

BOARD OF GOVERNORS - REGULAR MEETING

Regular Meeting Minutes

June 28, 2023

Via Microsoft Teams

Present: Board

Ivy Chen / Chair
Rhiannon Bennett / Vice Chair
Alan Davis / President & Vice
Chancellor
Bob Davis
Ishant Goyal
Amos Kambere
Muhammad Afzal Malik
Takashi Sato
Harman Preet Singh
Jack Wong
Waheed Taiwo

University G8 members

Laurie Clancy / VP, Human Resources
Jennifer Duprey / General Counsel
Chervahun Emilien / Chief Financial Officer
Nadia Mallay / VP, Equity & Inclusive Communities
Diane Purvey / Provost & VP, Academic
Peter Smailes / VP, Administration

Presenters and Administrative Resources

Brent Elliott / Interim AVP, Campus & Community
Planning
Jennifer Jordon / Director, Student Rights and
Responsibilities
Ranminder Kaur / Executive Assistant to the Board
of Governors
Dr. Lori McElroy / AVP, Planning and
Accountability
Keri Spindler / University Secretary & Executive
Assistant to the President & Vice Chancellor

Regrets: Michael Chang
Kim (Kwuntiltunaat) Baird /
Chancellor
Kelly Fredrick
Mohammed Mahabub

Randall Heidt / VP, External Affairs
Zena Mitchell / VP, Students

**1. Call to Order and
Introductory Remarks**

The Chair called the meeting to order at 4:02pm.
The Chair acknowledged KPU's commitment to reconciliation
and recognition that that we live, work and study at KPU on the
traditional and ancestral lands of the Coast Salish peoples,
including those of the Kwantlen First Nation, who graciously
bestowed their name on this university.

2. Approval of Agenda

Motion #26-22/23
**MOVED, SECONDED AND CARRIED THAT the Board of
Governors approve the regular meeting agenda for June 28,
2023.**

3. Conflict of Interest

No other conflict of Interest was declared.

4. Approval of Consent Agenda

Motion #27-22/23

MOVED, SECONDED AND CARRIED the Board of Governors approve the following items on the Consent Agenda:

4.1. Minutes of the May 24, 2023 Regular Board of Governors Meeting.

4.2. Ellucian Advisor - Procurement over 200k, as recommended by the Board Finance Committee.

5. Annual Report to the Board on the Sexual Violence & Misconduct Policy

Ms. Jordan presented the annual report on the sexual violence and misconduct policy (SR14) and noted that the report has been drafted by the Director, Student Rights and Responsibilities in consultation with KPU's Sexual Violence & Misconduct Advisory Group to inform the President and Board of Governors of policy-related implementation activities that have taken place over the past year.

Ms. Jordan commented that the Student Rights and Responsibilities Office provides support and education to the KPU community about Policy SR14. Members noted that the Student Rights and Responsibilities Office is not a sexual assault centre nor is it exclusively a Sexualized Violence Prevention / Response Office. Ms. Jordan commented that the Student Rights and Responsibilities Office has a broader mandate than just implementing and administering Policy SR14 and providing support to the university community on sexual violence and misconduct. The Student Rights and Responsibilities Office's mandate also includes administering the Student Non-Academic Misconduct policy (ST7) and handling reports of students displaying behaviours of concern.

Ms. Jordan noted that the Student Rights and Responsibilities Office works in collaboration with other units within KPU to promote and provide workshops in various programming.

Ms. Jordan noted that the report summarizes major activities undertaken in support of SR14 policy between from June 1, 2022 to May 31 2023 under the four categories as below:

- Sexual misconduct prevention – Members noted that this included promoting awareness, delivering education and training workshops. Ms. Jordan noted that KPU has a webpage specific to Sexual Violence and Misconduct which is available at www.kpu.ca/sexual-misconduct and provides education and awareness. Ms. Jordan mentioned that a short video on 'how to receive a disclosure' is available in English, Mandarin and Punjabi on the website. Members noted that KPU adapted the 'Safer Campuses for Everyone' training available for Post-Secondary Institutions. An asynchronous, online

modules went live in April 2023 and the Student Rights and Responsibilities Office was in a process of developing a roll-out plan for promoting this to students.

- Sexual misconduct response – this included providing support, conducting investigations, facilitating accommodations, applying restorative practices for informal or alternative resolution. Members noted that students who disclose information to the Student Rights and Responsibilities Office are provided with support and resolution options.
- Policy review – Members noted that the Post-Secondary Education and Future Skills (PSFS) Sexual Violence Advisory Group meet on a monthly basis and is a main connection between PSFS and Post-Secondary Institutions (PSIs), student groups and community organizations specializing in sexualized violence. Ms. Jordon commented that the PSFS Sexual Violence Advisory Group recently revised and updated its Terms of Reference, recruited new members, and participated in policy review consultations organized by the Ministry.
- Data and reporting – Ms. Jordon commented that the Ministry coordinated Working Group on Data and Reporting has drafted a Guide for PSIs called ‘Creating a Culture of Accountability: A Guide to Data & Reporting on Sexualized Violence at PSIs in BC’. Members noted that the guide is in the final review stage with a planned release to PSIs in fall 2023. The purpose of the guide will be to support staff and administrators in PSIs responsible for sexualized violence (SV) policy in preparing and disseminating their annual report.

Ms. Jordon commented that the Ministry has undergone a review of all the sexualized violence policies at PSIs across the province. Members noted that the preliminary findings were communicated to the PSFS SV Advisory Group in spring 2023 and it is anticipated that proposed amendments to the Act will be put forth to the Legislature by the fall of 2023. Ms. Jordon noted that KPU’s SR14 will need to undergo a comprehensive review after any legislation changes.

Ms. Jordon mentioned that KPU’s policy SR14 underwent a cursory review in 2023 to ensure accuracy of information which resulted in some links to information being updated and the effective date of the policy was updated to May 3, 2023.

Members noted that KPU’s Conflict of Interest Policy and Procedures (HR1) was revised and underwent the policy review

process. The updated policy and procedures, with accompanying guidelines, came into effect in July 2023. Ms. Jordon noted that HR1 policy now includes consensual romantic or sexual relationship guidelines.

Ms. Jordon noted that KPU has guidelines on reporting incidences. Members noted that KPU has established guidelines on what will be publicly reported and only the number of investigations commenced arising from a formal complaint, that involves an element of policy SR14 and has a KPU connection, will be publicly reported. Additionally, as Victims/Survivors and Respondents have privacy rights under the Freedom of Information and Protection of Privacy Act (BC) to which KPU is subject, KPU will only report on investigations when the number of investigations reaches a minimum of five for the reporting period. Ms. Jordon noted that this is to prevent exposing information that could reveal the identities of Victims/Survivors and Respondents.

Ms. Jordon noted that student's perceptions of Sexual Violence at KPU is included within the report.

Jennifer Jordon left the meeting.

6. Governance Committee Report

6.1. Committee Chair Report

Committee Chair, Ms. Chen advised the Governance Committee met on June 7, 2023 and received a yearly update on the Academic Plan 2023 on the five-year Anniversary.

Members noted that the other item discussed at the meeting is on the agenda.

6.2. Accountability Plan & Report 2022/23

Dr. McElroy highlighted that the Accountability Plan & Report 2022/23 is an annual report that fulfills the requirement of public sector organizations to operate under the Taxpayer Accountability Principles and to meet the requirements of the Ministry's Accountability Framework.

Dr. McElroy noted that the Strategic Priorities section of the report details how KPU has addressed both Ministry priorities, as communicated in the 2022/23 Mandate Letter, as well as KPU's priorities to address our strategic goals.

Dr. McElroy commented that the Accountability Statement cannot be finalized until all the data is available, hence, the

report is in a draft format. Members noted that the draft report is complete except for the following:

- Data for the metrics 13 (program review) – members noted that the last meeting was held on June 21st, therefore awaiting data.
- The Financial Context section will be provided by Finance once approved by the Board.
- Appendix A: Report on Truth and Reconciliation Commission (TRC) and United Nations Declaration on the Rights of Indigenous Peoples (UNDRIP) – Members noted that this has been mostly updated, but KPU is still collecting information to update or add to this.
- Appendix B: Performance Measure Results will be added once all data from Ministry of Post-Secondary Education and Future Skills (PSFS) has been received.

Dr. McElroy commented that the report includes KPU's strategic direction and performance measure results along with contextual information to describe KPU's role in providing services to its students and communities. After a thorough review by the Ministry, all reports are posted on the Ministry of Post-Secondary Education and Future Skills (PSFS) website. The Accountability Report is also published on the KPU website once Ministry approval is received, which will be sometime in the fall.

Dr. McElroy commented that the Accountability Report will be signed by the Board Chair, and the President for submission to PSFS once approved by the Board of Governors. Dr. McElroy noted that the report cannot be shared publicly until Ministry approval is received.

Dr. Davis commended Dr. McElroy and other staff who were worked on the Accountability report.

Motion #28-22/23

MOVED, SECONDED AND CARRIED THAT the Board of Governors approve the 2022/23 Accountability Plan & Report for submission to the Ministry of Post-Secondary Education and Future Skills as recommended by the Board Governance Committee.

6.3. Board Appointments: appointed and elected members

Mrs. Spindler noted the election for student representatives was re-run and completed. Members noted that Mr. Goyal was re-elected. Members noted that Aryan Kalia will also be joining the Board as of September 1, 2023.

Mrs. Spindler mentioned that it was Mr. Singh's last meeting as elected student board member.

Mrs. Spindler noted that the Board office was expecting to receive an update from the Ministry on the appointment and re-appointments sometime in July. Members noted once the appointments are confirmed by the Ministry, that the Board office will review the Committee matrix and skills matrix with the Chair of the Board over the summer and will inform the members of changes, if any.

7. Human Resources Committee Report

7.1. Committee Chair Report

Committee Chair, Ms. Bennett, advised that the Human Resources Committee met on June 8, 2023 and that there was nothing to report.

8. Audit Committee Report

8.1. Committee Chair Report

Committee Vice Chair, Mr. Wong, advised that the Audit Committee met on June 20, 2023 and item discussed at the meeting is on the agenda.

8.2. Management Discussion and Analysis

Ms. Emilien presented the draft Management Discussion and Analysis (MD&A) report and commented that the MD&A is a core element of the financial statements reporting package. Members noted that the MD&A is a resource for management to describe how the financial statements were prepared, as well as how the University performed and what it expects for the future. Ms. Emilien commented that the MD&A also allows management to explain the financial position and strategy of the University.

Ms. Emilien noted that a section on cash flow has been added to the MD&A. Ms. Emilien mentioned that the University continues to maintain surpluses each year and has a strong cash balance that allows it to meet its day to day obligations, along with positive cash flows to support ongoing strategic opportunities. Ms. Emilien commented that the net debt has decreased steadily over the past five years, indicating an overall improved financial condition.

Ms. Emilien noted that the MD&A includes financial indicators and the health of KPU and a breakdown of the ratios are noted in the report. Members noted that the last three years' trend is

also included within the report. Members noted that the MD&A also includes the deferred operating grant from the Ministry.

Ms. Emilien noted that the MD&A report also includes a risks and uncertainties section which ties with the operational and environmental inflation and KPU's reliance on international tuition revenue.

Members noted that the MD&A has been reviewed by the external auditors, KPMG, as an accurate representation of the annual financial results.

Ms. Emilien commented that the Marketing department will review the MD&A so it meets KPU's publishing standards.

Motion #29-22/23

MOVED, SECONDED AND CARRIED THAT the Board of Governors approve the draft Management Discussion and Analysis for the year ended March 31, 2023, as recommended by the Board Audit Committee.

9. Finance Committee Report

9.1. Committee Chair Report

Committee Vice Chair, Mr. Wong, advised that the Finance Committee met on June 20, 2023, and received an update on GV4 Signing Authority Phase One posting.

Members noted that the other item discussed at the meeting is on the agenda.

9.2. FY 2024-25 University Draft Budget Principles and Priorities

Ms. Emilien commented that the FY 2024-25 university budget development process is in the planning stages and noted that the budget principles and priorities are used to guide and support decision making throughout the budget process.

Ms. Emilien noted that the draft budget principles and priorities were discussed with key party stakeholders before being presented here for review and approval. Members noted that once approved, the FY 2024-25 University Budget Principles and Priorities will be shared with all stakeholders as a basis for use to developing the budget.

Ms. Emilien mentioned that the report also shows comparison alongside what the budget principles and priorities were last year, and what KPU is proposing for FY 2024-25 budget process.

Ms. Emilien noted that a minimal change request was requested from the stakeholders. Members noted that one significant change is the inclusion of the strategic priorities from Vision 2026 into the budget priorities to help ensure that the University is working towards the same goals.

Ms. Emilien commented that a balanced budget is recommended for 2024-25 fiscal year. All budget principles and priorities will need to be achieved within the balanced budget framework.

Motion #30-22/23

MOVED, SECONDED AND CARRIED THAT the Board of Governors approve the budget principles and priorities for FY 2024–25, as recommended by the Board Finance Committee.

9.3. General Security Agreement (GSA) between KPU and KPU Communities Corporation (KPUCC)

Ms. Emilien presented the report and commented that the General Security Agreement (GSA) between KPU and the KPU Communities Corporation (KPUCC) should have been presented last year when the KPU Board approved the advance of an operating loan to the Property Trust. Members noted that the GSA provides details to protect KPU by identifying the security interest that KPU will have in the assets of the KPUCC.

Ms. Emilien noted that last year, the KPU brought forward the approval of the advance to the Trust, the GSA was undergoing legal review on both sides and it was missed entirely in the process. Members noted that as a formality and to ensure that all the documentation are in order, the GSA is presented for review and approval.

Ms. Emilien commented that once approved, the GSA will be registered and filed to protect KPU's interest should any default happen with the Promissory note on the advance that KPU has provided to the Trust.

Motion #31-22/23

MOVED, SECONDED AND CARRIED THAT the Board of Governors approve the General Security Agreement (GSA) between Kwantlen Polytechnic University and KPU Communities Corporation, as recommended by the Board Finance Committee.

9.4. Renewal of License Agreement at KPU Richmond with MLENA

Mr. Elliott presented that report and commented that KPU and Maple Leaf Education North America (MLENA) have had a licence agreement since 2017 and the third agreement is presented here for review and approval.

Mr. Elliott highlighted that the previous agreements were three-year terms, however, the new agreement has a one-year term with two additional once year options available. Members noted that the reason for only proposing a one-year term is that MLENA had reservations around committing to a three-year term as their program and enrollment has fluctuated. Members noted that by having a one-year term and option for extension will give MLENA flexibility to determine their ongoing program needs.

Mr. Elliott mentioned that MLENA requested to reduce its rented floor space by relinquishing the 1,065 sq.ft. of additional space which was added in the second Licence Agreement. Members recognized the fees associated with the agreement as noted in the report.

Mr. Elliott commented on a historical procedure that comes with the agreement and mentioned that when the original agreement was created in 2017, the Ministry asked to review and approve the agreement before it was signed off by both parties. Therefore, acknowledging the past commitment, once approved by the KPU Board, this Licence Agreement will be sent to the Ministry of Post-Secondary Education and Future Skills (PSFS) for review and approval.

Motion #32-22/23

MOVED, SECONDED AND CARRIED THAT the Board of Governors approve the renewal of an existing Licence Agreement between the Maple Leaf Education North America (“MLENA”) and KPU, for the term July 31st 2023 to July 31st 2024, having determined that the licenced disposal will not affect the future delivery of educational programs, as recommended by the Board Finance Committee.

10. President’s Report

10.1. Report to the Board

Dr. Davis advised that the President’s Report was included in the Report to the Board of Governors and noted the significant number of activities around KPU featured in the report.

Dr. Davis took an opportunity to introduce Dr. Mallay who joined KPU as Vice President, Equity & Inclusive Communities on June 12, 2023.

Dr. Davis updated members that Mr. Jaret Lang has been successfully appointed as CEO of the KPU Community Trust. Dr. Davis thanked Mr. Smailes and Mr. Gordon Harris who lead the recruitment process.

11. Provost's Report

11.1. Report to the Board

Dr. Purvey advised that the Pro Tem Provost and VP, Academic Report was included in the Report to the Board of Governors.

Dr. Purvey advised members that Bachelors in Science and Nursing entry program has been accredited by the Canadian Association of Schools of Nursing, which is a major achievement for KPU. Dr. Purvey congratulated Faculty of Health and Dean of the Faculty for this achievement.

Dr. Purvey noted that several KPU administrators are also pursuing their education. Members noted that two faculty business managers, Christine Allen from Faculty of Arts and Lana Mihell in Faculty of Science and Horticulture completed their Masters in Leadership from Royal Roads University.

Dr. Purvey commented that four Dean/Associate Dean from KPU are also studying for their Doctoral program.

12. Senate Reports

Dr. Davis advised that the Senate Reports were prepared by Dr. Amy Jeon, Senate Vice-Chair and was included in the meeting package.

Dr. Davis noted that it was Dr. Jeon's last Senate meeting and she is taking a year off to do her Masters. Members noted that Dr. Catherine Schwichtenberg from Faculty of Health is the incoming Vice Chair of Senate.

Dr. Davis noted that at the May Senate Engage meeting, Dr. Favaro, Dean of Faculty of Science and Horticulture presented a topic on 'Finding Your Place in the Climate Crisis' which was very well received. Dr. Davis encouraged Board members to watch the presentation which was available at the Senate website at: <https://www.kpu.ca/senate-engagement>

13. 2023 Mandate Letter from the Ministry of Post-

2023 Mandate letter from the Ministry was received.

Secondary Education and Future Skills	Dr. Davis noted that KPU has developed a briefing note to address the bullet point in the Mandate Letter: ‘Developing and implementation protections for international students that support their fair treatment’ which will be shared with the board members at a future meeting of the Board. Members noted that KPU provides a lot of support to the international students.
14. Next Meeting Agenda Contribution	Board members were asked to send contributions for the next meeting agenda to the Board Office at least two weeks in advance of the meeting.
15. For the Good of the Order	There were no additional items identified.
16. Feedback on the Meeting	There was no feedback on the meeting.
17. Closing Remarks	The Chair thanked everyone, including Board Members for attending and contributing to the discussions.
18. Election of the Chair and Vice Chair	Mrs. Spindler reminded members that the Board Chair, and Vice Chair must be an Appointed Member of the Board and that the Chair, and Vice Chair may be re-elected up to a maximum of three consecutive years. Members noted that the Chair, and Vice Chair is appointed for a one-year term and elections are held each year. Mrs. Spindler mentioned that there will be three calls for nominations. Members noted that elections can be conducted by regular ‘show of hands’ or members want to use the ballot box if any member prefers to request that. Members opted for regular ‘show of hands.’ Mrs. Spindler conducted an election process through acclamation. Ms. Chen as Board Chair, and Ms. Bennett as Board Vice Chair were confirmed as of September 1, 2023 for a year until August 31, 2024 in accordance with Section 24 of the Board Manual.
19. Appendix	19.1. Report to the Board of Governors The June 2023 Report to the Board of Governors was received. 19.2. President’s Annual Policy Report – Status update An annual report in the form of a spreadsheet was included in the package to provide an overview of status updates for the academic year 2022/23. 19.3. Phase One Postings

Phase one policies submissions were received.

20. Next Meeting

The next meeting has been scheduled for Wednesday, September 27, 2023. Members noted that the Board Office will confirm whether the meeting will be held in-person or virtually.

21. Adjournment

The meeting adjourned at 4:59pm.

Board Chair