



UNIVERSITY GOVERNANCE & POLICY



UNIVERSITY OF
WATERLOO

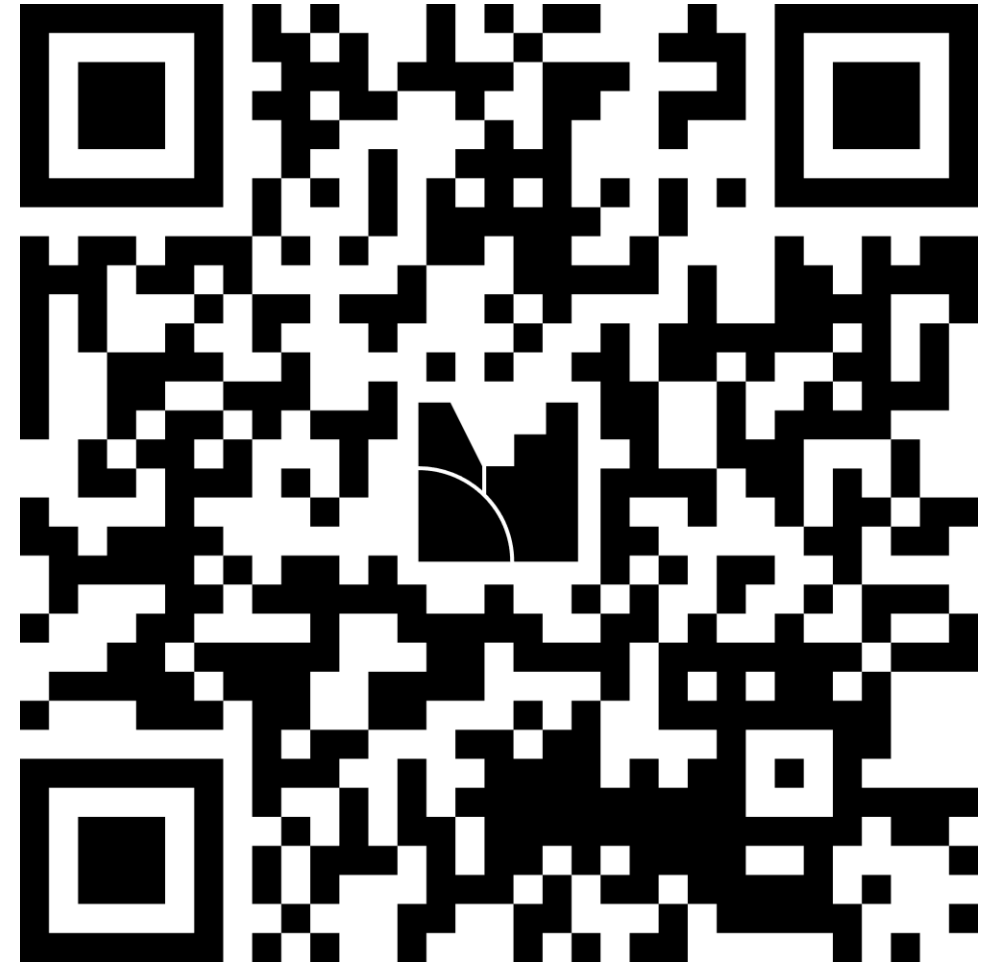
SESSION OBJECTIVES

- ✓ Explore the unique nature of university governance
- ✓ Discuss shared governance at the University of Waterloo
- ✓ Review the mandate and responsibilities of the UW Board of Governors and Senate
- ✓ Explore the UW policy framework
- ✓ Support education for academic leaders

1, 2, 3...

LET'S GO!

**QUESTION:
IN ONE WORD - WHAT DOES
GOVERNANCE MEAN TO YOU?**



WHAT IS GOVERNANCE?

*A **human-based** system by which an organization is directed, overseen and held accountable for achieving its defined **purpose**.*

ISO 37000:2021 International Governance Standard

WHAT MAKES UNIVERSITY GOVERNANCE UNIQUE?

Culture and Values Rooted in History and Tradition



Academic Self-Governance / Collegial Governance



Bi-cameralism

UNIVERSITY GOVERNANCE IN CANADA



UNIQUE GOVERNANCE CONTEXT

Shared Governance

- Usually bi-cameral with a Board and Senate (or equivalent)
- Academic self-governance = academic decisions made by those most impacted (i.e. faculty and scholars)

Legislative Context

- In Ontario, universities are governed by independent statutes (establishes governance structures)
- Subject to Broader Public Sector directives and related legislation

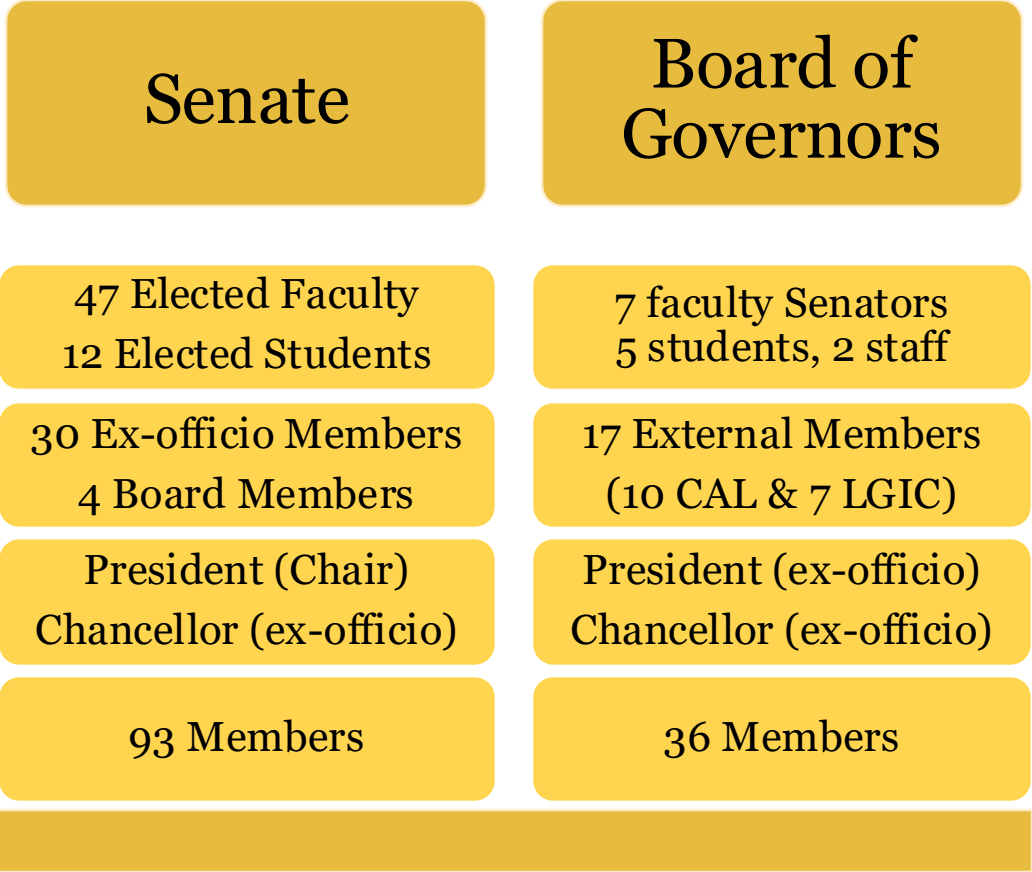
Regional Context

- Provincial jurisdiction over education is varied in terms of provincial appointees and in some cases selection of Board Chairs and Presidents (e.g. Newfoundland)
- Legislative framework varies (e.g. Alberta, BC and overarching legislation)

BI-CAMERAL GOVERNANCE AT WATERLOO



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BI-CAMERAL GOVERNANCE AT WATERLOO

The Board and Senate each has its own **focus**, yet the work of each is **fundamental** to the functioning of the University:

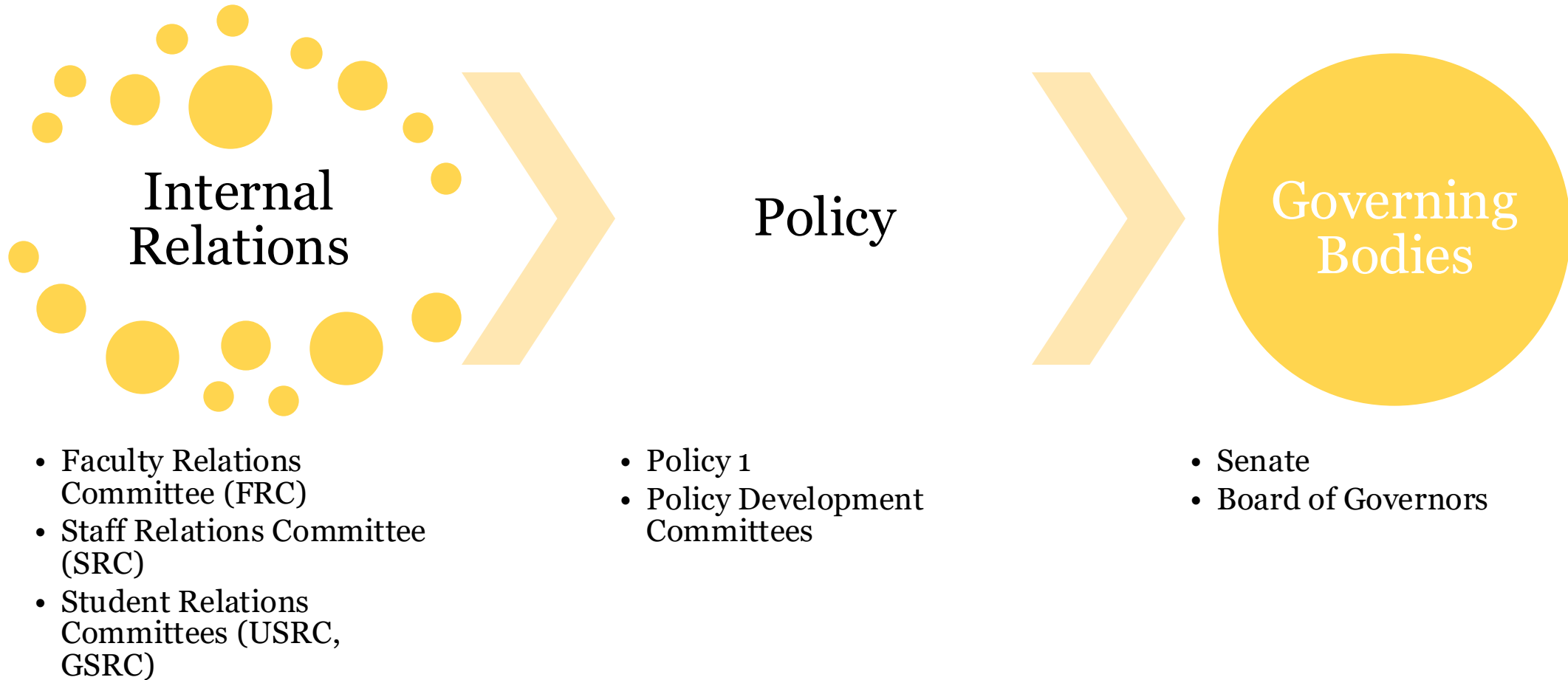
Board of Governors

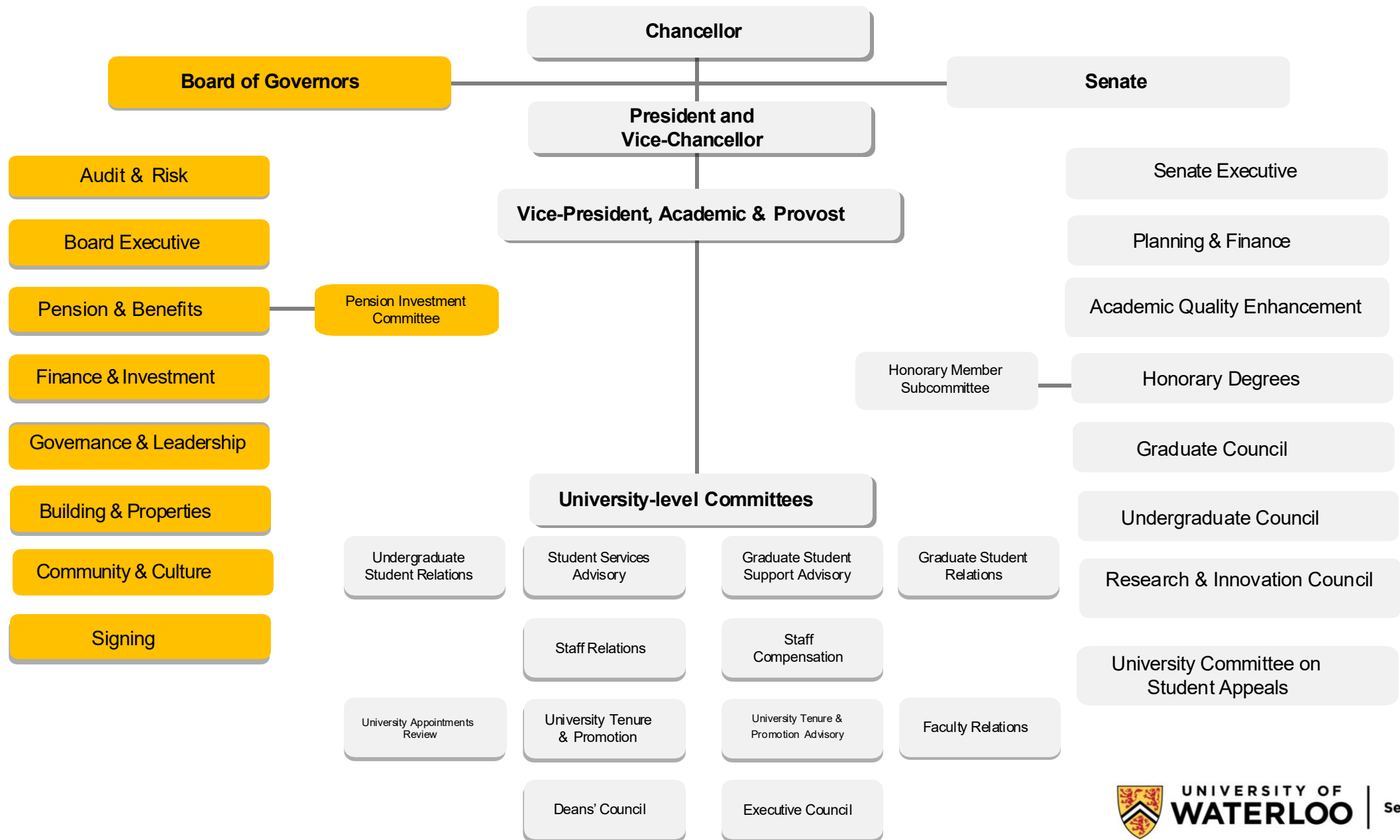
- Property and financial matters
- Participating in setting strategic direction
- Appointing the President & Vice-Chancellor
- Appointing some other senior executives, deans and academic staff (incl. granting tenure)

Senate

- Academic policy
- Admission standards, courses of study, examinations
- Academic appeals
- Scholarships
- Degree conferral
- Appointing the Chancellor

COLLEGIAL GOVERNANCE AT WATERLOO





QUESTION:
CAN YOU THINK OF A TIME THE COLLEGIAL MODEL
MADE YOUR WORK EASIER? MORE CHALLENGING?

SENATE MANDATE

- Responsible for academic programs, educational policies, faculty appointments and tenure, qualifications for degrees and diplomas, conferring honorary degrees and appointing the Chancellor
- Subject to the approval of the Board, has the power to create, modify or remove schools, institutes, departments or chairs, related to the expenditure of funds
- Conducts its business through committees, including on topics such as:
 - Cyclical Program reviews
 - Admissions standards, courses of study, and degree qualifications
 - Examinations
 - Conditions for awarding of scholarships, awards and prizes

SENATE GOVERNANCE PRINCIPLES

- Academic self-governance ***balances public and academic interests*** as part of a bicameral structure
- Not a technically a “fiduciary” responsibility, but ***akin*** to
- Responsibility to make decisions ***in the best interests of the institution as a whole*** – regardless of constituent group

SENATE COMMITTEE STRUCTURE

- Senate has established several Committees and Councils
 - Each body has delegated responsibility to committees that conduct work on behalf of the body and make recommendations to the larger body.
 - Much of the substantive work of Senate (prior to approvals) occurs in these for a.
 - Senators often remark that serving on the committees is the most rewarding facet of their role. The Senate committees are an excellent opportunity to learn more about the work of Senate, policies and processes at the University and the complexities of governance and operations in a post-secondary environment.

Senate

Executive Committee

Planning & Finance Committee

Graduate Council

Honorary Degrees
(Honorary Members of the University)

Research & Innovation Council

Undergraduate Council
(Curriculum Subcommittee)

Academic Quality Enhancement Committee

BOARD MANDATE AND ROLE

- The Board is responsible for “*the government of the University and the control of its property and revenues, the conduct of its business and affairs, save with respect to such matters as are assigned by this Act to the Senate.*”
- The Board’s role is one of **stewardship**, within a bicameral governance structure, for the purpose of ensuring the University fulfills its objects which are “*the pursuit of learning through scholarship, teaching and research within a spirit of free enquiry and expression.*”

BOARD GOVERNANCE PRINCIPLES

Fiduciary Duty

- Act in the best interest of the institution as a whole
- Step back when this is not possible (e.g. conflict of interest)

Duty of Care

- Exercise the care, diligence and skill of a reasonable person
- Understand mission and key functions
- Attend meetings, be prepared, ask questions

Duty of Obedience

- Uphold applicable laws and regulations
- Uphold Board's own bylaws and policies

Core Roles and Responsibilities of the Board

- Steward and protector of assets
- Oversight of CEO, strategy, risk and financial controls
- Work with management to make sure best possible decisions are made

BOARD COMMITTEES

- Responsibilities and membership outlined in the Terms of Reference for each Committee
- May make recommendations to the Board or approve on behalf of the Board based on delegated authority
- Work of the Board is often done at the Committee level given time constraints and expertise
- Appointments reflect expertise of members

Board of Governors

Audit & Risk Committee

Building & Properties Committee

Community & Culture Committee

Executive Committee

Finance & Investment Committee

Governance & Leadership Committee

Pension & Benefits Committee
(Pension Investment Committee)

Signing Committee

GOVERNANCE CONNECTIVITY

Senate Responsibilities

- Academic programming
- Academic achievement and conferring of degrees
- University awards and honours
- Senate composition and electoral regulations*

Overlapping Responsibilities

- **Strategy, Planning, Key Institutional Documents**
 - Strategic Plan, Vision, Values & Culture; certain policy approvals
- **Budget**
 - Senate recommendation; Board approval
- **Executive Appointments**
 - President, academic vice-presidents and deans recommended by Senate to the Board
 - Chancellor elected by Senate
- **Academy-related**
 - Academic structures
 - T&P – Senate policy oversight; Board appoints

Board Responsibilities

- Presidential appointment & performance
- Financial oversight
- Risk oversight
- Physical plant & real estate oversight
- Board membership and electoral procedures*

HOW MUCH DIFFERENCE DOES CULTURE MAKE?

Answer: A lot.

COLLEGIAL GOVERNANCE AT WATERLOO



UNIVERSITY POLICIES

Policies, Guidelines & Signing Procedures

This website is a repository of the most recent versions of policies, procedures and guidelines with application across the University to our employees, students and visitors. Policies, procedures and guidelines of specific application to an academic unit or academic support unit can be found on the websites of those units.

This website includes only current policies. Canceled and superseded policies do not appear on this webpage.

Policies

Policy 1 – Initiation and Review of University Policies describes the procedures and governance approvals to be followed in the development, amendment and review of all University policies, other than academic policies which fall under the jurisdiction of the University Senate.

A Responsible/Originating Department and Executive Contact will be assigned to policies as part of the development or renewal of a policy, if they are not clear in the existing policy already. An Executive Contact is, “the University Secretary, President or Vice-President who is designated to be responsible and accountable for the development, implementation, maintenance and review of a University Policy and related Procedures and Guidelines. More than one office may be designated for a particular University Policy or Procedure.

The Secretariat is responsible for the administration of Policy 1 and for providing guidance and support to the University community.

Policies:

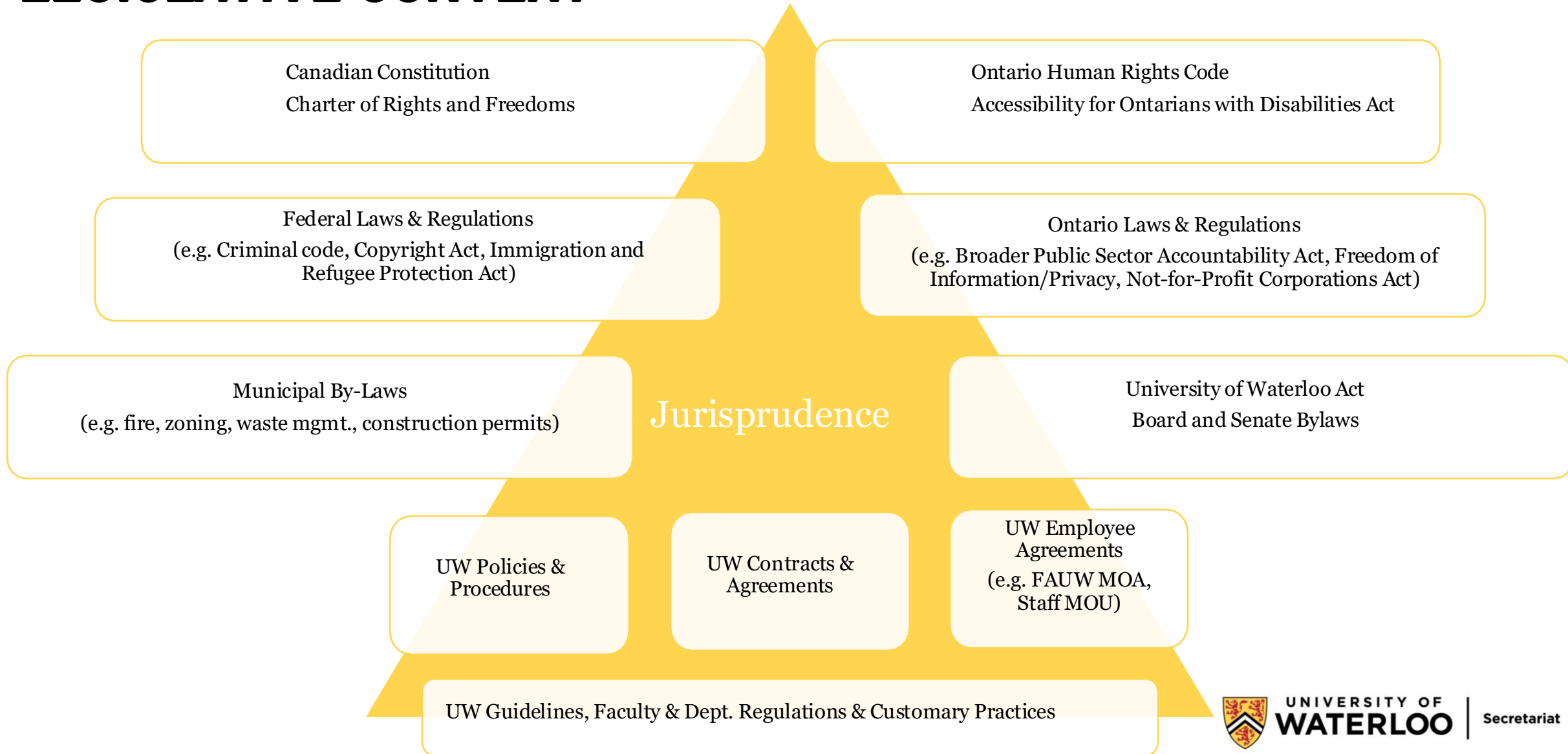
- by [alphabetical index](#)
- by [classification](#)
- or by [numerical order](#)

Contact Us

SECRETARIAT@UWATERLOO.CA

Policy Resources

LEGISLATIVE CONTEXT



PUTTING IT ALL TOGETHER



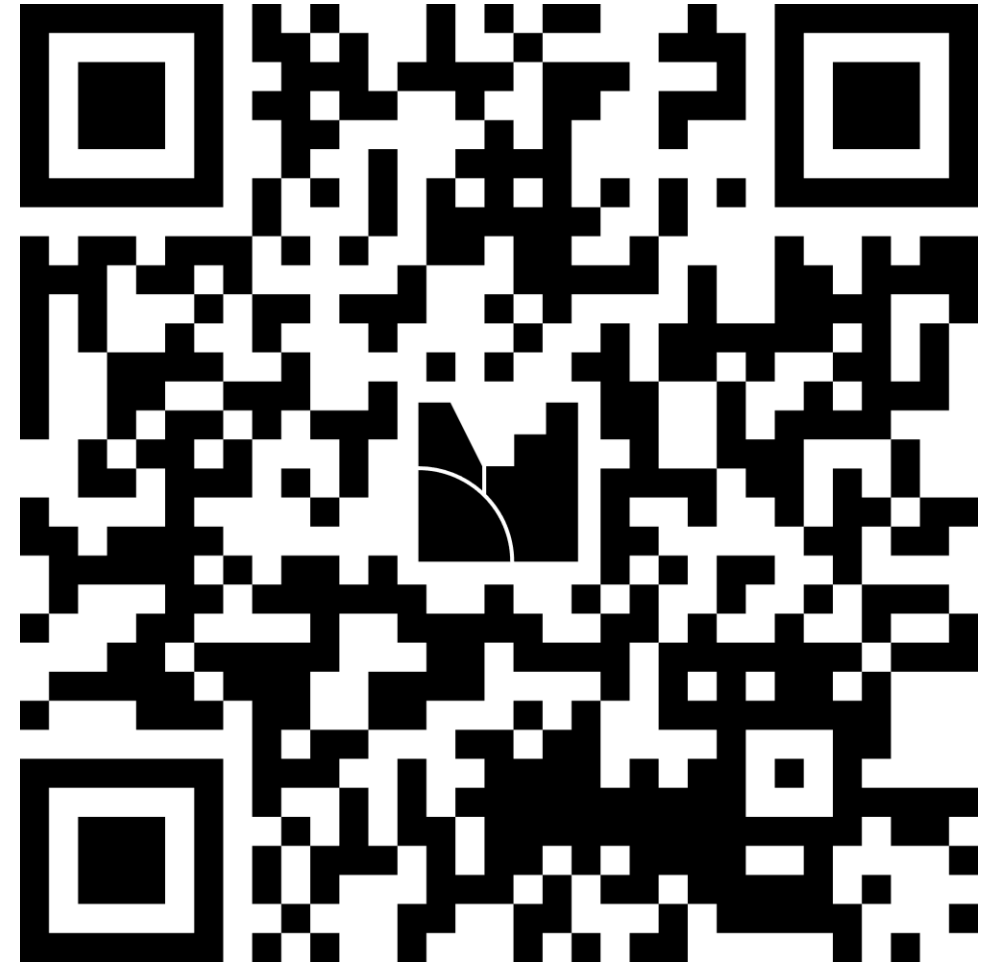
- Proposed changes to Memorandum of Agreement between the University and faculty association (FAUW), along with related policy changes
- Fall 2022 – Senate determined alternative policy development structure following a protracted process
- Significant consultation, mediation, return to Faculty Relations Committee
- Senate approved policy changes for recommendation to the Board (February 2024)
- Faculty Association vote
- Presentation to the Board of Governors – April 16, 2024

At Waterloo,
we **think differently**,
we **act with purpose**,
and we **work together**.



UNIVERSITY OF
WATERLOO

**QUESTION:
WHAT WOULD INNOVATION IN
UW GOVERNANCE LOOK LIKE?**



SECRETARIAT MISSION AND MANDATE

The Secretariat's mission is to manage and support the University's **bicameral governance** system consistent with statutory requirements, the **University of Waterloo Act**, the By-laws and regulations of the Board of Governors and Senate, and **leading governance** practices.

Our most important role is to impartially support the integrity of University of Waterloo governance processes which in turn bolster institutional autonomy, transparency and accountability .

ABOUT THE SECRETARIAT



Governance



Internal
Relations
Support
Services



University
Tribunal
Support
Services



University
Policy



Ombuds
Office

SECRETARIAT TEAM



Melissa Benjamin

Governance Assistant

[Board & Senate Committees, NH Room Bookings]



Graham Brown

Associate University Secretary

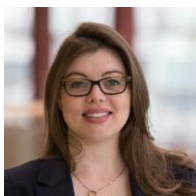
[Policy]



Tanya Daniels

Governance Officer

[Relations, Tribunals, Elections]



Ashley Day

Associate University Secretary

[Board of Governors & Senate]



Melanie Figueiredo

Governance Officer

[Board of Governors Committees]



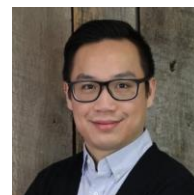
Gen Gauthier-Chalifour

University Secretary



Diana Goncalves

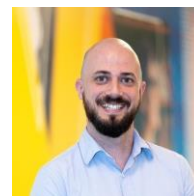
Administrative Officer



Tony Ly

Governance Officer

[Senate Committees]



Tim Weber-Kraljevski

Associate University Secretary

[Relations, Tribunals]

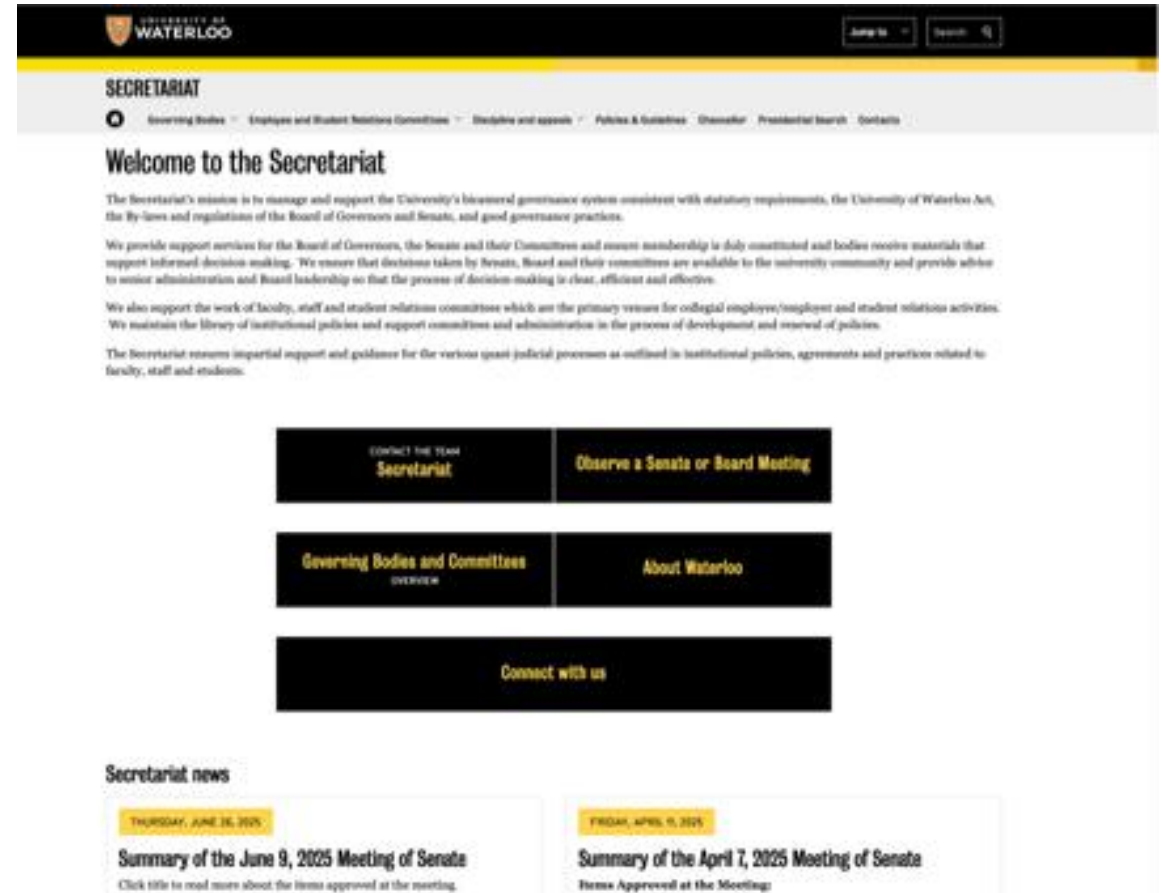
KEY INSTITUTIONAL DOCUMENTS

- Waterloo at 100: University of Waterloo Strategic Vision
- Global Futures 2024
- President's Anti-Racism Task Force Report (PART Report)
- Indigenous Strategic Plan 2023-28
- Faculty strategic plans

**All are available at: <https://uwaterloo.ca/about/reports-and-publications>*

FURTHER READING AND RESOURCES

- *The Role of University Governing Boards in Higher Education* (Antonowicz, Jones, 2024)
- *University Governance in Canada* (Eastman et al., 2022)
- *Leading Practices in University Board Governance* (Council of Ontario Universities, 2025)
- *An Introduction to University Governance* (Foy, 2021)
- *Academic Leadership in the New Normal* (Buller, 2021)
- *University Commons Divided: Exploring Debate and Dissent on Campus* (MacKinnon, 2018)
- *Change Leadership in Higher Education* (Buller, 2014)



QUESTIONS?

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UNIVERSITY OF WATERLOO



Canada's Innovation University