

DRAFT BOARD MEETING MINUTES
December 1 and 2, 2025
9:45 AM to 4:00 PM
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
Tonya Nahmabin, RO, Board Professional
Carlos Pacheco, RO, Board Professional
Carlo Sicoli, RO, Board Public Member

Regrets: Samir Modhera, RO, Board Professional Member

Administration: Fazal Khan, RO, Registrar, CEO
Amy Stein, Deputy Registrar and General Counsel
Carolyn Robertson, Manager, Communications and Executive Office
Blessing Adebimpe, Staff Accountant

Guests: Karen Elkin, Facilitator
John Battaglia, Board member as of January 2026
Johanna Whalen, Board member as of January 2026
Parminder Kalsi, Board member as of January 2026 (on Zoom)

12.0 In Camera Session

MOTION: TO GO IN CAMERA UNDER S. 7(2)(e) OF THE HEALTH PROFESSIONS PROCEDURAL CODE
TO DISCUSS PERSONNEL MATTERS.

MOVED: T. NAHMABIN

SECONDED: P. IMOLA

FOR: 11

AGAINST: 0

ABSTAINED: 0

Following the in-camera session, the Board took a short break. When the meeting resumed, the live stream started on YouTube.

1.0 Introduction

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

It was noted that due to the recent resignation of a board member, the board was currently unconstituted and did not have authority to make decisions. Accordingly, all decisions made at this meeting would be in principle only. The board will regain its authority as of January 1, 2026 when three newly elected board members begin their terms. A meeting will be held in January to ratify the board's decisions from today's meeting.

1.1 Conflict of Interest Declaration

No conflicts of interest were declared.

1.2 Adoption of the Agenda

MOTION: TO APPROVE THE AGENDA.

MOVED: T. NAHMABIN

SECONDED: P. IMOLA

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

2.0 Minutes of September 22, 2025, Board Meeting

MOTION: TO APPROVE SEPTEMBER 22, 2025, MINUTES

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 IN PRINCIPLE

3.0 Appointment of the Appointed Members

The board decided to reappoint the existing Community Appointees and Professional Appointees. In addition, three new professional appointees were appointed by the board.

MOTION: TO REAPPOINT THE FOLLOWING COMMUNITY APPOINTEES: ELLIOT BORINS, PANOS PETRIDES, DAVID MILNE, AND THE FOLLOWING PROFESSIONAL APPOINTEES: ELISABETH ROCHE, LINDSEY BERIAULT, AND PARNEET DHILLON.

MOVED: S. KINSELLA

SECONDED: C. SICOLI

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

MOTION: TO APPOINT THE FOLLOWING PROFESSIONAL APPOINTEES FOR 2026: AUDRIC BEAUCHESNE, PATRICIA RAYMOND, MAXIMILIAN SAVORANI.

MOVED: C. PACHECO

SECONDED: M. PRIDDLE

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

4.0 Executive Elections

A. Stein reviewed the process set out in the bylaws for the election of the Executive Committee. It was noted that the 2026 board would elect the 2026 Executive Committee. J. Battaglia, J. Whalen, and P. Kalsi, newly elected board members with terms starting January 1, 2026, joined the board meeting to participate in the Executive Committee election. P. Kalsi joined via Zoom and voted by email.

The Executive Committee is comprised of five people: the chair, the vice chair, and three members-at-large. Three committee members must be professional members, and two must be public members. According to the bylaws, expressions of interest for positions on the Executive Committee must be submitted 14 days in advance of the meeting where the election will take place. The following expressions of interest were received:

- Kevin Cloutier for the position of Chair.
- Stephen Kinsella and Derick Summers for the position of Vice Chair or member of the Executive Committee.
- Omar Farouk for the position of Public Member on the Executive Committee.
- Paul Imola for the position of Professional Member on the Executive Committee.

It was confirmed that, under the bylaws, the chair may serve a maximum of two consecutive terms. The board requested that this provision be reviewed by the Governance Committee.

4.1 Election for the Position of Chair

K. Cloutier was the only candidate to submit an expression of interest for the position of Chair. K. Elkin opened the floor to nominations.

NOMINEE: KEVIN CLOUTIER

MOVED: J. BATTAGLIA

SECONDED: P. IMOLA

K. Cloutier accepted the nomination and was acclaimed as Chair.

4.2 Election for the Position of Vice-Chair

D. Summers and S. Kinsella each submitted an expression of interest for the position of Vice-Chair. The floor was open to nominations.

NOMINEE: DERICK SUMMERS

MOVED: A. MUNIAN

SECONDED: T. NAHMABIN

D. Summers accepted the nomination. K. Elkin called for further nominations.

NOMINEE: STEPHEN KINSELLA

MOVED: M. PRIDDLE

SECONDED: K. CLOUTIER

Both D. Summers and S. Kinsella had the opportunity to say a few words.

Board members attending the meeting on Zoom voted by sending an email to K. Elkin. Those present at the meeting voted by secret ballot. D. Summers was elected Vice-Chair.

4.3 Election of Public Member on the Executive Committee

NOMINEE: S. KINSELLA
MOVED: K. CLOUTIER
SECONDED: O. FAROUK

S. Kinsella was acclaimed as a Public Member on the Executive Committee.

4.4 Election of the Professional Member on the Executive Committee

For the elected member position on the Executive Committee, only P. Imola was eligible, as he was the only one who had submitted expressions of interest.

The floor was opened to nominations.

NOMINEE: PAUL IMOLA
MOVED: T. NAHMABIN
SECONDED: D. SUMMERS

P. Imola accepted the nomination and was invited to say a few words. P. Imola was acclaimed as a professional member of the Executive Committee.

4.5 Election of the Public Member on the Executive Committee

O. Farouk submitted an expression of interest for the position of Public Member on the Executive Committee and was nominated for that position.

NOMINEE: OMAR FAROUK
MOVED: A. MUNIAN
SECONDED: M. PRIDDLE

O. Farouk was acclaimed as the second public member on the executive committee.

The current 2025 Board then proceeded to a motion to appoint the 2026 Executive Committee, as elected.

MOTION: TO APPROVE THE APPOINTMENT OF THE 2026 EXECUTIVE COMMITTEE AS ELECTED.

MOVED: A. MUNIAN
SECONDED: C. PACHECO

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

J. Battaglia, J. Whalen, and P. Kalsi left the meeting.

5.0 National Examination Committee (NEC) Representative Election

F. Khan reviewed the criteria for the National Examination Committee (NEC) representative. It was noted that the representative who started the work updating the exams will need to continue that work, so this will not be one of the responsibilities of the new representative. Expressions of interest were received by S. Kelly and J. Bhatt.

K. Elkin then called for nominations from the floor.

NOMINEE: STEPHANIE KELLY

MOVED: T. NAHMABIN

SECONDED: C. SICOLI

S. Kelly accepted the nomination and shared some of her experience as a licensed optician. The floor was opened to further nominations.

NOMINEE: JAY BHATT

MOVED: K. CLOUTIER

SECONDED: A. MUNIAN

J. Bhatt accepted the nomination and was asked to say a few words.

The board voted by secret ballot, and S. Kelly was elected NEC representative.

MOTION: TO APPOINT STEPHANIE KELLY TO THE POSITION OF NATIONAL EXAMS COMMITTEE REPRESENTATIVE, AS ELECTED.

MOVED: C. SICOLI

SECONDED: C. PACHECO

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

6.0 Appointment of the Registrar's Review Subcommittee

A. Stein provided an overview of the process for the Registrar's review. The Registrar's Review Subcommittee is responsible for conducting the annual review of the Registrar. The Subcommittee is comprised of three members: the Chair, the Vice Chair, and a third member of the Executive Committee.

Eligible candidates for the position were S. Kinsella, O. Farouk, and Paul Imola. K. Elkin opened the floor to nominations.

NOMINEE: OMAR FAROUK

MOVED: D. SUMMERS

SECONDED: K. CLOUTIER

O. Farouk accepted the nomination and said a few words.

NOMINEE: S. KINSELLA

MOVED: K. CLOUTIER

SECONDED: D. SUMMERS

S. Kinsella accepted the nomination.

NOMINEE: P. IMOLA

MOVED: C. PACHEO

SECONDED: C. SICOLI

P. Imola accepted the nomination.

The board voted by secret ballot, and P. Imola was elected as the third member of the Registrar's Review Subcommittee

7.0 Financial Reports

7.1 Financial Variance Report to October 31, 2025

B. Adebimpe presented the financial variance report to the board. It was noted that total revenue is 4% over budget, resulting from an increase in the number of Registered Opticians, a higher-than-anticipated number of individuals who joined the inactive class, and a rise in the number of accreditations.

Total board and committee expenses for this period show a variance of -51% from the budget. Board and committee expenses are expected to remain under budget due to a reduction in the number of board members following two resignations. It was also noted that a higher-than-usual number of expense claims have not yet been submitted, but are expected to be submitted in Q4, and they will be included in the next Financial Variance Report.

MOTION: THAT THE BOARD APPROVE THE FINANCIAL VARIANCE REPORT TO OCTOBER 31, 2025.

MOVED: C. PACHECO

SECONDED: P. IMOLA

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

7.2 Budget

F. Khan and B. Adebimpe presented the draft 2026 Budget to the board. F. Khan provided some context around the proposed budget, including an overview of the budgeting process, which includes seeking input from staff, projecting the number of committee meetings, projects and events that will take place during the year.

The draft budget was reviewed by the Finance Committee before coming to the board.

Total expenditures are projected to be lower in 2026 as certain significant 2025 expenses (strategic planning and external board review) will not be recurring this year.

The floor was opened to questions.

MOTION: TO APPROVE THE 2026 BUDGET

MOVED: P. IMOLA
SECONDED: M. PRIDDLE

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

8.0 Board Policy Review and Updates.

E. Borins presented the briefing note on the board policy review and updates. This quarter, four policies were up for review:

- Director Job Description Policy
- Board Meeting Process Policy
- Board Policy Development Policy
- Pre-Election/pre-appointment Policy

The Director Job Description Policy 4-04: This policy establishes that, by accepting an appointment to the board, directors commit to acting as stewards of the public interest mandate of the COO. Directors

are responsible for fulfilling duties related to service, preparation, ambassadorship, and attendance. Proposed amendments clarify that directors must conduct themselves in accordance with the Code of Conduct for Directors and Committee Members.

The Board Meeting Process Policy 4-22: This policy establishes the College's commitment to conduct its business in a transparent, organized, and fair manner, consistent with its public interest mandate. Minor amendments were proposed to reflect the board's current processes and to ensure consistency with existing board policies.

The Board Policy Development Policy 4-24: This policy outlines the College's role in developing governance policies that align with its governance role and legislative mandate. It codifies a process for developing, approving, updating, and evaluating governance policies. Minor amendments were proposed to ensure consistency with existing board policies.

The Pre-Election/Pre-Appointment Screening Policy 4-29: This policy establishes the criteria for screening candidates for election or appointment to ensure a fair, efficient, and transparent process. No updates were proposed to this policy.

Public Interest Considerations: The board was of the view that the proposed updates aligned with the College's public interest mandate.

Diversity, Equity, and Inclusion Considerations: No concerns from a DEI perspective were identified with any of the proposed updates.

Risk Management Considerations: Regular review of governance policies ensures that they remain relevant and aligned with the board's strategic objectives, supporting the COO Strategic Plan 2023-2025 and helping to mitigate organizational risk.

MOTION: TO APPROVE THE PROPOSED CHANGES TO THE DIRECTOR JOB DESCRIPTION PROCESS POLICY, THE BOARD MEETING PROCESS POLICY, AND THE BOARD POLICY DEVELOPMENT POLICY.

MOVED: T. NAHMABIN

SECONDED: S. KINSELLA

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

MOTION: TO APPROVE NO CHANGES TO THE PRE-ELECTION/PREAPPOINTMENT SCREENING POLICY.

MOVED: O. FAROUK

SECONDED: M. PRIDDLE

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

8.1 Financial Condition Policy

E. Borins presented proposed changes to the Financial Condition Policy to the board, noting that it was last reviewed in 2023, and requires the Registrar CEO to maintain the COO's financial health. Review of the policy was brought forward ahead of schedule at the request of the Governance Committee, who wishes to examine the Registrar's obligations to report significant financial variances to the board.

A provision was proposed requiring that the Registrar, CEO, report to the Board any amounts that are expected to deviate from the budget by more than 10% by the end of the year. It was noted that this reflects the current practice, and that codifying the requirement will provide the board with greater assurance that budget deviations will be flagged at an early stage.

By avoiding unnecessary financial risk, ensuring sufficient cash flow to meet obligations, and preventing material deviations in expenditures from board priorities reflected in the strategic outcomes policies.

Public Interest Considerations: Proposed amendments to the Financial Condition Policy enhance transparency by ensuring that the board is informed of deviations from the approved budget. This helps to protect public resources and reinforces confidence in the College's financial oversight.

Diversity, Equity, and Inclusion Considerations: It is incumbent on the committee to consider whether the proposed policy is consistent with the COO's organizational values relating to diversity, equity and inclusion.

Risk Management Considerations: Proposed amendments to this policy will support the early identification of financial issues and will allow the board to address potential risks before they escalate.

The board affirmed the public interest rationale, the diversity, equity, and inclusion considerations, and the risk management considerations put forward by the committee.

MOTION: THAT THE BOARD APPROVE THE PROPOSED AMENDMENT TO THE FINANCIAL CONDITION POLICY AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED C. PACHECO
SECOND: M. PRIDDLE

FOR: 11
AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

8.2 COO Skills and Diversity Matrix

E. Borins presented the updated Skills and Diversity matrix to the board. The current skills matrix was introduced in 2021, and a consultant was engaged to revise the matrix to ensure diversity and geographic representation.

The proposed updates to the Skills and Diversity Matrix adopt a dynamic, strategic approach that links skills and diversity to governance effectiveness & the College's strategic plan. The information collected will continue to capture core qualifications, but geographic and demographic information, such as gender, age, racial and ethnic diversity, will be captured.

The competency self-assessment will also be changed to include a two-part assessment where individuals rate their proficiency in each skill and the importance of each skill relative to the College's strategic plan.

Public Interest Considerations: The proposed matrix is designed to ensure that committee members reflect geographic diversity while also collectively possessing a wide range of attributes and skills. This approach supports the Board of Directors Meeting on December 1, 2025 committees in better representing the diversity of Ontario's population and promotes evidence-informed decision-making in the public interest.

Diversity, Equity, and Inclusion Considerations: The aggregated board and committee profile will be used to identify underrepresented groups and to support the ongoing monitoring of diversity across priority areas. These insights will enable a more inclusive, skills-based approach that strengthens the board's ability to meet the needs of patients across Ontario.

Risk Management Considerations: The proposed matrix aligns with leading practices in regulatory governance by promoting a balanced mix of skills, perspectives and lived experience at the committee level. This approach supports the COO Strategic Plan 2023-2025 by demonstrating regulatory leadership through governance excellence and aligns with the COO's draft Strategic Plan 2026 – 2028, which aims to build capacity to ensuring that Indigenous and other equity deserving voices are represented at both the board and committee levels.

The board affirmed the public interest rationale, the diversity, equity, and inclusion considerations, and the risk management considerations put forward by the committee.

MOTION: TO APPROVE THE PROPOSED UPDATED SKILLS AND DIVERSITY MATRIX FOR ELECTED BOARD MEMBERS & APPOINTED COMMITTEE MEMBERS AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED K. CLOUTIER
SECOND: O. FAROUK

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

8.3 By-Law Updates Re: Election Districts

E. Borins presented the proposed by-law amendments to the board. The proposed updates will give effect to the board's decision in December 2024 to move from 8 geographic electoral districts to a single all-province district for the 8 elected board seats. The proposed changes will apply to all elections that take place on or after March 1, 2026, to allow for a by-election to take place in January/February under the current system.

A further change was made to allow the board to direct the Registrar to call a by-election if a vacancy occurs on the board in the final year of the board member's term. Currently, a by-election is permitted if the vacancy results in fewer than seven professional members on the board. The ability to hold a by-election to fill this vacancy proactively will avoid the board becoming unconstituted before the end of the year due to an unexpected vacancy.

Public Interest Considerations: In December 2024, the board identified several public interest rationales for proceeding with the electoral reforms proposed by the Governance Committee, including alignment with modern governance practices and that it would reinforce the perception that board members are elected to serve the public interest rather than their "constituents." The proposed by-law changes will give effect to the board's 2024 decision.

Diversity, Equity, and Inclusion Considerations: In December 2024, the board identified that the proposed reforms were designed to increase diversity on the board and encourage engagement and participation. The proposed by-law changes will give effect to the board's 2024 decision.

Risk Management Considerations: In addition to giving effect to the board's December 2024 decision, the proposed by-law amendments will help the board mitigate risk going forward by adding discretion to hold a by-election even when the board remains constituted.

The board affirmed the public interest rationale, the diversity, equity, and inclusion considerations, and the risk management considerations put forward by the committee.

MOTION: TO APPROVE THE PROPOSED BY-LAW AMENDMENTS AS RECOMMENDED BY THE GOVERNANCE COMMITTEE

MOVED C. SICOLI
SECOND: C. PACHECO

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

9.0 2026 Committee Slate

A. Stein provided an overview of the proposed slate, which was reviewed and approved by the Executive Committee. On review, the board noted that it was in favour of the proposed committee slate.

MOTION: TO APPROVE THE 2026 COMMITTEE SLATE

MOVED A. MUNIAN
SECOND: K. CLOUTIER

FOR: 11
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

10.0 Assignment of Board Monitoring Reports for 2026

At each meeting, one board member is responsible for delivering a monitoring report on one of the 8 policies identified by the board for direct monitoring. Members of the board were asked to volunteer to present a board monitoring report in 2026. The schedule for 2026 was determined as follows:

- Role of the Board Officers Policy will be presented at the March 2026 board meeting by A. Munian.
- Delegation to the Registrar, CEO policy 3-03 will be presented at the March 2026 Board Meeting by S. Kinsella.
- The Governance Approach Policy will be presented in June 2026 by C. Sicoli.
- The Board Terms of Reference Policy 4-05 will be presented in September by D. Summers.
- Board Code of Conduct will be presented in December 2026 by M. Priddle.

Public Interest Considerations: The board has recognized the importance of strong governance to carry out its object of regulating the profession in the public interest and has invested significant time and resources into updating its governance policies and processes. Monitoring important policies confirms that the board is fulfilling its duties and responsibilities and ensures that appropriate processes are in place to provide due diligence to planning and oversight of the College.

Diversity, Equity, and Inclusion Considerations: When reviewing monitoring reports, it is incumbent on the board to consider whether any issues or concerns have arisen from a Diversity, Equity, or Inclusion (DEI) perspective.

Risk Management Considerations: Continually monitoring important policies helps to identify, analyze, and address potential organizational risks before they negatively impact the College.

The board affirmed the public interest, DEI, and risk management considerations put forward by the governance committee.

The board discussed the cost of in-person meetings and decided to reopen the discussion about in-person or virtual at the next meeting.

11.0 Review of the 2026 Board Meeting Dates

The board reviewed and agreed by consensus to proceed with the proposed board meeting dates.

12.0 Board 2025 Annual Workplan

A. Stein reviewed the now completed 2025 Annual Workplan with the board. As of December 2025, the majority of items were shown to have been completed on schedule, and deferred items were identified, as well as reasons for deferral. The board was invited to ask questions. This was shared for information only.

13.0 2026 Annual Workplan Review and Development

A. Stein presented the proposed 2026 Annual Work Plan with the board. The work plan sets out the schedule for board work, in alignment with the board's strategic priorities. It was noted that the proposed work plan is tentative only and subject to change. It will be reviewed again at the June meeting.

MOTION: TO APPROVE THE 2026 ANNUAL WORK PLAN AS PRESENTED

MOVED: T. NAHMABIN

SECONDED: O. FAROUK

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

14.0 COO Premises

F. Khan reviewed the status of the lease for the current COO office at 90 Adelaide Street West, which is due to end in 2027, subject to renewal. F. Khan was seeking approval from the board to proceed with renewal negotiations. Factors weighing in favour of renewal included cost, location and the anticipated continued subleasing arrangement with the College of Respiratory Therapists.

MOTION: TO APPROVE RENEWAL OF THE LEASE AT THE EXISTING ADDRESS

MOVED: O. FAROUK

SECONDED: S. KINSELLA

FOR: 11

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

15.0 2025 Board Self-Evaluation

D. Summers reminded the board about their responsibility to participate in the 2025 board and committee self-evaluations, which would be circulated following the meeting and remain open until December 18th, 2025. The evaluations cover the period from January 1st, 2025, to December 1st, 2025 and allow for a fair and balanced evaluation of our performance and effectiveness as a college.

16.0 Recess to the Following Day

The meeting was then recessed to the following day.

DRAFT BOARD MEETING MINUTES
December 2, 2025
9:30 AM to 12:15 PM
by Zoom

Attendees: Derick Summers, RO, Chair, Board Professional Member
Kevin Cloutier, RO, Vice Chair, Board Professional Member
Omar Farouk, Board Public Member
Paul Imola, RO, Board Professional Member
Stephen Kinsella, Board Public Member
Tonya Nahmabin, RO, Board Professional Member
Carlo Sicoli, RO, Board Public Member
Mark Priddle, Board Public Member
Greg Chitilitan, Board Public Member

Administration: Fazal Khan, RO, Registrar, CEO
Amy Stein, Deputy Registrar and General Counsel
Carolyn Robertson, Manager, Communications and Executive Office
Blessing Adebimpe, Staff Accountant

Regrets: Samir Modhera, RO, Elected Member
Alicia Munian, Public Member
Carlos Pacheco, RO, Elected Member

Welcome back

At 9:30, Chair Derick Summers welcomed everyone back to the meeting. The meeting opened with the Chair noting that he would like to reopen the Registrar's Review Subcommittee discussion.

Review of the Registrar's Review Subcommittee

The Registrar's Review Subcommittee's composition, as determined by a vote the previous day, was comprised only of professional members. D. Summers proposed that he step away from the committee and that a vote take place between the two public members who were nominated, S. Kinsella and O. Farouk, noting that the public voice should be heard on the subcommittee.

It was noted that Derick, as Vice Chair, stepping down would be contrary to the board policy. However, the board agreed that this course of action was in the public interest and could therefore proceed.

Additionally, this gives P. Imola, who was elected, the opportunity to learn, and both public members have had experience working on the Registrar's Review Subcommittee in the past.

The board also requested that the Governance Committee review the policy in the new year to propose edits that will ensure representation from a public member going forward.

NOMINEE: OMAR FAROUK

MOVED: K. CLOUTIER

SECONDED: P. IMOLA

O. Farouk accepted the nomination and said a few words.

NOMINEE: S. KINSELLA

MOVED: T. NAHMABIN

SECONDED: K. CLOUTIER

S. Kinsella declined the nomination.

O. Farouk was acclaimed as the subcommittee's third member.

MOTION: TO ELECT O. FAROUK TO THE REGISTRAR'S REVIEW SUBCOMMITTEE

MOVED: T. NAHMABIN

SECONDED: K. CLOUTIER

FOR: 9

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

17.0 Monitoring Reports

17.1 Reserves Policy Monitoring Report

F. Khan presented the Reserves Policy Monitoring Report to the board. The report covers the period from January 2025 to December 2025.

The report noted that the reserve funds are in good shape, with sufficient funds to cover 12 months of operating expenses. The contingency fund has not been accessed since the last monitoring report, nor had the reserve fund.

The board was invited to ask questions, and a discussion around the use of reserve funds followed.

Public Interest Considerations: This policy serves the public interest by ensuring that reserves are sufficient to see the College is able to operate continuously. It optimizes reserve placement, controls costs, and plans for long-term needs. It also involves ensuring fair distribution of benefits, complying with legal standards, and promoting sustainable resource management for future operations. These elements help align reserve management with broader societal goals and public welfare.

Diversity, Equity, and Inclusion Considerations: DEI considerations include ensuring funds are set aside for the potential support of RO's outside of the regular operations. Consideration should be put to assess funds set aside for therapy and counselling.

Risk Management Considerations: The policy supports the Board's ability to manage risks by ensuring that it addresses market volatility, environmental and social impacts, operational challenges, and reserve replacement to ensure long-term sustainability. Regular reviews, updates, and scenario planning are essential for adapting to changing conditions and maintaining reliable, compliant, and economically viable reserves.

The floor was open to questions. No concerns or action items were identified.

MOTION: THAT THE BOARD APPROVE THAT THE REGISTRAR'S INTERPRETATION OF THE POLICY WAS REASONABLE.

MOVED: C. SICOLI
SECONDED: P. IMOLA

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

MOTION 2: THAT THE BOARD AGREES THAT THE REGISTRAR, CEO COMPLIED WITH THE POLICY.

MOVED: S. KINSELLA
SECONDED: M. PRIDDLE
FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

17.2 Investment Policy Monitoring Report

F. Khan presented the Investment Policy Monitoring report to the board. The report covered the period from June 2025 to November 2025.

F. Khan reviewed the steps taken following the investment policy to manage the college's investments. The current strategy ensures that invested maturity dates are split throughout the year and preserves capital through a conservative investment strategy.

All decisions about the investment funds are made following the investment policy. The Registrar and Deputy Registrar approve investment decisions based on the advice of an investment advisor, and the priorities are that the principal is safe and that liquidity is reasonable.

The Registrar and CEO, and the Deputy Registrar work together with the finance manager to manage the funds. Audited Financial Statements are provided to the board in June for the previous fiscal year.

The floor was open to questions. No concerns or action items were identified.

MOTION: THAT THE BOARD APPROVE THAT THE REGISTRAR'S INTERPRETATION OF THE POLICY WAS REASONABLE.

MOVED: S. KINSELLA

SECONDED: O. FAROUK

FOR: 9

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

MOTION 2: THAT THE BOARD AGREES THAT THE REGISTRAR, CEO COMPLIED WITH THE POLICY.

MOVED: C. SICOLI

SECONDED: P. IMOLA

FOR: 9

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

17.3 Registrant Relations Policy Monitoring Report

F. Khan presented the Registrant Relations Policy Monitoring Report to the Board. The report covered the period from December 2023 to December 2025.

The report covered communications and engagements with registrants, including eblasts, blog posts, social media posts, and webinars.

The events the college attended over the last year were also covered.

The safety of Registrant information and data was emphasized, noting that college information is stored in Canadian cloud-based storage.

The floor was open to questions. No concerns or action items were identified.

MOTION: THAT THE BOARD APPROVE THAT THE REGISTRAR'S INTERPRETATION OF THE POLICY WAS REASONABLE.

MOVED: P. IMOLA
SECONDED: T. NAHMABIN

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

MOTION 2: THAT THE BOARD AGREES THAT THE REGISTRAR, CEO COMPLIED WITH THE POLICY.

MOVED: M. PRIDDLE
SECONDED: K. CLOUTIER

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

18.0 Standards of Practice

P. Dhillon and S. Kelly, Chair and Vice Chair of Clinical Practice, respectively, gave a presentation to the board on proposed updates to the Standards of Practice and Practice Guidelines. The Clinical Practice Committee had been working since 2024 on a fulsome review of the standards and guidelines. An extensive consultation was carried out before the review, and again on the proposed updates, which aim to be responsive to areas identified by registrants for further guidance/clarification. Key updates were made in the following areas:

- Treating spouses, family members or friends
- Dispensing specialty lenses
- Record management
- Use of technology and artificial intelligence

MOTION: TO APPROVE THE UPDATED STANDARDS OF PRACTICE AND PRACTICE GUIDELINES AS PRESENTED

MOVED: C. SICOLI
SECONDED: G. CHITILIAN

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

19. Approval of the 2026-2028 Strategic Plan

D. Summers presented the proposed 2026-2028 Strategic Plan to the board. It was noted that the board began working on the strategic plan at a session in April 2025. At the session, the board reviewed an extensive environmental scan that was carried out based on areas for exploration that were identified by the board in June 2024. Since the spring, the board and administration have been working to finalize the plan. In September, the board reviewed the final draft, which was presented to the board for approval.

MOTION: TO APPROVE THE 2026-2028 STRATEGIC PLAN AS PRESENTED

MOVED: D. SUMMERS
SECONDED: P. IMOLA

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

20.0 Registration Policies

20.1 Registration Appeal Policy

D. Summers presented the proposed changes to the policy to the board. Noting that the proposed changes in language aim to make the language more relational. The policy sets out what is involved in the appeal process for applicants.

Public Interest Considerations: The Committee considered that the proposed updates to the language in this policy should help a member of the public, an applicant, or a registrant easily understand the appeal process for registration decisions.

Diversity, Equity and Inclusion Considerations: The Committee considered that the adjustment in language and clarity of these proposed changes will make it more accessible to applicants without a

legal background. It lays out what applicants can expect and what is expected of them should they file an appeal. This appeal process also allows applicants to use a more cost-effective and timely process in having their provisional registration decision reviewed.

Risk Management Considerations: The Committee recognizes that a second set of eyes is often beneficial if an applicant disputes the provisional decision. The proposed changes around language clarity in this policy ensure that the Registration Committee is administering the process in a just and fair manner.

The board agreed with the DEI, public interest, and risk management considerations put forward by the committee.

MOTION: TO APPROVE THE PROPOSED CHANGES TO THE REGISTRATION APPEAL PANEL

MOVED: S. KINSELLA

SECOND: O. FAROUK

FOR: 9

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

20.2 Photo Submission Requirements Policy

D. Summers presented the proposed changes to the Photo Submission Requirements Policy. The proposed language changes are to improve clarity and to provide consistency across all college policies. The proposed changes also outline requirements for digital photos, which are now the most common form of submission.

Public Interest Considerations: The Committee considered that the proposed changes allow the public to accurately confirm who is treating them.

Diversity, Equity, and Inclusion Considerations: The Committee considered that the proposed changes to the policy allow registrants options in ways of submitting their photos while still meeting what the College needs for the photo requirement. The inclusion of accepting digital image files removes financial barriers for applicants/registrants. The photo can be done on the individual's own time, without spending money at the post office or at a photography studio as long as it meets the requirements in the proposed policy changes.

Risk Management Considerations: The Committee considered that if registrants do not have an ID badge that accurately reflects their appearance, it is possible that the person might not be who they say they are, which opens up questions of competence.

The board agreed with the public interest considerations, the diversity, equity, and inclusion considerations, and the risk management considerations put forward by the committee.

MOTION: TO APPROVE THE PROPOSED CHANGES TO THE PHOTOGRAPH SUBMISSION REQUIREMENTS POLICY

MOVED: K. CLOUTIER
SECONDED: C. SICOLI

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

20.3 Policy on Findings and Vulnerable Sector Checks

D. Summers presented the proposed policy changes to the board. The proposed changes aim to make the policy easier to understand, while maintaining the core requirements for applicants to undergo a vulnerable sector check and to provide additional information in the event of charges or findings.

Public Interest Considerations: The Committee considered that the college requires the disclosure of any charges or findings and a completed VS check to carry out its duty to protect the public. If the applicant does not disclose their charges or findings during the application process, the VS check is a secondary tool to ensure it is caught. This policy allows the College to ensure that they are doing the most they can to approve professionals that have no conduct concerns.

Diversity, Equity and Inclusion Considerations: The Committee considered that applicants may not always disclose information during the application disclosure. The VS check gives the College a secondary tool to catch anything that may have been omitted or missed. It should be noted that having any existing charges or findings does not mean that applicants will be automatically denied registration. Context and details around the charge or finding will assist the Registration Committee in making a decision that will protect the public.

Risk Management Considerations: The Committee considered that the proposed changes to this policy ensures that the College receives all information possible available to make an informed decision as to whether or not an individual will be able to provide safe and ethical care to the public.

The board agreed with the public interest considerations, the diversity, equity, and inclusion considerations, and the risk management considerations put forward by the committee.

MOTION: TO APPROVE THE CHANGES TO THE VULNERABLE SECTOR CHECK AND APPLICANTS WITH CHARGES OR FINDINGS POLICY.

MOVED: S. KINSELLA
SECONDED: M. PRIDDLE
FOR: 9

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

20.4 Reinstatement and Changing from Inactive to Active Status Policy

D. Summers presented the proposed policy updates to the board, which included removing transitional language to allow opticians who were suspended for more than three years to reinstate their certificate, as the deadline to reinstate has now passed.

MOTION: TO APPROVE THE PROPOSED CHANGES TO THE REINSTATEMENT & CHANGING FROM INACTIVE TO ACTIVE STATUS POLICY.

MOVED: T. NAHMABIN

SECONDED: P. IMOLA

FOR: 9

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

21. Department Spotlight

P. Dreyer and J. Borst shared an overview of the Quality Assurance and Professional Practice department.

22. Reports

22.1 Registrar's Report

F. Khan presented the report, which touched on the following:

- Regulation changes, including the Spousal Exception, have been communicated to registrants and included in the changes to the Standards of Practice
- As of January 1, 2026, legislation will come into effect that expands the As of Right legislation.
- Staff from the college attended a plain language writing workshop hosted by the College of Chiropractors.
- The COO and the College of Audiologists and Speech Language Pathologists of Ontario held a webinar focused on ageism in health care.
- The College attended several external relations events this fall, providing great face time with students and registrants.

It was also noted that Jodi Dods, Executive Director of NACOR, will be retiring at the end of 2025. F. Khan acknowledged her hard work and dedication, which have shaped the way opticianry regulators in

Canada work together. Her achievements include the creation of a shared National competency framework, a single licensing exam, and the accreditation of teaching institutes.

The board expressed the desire to send Ms. Dodds a letter thanking her for her contribution to the profession and congratulating her on her retirement.

22.1- 22.3 Registrar's Report, Committee Reports, and NACOR Report Communications Report

Highlights of the committee and communications reports were shared with the board, and D. Summers invited the Board to ask questions.

MOTION: TO APPROVE THE COMMITTEE REPORTS, REGISTRAR'S REPORT, AND COMMUNICATIONS REPORT.

MOVED: O. FAROUK
SECONDED: C. SICOLI

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE

23.0 Adjournment

MOTION: TO ADJOURN THE MEETING

MOVED: T. NAHMABIN
SECONDED: O. FAROUK

FOR: 9
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED IN PRINCIPLE