

BOARD ROLE POLICY

Approved by: Board of Governors
Authorizer: Governance Committee
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POLICY STATEMENT

The purpose of this policy is to ensure the Board has a shared understanding of its governance role, responsibilities, and accountabilities in overseeing the affairs of the College.

SCOPE

This policy applies to all members of the Board.

DEFINITIONS

Board: The board of governors of the College.

College: The Conestoga College Institute of Technology and Advanced Learning.

President: The president of the College.

PRINCIPLES

The following principles shall guide the role of the Board:

1. The Board is responsible for the overall governance of the affairs of the College.
2. The Board delegates to the President the responsibility and authority to manage the operations and implement policies and plans to meet the College's objects within prescribed policies.
3. The Board governs collectively and supports a culture of informed decision-making, accountability, and continuous improvement.

POLICY

Strategic Direction and Planning

The Board is responsible for:

1. approving the College's mission, vision and values;
2. ensuring the development, approval, and periodic review of the College's strategic plan;
3. overseeing major decisions to ensure alignment with the strategic plan and strategic directions;
4. approving the College's annual business plan; and
5. annually conducting a review of the strategic plan.

Oversight of the President

The Board is responsible for selecting and overseeing the President, including:

1. developing and approving the President's job description;
2. conducting recruitment and appointment processes in collaboration with the appropriate committee, as required;
3. reviewing and approving the President's annual performance goals;
4. evaluating the President's performance and determining the President's compensation; and
5. ensuring appropriate succession planning is in place for the President.

Performance Monitoring

The Board is responsible for establishing a process for monitoring and assessing operating performance in the following areas:

1. achievement of strategic goals, directions, key performance indicators;
2. maintenance of financial integrity including a balanced budget;
3. evaluation of the effectiveness of the College's programs and operations;
4. management of the availability, maintenance and use of physical assets and facilities to support the College's objects; and
5. effectiveness of relations and positive reputation with stakeholders.

Financial Oversight

The Board is responsible for stewardship of the College's financial resources, including:

1. approving financial and investment policies;
2. approving the annual operating and capital budgets;
3. monitoring financial performance against budgets;
4. approving the annual audited financial statements; and
5. ensuring appropriate internal controls are in place.

Risk Identification and Oversight

The Board oversees the College's approach to risk management by:

1. ensuring appropriate risk management frameworks and processes are in place;
2. monitoring significant and emerging risks; and
3. ensuring plans exist to mitigate and manage material risks.

Stakeholder Communication and Accountability

The Board is responsible for:

1. ensuring appropriate accountability to government and the public;
2. supporting effective communication with stakeholders; and
3. undertaking advocacy on behalf of the College, where appropriate, in support of the College's mission, vision, values and strategic directions.

Governance

The Board is responsible for the quality of its own governance, including:

1. establishing and maintaining by-laws and governance policies;
2. supporting the recruitment of a skilled, experienced, and qualified Board;
3. ensuring proper records and minutes are kept, including minutes from all in-camera sessions;
4. ensuring appropriate orientation, education and development of governors; and

5. periodically evaluating Board structures, policies, and practices to support effective governance.

RELEVANT LEGISLATION AND RELATED DOCUMENTS

- Governance and Accountability Policy Directive for Colleges of Applied Arts and Technology