

## Board Vice Chair Position Description

### 1. Introduction

This Position Description outlines general duties and expectations of the Vice Chair role. This document supplements the requirements set out in legislation and the University's Bylaws. In the event of a conflict between this Mandate and the requirements of the *University of Waterloo Act* or the University's Bylaws, the Act and the Bylaws prevail. It is intended to provide practical guidance for the role to support individual contributions and the collective pursuit of good governance.

### 2. Role

The Vice Chair acts as a support and resource to the Chair and the Board, including to fulfill the Chair's role in their absence and to act as a sounding board for the Chair.

### 3. Responsibilities

The Vice Chair:

- Assists the Chair, as appropriate, in fulfilling responsibilities for Board stewardship and meetings, whether in the broadest sense or as may be specifically assigned
- Is available to and acts as a sounding board for the Chair
- Acts as an additional key point of contact with the President in the Chair's absence or incapacity
- Presides at all meetings of the Board in the Chair's absence and undertakes the responsibilities of the Chair when the Chair is absent or unable to serve as Chair<sup>1</sup>
- In partnership with the Chair, co-leads the President evaluation process
- Undertakes special projects, initiatives, or functions which may be requested by the Chair or Board, from time to time

### 4. Appointment and Term

The Vice Chair is selected from among the community-at-large members of the Board of Governors to serve a three-year term. A Vice Chair may be re-elected to one additional term. For the sake of clarity, neither election as Vice Chair nor re-election as Vice Chair may extend the maximum term of a Governor.

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<sup>1</sup> *University of Waterloo Act*, Article 13.