



Policy on Board of Governors Policies

Board Manual

Approving Authority: Board of Governors

Established: drafted September 30, 2015

Date of Last Review/Revision:

Office of Accountability: President (Vice Chancellor)

Policy Statement

Board of Governors' policies and procedures are established to support the fiduciary and mission oversight responsibility of the Board of Governors (the "Board") including compliance with relevant legislation, and the identification and mitigation of institutional and reputational risk. These policies define standards and practices that are consistent with the University's core values and principles, its Mission and Objects, and applicable laws and regulations. They should be current, functional, and accessible to the University community. In the event a policy or procedure differs from a framework document (e.g. *St. Jerome's University Act of Incorporation*, or *St. Jerome's University Bylaw*), the provisions of the framework document prevail.

This foundational policy applies to all Board policies and defines the standards, for the initiation, development, review and approval of all these policies and procedures.

Definitions

Board Policy: a principle-based statement, plan or course of action for the Board of Governors or requiring Board review or approval that is binding on all those to whom it applies

Procedure: the operational steps and any guidelines or protocols to be followed to implement a policy

Scope

A Board of Governors policy or procedure becomes operational upon approval or at a later date specified by the Board at the time of approval. Procedures may be developed subsequent to the establishment of the policy.

The initiation, development, implementation and review processes are outlined in Appendix A, which may be amended by the President (Vice Chancellor) from time to time with the approval of the Board.

Board policies must be reviewed at least every five years, but may be reviewed at any time as needed; associated procedures may be reviewed more often, but must be reviewed along with any corresponding policy's review. Editorial changes to Board policies that are minor in nature, and do not alter intent, meaning or a rule, may be approved by the President (Vice Chancellor).

Obsolete Board policies may be rescinded at any time, subject to approval by the Board. In the case of a procedure in support of a policy, revisions will be subject to the approval of the President (Vice Chancellor).

The President (Vice Chancellor) maintains the official copy of all Board policies and procedures, and is responsible for their dissemination. Board policies and procedures will be available and accessible to all Board members, along with the *St. Jerome's University Act of Incorporation*, the St. Jerome's University Bylaw, and such other documents required by Board members to fulfill their roles and responsibilities. Board members are responsible for being aware of and complying with the Board's policies and procedures. Any University policies which apply equally to Board members will be disseminated to them for compliance.

A Board policy will specify a Date Established, being the date of Board approval, and a Date of Last Review or Revision.

The President (Vice Chancellor) is responsible for verifying that a proposed policy is consistent with University policies and contractual obligations.

Appendix A

Initiation, Development and Approval Procedure for Board Policies and Procedures

1. A Board member who perceives the need for a new Board policy or procedure should approach the Chair of the committee responsible for the relevant subject matter. The request will include a clearly identified purpose for the proposal as well as relevant parameters.
2. The Chair of the committee will bring the request to the Executive committee for discussion and review. The Executive committee will determine whether to proceed with the development of the requested policy or procedure.
3. If the Executive committee confirms that a new policy or procedure is required, the Chair of the Executive committee, with the President (Vice Chancellor), in her/his role as Board Secretary, will draft the new policy or procedure for review by the relevant committee.
 - The development or review process may vary depending on the policy or procedure. The process should include:
 - Identification, collection and examination of any relevant legislation or other pertinent documentation
 - Identification of appropriate individuals or groups to be consulted
 - Ongoing consultations with relevant parties, including the President (Vice Chancellor), throughout the process
 - Preparation of an executive summary highlighting the significant portions of the new or revised policy or procedure
 - Opportunity for the relevant Board committee to review and comment on the proposed new or revised policy
4. Draft policies and procedures in their final iteration will be assessed by the President (Vice Chancellor) for legal compliance, formatting, and internal consistency. The policy or procedure will then be submitted to the committee responsible for final review and recommendation to the Board for approval.
5. Once approved by the Board, the President (Vice Chancellor) will communicate the approval of the new or revised Board policy or procedure as appropriate.
6. Minimally, a policy should be reviewed once every five (5) years, unless required or mandated by other legislation. The President (Vice Chancellor), in his/her capacity as Secretary of the Board, will be responsible for ensuring that committees are reviewing their policies and procedures as part of the committee work plans.