

# BOARD POLICY

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<b>POLICY TYPE:</b>	Governance Process
<b>POLICY TITLE:</b>	Board Job Description
<b>EFFECTIVE DATE:</b>	April 2017
<b>RENEWAL DATE:</b>	April 2021

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## 1. Background

The Board Job Description and the Board Members' Code of Conduct are closely linked. The Board Job Description identifies the expectations of a governor, while the Code of Conduct describes how these responsibilities shall be performed.

### 1.1. Applicable Legislation

#### 1.1.1. Ontario Regulation 34/03

- a) Section 8, outlines Board responsibilities for submitting a strategic plan, business plan and annual report; and approval and submission of a balanced budget.
- b) Section 10, states a Board of Governors may approve allowances for Board members for travelling and living expenses incurred by members while engaged in the business of the Board, but members shall otherwise not be remunerated by the Board for undertaking the responsibilities of the Board.

#### 1.1.2. Durham College By-law No. 1, Powers of the Board

Durham College By-law No. 1, Section 10 describes the powers of the Board.

## 2. Policy statements

2.1. The Board is accountable to the students of Durham College of Applied Arts and Technology, the government of Ontario and the communities the College serves by ensuring that the College is effectively and appropriately managed to achieve its established mandate. The primary role of the Board is one of governance and the board shall comply with the laws of the land and the by-laws of the College, so as to fulfill all legal and fiduciary responsibilities.

2.2. A governor is liable for decisions made by the Board in his or her absence.

- 2.3. The duties of the Board, acting in the best interest of the College, shall include, but are not limited to:
- 2.3.1 Establishing governance structures to enable the achievement of expected institutional outcomes with clear lines of communication and internal accountability including written governing policies, which, at the broadest levels, address:
    - a) Outcomes: Mission, Vision and Values and Priorities for Action
    - b) Executive Limitations: Establishment of prudent and ethical authority within which all executive activity and decisions shall take place;
    - c) Governance Process: Establishment of Board governance model, process, and self-evaluation; and
    - d) Board-Staff Relationship: Delegation of authority and means of communication and monitoring;
  - 2.3.2 Setting the College vision, strategic direction and overall goals and outcomes within the context of appropriate laws, government policies and local needs.
  - 2.3.3 Approving the College's strategic plan, annual business plan, budget, and annual report.
  - 2.3.4 Reviewing the risk appetite of the College through the Integrated Risk Management Framework; receiving the annual risk register.
  - 2.3.5 Approving programs of instruction.
  - 2.3.6 Hiring the Chief Executive Officer (President) and delegating to the President accountability for the performance and operation of the College.
  - 2.3.7 Monitoring and evaluating the College's and the President's performance annually against the attainment of stated College goals, objectives and Board policies.
  - 2.3.8 Approving any changes to the President's contract of employment, changes in compensation levels, including annual merit pay, and changes in perquisite amounts.
  - 2.3.9 Regularly assessing the effectiveness of the Board with respect to governance and individual performance to ensure attainment of efficiency, effectiveness and goals.
  - 2.3.10 Conducting periodic discussion of process improvements.
  - 2.3.11 Establishing the annual work plan and "goals" of the Board.

- 2.3.12 Regularly attending and actively participating in Board and Standing Committee meetings.
- 2.3.13 Annually serving on a minimum of one Standing Committee.
- 2.3.14 Participating in Board special events and professional development opportunities, including the College Centre of Board Excellence Program.
- 2.3.15 Advocating in the interest of the College, collectively and individually, locally, regionally, nationally and internationally.

### **3. Monitoring**

- 3.1. The Board will monitor this policy through compliance with the established annual work plan, business plan and budget.
- 3.2. The Board will receive regular feedback by conducting a meeting critique at each standing committee and regular Board meeting.
- 3.3. The Board will conduct an annual self-assessment of individual performance, which includes components of the Board Job Description. The annual survey is issued to all board members by June of each year.

### **4. Related legislation, Minister's Binding Policy Directives and other documents**

- Board Members Code of Conduct
- Durham College By-law No. 1
- Minister's Binding Policy Directive – Governance and Accountability – Resource Document on Board-President Relations
- Ontario Regulation 34/03