

PUBLIC MEETING/BOARD OF GOVERNORS
5:00 p.m., June 3, 2003
SMED Boardroom MA317, Heritage Hall

CHAIR: Doug Mitchell

GOVERNORS PRESENT: Al Browne
Dave Buffett
Marcel Carpenter
Norm Donaldson
Irene Lewis
Bill Maxwell
Robert Pierce
Ruth Ramsden-Wood
Beth Reimer-Heck
Michael Rott
Kat Tsakumis

GOVERNORS EXCUSED: John Aldred
Brent Altwasser
Frank Duffin
Blaine Favel

RESOURCE PERSONS: Michael Dyer, Vice President, Employee and Student Services
Guy Mallabone, Vice President, External Relations
Gord Nixon, Vice President, Academic
Keith Pedersen, Vice President Finance and CFO

INVITED GUESTS: Alan Elliott, Instructor /Lawyer, Business and Tourism *(Item 7)*
Irene Langille, Executive Advisor to Vice President Academic *(Item 7)*
Alex Zahavich, Dean, Manufacturing and Automation *(Item 7)*

EXECUTIVE ASSISTANT:

Marg McKelvey

PRELIMINARIES

1. CALL TO ORDER/INTRODUCTIONS

The Chair called the public meeting to order at 5:00 p.m. and extended a special welcome to all guests. He then established protocol for the meeting. The business of the meeting is for the discussion of Board members and resource individuals presenting at the request of the Board. Members of the public or others in attendance are observers only and are not entitled to speak or ask questions at the meeting – questions should be submitted in writing to Marg McKelvey.

2. REVIEW AND APPROVE AGENDA

MOVED by Kat Tsakumis and **SECONDED** by Norman Donaldson that the agenda for the June 3, 2003 public meeting of the Board be approved with the addition of item 15. a) SAITSA Report.

MOTION

Carried

3. DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest declared. Bill Maxwell indicated that he will abstain when the vote is taken on Policy A.14 - Intellectual Property.

CONSENT AGENDA

4. APPROVAL OF ITEMS ON BOARD'S CONSENT AGENDA

MOVED by Kat Tsakumis and **SECONDED** by Ruth Ramsden-Wood that the Board of Governors approve the following items on the Board's Consent Agenda as submitted:

MOTION

- Approval of Minutes of March 24, 2003 Public Meeting of the Board
- Board Representatives on Academic Council
- Policy A.8 - Recognition of Prior Learning
- Policy B.8 - Procurement
- Policy B.9 - Professional Services
- Policy B.12 - Travel, Subsistence and Moving Expense Allowances
- Procedure B.16.1 - Signing Authority
- Policy F.2 - Compliance with the Freedom of Information and Protection of Privacy Act
- Policy H.3.4 - Employee and Family Assistance Program (EFAP)
- Policy H.1.7 - Discrimination
- Policy H.7.1 - Vacation

Carried

COMMITTEE/WORK TEAM REPORTS

Audit and Financial Governance Committee – In John Aldred's absence, Doug Mitchell reported that the Committee met on May 21st. He asked Keith Pedersen to report on the following item from that meeting:

5. TUITION FEES – FEES SCHEDULE

The average tuition fee increase recommended for 2003-04 is \$267, as permitted by Alberta Learning. For 2004-05 and 2005-06, recommended increases are \$275 and \$284 respectively. Included in the agenda package was a schedule showing proposed tuition fee increases for 2003-04, 2004-05 and 2005-06.

Dave Buffett joined the meeting 5:10 p.m.

MOVED by Marcel Carpenter and **SECONDED** by Al Browne that the Board of

MOTION

Governors approve the 2003-2004 Tuition, Lab and Materials, Campus Recreation/Athletic, Universal Transit Pass, General and Miscellaneous Fees as per the schedule provided.

Carried Unanimously

6. ACAD/SAIT BRIDGING AGREEMENT

At the time of ACAD's autonomy from SAIT in 1985, the two institutions signed a Bridging Agreement. When ACAD separated from SAIT, they were given part of SAIT's government grant. The portion of our grant given was to cover all services not specifically provided for within the agreement. It was proposed that the agreement be renewed for a two-year period commencing July 1, 2003 to June 30, 2005. Changes to the agreement were highlighted in red. ACAD supports the proposed changes. Although the building is owned by SAIT, ACAD has a lease agreement with SAIT. ACAD is responsible for any changes to the interior.

MOVED by Norm Donaldson and **SECONDED** by Ruth Ramsden-Wood that the Board of Governors approve the renewal of the ACAD/SAIT Bridging Agreement for the period July 1, 2003 to June 30, 2005 as presented to the meeting.

MOTION

Carried Unanimously

Governance and Priorities Committee – Ruth Ramsden-Wood reported that the Committee met on May 14th. She reported on the following items from that meeting:

7. POLICY A.14 – INTELLECTUAL PROPERTY

The policy on the management of Intellectual Property was developed through Academic Council and provides employees with a clear direction on incentives, ownership position and the protection of intellectual property that they generate while employed by SAIT. The policy eliminates confusion and uncertainty and directly supports an environment that promotes, encourages and nurtures idea generation and innovation. The policy was developed over a three-year period and has followed the steps in the policy review process. The policy provided direction on how intellectual property will be managed at SAIT and addresses four key areas: (1) protection, (2) ownership, (3) commercialism and (4) incentives for idea generation. This policy will be A.14 and the procedure will replace the current Policy A.14.1 - Copyright Ownership.

MOVED by Ruth Ramsden-Wood and **SECONDED** by Michael Rott that the Board of Governors approve Policy A.14 – *Intellectual Property*. This policy will be reviewed annually.

MOTION

Discussion

- Alex Zahavich, Irene Langille and Alan Elliott were available to respond to the questions raised by Board members – all three individuals served on the Policy Review Committee. The mandate of the first committee was to assess current practices. The Committee was expanded to include copyright officers and representatives from SAIT's various campus constituent groups.
- The Committee did extensive research and reviewed intellectual property policies from other post-secondary institutions. The draft policy and procedures were then developed and presented to Executive Management, Deans' Council, Academic Council and Management Council for feedback – all supported the policy and procedure.
- Circulated at the meeting was a letter from the SAFA President expressing some concern that the proposed policy is not consistent with the requirements of SAFA's Collective Agreement. Alex Zahavich reported that the policy/procedure was thoroughly reviewed by SAIT's legal counsel who indicated that SAIT is in accordance with copyright law and since the

Collective Agreement speaks to following copyright law SAIT is also in accordance with the Collective Agreement. SAIT will not do anything outside of copyright and patent laws.

- *What would happen if SAFA still feels that they have a legitimate concern – what recourse do they have?* There is a clause in the Collective Agreement that allows SAFA to go to independent arbitration.
- Page 88 - second paragraph from bottom/“an individual who has made a substantial intellectual contribution...”. *Who defines “substantial”? How is it measured?* Legal counsel would determine this. A mechanism for review has been included.
- Page 88/The definition of “creator” under definitions appears to be inconsistent with the definition used under the policy scope. The definition tries to address all potential creators. The definition under the scope section of the procedures refers to scope of the policy.
- Page 91/Revenue Sharing – *Would the creator and SAIT share portions of net revenue? Who would determine net revenue and share?* The net revenue would be determined after the payment of all operating costs, and proportionate share to creator and SAIT are described in the Intellectual Property procedures. In the case of disputes that are not resolved informally, a mediator would be appointed with ultimate arbitration provided by the President and CEO.
- *What happens if a company sponsors a chair and that person comes up with an idea that results in a product? Have they given away individual rights?* Alex Zahavich provided an explanation. Some companies will ask for full ownership. It is done on a case-by-case basis.

Carried

In Favour: 10
Opposed: 0
Abstained: 2 (M. Carpenter/B. Maxwell)

8. NAMING – e-LEARNING CENTRE

EnCana donated \$1 million to SAIT’s Invest in Technology Campaign and designated it to three specific areas. One of the areas of support was to develop networked learning initiatives at SAIT that support our students in their electronic learning environments both on and off campus. The Networked Learning Centre currently exists as a unit of the Centre for Learning.

MOVED by Ruth Ramsden-wood and **SECONDED** by Kat Tsakumis that the the Board of Governors approve naming the existing Networked Learning Centre the “*EnCana eLearning Centre*” for a period of 10 years from the date of Board approval.

MOTION

Carried

9. BOARD GOVERNANCE AT SAIT BROCHURE

Each year the President and the Executive Assistant to the Board are asked a number of governance-related questions. These requests come from staff, students and occasionally the external community. To respond to many of the questions, a Board brochure was developed which provides answers to the most frequently asked questions. Rather than have the brochure printed, it was considered to be more cost effective and efficient to place this information on the Board’s website to be accessed by SAIT’s internal and external constituencies.

MOVED by Ruth Ramsden-Wood and **SECONDED** by Beth Reimer-Heck that the Board of Governors approve placing “Board Governance at SAIT” on the Board’s Website.

MOTION

Carried Unanimously

10. REVIEW OF BOARD ORIENTATION PROCESS

The Board orientation process was developed as a means of providing a new Board member with an understanding of, and identification with, SAIT. The proposed changes were outlined in the agenda package. The Governance and Priorities Committee also emphasized the importance of assigning mentors for newly appointed Board members to bring them up to speed on Board operations and issues. Also a one-on-one tour of campus by a Vice President prior to the Board member's first meeting would be most beneficial for new members.

MOVED by Ruth Ramsden-Wood and **SECONDED** by Kat Tsakumis that the Board of Governors approve the revisions to the orientation process for SAIT's Board of Governors as presented.

MOTION

Carried

11. BOARD SELF-EVALUATION

The last Board self-evaluation survey was conducted in April 2001. The purpose of the survey was to solicit Board members' perceptions of how effectively the Board meets its responsibilities and to identify areas where the Board could improve its performance. The Governance and Priorities Committee supported conducting a self-evaluation survey in early June using the 2001 model. The survey was circulated to current Board members with a deadline of June 9th for responses. Responses will be tabulated and an analysis completed and shared with Ken Balmer, facilitator for the Board's September Planning Session.

12. BOARDS OF GOVERNORS' PROVINCIAL WORKSHOP

The 2004 Workshop will be held at the Banff Centre May 6-8, 2004. The specific objectives for the Provincial Workshop were outlined in the agenda package. The Organizing Committee will be composed of representatives from Bow Valley College, the Banff Centre, SAIT and the Association of Alberta Public Colleges and Technical Institutes. Marcel Carpenter and Clarisa Wagner will be the Board's representatives on the Committee. The first meeting of the Organizing Committee will take place in June – date and location to be confirmed.

OTHER REPORTS

13. ACADEMIC COUNCIL

The April 8, 2003 minutes were included in the Board's agenda package. No discussion.

14. CHAIR'S REPORT

The Board Chair reported on the following:

- On May 23rd he attended SAIT's Graduation Ceremonies and the reception in honor of SAIT's Honorary Degree recipients. Special thanks was extended to all Board members who were able to attend.
- Attended the June 3rd Chairman's Circle Breakfast Meeting. The topic was "*Future Issues Affecting Trades and Technology*". The meeting was well attended and excellent feedback provided. The discussions will be summarized and shared with all members by the end of June.
- Special thanks to the Board and Executive Management for their support throughout this fiscal year.

15. PRESIDENT'S REPORT

The President reported on the following:

- Basic Utility Vehicle designed and built by Manufacturing and Automation for a competition sponsored by the Institute for Affordable Transportation in Indianapolis. Designed to be used in rural areas in developing countries. The instructor and five students competed against 13 major engineering universities and colleges across the US. SAIT was the only Canadian Team.
- Western Canadian Robot Games were held at SAIT on May 10th. The games were designed to encourage interest in science and technology by using personally designed robotics. Craig Maynard, instructor, ICT Department played a key role in this event and shared his expertise with others.
- Two SAIT students won first prize in the Student House Design Competition in May – Canadian Home Builders Association.
- Explore Information Technology (IT) – 300, Grade 9 girls from 100 schools visited SAIT, Mount Royal College and University of Calgary to explore IT opportunities – to learn about global positioning, 3-D mapping, robotics, web design and graphic design.
- Young people from Grade 7/Calgary French School attended SAIT for a week to attend the Robotics camp – taught them how to program a design, build and use their models.
- Bill 43 Post-Secondary Learning Act has received first reading – combines colleges, universities, technical institutes and Banff Centre Acts. Will receive final reading in the fall. The Council of Presidents will be asked if they have any feedback before the Act goes for final reading.

16. SAITSA PRESIDENT’S REPORT

Stu Sherry, newly elected SAITSA President, reported that ACTISEC will be reviewing Bill 43. ACTISEC, a lobby group for students, has two SAITSA members on their Board – Stu Sherry/Chairperson and Scott Lyons/Treasurer.

INFORMATION

The following information was included in the Board’s agenda package: (1) Invest in Technology Campaign Update, (2) Update on Board/Department Visits and (3) Policy/Procedure Review Process.

FUTURE AGENDA ITEMS

DATE, TIME, PLACE OF NEXT MEETING

5:00 p.m., Tuesday, September 30, 2003, SMED Boardroom – In-camera Board Meeting

MEETING EVALUATION FORM

Distributed for completion.

TERMINATION

MOVED by Kat Tsakumis and **SECONDED** by Dave Buffett that there being no other business on the motions duly moved and seconded, the public meeting of the Board adjourn at 5:50 p.m.

MOTION

Carried

Chair

President and CEO