

<b>POLICY TYPE:</b>	Governance Process
<b>POLICY TITLE:</b>	Governors' Duties and Responsibilities Policy
<b>EFFECTIVE DATE:</b>	June 2022
<b>REVISION DATE:</b>	
<b>RENEWAL DATE:</b>	May 2025

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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. BOARD AND GOVERNOR DUTIES AND RESPONSIBILITIES**

1.1 The duties of the Board shall include, but are not limited to:

- (a) 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:
  - (i) Outcomes: Mission, Vision and Values and Priorities for Action;
  - (ii) Executive Limitations: Establishment of prudent and ethical authority within which all executive activity and decisions shall take place;
  - (iii) Governance Process: Establishment of Board governance model, process, and self-evaluation; and
  - (iv) Board-Staff Relationship: Delegation of authority and means of communication and monitoring;
- (b) Setting the College vision, strategic direction and overall goals and outcomes within the context of appropriate laws, government policies and local needs.
- (c) Approving the College's strategic plan, annual business plan, budget, and annual report.
- (d) Reviewing the risk appetite of the College through the Integrated Risk Management Framework; receiving the annual risk register.
- (e) Approving Programs of Instruction.
- (f) Hiring the President and delegating to the President accountability for the performance and operation of the College.

- (g) Approving any changes to the President's contract of employment, changes in compensation levels, including annual merit pay, and changes in perquisite amounts.
  - (h) Conducting periodic discussion of process improvements.
  - (i) Establishing the annual work plan and "goals" of the Board.
  - (j) Meeting regularly and conducting its meeting in accordance with the By-laws and policies of the College.
  - (k) Making governance training available to each Governor through the College Centre of Board Excellence and other professional development opportunities as they arise.
  - (l) Providing training and resources to ensure each Governor develops an understanding of the College's vision, mission and values, mandate and policy governance approach.
  - (m) Advocating in the interest of the College, locally, regionally, nationally and internationally.
- 1.2 A Governor is deemed to have consented to decisions made by the Board in their absence unless the Governor submits a dissent to the College.
- 1.3 Each Governor shall:
- (a) Regularly attend and actively participating in Board and Standing Committee meetings.
  - (b) Annually serve on a minimum of one Standing Committee.
  - (c) Participate in Board special events and professional development opportunities, including the College Centre of Board Excellence Program.

## **2. ORIENTATION**

- 2.1 The Board shall provide a formal orientation program at the start of every Board year (September), including written materials, for all incoming Governors that focuses on:
- (a) the role of the Board;
  - (b) the role and responsibilities of individual Governors;
  - (c) the history and development of the College;

- (d) the College's strategic mandate agreement, strategic plan and other strategic documents;
  - (e) an overview of the College's programs, services, budget, business plan, KPI, annual report and facilities;
  - (f) the college system;
  - (g) the current governance model of the Board.
- 2.2 The annual orientation program will be open to all Governors.
- 2.3 The Board may provide a second orientation opportunity intended for new or early-term Governors to be held in the second quarter of every Board year. This additional orientation opportunity will be open to all Governors.
- 2.4 The Board will work to match a mentor to each incoming Governor during their first year of service; however, the mentorship may continue unofficially thereafter. A mentor will provide support for the new Governor and provide information on routine Board processes.
- 2.5 Each Governor is expected to:
- (a) develop an understanding of the college sector, scope and mandate of the College, the education and service needs of the populations it serves, and the Board's governance approach; and
  - (b) participate in the orientation program.
- 2.6 Governors are encouraged to:
- (a) participate at regional, provincial and national orientation programs and conferences;
  - (b) participate in the professional development series offered through the College Centre for Board Excellence and the good governance session and board orientation session offered at the Higher Education Summit; and
  - (c) attend the Board's *Learn More* series to learn more about a topic of interest specific to the College.
- 2.7 Each Governor will be provided with a copy of the *Manual for Effective College Governance* prepared by the College Centre for Board Excellence.

### **3. MONITORING**

- 3.1 The Board will review and, if appropriate, approve the College's strategic plan, annual business plan, budget and annual report.
- 3.2 The Board will review performance measures, including the results of the provincial key performance indicator survey.
- 3.3 The Board will monitor compliance with the 'Executive Limitations' policies through the annual compliance report from the President.
- 3.4 The Board will assess the effectiveness of the Board with respect to governance and accountability through the annual Board Evaluation Survey.

### **4. RELATED LEGISLATION, MINISTER'S BINDING POLICY DIRECTIVES AND OTHER DOCUMENTS**

- 4.1 Ontario Regulation 34/03
- 4.2 Durham College By-law No. 1
- 4.3 Ministry's Binding Policy Directive – Governance and Accountability