**Policy Title: Board Governance**

Policy Holder: Board of Governors

Category: Board

Original Date: December 2012

Last Revised: March 2021

Next Review: June 2023

**Policy Statement**

The Board’s Governance Committee is established with the purpose of carrying out regular reviews of Board policies.

The Governance Committee will operate under the attached Terms of Reference which will be attached to BOG 6.0.

As per Board Bylaw 10.0 pertaining to bylaw amendments:

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| --- |
| **10.0 AMENDMENTS TO BYLAWS**10.1 No existing or new bylaw shall be amended or repealed except after one month's notice of motion has been given setting out the proposed amendment(s), together with reasons for the amendment(s) to or deletion of any bylaw. |

**Approval Statement**

With the consent of the Board of Governors and approval of the Chair of the Board of Governors, this policy is hereby deemed in effect the 19th day of March, 2021.

 March 19th, 2021

Chair, Board of Governors Date

**Scope and Limitations of the President**

Not applicable.

**Addendum A – Terms of Reference for the Governance Committee**

1. **Purpose**

The Board of Governors has delegated to the Governance Committee responsibility for overseeing and enhancing University Board governance, procedures and policies. The Committee assesses the University’s governance development and practices in accordance with adopted policies, principles, and strategies, and makes recommendations on these matters to the Board of Governors.

The Governance Committee is responsible for reviewing Board policies on a regular basis (or delegating to the appropriate committee), developing new policies as required, and making recommendations for changes, cancellations or addition to policies as necessary.

1. **Composition**

The Committee shall consist of a committee chair, plus at least three other Board members and no more than five one of which may include the President. Members are to be recommended by the Committee Chair for Board approval.

1. **Meetings**

The Governance Committee shall meet as per the approved Board annual planning calendar.

1. **Procedures**

The Governance Committee will:

* Review Board policies thoroughly as per the policy review schedule;
* Update the policy review schedule as needed;
* Delegate specific policies to the relevant Board committee for review, revisions or recommendation for approval as appropriate, and as per the policy review schedule;
* Make recommendations to the Board about where a policy needs alteration, where a policy is no longer relevant and should be cancelled, or where a new policy should be implemented;
* Provide a verbal report to the full Board at the next Board meeting detailing the recommendations of the Governance Committee. A written briefing note will also be provided where possible.
* Make recommendations to the Board of Governors for improvements (effectiveness, relevance, clarity) to governance structure and policies.

Quorum for the Governance Committee shall be two members plus the Committee Chair.

1. **Approval Authority**

On behalf of the Board of Governors, the Governance Committee has authority as follows:

* To make recommendations to the Board with regards to policy review, drafting of new policies and removal of policies where necessary.

**Addendum B – Governance Committee – Policy Review Schedule 2021 – 2025**

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| --- | --- | --- | --- | --- |
| Year | September | January | April | June |
| 2021-2022 | BOG – 17 Board Member Selection Process (Governance)BOG-04 Board/Board Member Protocol (Governance) | BOG -16 – Board relationship with Governing Councils (Governance) | BOG -11 Investment in Governance (Governance) | BOG -19 Naming (Governance) |
| 2022-2023 |  | BOG-20 Presidents Emeriti (HR Committee) | BOG-13 Human Resources (HR Committee)  | BOG-05 Code of Conduct (Governance) |
| 2023-2024 |  | BOG-03 President Responsibilities (HR Committee) BOG-06 Board Governance (Governance) | BOG-07 Monitoring President’s Performance (HR Committee) | BOG-08 Monitoring Board Performance (HR Committee)  |
| 2024-2025 | BOG-10 Community Campus Committee Relationship (Governance)  | BOG-21 Chancellor Selection Policy (HR Committee)BOG – 15- Credit program tuition fee adjustment (FARC)BOG-14 Annual Planning Cycle (Governance)  | BOG-09 – Financial Accountability and Risk Management (FARC)BOG – 18 Service Recognition (HR committee)BOG -01 Yukon University Board responsibilities (Governance) | BOG -02 Board member Responsibilities (Governance) |

**Other Yukon University Policies from Finance that will require Board approval:**

* Signing Authority policy (Requires approval from Senior Executive Team before it comes to the Board)
* Risk Management Policy (Will come after Risk Management Framework is completed)

**Expired:**

* BOG - 12 Honorary Credentials because this has moved under Senate
* BOG - 13 as we no longer have that committee