

# Role of the Board and Responsibilities of Board Members

**Category:** Board of Governors

**Approval:** Board of Governors

**Responsibility:** University Secretary

**Date approved:** February 1, 2002, Revised: December 12, 2008; December 4, 2015

Trent University is a statutory corporation. The Trent Act states that "...the government, conduct, management and control of the University and of its property, revenues, expenditures, business and affairs are vested in the Board, and the Board has all powers necessary or convenient to perform its duties and achieve the objects and purposes of the University."

The following statements concerning the role of the Board and the responsibilities of Board members describe how the Board discharges its accountability for the University.

## **Role of the Board of Governors:**

1. Providing stewardship for the University
2. Employing the President, delegating responsibility for the management of the University to the President, and evaluating Presidential performance
3. Approving the University's mission and ensuring that strategic directions, plans, major decisions and outcomes are consistent with the mission
4. Monitoring the quality of the University and ensuring its future
5. Protecting and defending the University's autonomy
6. Advocating on behalf of the University and advancing its objects
7. Monitoring the identification and management of risks
8. Evaluating the performance of the Board
9. Meeting the responsibilities assigned to the Board in the Trent Act

## **Responsibilities of Board Members:**

1. Accept the responsibilities, and abide by the regulations, of the Trent University Act, the Board's by-laws and policies, and government statutes and regulations
2. Recognize and respect the difference between governing (the Board's responsibility) and managing (the administration's responsibility). The Board establishes policy within which the administration manages.
3. Prepare for, attend, and participate in, the majority of meetings of the Board and of assigned committees

4. Make judgements and decisions based on the best interests of the institution as a whole and on the advancement of higher education
5. Speak one's mind at meetings of the Board and its committees but support majority decisions and work with fellow members in a spirit of cooperation; communicate promptly with the Board Chair or President, as appropriate, any significant concern, complaint or question and let the Chair or President deal with it
6. Maintain confidentiality with respect to confidential Board deliberations and materials
7. Act as ambassadors for Trent University by promoting and supporting it locally, provincially, nationally and internationally; help interpret the community's perspective for the University; help maintain relations between the University and the City of Peterborough and region.
8. Be involved in fundraising and donor stewardship on behalf of the University, including making calls, providing contacts and personal financial contributions
9. Participate in major University events such as Convocation; become familiar with University life by taking advantage of opportunities for informal contact with faculty, staff, students and alumni
10. Recognize that the Board Chair (or express designate) is the only spokesperson for the Board and that the President (or designate) is the only spokesperson for the administration
11. Strengthen and sustain the President while actively and energetically probing and exercising critical judgement on policy matters
12. Maintain the highest ethical standards.

#### **Individual Board Member Evaluations**

a) Annual Member Self-Assessment:

- In order to optimize the effectiveness and engagement of individual Board members, an annual Board member self-assessment survey will be conducted, that, at a minimum will inform decisions relating to leadership development and broadening of Board experience.

b) End of Term Peer Evaluation

- In the penultimate year of an individual governor's term (November/December), the Chair of the Nominating and Governance Committee (or through delegation to the Secretariat) shall verbally consult with Committee Chairs (and past committee chairs if applicable), the Board Chair and President to receive feedback on the governor's key areas of contribution, level of engagement in meetings and university events, communications style, attendance, ability to serve in a leadership role, and areas of concern/challenge. This feedback will inform deliberations of the Nominating and Governance Committee with regard to recommendation for reappointment.

**Contact Officer:**

University Secretariat

**Date for Next Review:**

N/A

**Related Policies, Procedures & Guidelines**

- a) N/A

**Policies Superseded by This Policy:**

- a) N/A