

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 Jvoti Singh

Ministerial Observer:

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

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

Absent

Marty Baram, RCIC Tim D'Souza

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

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	Торіс	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: 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. CEO Performance Review and Evaluation Committee – Normand Beaudry Finance and Audit Committee – Marty Baram 	4

Resolution	Agenda Item	Торіс	Motion
		 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 1. To close the in camera session and, 2. 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