



Meeting – June 13th, 2022 at 5:30 p.m.

Teams Meeting – Online

Present:

Dawson Thomas	President	Voting Member
Aaron Ramos	Vice President	Voting Member
Oluwatomisin Aroge	Director	Voting Member
Jayden Baldonado	Director	Voting Member
Karanpreet Singh Gill	Director	Voting Member
Anh Nguyen	Director	Voting Member
Paul John Martinez	Director	Voting Member
Marc Stromme	Saitsa Executive Director	Non-Voting
Rachel Paris	Director, Student Services	Non-Voting
Sunra Sunra	Administrative Coordinator, G&A	Non-Voting
Neil little	Board Advisor	Non-Voting

Guests:

Joshua Switzer	Lawyer	Non-Voting
Whitney Ferguson	Manager, Government Relations and Public Affairs SAIT	Non-Voting

Regrets:

Rio Valencerina	Manager, Governance & Advocacy, Saitsa	Non-Voting
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Agenda Item

1.0 Call to Order:

A. Ramos called the meeting to order at 5:31 p.m.

2.0 Acknowledgement of Traditional Indigenous Territories:

P.J Martinez gave the Acknowledgement of Traditional Indigenous Territories.

3.0 Conflict of Interest Check:

A. Ramos reminded the Board to declare any real or perceived conflict of interest. A conflict of interest is defined as any situation where a director could directly benefit or appear to benefit from business conducted by the Board.

D.A. Thomas reminded the Board that they had applied for an Academic Allowance, and it is to be approved in today's meeting.

4.0 Approval of the Agenda:

A. Ramos called for an approval of the agenda.

Motion:

To approve the agenda as presented.



D.A Thomas/P. J
Martinez
Motion Carries

The motion was approved by general consent.

5.0 Adoption of Minutes:

5.1 Regular Meeting of the Board from May 2nd, 2022.

Motion:

To approve the minutes as circulated.

D.A Thomas/P. J
Martinez
Motion Carries

The motion was approved by general consent.

A. Ramos made a motion for an in-camera session with the Lawyer, Director Student Services, Board Advisor, the Executive Director Saitsa at 5:37 pm.

Motion:

To go In-camera at 5:37 pm

J. Baldonado/P. J Martinez
Motion Carries

The motion was approved by general consent.

6.0 Presentation by Lawyers

Motion:

To go In-camera at 6:09 pm

J. Baldonado/P. J Martinez
Motion Carries

Ex-camera at 6:10 pm

J. Baldonado showed intent to pass the motion and stated that it is the best possible deal, given the input from legal team and the circumstances.

P.J Martinez added, our legal team and Board advisor also suggests that we approve.



Motion:

WHEREAS section 95(1) of the Post-Secondary Learning Act empowers the Board of Directors to manage the affairs of the organization; and

WHEREAS section 17(1) of the Alberta Societies Act empowers Saitsa to acquire and lease and deal with real property for its legitimate objects only and in accordance with its bylaws; and

WHEREAS section EL-4 of the Saitsa Policy Governance Manual states that approval from the Saitsa Board of Directors is required for acquiring, encumbering, or disposing of real estate for the organization; and

WHEREAS in December 2021, SAIT requested that Saitsa enter a temporary lease agreement with the institution for all demised premises in the Campus Centre Building during the construction of a New Campus Centre Building; and

WHEREAS since December 2021, Caron & Partners LLP have negotiated on behalf of Saitsa, for the best interest of Saitsa regarding this matter; and

WHEREAS Caron & Partners LLP have determined the proposed Temporary Campus Centre Building Lease agreement is reasonable.

BE IT RESOLVED that the Saitsa Board of Directors approve the Temporary Campus Centre Building Lease Agreement as presented.

J. Baldonado/ P.J Martinez
7-0-0

Motion Carries

A. Ramos thanked M. Stromme and the legal team as the lawyer left the meeting.

7.0 Items for Decision:

7.1 Ends

No business was conducted in the current meeting.



7.2 Executive Limitations

a.) Approval of Operational Budget

M. Stromme asked about the Budget change that he sent to the Board prior to this meeting & if there were any questions.

D.A Thomas asked M. Stromme about the expense increase in the budget. M. Stromme explained that it is in all only a \$15K increase which is due to things being more expensive now than before & adjustments due to inflation.

P.J Martinez asked M. Stromme, taking inflation into consideration, should we expect more changes to the budget?

M. Stromme replied that the budget has some wiggle room and will be in place 1st July, we have forecast well but in Sep-Oct we'll have a better idea. It's a safe budget though.

D.A Thomas asked what wiggle room is there and what were the expenses that contributed to an increase. M. Stromme stated that the total increase was 15K, which made the budget reach up to 272K in total. Photo archiving led to more expenses, there was more money put into events & some more realistic pricing led to an expense increase as well.

J. Baldonado asked if Saitsa fee has changed from before, M. Stromme confirmed that Saitsa fee was last determined by the previous Board in December and now the current Board will get a chance in December to deliberate upon it. As of today, the fee stands at \$291 annually. M. Stromme also gave a break down for clarification.

J. Baldonado asked what the source of funding for major projects like the building was, R. Paris then explained that we can breakdown \$291 into two type of fee that is incurred to students, general (part of which is the operational fee) and restricted, right now we are discussing for \$171 which is an operation fee.

Approval for 90% and 10% for capital asset (outside of the restricted funds) is being discussed which is 90% of the total student Saitsa fee. We are not allowed to touch the restricted fee (for building) because it's for student space.

Motion:

WHEREAS section EL-10 of the Saitsa Policy Governance Manual states that the Saitsa Board of Directors must approve all changes to membership fees.

BE IT RESOLVED that the Board of Directors approve the Saitsa membership fee structure for the 2022/2023 fiscal year as follows:

General Operations: 90%
Capital Assets: 10%

J. Baldonado/D. A Thomas
7-0-0
Motion Carries



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P.J Martinez stated if major things will remain the same in the budget and M. Stromme also sent us this information well in advance, we should approve it.

Motion:

WHEREAS section 13.3 of the Saitsa Bylaws states that the Saitsa Board of Directors must approve the annual budget for the organization.

BE IT RESOLVED the Board of Directors approve the 2022/2023 fiscal year operational budget as Presented/Amended.

P.J. Martinez/D.A. Thomas
7-0-0
Motion Carries

7.3 Governance Process

a.) Academic allowance for the Previous Board

Motion:

WHEREAS Section 2.12 of the Board of Directors Policy manual states that Directors with sufficient grades shall be eligible to receive an academic allowance of up to \$1,000 per Director, and up to \$2,500 for the President and Vice President; and

WHEREAS the following Directors have submitted documentation showing that they have met the requirements to receive the academic allowance:

- *Liam Hunter - \$2500*
- *Dawson A. Thomas - \$2500*
- *Jasmin K. Bhatti - \$1000*
- *Truc Thanh - \$1000*
- *Jaira Velasco - \$1000*

BE IT RESOLVED that the Board of Directors approves the academic allowance for the above Directors, for the Winter 2022 semester.

D.A Thomas mentioned that as L. Hunter left in March, so there should be a reduction in his allowance and because J.K. Bhatti was Vice-President for the month of April hence an amendment should be made in her Academic Allowance from \$1000 to \$2500.

O. Aroge asked if for a month, an increase in her Academic Allowance was fair?

P.J Martinez suggested that if we give \$2500 for a month it will create a precedence. So, we need to think about this before passing it.

J. Baldonado suggested that both J.K Bhatti & L. Hunter receive \$2500 for the semester, as Academic allowance.

M. Stromme reminded the Board that they move in accordance with the policy.



R. Paris suggested if there could be a prorated amount, as per policy and if the Board would want to balance the amounts between both.

D.A Thomas said that they appreciate all interpretations but what R. Valencerina suggested was that J.K Bhatti receives \$2500 & L. Hunter a \$1000 but as R. Paris suggested it's the Board's interpretation that matters the most.

K.S Gill suggested if we go by what time they both had applied for the academic allowance, L. Hunter was a director hence should receive \$1000 and J.K Bhatti was Vice-president and should receive less than \$2500, as the amount of time serving in position was only one month, hence as Board we prorate the amount.

O. Aroge suggested that the Board should postpone this decision till the next Board meeting, if possible, as by then R. Valencerina shall be present to help them make an informed decision.

As chair A. Ramos seconded the suggestion and said that they would like to close the discussion and ask for a mover to table the motion for next time.

D.A Thomas expressed that they don't see value in tabling the motion and the Board should go by the Policy Manual and their interpretation of it.

Motion:

To table the motion to next BOD meeting

O. Aroge/P. J Martinez

3-4-0

Motion denied.

Motion:

WHEREAS Section 2.12 of the Board of Directors Policy manual states that Directors with sufficient grades shall be eligible to receive an academic allowance of up to \$1,000 per Director, and up to \$2,500 for the President and Vice President; and

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BE IT RESOLVED that the Board of Directors approves the academic allowance for the above Directors, for the Winter 2022 semester.

J. Baldonado/D. A Thomas

3-2-2

Motion carries

7.4 Board-Executive Director Delegation

No business was conducted in the current meeting.

8.0 Required Approvals

No business was conducted in the current meeting.

9.0 Ownership Linkages

No business was conducted in the current meeting.

Break for 5mins by unanimous vote 7:16 pm

Reconvened at 7:22 pm

10.0 Board Education

a.) Outlook 101 (Basic Session)

S. Sunra gave a presentation to the Board and answered questions. Upon the Boards request she included made/added two more slides to the PPT and shared the PPT with the Board post meeting.

11.0 Monitoring CEO Performance

No business was conducted in the current meeting.

12.0 Monitoring Board Performance

a) Reports from Directors:

H.P.A Nguyen asked the Board as she is part of the Policy Invigilation subcommittee, if anyone has any comments or questions, and asked if she could circulate policy.



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R. Paris suggested that if Susan Bornhorst wanted to keep the report confidential, she would have let H.P.A Nguyen know but what she could do if she is not clear on the confidentiality policy is, to ask for student feedback without sharing the draft policy.

O. Aroge suggested that the information in the document is very good but it's confidential hence seconded what R. Paris suggested.

D.A Thomas congratulated the Board on submitting good quality reports and announced that they have been elected as the CSA Chair for 2022-23, one of the ASEC Board of Directors for 2022-23 & also elected Vice Chair of ASEC. The Board & staff congratulated them.

D.A Thomas also asked A. Ramos about their CASA experience. A. Ramos replied that he met a lot of people and student leaders pan Canada and got great exposure and perspective on governance & policy reading. He also informed the Board that he has joined the College & Polytechnic Advisory group and met with the National Advisory Committee.

O. Aroge asked D.A Thomas about their meeting with the Student Development Council. D.A Thomas confirmed that the council wanted their perspective on programs on campus. They suggested to the council that email isn't the best way to reach out to students as most of them don't look at their emails. They also informed the Board about a Mentorship program, where if you are a 1st year student, you shall be mentored by a 3rd or 4th year student where the mentor shows you around and shares relevant information about the campus and the program and if anyone from the Board was interested should let them know what they think. D.A Thomas mentioned that it's a great idea and that the Board would love the opportunity to work with SAIT regarding this program and shall let them know after discussing it with the BODs.

J. Baldonado spoke about his meeting regarding ownership linkages and having an introduction to SAIT officials. He mentioned that he got to talk to prospective international students looking to study at SAIT and some facilities SAITSA offers: Health & Dental, Grant program etc. He said he shared that SAIT is an inclusive and compassionate institution and good space for students. He also had a summer orientation session for onboarding with the students. He mentioned that H.P.A Nguyen was there as well and they had a table set up, spoke about Saitsa, had a raffle and a prize wheel!

P.J Martinez shared that he & K.S Gill are liaisons for the International Center, and they had an interaction with Susan Bornhorst about the volume of international students. He informed the Board that the International Centre now has 3 new positions to help support the influx of the students and discussed about having an action plan for them, equip them more about academic misconduct from the very beginning. K.S Gill said, the Centre asked for Saitsa's support for the orientation month and talked about discussing housing issues and class representation with the students.

R. Paris informed the Board that during her meeting with Catherina Lintlant, she was asked for a Board liaison for the Learners & Academic Services and if the Board could discuss it amongst themselves at the Board huddle. She explained that there will be a monthly strategic meeting which the Board liaison shall have to be part of and that Riyanti Poerba, manager Student Experience shall also be a part of those. R. Paris also mentioned that now there are two different centers: Learner services and Academic services and Catherine Linlant is Director, Learner Services. D.A Thomas confirmed with R. Paris that at the next Board meeting they shall be taking it up.



13.0 Information Requested by the Board

No business was conducted in the current meeting.

14.0 Nice to Know

a.) Upcoming Saitsa Events gave updates

S. Sunra presented the Saitsa events list to the Board for the month of June. She also made two announcements: a reminder about the in-person Suicide intervention Training that is mandatory to attend on the 17th of June, as part of being on the Mental Health project and another about the mandatory Governance Coaching, to be attended in person on the 30th of June.

R. Paris mentioned Susan Radke’s email, and that she has requested to do a presentation with the Board and let them know what her role entails, just like a meeting the Board had with the Ombudsperson. R. Paris clarified it to the Board that if they are involved in the panel hearing it is different from supporting students, as it needs an impartial body, so one needs to consider that there are other people on the panel. It’s important to remain impartial and not speak to the student. If one is already talking to the student, they need to declare it or not be on the panel, be impartial to the panel position. She intended to clarify that being on the panel is different from supporting students with academic misconduct.

P.J Martinez asked if R. Paris, if Susan Bornhorst needs a liaison for Academic Integrity council, and she clarified that K.S Gill and H.P.A Nguyen are on there.

H.P.A Nguyen asked R. Paris how she needs to prepare if called for an appeal.

R. Paris explained that confusion can occur and advised that H.P.A Nguyen send her any communication she has received about being called to an appeal and that then she will be in a better position to let her know. P.J Martinez commented that he spoke to Susan Bornhorst regarding the same and she explained that if you are asked by the student, you support the student and if you are approached by Susan you are on the panel.

15.0 In-Camera Session

Motion:

To go In-camera without staff at 8:26 pm

P.J Martinez/D. A Thomas

Motion carries

To go Ex-camera without staff at 8:45 pm

P.J Martinez/D. A Thomas

Motion carries



16.0 Self-Evaluation & Governance Processes

No business was conducted in the current meeting.

17.0 Questions/Adjournment

The meeting was adjourned at 8:46 pm by general consent.