

**Board of Governors
Minutes of a Public Meeting
held on Thursday, September 22, 2022
beginning at 5:35 pm
via Zoom Teleconferencing**

Present: Maria Alonso
Mary Lynn Baum
Paula Burns, President and CEO
Krisha Dhaliwal
Janelle Dwyer
Stephen Howard
Michal Jaworski, Board Chair

Ian Mass
Raza Mirani
Rose Palozzi
Cole Rheaume
Melissa Roberts
Sophie Won

Regrets: Armor Valor Corrales
Andy Dhillon

Scott Murray
Tess MacMillan

Employee Resources: Margaret Heldman, Provost and Vice-President, Academic
Jane Mason, Vice-President, People and Culture

Constituent Groups: Sandra Boehm, Representative, Langara College Administrators' Association
Pauline Greaves Aylward, President, Langara Faculty Association

Guest(s): Elizabeth Barbeau, Dean, Faculty of Social Sciences & Community Programs
Anne Baxter, Director, Organizational Risk & Internal Controls (Interim)
Eileen Chin, Director, Finance (Interim)
Stewart MacGillivray, External Visitor

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

1. CALL TO ORDER

There being a Quorum present, the Board Chair called the meeting to order at 5:35 pm. He conveyed regrets from those unable to attend and welcomed all guests.

2. LAND ACKNOWLEDGMENT

The Board Chair delivered the acknowledgement that Langara College rests on the traditional and unceded territory of the Musqueam peoples. He also acknowledged the indigenous peoples of all the lands that members are calling in from remotely to the meeting. He 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.

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 meeting proceeded.

4. WELCOME TO NEW BOARD MEMBERS

4.1 Stephen Howard

The Board Chair welcomed new Board Member, Stephen Howard, who was appointed effective July 31, 2022. S. Howard shared a bit about his background and insight into his interest in serving on the Board. It was noted that he had completed his orientation session and his oath of office had been administered just prior to the Board meeting.

4.2 Sophie Won

The Board Chair welcomed new Board Member, Sophie Won, who was appointed effective July 31, 2022. S. Won shared a bit about her background and insight into her interest in serving on the Board. It was noted that she had completed her orientation session and her oath of office had been administered just prior to the Board meeting.

5. APPROVAL OF AGENDA/CONSENT AGENDA

It was moved by R. Mirani and seconded by M. Roberts

THAT, the Langara College Board approve the agenda and approve and acknowledge the items and motions on the consent agenda. Carried Unanimously.

5.1 Minutes of Meeting held June 27, 2022 - Approved

5.2 Chair's Written Report - Acknowledged

5.3 Langara College Financial Statements to June 30, 2022 - Acknowledged

5.4 Confirmation of Remittances - Acknowledged

5.5 Board Retreat Agenda – October 6, 2022 – Acknowledged

5.6 Langara Students' Union Compliance Letter and Audited Financial Statements for their Fiscal Year Ended April 30, 2022 - Acknowledged

5.7 AGB National Conference on Trusteeship – Acknowledged

6. ELECTION OF BOARD FIRST AND SECOND VICE CHAIRS

At 5:43 pm, the Board Chair handed the Chair position to the President to hold the elections of the First Vice-Chair and Second Vice-Chair positions.

6.1 Election of Board First Vice-Chair – expression of interest received from Mary Lynn Baum

The President advised that an expression of interest was received from Mary Lynn Baum for the position of First Vice-Chair. Mary Lynn Baum agreed to let her name stand. P. Burns asked for nominations or expressions of interest from the floor and with none proclaimed, Mary Lynn Baum was elected First Vice-Chair by acclamation for a one-year term effective October 1, 2022.

6.2 Election of Board Second Vice-Chair – expression of interest received from Krisha Dhaliwal

The President advised that an expression of interest was received from Krisha Dhaliwal for the position of Second Vice-Chair. Krisha Dhaliwal agreed to let her name stand. P. Burns asked for nominations or expressions of interest from the floor and with none proclaimed, Krisha Dhaliwal was elected Second Vice-Chair by acclamation for a one-year term effective October 1, 2022.

The President returned the Chair position back to the Board Chair at 5:44 pm and the Board conveyed their congratulations with a round of applause.

7. CHAIR'S VERBAL REPORT

In addition to his written report, M. Jaworski provided an update on meetings and events the Board attended over the summer, reflecting on the challenges and opportunities higher education has faced as a country and a province. He thanked P. Burns on the work she has been doing on educating herself on Langara's culture, community, and strategic priorities, which was culminated in the presentation at the President's Kick-Off breakfast on August 30, 2022. He also acknowledged a visit from Minister Anne Kang on August 30th where she was provided a tour of the campus and the opportunity to speak with students, employees, and to a new cohort of international students. He thanked board members who have taken time out of their very busy schedules to attend various Langara events over the summer.

8. PRESIDENT'S VERBAL REPORT

P. Burns thanked everyone for the warm welcome she received and for allowing her to spend time with leadership in different areas that has helped her learn more about who Langara is, who we want to be, and who we need to be. The simple strategic priorities of People, Mission, and Organization are shared at every opportunity, are currently being rolled out, and identify who is accountable and responsible for their oversight to ensure they are moving forward and being accomplished. She has been meeting with other post-secondary institutions to discuss collaboration opportunities to schedule in the future, to help her learn and understand the different colleges and universities in the system and opportunities that may exist, and internally to understand the structure of the college on the academic side with the departments, programs, and credentials and how the support services side interacts with the academic areas. She noted that strategic discussions should be held on how to make the college more financially sustainable, how to contribute to BC's economy to meet the labour market/skills needs, and how to strengthen our pathways to immigration. She shared her plan going forward to provide a written report to the Board that has more of a strategic focus for future opportunities and to provide an update on the progress of the strategic priorities.

9. COMMITTEE REPORTS and APPROVALS

9.1 Audit and Finance Committee

a. Draft Minutes of Meeting held September 12, 2022

In the absence of the Audit and Finance Committee Chair, K. Dhaliwal highlighted the draft minutes of the AFC meeting held September 12, 2022, attached to the agenda for information.

b. Statement of Financial Information (SOFI) Report for FYE March 31, 2022

E. Chin presented the Statement of Financial Information (SOFI) Report for the fiscal year ending March 31, 2022 and noted that the report is required by the Ministry of Advanced Education and Skills Training. She advised that the Audited Financial Statements included in the report were previously approved at a Board Meeting held on June 27, 2022. For the benefit of new members, she explained what the report was about and noted that the thresholds for vendors were legislated by government 15 years ago and post-secondary institutions

(PSIs) within the province have been lobbying government to raise the thresholds. She advised that the report needs to be submitted to the Ministry by their deadline of September 30, 2022.

It was moved by R. Palozzi and seconded by C. Rheaune

THAT, the Statement of Financial Information (SOFI) report for the fiscal year ending March 31, 2022, be approved.

Carried Unanimously

c. Five Year Capital Plan (2023-24 to 2027-28)

K. Dhaliwal highlighted the Five-Year Capital Plan attached to the agenda noting that it is a Ministry requirement that the Board annually review and approve the Plan for submission to the province. The Plan, although similar to the previous year, was revised based on feedback from the Ministry to ensure it better aligns with government priorities.

K. Dhaliwal highlighted the three priorities noting that the first priority of the Five-Year Capital Plan remains the construction of a 350,000 square foot building to replace Building A that will address our most pressing space shortages. The timeline remains the same, but the cost estimate has increased 19% from the previous year to approximately \$365M based on an increase in construction costs.

Discussion took place and D. Doornbosch, Director, Facilities answered Board members questions.

It was moved by R. Mirani and seconded by ML Baum

THAT, the Five-Year Capital Plan (2023-24 to 2027-28) be approved.

Carried Unanimously

d. Ministry Q2 Forecast

E. Chin highlighted the Ministry Q2 Forecast attached to the agenda. She noted that the forecast shows a break even for 2023, which is the budget that was approved by the Board in March 2022. The second quarter does not end until the end of September, but the forecast was done earlier due to Ministry reporting deadlines, and it is expected that the forecast will change throughout the year.

Discussion was held and Board members' questions were answered.

It was moved by I. Mass and seconded by R. Palozzi

THAT, the Board approve the Financial Forecast for the fiscal years 2022/23 with projections for fiscal years 2023/24, 2024/25, and 2025/26, as prepared during the Second Quarter (Q2) of fiscal 2022/23, to be submitted to the Ministry of Advanced Education and Skills Training.

Carried Unanimously

e. Renewal of Appointment of Auditors

E. Chin advised that at the Board meeting held November 22, 2018, and as part of an RFP process, the Board approved the appointment of KPMG as the Auditor for Langara College for the fiscal year 2018-2019, with the option to renew annually at the discretion of the College, for an additional four years. The current appointment of KPMG as the College's Auditors expired upon completion of the fiscal year 2021/22 financial statement audit. As a result, Management is requesting that the Board approve the renewal of the appointment of KPMG as Auditors for Langara College for the 2022/23 fiscal year. Discussion ensued and in response to a question, E. Chin advised that a Negotiated Request for Proposal (NRFP) for audit services will be done in 2023 as a matter of good governance.

It was moved by R. Mirani and seconded by J. Dwyer

THAT, the Board approve the renewal of the appointment of KPMG as the Auditor for Langara College for the fiscal year 2022/23.

Carried Unanimously.

9.2 Governance and Nominating Committee

a. Summary of Meeting held September 15, 2022

R. Mirani, Chair, Governance and Nominating Committee highlighted the summary report of the GNC meeting held September 8, 2021, attached to the agenda for information.

b. Funding Task Force – Disband

R. Mirani advised that the Audit and Finance Committee asked the Governance and Nominating Committee to review the mandate of the Funding Task Force to determine if it should be disbanded since the work of the Task Force is now being addressed under the Funding Review that is being done by the Ministry of Advanced Education and Skills Training. The GNC agreed that the Funding Task Force should be disbanded and presented the recommendation to the Board.

It was moved by M. Roberts and seconded by R. Palozzi

THAT, the Funding Task Force be disbanded.

Carried Unanimously.

R. Mirani thanked Scott Murray as Chair and the members of the Funding Task Force for the exceptional work they have done over the past year. The Board conveyed their thanks with a round of applause.

10. EDUCATION COUNCIL REPORTS

10.1 Summary Report of Meeting held April 19, 2022

10.2 Summary Report of Meeting held May 24, 2022

10.2 Summary Report of Meeting held June 28-30, 2022

10.3 Summary Report of Extraordinary meeting held July 12-20, 2022

A. Alves highlighted the Education Council Summary Reports attached to the agenda. Of significance were the following:

- Revisions were made to the Bachelor of Science in Nursing (BSN) program after extensive consultation with students and to meet baccalaureate requirements required from the Degree Quality Assessment Board (DQAB).
- Micro-credential course in Modern Digital Publishing for any student wishing to expand their skills or pursue a new career path.
- Changes to the Continuing Studies credential policy has changed some certificate programs to short certificate programs. An explanation of a short certificate program was provided, and it was noted that these do not relate to micro-credentials and do not ladder into other programs. It was recommended to review to see if different wording could be used, or a description be provided on the CS website to identify what a short certificate program is.
- Participation in the International Work/Volunteer Experience Internship will allow students to earn credit while gaining educational, intercultural, professional, and personal learning experiences, both online and in person.

It was moved by J. Dwyer and seconded by ML Baum

THAT, the Summary Reports of the Education Council meetings held April 19, May 24, June 28-30 and the extraordinary meeting held July 12-20, 2022 be received.

Carried Unanimously.

11. BOARD MEMBER REPORTS

ML Baum provided an update on the activities of the Langara College Foundation as follows:

- The new Executive Director of the Langara College Foundation started in September. Simone Le Blanc has nearly 25 years of fundraising and leadership experience in post-secondary and health care.
- Distributions for scholarships, bursaries and awards are up: \$559,485 from \$480,739, an increase of 16% as of August 31, 2022. This increase can be attributed to new awards, growth of endowment balances and a return to on campus classes post lockdown.
- Distributions for Langara College programs are up: \$418,065 from \$136,648, an increase of 206% as of August 31, 2022. At a high level this includes \$201,000 for the studio 58 theatre renovation, \$55,000 for the community Cupboard, and \$44,000 for computers for Studio 58 production program.
- Highlights of new awards being distributed for the first time this fall term. J. Dwyer advised that her firm established an award at the college, and board members can contact the Foundation if they are interested.

12. STAKEHOLDER GROUP REPORTS

S. Boehm, Representative from the Langara College Administrators Association, advised that the LCAA set up an award with the funds that were collected from members over the years and not used.

13. VISITOR'S COMMENTS

There was no report.

14. NEXT MEETING TO BE HELD THURSDAY, NOVEMBER 24, 2022

The next meeting of the Langara College Board of Governors will be held on Thursday, November 24, 2022, beginning at 5:30 p.m.

15. CONCLUSION

With no further business, the meeting concluded at 6:45 p.m.