

**Langara College Board of Governors
Minutes of a Public Meeting
held on Thursday, November 25, 2021
beginning at 5:32 pm via Zoom**

Present: Maria Alonso
Mary Lynn Baum
Armor Valor Corrales
Krisha Dhaliwal
Janelle Dwyer
Andy Dhillon
Michal Jaworski, Board Chair
Tess MacMillan
Raza Mirani
Ian Mass
Scott Murray
Rose Palozzi
Cole Rheaume
Melissa Roberts
Lane Trotter, President

Employee Resources: David Cresswell, Vice-President, Administration and Finance (interim)
Jody Gordon, Associate Vice-President, Students
Margaret Heldman, Vice-President, Academic (interim)
Jane Mason, Vice-President, People and Culture
Yusuf Varachia, Vice-President, External

Constituent Groups: Steven Brouse, Representative, CUPE Local 15/VMECW
Pauline Greaves Aylward, President, Langara Faculty Association
Joanne Rajotte, Representative, Langara College Administrators Association

Guest(s): Chris Arnold Forster, Director, Risk and Internal Controls
Eileen Chin, Associate Director, Financial Services
Michael Koke, Director, Financial Services
Gerda Krause, Dean, Faculty of Science
Eva Lau, Associate Director, Budgets
Debbie Mohabir, Secretary-Treasurer, CUPE Local 15/VMECW
Debbie Schachter, Director of Library Services and Learning Commons
Leah Sharzer, Instructor, English

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

1. MUSQUEAM LAND ACKNOWLEDGMENT

The Board Chair acknowledged that Langara College/*snəw'eyəɬ leləm'* sits on the traditional, unceded territory of the Musqueam peoples.

2. CALL TO ORDER

There being a Quorum present, the Board Chair called the meeting to order at 5:32 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. WELCOME TO NEW BOARD MEMBERS

4.1 Maria de Jesus Alonso Villela

The Board Chair welcomed new student Board Member, Maria de Jesus Alonso Villela, who was elected for a one-year term effective October 1, 2021. M. Alonso shared a bit about her background and insight into her interest in serving on the Board. It was noted that her oath of office had been administered during her orientation session.

4.2 Armor Valor Corrales

The Board Chair welcomed new student Board Member, Armor Valor Corrales, who was elected for a one-year term effective October 1, 2021. A. Corrales shared a bit about his background and insight into his interest in serving on the Board. It was noted that his oath of office had been administered during his orientation session.

4.3 Tess MacMillan

The Board Chair welcomed new Board Member, Tess MacMillan, who was elected Education Council Chair effective September 17, 2021. T. MacMillan shared a bit about her background and insight into serving on the Board. It was noted that her oath of office had been administered during her orientation session.

5. APPROVAL OF AGENDA/CONSENT AGENDA

It was moved by M. Roberts and seconded by K. Dhaliwal

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

- 5.1 Minutes of Meeting held September 23, 2021 - Approved**
- 5.2 President's Written Report – Acknowledged**
- 5.3 Financial Summary to September 30, 2021 - Acknowledged**
- 5.4 Semi-annual Investment Summary to September 30, 2021 - Acknowledged**
- 5.5 Confirmation of College Remittances – Acknowledged**
- 5.6 Langara Students' Union Audited Financial Statements for FYE April 30, 2021 – Acknowledged**
- 5.7 Fraud Risk Management Government Report – Acknowledged**

Carried Unanimously.

6. CHAIR'S VERBAL REPORT

The Board Chair acknowledged this as President Lane Trotter's last Board meeting before he leaves the College on December 31, 2021. The Board thanked Lane for his extraordinary leadership of the College and his genuine care for the students over the past eight years. Some of his accomplishments included, but are not limited to, the following:

- the development of two Strategic Plans;
- the development of two Academic Plans;
- development of a Multi-year Integrated Priorities Plan;
- successful pursuit of an Internationalization Strategy that has benefited the College;
- enhanced the College's programs and services for Indigenous students;

- developed a strong, vibrant relationship with Musqueam which resulted in the College being given the Musqueam name *snəw'eyəɬ leləm'* in 2016;
- adopting a new campus master plan that will affect campus development for the next 25 years; and,
- developed and adopted the College's Statement of Principles on Academic Freedom and Freedom of Expression.

The Board has been supported by Lane who has shown himself to be extraordinarily well grounded in the principals of good governance. He took a very operational Board and set us on the right path in terms of keeping our "noses in, fingers out" that has empowered the Board to focus on how it can be of assistance to the College in achieving its goals.

In lieu of a monetary gift as a token of appreciation, current and former Board members contributed to the endowment of a Bursary in Lane's honour with the Langara College Foundation. Through this Bursary students, now and into the future, will benefit from Lane's spirit and generosity for many years. The Board acknowledged Lane with a round of applause.

7. PRESIDENT'S VERBAL REPORT

The President acknowledged the kind words of the Board and was touched by the Bursary developed in his honour. He noted that it has been an honour to lead the College and thanked his colleagues for the work that they have done over the years to support him and the College. He acknowledged the faculty who, in spite of the last two challenging years, have been there for the students to teach them and make sure they were receiving the support they needed; to the stellar colleagues throughout the College, whether it was the Deans working to make sure that programs and courses were getting done under Marg Heldman's leadership; Jane Mason making sure we had supports in place for employees and making sure everyone got paid; Michael Koke and the Finance Team making sure we stayed on budget; Joanne Rajotte having our back through potential FOIPOP issues; Chris Arnold Forster who led the EOC Team over the last 20 months; Dave Cresswell taking on the role of Acting VP, Administration and Finance; and, Yusuf Varachia stepping in as Acting President while the College conducts a search for its next President.

L. Trotter thanked the Board for the support he has received over the past eight years. He acknowledged the exemplary and exhaustive two years the Board worked on revamping the Board Manual and the Board Policies, By-Laws and Resolutions, and the Board's involvement in the development of the new Strategic Plan that will carry the College forward over the next five years. He noted that the events that stand out for him are the receipt of the College's Coat of Arms from then Governor General David Johnson in 2015; getting the name *snəw'eyəɬ leləm'* from Musqueam in January 2016; opening of the T Building in October 2016; and in September 2018, the unveiling of the first house post from the Charles family in over a century. Going forward, he hopes that the College will build the name *snəw'eyəɬ leləm'* into the identity of Langara College.

8. COMMITTEE REPORTS/ RECOMMENDATIONS/ APPROVALS

8.1 President Search Committee – Update

Ian Mass, Chair of the President Search committee, provided an update as follows:

- The President Search Committee held 4 meetings since the last update at the September Board meeting.
- The President Search Committee:
 - held a Long List meeting on October 26, 2021, and selected candidates for Leaders to interview.
 - held a Short List meeting on November 10, 2021, and selected 5 candidates for the President Search Committee to interview.
 - held Round One Interviews with the 5 candidates on November 15 and 16 and narrowed the field to 3 candidates for Langara to interview.
- Round Two Interviews and Final Stage will include full-day in-person interviews, multiple stakeholder sessions, campus tour, meals, etc. (scheduled for November 29th, December 1st and December 3rd).
- The final stage is Decision and Selection where the President Search Committee deliberates and makes a recommendation to the Board (scheduled for December 9, 2021). The full Board makes the decision on who the successful candidate is based on feedback from the Search Committee, stakeholder groups, and references. One potential decision is to not select any of the candidates and continue the search.

I. Mass reminded Board members of the importance of attending all the interview sessions so that they can provide accurate feedback on all three candidates.

8.2 Governance and Nominating Committee

a. Summary of Meeting held November 3, 2021

R. Mirani highlighted the summary of the GNC meeting held November 3, 2021, attached to the agenda for information.

b. Board By-Law 201: Board Operations

R. Mirani highlighted Board By-Law 201: Board Operations attached to the agenda for approval. He advised that the by-law is coming for its five-year review and minor housekeeping changes were made.

It was moved by R. Palozzi and seconded by AV Corrales

**THAT, the Board approve Board By-Law 201: Board Operations
with the noted changes.**

Carried Unanimously.

c. Board By-Law 200: Code of Conduct and Conflict of Interest – Annual Signing of Oath of Office, Code of Conduct Agreement and Conflict of Interest Declaration for Board Members

R. Mirani highlighted Schedule A of Board By-Law 200: Code of Conduct and Conflict of Interest attached to the agenda for information. He noted that Board members are required to sign the document annually in November except for those Board members who received their new Board member orientation in October as they would have already

signed it. He advised that the document was sent to all Board members in advance of the meeting and asked that the document be signed and returned to the EA to the Board.

8.3 Audit and Finance Committee

a. Minutes of Audit and Finance Committee Meeting held November 8, 2021

A. Dhillon, Chair of the Audit and Finance Committee, highlighted the draft Minutes of the AFC meeting held on November 8, 2021, attached to the agenda for information.

b. Preliminary 2022/23 Operating and Capital Acquisitions Budget

M. Koke highlighted the memo attached to the agenda for information and provided background on the preliminary budget for 2022/23. He noted that the final budget will be presented to the Board at the March 2022 meeting. He advised that, as in prior years, the first draft of the budget includes a deficit from operations. As per legislation, Langara is to present a balanced budget and over the next several months staff will:

- continue their review of instructional workloads;
- evaluate operational and budget addition requests; and,
- update budget assumptions and numbers to reflect the trends and lessons learned over the current fiscal year.

Several significant assumptions that were included in the budget were highlighted as follows:

1. a 2% tuition fee increase for domestic regular studies students;
2. no tuition fee increase for international students;
3. a 1% increase to domestic regular studies enrolment, the result of an increased focus on recruiting domestic students. (Note, the work that is currently being done to strategically promote the College to domestic students is expected to reap greater benefits in future years.);
4. international regular studies enrolment will remain at FY2019/20 levels, the College's last normalized pre-pandemic year of operations;
5. Post Degree Program revenues will be higher than in prior years due to increased demand; and
6. Continuing Studies revenues will be higher than in the prior year as the College continues to recover from the effects of the COVID-19 pandemic and changes to the national Visa program.

M. Koke thanked all those involved in the budget process. He noted that moving into fiscal 2023, the immediate impacts of COVID are still evolving and the long-term implications are unknown. The fiscal 2023 budget is a work in progress but current indications leave us hopeful that we can once again balance our budget. Given the unprecedented circumstances over the past few years, specifically the challenges most BC PSIs have faced, we are pleased to report a positive financial situation and feel confident it puts Langara in a strong position going forward coming out of the pandemic.

Discussion ensued and Board members questions were answered.

c. Renewal of Appointment of Auditors

M. Koke 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. Their appointment was renewed for the 2020-21 fiscal year and a recommendation was made to renew the appointment of KPMG for the fiscal year 2021/22.

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

THAT, the Board approve that the appointment of KPMG as Auditors for Langara College be extended for an additional one year commencing fiscal year 2021/22.

Carried Unanimously.

d. 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. He provided background that since 2005-2006 the province has limited annual tuition fee increases to 2% for domestic students that is effectively a cost of living increase. The College normally receives direction from the province in the September/October time-frame and brings any recommendations for tuition increases to the Audit and Finance Committee, but to date, the College has not received specific direction from the province as to what that level of increase to domestic tuition was so the College decided to move forward.

In speaking with our counterparts at other institutions, many of them were in the process of bringing forward an adjustment to their by-law, and a motion, such as is being presented, to their Boards and many of them have already done this. This is a motion that is effective May 1, 2022, so unless otherwise indicated in the by-law, these changes will be effective for our summer semester. We must provide 60 days' notice before enacting any of those changes so we have more than enough time to implement the increases for the summer. When we talk about the 2% increase, it is important to note that it is for domestic students only as we are proposing no increase to international fees for this coming period since a 6% increase in international fees was approved by the Board in November 2019 effective for the September 2020 semester. He advised that the table included in the memo shows the semesterly impact of a 2% tuition increase for a domestic student taking regular studies courses, which is very minimal.

A. Dhillon opened the floor for discussion and there were no questions.

It was moved by AV Corrales and seconded by K. Dhaliwal

THAT, the proposed tuition fees for instruction in all programs and courses commencing on or after May 1, 2022, according to the fee schedule attached and marked "Schedule A", be approved by the Board.

Carried Unanimously.

e. Banking Resolution – Signing Authority

E. Chin highlighted the memo attached to the agenda noting that the resolution with respect to signing authorities was being revised to reflect an update in positions at the College. There was no change recommended for the amount of the College's credit facilities.

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

THAT, the Board approve the following:

Banking Resolution – Signing Authorities approved on June 15, 2015 be amended as follows:

THAT, any two of the following be authorized to arrange for payments, either by cheque, money order or electronically, from the College's bank accounts:

- **President and CEO;**
- **Vice-President, Administration and Finance; and,**
- **Director, Financial Services.**

THAT, any two of the following be authorized to execute any documents that the banks require from time to time including but not limited to general banking agreements, electronic banking agreements, and updated signing authorities due to personnel changes in the above positions:

- **President and CEO;**
- **Vice-President, Administration and Finance; and,**
- **Director, Financial Services.**

THAT, the Banking Resolution – Credit Facilities approved on May 26, 2005 and amended on January 27, 2011 and on September 18, 2013 and on June 15, 2015, be further amended as follows:

THAT, Langara College be authorized to establish credit facilities in the following amounts:

- i) \$1,000,000 Corporate Expense credit/purchasing card;**
- ii) \$1,250,000 Revolving Demand;**

with the Royal Bank of Canada and/or the Bank of Nova Scotia, at an interest rate and terms to be arranged with the banks; and

THAT, any two of the following be authorized to sign, on behalf of the College, the necessary promissory notes or other documents providing security to the banks in order to obtain the above-mentioned credit facilities:

- **President and CEO;**
- **Vice-President, Administration and Finance; and,**
- **Director, Financial Services.**

Carried Unanimously.

f. Board's 2022-23 Budget for Approval

A. Dhillon highlighted the Board's 2022-23 Budget attached to the agenda for approval. He advised that normally the Board approves its own budget annually which has been included in the preliminary budget presented earlier. He advised that it has not been presented in a few years due to COVID.

It was moved by K. Dhaliwal and seconded by I. Mass

THAT, the Board approve its Budget for 2022/23.

Carried Unanimously.

9. FOR INFORMATION

9.1 Student Success Plan

J. Gordon and Y. Varachia made a presentation on the status of the Student Success Plan.

J. Gordon acknowledged the Board's work in the Strategic Plan and highlighting the importance of having a Student Success Plan. She thanked L. Trotter for giving the Presidential charge to perform this work and helping to form a Committee that has been doing the work since last March. The Board advised that this is also J. Gordon's last Board meeting as she moves on from the College effective November 26, 2021. They thanked her for the support and expertise she has provided to the College and acknowledged with a round of applause.

10. EDUCATION COUNCIL REPORTS

T. MacMillan highlighted the Education Council summary reports for June 22, September 21, and October 19, 2021, attached to the agenda.

It was moved by M. Roberts and seconded by S. Murray

THAT, the Education Council Summary Reports for the meetings held June 22, September 21, and October 19, 2021, be received.

Carried Unanimously.

11. BOARD MEMBER REPORTS

ML Baum, as Board Liaison to the Langara College Foundation, provided an update on the Langara College Foundation activities as follows:

- The Celebration of Excellence recognition will be held virtually again this term. In total, 177 (45 summer and 132 fall) students from the summer and fall terms will be recognized for their academic and community achievements. Please join us for the launch of the celebration video online December 2nd at 5:15pm. www.langara.ca/coe
- Holiday Hamper program is currently well underway to support student and students with families this holiday season. Fundraising has been strong for this program, especially from our employees. Again, a record high number of applications have been received from students. In total, 711 students will receive support this holiday season,

including 75 students with families also applied and will receive special hampers prepared by 32+ campus departments and individuals. In total over \$140K will be distributed to students through this program for the holidays.

- Studio 58 Theatre Seat Appeal – *On With The Show*, to raise funds for new theatre seats is now completed having raised over our goal of \$180K. The theatre seats are set to be installed during the spring term. Thank you to everyone who contributed!
- A new partnership with TD Insurance has been established to provide insurance services to our Langara alumni.
- While work still continues to plan for an Indigenous Fundraising campaign, we are pleased to report that five new awards have been established to support Indigenous students this year to date; towards the College's strategic plan goals. Two additional awards are also in development.
- As of November 20th, \$1.4M has been raised this fiscal year by the Foundation, a 30% increase over last year. This is the third straight year that we have exceed \$1M. Last year \$1.14 M was raised.

12. CONSTITUENT GROUP REPORTS

There were no comments.

13. VISITOR'S COMMENTS

There were no comments.

14. NEXT MEETING

14.1 Thursday, January 27, 2022

It was noted that the next Board of Governors meeting is scheduled for Thursday, January 27, 2022, and will be held via Zoom. The Board Chair will revisit the COVID situation, determine if it is safe to hold board meetings in person, and advise board members.

15. CONCLUSION

It was moved by I. Mass and seconded by AV Corrales

THAT, the meeting be concluded at 7:43 p.m.

Carried Unanimously.

Michal Jaworski
Chair, Board of Governors

Yusuf Varachia
Acting President and CEO