

2020/2021 Annual Report
Appendix 1: Governance Report





Board Activities and Functions

Summary of Board and Committee Meetings And Outcomes

Stakeholder Advisory Committee

Board Activities and Functions

LTSA Bylaws and Operating Agreement

In 2020/21, the Board undertook the following Bylaw amendments:

- Destruction of Records – authorized amendments to add section 11A.2 “Destruction of Hardcopy Versions of Duplicated Records Received under the Land Owner Transparency Act”
- Skills and Experience Profile – authorized amendments to Schedule A to be in effect April 1, 2021
- Board Compensation and Expenses– authorized amendments to Part 5 (Directors’ Remuneration and Reimbursement) to reflect:
 - expanded amounts for individual Director education/development in effect June 18, 2020
 - a 1% increase to all Director compensation amounts to be in effect April 1, 2021
 - housekeeping amendments to streamline the approval process for non-substantial education expenses to be in effect April 1, 2021.
- LTSA Fees – authorized amendments to Part 13 (Service Fees) to reflect:
 - CPI fee increase of 2% which came into effect April 1, 2020
 - new fee under the Land Owner Transparency Act to be in effect November 30, 2020 ([AF/BD])

There were no changes to the Operating Agreement between the Province of British Columbia and the Land Title and Survey Authority of BC for this reporting period.





Board Activities and Functions

Summary of Board and Committee Meetings And Outcomes

Stakeholder Advisory Committee

Board Activities and Functions Cont'd

Board Education and Orientation

Directors participated in the following LTSA educational sessions during 2020/21:

- September 23, 2020: LTSA Brand
- December 1, 2020: Risk Management and Risk Appetite
- February 25, 2021: Agile Software Development

New Directors appointed April 1, 2020 were provided with dedicated orientation sessions which were delivered in a phased-approach over the course of the fiscal year.

LTSA Fees

For the 2020/21 reporting period, and under the authority of the Land Title and Survey Authority Act, the LTSA Board authorized the following in respect of fees:

- Bylaw amendment to apply a CPI increase of 2% for fees established by LTSA under the Land Act, the Land Title Act, the Mineral Tenure Act, the Oil and Gas Activities Act General Regulation and LTSA Administrative Fees which came into effect at the start of this fiscal year on April 1, 2020.
- New fee for a service under the Land Owner Transparency Act.

Board Compensation

The Board Chair, Committee Chairs and Board Directors are compensated for their time by way of annual honorariums. For the period April 1, 2020 to March 31, 2021, annual honorariums for Board Directors were as follows:

- Board Chair: \$67,620 per annum
- Committee Chair: \$23,788 per annum
- Board Director: \$14,235 per annum

Other than the Board Chair, the Directors are additionally entitled to daily meeting fees; during 2020/21 the rate for a full-day meeting was \$836/day. For the 2020/21 fiscal year, there are approximately twenty-six Board and Committee meeting days, and seven CEO Search Task Group meeting days.

Board Activities and Functions Cont'd

Board Activities and Functions

Summary of Board and Committee Meetings And Outcomes

Stakeholder Advisory Committee

SUMMARY OF COMPENSATION PAID TO DIRECTORS OF THE BOARD

NAME	Position	2020/2021			2019/2020
		Annual Director Fee	Meeting Fees	Total	Total
Ahmed, Sarf	Director, Audit and Finance Committee	14,235	11,704	25,939	N/A
Blackall, O'Brian	Director, Audit and Finance Committee	14,235	11,704	25,939	25,421
Denton, Bronwyn	Director, Audit and Finance Committee, Director, New Ventures Committee	14,235	11,704	25,939	28,698
Farmer, Shawna	Director, Governance and HR Committee	14,235	13,376	27,611	27,060
Friedman, Diane	Board Chair	67,620	-	67,620	34,787
Julian, Patrick	Director, Governance and HR Committee Director, New Ventures Committee	14,235	16,720	30,955	28,288
Klein, Eugen	Vice Chair of the Board, Chair, Governance and HR Committee, Director, New Ventures Committee	23,788	22,572	46,360	38,064
Simmons, Robert	Chair, New Ventures Committee Director, Audit and Finance Committee	23,788	16,720	40,508	28,466
Smythe, Scott	Director, Governance and HR Committee	14,235	13,376	27,611	24,603
Walton, Richard	Chair, Audit and Finance Committee	23,788	17,556	41,344	25,421
Wesley, Angela	Director, Governance and HR Committee	14,235	13,376	27,611	26,241
Janice Comeau	Term Expired March 31, 2020	N/A	N/A	N/A	66,294
Total		238,629	148,808	387,437	353,343

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Summary of Board and Committee Meetings and Outcomes¹

As required by Section 26(4)(f) of the Land Title and Survey Authority Act, outcomes resulting from Board and Board Committee meeting deliberations during the 2020/21 fiscal year are outlined in the table below [Audit and Finance (AF), Governance and Human Resources (GVHR) New Ventures (NV) and Board (BD)].

DATE AND TYPE	OUTCOMES
May 11, 2020 [BD Consent Resolution]	<p>Approved:</p> <ul style="list-style-type: none"> • Approach for shifting conduct of required LTSA AGM to be virtually [BD] • Changes to Board and BD Cmte Mtg Dates as a result of COVID-19 [BD] • Changes to Board Education Session Plan for 2020/21 as a result of COVID-19 [BD]
May 21, 2020 [GVHR]	<p>Reviewed:</p> <ul style="list-style-type: none"> • Executive Compensation Strategy [GVHR] • Board Education Policy Review [GVHR] • Board Chair Education Funding Request [GVHR] • 2019/20 CEO Performance Evaluation Reporting [GVHR]
Quarterly Meetings June 4, 2020 [NV, AF] June 5, 2020 [GVHR] June 18-19, 2020 [BD]	<p>Reviewed:</p> <ul style="list-style-type: none"> • Business Development Activities (status report) [NV] • Business Development Activities - Research and Development Report [NV] • Business Development Activities - Opportunity Assessment Criteria Template [NV] • External Audit Report for 2019/20 [AF] • Director Expense Reporting for 2019/20 (annual review) [AF] • Updated 2020-21 Forecast [AF/BD] • 2020/21 Board Renewal Requirements [GVHR/BD] • Skills and Experience Profile (annual review) [GVHR] • Annual Board Composition Assessment (approach) [GVHR/BD] • Board Evaluation 2020 (approach) [GVHR] • Board Compensation – Annual Review for 2021/22 (approach) [GVHR] • Annual Governance Review 2020/21 (approach) [GVHR] • Policy and Legal Report (quarterly) [GVHR] • Annual Conflict of Interest Disclosure Process Report [GVHR] • Human Resources Report (quarterly) [GVHR] • Collective Bargaining (status) [GVHR/BD] • CEO's Report on Senior Mgmt Accountabilities and Resp. [GVHR/BD] • Annual Assurance Fund Claims Report [GVHR] • Annual Public Complaints Report [GVHR] • Benefit and Pension Plans (annual review) [GVHR] • CEO Strategic Reporting [BD] • Quarterly Enterprise Risk Report (Risk Dashboard; Annual Cybersecurity Report; Quarterly Cyberbrief) [BD] • 5 Year Review Required under the Operating Agreement (status) [GVHR/BD] • Annual Board/SAC Meeting and LTSA Annual General Meeting (approach) [BD] • Business Innovation and Technology Report [BD] • Business Operations Report (quarterly report) (incl. customer outreach) [BD] • LTSA Stakeholder Survey (approach) [BD] <p>Approved:</p> <ul style="list-style-type: none"> • Business Development Authorizations <ul style="list-style-type: none"> - Authorization for CEO to request LandSure Systems to proceed with the Payment Platform [NV/BD] - Authorization for CEO to request LandSure Systems Ltd. to proceed with the Enhanced Video Verification Service [NV/BD] • 2019/20 Audited Consolidated Financial Statements and Management Discussion and Analysis [AF/BD] • LTSA 2019/20 Annual Report [AF/BD] • LTSA Bylaws: amendment to Part 5 (Director Remuneration and Reimbursement) to provide for expanded individual Director development provisions [GVHR/BD] • Board Education Policy (Governance Manual) [GVHR/BD] • 2019/20/ CEO Performance Evaluation Report accepted [GVHR/BD] • CEO Performance Evaluation and Compensation Decision [GVHR/BD] • 2020/21 CEO Performance Plan (Targets and Measures) [GVHR/BD] • 2020/21 Executive Compensation Strategy – Report Accepted [GVHR/BD]

¹ As required by Section 26(4)(f) of the Land Title and Survey Authority Act.



Summary of Board and Committee Meetings and Outcomes Cont'd

DATE AND TYPE		OUTCOMES
May 11, 2020 [BD Consent Resolution]		<p>Approved:</p> <ul style="list-style-type: none"> • Approach for shifting conduct of required LTSA AGM to be virtually [BD] • Changes to Board and BD Cmte Mtg Dates as a result of COVID-19 [BD] • Changes to Board Education Session Plan for 2020/21 as a result of COVID-19 [BD]
Quarterly Meetings	Reviewed:	
September 10, 2020 [NV, AF]	<ul style="list-style-type: none"> • Executive Compensation Strategy [GVHR] • Board Education Policy Review [GVHR] • Board Chair Education Funding Request [GVHR] • 2019/20 CEO Performance Evaluation Reporting [GVHR] 	
Quarterly Meetings	Reviewed:	Approved:
September 10, 2020 [NV, AF]	<ul style="list-style-type: none"> • Business Innovation Activities – New Product Updates [NV/BD] • Business Innovation Activities – Other Research and Development [NV/BD] • Opportunity Assessment Criteria Template [NV] • Selection of External Auditor (approach) [AF/BD] 	<ul style="list-style-type: none"> • Terms of Reference – New Ventures Committee [NV/BD] • Unaudited Condensed Consolidated Interim Financial Statements for the three months ended June 30, 2020 [AF/BD]
September 11, 2020 [GVHR]	<ul style="list-style-type: none"> • Code of Business Conduct and Ethics Annual Compliance Report [AF/GVHR] • Updated 2020/21 Forecast [AF/BD] • 2020/21 Board Renewal Process - 2020 Board Composition Assessment and Request for Nominations [GVHR] • 2021/22 Board Renewal Process – Board Assessment Criteria (new) [GVHR] • Annual Governance Review (approach for review confirmed) [GVHR/BD] • Policy and Legal Report (quarterly) [GVHR] • Human Resources Report (quarterly) [GVHR] 	<ul style="list-style-type: none"> • LTSA Bylaws: amendment to Part 13 (Service Fees) to authorize a new Land Owner Transparency Act fee relating to section 17.1 of that Act effect September 24, 2020 • LTSA Bylaws: amendment – new section 11A.2 to authorize location for where LOTR Records are to be stored and authorize rules relating to records destruction to be in effect November 30, 2020.
September 23, 2020 AGM[BD]	Conducted:	
	<ul style="list-style-type: none"> • Annual Meeting of Board, Stakeholder Advisory Committee and LTSA Executive • LTSA Annual General Meeting • Review of LTSA Brand [BD Education Session] 	
September 24, 2020 Board Meeting [BD]	Reviewed:	
	<ul style="list-style-type: none"> • CEO Strategic Reporting [BD] • 2020/21 LTSA Strategic Planning (approach) [BD] • 5 Year Review Required under the Operating Agreement (status) [BD] • Quarterly Enterprise Risk Report (Risk Dashboard; Quarterly Cyberbrief) [BD] • Business Innovation and Technology Report (quarterly) [BD] • Business Operations Report (quarterly) [BD] • Land Title Office Front Counters (update) [BD] • Climate Change Risk and Environmental Social Governance [BD] • Lobbyist Transparency Act – Information [BD] 	
October 11, 2020 [BD Consent Resolution]		<p>Approved:</p> <ul style="list-style-type: none"> • Authorized the Term of Reference for a temporary CEO Search Task Group to undertake CEO search in response to retirement [BD]. The Task Group held seven meetings with the outcome of recommendation to the Board for CEO candidate.

Board Activities and Functions

Summary of Board and Committee Meetings And Outcomes

Stakeholder Advisory Committee

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Summary of Board and Committee Meetings and Outcomes Cont'd

DATE AND TYPE	OUTCOMES
October 14, 2020 [BD]	<p>Conducted:</p> <ul style="list-style-type: none"> LTSA Board/Executive Strategic Planning Session [BD]
October 26, 2020 [BD]	<p>Approved:</p> <ul style="list-style-type: none"> Authorized the Board Chair to negotiate and offer to selected CEO candidate [BD]
Quarterly Meetings	<p>Reviewed:</p> <ul style="list-style-type: none"> Business Development Activities - New Products Update [NV/BD] Business Development Activities - Other Research and Development [NV] LTSA Cash Reserves, Strategy and Risk [AF/BD] Updated 2020-21 Forecast [AF/BD] Annual Fee Review for 2021/22 Fees [approach] [AF/BD] LTSA Investment Policy [review] [AF] LTSA Business Plan 2021/22-2023/24 [approach/outline] [AF/BD] Annual Governance Review 2020/21 [status update] [GVHR] Board Renewal Process [approach for nomination reviews] [GVHR/BD] Skills and Experience Profile (2021/22) [update] [GVHR] Board Chair Selection for 2021/22 [approach] [GVHR/BD] Committee Operations [GVHR] Policy and Legal Report [quarterly] [GVHR] 5 Year Performance Review under the Operating Agreement [update] [GVHR/BD] Human Resources Report [quarterly] [GVHR] CEO's Report on Senior Management Succession Plans [annual review] [GVHR/BD] CEO Succession Plan [annual review] [GVHR/BD] CEO Performance Evaluation [6 month interim report] [GVHR/BD] CEO Performance Planning (2020/21 plan-New CEO) [GVHR] CEO Compensation [approach for review] [GVHR] Risk Appetite [working session] [BD] LTSA Board Evaluation 2020 [results workshop] [BD] CEO Strategic Reporting [BD] Quarterly Enterprise Risk Report [Risk Dashboard; Quarterly Cyberbrief] [BD] Business Innovation and Technology Report [quarterly] [BD] Business Operations Report [quarterly] [BD] Collective Bargaining [update] [BD] <p>Approved:</p> <ul style="list-style-type: none"> Authorized the appointment of Al-Karim Kara as LTSA CEO and authorized that Al-Karim Kara be appointed as Director for each LTSA Subsidiary. [BD] Authorize the CEO to request LandSure Systems Ltd. to enter into an agreement with Access Point Information Canada for the offering through myLTSA of the electronic product known as eStrataHub [NV/BD] Authorized the appointment of the Vice President, Human Resources as Conduct and Ethics Advisor under the Code of Business Conduct and Ethics Policy and approved associated amendments to the Code Policy and Disclosure Procedures [GVHR/BD] Appointment of External Auditor for Fiscal Year ending March 31, 2021 [AF/BD] Unaudited Condensed Consolidated Interim Financial Statements for the three and six months ended September 30, 2020 [AF/BD] LTSA Strategic Plan 2021/22 to 23/24 [BD] Statement of Executive Compensation Philosophy [GVHR/BD]
November 12, 2020 [AF, NV]	
November 13, 2020 [GVHR]	
December 1/2, 2020 [BD]	
January 20, 2021 [GVHR]	<p>Reviewed:</p> <ul style="list-style-type: none"> Board Chair Selection for 2021/21 [approach] Annual Governance Review – Governance Manual Refresh [review draft]



Summary of Board and Committee Meetings and Outcomes Cont'd

DATE AND TYPE	OUTCOMES
Quarterly Meetings	<p>Reviewed:</p> <ul style="list-style-type: none"> Business Development Activities - New Product Updates [NV/BD] Business Development Activities - Research and Development Activities [NV] LTSA Annual Report 20/21 (approach/outline) [AF] LTSA Business Plan (21/22-23/24) (draft text) [AF/BD] LTSA Insurance (annual review) [AF/BD] Delegation of Spending Authority (review) [AF] Public Service Pension Plan Report (results of 3 year review)[AF] Kamloops Office (approach) [AF/BD] External Auditor's Audit Plan for FY 2020/21 [AF] Board Evaluation Results – Board Development Action Plan for 2021/22 [AF/BD] Committee Chairs and Membership (approach for 2021/22) [GVHR] Policy and Legal Report (quarterly) [GVHR] 5 Year Performance Review under Operating Agreement (action plan) [GVHR/BD] Human Resources Report (quarterly) [GVHR] Employee Engagement Survey (approach) [GVHR] CEO's Report on Senior Management Perf. Evaluation (approach) [GVHR/BD] CEO Succession Plan [GVHR/BD] CEO Performance Planning 2022/22 (review draft targets) [GVHR/BD] CEO Performance Evaluation (approach) [GVHR/BD] Executive Compensation (approach) 21/22 [GVHR/BD] CEO Compensation 2021/22 (review package) [GVHR/BD] Agile Software Development [BD Education Session] CEO Quarterly Board Report [BD] Quarterly Enterprise Risk Report (Risk Appetite Statements, Risk Dashboard; Quarterly Cyberbrief; Board Crisis Response Plan-Approach) [BD] Business Innovation and Technology Report (quarterly) [BD] Business Operations Report (quarterly) [BD] <p>Approved:</p> <ul style="list-style-type: none"> LTSA Investment Policy [AF/BD] Unaudited Condensed Consolidated Interim Financial Statements for the three and nine months ended December 31, 2020 [AF/BD] LTSA Bylaws: amendment to Part 13 (Service Fees) to authorize a 1% CPI fee increase as permitted under the Operating Agreement to be in effect April 1, 2021 [AF/BD] 2021/22 Annual Operating and Capital Plans [AF/BD] Board and Committee Meeting Schedule for 2021/22 [GVHR/BD] LTSA Bylaws: amended Schedule A (Skills and Experience Profile) with effect April 1, 2021 [GVHR/BD] New LTSA Board Governance Manual [GVHR/BD] Board Chair Appointment – Diane Friedman appointed as Board Chair for one year term effective April 1, 2021 [BD] LTSA Bylaws: Amendments to Part 5 to effect a 1% increase to Board Compensation in effect April 1, 2021 and other amendments [GVHR/BD] LTSA Strategic Plan for April 1, 2021 to March 31, 2024 (updated approved) [BD] Board Renewal Process-Board Director Appointments effective April 1, 2021 (Shawna Farmer, Society of Notaries Public of BC; Patrick Julian, Law Society of BC; Angela Wesley, First Nations Summit) [GVHR/BD] Board Education Session Plan 2021/22 [GVHR/BD] Individual Fee Exemption Request [BD]
February 11, 2021 [AF, NV]	
February 12, 2021 [GVHR]	
February 24-25, 2021 [BD]	
March 26, 2021 [BD]	<p>Reviewed:</p> <ul style="list-style-type: none"> LTSA Annual Report 2021/22 (draft text reviewed) [BD] Annual Conflict Disclosure Forms Disclosures Process for April 2021 [BD] Director Education Reporting Template [BD] Risk Appetite Statements [BD] <p>Approved:</p> <ul style="list-style-type: none"> Committee Members, Chairs, Vice Chair (confirm for 2021/22) [BD] LTSA Business Plan (2021/22 to 2023/24) (approve release) [BD] Authorized CEO to Execute the Collective Agreement [BD] Authorized CEO to Execute new Kamloops Office Lease [BD] MDA Contract Assignment [BD]



Board Activities
and Functions

Summary of Board and
Committee Meetings
And Outcomes

**Stakeholder Advisory
Committee**

Stakeholder Advisory Committee

The CEO chairs LTSA's Stakeholder Advisory Committee, designed to ensure effective two-way communications with stakeholders and customers. This advisory body, which includes a senior representative from the Province with legislative responsibility for the related enactments, meets with LTSA three times a year, and:

- Provides the CEO with views on LTSA's strategic and business planning frameworks, business operations, communications plan and risk management, and meets annually with the Board of Directors.
- Communicates the specific needs and concerns of their organizations as they pertain to LTSA activities and shares LTSA announcements and information with their members/colleagues.
- Receives quarterly reports on LTSA operations and performance, major initiatives, historic records conservation projects, information technology systems improvements, customer service and service function enhancements, and LTSA's regulatory and policy initiatives.

The views of the Stakeholder Advisory Committee members were considered respecting:

CORPORATE	OPERATIONAL
<ul style="list-style-type: none"> • LTSA Strategic and Business Priorities Overview • Province of BC/LTSA Collaboration • LTSA – Post COVID-19 Business Planning <ul style="list-style-type: none"> - Workforce Considerations - Economic Scenarios - Customer Impacts • Overview of Title Insurance in BC • Overview of SAC Purpose and Role • LTSA Business Plan outline • 5 Year Performance Review under the Operating Agreement • Historic Records Updates • Kamloops Office Move and Records Relocation • LTSA Annual Report • LTSA Board of Directors Renewal Process • Financial Highlights and Transaction Trends • LTSA Fees (result of annual review) 	<ul style="list-style-type: none"> • Business Innovation Activities and IT Systems <ul style="list-style-type: none"> - Land Owner Transparency Registry build - Web Filing and PDF Retirement - ParcelMap BC Awareness and Adoption - Property Tax Deferment Service modernization - New Property Transfer Tax Return - AutoProp available to all BC Realtors - Identity Verification Service - Cybersecurity and IT Systems Availability • Business Operations: <ul style="list-style-type: none"> - Performance on Operating Agreement targets - Business Activity Trends - Stakeholder and Customer Consultations - Communications, Education and Outreach - Relationship Health Survey Results - Land Owner Transparency Registry operations • Land Title Matters: <ul style="list-style-type: none"> - Web Filing (policy development and business design support) - Quality Assurance Program • Surveyor General Matters: <ul style="list-style-type: none"> - Integrated Survey Area Program - Post-Quake Boundary Restoration - BC/Alberta Boundary Commission

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Stakeholder Advisory Committee

Members are nominated by the organizations that support LTSA in the performance of its statutory functions, in consultation with the CEO. Included are entities that make nominations for Board of Director appointments.

2020-2021 STAKEHOLDER ADVISORY COMMITTEE MEMBERSHIP AS AT MARCH 31, 2021

STAKEHOLDER ENTITY	REPRESENTATIVE
Land Title and Survey Authority	Al-Karim Kara, Chair
Association of British Columbia Land Surveyors	Kelly Stofer
BC Assessment	Jason Grant
BC Association of Professional Registry Agents	Aziz Pirani
BC Historical Federation	Jacqueline Gresko
BC Notaries Association	Chad Rintoul
BC Real Estate Association	Darlene Hyde
Canadian Bankers Association	Ian Hardie [from November 2020]; Emiko Ando [to November 2020]
Canadian Bar Association, BC Branch	Brett Horton
Central 1 Credit Union	Tiffany Chung [to February 2021]
First Nations Summit	Howard Grant
Law Society of British Columbia	Edward Wilson
Province of British Columbia	Sarah Fraser [from September 2020] Chris Stagg [to July 2020]
Society of Notaries Public of British Columbia	John Mayr
Union of BC Municipalities	Ron Gill

We would like to acknowledge the contributions of Stakeholder Advisory Committee members both at their meetings with LTSA and as disseminators of important information from LTSA to their respective organizations.

LTSA-Province Ongoing Collaboration

To support ongoing collaboration between the Province and LTSA, LTSA establishes and supports a regular meeting schedule with the Minister and provincial government staff. Additionally, and as required, LTSA participates in legislation planning meetings. LTSA makes itself available, as required, to support ongoing collaboration on key issues pertaining to the operation and delivery of land title and survey systems and review progress on key strategic and operational matters.