

## [GP02] Governing Style

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The Board will govern with an emphasis on outward vision rather than an internal preoccupation; encouragement of diversity in viewpoints; strategic leadership more than administrative detail; clear distinction of Board and CEO roles; collective rather than individual decisions; future rather than past or present; and proactivity rather than reactivity.

1. The Board will ensure that the principal activity of each of its members is that of a student.
  - (1) Directors will not be obligated to participate in Board activity that conflicts with scheduled academic requirement, including student placement and program prescribed learning.
  - (2) If a scheduling conflict arises, a director will inform the President as soon as reasonably possible.
2. The Board's major focus will be on the intended long-term impacts outside the operating organization, not the means of attaining those effects.
3. The Board will:
  - (1) Be an initiator of policy, not a reactor to staff initiatives. The Board, not the staff, will be responsible for excellence in governing;
  - (2) Produce a policy recommendation document stating Issues, Considerations, Options, and Recommendations (ICOR) on major Board decisions.
    - (2.1) The Board will declare a major decision by a majority vote without debate.
  - (3) Subject all policies to review for relevance, accuracy, and effectiveness at least once every five (5) years.
  - (4) Facilitate and ensure regular communication amongst the Board;
  - (5) Cultivate a sense of group responsibility where each Director will be equally responsible for maintaining the integrity of the Board. It will use the expertise of individual members to enhance the ability of the Board as a whole;
  - (6) Direct, control, and inspire the organization through the careful establishment of Board written policies reflecting values and perspectives;

- (7) Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy making principles, respect of roles, and ensuring the continuity of governance capability. The Board will allow no officer, individual, or committee of the Board to hinder or be an excuse for not fulfilling its commitments. The Board will:
- (7.1) Recognize all scheduled meetings and workshops of the Board to be official meetings of the Board,
  - (7.2) Attend and participate in all scheduled meetings of the Board, and where circumstances require, Director may attend via electronic means. Board members must read all material attached to the agenda before the meeting to which it pertains,
  - (7.3) Submit material for the next Board assembly to the Chairperson, at least eight (8) days prior to the meeting to which it pertains, and
  - (7.4) Exercise continual Board development. This will include:
    - (a) Orienting its members in the Board's governance process,
    - (b) Periodic discussion of process improvement, and
    - (c) Education before decision making.
- (8) Monitor and discuss the Board's process and performance at each meeting. Self-monitoring will demonstrate the Board's commitment to faithful compliance of Board activity and discipline in comparison to the Governance Process and Board-Staff Relationship categories.
- (8.1) In the event of a member's non-compliance of the policy, the Board will seek remedy in the following process:
- (a) First, during Board Monitoring, the Board has a responsibility to inform the Director of where they are not meeting the minimum requirements of the job,
  - (b) Second, supportive conversation in a private setting between the Director and the Board or President, and
  - (c) Third, if the non-compliance continues, discussion in a work session between the Director and the full Board regarding the policy issue involved.
- (9) If after repeated and reasonable efforts under Board Monitoring a director continues to violate board policy, the Board will seek remedy via the process outlined in policy *GP12 – Process for Policy Violation*.

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Modified:

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