



Saitsa Board of Directors Meeting Minutes

February 2nd, 2026, at 5:00 p.m. – AA117

Board Attendance:		
Hannah Mae Tolentino	President	Voting Member
Cam Toan Do	Director	Voting Member
James Kyle	Director	Voting Member
Karan Gill	Director	Voting Member
Kim Lutao	Director	Voting Member
Mayur Brahmbhatt	Director	Voting Member
Rushika Amin	Director	Voting Member
Silve Rahman	Director	Voting Member
Marc Stromme	Saitsa - Chief Executive Officer	Non-Voting
Christina Matisons	Board Advisor	Non-Voting
Guests:		
Nara Larkin	Saitsa - Manager, Governance & Advocacy	Non-Voting
Nicolle Gomez	Saitsa - Program Coordinator, Governance & Advocacy	Non-Voting
Tosin Ajibulu	Saitsa – Admin. Coordinator, Governance & Advocacy	Non-Voting
Irene Yoo	PBAS Representative	Non-Voting
Owen Ralph	PBAS Representative	Non-Voting
Regrets:		

Agenda item

1.0 Call to Order:

H. Tolentino called the meeting to order at 5:00 p.m.

2.0 Acknowledgement of Traditional Indigenous Territories

M. Brahmbhatt recited the Land Acknowledgement.

3.0 Conflict of Interest Check

H. Tolentino performed a conflict-of-interest check
No conflicts of interest were disclosed.



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4.0 Approval of the Agenda

4.1 Regular Meeting of the Board of Directors on February 2nd, 2025

J. Kyle inquired regarding the rationale for tabling the meeting as it was suggested the designation be amended to "Special." M. Stromme clarified that because the established protocol for a special meeting had not been followed, no such amendment could be made, and that the minutes must accurately reflect the agenda as provided by the board.

Motion: To approve the agenda as presented.

First: S. Rahman

Second: J. Kyle

All in favour (**Motions carries**)

5.0 Adoption of Minutes of Last Meeting

5.1 Emergency Meeting of the Board of Directors on December 8th, 2025.

Motion: To approve minutes of the regular meeting of the Board of Directors held on December 8th, 2025, as presented.

First: S. Rahman

Second: C. Do

All in favour (**Motion carries**)

5.2 Regular Meeting of the Board of Directors of January 5th, 2026

Motion: To approve minutes of the regular meeting of the Board of Directors held on January 5th, 2026, as presented.

First: J. Kyle

Second: R. Amin

All in favour (**Motion carries**)

6.0 Presentations

6.1 In-Camera Session

Motion: To approve the Board of Directors to go on camera at 5:04 p.m.

First: S. Rahman

Second: M. Brahmhatt

All in favour (**Motion carries**)

I. Yoo joined the meeting at 5:07 p.m.

6.2 Off-Camera Session

Motion: To approve the Board of Directors to go out of camera at 6:00 p.m.

First: J. Kyle

Second: S. Rahman

All in favour (**Motion carries**)



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7.0 Items for Decision

7.1 Decision: EL-10-2 Mandatory Health & Dental Fees

Motion: WHEREAS The Board of Directors policy EL-10-2 states that the CEO shall not change mandatory health and dental fees; and

WHEREAS Representatives from PBAS have provided the Board with appropriate information and professional opinions regarding the health and dental fees.

BE IT RESOLVED that the Board of Directors sets the Saitsa Health Plan fee at **\$208** for the 2026-2027 academic year; and

BE IT RESOLVED that the Board of Directors sets the Saitsa Dental Plan fee at **\$194** for the 2026-2027 academic year.

First: R. Amin

Second: M. Brahmhatt

All in favour (**Motion carries**)

I. Yoo and O. Ralph left the meeting at 6:03 p.m.

7.2 Vice-President Selection

7.2.1 Receipt of President Resignation

Motion: WHEREAS Abe Armagan has submitted a written resignation from the offices of President, Chair, Chief Governance Officer, and Director of the Saitsa Board of Directors, effective immediately; and

WHEREAS the Saitsa Bylaws permit a Director to resign by providing written notice to the Corporate Secretary;

BE IT RESOLVED THAT the Board of Directors formally receive and enter into the record the resignation of Abe Armagan from the offices of President, Chair, Chief Governance Officer, and Director, effective immediately.

First: J. Kyle

Second: C. Do

All in favour (**Motion carries**)

7.2.2 Recording of Presidential Succession

Motion: WHEREAS the office of President of the Saitsa Board of Directors has been vacated as a result of the resignation of Abe Armagan; and

WHEREAS the Saitsa Bylaws provide that, upon a vacancy in the office of President, the Vice-President shall assume the office of President for the remainder of the term;



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BE IT RESOLVED THAT the Board of Directors acknowledge that Hannah Mae Tolentino, as Vice-President, has assumed the office of President for the remainder of the term in accordance with the Saitsa Bylaws.

First: J. Kyle

Second: R. Amin

All in favour (**Motion carries**)

7.2.3 Appointment of Vice-President

C. Do nominated J. Kyle. J. Kyle accepted the nomination. No further nominations were presented.

Motion: WHEREAS the office of Vice-President of the Saitsa Board of Directors is vacant; and

WHEREAS the Saitsa Bylaws require the Board of Directors to select a Vice-President from among the current Directors to serve for the remainder of the term;

BE IT RESOLVED THAT the Board of Directors appoint James Kyle, Director, to the office of Vice-President for the remainder of the current term.

First: R. Amin

Second: K. Gill

H. Tolentino, C. Do., K. Gill, K. Lutao, M. Brahmbhatt, R. Amin, and S. Rahman in favour
J. Kyle abstained

(Motion carries)

7.3 Academic Allowance

Motion: WHEREAS Board of Directors Policy GP-8 entitles Directors who meet eligibility requirements to an academic allowance that shall not exceed the amount of tuition paid for the respective semester; and

WHEREAS The Directors indicated below, have submitted documentation demonstrating that they have passed their courses and validating the total amount of tuition paid for the Fall 2025 semester.

BE IT RESOLVED that the Board of Directors approves the academic allowances for the following Directors:

Cam Toan Do \$1,000

Mayur Brahmbhatt \$1,000

Silve Rahman \$1,000



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First: K. Lutao

Second: J. Kyle

H. Tolentino, J. Kyle, K. Gill, K. Lutao, and R. Amin in favour
C. Do, M. Brahmhatt, and S. Rahman abstained.

(Motions carries)

7.4 Comprehensive Release of Historical Board Minutes (2016–2025)

J. Kyle noted receiving inquiries from former, current students and SAIT and suggested that making the minutes public would enhance transparency and assist future candidates in understanding the role. (M. Stromme advised to keep in mind there was a legal matter pertaining) S. Rahman stated she had not received similar inquiries. C. Matisons clarified that documents are available to members, which does not mean full public access. C. Matisons also advised that detailed summaries as recently requested, might discourage candid discussion among board members. (R. Amin inquired about the legal matter mentioned by Stromme). R. Amin agreed that a priority would be to protect the board and organization legally.

N. Larkin suggested conducting a scan of other student unions. The board generally agreed with this approach.

J. Kyle recommended getting legal advice before deciding and tabling the decision. M. Stromme advised that students may submit formal requests to Governance and Advocacy Office to get access to previous minutes. N. Larkin noted that the advocacy page is being updated to improve accessibility to documents and processes. S. Rahman supported C. Matisons' concerns, noting that high levels of detail in the minutes may negatively impact board cohesion. C. Do inquired whether the minutes must be accessible to SAIT or to the membership. M. Stromme clarified that the minutes must be available to the membership only.

Motion: To table the decision for Comprehensive Release of Historical Board Minutes (2016–2025) to the next board meeting (and after legal advice has been provided).

First: S. Rahman

Second: M. Brahmhatt

All in favour **(Motions carries)**

7.5 Establish a Governance Committee

J. Kyle presented the item to establish a committee in charge of the governance review of policies and bylaws to ensure compliance, confirming that the Terms of Reference (TOR) would be prepared for the next meeting. S. Rahman expressed concerns regarding the workload for future directors if the process remained director-led. J. Kyle emphasized the committee will be working with lawyers and that governance is a Board responsibility which



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would be addressed by the committee. J. Kyle noted his intent to address concerns arising from the former President's resignation. In response to an inquiry from S. Rahman, J. Kyle clarified that the committee composition is mandated by the bylaws to include four or five directors and the Chief Returning Officer.

H. Tolentino sought clarification on the participation of lawyers in the committee's governance work. M. Stromme advised that any committee formed must work within existing policies and ensure information is shared across the entire Board and that the work would be focused on the policy manual (GP sections). In response to J. Kyle's inquiry regarding legal involvement in the policy manual review, M. Stromme clarified that legal counsel would not be involved and recommended consulting the governance coach instead.

S. Rahman requested the TOR be presented before any formal decision. M. Stromme designated N. Larkin as his proxy should the Board proceed with a committee and reminded the board about the policy review schedule in the policy manual. N. Larkin emphasized resources available for governance matters such as the summer policy student for review and the governance coach for guidance, noting that committees can sometimes delay results. R. Amin also requested the TOR for review.

J. Kyle encouraged the Board to vote in favor of the initiative and allow for amendments after the TOR was presented; The Board rejected this approach and requested the motion be tabled. K. Lutao requested that the TOR be shared with the Board prior to any future decision.

Motion: To table the decision to Establish a Governance Committee to the next board meeting once Terms of Reference (TOR) are shared with the board.

First: S. Rahman

Second: R. Amin

H. Tolentino, C. Do., K. Gill, K. Lutao, M. Brahmhatt, R. Amin, and S. Rahman in favour

J. Kyle opposed

(Motion carries)

7.6 Board Documentation Requirement

J. Kyle presented a proposal and motion to ensure compliance with bylaws regarding the timely posting of agendas, detailed minute drafts, approved minutes and supporting documents, noting that this matter had been highly discussed previously during SAIT executive meetings. He stated that minutes should be made available within 30 days and that the minute should include details of discussion items.

M. Stromme provided context on previous challenges, noting an instance where draft minutes were posted, the draft was correct but taken out of context by as board member, generating conflict. M. Stromme clarified that the meeting agenda is predetermined by a multi-year cycle



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found in the Policy Manual and that, while board reports should be accessible, other supporting documents remain confidential. It was noted that Board members frequently refrain from making their reports public due to concerns regarding potential impacts on their future professional careers. M. Stromme stated that the proposed bylaw amendments were intended to align requirements with current board practices. C. Matisons noted that organizations often deviate from literal bylaw interpretations, which necessitates periodic updates. R. Amin advised against posting draft minutes and recommended that board reports be transferred internally to successor boards rather than being made public to protect directors' professional interests. S. Rahman requested clarification of the items mentioned in the motion. J. Kyle clarified that the primary focus remained on the timely posting of minutes and agendas; he proposed amending the motion to exclude supporting documents while ensuring that meeting discussions are accurately captured and posted within the required timeframe, noting that the December minutes remained outstanding. He added emphasis to adding summaries for discussion for transparency, for students and for future directors to have context. S. Rahman emphasized that an agreed-upon transition process for the incoming board would be the appropriate mechanism for providing context, rather than exhaustive public records. R. Amin specifically noted that the discussion item related to the previously tabled item (7.4)

C. Matisons clarified that there is no prescribed timeframe for making minutes accessible to the general public and that the 30-day requirement specifically pertains to making them available to the membership. C. Matisons, S. Rahman, and R. Amin cautioned that extensive summaries for minutes could cause discomfort and hinder open board deliberations. M. Stromme advised that fulfilling the requirement for detailed minutes would necessitate hiring additional skilled staff or conducting meetings online to utilize automatic transcription.

S. Rahman also inquired about the potential long-term impact of such detailed public records on directors' professional futures. R. Amin confirmed that the current level of detail requested made her hesitant to share concerns and advocated for brief summaries instead.

N Larkin left meeting at 6:50 p.m.

Motion: To table the decision for Board Documentation Requirement to the next board meeting and huddle.

First: R. Amin

Second: S. Rahman

H. Tolentino, C. Do., K. Gill, K. Lutao, M. Brahmhatt, R. Amin, and S. Rahman in favour

J. Kyle opposed

(Motion carries)



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8.0 Policy Items for Decision

8.1 EL-12 Clubs

Motion: BE IT RESOLVED that the Board of Directors have reviewed the contents of EL-12, Clubs and determined that no changes are necessary at this time.

First: J. Kyle

Second: K. Lutao

All in favor (**Motion carries**)

8.2 GP-13 President & Vice-President Selection

Motion: BE IT RESOLVED that the Board of Directors have reviewed the contents of GP-13 President & Vice-President Selection and determined that no changes are necessary at this time.

First: R. Amin

Second: S. Rahman

All in favour (**Motion carries**)

S. Rahman inquired regarding the sequence of elections and whether the Vice-President could be selected prior to the President. M. Stromme clarified that the current order is established because candidates who are not successful in the presidential election often express interest in contesting the Vice-Presidential position.

9.0 Monitoring Board Performance

9.1 Linkages Dashboard

No motion is required.

No significant volume of linkages was recorded on the platform for the reporting period.

9.2 Director Reports for Review & Discussion

It was recorded that no reports were submitted by the Board. S. Rahman requested a technical review of the reporting interface to prevent the page from refreshing and losing data. C. Matison acknowledged the request and agreed to review the issue.

No motion is required.

10. Monitoring CEO performance

10.1 EL-4 Interim Financial Condition and Activities

Motion: BE IT RESOLVED that the Board of Directors has assessed the interim monitoring report for EL-4, Financial Condition and Activities and finds that it demonstrates compliance with a reasonable interpretation of the policy.

K. Lutao inquired regarding the status of restricted funds that are now appearing as unrestricted. M. Stromme clarified that a referendum held in 2008 was not properly documented, resulting in unrestricted funds showing as restricted until the documentation



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was corrected in the previous year (2024). It was confirmed that the funds are currently internally restricted by the Board and appear as such on the balance sheet, rather than being externally restricted by a third party.

In response to an inquiry from S. Rahman regarding specific line items, it was clarified that the expenses pertained to performers from The Gateway.

First: J Kyle

Second: C. Do

All in favour (**Motion carries**)

10.2 EL-7 Compensation and Benefits to Staff

Motion: BE IT RESOLVED that the Board of Directors has assessed the interim monitoring report for EL-7 Compensation and Benefits to Staff and finds that it demonstrates compliance with a reasonable interpretation of the policy.

J Kyle

First: R Amin

Second: M Brahmbhatt

All in favour (**Motion carries**)

11. In-camera session

11.1 In-Camera Session

Motion: To approve the Board of Directors to go on camera at 7:13 p.m.

First: C. Do

Second: J. Kyle

All in favor (**Motion carries**)

11.2 Off-Camera Session

Motion: To approve the Board of Directors to go out of camera at 7:41 p.m.

First: J. Kyle

Second: C. Do

All in favor (**Motion carries**)

12. Meeting Self-Evaluation Form

12.1 Self-Evaluation Form

The Board members submitted their self-evaluation forms through the link provided.

No motion is required

13. Adjournment

H. Tolentino adjourned the meeting at 7:46 p.m.