

POLICY TYPE: Board-President Relationship
POLICY TITLE: Board-President Relations
EFFECTIVE DATE: June 2022
REVISION DATE:
RENEWAL DATE: January 2024

In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. OVERSIGHT OF THE PRESIDENT

The Board selects and supervises the President, including:

- 1.1 developing and approving the President's job description and terms of employment;
- 1.2 where necessary, undertaking a recruitment process and selecting the President;
- 1.3 reviewing and approving the President's annual performance goals;
- 1.4 evaluating the President's performance, and determining the President's compensation; and
- 1.5 ensuring succession planning is in place for the President.

2. DELEGATION TO THE PRESIDENT

To the extent permitted by applicable law and subject to the By-laws, Board resolutions, and Board policies, including this policy and the "Executive Limitations" policies:

- 2.1 the Board delegates authority for implementation of the College vision, strategic directions, and overall goals and outcomes to the President, including authority to establish practices, make all decisions, take all actions and develop all activities on behalf of the College, provided that such authority is consistent with reasonable interpretations of the Board's "Outcomes" policies; and
- 2.2 the President has the power to employ, appoint, classify, promote, suspend, transfer, reclassify or remove any employee, with the exception of those employees with a direct reporting relationship to the President.

3. EXECUTIVE LIMITATIONS

The President shall not cause or knowingly permit any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

4. GENERAL RESPONSIBILITIES OF THE PRESIDENT

- 4.1 The President is the chief executive officer of the College and the single official link to the Board, responsible for the overall leadership and management of the College. The President is accountable directly to the Board.
- 4.2 The President is responsible for developing the College's strategic direction with Board participation and approval.
- 4.3 The President is responsible for providing leadership for the implementation of the College's strategic directions as approved by the Board.
- 4.4 The President is responsible for developing external relationships required to secure College funding, strategic partnerships, government approvals, and College recognition that are essential to the operation and advancement of the College.
- 4.5 The President is responsible for all phases of the operation and administration of the College including the appointment, promotion and termination of College employees, except as provided for in By-law No. 1.
- 4.6 The President is responsible for recommending the establishment of, changes to, and/or elimination of programs to the Board.
- 4.7 The President is responsible for acting in the best interests of the College in securing and promoting its education, community, administrative and financial objectives.
- 4.8 The President is responsible for establishing, monitoring, amending and implementing all academic, administrative, and employment-related policies of the College, subject to constraints set out in Section 3.
- 4.9 The President will represent the College professionally, ethically and responsibly.
- 4.10 The President will conform to all Board policies and all lawful direction given by the Board or the Chair of the Board.
- 4.11 The President will participate in mutually agreed upon professional development goals.

- 4.12 The President will recommend to the Board appointments, classifications, promotions, suspensions, transfers, reclassification or removal of individuals with a direct reporting relationship to the President.
- 4.13 The President will ensure that all academic, administrative and employment-related policies of the College support and fulfill the policies of the Board.
- 4.14 The President or their designate will provide all information reasonably requested by any Governor regarding the affairs of the College to such Governor. The Board may pass a resolution from time to time to require that specific records relating to meetings of the Board or Committees or otherwise to the affairs of the College must be made readily available to Governors, whether through the online Board portal or other means.

5. COMMUNICATION AND COUNSEL TO THE BOARD

The President shall:

- 5.1 Submit monitoring data requested by the Board in a timely, accurate and understandable fashion, to facilitate the monitoring of compliance with Board policies;
- 5.2 Inform the Board of relevant trends, major program initiatives, anticipated adverse media coverage, significant external and internal changes, particularly in the assumptions upon which any Board policy or other significant decision has been established;
- 5.3 Advise the Board when the President believes the Board has failed to comply with its governance processes, Board policy, legislation, or any other situation detrimental to the working relationship between the Board and the President;
- 5.4 Communicate information to the Board in a concise, understandable, accurate and timely format;
- 5.5 Report promptly on any non-compliance with any Board policy;
- 5.6 Provide mechanisms for official Board communications to the College and broader community.

6. PRESIDENT SUCCESSION

6.1 President's Role in Emergency Succession Planning

To assist the Board in the execution of their duties, the President will ensure at least two (2) senior members of the College leadership team are familiar with Board and presidential issues and processes, and capable as functioning effectively as Acting President on an interim basis until the President can resume his/her duties or a new President is appointed. The President shall notify the Board of the Acting President candidates on an annual basis.

6.2 Emergency Permanent Loss of Service

- (a) The Board shall appoint an Acting President within five (5) business days of the permanent loss of service of the existing President.
- (b) The Board is not limited to the Acting President candidates identified by the President.
- (c) The Board will formally communicate with Employees within 48 hours of the permanent loss of service of the existing President apprising them of the situation and the intended course of action.
- (d) Where it is necessary to search for a new President, the Executive Committee shall convene within ten (10) business days to recommend to the Board the composition of a Presidential Search Committee, to conduct a search and recommend the appointment of a President.

6.3 Emergency Temporary Loss of Service

- (a) When the President has a planned absence due to vacation or another approved leave defined by the *Employment Standards Act*, and the appointment of an Acting President is necessary, an Acting President will be appointed by the President from among the Acting President candidates provided by the President to the Board. The Board Chair and Vice-Chair will be apprised of the appointment by email.
- (b) If the President has a planned absence in excess of 30 Business Days, the President will make a recommendation to the Board of Governors concerning who should be appointed Acting President in advance of the absence.

6.4 Delegation of Authority to Acting President

The Acting President shall be delegated the authority specified in Section 2 for the duration of the absence or leave of the President, until a new Acting President is appointed by the President or the Board, or until a new President is appointed by the Board. The Board may appoint another individual as the Acting President at any time.

6.5 Planned Departure of President

Upon the notification of the planned departure of the President, the Chair of the Board shall coordinate the recruitment and selection of a new President with the Executive Committee and the Board as necessary or desirable.

7. MONITORING

7.1 Monitoring of the President's performance is included in the policy "Assessing the President's Performance".

7.2 As part of its annual evaluation of the President's performance, the Board will evaluate the nature, quality, and timeliness of communication and counsel available to the Board from the President.

7.3 The President will report on the College's succession plan on an annual basis.

8. RELATED LEGISLATION, MINISTER'S BINDING POLICY DIRECTIVES AND OTHER DOCUMENTS

8.1 Durham College By-law No. 1

8.2 All Outcomes Policies

8.3 All Executive Limitations Policies

8.4 Policy on Assessing the President's Performance

8.5 Ministry's Binding Policy Directive – Governance and Accountability

8.6 Resource Document – Board-President Relations