

**Board of Governors  
Minutes of a Public Meeting  
held on Thursday, March 28, 2019  
beginning at 5:02 pm in the Board Room B141**

**Present:** Mary Lynn Baum (via video) Michal Jaworski  
Ryan Cawsey Veda Roodal Persad  
Krisha Dhaliwal (via video) Ian Mass, Board Chair  
Andy Dhillon Brian McGibney  
Janelle Dwyer Gurman Deep Singh  
Yadhunika Goyal Lane Trotter, President

**Regrets:** Lenora Gates Raza Mirani

**Employee Resources:** Ben Cecil, Provost and Vice President, Academic and Students  
Jane Mason, Vice President, People and Culture  
Ajay Patel, Vice President, External Development  
Viktor Sokha, Vice President, Administration and Finance

**Constituent Groups:** Eleanor Clarke, Chair, Langara College Administrators' Association  
Tasneem Kahn, Representative, CUPE Local 15/VMECW  
Scott McLean, President, Langara Faculty Association

**Guest(s):** Chris Arnold Forster, Director, Risk and Internal Controls  
Jacqueline Bradshaw, Dean, Faculty of Social Sciences and Community Programs  
Moirra Gookstetter, Executive Director, Langara College Foundation  
Bradley Hughes, Department Chair, Physics and Astronomy  
Michael Koke, Director, Financial Services  
Attila Mityok, Langara College Student  
Rose Palozzi, Senior Financial Business Analyst, Langara College  
Erfan Rezaie, Instructor, Physics and Astronomy  
Dylan Rickard, Associate Director, Budgets

**Recorder:** Diana Falcon, Executive Assistant to the Board of Governors

**1. MUSQUEAM LAND ACKNOWLEDGMENT**

The Board Chair delivered the following acknowledgement that Langara College is located on the land of the Musqueam peoples:

***I would like to acknowledge the unceded territory of the hə əmi"ə" (hun ka mi num) speaking xʷməθk ʷəy ʼəm (Musqueam), on which Langara College is located.***

**2. CALL TO ORDER**

There being a Quorum present, the Board Chair called the meeting to order at 5:02 p.m. He conveyed regrets from those unable to attend, and welcomed all guests.

**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. With none declared, the Board Chair proceeded with the meeting.

#### **4. PRESENTATION TO DEPARTING BOARD MEMBER**

##### **4.1 Brian McGibney**

L. Trotter thanked Brian McGibney for his service and contributions to the Board in his role as Staff-elected Board Member. It was noted that Brian is retiring after 35 years with the College, was a strong supporter of the Board and fully participated in Board meetings. He was also a former Board member from 2007-2013. The Board presented Brian with a token of appreciation to recognize his contributions as a member of the Board, and the Board acknowledged this with a round of applause.

L. Trotter introduced Jane Mason, new Vice President of People and Culture, and invited her to say a few words about herself. He also advised that this would be Ajay Patel's last Board meeting as he leaves the College on May 3, 2019. A farewell ceremony is being planned and Board Members will receive an invitation shortly.

#### **5. PRESENTATION**

##### **5.1 Langara College Foundation – Annual Update**

A. Patel and M. Gookstetter provided an update on the activities of the Langara College Foundation's donor activities, distributions of scholarships and bursaries, campaigns and fundraising initiatives, and governance and operations over the past year. The results of the Golden Apple Awards in support of the Support Our Students Campaign and the events planned for the Beyond 49 Campaign were highlighted.

[It was noted that M. Gookstetter left the meeting at 5:31 p.m.]

#### **6. APPROVAL OF AGENDA/CONSENT AGENDA**

It was moved by A. Dhillon and seconded by M. Jaworski

**THAT, the Langara College Board approve the agenda and approve/acknowledge the following items on the consent agenda:**

**6.1 Minutes of Meeting held January 24, 2019 - Approved**

**6.2 Chair's Written Report - Acknowledged**

**6.3 President's Written Report - Acknowledged**

**6.4 Confirmation of Remittances - Acknowledged**

**6.5 Q3 Financial Statements as of December 31, 2018 - Acknowledged**

**6.6 Board Calendar - Acknowledged**

**Carried Unanimously.**

#### **7. CHAIR'S VERBAL REPORT**

I. Mass highlighted items discussed in an article (distributed at the table for information) that included an exchange between Minister Mark and Vancouver-Langara MLA Michael Lee (a copy is attached to these minutes).

## **8. PRESIDENT'S VERBAL REPORT**

L. Trotter highlighted items in his written report and thanked the Foundation, M. Gookstetter, A. Patel, and Communications and Marketing for their work on the Golden Apple Awards.

## **9. COMMITTEE REPORTS/ RECOMMENDATIONS/ APPROVALS**

### **9.1 Audit and Finance Committee**

#### **a. 2019-20 Operating Budget and Capital Acquisitions Budget**

V. Sokha and A. Patel made a presentation on the 2019-20 Operating Budget and Capital Acquisitions Budget and noted the following:

- The budget supports the current Strategic and Academic Plans and the Continuing Studies Business Plan.
- The transparent, consultative, and accountable budget process took into account the College's desire to promote learning, teaching and student success, and to honour commitments and collective agreements.
- The College supports entrepreneurial activities that have a positive return and acceptable risk to help the College achieve a balanced budget required by government.
- The College has been experiencing a gradual decline in enrollment at a rate of 2% per year that will likely continue for the next decade in the 18-24 year-old catchment. After that, we should start seeing a bit of a rise as students in the primary grades start entering the college system.
- The 2018/19 Tuition Fees and Grant per Full-Time Student Equivalent (FTE) were highlighted and it was noted that Langara has the lowest funding per student FTE from government of all post-secondary institutions in British Columbia.
- Langara has the second lowest tuition in comparison to other institutions.
- The cost of delivery for all credits (domestic and international) noted a negative (\$112.78) difference per credit between actual and funded for domestic students. What this means is that it costs the College \$112.78 per credit for each domestic student enrolled. Domestic students pay 1/5 of their education costs and the government pays 3/5 of direct educational cost for domestic students, leaving a gap in funding that is addressed through International Tuition Fees.
- The operational impact of not addressing the shortfall would be the reduction of 1,560 FTEs, or the equivalent of 199 employee positions.
- Langara has not increased International Tuition Fees for three years.
- For the past 49 years, Langara College has been a comprehensive college offering a wide breadth and scope of courses and we want to remain that.
- Every program is important as highlighted in the budget assumptions. There will be no increase in international tuition fees, international revenues will match fiscal year 2018/19, the number of teaching sections are the same as requested during the budget process, and a 2% increase in domestic tuition fees was approved by the Board at the November 22, 2018 Board meeting.
- Revenue vs expense trend shows that the College is at a crossroads where expenses will surpass revenue in the next few years. Management will concentrate on

managing this during the next budget cycle so that we will have a balanced budget that meets our needs.

A fulsome discussion ensued and Board Members questions were answered. It was noted that the motion to approve the 2019-2020 Operating and Capital Acquisitions budget will be presented after the guest presentation and discussion.

A Board member noted that over the years, the provincial government has ceased to be a major contributor for funding and the College has continually offset the diminution in government funding and has grown 2-1/2 times larger than when it separated from VCC in 1994. The College has worked extremely hard, increased its efficiencies, and done innovative things, especially around international education and continuing studies, and it continually does not receive proper financial remuneration from government for all the positive things it has done. We need to step back and see the larger picture of what is going on with the way that the provincial government is approaching its funding relationship to post-secondary education and to Langara in particular, as Langara is the least supported in terms of grant dollars and yet we are still a growing, thriving organization. However, the College has reached a threshold in the lack of facilities and funding, and does not want to compromise its reputation. We need to work with government to have them help us address this matter.

**b. Guest Presentation – Bradley Hughes, Department Chair, Physics & Astronomy**

I. Mass advised that the Board received a request from Bradley Hughes, Department Chair, Physics and Astronomy, and Carl Dick, Student, to present the Board with a petition on tuition fees.

Bradley Hughes thanked the Board for the opportunity to speak and conveyed apologies from Carl Dick who was not able to attend due to illness. B. Hughes advised that although he is chair of the Physics and Astronomy Department, he is not attending on their behalf, but is attending as an instructor of the College. B. Hughes made a presentation to the Board on the growing concern of the rising costs of student tuition. He highlighted the consequences to students when tuition fees, even marginal ones, are increased, coupled with Vancouver's high rent, resulting in a negative impact on academic performance. He asked the Board to put the interests of the students ahead of the interests of the provincial government by opposing the budget unless it is amended to lower tuition fees for domestic and international students, or at any rate eliminate the 2% domestic tuition fee increase with a goal of going back to the tuition fees that were charged when the campus opened in 1970, including for international students. Bradley also indicated that given the historic injustice created by Canada being part of the British Empire, that having free tuition for international students should be part of Canada's reparations to China and India. He brought to the Board's attention the petition that included 562 signatures which was presented to the Board Chair via email in advance of the meeting.

The Board Chair thanked B. Hughes for his presentation and opened the floor for questions and comments.

J. Dwyer thanked the guests for their presentation and thanked V. Sokha and the Finance team for the work that went into ensuring the Board has the information they need to make an informed decision. She noted that these are big issues for the Board, serious societal issues, and the guests did a good job of expressing those challenges. Strategic thinking and how to address these sorts of issues is one of the things that the Board is tasked with and we are well placed to think of it in that context and the issue of student costs. To amend the budget at this point in the year without balancing is a difficult ask but we should be looking at this as a team into the future. This is a big challenge for Langara and it is something we can strategize as a team going forward. Perhaps it is something that we could ask the Audit and Finance Committee to consider as to what would be an appropriate next step concerning the challenge that has been put before us.

**ACTION: Audit and Finance Committee**

The question was asked if the college had a strategy in place to mitigate the risk of depending on international students for generating revenue. In response, A. Patel highlighted the College's risk mitigation strategy noting that a table-top exercise was conducted at the institution and the end results was risk strategies to manage our enrollment with a good diversity of students from other countries. If we had a significant situation, we would take more drastic measures but currently one of the key strategic effects is for the international education department to diversify our student body representation. We will continue to manage this risk and are doing the best that we can given the current situation.

M. Jaworski thanked the guests for their presentation and advised that the Board appreciates their concerns but indicated that the province requires that the College must have a balanced budget. He noted that he is personally going to support the budget as presented but agreed with J. Dwyer's suggestion that we move this discussion to a strategic plane by way of the Audit and Finance Committee.

The Board Chair thanked B. Hughes for his presentation noting that his comments will be taken under advisement and will be considered as part of ongoing discussions with college management and government.

It was moved by M. Jaworski and seconded by J. Dwyer  
**THAT, the 2019-20 Operating Budget and Capital  
Acquisitions Budget be approved.**

**Carried Unanimously**

**c. Langara College Foundation – Transfer of Funds**

V. Sokha noted that the projected transfers to the Langara College Foundation, as outlined in the memo attached to the agenda, were presented to the Audit and Finance Committee at their meeting held March 14, 2019. He noted that the Building Legacy Fund and International Education Development Fund, as established by Bylaw 204, are fees collected from students that help provide funding for new buildings and support to International initiatives that are aligned with the College's strategic priorities. He

further noted that the Ministry is in agreement with the transfer of these funds to the Foundation and the College is in compliance with CRA's disbursement quota rules.

Discussion ensued and Board Members questions were answered.

It was moved by B. McGibney and seconded by J. Dwyer

**THAT, the Board authorize a transfer of funds in the amount of \$1,763,798 to the Langara College Foundation as at March 31, 2019, as follows:**

**(a) Matching Donations - \$200,000**

**for the 2018 and 2019 fiscal years of the Foundation, and THAT, the College indicate that these funds are for the sole purpose of matching donations received by the Foundation.**

**(b) Building Legacy Fund - \$1,151,923**

**for future Langara College capital projects at the Foundation's discretion, in an amount not to be greater than the College's revenues less its expenditures including all other transfers, for the year then ended, provided that any funds so transferred meet the requirements under Public Sector Accounting Standards to be accounted for as an expense, with such requirements to be agreed to by the College's auditors.**

**(c) Beyond 49 Donation Matching - \$100,000**

**(d) International Education Development Fund - \$311,875**

**Carried Unanimously.**

## **9.2 Governance and Nominating Committee**

### **a. GNC Update**

J. Dwyer, Chair of the Governance and Nominating Committee, highlighted the report on GNC activities attached to the agenda for information.

- **Committee Membership**

J. Dwyer advised that when new members are appointed to the Board, they are asked to participate on a standing committee. In accordance with Section 4.3 of By-Law 207 that states that the Board appoints the members of the Committee, the GNC recommended the appointment of Mary Lynn Baum to the Governance and Nominating Committee.

It was moved by M. Jaworski and seconded by V. Roodal Persad

**THAT, Mary Lynn Baum be appointed as a Member of the Governance and Nominating Committee.**

**Carried Unanimously.**

- **Policy 465 – Ethical Conduct and Protected Disclosure**

J. Dwyer highlighted changes to Policy 465 – Ethical Conduct and Protected Disclosure (attached to the agenda) to address a gap in the Policy and to make it a fair process if complaints are made against Board Members, the President, or the VP, Administration and Finance. She further noted that the changes were recommended by the College’s external legal counsel.

It was moved by A. Dhillon and seconded by M. Jaworski

**THAT the Board approve the amendment of Section 3.1 of Board Policy 465 by deleting the definition of “compliance officer” and replacing it with the following:**

**“compliance officer” means the Vice President of Administration and Finance, except where the allegations of improper activity involve the President, Vice President of Administration and Finance, members of the Board or the Board Chair. Where the allegations involve the Vice President of Administration and Finance, “compliance officer” means the President. Where the allegations involve the President, “compliance officer” means the Board Chair. Where the allegations involve a Board member, “compliance officer” means the Board Chair. Where the allegations involve the Board Chair, “compliance officer” means the First Vice Chair or, if not available, the Second Vice Chair of the Board.**

**Carried Unanimously.**

- **By-Law 208 – Governance and Nominating Committee**

J. Dwyer highlighted changes to By-Law 208 – Governance and Nominating Committee (attached to the agenda) to address inconsistencies with respect to how frequently policies and by-laws need to be amended as it does not match what the policies say on their cover. The change amends the frequency to a minimum of a five-year review.

It was moved by V. Roodal Persad and seconded by M. Jaworski

**THAT, the Board approve the revision to By-Law 208 - Governance and Nominating Committee indicated on the GNC draft by-law dated March 21, 2019.**

**Carried Unanimously.**

## **10. FOR INFORMATION/DISCUSSION**

### **10.1 Natural Gas Issue**

L. Trotter advised that the natural gas issue relates to a situation that occurred in October 2018 when an Enbridge gas pipeline exploded in Prince George disrupting natural gas flow to the southern parts of the province. At that time, Enbridge and the province asked institutions and the public to cut down on their natural gas usage. Langara complied immediately while we

waited for a temporary patch that would reinstate gas flow to a relatively regular level until they were able to bring it back 100%. Recently Enbridge provided notification to the College that for one particular weekend the cost of natural gas would jump from \$19/gigajoule to \$200/gigajoule. The Board was notified at the time that this was happening and the reason for the increase. However, a Board member inquired about what strategy the College could take to mitigate the impact. L. Trotter highlighted the strategies outlined in the memo attached to the agenda for information. Discussion ensued and Board Members questions were answered.

#### **10.2 2019-20 Ministry Mandate Letter**

I. Mass highlighted the Ministry Mandate attached to the agenda for information. He advised that the Ministry requires all Board Members to sign the Letter and forward it to the Ministry by their deadline of March 29, 2019. It will also be posted on the Langara College website.

### **11. EDUCATION COUNCIL REPORTS**

The Board Chair reminded Board Members of Section 23 of the BC College and Institute Act that requires Education Council to advise the board on the development of educational policy.

#### **11.1 Report of Meeting held on January 22, 2019**

The Chair of Education Council, R. Cawsey presented the summary report of the Education Council meeting held on January 22, 2019, and highlighted program changes, discontinued programs, course changes and discontinued courses. Discussion ensued and Board Members questions were answered.

#### **11.2 Report of Meeting held on February 26, 2019**

The Chair of Education Council, R. Cawsey presented the summary report of the Education Council meeting held on February 26, 2019, and highlighted program changes, new courses, discontinued programs, course changes, discontinued courses, global changes, and new courses in Continuing Studies. Discussion ensued and Board Members questions were answered.

It was moved by J. Dwyer and seconded by V. Roodal Persad

**THAT, the Education Council Summary Reports for January 22 and February 26, 2019, be received.**

**Carried Unanimously.**

### **11. BOARD MEMBER REPORTS**

There was no report.

### **12. CONSTITUENT GROUP REPORTS**

There was no report.

### **13. VISITOR'S COMMENTS**

There were no comments.



**14. NEXT MEETING AND ADJOURNMENT**

**14.1 Next Meeting**

**a. Thursday, May 23, 2019**

It was noted that the next Board meeting will be held on Thursday, May 23, 2019.

**14.2 Conclusion**

It was moved by B. McGibney and seconded by A. Dhillon

**THAT, the meeting be concluded at 7:05 p.m.**

**Carried Unanimously.**

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Ian Mass  
Chair, Board of Governors

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Lane Trotter  
President and CEO