

**Public Board of Directors Meeting**  
**Held via Zoom**  
**December 15, 2022**  
**12 noon ET**  
**Minutes**

**BOARD MEMBERS:**

Tom Conway, Chair  
Ruth McHugh  
Karima Bawa  
Leonora Hoicka  
Brigitte Chan  
Jeff Aistle  
Andrew Currier  
Darrel Pink, CEO and Registrar

**STAFF:**

Sean Walker, CFO  
Victoria Rees, Manager Professional Responsibility  
Jennifer Slabodkin, Director of Registration and Education, Deputy Registrar  
Andres Diaz, Operations Mmanager  
Anne-Thiphaine Camus, Administration, Registration and Education

1. Introductory Matters/Call to Order/Approval of Agenda/Conflicts of Interest

The meeting was called to order at 12:07 ET.

The Chair acknowledged that the meeting was held with directors present across Canada in lands preserved by Canada's indigenous peoples for thousands of years.

The Chair provided an update on the Ministerial appointment of Directors to the Board, noting announcements regarding the two remaining positions are imminent.

No conflicts of interest were declared.

2. Consent Agenda

The Chair noted the items on the consent agenda. Though no request was made to remove an item from the agenda, one director inquired about a note in the Governance Committee report regarding the CEO performance review plan.

The CEO advised the initial work on performance expectations for the new CEO will be carried out as part ROAR's transition work and CPATA will ask Boyden to engage with the Board on a first year performance review in 2024.

The CEO provided an update on the status of the by-law revisions work, noting the schedule for revised by-laws to be approved around March 31, 2023 remains.

It was noted committee reports should be from the committee chair, not the responsible staff support.  
**On a consensus, the Chair declared the consent agenda approved.**

3. **Enhancing CPATA's Governance**

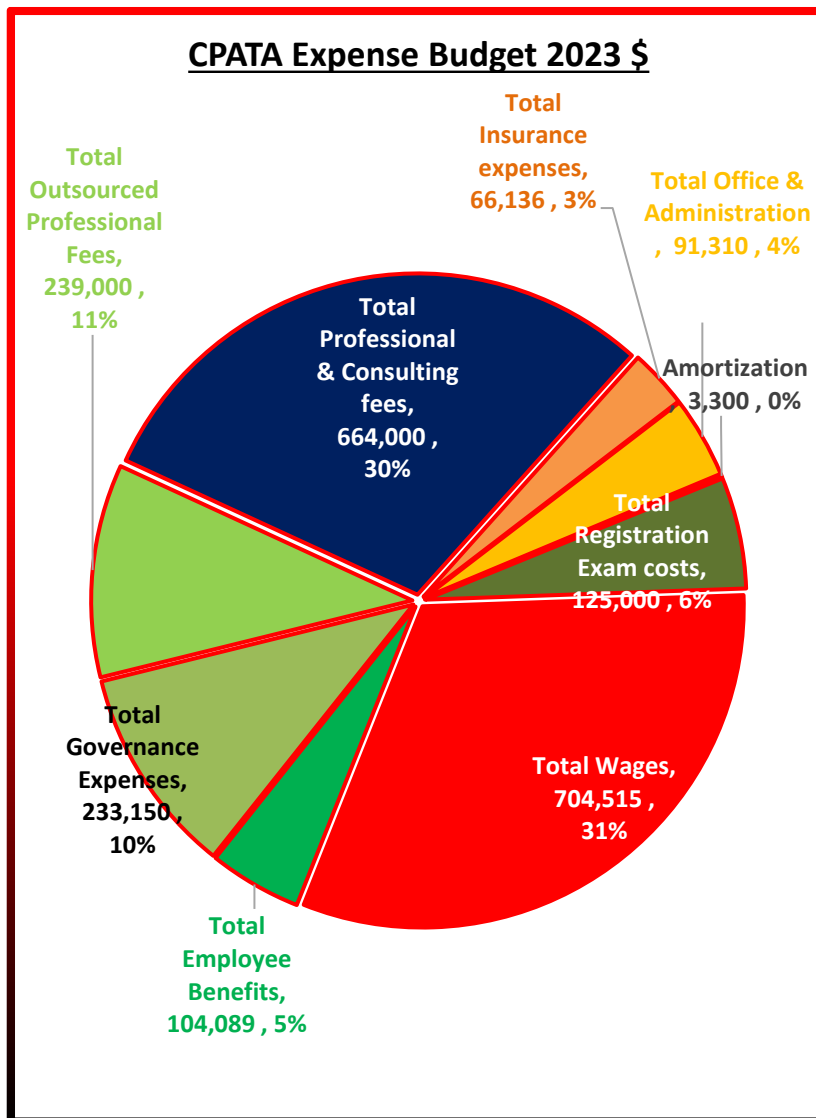
Sean Walker, CPA presented the 2023 operating budget.

He noted the budget is built around an assumption there will be a stable number of licensees in 2023, so there is no growth in revenue anticipated, as 88% of revenue derives from Class 1 fees.

On the expense side, he highlighted these key factors:

- Wages and benefits – the staffing model remains unchanged and the new CEO has been incorporated; Governance – full calendar of board and committee meetings is included with the revised remuneration model to start in Q2; Professional fees – increased for Complaints & Discipline based on current assumptions; Registration and exams – program continues to evolve with numbers reflecting 2022 experience; Insurance – market rates are expected to increase.

Overall the expense budget was summarized with this chart.



Following questions and discussion, it was moved by Ruth McHugh, seconded by Leonora Hoicka – **Be it resolved to approve the 2023 Operating Budget – Approved**

#### 4. **CPATA as a Modern Regulator**

It was noted by the Chair that CPATA has received a brief from IPIC recommending CPATA implement the necessary infrastructure to receive complaints regarding unauthorized practice. The Chair noted this issues was discussed by the CEO at the 2022 IPIC Conference and the stated intention was to develop a policy following consultation.

Following discussion, it was moved by Leonora Hoicka, seconded by Karima Bawa:

**Whereas CPATA recognizes that ss. 67 and 68 of the CPATA Act limit the use of the title of Patent Agent' or 'Trademark Agent' or of persons representing themselves as such if they are not licensees of CPATA;**

**And whereas the Act is not clear on the mandate of CPATA regarding enforcement of these provisions;**

**And whereas there need to be discussions with ISED regarding the application of these provisions;**

**Be it resolved the CEO, at the Board's meeting in March 2023, following necessary consultations and study, is to report on progress on all aspects of his work and provide advice to the Board on addressing allegations of unauthorized practice. Approved**

#### **Other business**

The Board requested that a date for a possible fall in person meeting be scheduled, so dates can be held in director's schedules. It was also requested the date of the IPIC Conference be added to list of meeting dates.

There were some questions about the Investigation Committee procedures which were included in the meeting package.

#### **Adjournment**

**On a motion made and carried unanimously, it was resolved to end the public meeting at 2:00 ET, and to move in-camera.**

**The meeting adjourned at 2:00 p.m. ET**



Tom Conway

Chairman of the Board of Directors

Minutes approved on Feb 6, 2023