

6:35 p.m. Room C408

**CONFIDENTIALITY LIFTED by the Langara College Board
In-Camera meeting held on September 28, 2017**

Present: Andy Dhillon
Ghezal Durrani
Stacey Edzerza Fox
Lenora Gates
Kwin Grauer, Chair
Heather Holden
Michal Jaworski

Kajan Karunaneithi
Gerda Krause
Jeff Lowe
Claude Rinfret
Veda Roodal Persad
Jas Sandhu
Lane Trotter, President

Regrets: Peter Huron

Employee Ajay Patel, Vice-President, External Development
Resources: Viktor Sokha, Vice-President, Administration and Finance

Guest(s): Chris Arnold-Forster, Director, Risk and Internal Controls
Nic Tsangarakis, Partner, Kwela Leadership and Talent Management

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

Prior to the start of the meeting, K. Grauer advised that C. Arnold-Forster, Director, Risk and Internal Controls would attend the meeting to present item 6.1 c on the Risk Register, and N. Tsangarakis, Partner, Kwela Leadership and Talent Management would attend the meeting to present Item 6.2 on the Board Assessment results.

1. CALL TO ORDER AND CHAIR'S REMARKS

There being a Quorum present, the Board Chair called the meeting to order at 6:35 p.m.

2. APPROVAL OF AGENDA

It was moved by C. Rinfret and seconded by M. Jaworski

THAT, the agenda be approved.

Carried Unanimously.

3. APPROVAL OF THE MINUTES

With no omissions or errors to the minutes of the in-camera meeting held January 26, 2017:

It was moved by A. Dhillon and seconded by J. Lowe

**THAT, the Minutes of the In-Camera Meeting held on
January 26, 2017, be approved.**

Carried Unanimously.

4. CHAIR'S REPORT

The Chair did not make a report.

5. PRESIDENT'S REPORT

The President reported on a series of meetings he attended on March 6th and 7th with opposition MLAs, Government MLAs, and Government Ministers to discuss how Langara has grown significantly over the last three years, mostly due to international student growth. He noted that the College is neutral as a publicly funded institution and met with both sides of government to keep them informed. He also advised them of the completion of the self-funded Science and Technology building and the challenges surrounding Building A and the need to replace it. He advised Deputy Minister Sandra Carroll that the Board would likely authorize the college to re-open the Campus Master Plan to ensure it identifies the current and future needs of the college, as part of the College's strategy to look at the space needs and replacement for Building A. It was noted that a plan for the replacement of Building A would need to be in place before the Ministry could respond to any requests.

6. COMMITTEE REPORTS, RECOMMENDATIONS AND APPROVALS

6.1 Audit and Finance Committee

a) Minutes of Meeting held on March 9, 2017

C. Rinfret, Chair, Audit and Finance Committee presented the minutes of the Audit and Finance Committee meeting held on March 9, 2017, attached to the agenda for information.

b) Restriction of 2016/17 Operating Grant

V. Sokha highlighted the letter addressed to Assistant Deputy Minister Kevin Brewster requesting to restrict \$3.5M of the College's operating grant for 2016/17 to be used for capital projects, attached to the agenda for information.

c) Risk Register

C. Arnold-Forster highlighted the Risk Register which is presented annually to the Board. He noted a new document titled "Prior and Current Risk Rating" which includes a likelihood and consequence descriptor to gain a better understanding of how risk is rated. He also highlighted the Heat Map and the Executive Summary which identified the top 10 risks, their impact, and mitigations in place to address the impact. The Board commended Chris for a job well done in identifying risk and presenting the information in a way the Board could understand.

It was moved by C. Rinfret and seconded by A. Dhillon

THAT, the 2017 Risk Register be accepted.

Carried Unanimously.

d) Line of Credit Increase

V. Sokha highlighted the document attached to the agenda for information which identified the need for a line of credit increase from \$2.5M to \$5M to allow the College to better manage cash flow. The increase would be used to cover any short term shortages in cash flow projections (i.e. payroll) and would not be used very often. It was also noted there is no cost to the College to have the increased line of credit. In response to a Board Member's question it was noted that operational lines of credit do not need Ministry approval.

It was moved by C. Rinfret and seconded by S. Edzerza Fox

THAT, the Board approve an increase to the College's Line of Credit to \$5M.

Carried Unanimously.

6.2 Governance and Nominating Committee

a) Minutes of Meeting held on March 27, 2017

S. Edzerza Fox highlighted the Minutes of the GNC meeting held on March 27, 2017, attached to the agenda for information. She introduced N. Tsangarakis, Partner, Kwela Leadership and Talent Management Company who made a presentation on the results of the recent Board Assessment, Board Self-Assessment, and Board Assessment by Stakeholder groups. The reports were distributed to the Board via email and included a summary of every reviewer's response to all the items in the surveys. It was noted from previous years that any gaps greater than -1.5 should be flagged by the Board for review / consideration.

Discussion ensued and it was agreed that a distinct timeline on any item with gaps greater than -1.5 and task for deliverables be developed and brought back to the Board. Engagement with faculty and staff is important and it was agreed that the Board determine how to make themselves more visible to the college community. It was recommended and agreed that a Task Force be formed to develop a plan to determine how the Board can better communicate with students, faculty and staff. A Terms of Reference with set parameters is to be developed, reviewed by GNC, and recommended to the Board. Anyone interested in membership on the Task Force was asked to contact S. Edzerza Fox.

[It was noted that N. Tsangarakis left at 7:40 pm]

7. LIFTING OF CONFIDENTIALITY

It was moved by C. Rinfret and seconded by V. Roodal Persad

**THAT, confidentiality be lifted on the Minutes of the Langara College Board
In-Camera Meeting held on January 26, 2016.**

Carried Unanimously.

8. ADJOURNMENT

With no further business, the meeting was adjourned at 7:45 p.m.