accordance with applicable Board policies.
 - b) Committee members are expected to communicate among themselves in a direct, open and professional manner.
5. Decisions will be made by consensus unless consensus cannot be reached in which case decisions will be made by a majority vote.
6. Committee decisions will be made in accordance with the following principles of good governance:
 - a) Openness in decision-making and actions;

- b) Integrity based on honesty and objectivity; and
- c) Accountability for stewardship and performance.

Composition

The Committee shall consist of a minimum of three (3) and a maximum of five (5) members.

- a) The Chairperson of the Board of Directors shall be a member of the Committee.
- b) The Committee Chairperson, Vice-Chairperson and other committee members shall be Directors nominated by the Governance and Nominating Committee and approved by the Board.
- c) In the absence of the Committee Chairperson at any meeting or process of the Committee, the Vice-Chairperson shall assume the duties of the Chairperson.
- d) Any member of the Committee or of a Sub-Committee may be designated by the Chairperson or the Vice-Chairperson as the Chairperson of any meeting.
- e) The Committee may, from time to time, invite guests to attend meetings as required, to assist in fulfilling its purpose.

The CEO is entitled to attend and speak at every meeting of the Committee but shall not be entitled to vote.

The Corporate Secretary shall be the recording secretary who shall take minutes and assist in coordinating meetings and materials for the Committee and Sub-Committees if any.

Recommended Competencies

Committee Members

- Knowledge of the *College of Immigration and Citizenship Consultants Act* and all associated Regulations
- Knowledge of College structure, policies and culture (including its mission, vision, values, strategic plan, governance structure, role of staff and committees, programs and services)
- Board-level governance experience
- Familiarity with HR policies and practices for professional regulatory organizations
- Familiarity with Canadian federal legislative requirements including the *Canada Labour Code* and *Employment Equity Act*

- Familiarity with executive terms of employment and compensation practices in the professional regulatory or similar sectors

Committee Chairperson

- An understanding of corporate governance, typically acquired in a senior management role or as a corporate director; experience supported by recognized training in this area
- Previous experience as a Director of a public-interest entity or a medium or large non-profit organization

Meeting Arrangements

Meeting Agendas

The recording secretary will develop meeting agendas and supporting materials in consultation with the Committee Chairperson, other Board committees and management.

Meeting Materials

The recording secretary will ensure that all meeting materials are posted and distributed to Committee members five (5) business days in advance of meeting dates. However, special consideration may be given to urgent matters.

The minutes of each meeting of the Committee shall be provided to the Committee Chairperson within five (5) business days from the meeting date.

Frequency, Calling of Committee Meetings and Quorum

The Committee shall meet as required by its annual Work Plan. Meetings shall be held at the call of the Committee Chairperson or at the request of the CEO or two (2) members of the Committee.

Quorum shall be a majority of the voting members of the Committee. Each voting member will be entitled to one (1) vote and the Committee Chairperson will not have a second or casting vote in the case of an equality of votes. A tied vote is a failed vote.

In Camera Meetings

Committee members may, at their discretion, meet in a private session without staff members present, in accordance with applicable College governance policies.

Review

The Committee shall annually review these Terms of Reference, its Workplan and assess its own effectiveness in terms of ability to fulfil its purpose.

Effective Date

These Terms of Reference were approved by the Board of Directors on **June 19, 2025**, and are effective as of **June 19, 2025**.

Stan Belevici, RCIC-IRB
Chairperson – Human Resources
Committee

Stan Belevici, RCIC-IRB
Chairperson – Board of Directors

Date of Review	Changes/No Changes	Date of Board Approval
May 8, 2025	Changes	June 19, 2025
June 3, 2024	Established	June 20, 2024

RESOLUTION

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	8.6.2 – Board Committee Terms of Reference – Finance and Audit Committee
Subject:	Finance and Audit Committee Terms of Reference
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For Information</i>
PURPOSE The purpose of this report is to present the Board of Directors the Terms of Reference for the Finance and Audit Committee, (FAC) as part of the Committee’s annual review.	
BACKGROUND As part of its mandate, the Governance and Nominating Committee (GNC) conducts an annual review of Board committee Terms of Reference to ensure continued relevance and alignment with Board expectations. At its meeting on April 24, 2025, GNC completed its review of the Finance and Audit Committee Terms of Reference.	
ANALYSIS Prior to GNC’s review, the Finance and Audit Committee undertook its own review of the Terms of Reference at its meeting held on February 20, 2025. The Committee confirmed that the existing Terms of Reference continue to reflect its mandate and responsibilities appropriately. The GNC subsequently reviewed the document and likewise determined that no revisions are necessary at this time.	
RECOMMENDATION The Governance and Nominating Committee recommends: <ol style="list-style-type: none"> 1. No changes be made to the Finance and Audit Committee Terms of Reference at this time. 	
POTENTIAL RISK(S) 1. Content Misalignment with Board Expectations <i>Risk: Revised Terms of Reference may not fully align with the Board’s expectation of scope</i> <i>Mitigation: Future annual reviews will ensure on going relevance</i>	
RESOLUTION Not applicable - no action required	

NEXT STEPS

- Remain in effect as the guiding document for the Finance and Audit Committee.
- Be included in the Board's formal governance documents.

APPENDICES

Finance and Audit Committee Terms of Reference



FINANCE AND AUDIT COMMITTEE

Terms of Reference

Version: 2024-001 Last Modified: February 15, 2024 Approved: June 20, 2024

Purpose

To oversee and monitor all significant aspects of the financial management of the College, providing support to make any recommendations to the Board of Directors as it executes its oversight function.

Duties and Responsibilities

The following are the responsibilities and duties of the Finance and Audit Committee.

1. Financial Reporting:

- a) Review the College's quarterly financial statements, as prepared by management;
- b) Review the annual audit plan, annual audited financial statements and the annual Management Representation Letter and Engagement Letter provided to the Auditor and report thereon to the Board before such statements are approved by the Board.
- c) Receive from the Auditor reports pertaining to – and meet with the Auditor, as necessary, to discuss:
 - a. their audit of the annual financial statements and their Independence Letter to determine that no management restrictions have been placed on the scope and extent of the audit examination by the Auditor or the reporting of their findings to the Committee;
 - b. their assessment of the control environment and a report on any significant deviations or indications/detection of fraud and the corrective activity undertaken in respect thereto;
- d) Recommend to the Board the appointment of the Auditor, review the performance of the Auditor at least annually and recommend to the Board the remuneration and the terms of engagement of the Auditor;

2. Budgeting and Financial Management:

- a) Review the financial position and financial performance of the College to ensure that appropriate and timely information concerning the College's financial position and

performance is presented to the Board;

- b) Receive from management and review the College's operating and capital budgets to ensure that they are appropriate to fulfill the mandate of the College;
- c) Review banking arrangements, signing authorities and cash management controls as needed to ensure that they are appropriate to the needs of the College.

3. Investment Monitoring:

- a) Establish an investment policy for approval by the Board;
- b) Review the investment policy at least annually and recommend any necessary amendments to the Board;
- c) Monitor investment transactions and results on a quarterly basis according to the investment policy and report quarterly on such investments to the Board.

4. Risk and Uncertainty:

- a) Review with management the College's risk management framework, reporting and monitoring enterprise-wide risk across strategic, financial, operational, legislative/regulatory dimensions;
- b) Gain reasonable assurance that financial risk is being effectively managed in accordance with the risk management framework; and
- c) Annually receive and review a report from management on the adequacy of insurance coverage maintained by the College.

5. Internal Control and Information Systems:

- a) Review and obtain reasonable assurance that the internal control and information systems management has put in place are operating effectively to produce accurate, appropriate and timely management and financial information;
- b) At the request of the President & CEO, Chairperson of the Board, Chairperson of FAC or the Chairperson of the Governance and Nominating Committee (GNC), undertake investigations and other actions in relation to any suspected material non-compliance with accounting, internal control or auditing standards and report on such matters to the Board;
- c) The Committee shall annually review the expense reports of the Chairperson of the Board and the President & CEO (CEO) for the fiscal year just ended and report on compliance with College expense policies.

6. Compliance with Laws and Regulations:

- a) Review regular reports (Statutory Declarations and/or Compliance Certificates) from management with respect to the College's compliance with laws and regulations having a material impact on the financial statements including tax and financial reporting laws and regulations; legal withholding requirements; other laws and regulations which expose the members of the Board to liability.

7. Other Responsibilities:

- Investigate any matters that in the Committee's discretion, fall within the Committee's duties.

Authority, Decision-making and Reporting

1. The Committee has the authority required to carry out the functions set out in the “Duties and Responsibilities”.
2. The Committee shall develop an annual Work Plan responsive to its responsibilities as set out in these Terms of Reference. It will be presented to the Board by the Committee Chairperson.
3. The Committee shall report its recommendations to the Board of Directors through written reports.
4. The Committee shall fulfill its responsibilities within the context of the following principles:
 - a) Committee members will act in accordance with applicable Board policies.
 - b) Committee members are expected to communicate among themselves in a direct, open and professional manner.
5. Decisions will be made by consensus unless consensus cannot be reached in which case decisions will be made by a majority vote.
6. Committee decisions will be made in accordance with the following principles of good governance:
 - a) Openness in decision-making and actions;
 - b) Integrity based on honesty and objectivity; and
 - c) Accountability for stewardship and performance.

Composition

The Committee shall consist of a minimum of three (3) and a maximum of five (5) members.

- a) The Committee Chairperson, Committee Vice-Chairperson, and Committee members shall be nominated by the Governance and Nominating Committee and approved by the Board.
- b) The Chairperson, Vice-Chairperson and voting members shall be members of the Board.
- c) In the absence of the Committee Chairperson at any meeting or process of the Committee, the Vice-Chairperson shall assume the duties of the Chair.
- d) Any member of the Committee or of the Sub-Committee can be designated by the Chair or the Vice-Chairperson as the Chairperson of any meeting.
- e) The Committee may, from time to time, invite guests to attend meetings.

The Board Chairperson is entitled to attend and speak at all meetings but shall not be entitled to vote unless appointed as a member of the Committee.

The President & Chief Executive Officer (CEO) is entitled to attend and speak at every meeting of the Committee but shall not be entitled to vote.

The CEO or Board Chairperson shall delegate a recording secretary who shall take minutes and assist in coordinating meetings and materials for the Committee and Sub-Committees if any.

Recommended Competencies

Committee Members

- Knowledge of *College of Immigration and Citizenship Consultants Act* and all associated Regulations
- Knowledge of College structure, policies and culture (including its mission, vision, values, strategic plan, governance structure, role of staff and committees, programs and services)
- Experience in and understanding of financial accounting, financial reporting and Canadian GAAP/international financial reporting standards applicable to not-for-profit corporations
- Experience in risk management frameworks and their reporting.
- (Strongly preferred) Be a member in good standing of an institute or association of accountants incorporated by or under an Act of the legislature of a province."

Committee Chairperson

- An understanding of corporate governance, typically acquired in a senior management role or as a corporate director; experience supported by recognized training in this area.
- Previous experience as a Director of a public-interest entity or a medium or large non-profit organization.

Meeting Arrangements

Meeting Agendas

The recording secretary will develop meeting agendas and supporting materials in consultation with the Committee Chairperson, other Board Committees and management.

Meeting Materials

The recording secretary will ensure that all meeting materials are posted and distributed to Committee members five (5) business days in advance of meeting dates. However, special consideration may be given to urgent matters.

The minutes of each meeting of the Committee shall be provided to the Committee Chairperson within five (5) business days from the meeting date.

Frequency, Calling of Committee Meetings and Quorum

The Committee shall meet as required by its annual Work Plan. Meetings shall be held at the call of the Committee Chairperson or at the request of the CEO or two (2) members of the Committee.

Quorum shall be a majority of the voting members of the Committee. Each voting member will be entitled to one (1) vote and the Committee Chairperson will not have a second or casting vote in the case of an equality of votes. A tied vote is a failed vote.

In Camera Meetings:

Committee members may, at their discretion, meet in a private session without staff members present, in accordance with applicable College governance policies.

Review

The Committee shall annually review these Terms of Reference, its Workplan and assess its own effectiveness in terms of ability to fulfill its purpose.

Effective Date

These Terms of Reference were approved by the Board of Directors on **June 20, 2024**, and are effective as of **June 20, 2024**.

Timothy D’Souza
Chairperson – Finance and Audit Committee

Stan Belevici, RCIC-IRB
Chairperson – Board of Directors

Date of Review	Changes/No Changes	Date of Board Approval
February 20, 2025	No Changes	June 19, 2025
February 15, 2024	Changes	June 20, 2024
May 18, 2022	n/a	June 10, 2022

RESOLUTION

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	8.6.3 – Board Committee Terms of Reference – Governance and Nominating Committee
Subject:	Governance and Nominating Committee Terms of Reference - Revised
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For Approval</i>

PURPOSE

The purpose of this report is to present the Board of Directors the revised Terms of Reference for the Governance and Nominating Committee, (GNC) and to recommend it for approval.

BACKGROUND

At its meeting on May 27, 2025, the Governance and Nominating Committee (GNC) reviewed a revised Terms of Reference.

ANALYSIS

Following a review of the GNC Terms of Reference at the meeting held April 24, 2025, the Committee identified several areas requiring clarification or enhancement. The proposed updates are intended to reinforce the Committee's mandate and align its responsibilities with evolving governance needs.

Key Revisions Include:

- **Expanded Mandate:** A more comprehensive description of the Committee's purpose including the assignment of responsibility for periodic review of Board and Committee Member Compensation and Expense Policies
- **Clarified Responsibilities:** Clearer articulation of the Committee's role in orientation, planning, and performance oversight
- **Risk Oversight:** Introduction of a requirement for semi-annual risk reviews
- **Composition:** Provision to invite non-voting guests with relevant expertise to meetings.
- **Removal Provision:** Authority for the Board to remove Committee members by resolution.

RECOMMENDATION

The Governance and Nominating Committee recommends:

1. Approve the revised Terms of Reference for the Governance and Nominating Committee, as presented.

POTENTIAL RISK(S)

1. Content Misalignment with Board Expectations

Risk: Revised Terms of Reference may not fully align with the Board's expectation of scope

Mitigation: Future annual reviews will ensure on going relevance

RESOLUTION

THAT the revised Governance and Nominating Committee Terms of Reference, in substantially the form presented, be and is hereby approved with immediate effect.

NEXT STEPS

Upon Board approval the revised Terms of Reference will be:

- Used as a guide for executing the Committee's work.
- Included in the Board's governance documents

APPENDICES

Governance and Nominating Committee Terms of Reference – Blacklined
Governance and Nominating Committee Terms of Reference

Appendix BA

GOVERNANCE AND NOMINATING COMMITTEE

Terms of Reference

Version: 2024-001-2 Last Modified: ~~June 3, 2024~~ April 24, 2025 Approved: ~~June 20, 2024~~ TBD June 19, 2025

Purpose

The Governance and Nominating Committee is established to support the mandate of the College by promoting effective, transparent, and accountable governance. The Committee is responsible for overseeing the processes related to the nomination, election, and appointment of members to the Board of Directors, statutory and non-statutory committees, and working groups. It ensures that governance practices are aligned with regulatory requirements, best practices, and the public interest. The Committee also provides recommendations to the Board to enhance the College's governance framework, support Board effectiveness, and uphold the College's duty to regulate the profession in the public interest.

~~To oversee the development, implementation and management of the College's governance processes including, without limitation, the nomination and election of Directors and the appointment of committee and working group members, and to make recommendations to the Board of Directors on these matters.~~

Duties and Responsibilities

The following are the responsibilities and duties of the Governance and Nominating Committee.

Oversight of Corporate Governance

1. In alignment with the College Act, Regulations and CICC strategic priorities, conduct an annual review of, and recommend amendments to, the College By-laws, governance policies, and policies applicable to licensees.
2. Review annually and recommend amendments if required to the governance structure of the Board and the College annually including:

- a) Governance policies in respect of the Board
- b) Terms of Reference of any committees of the Board, Tribunal Committees, other committees of the College or working groups;
- c) Position descriptions for Directors and the Officers of the Board;
- d) ~~the~~ The amount and nature of remuneration and any other payments to Directors and Officers of the Board, including the periodic review and revision of the Board of Directors and Committee Member Compensation Policy and the Board of Directors and Committee Member Expense Policy;
- e) The essential and desirable experience, skills and other characteristics of potential candidates for election to the Board and appointment to committees and working groups and as Officers of the Board, including annually in connection with the election of Directors and appointment of committees, and as needed in connection with the filling of occasional vacancies, taking into consideration the Board's short-term needs and long-term succession plans.

Orientation, Planning and Performance

- a) Oversee the development of Orientation program for new Directors;
- b) Board education opportunities for all Directors reflecting annual needs assessments;
- c) Oversee Succession planning for the Directors and Officers of the Board;
- d) Recommend individuals for appointment by the Board to serve as Directors, Officers, members of all Committees, Tribunal Committees and working groups; Propose individuals to be appointed as members of committees (including the Tribunal Committees) and working groups, Directors, and Officers of the Board; and
- e) ~~e)~~ Coordinate and oversee the annual evaluation of the performance of the Board, the Board Chairperson, individual Directors, and all Board committees. The annual assessment and evaluation of the performance of the Board, the Board Chair and Directors, and the committees of the Board.

Risk and Uncertainty

- a) ~~In collaboration with management, review the College's risk management framework on a semi-annual basis, or as requested by the Board, including the reporting and monitoring of enterprise-wide risks across strategic and legislative/regulatory domains; Review with management the College's risk management framework, reporting and monitoring enterprise-wide risk across strategic, legislative/regulatory dimensions;~~
- a)
- b) Gain reasonable assurance that governance risk is being effectively managed in accordance with the risk management framework.

Other Responsibilities:

- ~~Undertake any matters that, in the Committee's discretion, fall within its mandate or are delegated to it by the Board. Investigate any matters that in the Committee's discretion, fall within the Committee's duties.~~

Authority, Decision-Making and Reporting

- **The** Committee has the authority required to carry out the functions set out in the "Duties and Responsibilities".
1. The Committee shall develop an annual Work Plan responsive to its responsibilities as set out in these Terms of Reference. It will be presented to the Board by the Committee Chairperson.
 2. The Committee shall report its recommendations to the Board of Directors through written reports.
 - 2.3. Written reports on the Committee's activities shall be submitted to the Board at the next scheduled Board meeting following each Committee meeting.
 - 3.4. The Committee shall fulfill its responsibilities within the context of the following principles:
 - a) Committee members will act in accordance with applicable Board policies.
 - b) Committee members are expected to communicate among themselves in a direct, open, and professional manner.
 - 4.5. Decisions will be made by consensus unless consensus cannot be reached in which case decisions will be made by a majority vote.
 - 5.6. Committee decisions will be made in accordance with the following principles of good governance:
 - a) Openness in decision-making and actions;
 - b) Integrity based on honesty and objectivity; and
 - c) Accountability for stewardship and performance.

Composition

The Committee shall consist of a minimum of three (3) and a maximum of five (5) members.

- a) The Committee Chairperson, Committee Vice-Chairperson, and Committee members shall be nominated by the Governance and Nominating Committee and approved by the Board.

- b) The Chairperson, Vice-Chairperson and voting members shall be members of the Board.
- c) In the absence of the Committee Chairperson at any meeting or process of the Committee, the Vice-Chairperson shall assume the duties of the Chairperson.
- d) Any member of the Committee or of an appointed Sub-Committee can be designated by the Chairperson or the Vice-Chairperson as the Chairperson of any meeting.
- e) The Committee may, from time to time, invite guests to attend meetings. Invited guests may participate in discussions but shall have no voting rights.
- f) Committee members serve at the pleasure of the Board and may be removed from their position at any time, with or without cause, by resolution of the Board.

The Board Chairperson is entitled to attend and speak at all meetings but shall not be entitled to vote, unless appointed as a member of the Committee.

The President & Chief Executive Officer (CEO) is entitled to attend and speak at every meeting of the Committee but shall not be entitled to vote.

The Committee may request members of Management, staff, or other individuals with relevant expertise to attend meetings and provide information, advice, or clarification as necessary to support the Committee in fulfilling its responsibilities.

The Committee Chairperson or CEO ~~or Board Chair~~ shall ~~delegate~~ appoint a recording secretary who shall take minutes and assist in coordinating meetings and materials for the Committee and Sub-Committees if any.

Recommended Competencies

Committee Members

- Knowledge of College of Immigration and Citizenship Consultants Act and all associated Regulations
- Knowledge of College structure, policies, and culture (including its mission, vision, values, strategic plan, governance structure, ~~role of staff~~ and Committees Terms of Reference; ~~programs, and services~~)
- Understanding of the College's programs and services and roles of staff
- Board-level governance experience
- Familiarity with legislative drafting techniques
- Familiarity with immigration consulting business practices

Committee Chairperson

- An understanding of corporate governance, typically acquired in a senior management role or as a corporate director; experience supported by recognized training in this area.

- Previous experience as a Director of a public-interest entity or a medium or large non-profit organization is preferred.

Meeting Arrangements

Meeting Agendas

The recording secretary will develop meeting agendas and supporting materials in consultation with the Committee Chair person, other Board committees and management.

Meeting Materials

The recording secretary will ensure that all meeting materials are posted and distributed to Committee members five (5) business days in advance of meeting dates. However, special consideration may be given to urgent matters.

The minutes of each meeting of the Committee meeting shall be provided to ~~each the~~ Committee ~~member~~ Chairperson within five (5) business days following from the date of the meeting. ~~date.~~

Frequency, Calling of Committee Meetings and Quorum

The Committee shall convene as necessary to fulfill the responsibilities outlined in its annual Work Plan. Meetings may be called by the Committee Chair person, or upon the request of the CEO or any two (2) Committee members.

~~The Committee shall meet as required by its annual Work Plan. Meetings shall be held at the call of the Committee Chair or at the request of the CEO or two (2) members of the Committee.~~

Quorum shall be a majority of the voting members of the Committee. Each voting member will be entitled to one (1) vote and the Committee Chair person will not have a second or casting vote in the case of an equality of votes. A tied vote is a failed vote.

In Camera Meetings:

Committee members may, at their discretion, meet in a private session without staff members present, in accordance with applicable College governance policies.

Review

The Committee shall annually review these Terms of Reference, its Workplan and assess its own effectiveness in terms of ability to fulfil its purpose.

Effective Date

These Terms of Reference were approved by the Board of Directors on ~~March 21, 2024~~June 19, 2025, and are effective as of ~~March 21, 2024~~June 19, 2025.



Ben Rempel
Chairperson – Governance and Directors Nominating Committee



Stan Belevici, RCIC-IRB
Chairperson – Board of

Date of Review	Changes/No Changes	Date of Board Approval
<u>April 24, 2025</u>	<u>Changes</u>	<u>June 19, 2025</u>
<u>February 13, 2024</u>	<u>Changes</u>	<u>June 20, 2024</u>
<u>May 18, 2022</u>	<u>n/a</u>	<u>June 10, 2022</u>

Appendix B

GOVERNANCE AND NOMINATING COMMITTEE

Terms of Reference

Version: 2024-002 Last Modified: April 24, 2025 Approved: June 19, 2025

Purpose

The Governance and Nominating Committee is established to support the mandate of the College by promoting effective, transparent, and accountable governance. The Committee is responsible for overseeing the processes related to the nomination, election, and appointment of members to the Board of Directors, statutory and non-statutory committees, and working groups. It ensures that governance practices are aligned with regulatory requirements, best practices, and the public interest. The Committee also provides recommendations to the Board to enhance the College's governance framework, support Board effectiveness, and uphold the College's duty to regulate the profession in the public interest.

Duties and Responsibilities

The following are the responsibilities and duties of the Governance and Nominating Committee.

Oversight of Corporate Governance

1. In alignment with the College Act, Regulations and CICC strategic priorities, conduct an annual review of, and recommend amendments to, the College By-laws, governance policies, and policies applicable to licensees.
2. Review annually and recommend amendments if required to the governance structure of the Board and the College annually including:
 - a) Governance policies in respect of the Board
 - b) Terms of Reference of any committees of the Board, Tribunal Committees, other committees of the College or working groups;
 - c) Position descriptions for Directors and the Officers of the Board;

- d) The amount and nature of remuneration and any other payments to Directors and Officers of the Board, including the periodic review and revision of the Board of Directors and Committee Member Compensation Policy and the Board of Directors and Committee Member Expense Policy;
- e) The essential and desirable experience, skills and other characteristics of potential candidates for election to the Board and appointment to committees and working groups and as Officers of the Board, including annually in connection with the election of Directors and appointment of committees, and as needed in connection with the filling of occasional vacancies, taking into consideration the Board's short-term needs and long-term succession plans.

Orientation, Planning and Performance

- a) Oversee the development of Orientation program for new Directors;
- b) Board education opportunities for all Directors reflecting annual needs assessments;
- c) Oversee Succession planning for the Directors and Officers of the Board;
- d) Recommend individuals for appointment by the Board to serve as Directors, Officers, members of all Committees, Tribunal Committees and working groups; and
 - e) Coordinate and oversee the annual evaluation of the performance of the Board, the Board Chairperson, individual Directors, and all Board committees.

Risk and Uncertainty

- a) In collaboration with management, review the College's risk management framework on a semi-annual basis, or as requested by the Board, including the reporting and monitoring of enterprise-wide risks across strategic and legislative/regulatory domains;
- b) Gain reasonable assurance that governance risk is being effectively managed in accordance with the risk management framework.

Other Responsibilities:

Undertake any matters that, in the Committee's discretion, fall within its mandate or are delegated to it by the Board.

Authority, Decision-Making and Reporting

The Committee has the authority required to carry out the functions set out in the "Duties and Responsibilities".

1. The Committee shall develop an annual Work Plan responsive to its responsibilities as set out in these Terms of Reference. It will be presented to the Board by the Committee Chairperson.
2. The Committee shall report its recommendations to the Board of Directors through written reports.

3. Written reports on the Committee's activities shall be submitted to the Board at the next scheduled Board meeting following each Committee meeting.
4. The Committee shall fulfill its responsibilities within the context of the following principles:
 - a) Committee members will act in accordance with applicable Board policies.
 - b) Committee members are expected to communicate among themselves in a direct, open, and professional manner.
5. Decisions will be made by consensus unless consensus cannot be reached in which case decisions will be made by a majority vote.
6. Committee decisions will be made in accordance with the following principles of good governance:
 - a) Openness in decision-making and actions;
 - b) Integrity based on honesty and objectivity; and
 - c) Accountability for stewardship and performance.

Composition

The Committee shall consist of a minimum of three (3) and a maximum of five (5) members.

- a) The Committee Chairperson, Committee Vice-Chairperson, and Committee members shall be nominated by the Governance and Nominating Committee and approved by the Board.
- b) The Chairperson, Vice-Chairperson and voting members shall be members of the Board.
- c) In the absence of the Committee Chairperson at any meeting or process of the Committee, the Vice-Chairperson shall assume the duties of the Chairperson.
- d) Any member of the Committee or of an appointed Sub-Committee can be designated by the Chairperson or the Vice-Chairperson as the Chairperson of any meeting.
- e) The Committee may, from time to time, invite guests to attend meetings. Invited guests may participate in discussions but shall have no voting rights.
- f) Committee members serve at the pleasure of the Board and may be removed from their position at any time, with or without cause, by resolution of the Board.

The Board Chairperson is entitled to attend and speak at all meetings but shall not be entitled to vote, unless appointed as a member of the Committee.

The President & Chief Executive Officer (CEO) is entitled to attend and speak at every meeting of the Committee but shall not be entitled to vote.

The Committee may request members of Management, staff, or other individuals with relevant expertise to attend meetings and provide information, advice, or clarification as necessary to support the Committee in fulfilling its responsibilities.

The Committee Chairperson or CEO shall appoint a recording secretary who shall take minutes and assist in coordinating meetings and materials for the Committee and Sub-Committees if any.

Recommended Competencies

Committee Members

- Knowledge of *College of Immigration and Citizenship Consultants Act* and all associated Regulations
- Knowledge of College structure, policies, and culture (including its mission, vision, values, strategic plan, governance structure, and Committees Terms of Reference)
- Understanding of the College's programs and services and roles of staff
- Board-level governance experience
- Familiarity with legislative drafting techniques
- Familiarity with immigration consulting business practices

Committee Chairperson

- An understanding of corporate governance, typically acquired in a senior management role or as a corporate director; experience supported by recognized training in this area.
- Previous experience as a Director of a public-interest entity or a medium or large non-profit organization is preferred.

Meeting Arrangements

Meeting Agendas

The recording secretary will develop meeting agendas and supporting materials in consultation with the Committee Chairperson, other Board committees and management.

Meeting Materials

The recording secretary will ensure that all meeting materials are posted and distributed to Committee members five (5) business days in advance of meeting dates. However, special consideration may be given to urgent matters.

The minutes of each meeting of the Committee shall be provided to the Committee Chairperson within five (5) business days following the date of the meeting.

Frequency, Calling of Committee Meetings and Quorum

The Committee shall convene as necessary to fulfill the responsibilities outlined in its annual Work Plan. Meetings may be called by the Committee Chairperson, or upon the request of the CEO or any two (2) Committee members.

Quorum shall be a majority of the voting members of the Committee. Each voting member will be entitled to one (1) vote and the Committee Chairperson will not have a second or cast vote in the case of an equality of votes. A tied vote is a failed vote.

In Camera Meetings:

Committee members may, at their discretion, meet in a private session without staff members present, in accordance with applicable College governance policies.

Review

The Committee shall annually review these Terms of Reference, its Workplan and assess its own effectiveness in terms of ability to fulfil its purpose.

Effective Date

These Terms of Reference were approved by the Board of Directors on **June 19, 2025**, and are effective as of **June 19, 2025**.

Ben Rempel
Chairperson – Governance and
Nominating Committee

Stan Belevici, RCIC-IRB
Chairperson – Board of Directors

Date of Review	Changes/No Changes	Date of Board Approval
April 24, 2025	Changes	June 19, 2025
February 13, 2024	Changes	June 20, 2024
May 18, 2022	n/a	June 10, 2022

RESOLUTION

To:	Board of Directors
Meeting Date:	Thursday, June 19, 2025
Agenda Item #:	8.7 - Board Development and Education Plan
Subject:	Potential Board Development Session for September 25 & 26, 2025
Key Contact:	Ben Rempel, Chairperson, Governance and Nominating Committee
Action Required:	<i>For Information</i>

PURPOSE

The purpose of this report is to update the Board of Directors on the upcoming Board education session planned for September 2025 and to outline the session's focus, format, and facilitation.

BACKGROUND

At its meeting on May 27, 2025, the Governance and Nominating Committee (GNC) was unable to review Board member feedback on potential topics for the next development session due to time constraints. Following the meeting, the GNC approved—via email resolution—a plan to proceed with a Board education session in September.

ANALYSIS

Director feedback indicated strong interest in the following areas for the upcoming Board education session:

- Fiduciary duties
- Defining roles, boundaries, and the balance between governance and operations
- Interactive group work and case study learning
- Conducting effective CEO performance reviews

Given the nature of these topics, an in-person session led by an experienced guest facilitator is recommended to ensure dynamic and impactful learning experience. Incorporating interactive discussions and hands-on case studies will help deepen understanding and support practical application.

Proposed Learning Objectives for the Session Include:

- Clarify the Board's oversight role versus operational management
- Define appropriate levels of Board engagement to support good governance
- Enhance collaboration between the Board and executive leadership
- Apply governance concepts through real-world scenarios and case studies
- Understand key elements of a fair and effective CEO performance review, including timelines, metrics, and feedback
- Build a consistent and shared approach to CEO evaluation across the Board

A review of proposals received in June 2024 identified **Shona McGlashan of McGlashan Consulting** as a highly qualified facilitator with deep expertise in these areas.

The fiscal year 2026/27 Board development budget includes an allocation of **\$80,000**. The estimated cost for the September session is **not expected to exceed \$20,000**, well within the approved budget.

RECOMMENDATION

The Governance and Nominating Committee recommends:

1. Proceeding with an in-person Board education session in September 2025.
2. Focusing the session on the following priority areas:
 - Fiduciary duties and governance responsibilities
 - Governance-operational boundaries and role clarity
 - CEO performance review process
 - Applied governance through interactive group work and case studies
3. Engaging **Shona McGlashan** of McGlashan Consulting as the session facilitator.

POTENTIAL RISK(S)

1. Content Misalignment with Board Expectations

Risk: The session may not fully meet learning needs.

Mitigation: The Chairperson and management will meet with the facilitator early in the planning process and maintain ongoing communication to ensure content relevance and alignment.

2. Low Attendance

Risk: Poor attendance could limit the session's effectiveness.

Mitigation: All Directors have currently indicated their intention to attend, reducing this risk.

3. Limited Application of Learning

Risk: Insights from the session may not translate into Board practice.

Mitigation: The session will include interactive elements—such as case studies and group exercises—to support practical learning and retention.

RESOLUTION

For information and discussion only.

No formal Board motion is required at this stage.

NEXT STEPS

- The Corporate Secretary will contact Shona McGlashan to initiate formal engagement.
- A draft agenda will be prepared and submitted to the GNC for review at its next scheduled meeting.

APPENDICES

College Development Sessions

Development Sessions					
MTG #	DATE	GOVERNANCE	CANADIAN IMMIGRATION ECOSYSTEM	REGULATION	OTHER
1	June 10, 2022				
2	Sept 29, 2022			<u>Review of the Canadian Immigration Environment</u> <i>John Murray</i> <i>Michael Huynh</i>	
				<u>Professional Standards, Research, Education & Policy</u> <i>Beata Pawlowska</i>	
				<u>Public Affairs and Communications Updates</u> <i>Chris May</i>	
3	Dec 1, 2022			<u>Professional Conduct</u> <i>Michael Huynh</i>	
SESSION 2023					
1	Mar 10, 2023				<u>Strategic Plan</u> <i>Phil Buckley</i>
2	June 8, 2023				CAPIC Conference

Development Sessions					
MTG #	DATE	GOVERNANCE	CANADIAN IMMIGRATION ECOSYSTEM	REGULATION	OTHER
3	Sept 28, 2023			<u>Professional Conduct</u> <i>Michael Huynh</i>	
4	Nov 30, 2023				Annual General Meeting
SESSION 2024					
1	Mar 21, 2024		<u>International Student Issues</u> <i>Stan Belevici, Chairperson</i>		
2	June 19, 2024		<u>International Student Issues</u> <i>Beata Pawlowska</i>	<u>Work Permits</u> <i>Stan Belevici, Chairperson</i> <i>Marty Baram, Director</i> <i>Richard Dennis, Director</i>	
3	Sept 26, 2024	<u>DirectorPrep</u> • Core business/Purpose • Governance For Regulators • Board/CEO Relationship • What does good governance look like? <i>Scott Baldwin</i>		<u>Use of AI in IRCC Programs and in the Provision of Immigration and Citizenship Advice</u> <i>Peter Christensen, Assistant Director, Admissibility, Immigration, Refugees and Citizenship Canada</i>	
4	Dec 05, 2024				Draft College By-Laws

Development Sessions					
MTG #	DATE	GOVERNANCE	CANADIAN IMMIGRATION ECOSYSTEM	REGULATION	OTHER
SESSION 2025					
1	Mar 2025	<u>Governance Solutions</u> <ul style="list-style-type: none"> • What is Governance? Why do Boards Exist? • Five Types of Boards: Why are there Different Kinds of Boards? • What are the roles of Board and Management in Direction and Control of an Organization • Distinctives of Not-for-Profit Boards' Best Practices • Distinctives of Regulatory Boards' Best Practices • Director Conduct: Duties of Loyalty and Care: Living Out Your Values • Conflict of Interest: What is it and What are Your Responsibilities <i>Rob DeRooy</i>			
2	June 2025			<u>Independent Complaints Review Officer (ICRO) -</u>	

Development Sessions					
MTG #	DATE	GOVERNANCE	CANADIAN IMMIGRATION ECOSYSTEM	REGULATION	OTHER
				<ul style="list-style-type: none"> Overview of the role of the ICRO <i>Lai-King Hum</i> <u>Tribunal Committee Chairperson -</u> <ul style="list-style-type: none"> Overview of strategic contributions to organizational integrity and accountability. <i>Cindy Ramkissoo-Shears</i> 	
3	Sept 2025	<u>McGlashan Consulting</u> <u>Exploring Fiduciary Duties</u> Examination of fiduciary responsibilities: <ul style="list-style-type: none"> Duty of Care Duty of Loyalty Duty of Obedience <u>Defining Roles, Boundaries, and Balance</u> <ul style="list-style-type: none"> Clarify Governance vs. Operations Distinguish the Board's oversight responsibilities 			

Development Sessions					
MTG #	DATE	GOVERNANCE	CANADIAN IMMIGRATION ECOSYSTEM	REGULATION	OTHER
		<p>from the organization's daily management,</p> <ul style="list-style-type: none"> Establish appropriate levels of Board involvement to ensure effective oversight Strengthen collaboration between the Board and executive leadership <p><u>Implications of Governance Concepts</u></p> <p>interactive group sessions, to apply governance concepts to real-world scenarios by:</p> <ul style="list-style-type: none"> Working through practical examples Analyzing case studies to reinforce understanding and application <p><i>Shona McGlashan</i></p>			
4	Nov 2025				

FUTURE SESSIONS SUGGESTED BY DIRECTORS			
	TOPIC	POTENTIAL PRESENTER	TO BE SCHEDULED
1	Independent Complaints Review Officer (ICRO) <ul style="list-style-type: none"> • Overview of the critical role of the ICRO in upholding fairness, transparency, and accountability across all areas of stakeholder engagement. • What are the challenges in fulfilling this role? 	Lai-King Hum	June 2025
2	Tribunal Committee Member <ul style="list-style-type: none"> • Overview of strategic contributions to organizational integrity and accountability. • What are the challenges in fulfilling this role? 	Member of College Tribunal Committee	June 2025
3	Exploring Fiduciary Duties <ul style="list-style-type: none"> • focused exploration of fiduciary duties, emphasizing the critical role these responsibilities play in effective governance, ethical leadership, and organizational trust. • duty of care, duty of loyalty, and duty of obedience 	3rd Party Presenter	September 2025
4	Practical Operations vs. Governance – Defining Roles, Boundaries, and Balance <ul style="list-style-type: none"> • Understanding the governance "lane" vs. the operational "lane" • Identifying appropriate levels of Board involvement in decision-making • Strengthening collaboration and communication between the Board and executive team • Tools and frameworks for reinforcing governance discipline 	3rd Party Presenter	September 2025
5	Implications of Governance Concepts <ul style="list-style-type: none"> • Group session with practical examples to work through/consider • Cases to work through 	3rd Party Presenter	September 2025
6	Outcome related reporting <ul style="list-style-type: none"> • Development of metrics for measuring progress towards strategic objectives 		