

Langara College Board of Governors
Meeting Minutes
Public Meeting
Wednesday, November 22, 2023, 5:00 p.m.
Boardroom B141 and via Zoom

Board Members:

Mary Lynn Baum, Board Chair
Paula Burns, President and CEO
Armor Valor Corrales
Krisha Dhaliwal
Mark Goldberg
Stephen Howard (via Zoom)
Michal Jaworski
Tess MacMillan, Chair, Education Council (regrets)

Raza Mirani (regrets)
Scott Murray
Rose Palozzi (regrets)
Cole Rheaume (via Zoom)
Melissa Roberts
Claudia Salem
Sophie Won (via Zoom)
Urvi ‘

Employee Resources:

Michael Koke, Vice-President, Administration and Finance
Pouyan Mahboubi, Provost and Vice-President, Academic
Jane Mason, Vice-President, People and Culture
Yusuf Varachia, Vice-President, External Relations and Community Engagement

Constituent Groups:

Sophie Bennett, Representative, CUPE Local 15/VMECW (via Zoom)
Pauline Greaves Aylward, President, Langara Faculty Association
Rosi Woodley, Chair, Langara College Administrators Association

Guests:

Anne Baxter, Director, Risk and Internal Control
Charles Boname, Associate Director, Cybersecurity
Eileen Chin, Director, Financial Services (via Zoom)
Gerda Krause, Dean, Faculty of Science
Justin Yau, Deputy Chief Information Officer

Recorder:

Alice Hsu, Executive Assistant to the President

1. CALL TO ORDER, LAND ACKNOWLEDGMENT, AND WELCOME TO NEW BOARD MEMBERS

There being a Quorum present, the Board Chair called the meeting to order at 5:07 p.m. She welcomed all guests in attendance and conveyed regrets from those unable to attend. She acknowledged that Langara College is located on the traditional and unceded territory of the Musqueam people. She also acknowledged the Indigenous peoples of all the lands the online participants were calling in from remotely to the meeting. She acknowledged the importance of the lands that we each call home. We do this to reaffirm our commitment and responsibility to reconciliation, and to the importance of our relationships with First Nations and Indigenous peoples.

New student board member Urvi ‘ was welcomed and provided an opportunity to introduce herself.

2. PRESENTATION – CYBERSECURITY

Associate Director of Cybersecurity, Charles Boname, gave a presentation on *Annual Cybersecurity Report* providing an overview of the evolving threat landscape, Auditor General BC's report on its recent audit of Vancouver Island University's Board Oversight of Cybersecurity, and what Langara has done and will continue to do to mitigate cyber risks. Discussion ensued and board members' questions were answered.

[C. Boname and J. Yau left the meeting at 5:43 p.m.]

3. DISCLOSURE OF CONFLICT OF INTEREST

In accordance with *Board By-Law 200: Code of Conduct and Conflict of Interest*, Board Members were provided an opportunity to declare conflicts of interest for any agenda item that would relate to the ongoing business of the institution. S. Murray declared a conflict of interest with item 6.1 c. Auditor Appointment and he will excuse himself from the discussion and voting. The Board Chair acknowledged his declaration and proceeded with the meeting.

4. APPROVAL OF AGENDA/CONSENT AGENDA

Prior to the motion to approve the agenda/consent agenda, the Board Chair requested item 4.2 Board Chair's Report be pulled from the motion and addressed separately.

It was moved by M. Roberts and seconded by AV Corrales

THAT, the Langara College Board approve the agenda, and approve and acknowledge the items and motions on the Consent Agenda:

- 4.1 Minutes of Meeting held September 28, 2023 – Approved
- 4.3 Langara College Financial Statements to September 30, 2023 – Acknowledged
- 4.4 Semi-annual Investment Summary to September 30, 2023 – Acknowledged
- 4.5 FY2024-2025 Budget Assumptions – Acknowledged
- 4.6 Confirmation of Remittances – Acknowledged

Carried Unanimously.

4.2 Chair's Report

The Board Chair spoke on the following activities that were not included in her written report:

- She and President Burns' call with the Crown Agencies and Board Resourcing Office (CABRO) and Ministry of Post-Secondary Education and Future Skills (PSFS) about Board appointments
- The Minister's announcement event to be held on November 24, 2023 about the latest edition of the Labour Market Outlook report and a new Find Your Path digital tool

It was moved by C. Salem and seconded by Michal J.

THAT, the Chair's Report be received.

Carried Unanimously.

5. PRESIDENT'S REPORT

Referring to her written report attached to the agenda, President Burns advised that she received lots of invitations and she tried to go to as many student events and presentations as she could. In

addition, she reported attending the recent BC Colleges Council of Presidents Meeting held on November 21 and 22 and highlighted the discussions the presidents had with Deputy Minister Bobbi Plecas. Vanessa Geary, Senior Executive Lead of CABRO was also in attendance to talk about Board appointments. Discussion ensued and board members' questions were answered.

6. COMMITTEE REPORTS/APPROVALS

6.1 Audit and Finance Committee (AFC)

M. Jaworski, who chaired the November 2023 AFC meeting in the absence of the Committee Chair, presented the following items moved forward from the Committee.

a. By-Law 204: Tuition Fees and Other Charges

M. Koke highlighted the memo and by-law attached to the agenda, noting that this item is brought to the Board annually in November for approval. Although the Ministry has not set the increase cap for domestic tuition fees for FY2024/25, it was assumed to be 2%, consistent with previous years. The same percentage increase was matched for international tuition fees, even though they are not restricted by the Ministry. No increases were proposed for Continuing Studies programs. M. Koke noted that compared to other institutions in the Lower Mainland, Langara has the lowest or near the lowest domestic tuition fees.

It was moved by AV Corrales and seconded by M. Goldberg

THAT, the proposed tuition fees for instruction in all programs and courses commencing on or after May 1, 2024, according to the fee schedule attached and marked "Schedule A", be approved.

Carried Unanimously.

b. Auditor Appointment

M. Jaworski noted the conflict of interest declared by S. Murray.

E. Chin referred to the memo attached to the agenda, noting that the College went to open tender and KPMG was the top-ranked proponent for the College's Negotiated Request for Proposal (NRFP) for audit services. She noted that the College is not required to go to open tender but decided to do so to check out the current market and for transparency.

It was moved by M. Goldberg and seconded by AV Corrales

THAT, the Board approve the appointment of KPMG as the Auditor for Langara College for the fiscal year 2023/24.

**Carried.
Abstained – S. Murray**

6.2 Governance and Nominating Committee (GNC)

a. Governance and Nominating Committee Chair

M. Jaworski, who chaired the recent GNC meeting held on November 20, 2023 in the absence of the Committee Chair, advised that the current GNC Chair R. Mirani's term on the Board will end on July 31, 2024 and he suggested that it would be appropriate to have a new GNC Chair in place in January 2024 so that he would still be around to assist the new chair during the transition. S. Howard has volunteered to assume this role and received support from the GNC.

It was moved by K. Dhaliwal and seconded by S. Murray

THAT, the Board approve the appointment of Stephen Howard as the Chair of the Governance and Nominating Committee effective January 1, 2024.

Carried Unanimously.

S. Howard extended his thank you to R. Mirani and the GNC for their support.

b. Expiry of Current Board Appointments and Potential Board Nominees

M. Jaworski provided an update on the current Board appointments that will be expiring at the end of July 2024, including ML Baum and K. Dhaliwal, who have agreed to put their names forward for a one-year extension even though they will be reaching 5.5 or 6 years on the Board by the end of July 2024, and M. Goldberg, S. Murray, C. Rheume, and C. Salem, who are eligible and will be recommended for reappointment. In the meantime, CABRO has identified a new Board member candidate to join the Board by the end of the year, if approved by the Ministry,

M. Jaworski noted that the College is still seeking an additional new Board member with accounting credentials. Board members may make a nomination through the Board Chair.

c. AGB and CICan Conferences in 2024

M. Jaworski provided information on the two upcoming conferences in 2024 that are excellent learning opportunities, especially for newer Board members: the AGB Conference between March 26 – 28 in Boston, Massachusetts, and the CICan Conference between April 29 – May 1 in Calgary, Alberta. He advised that the Board could support two to three members going to each of these conferences. Board members should forward their interest to A. Hsu.

ML Baum noted that the early bird registration deadline is fast approaching on December 1, 2023.

7. BOARD MEMBER REPORTS

M. Jaworski, in his role as the new liaison between the College Board and the Langara College Foundation, provided a debrief on the Langara College Foundation Board meeting held on October 11, 2023. He also reported on the following Foundation activities:

- The Foundation hosted a Studio 58 donor appreciation event in October to recognize the donors who contributed to the Studio 58 Seat Campaign.
- The Foundation supported an Executive member for an alumni outreach trip to Japan. Y. Varachia advised that Japan has one of our largest international alumni groups from one partner institution. He and President Burns are planning another trip to Japan in 2024 to strengthen relationships with some long-standing partner institutions.

8. STAKEHOLDER MEMBER REPORTS

P. Greaves Aylward reminded Board members that the Langara Faculty Association will be hosting their Annual President's Bar & Dinner on December 15, 2023, and Board members are encouraged to come out to enjoy the event.

9. VISITOR'S COMMENTS

There were no comments.

10. NEXT MEETING

10.1 Thursday, January 25, 2024

The next Board of Governors meeting is scheduled for Thursday, January 25, 2024.

12. ADJOURNMENT

It was moved by M. Jaworski and seconded by M. Roberts

THAT, the meeting be adjourned at 6:15 p.m.

Carried Unanimously.

Mary Lynn Baum
Chair, Board of Governors

Paula Burns
President and CEO