

## **BOARD POLICY NO. 3 – BOARD ROLES, ORGANIZATION, AND PROCESS**

This document is the parent policy for any related board procedures. Questions regarding this policy are to be directed to the identified Policy Administrator.

<b>Functional Category:</b>	Board
<b>Approval Date:</b>	November 8, 2021
<b>Effective Date:</b>	November 8, 2021
<b>Policy Owner:</b>	Board of Governors
<b>Policy Administrator:</b>	Board Coordinator

### **Objective:**

As members of the Board of Governors, we fulfil our mandate to provide strategic leadership and governance of the college on behalf of the public. We are accountable to the college, to each other and to the public for the ongoing success of the college and we ensure that those to whom we delegate our authority are accountable to us.

### **Policy:**

#### **Board Roles**

The Board represents the public in its oversight and stewardship of the public resources provided for NorQuest College. In this governance role, we:

- establish a clear framework for the overall direction and management of the college through a Strategic Plan as well as through Board policies
- delegate our authority to the President to carry out the Strategic Plan
- exercise those areas of responsibility that have not been delegated to the President
- monitor the effectiveness of the framework we rely on to fulfil our mandate
- review, approve, and monitor the Investment Management Agreement, Annual Report, budget and financial statements prepared by the President on our behalf
- establish clear terms of reference for Board committees
- advocate for the college and develop positive relationships with the college's external community and stakeholders
- support positive, respectful relationships within the college
- provide oversight of the college's management and operations through responsible delegation of our authority to the college President
- demonstrate commitment to the Board's Code of Conduct Policy and Conflict of Interest Procedure by means of a written declaration indicating awareness, understanding and compliance

The Board's role does not include:

- developing or approving the college's operational policies and procedures
- direct oversight of college operations

#### **Board Structure**

The Board's structure supports our strategic objectives for the college by:

- providing oversight of emerging issues and key areas of college governance through Board policies and Board committees that the Board may establish from time to time

	<ul style="list-style-type: none"> <li>establishing clear lines of reporting and responsibility within the Board and between the Board and President</li> </ul> <p><b>Ex officio membership in Board and college committees</b></p> <p>The Board Chair is an ex officio member of every Board committee. The President is an ex officio member of every Board committee other than for those items where a conflict of interest exists (e.g., the President’s Contract and Evaluation).</p> <p><b>Board processes</b></p> <p>The Board follows processes designed to:</p> <ul style="list-style-type: none"> <li>provide strategic direction for the college and guidance to its President</li> <li>safeguard the financial health and reputation of the college</li> <li>establish an atmosphere that encourages respectful exchanges among Board members and fair and impartial treatment of every member of the college community</li> <li>support efficient and responsive decision-making and reporting between the Board and the President</li> <li>hold the President accountable for his or her decisions and performance</li> <li>provide leadership through sound decisions that comply with our policies and through the college’s Strategic Plan</li> <li>ensure that there is an enterprise risk management approach in place</li> </ul>
<b>Definitions:</b>	<b>Board</b> means the Board of Governors, established under the Act.
<b>Related NorQuest College Information:</b>	Board Policies Board Procedure No. 1.4 – Conflict of Interest
<b>Related External Information:</b>	Post-Secondary Learning Act Alberta Public Agencies Governance Act
<b>Next Review Date:</b>	February 2024 – At least once every three years to ensure compliance with legislation, Board Policies and intended purpose.
<b>Revision History:</b>	June 2010 – New Policy Established May 2012 October 2012 February 2016 February 2019 October 2021 – Revised and reformatted
<b>Monitoring and Frequency:</b>	<ul style="list-style-type: none"> <li>Yearly demonstration of compliance to relevant sections of the Post-Secondary Learning Act</li> <li>Yearly achievement of milestones in the process of executing on the strategic plan</li> <li>Yearly demonstration of compliance with the Alberta Public Agencies Governance Act</li> <li>Yearly Board of Governors evaluation survey</li> </ul>