

DRAFT BOARD MEETING MINUTES

January 12, 2026

9:00 AM to 10:00 AM

by zoom

Attendees: Derick Summers, RO, Chair, Board Professional Member
Kevin Cloutier, RO, Board Professional Member
Omar Farouk, Board Public Member
Paul Imola, RO, Board Professional
Mark Priddle, Board Public Member
Greg Chitilian, Board Public Member
Stephen Kinsella, Board Public Member
Alicia Munian, Board Public Member
John Battaglia, RO, Board Professional Member
Johanna Whalen, RO, Board Professional Member
Parminder Kalsi, RO, Board Professional Member
Carlo Sicoli, RO, Board Public Member

Administration: Fazal Khan, RO, Registrar, CEO
Ms. Amy Stein, Deputy Registrar and General Counsel
Ms. Carolyn Robertson, Manager, Communications and Executive Office
Ms. Emma Brooks, Senior Coordinator, Registration

Regrets: Carlos Pacheco, RO, Board Professional Member

Introduction

F. Khan introduced himself, the board members, and the administration, and then opened the meeting with a land acknowledgment.

F. Khan reminded the board that the purpose of this meeting was to ratify the decisions made by the Board at its December 1-2 2025 meeting. The board was not constituted when those decisions were made, due to the resignation of a professional board member which left the board below the minimum number required by the Opticianry Act.

The board became constituted again effective January 1, 2026, when the terms of three newly elected professional members began.

Conflict of Interest Declaration

No conflicts of interest were declared.

Adoption of the Agenda

MOTION: TO APPROVE THE AGENDA.

MOVED: D. SUMMERS

SECONDED: S. KINSELLA

FOR: 12

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

2.0 Ratification of Board Decisions from December 1 and 2, 2025

A. Stein reviewed the briefing note and noted that the board was being asked to ratify the following motions made by the unconstituted board on December 1 and 2, 2025:

Agenda Item	Motion	Initial Vote
2.1 Minutes of September 22, 2025	Motion: to approve the minutes of September 22, 2025	Moved: O. Farouk Seconded: S. Kinsella For: 9 Against: 0 Abstained: 2 (K. Cloutier and G. Chitilian abstained as they were not present at the September 22 meeting.) Vote: Carried
3.0 Appointment of Appointed Members	Motion: to reappoint the following appointed members for 2026 community appointees: Elliot Borins, David Milne, Panos Petrides; professional appointees: Melissa Campbell, Elisabeth Roche, Lindsay Beriault, Parneet Dhillon.	Moved: S. Kinsella Seconded: C. Sicoli For: 11 Against: 0 Vote: Carried
	Motion: to approve the following new Professional Appointees for 2026: Audric Beauchesne, Patricia Raymond, Maximilian Savorani	Moved: C. Pacheco Seconded: M. Priddle For: 11

		Against: 0 Vote: Carried
4.0 Executive Elections	Motion: to approve the appointment of the 2026 executive committee as elected: Kevin Cloutier, Chair, Derick Summers, Vice Chair, Stephen Kinsella, Public Member, Omar Farouk, Public Member, Paul Imola, Professional Member.	Moved: A. Munian Seconded: C. Pacheco For: 11 Against: 0 Vote: Carried
5.0 Election of the NEC Representative	Motion: to appoint Stephanie Kelly to the position of national examinations committee representative for 2026, as elected.	Moved: C. Sicoli Seconded: C. Pacheco For: 11 Against: 0 Vote: Carried
7.1 Year-to-date Financial Variance Report	Motion: to approve the financial variance report to October 31, 2025.	Moved: C. Pacheco Seconded: P. Imola For: 11 Against: 0 Vote: Carried
7.2 2026 Draft Budget	Motion: to approve the 2026 budget.	Moved: P. Imola Seconded: M. Priddle For: 11 Against: 0 Vote: Carried
8.0 Governance Policy Updates	Motion 1: To approve the proposed changes to the Director Job Description Policy, Board Meeting Process Policy, and Board Policy Development Policy.	Motion 1 Moved: T. Nahmabin Seconded: S. Kinsella For: 11 Against: 0 Vote: Carried

	Motion 2: That the board approve no changes to the Pre-Election/Pre-Appointment Screening Policy.	Motion 2 Moved: O. Farouk Seconded: M. Priddle For: 11 Against: 0 Vote: Carried
8.1 Financial Condition Policy	Motion: to approve the proposed amendment to the Financial Condition Policy.	Moved: C. Pacheco Seconded: M. Priddle For: 11 Against: 0 Vote: Carried
8.2 COO Skills and Diversity Matrix	Motion: To approve the proposed updated Skills and Diversity Matrix for elected board members & appointed committee members.	Moved: K. Cloutier Seconded: O. Farouk For: 11 Against: 0 Vote: Carried
8.3 By-Law updates Re: election districts	Motion: that the board approve the proposed by-law amendments.	Moved: C. Sicoli Seconded: C. Pacheco For: 11 Against: 0 Vote: Carried
9.0 Approval of the 2026 Committee Slate	Motion: to approve the committee slate as presented.	Moved: A. Munian Seconded: K. Cloutier For: 11 Against: 0 Vote: Carried
13.0 Annual Workplan 2026 Review and Development	Motion: to approve the 2026 annual work plan as presented.	Moved: T. Nahmabin Seconded: O. Farouk For: 11 Against: 0

		Vote: Carried
14.0 COO Premises	Motion: to approve seeking a renewal of the COO's lease at the current address.	Moved: O. Farouk Seconded: S. Kinsella For: 11 Against: 0 Vote: Carried
17.1 Reserves Policy Monitoring Report	Motion 1: that the board approve that the Registrar's interpretation of the Reserves Policy was reasonable.	Motion 1 Moved: C. Sicoli Seconded: P. Imola For: 9 Against: 0 Vote: Carried:
	Motion 2: that the board agrees that the Registrar, CEO complied with the Reserves Policy.	Motion 2: Moved: S. Kinsella Seconded: M. Priddle For: 9 Against: 0 Vote: Carried
17.2 Investment Policy Monitoring Report	Motion 1: that the board approve that the Registrar's interpretation of the Investment Policy was reasonable.	Motion 1 Moved: S. Kinsella Seconded: O. Farouk For: 9 Against: 0 Vote: Carried

	Motion 2: that the board agrees that the Registrar, CEO complied with the Investment Policy.	Motion 2 Moved: C. Sicoli Seconded: P. Imola For: 9 Against: 0 Vote: Carried
17.3 Registrant Relations Policy Monitoring Report	Motion 1: that the board approve that the registrar's interpretation of the Registrant Relations Policy was reasonable.	Motion 1 Moved: P. Imola Seconded: T. Nahmabin For: 9 Against: 0 Vote: Carried
	Motion 2: that the board agrees that the Registrar, CEO complied with the Registrant Relations Policy.	Motion 2 Moved: M. Priddle Seconded: K. Cloutier For: 9 Against: 0 Vote: Carried
18.0 Standards of Practice	Motion: that the board approve the Standards of Practice as presented.	Moved: C. Sicoli Seconded: G. Chitilian For: 9 Against: 0 Vote: Carried
19.0 Strategic Plan	Motion: that the board approve the 2026-2028 Strategic Plan as presented.	Moved: D. Summers Seconded: P. Imola For: 9 Against: 0 Vote: Carried
20.1 Registration Appeal Panel Policy	Motion: that the board approve the proposed changes to the Registration Appeals Panel Policy.	Moved: S. Kinsella Seconded: O. Farouk

		For: 9 Against: 0 Vote: Carried
20.2 Photography Requirements Policy	Motion: to approve the proposed changes to the Photograph Submission Requirements Policy.	Moved: K. Cloutier Seconded: C. Sicoli For: 9 Against: 0 Vote: Carried
20.3 Reinstatement and Changing from Inactive to Active Status Policy	Motion: to approve the proposed changes to the Reinstatement and Changing From Inactive to Active Status Policy.	Moved: T. Nahmabin Seconded: P. Imola For: 9 Against: 0 Vote: Carried
20.4 Vulnerable Sector Check and Changes or Findings Policy	Motion: to approve the proposed changes to the Vulnerable Sector Check and Applicants with Charges or Findings Policy.	Moved: S. Kinsella Seconded: M. Priddle For: 9 Against: 0 Vote: Carried
22.1-22.3 Registrar's Report, Committee Reports, and Communications Report	Motion: to approve the Registrar's Report, Committee Reports and Communications Report as presented.	Moved: O. Farouk Seconded: C. Sicoli For: 9 Against: 0 Vote: Carried

The board was asked to ratify all of the decisions made at the December meeting in one motion.

MOTION: TO RATIFY THE DECISION MADE BY THE BOARD ON December 1 AND 2, 2025 AS LISTED IN THE MOTION RECORD.

Moved: D. SUMMER
Seconded: S. KINSELLA

FOR: 12

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

2.0 Appointment of the Registrar's Review Subcommittee

A. Stein reviewed with the board what had taken place at the December 1, 2025, meeting, noting that the board elected Paul Imola to the subcommittee. On the following day, the Vice-Chair, Derick Summers, advised that, in the interest of ensuring public representation on the subcommittee, he would be withdrawing, and the board was asked to consider nominating a public member of the Executive Committee to the Performance Evaluation/Compensation Subcommittee. Both O. Farouk and S. Kinsella were nominated. S. Kinsella declined the nomination. O. Farouk was acclaimed.

The board is now being asked to appoint the 2026 Registrar Review Subcommittee, as elected by the board.

MOTION: TO APPOINT KEVIN CLOUTIER, PAUL IMOLA, AND OMAR FAROUK TO THE PERFORMANCE EVALUATION SUBCOMMITTEE AS ELECTED.

MOVED: M. PRIDDLE

SECONDED: C. SICOLI

FOR: 12

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

Adjournment

MOTION: TO ADJOURN THE MEETING

MOVED: C. SICOLI

SECONDED: P. IMOLA

FOR: 12

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

The meeting ended at 9:17

DRAFT