

**BOARD OF GOVERNORS**  
**Minutes of an In-camera Meeting**  
**held on Thursday, November 28, 2013**  
**in Room C408, beginning at 1917 hours (7:17 pm)**

**CONFIDENTIALITY LIFTED**  
**by Langara College Board**  
**In-Camera Meeting held on**  
**Thursday, January 23, 2014**

**Present:** David Bowra, Vice-Chair  
Zdenka Buric  
Roy Daykin, President  
Stacey Edzerza Fox  
Kwin Grauer  
Peter Huron  
Gerda Krause

Anne Lippert, Chair  
Jeff Lowe  
Megahn McCarthy  
Emma Leigha Munro  
Claude Painter  
Jas Sandhu  
Dean Tsatouhas

**Staff:** Barry Coulson, Associate Vice-President, Administration and Finance  
Ian Humphreys, Vice-President, Enrolment and Business Development  
Brad O'Hara, Vice-President, Academic and Provost  
Dawn Palmer, Associate Vice-President, Human Resources

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

Prior to the start of the meeting, Joanne Rajotte, Manager, Records & Information Management Services presented the Heraldic Design for the College. Background information on the process was provided for new board members. An artist's rendering of the final design was circulated and the design elements and symbology were described in detail. The design should be ready for use in the spring/summer 2014.

**1. APPROVAL OF THE AGENDA**

It was moved by P. Huron, seconded by C. Painter

**THAT, the Agenda be approved with Item 5 b) moved to Item 2 b).**

**Carried Unanimously.**

**2. APPROVAL OF THE MINUTES and BUSINESS ARISING**

**a) Minutes of the Meeting held on September 26, 2013**

A. Lippert reviewed the minutes and provided answers to questions under Item 4 a).

It was moved by K. Grauer, seconded by D. Bowra

**THAT, the Minutes of the Langara College Board In-Camera Meeting held on September 26, 2013 be approved.**

**Carried Unanimously.**

**b) Audit Subcommittee Meeting**  
**- Minutes of a Meeting held on November 26, 2013**

D. Bowra, Chair, Audit Subcommittee advised that the minutes of the meeting held on November 26, 2013, were not available and will be provided at the next Board meeting. He advised that the committee reviewed the Budget 2014-15 and a recommendation to increase tuition fees and update Board By-Law 204 will be made to the Board at its next meeting.

B. Coulson made a presentation on the 2014/15 Budget and provided a status update. He advised that International Education is critical to the operation of the College and highlighted the financial challenges that the college is facing for 2014/15 and future budgets. A healthy discussion ensued and board members questions were addressed.

[It was noted that D. Bowra left the meeting at 2000 hours (8:00 p.m.)]

### **3. CHAIR'S REPORT**

A. Lippert confirmed her receipt of a letter from the Ministry of Advanced Education regarding an institution-wide core review of programming to ensure student seats are being filled. She advised that she is in discussion with the President regarding next steps and will provide information to the Board as it becomes available.

### **4. PRESIDENT'S REPORT**

R. Daykin thanked the Board for the opportunity to represent Langara College as the Interim President over the past year. He noted that his accomplishments were a reflection of the administrative support he received from his executive team and extended his gratitude to them.

### **5. COMMITTEE REPORTS**

#### **a) Board Coordinating Committee - Minutes of Meeting held October 9, 2013**

A. Lippert, Chair of the Board Coordinating Committee, highlighted the minutes of the Board Coordinating Committee meeting held on October 9, 2013, attached to the agenda. She advised that the Committee discussed a recommendation from Langara Council to delay the construction of the new building pending the arrival of the new President. A healthy discussion ensued and the consensus was to continue with the project as originally approved by the Board.

### **6. FOR REVIEW and/or APPROVAL**

#### **a) Board Committee Resolutions (BCRs) – Memo dated October 30, 2013**

J. Lowe and S. Edzerza Fox highlighted their memo attached to the agenda and advised that they were seeking further guidance from the Board of Governors with respect to the drafting of new Board Committee Resolutions (BCRs). They advised that upon further consideration and discussion, they felt they should not proceed to begin drafting new BCRs for each of the committees and provided their reasoning as outlined in the memo. They recommended that an Ad Hoc Governance Committee be established and mandated to take the lead to develop a Terms of Reference (TOR) for a Governance Committee to be presented to the board for review and approval at a future board meeting. Once the Terms of Reference is approved, the committee membership for the Governance Committee will be established; each committee will be reviewed to determine which committees are needed; the committees will be prioritized in order of importance and the template will be set; and, one committee will be reviewed at a time and recommended changes will be presented to the board for approval. Discussion ensued and the Board was unanimously in agreement with the recommendation.

It was moved by J. Lowe, and seconded by M. McCarthy

**THAT, the current Board committees structure and their terms of reference remain unchanged until a Governance Committee be established and mandated to take the lead in the restructuring of committees and their terms of reference.**

**Carried Unanimously.**

The Board Chair asked for volunteers for the Board Ad Hoc Governance Committee. J. Lowe agreed to Chair the Committee with membership consisting of S. Edzerza Fox, K. Grauer, and J. Sandhu.

**b) Board Committee Template**

The document was attached to the agenda for information.

**c) Board Resolutions**

- Chart with Board Member Comments
- 310 – Executive Committee
- 312 – Finance and Budget Committee
- 313 – Human Resources Committee
- 320 – Audit Committee
- 321 – Board Developments and Nominations Committee
- 322 – Governance Committee (NEW)

The documents were attached to the agenda for information.

**7. FOR DISCUSSION**

**a) Board Retreat – April 2014**

A. Lippert advised that a Board Retreat would be held in April 2014 and commissioned the Board Development and Nominations Committee with the task of finalizing a date, and initiating and developing discussion topics to be presented at the next Board meeting.

**8. LIFTING OF CONFIDENTIALITY**

**a) Lifting of Confidentiality of September 26, 2013 Minutes**

It was moved by K. Grauer, seconded by J. Lowe

**THAT, confidentiality be lifted on the Minutes of the Langara College Board In-Camera Meeting held on September 26, 2013.**

**Carried Unanimously**

There being no further business, the meeting adjourned at 2024 hours (8:24 p.m.)

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Anne Lippert  
Chair, Board of Governors  
Langara College

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Roy Daykin  
President  
Langara College