

September Council Meeting Minutes

Date/Time of Meeting:	Tuesday September 16, 2025, 11:15 am
Council present:	Benjamin Matthie, Victoria Nicholson, Teresa Bendo, Heather Westaway, Chad McCleave, Leanne Smith, Alyssa King, Jennifer Yee, Susan Garfat, Jane Gage, Oluwashindara Isaac-Oloye, Sara Gottlieb, Jana Smith, Kristin Baker, Frank Jasek, Mehrdad Alizadeh-Meghrazi, Corby Anderson, Gergo Szoboszlai, Jotvinder Sodhi
Regrets:	
Absent:	
Staff members:	Nancy Leris, Lily Oeur, Brian Fehst, Magdalena Reder, Cecilia Li, Samuel Hanna, Ethan Foerster
Guests/Observers:	Dana Lobson (Ministry of Health)

Let it be noted that Council held an in-camera session from 9:00 a.m. to 10:10 a.m.

1. Call to order, roll call, welcome.

Benjamin Matthie, Council President called the meeting to order at 10:16 a.m. and welcomed Council, staff members and guests.

The Chair shared a Land Acknowledgement.

As the notice of the meeting had been duly given in accordance with the by-laws of the College of Kinesiologists of Ontario and a quorum was present, the meeting was duly constituted for the transaction of business.

2. Introductions

The Chair welcomed Dana Lobson from the Ministry of Health.

3. Conflict of Interest Declarations

The Chair asked the Registrar if any Council members had declared a Conflict of Interest. The Registrar confirmed that no such declarations were received.

The Chair also asked the Council if they knew of anyone who might have a Conflict of Interest on the agenda items presented. None were raised.

4. Approval of Agenda

Following their review of the agenda for the September 16, 2025 Council meeting, the President invited any proposed changes or additions to the agenda.

Resolution – approve the September 16, 2025 Council meeting agenda

UPON A MOTION duly made by Teresa Bendo and seconded by Victoria Nicholson, it was resolved that the agenda be approved. Carried.

5. Approval of Minutes from the June 23, 2025, Council Meeting

Having been provided an opportunity to review the Minutes of the June 23, 2025 Council meeting, a Council member noted that the March 2024 Meeting Minutes were dated as March 2023, and the December 2023 Meeting Minutes were missing. No other comments were made.

Resolution – approve the minutes from the June 23, 2025 Council meeting

UPON A MOTION duly made by Susan Garfat and seconded by Oluwashindara Isaac-Oloye it was resolved that the minutes of the June 23, 2025 Council Meeting be approved. Victoria Nicholson abstained as she was not present at the previous meeting. Carried.

6. Action Items

The chair invited Nancy Leris, Registrar and CEO, to provide an update on action items.

- 1) Nancy invited Lily Oeur, Director of Registration, to provide an update on the status of one of the action items—membership data collection. Lily advised that the initiative aimed at collecting additional practice-related and race-based data. This serves to support organizational decision-making and to meet Ministry requirements for identifying and addressing systemic racism. An environmental scan has been completed, with further research underway to develop a detailed plan for Council approval. It was emphasized that the importance of articulating the rationale for the initiative as next steps are considered.
- 2) Nancy then provided an update on the College’s budget. She noted that the budget for fiscal year 2025-2026 will be presented to the Planning and Finance Committee with proposed amendments as may be required. It will be brought back to Council at the December 2025 meeting for approval.
- 3) The Planning and Finance Committee has reviewed the recommendations regarding Registrar’s expenditure approval and whether this should be increased. It will be presented later at today’s meeting.

7. Registrar’s Report

Nancy Leris, Registrar and CEO, presented her registrar's report through a video presentation that highlighted key portfolio updates. Nancy noted that the new video format was in response to the Council's suggestion for novel ways to present information.

Registration

Nancy noted updates to the College's annual renewal, examinations, including the updates to the Jurisprudence eLearning module and the fall 2025 Entry-to-Practice Exam, ongoing Ministry of Health reporting, and strategic projects. The College continues to meet all reporting obligations to the Ministry. Reports on exam pass rates have been developed and shared, and the College is collaborating with universities to analyze and address performance trends. An environmental scan of both health and non-health regulators have been conducted to inform the next step of the demographic survey.

Quality Assurance

Nancy provided updates on the essential competencies project, noting that the research phase is complete. PPA assessments are ongoing through Q4. 155 new members are required to complete the mandatory e-learning modules. Several QA policies, including the Continued Professional Development policy, are under review.

Communications

Nancy reported that the College is working with a communications consulting firm to develop a comprehensive communications strategy to align with the Strategic Plan. The environmental scan and other parts of the research phase are underway, with the final strategy expected to be presented to Council at the next Council meeting.

Nancy also noted that the election of two new Professional Council members, who, alongside two returning members, will support Council's important work during their three-year terms.

Governance

Nancy introduced a new Public Council member and announced the reappointments of two Public Council members, congratulating and welcoming them. To ensure governance continuity and oversight, a competency-based approach was adopted for Executive Committee elections.

Operations

Nancy shared an upcoming staff team-building event on September 19 to foster cross departmental collaboration and support staff morale.

Following the completion of the Registrar report, the Chair opened the floor for questions; none were raised.

8. President's Report

The Chair welcomed the three new Council members and expressed gratitude for their interest and looked forward to their future contributions.

Benjamin Matthie, Council President, also acknowledged that this Council meeting marks his final meeting as Council President. He extended sincere thanks to Council for their support and contributions during his tenure.

A Council member thanked him for his leadership and support, sending her best wishes. Chad McCleave also acknowledged that this is his final meeting, expressing his sincere appreciation for Council and staff.

9. Appointment of Auditor

Lily presented the Planning and Finance committee’s recommendation for the auditor for FY2024–2025, explaining that a tender process was undertaken to align with evolving organizational needs and procurement best practices, despite satisfaction with the previous auditor. She emphasized that engaging a skilled, independent auditor upholds strong financial reporting standards, ensures audit integrity, and mitigates risk. The selected firm was chosen for its alignment with the College’s goals and priorities, emphasizing collaboration and relationship-building.

Council was asked to consider the results of the audit selection process and approved the appointment of the selected firm, as recommended by the Planning and Finance Committee.

The Chair opened the floor for questions. Council discussed the term of the auditor engagement, noting that while the proposal referenced a three-year term, the decision note indicated a one-year engagement. It was agreed that the organization will proceed with an initial one-year engagement, with the option to extend the contract to a three- to five-year term. Any extension will be contingent upon satisfactory annual performance reviews conducted by senior leadership and the appropriate oversight committee. This approach allows performance evaluation after the first year while maintaining the potential for a longer-term engagement.

Resolution – approve the appointment of Tinkham LLP as the auditor for the College of Kinesiologists of Ontario for the 2024-2025 financial audit.

UPON A MOTION duly made by Chad McCleave and seconded by Mehrdad Alizadeh-Meghrizi, it was resolved that Council approve the auditor Tinkham LLC. Carried.

10. By-law and Policy review

Brian Fehst, Manager of Professional Practice, presented recommended amendments to By-Law 4. Banking and Finance, the *Procurement Policy*, and the *Fee Waiver or Reduction Policy*. He began with By-Law 4 and the *Procurement Policy*, noting that the policy has not been updated since the College’s inception and that the review recognizes the College is operating in a markedly different environment. An environmental scan was conducted, including a review of internal processes, which demonstrated a history of strong financial stewardship with no history of fraud.

Externally, it was noted that the Registrar’s current authority of approving procurement and cheque signing is lower than most other similarly sized regulators. In the current framework, the Registrar does not have the ability to authorize payments under exceptional circumstances, although as a safeguard, the Registrar is expected to notify the President and Vice-President of any unexpected expenses.

Brian presented the Planning and Finance Committee’s recommendation to amend By-Law 4 by increasing the single-signature payment threshold from under \$5,000 to under \$15,000. The amendment also includes revisions to the by-law numbering to enhance clarity and readability. In alignment with this amendment, the approval authority framework within the *Procurement Policy* would be updated to reflect the same threshold increase—from \$5,000 to \$15,000.

The rationale for this increase is based on inflation and rising operating costs. Despite significant increases in expenses, such as legal fees, bookkeeping, and routine operational costs, the thresholds have remained unchanged since the College’s inception.

It was highlighted that the proposed change would enhance the College’s organizational agility by enabling more timely responses to emergencies or opportunities that require timely decisions. Increasing the cheque signing threshold would help reduce operational bottlenecks, minimize the administrative burden of obtaining multiple signatures, and support more efficient handling of time-sensitive matters.

It was also noted that this adjustment would also allow Council to focus on strategic and governance responsibilities, while still maintaining appropriate oversight of the College’s financial operations.

The Planning and Finance Committee considered potential risks and concluded that they could be mitigated through strong internal controls and external oversight mechanisms, including regular audits. The recent internal controls audit confirmed the strength of the College’s current control environment.

From a public interest perspective, this proposed change would improve the College’s ability to respond quickly and effectively to operational needs, while continuing to safeguard financial accountability.

Resolution – approve the proposed amendments to By-law 4 – Banking and Finance and the College’s Procurement Policy.

UPON A MOTION duly made by Mehrdad Alizadeh-Meghrazi and seconded by Alyssa King it was resolved that Council approves the proposed amendments to By-law 4 and the College’s Procurement Policy. Carried.

Brian Fehst then presented the draft *Fee Waiver or Reduction Policy*. As approved by Council in June 2025, the Registrar may, on a case-by-case basis, approve waiver or reduction of

fees. The policy review and amendment process involved several phases including legal review, Planning and Finance Committee review, and Council consideration.

Brian presented the draft policy, emphasizing that regulators are expected to prioritize public risk and public interest. This amendment aligns with regulatory best practices, supports trust in the College, and reflects the principles of right-touch regulation and equity, diversity and inclusion. The Planning and Finance Committee has reviewed the policy and recommended the draft to Council for approval.

Brian addressed questions about membership fee reductions, explaining that such requests typically come from individuals like new graduates or those temporarily unable to work, such as retirees or members with personal circumstances. He noted that the College offers an inactive membership class to accommodate these situations. Although such cases are rare, the policy ensures a fair and consistent approach when they do occur.

Resolution – approve the Draft Policy – Fee Waiver or Reduction.

UPON A MOTION duly made by Leanne Smith and seconded by Heather Westaway it was resolved that Council approve the Fee Waiver or Reduction Policy. Carried

11. Risk Management Plan

Ethan Foerster provided an update to the 2025–2026 Risk Management Plan, highlighting issues related to specific risks faced by the College. The plan included changes to risk mitigation strategies, emphasizing key areas of concern. Each amendment was presented with its rationale and details regarding the current risk landscape. Ethan noted that the plan, along with the proposed amendments, was reviewed by the Planning and Finance Committee with a recommendation to Council.

The Chair opened the floor for questions, leading a discussion on exam security and risk levels. Council members were assured that the risk of cheating is low due to the College’s robust exam security measures, including third-party monitoring and strict protocols. A recent exam taker on Council also confirmed that the current conditions make cheating highly unlikely.

Council discussed the reduction in cybersecurity risk, with clarification that the risk assessment is based on likelihood of occurrence, not just inherent risk. Nancy Leris explained that the College has implemented strong cybersecurity controls in collaboration with a third-party IT vendor and actively participates in information-sharing networks with system partners. It was also noted that the Planning and Finance Committee reviews the Risk Management Plan quarterly and will address changes as needed. Council members emphasized that while some external risks are beyond the College’s control, internal mitigation efforts have effectively reduced overall risk exposure.

Council discussed the topic of artificial intelligence in the context of its potential relevance to the College’s risk management framework. The discussion highlighted both the opportunities AI may offer and the potential risks it could pose to the organization.

Resolution – approve the 2025-2026 Risk Management Plan

UPON A MOTION duly made by *Oluwashindara Isaac-Oloye* and seconded by *Corby Anderson*, it was resolved that Council approve the 2025-2026 Risk Management Plan. **Carried.**

12. Communications Update

Cecilia Li, Senior Communications Officer, provided an update on Communications, including information on the e-Newsletter, social media engagement, the 2025 Council elections, and progress on the communications strategy.

The Chair opened the floor for questions. Council discussed the need for clearer communication distinguishing the College’s role in public protection from professional advocacy. It was suggested that language be refined to better reflect this distinction. Staff confirmed that this concern is being addressed as part of the ongoing communications strategy, with the goal of increasing public awareness and impact.

Discussions emphasized the importance of clearly distinguishing the College from professional associations, with suggestions for continued collaboration to reinforce this separation in communications. It was confirmed that this will remain a focus in the ongoing communications strategy. Members also inquired about the use of survey results, which were clarified to be for internal use only to inform strategy development. Additionally, it was suggested that the Planning and Finance Committee review the strategy alongside the Patient Relations Committee, given potential funding implications tied to strategic priorities.

13. Committee Reports

The Chairs of each committee presented their respective Committee Reports as outlined in the meeting package. Reports were received from the Governance and Nominations Committee, ICRC, Quality Assurance Committee, Registration Committee, and the Planning and Finance Committee.

The Planning and Finance Committee Report included the Q4 Dashboard and recommended a revision to the Budget for FY 2024/25 to address a reclassification of budget line item from the Council and Committee category to the Registration category.

Resolution – approve the reallocation of the misclassified budget item

UPON A MOTION duly made by *Victoria Nicholson*, seconded by *Mehrdad Alizadeh-Meghrazi*, the Council agreed to accept the Q4 Dashboard and reallocation of the misclassified budget item originally recorded under the Council and Committee category to the Registration category. **Carried**

14. Election of Officers

Resolution – Approve Registrar to be the chair of the meeting for the elections of officers

*UPON A MOTION duly made by Alyssa King and seconded by Susan Garfat, it was resolved that that the Registrar be appointed as the Elections Officer and assume the chair for this portion of the meeting for this purpose. **Carried.***

Nancy Leris formally introduced the Election of Officers and thanked the Council President, Benjamin Matthie, for his time and contributions to Council. As required by the College By-laws, notice was sent to all Council members in July inviting them to indicate their intent, in writing, to stand for election for the offices of President, Vice-President, and Executive Committee member. The composition of the Executive Committee is outlined in the College’s by-laws (By-law 13.01), which stipulates a total of five members: the President, the Vice-President, and three members of Council elected by Council.

Nancy provided a brief overview of the Governance and Nominations Committee’s process for considering candidates for President, Vice-President, and the three Council-elected Executive Committee members. These selections were competency-based, informed by expressions of interest received, and reviewed by the Governance and Nominations Committee to support continuity and succession planning.

Nancy continued to announce that Heather Westaway was acclaimed as President of Council, with Victoria Nicholson was acclaimed as Vice-President of Council. For the remaining three positions on the Executive Committee, Teresa Bendo was acclaimed as a Public Council member, while Susan Garfat and Leanne Smith were acclaimed as Professional Member on the Executive Committee.

Resolution – approve the Executive Committee Slate

*UPON A MOTION duly made by Mehrdad Alizadeh-Meghrizi, seconded by Kristin Baker, the Council approved to accept the elected members for the Executive Committee. **Carried***

Resolution – approve the new President to assume the role as Chair for the remainder of the meeting

*UPON A MOTION duly made by Susan Garfat seconded by Alyssa King, the Council agreed to allow the new President to assume the role as Chair for the remainder of the meeting. **Carried***

Heather Westaway assumed the Chair for the remainder of the Council meeting. Thanked Benjamin Matthie for this leadership, mentorship and support, and Council for their confidence.

13. 2025-2026 Committee Slate

Cecilia Li, Senior Communications Officer, provided an overview of the proposed revisions to the Committee slate for the 2025–2026 fiscal year. The slate, included in the meeting package, was developed by the Governance and Nominations Committee in August 2025.

The Chair then opened the floor for questions, suggestions, or recommendations regarding the potential 2025–2026 Committee Slate.

*UPON A MOTION duly made by Susan Garfat seconded by Leanne Smith the Council approved the Committee Slate recommended by the Governance and Nominations Committee. **Carried***

18. Review of Action Items

- Continued work on the data collection for membership data.
- Bring the budget back to Planning and Finance before the December Council meeting.

Termination

*UPON A MOTION duly made by Chad McCleave, seconded by Kristin Baker, the Council meeting of September 16, 2025, was terminated at 2:15 pm. **Carried**.*