



2021/2022 Annual Report

Appendix 1: Governance Report



Board Activities and Functions

LTSA BYLAWS AND OPERATING AGREEMENT

In 2021/22, the Board authorized the following Bylaw amendments to be in effect during the reporting period:

- **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 a 1% increase to all Director compensation amounts to be in effect April 1, 2021;
- **LTSA Fees** – authorized amendments to Part 13 (Service Fees) to reflect a CPI fee increase of 1% to be in effect April 1, 2021.

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 EDUCATION AND ORIENTATION

Directors participated in the following LTSA educational sessions during 2021/22:

- June 21, 2021: First Nations Perspectives
- July 6, 2021: Environmental Social Governance
- September 23, 2021: Cybersecurity
- December 1, 2021: Statutory Positions in the LTSA
- February 23, 2022: Indigenous Reconciliation

A new Replacement Director appointed on July 1, 2021 was provided with dedicated orientation sessions which were delivered in a phased-approach over the course of the fiscal year.

LTSA FEES

For the 2021/22 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 1% for fees established by the LTSA under the *Land Act*, the *Land Title Act*, the *Mineral Tenure Act*, the *Oil and Gas Activities Act General Regulation* which came into effect at the start of this fiscal year on April 1, 2021.

- Bylaw amendment to apply a small increase to LTSA Administrative Fees which came into effect at the start of this fiscal year on April 1, 2021.

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, 2021 to March 31, 2022, annual honorariums for Board Directors were as follows:

- Board Chair: \$68,297 per annum
- Committee Chair: \$24,026 per annum
- Board Director: \$14,378 per annum

Other than the Board Chair, the Directors are additionally entitled to Daily Meeting Fees; during 2021/22 the rate for a full-day meeting was \$845 per day. For the 2021-2022 fiscal year, there were approximately 21 Board and Committee meeting days.

Summary of Compensation Paid to Directors of the Board

Name	Position at March 31, 2022	2021/2022			2020/2021
		Annual Director Fee	Meeting Fees	Total	Total
Ahmed, Sarf	Director, Audit and Finance Committee Director, Human Resources Committee ¹	14,378	15,210	29,588	25,939
Denton, Bronwyn	Director, Governance Committee Director, New Ventures Committee	14,378	15,210	29,588	25,939
Farmer, Shawna	Chair ² , Human Resources Committee ¹ Director, Governance Committee	19,202	14,265	33,567	27,611
Friedman, Diane	Board Chair	68,297	N/A	68,297	67,620
Houghton, BJ ⁴	Director, New Ventures Committee ¹ Director, Human Resources Committee ¹	10,784	11,830	22,614	N/A
Julian, Patrick	Director, Governance Committee Director, Audit and Finance Committee	14,378	14,365	28,743	30,955
Klein, Eugen	Vice Chair; Chair, Governance Committee Director, New Ventures Committee	24,026	17,745	41,771	46,360
Simmons, Robert	Chair, New Ventures Committee Director, Audit and Finance Committee	24,026	12,675	36,701	40,508
Smythe, Scott	Director, Human Resources Committee ¹ Director, New Ventures Committee	14,378	14,365	28,743	27,611
Walton, Richard	Chair, Audit and Finance Committee Director, Human Resources Committee ¹	24,026	14,365	38,391	41,344
Wesley, Angela	Director, Governance Committee ¹ Director, Audit and Finance Committee	14,378	15,210	29,588	27,611
<i>Blackall, O'Brian³</i>	<i>Director, Audit and Finance Committee</i>	<i>3,595</i>	<i>2,535</i>	<i>6,130</i>	<i>25,939</i>
Total		245,845	147,875	393,720	387,437

¹ Effect October 1, 2021 the Governance and Human Resources Committee was separated into two Committees (Governance Committee and Human Resources Committee). All Directors were appointed to serve on two Committees.

² New Committee Chair appointed for new Human Resources Committee

³ Resigned with effect June 30, 2021.

⁴ Replacement Director appointed with effect July 1, 2021.

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 2021/22 fiscal year are outlined in the table below [Audit and Finance (AF), Governance (GOV), Human Resources (HR), New Ventures (NV) and Board (BD)].

DATE AND TYPE	OUTCOMES	
May 20, 2021 [GVHR]	Reviewed: <ul style="list-style-type: none"> Executive Compensation Strategy [GVHR] 2020/21 CEO Performance Evaluation Reporting and Planning (Draft) [GVHR] Board Renewal - Review Nominations for Replacement Director (GVHR) 	
Quarterly Meetings June 3, 2021 [NV, AF] June 4, 2021 [GVHR] June 17 & 21, 2021 [BD]	Reviewed: <ul style="list-style-type: none"> Business Development Activities (status report) [NV] Asset Acquisition [NV] External Audit Report for 2020/21 [AF] Quarterly Financial Summary and Budget Update [AF] 2021/22 Board Renewal Requirements [GVHR/BD] Skills and Experience Profile (annual review) [GVHR] Annual Board Composition Assessment (approach) [GVHR/BD] Board Evaluation 2021 (approach) [GVHR] Board Compensation – Annual Review for 2022/23 (approach) [GVHR] Annual Conflict of Interest Disclosure Process Report [GVHR] New Director Orientation Program (approach) [GVHR] Board Education Funding (application approach) [GVHR] Policy and Legal Report (quarterly) [GVHR] Annual Assurance Fund Claims Report [GVHR] Annual Public Complaints Report [GVHR] Human Resources Report (quarterly) [GVHR] Diversity, Equity and Inclusion (approach) [GVHR] First Nation Scholarships (approach) [GVHR] Benefit and Pension Plans (annual review) [GVHR] CEO's Report on Senior Mgmt Accountabilities and Resp. [GVHR/BD] Board Education: First Nations Perspectives CEO Quarterly Board Report [BD] 2021 Strategic Planning (approach) [BD] Quarterly Enterprise Risk Reporting (incl. Annual Cyber Security Report; Quarterly Cyberbrief) [BD] Board's Crisis Response Plan (approach) [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] Customer Relationship Health Survey (approach) [BD] Board Education/Development Quarterly Report [BD] 	Approved: <ul style="list-style-type: none"> 2020/21 Audited Consolidated Financial Statements and Management Discussion and Analysis [AF/BD] 2020/21 LTSA Annual Report [AF/BD] Audit and Finance Committee Terms of Reference [AF/BD] Asset Acquisition [AF/BD] 2020/21 CEO Performance Report accepted [GVHR/BD] 2021/22 CEO Performance Plan (Targets and Measures) [GVHR/BD] 2021/22 Executive Compensation Strategy – Report Accepted [GVHR/BD] CEO Compensation Decisions [GVHR/BD] LTSA Strategic Plan 2021/22 to 2023/24 (revision approved) [BD]
July 6, 2021 [BD]	Conducted: <ul style="list-style-type: none"> Annual Meeting of Board, Stakeholder Advisory Committee and LTSA Executive LTSA Annual General Meeting Board Education: Oversight of Environmental Social and Governance 	
July 7, 2021 [BD]	Conducted: LTSA Board/Executive Strategic Planning Session [BD]	

¹As 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	
<p>Quarterly Meetings</p> <p>September 9, 2021 [NV, AF]</p> <p>September 10-13, 2021 [GVHR]</p> <p>September 22-23, 2021 Board Meeting [BD]</p>	<p>Reviewed:</p> <ul style="list-style-type: none"> • Business Development Activities – Status Report [NV] • Performance Metric for Customer [NV/BD] • New Ventures Committee Terms of Reference [NV/BD] • Selection of External Auditor (approach) [AF] • Code of Business Conduct and Ethics Annual Compliance Report [AF/GVHR] • Quarterly Budget Update [AF] • Audit and Finance Committee Terms of Reference [AF] • 2021/22 Board Renewal Process - 2021 Board Composition Assessment and Request for Nominations [GVHR/BD] • Board Compensation for 2022/23 (approach for review) [GVHR/BD] • Policy and Legal Report (quarterly) [GVHR] • Indigenous Reconciliation Plan (status update) [GVHR/BD] • Human Resources Report (quarterly) [GVHR] • Employee Engagement Survey Results Report [GVHR/BD] • Diversity, Equity and Inclusion Plan (status) [GVHR/BD] • Conflict of Interest Disclosure Statements (reporting) [GVHR] • CEO Performance Plans (proposed amendments) [GVHR] • CEO Quarterly Board Report (including Stakeholder Engagement and First Nations Awareness Activities) [BD] • 2021/22 LTSA Strategic Plan (draft) [BD] • Board Evaluation 2021 (Board Development Action Plan status) [BD] • Board Education/Development Quarterly Report [BD] • Board Education: Cyber Security Incident Response Plan simulation [BD] • Board's Crisis Response Plan (draft) [BD] • Quarterly Enterprise Risk Reporting (incl. Quarterly Cyberbrief) [BD] • Business Innovation and Technology Report (quarterly) [BD] • Business Operations Report (quarterly) [BD] 	<p>Approved:</p> <ul style="list-style-type: none"> • New Product Authorization – BC Assessment Query Reports [NV/BD] • Unaudited Condensed Consolidated Interim Financial Statements for the three months ended June 30, 2021 [AF/BD] • Director Development Application Form [GVHR/BD] • LTSA Bylaws: amendment to Section 7.5 (Committees of the Board) to separate the Governance and Human Resources Committee into two separate Committees with effect October 1, 2021 • Governance Manual amendments related to separate of the Governance and Human Resources Committee into two separate Committees with effect October 1, 2022 including: <ul style="list-style-type: none"> • Governance Committee Terms of Reference • Human Resources Committee Terms of Reference • Committee Timetables and consequential amendments throughout the Manual • Board and Committee Annual Meeting Schedule • Committee Chair and Member Appointments • Kamloops Records Move: Victoria Land Title Office authorized (under Land Title Act subsection 38(3) and 166(1)) as the location where the Registrar will store hard copy and microfilm records of the Kamloops and Nelson Land Title Districts; with effect the date that said records are delivered to the Victoria Land Title Office • CEO Performance Plans and Targets [GVHR/BD]

Summary of Board and Committee Meetings and Outcomes Cont'd

DATE AND TYPE	OUTCOMES	
<p>Quarterly Meetings</p> <p>November 18, 2021 [AF, NV]</p> <p>November 19, 2021 [GV, HR]</p> <p>December 1-2, 2021 [BD]</p>	<p>Reviewed:</p> <ul style="list-style-type: none"> • Business Development Activities – Status Report [NV] • Business Development Activities – First Nations National Land Registry [NV/BD] • Inorganic Growth Strategy [NV/BD] • Quarterly Budget Update [AF] • Annual Fee Review for 2022/23 Fees (approach) [AF/BD] • LTSA Investment Policy (review) [AF] • LandSure Office Lease (update) [AF] • Board Compensation for 2022/23 – Result Report [GV/BD] • Board Chair Selection Process for 2022/23 [GV/BD] • Annual Governance Review 2021/22 (approach) [GV/BD] • Policy and Legal Report (quarterly) [GV] • Indigenous Reconciliation Plan (status update) [GV] • Human Resources Committee Terms of Reference and Timetable [HR/BD] • Human Resources Report (quarterly) [HR] • Diversity, Equity and Inclusion [HR/BD] • Executive Compensation Philosophy [HR/BD] • CEO’s Report on Senior Management Succession Plans [HR/BD] • CEO Succession Plan [HR/BD] • CEO Compensation (approach for review) [HR/BD] • CEO Quarterly Board Report (including Stakeholder Engagement) [BD] • Board Education Session: Statutory Positions in the LTSA • Quarterly Enterprise Risk Reporting (incl. Quarterly Cyberbrief) [BD] • Cyber Incident Response Plan [BD] • Business Innovation and Technology Report (quarterly) [BD] • Business Operations Report (quarterly) [BD] • Board Education/Development Quarterly Report [BD] 	<p>Approved:</p> <ul style="list-style-type: none"> • New Ventures Committee Terms of Reference [NV/BD] • New Initiative Term Sheet Template [NV/BD] • Appointment of External Auditor for Fiscal Year ending March 31, 2022 [AF/BD] • Unaudited Condensed Consolidated Interim Financial Statements for the three and six months ended September 30, 2021 [AF/BD] • Code of Business Conduct and Ethics Policy (whistleblower provisions) [GV/BD] • LTSA Strategic Plan 2022/23 to 24/25 [BD] • Board’s Crisis Response Plan [BD]
<p>January 19, 2022 [GV]</p>	<p>Reviewed:</p> <ul style="list-style-type: none"> • Review of the Nominations received for consideration as Director appointees [GV] • Board Chair Selection for 2022/23 – (approach) [GV] 	

Summary of Board and Committee Meetings and Outcomes Cont'd

DATE AND TYPE	OUTCOMES	
<p>Quarterly Meetings</p> <p>February 10, 2022 [AF, NV]</p> <p>February 11, 2022 [GV, HR]</p> <p>February 23-24, 2022 [BD]</p>	<p>Reviewed:</p> <ul style="list-style-type: none"> • Business Development Activities – Status Report [NV] • Business Development Activities – First Nations National Land Registry [NV/BD] • Business Innovation and Technology Quarterly Report [NV] • Business Operations Quarterly Report [NV] • Inorganic Growth Strategy [NV/BD] • Quarterly Budget Update [AF] • LTSA Business Plan (22/23-24/25) (draft text) [AF/BD] • LTSA Insurance (annual review) [AF] • External Auditor's Audit Plan for FY 2021/22 [AF] • Policy and Legal Report (quarterly) [GV] • Indigenous Reconciliation Plan (status) [GV] • Historic Records Plan (approach) [GV] • Board Compensation Review 2022/23 (status) [GV/BD] • Board Education Plan and Budget 2022/23 [GV/BD] • Committee Memberships and Chairs (approach) [GV/BD] • Annual Governance Review Matters 2021/22 (results) [GV/BD] • New Director Orientation Program (annual review) [GV/BD] • Human Resources Report (quarterly) [HR] • Diversity, Equity and Inclusion [HR/BD] • CEO's Report on Senior Management Perf. Evaluation (approach) [HR/BD] • CEO Performance Planning 2022/23 (review draft targets) [HR/BD] • CEO Performance Evaluation (approach) [HR/BD] • CEO Compensation 2022/23 (review package) [HR/BD] • Board Education: Indigenous Reconciliation Plan Workshop [BD] • CEO Quarterly Board Report (incl. Stakeholder Engagement) [BD] • Strategic Planning 2022 (approach) [BD] • Quarterly Enterprise Risk Reporting (incl. Quarterly Cyberbrief) [BD] • Board Education/Development Quarterly Report [BD] • Board Evaluation 2021 (Board Development Action Plan status) [BD] 	<p>Approved:</p> <ul style="list-style-type: none"> • Unaudited Condensed Consolidated Interim Financial Statements for the three and nine months ended December 31, 2021 [AF/BD] • LTSA Bylaws: Amendments to Section 13.1 (Fees), Tables 1-4 and Table 6-7 and Section 13.3 (myLTSA Service Charge) to authorize a 3% CPI increase to fees established under the Operating Agreement between the Province and the LTSA to be in effect April 1, 2022 • LTSA Bylaws: Amendments to Section 13.1 (Fees), Table 5 to authorize changes to fees established under the <i>Land Owner Transparency Act</i> pursuant to the LOTA Agreement between the Province of the LTSA to be in effect April 1, 2022. [Note: rescinded on March 25, 2022] • 2022/23 Annual Operating and Capital Plans [AF/BD] • LTSA Investment Policy [AF/BD] • Annual Governance Review Matters [GV/BD] – housekeeping amendments to the following Governance Manual documents: <ul style="list-style-type: none"> • Board Committee and Task Group Guidelines • Board Statement of Powers and Delegation • CEO Terms of Reference • Annual Board and Committee Meeting Schedule for 2022/23 [GV/BD] • Human Resources Committee Terms of Reference and Timetable [HR/BD] • Board Chair Appointment – Eugen Klein appointed as Board Chair for one year term effective April 1, 2022 [BD] • Board Renewal Process-Board Director Appointments effective April 1, 2022 (Bronwyn Denton, Association of BC Land Surveyors; Richard Walton, Union of BC Municipalities; Robert Simmons, Government of BC; Anar Popatia, BC Association of Professional Registry Agents) [GV/BD]
<p>March 25, 2022 [BD]</p>	<p>Reviewed:</p> <ul style="list-style-type: none"> • Inorganic Growth Strategy – Review Investment Opportunity [BD] • Strategic Planning 2022 (approach/planning) [BD] 	<ul style="list-style-type: none"> • LTSA Bylaws: Amendments to Part 5 (Directors' Remuneration and Reimbursement) to effect removal of Daily Meeting Fee and increase Annual Director Fees in effect April 1, 2022 [BD] • Annual Governance Review Matters [BD] – amendments to the following Governance Manual documents: <ul style="list-style-type: none"> • Risk Oversight • Governance Committee and Board Timetables • Director Compensation and Expenses • Audit and Finance Committee Annual Timetable of Activities • LOTA Fees: <ul style="list-style-type: none"> • Rescind February 24, 2022 Board Resolution approving LTSA Bylaws amendments to adjust the LOTA Fees; • Authorized LTSA Bylaws Amendments to Section 13.1 (Fees), Table 5 to authorize an increase to some of the fees established under the <i>Land Owner Transparency Act</i> pursuant to the LOTA Agreement between the Province of the LTSA to be in effect May 1, 2022. • Committee Membership, Chairs, Vice Chair (appoint for 2022/23) [BD] • LTSA Business Plan (2022/23 to 2024/25) (approve release) [BD]

Stakeholder Advisory Committee

The CEO chairs the LTSA’s Stakeholder Advisory Committee (“SAC”), 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 the LTSA three times a year, and:

- Provides the CEO with views on the 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 the LTSA’s regulatory and policy initiatives.

In addition to operational and financial matters reported at the LTSA Annual General Meeting (to which all Stakeholder Advisory Committee members are invited to attend) the views of the Stakeholder Advisory Committee members were considered respecting:

CORPORATE	OPERATIONAL
<ul style="list-style-type: none"> • LTSA Strategic and Business Priorities under: <ul style="list-style-type: none"> • Improve Operational Excellence • Grow the Business in the Public Interest • Reinvest in and Strengthen Core Systems • Continually Invest in People and Capabilities • LTSA – Post COVID-19 Business Planning <ul style="list-style-type: none"> • Hybrid Work • Potential impact of Omicron • Return to Office • Front Counter Re-opening • Stakeholder Perspectives Presentations <ul style="list-style-type: none"> • Overview of Society of Notaries Public of BC • Overview of BC Notaries Association • Financial Highlights and Economic Variables • LTSA Fees (notice of annual review and reported CPI available) • Kamloops Office Move • Truth and Reconciliation Activity and Planning • LTSA Board of Directors Renewal Process 	<ul style="list-style-type: none"> • Business Innovation Activities and Operations <ul style="list-style-type: none"> • System Availability • ParcelMap BC – Adoption Status • Performance against Operating Agreement Targets • Land Owner Transparency Registry (LOTR) – Status and Volumes • Transaction Volumes and Trends • Customer Consultation and Communication Highlights • Absolute Fees Books interests to convert to indefeasible interests • Policy and Legal Reports <ul style="list-style-type: none"> • Historic Records Update • First Nations Initiatives (Scholarships; First Nations National Land Registry; Indigenous characters in the land title register) • Land Title Matters <ul style="list-style-type: none"> • EFS PDF Forms Retirement • Remote Witnessing of land title documents • Discharge of mortgages • Improved Validation and Quality Verification • Surveyor General Matters <ul style="list-style-type: none"> • Post-Quake Boundary Restoration Project • Protection of Village of Lytton survey evidence post fire • Advice to Province on impact of flooding on property boundaries • BC/Alberta Boundary Commission • Integrated Survey Area Program

Stakeholder Advisory Committee Cont'd

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

2021-2022 Stakeholder Advisory Committee Membership as at March 31, 2022

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

LTSA-Province Ongoing Collaboration

To support ongoing collaboration between the Province and the LTSA, the 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. The LTSA makes itself available to, 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.

During the reporting period, LTSA established a Public Sector Advisory Committee which includes representatives from ministries which may intersect with LTSA business (13 members including LTSA). The group held its inaugural meeting during the Fall of 2021/22. The purpose of this Committee is to provide a platform for two-way communication on areas of shared priority and to allow for discussion of priorities.