


Minutes

STLHE
ANNUAL GENERAL MEETING
Thursday, June 21, 2012
Centre Mont-Royal
Montreal, PQ



Present: Jeanette McDonald, Margaret Wilson, Ann Jarvis, Judy Britnell, Susan Cowan, Janice MacMillan, Moira MacLoughlin, Danielle Bentley, Joanne Fox, Nancy Kern, Judy Chan, Sorel Friedman, Billy Streaan, Francis Jones, Tim Loblaw, Erika Kustra, Bonnie Fink, Elizabeth Campbell Brown, Jon Houseman, Esther Enns, Margaret-Anne Bennett, Natasha Hannon, Fiona Walton, Brent Maclaine, Philip Smith, Chan Choon Hian, Gary Hunt, John Parry, Anthony Roberts, Rosemary Polegato, Neil Haave, Clare Hasenkampf, Marion McKeown, Diane Bielicki, Kathy Snow, Roger Moore, Christopher Knapper, Everett Igbowa, Cindy Ives, Peter Rowley, Geoffrey Lee-Dadswill, Marcel D'Eon, Stephanie Chu, Christine Kurbis, Russell Day, Cheryl Amundsen, Zopito Marini, Pippa Lock, Calvin Kalman, Alex Fancy, Joy Mighty, Lynn Taylor, Ernest Biktimirov, A. Pearson, Ken Meadows, Bob Sproule.

Arshad Ahmad, STLHE President, welcomed everyone to the 2012 Annual General Meeting and introduced members of the Board of Directors. He formally called the meeting to order.

- 1. Approval of the 2012 Annual General Meeting Agenda**
MOTION—to approve the 2012 Annual General Meeting agenda (Billy Streaan). Seconded by Joy Mighty. Carried.
- 2. Approval of Minutes from the 2011 Annual General Meeting**
MOTION—to approve the minutes of the 2011 Annual General Meeting (Margaret-Anne Bennett). Seconded by Cheryl Amundsen. Carried.
- 3. President's Report—Arshad Ahmad**

Since 2011, the following milestones have been reached:

- A new vision statement and supporting goals for STLHE.
- Two new awards—the College Sector Educator Award and the Desire2Learn Innovation Award.
- Strengthened partnerships.
- Improved communication and an emphasis on bilingualism—website, bilingual newsletter, CJSOTL and CELT.
- Creation of Teaching and Learning Canada—a charitable arm of STLHE.
- Restructuring of the Society’s Board of Directors.

4. Treasurer's Report—Greg Berberich

Approval of the 2011 Draft Audited Financial Statements

MOTION—to approve the 2011 draft audited financial statements (Zopito Marini). Seconded by Bob Sproule. Carried.

- The Treasurer outlined the draft audited financial statements as prepared by the accounting firm of Nephin, Winter and Bingley, our appointed auditors.
- STLHE began 2012 with a healthy cash balance.
- The Canada Revenue Agency is not in favour of significant surpluses for not-for-profit organizations. So, the Board of Directors is trying to spend down the surplus to as to not attract attention.
- Significant legal fees were encountered through the charitable status application process.
- Jeanette McDonald asked what other plans we had in mind for reducing our surplus.
- Bob Sproule asked about potential future risks with regard to conferences, especially since there is no guarantee.
- The Treasurer responded by saying the Society had no plans to spend its entire surplus and will keep at least six figures in permanent reserve.
- Margaret-Anne Bennett asked why individual memberships had declined.
- In 2011, a decision was made to remove the collection of membership fees from annual conference registration. So, membership numbers dipped slightly.
- Expenses related to each of the Society’s awards are tracked separately.

Appointment of the Auditors for 2012

MOTION—to approve the accounting firm of Nephin, Winter and Bingley as the auditors for 2013 (Chris Knapper). Seconded by Joy Mighty. Carried.

5. Adjournment

MOTION—to adjourn the Annual General Meeting (Lynn Tylor). Seconded by Jeanette McDonald. Carried.

Special Meeting to Approve By-Laws (45 minutes)

1. MOTION—to accept the by-law changes for new award sub-committees (Denise Stockley). Seconded by Calvin Kalman. Carried unanimously.

PURPOSE—To set up the committees to adjudicate the new STLHE awards (Desire to Learn Innovation Award, College Sector Educators Award, 3M National Student Fellowship Award)

2. MOTION—To accept the by-law changes for changing the membership year (Sue Vajoczki). Seconded by Janice MacMillan. Carried unanimously.

PURPOSE—To enshrine in the by-laws the changes to the Membership year enacted last year.

3. MOTION—to accept the by-law changes for reconstituting the Nominating Committees for Board Directors (Ron Smith and Denise Stockley). Seconded by Janice MacMillan. Carried unanimously.

PURPOSE: The Nominating Committee has been reconstituted in the by-laws as a committee of Members of the Corporation (STLHE), instead of Members of the Board of Directors.

4. MOTION—To accept the by-law changes for *ex officio* officers (Glen Lopnow). Seconded by Ken Meadows. Carried unanimously.

PURPOSE: To resolve incorrect and inconsistent use of the term "ex officio" in the by-laws.

5. MOTION—To accept the by-law changes for restructuring the Board of Directors (Arshad Ahmad). Seconded by Peter Wolf. In favour—46, opposed—4, abstentions—9. Carried.

PURPOSE: To enact the changes in Board structure approved by the Board of Directors at their April Meeting with the intent to:

- a. Move to a portfolio-based, rather than regional-based constitution.
- b. Recognize the new charitable arm TLC/AME in the by-laws.
- c. Recognize the new position of Vice-President.
- d. Make the Board size more manageable.

Current Board Structure	New Board Structure
President	President
Past-President (voting)	Past-President (non-voting)
President-Elect (voting)	President-Elect (non-voting)
	Vice-President (<i>new</i>)
Secretary	Secretary
Treasurer	Treasurer
Chair, 3M Council	Chair, 3M Council
Chair, EDC	Chair, EDC
Chair, Publications	Chair, Publications
Chair, Memberships	<i>Removed</i>
Chair, Communications	Chair, Communications
Chair, Teaching Awards	Chair, Teaching Awards
Chair, Conferences	<i>Removed</i>
Chair, Bi-lingual Advocacy	Chair, Bilingual Advocacy
Chair, Partnerships	Chair, Partnerships
Chair, Scholarship of Teaching and Learning	<i>Removed</i>
	Chair, TLC/AME (<i>new</i>)
	Chair, College Advocacy (<i>new</i>)
Member-at-Large	<i>Removed</i>
Student Member-at-large	<i>Removed</i>
	Chair, Student Advocacy (<i>new</i>)
BC Rep	<i>Removed</i>
Alberta Rep	<i>Removed</i>
Saskatchewan/Manitoba Rep	<i>Removed</i>
Ontario Central Rep	<i>Removed</i>
Ontario NE Rep	<i>Removed</i>
Ontario SW Rep	<i>Removed</i>

Anglophone Quebec Rep	<i>Removed</i>
Francophone Quebec Rep	<i>Removed</i>
Nova Scotia Rep	<i>Removed</i>
Newfoundland, PEI, New Brunswick Rep	<i>Removed</i>
Northern Regional Rep	<i>Removed</i>
Francophone Canada Rep	<i>Removed</i>
Size = 29 Directors (Maximum)	Size = 14 voting + 2 non-voting Directors

Discussion

- Janice MacMillan asked if the Chair of the College Sector Educator Community SIG could represent the colleges on the Board of Directors. Since this is an elected position, the answer was “no.”
- The scholarship of teaching and learning (SoTL) is fundamental to several portfolios on the Board of Directors. As well, a recent membership survey indicated members felt advocacy and supporting SoTL in Canada were the most significant. Why are we making SoTL ubiquitous?
- SoTL can wax and wane. Important to make sure other areas, like educational development and technology, are also carried across the Board.
- SoTL will soon become an STLHE special interest group.
- We want to see more of the membership involved in the Society’s activities. We currently have seven award coordinators and some 50 volunteer adjudicators from across Canada.
- Some members were concerned about losing voting voices with regard to regions.
- All of the Society’s voting is carried out nationally.