

The following Board policies establish  
the organizational ends and means of the  
SFSS.

## SFSS Board Policies

Simon Fraser Student Society

---

**simon fraser**  
**student society**

# TABLE OF CONTENTS

<b>Ends Policies</b>	7
<i>Global Ends Statement – Mission and Values</i>	8
Mission Statement	8
Organizational Values	8
<i>ENDS-1: Improved Academic Conditions</i>	9
<i>ENDS-2: Improved Social Conditions</i>	10
<i>ENDS-3: Improved Financial Conditions</i>	11
<i>ENDS-4: Improved Health Conditions and Wellbeing</i>	12
<b>Board-Management Delegation Policies</b>	13
<i>Global Board-Management Delegation Statement</i>	14
<i>BMD-1: Unity of Control</i>	15
<i>BMD-2: Accountability of the Chief Executive Officer</i>	16
<i>BMD-3: Delegation to the Chief Executive Officer</i>	17
<i>BMD-4: Monitoring Chief Executive Officer Performance</i>	19
<b>Executive Limitations Policies</b>	21
<i>Global Executive Limitations Statement</i>	22
<i>EL-1: Treatment of Members</i>	23
<i>EL-2: Treatment of Staff</i>	24
<i>EL-3: Financial Condition and Activities</i>	25
<i>EL-4: Financial Planning and Budgeting</i>	26
<i>EL-5: Asset Protection</i>	27
<i>EL-6: Compensation and Benefits</i>	29
<i>EL-7: Communication and Support to the Board</i>	30
<i>EL-8: Emergency Executive Succession</i>	31
<i>EL-9: New Program, Service, or Enterprise</i>	32
<b>Governance Process Policies</b>	33
<i>Global Governance Process Statement</i>	34
<i>GP-1: Governing Style</i>	35
<i>GP-2: Board Job Description</i>	36
<i>GP-3: Code of Conduct</i>	37
<i>GP-4: Officer Job Descriptions</i>	39
President	39
Vice President Student Services	39
Vice President External Relations	40

Vice President Student Life	40
Vice President Finance	40
Vice President University Relations	40
<i>GP-5: Exiting the Board</i>	42
<i>GP-6: Board Committee Principles</i>	43
<i>GP-7: Board Committee Structure</i>	44
<i>GP-8: Board Training, Development, and Tools</i>	46
<i>GP-9: Annual Planning</i>	47
<i>GP-10: Conflict of Interest Guidelines</i>	48
Definitions	48
Examples	48
Guidelines	49
Breach of Code	50
Where to Seek Clarification	50
<i>GP-11: Creation and Dissolution of Board Committees</i>	51
<i>GP-12: Committee Member Appointment and Resignation</i>	52
Appointment of Directors to Committees	52
Appointment of At-Large Members to Committees	52
Responsibilities of Committee Members	53
Term of Appointments	53
<i>GP-13: Director Stipend Reduction Schedule</i>	55
Bi-weekly reports are submitted late	55
Semester reports are submitted late	55
Failure to attend a Board meeting	55
Late arrival at a Board meeting	56
Late arrival at a Board Committee Meeting	56
Failure to meet Committee Obligations	56
Failure to complete required engagement hours	56
<b>Appendix 1: Agreement to Adhere to the SFSS Board Policies</b>	<b>58</b>
<i>Agreement to Adhere to the SFSS Board Policies</i>	59
<b>Appendix 2: Board Committee Structure</b>	<b>60</b>
<i>Nominating Committee</i>	61
Name and Type	61
Purpose	61
Membership	61
Deliverables	61
Governance	61
Communications	61

Relevant Policies	62
<i>Governance Committee</i>	63
Name and Type	63
Purpose	63
Membership	63
Deliverables	63
Governance	64
Communications	64
Relevant Policies	64
<i>Finance and Audit Committee</i>	65
Name and Type	65
Purpose	65
Membership	65
Deliverables	65
Governance	66
Communications	66
Relevant Policies	66
<i>Executive Committee</i>	67
Name and Type	67
Purpose	67
Membership	67
Deliverables	67
Governance	67
Communications	68
Relevant Policies	68
<i>Advocacy Committee</i>	69
Name and Type	69
Purpose	69
Membership	69
Deliverables	69
Governance	70
Communications	70
Relevant Policies	70
<i>Events Committee</i>	71
Name and Type	71
Purpose	71
Membership	71
Deliverables	71
Governance	72

Communications	72
Relevant Policies	72
<i>Surrey Campus Committee</i>	73
Name and Type	73
Purpose	73
Membership	73
Deliverables	73
Governance	73
Communications	74
Relevant Policies	74
<i>Vancouver Campus Committee</i>	75
Name and Type	75
Purpose	75
Membership	75
Deliverables	75
Governance	75
Communications	76
Relevant Policies	76
<i>Strategic Planning Ad-Hoc Committee</i>	77
Name and Type	77
Purpose	77
Membership	77
Deliverables	77
Governance	78
Communications	78
Relevant Policies	78
<i>Engagement Ad-Hoc Committee</i>	79
Name and Type	79
Purpose	79
Membership	79
Deliverables	79
Governance	79
Communications	80
Relevant Policies	80



# ENDS POLICIES



## GLOBAL ENDS STATEMENT – MISSION AND VALUES

*POLICY TYPE: ENDS POLICIES*

*POLICY TITLE: GLOBAL ENDS STATEMENT – MISSION AND VALUES*

*POLICY REFERENCE NUMBER: N/A*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

### *MISSION STATEMENT*

The Simon Fraser Student Society exists to improve the undergraduate student experience, as comprised of the following aspects:

- academic,
- social,
- financial, and
- health and wellbeing.

### *ORGANIZATIONAL VALUES*

In all its activities, the members, employees, and guests of the Society will act in a manner consistent with the Society's fundamental values:

- Inclusivity
- Integrity
- Empowerment
- Advocacy
- Community



## ENDS-1: IMPROVED ACADEMIC CONDITIONS

*POLICY TYPE: ENDS POLICIES*

*POLICY TITLE: IMPROVED ACADEMIC CONDITIONS*

*POLICY REFERENCE NUMBER: ENDS-1*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

The academic experience of members is of the highest possible quality.

1. Members are provided with sufficient and appropriate study space.
2. Members have access to high-quality and responsive academic support services.
3. Members have the highest quality libraries and research tools at their disposal.
4. Members have access to high-quality and available courses.

## ENDS-2: IMPROVED SOCIAL CONDITIONS

*POLICY TYPE: ENDS POLICIES*

*POLICY TITLE: IMPROVED SOCIAL CONDITIONS*

*POLICY REFERENCE NUMBER: ENDS-2*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

Members enjoy a rich social life.

1. Members are able to find and connect with other students.
2. Members have access to appropriate space.
3. Members have the resources available to support their activities.
4. Members are informed about the social activities.

## ENDS-3: IMPROVED FINANCIAL CONDITIONS

*POLICY TYPE: ENDS POLICIES*

*POLICY TITLE: IMPROVED FINANCIAL CONDITIONS*

*POLICY REFERENCE NUMBER: ENDS-3*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

Members can afford the cost of their education.

1. Members can afford the cost of their tuition and fees.
2. Members have access to financial support on the basis of:
  - a. academic standing, and
  - b. financial need.
3. Members have access to lower-cost educational resources.
4. Members have access to revenue generating opportunities on campus.

## ENDS-4: IMPROVED HEALTH CONDITIONS AND WELLBEING

*POLICY TYPE: ENDS POLICIES*

*POLICY TITLE: IMPROVED HEALTH CONDITIONS AND WELLBEING*

*POLICY REFERENCE NUMBER: ENDS-4*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

Members pursue their studies in health promoting conditions that contribute to their wellbeing.

1. Members have access to the services and supports necessary to achieve their optimal mental health.
2. Members have access to the services and supports necessary to achieve their optimal physical health.

BOARD-MANAGEMENT DELEGATION  
POLICIES



## GLOBAL BOARD-MANAGEMENT DELEGATION STATEMENT

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: GLOBAL BOARD-MANAGEMENT DELEGATION STATEMENT*

*POLICY REFERENCE NUMBER: N/A*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

The Board's sole official connection to the operational organization, its achievements, and conduct will be through the Chief Executive Officer.

## BMD-1: UNITY OF CONTROL

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: UNITY OF CONTROL*

*POLICY REFERENCE NUMBER: BMD-1*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

Only officially passed motions of the Board are binding on the Chief Executive Officer.

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the Chief Executive Officer.
2. In the case of Board members or committees requesting information or assistance without Board authorization, the Chief Executive Officer can refuse such requests that require, in the Chief Executive Officer's opinion, a material amount of staff time or funds, or are disruptive.

## BMD-2: ACCOUNTABILITY OF THE CHIEF EXECUTIVE OFFICER

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: ACCOUNTABILITY OF THE CHIEF EXECUTIVE OFFICER*

*POLICY REFERENCE NUMBER: BMD-2*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Chief Executive Officer is the only link to the operational achievements and conduct at the disposal of the Board. Consequently, all authority and accountability for staff is vested in the Chief Executive Officer.

1. The Board will never give instructions to persons who report directly or indirectly to the Chief Executive Officer.
2. The Board will not evaluate, either formally or informally, any staff other than the Chief Executive Officer.
3. The Board will review the performance of the Chief Executive Officer by reviewing the performance of the organization, so that the accomplishment of Ends Policies, and the adherence to the scope of Executive Limitations will be viewed as the successful job performance.
  - a. The Chief Executive Office is also expected to achieve those ends and adhere to those limitations while maintaining the highest level of professionalism and client services.
4. Board members may be invited by the Chief Executive Officer to be on operational/Chief Executive Officer committees, and thereby participating in organizational operations as volunteers under the authority of the Chief Executive Officer.



## BMD-3: DELEGATION TO THE CHIEF EXECUTIVE OFFICER

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: DELEGATION TO THE CHIEF EXECUTIVE OFFICER*

*POLICY REFERENCE NUMBER: BMD-3*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Board will communicate to the Chief Executive Officer its prescribed organizational ends to be achieved by means of **Ends Policies** and the proscribed means or actions by which they may be achieved using **Executive Limitations Policies**.

1. **Ends Policies:** The Board will develop policies instructing the Chief Executive Officer to achieve certain results, for certain segments of the membership or stakeholder community, using an amount of resources (financial or otherwise). Ends Policies are developed as increasingly specific ends derived from the most general mission statement. Any topic that is not considered an end is defined here as a mean.
2. **Executive Limitations Policies:** The Board will develop policies that limit the latitude that the Chief Executive Officer may exercise in choosing organizational means. These limiting policies will describe those practices, activities, decisions, and circumstances that would be unacceptable to the Board even if they were to be effective. These policies will be developed systematically from the broadest, most general level, to increasingly narrow, specific levels. The Board will never prescribe organizational means to the Chief Executive Officer. Therefore, all means are considered pre-approved by the Board unless explicitly prohibited by the Executive Limitations Policies.
3. As long as the Chief Executive Officer uses any reasonable interpretation of the Board's End Policies and Executive Limitations Policies, the Chief Executive Officer is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities. Any such action shall have the full force and authority as if decided by the Board.
4. The Board may change its Ends Policies and Executive Limitations Policies, thereby shifting the boundary between Board and Executive domains of authority and

accountability. By doing so, the Board changes the latitude of choice accorded to the Chief Executive Officer. However, so long as any particular policy is in place, the Board and its members will respect and support the choices of the Chief Executive Officer.

## BMD-4: MONITORING CHIEF EXECUTIVE OFFICER PERFORMANCE

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: MONITORING EXECUTIVE PERFORMANCE*

*POLICY REFERENCE NUMBER: BMD-4*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The criteria against which the performance of the Chief Executive Officer will be evaluated are the job products as contained in the Ends Policies, and whether those products were delivered in a manner consistent with the Executive Limitations Policies.

1. Monitoring, therefore, is an activity that determines the extent to which Board policies are being met. Any other activity is not considered monitoring. Any information that does not lend itself to this activity is not considered monitoring data.
2. The Board will acquire monitoring information by one or more of the two methods listed here:
  - a. Internal report - in which the Chief Executive Officer discloses interpretations and compliance information to the Board
  - b. External report - in which an external, disinterested third party selected by the Board assesses compliance with the Chief Executive Officers reasonable interpretation of Board policies
3. In every case, the Board will judge:
  - a. the reasonableness of the interpretation, and
  - b. whether or not the available data demonstrates compliance with the stated interpretation of Board policy.
4. The standard for compliance shall be any reasonable interpretation provided in the report. The Board, as a whole, is the final judge of reasonableness.
5. All policies that instruct the Chief Executive Officer will be monitored at a frequency and by a process chosen by the Board. The Board can monitor organizational compliance to any Board policy at any time by means of any of the

three methods listed above. A schedule will be determined at the outset of every Board term.

6. Annually, the President and two Executive Board members shall evaluate the performance of the CEO on the basis of monitoring reports in order to provide a recommendation regarding the remuneration of the CEO.

Table 1: Compliance Evaluation Schedule

Policy	Frequency (per year)	Method
All Ends Policies	TBD	TBD
Global Executive Limitations Statement	TBD	TBD
EL-1	TBD	TBD
EL-2	TBD	TBD
EL-3	TBD	TBD
EL-4	TBD	TBD
	TBD	TBD
	TBD	TBD
EL-5	TBD	TBD
EL-6	TBD	TBD
EL-7	TBD	TBD
EL-8	TBD	TBD

Acronym	Method
IR	Internal Chief Executive Officer Report
ER	External Report

# EXECUTIVE LIMITATIONS POLICIES



## GLOBAL EXECUTIVE LIMITATIONS STATEMENT

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: GLOBAL EXECUTIVE LIMITATIONS STATEMENT*

*POLICY REFERENCE NUMBER: N/A*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

The Chief Executive Officer shall not cause or allow any organization practice, activity, decision, or circumstance that is:

1. unlawful,
2. imprudent, or
3. in violation of commonly accepted business practices or professional ethics.

## EL-1: TREATMENT OF MEMBERS

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: TREATMENT OF MEMBERS*

*POLICY REFERENCE NUMBER: EL-1*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

The Chief Executive Officer shall not cause or allow to be caused conditions, procedures, or decisions that are unsafe, untimely, disrespectful, unnecessarily intrusive to members, or which breach the confidentiality of those members.

The Chief Executive Officer shall not:

1. elicit information for which there is no clear necessity,
2. use methods of collecting, reviewing, transmitting, or storing member information that fail to protect against improper access to that information,
3. operate facilities without reasonable accessibility or privacy,
4. allow members to be unaware of what may be expected from a service rendered,
5. allow members to be unaware of this policy, or
6. operate without a feedback mechanism that allows members to comment on the adherence to this policy.

## EL-2: TREATMENT OF STAFF

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: TREATMENT OF STAFF*

*POLICY REFERENCE NUMBER: EL-2*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

The Chief Executive Officer shall not cause or allow to be caused conditions that are unfair, undignified, disorganized, or unclear to paid or volunteer staff.

The Chief Executive Officer shall not:

1. operate without written personnel procedures that:
  - a. clarify rules for staff,
  - b. provide for effective handling of grievances, and
  - c. protect against wrongful conditions (such as nepotism and grossly preferential treatment for personal reasons),
2. retaliate against an employee for non-disruptive expressions of dissent, or for reporting to management or to the Board acts or omissions by Society staff, management, or Board members that the employee believes, in good faith and based on credible information, constitutes a violation of provincial or federal law, or a governing policy of the Board,
3. allow staff to be unprepared to deal with emergency situations,
4. allow staff to be unfamiliar with the Chief Executive Officer's interpretations of this policy as well as their protection under it, or
5. terminate the employment of staff without reasonable grounds.



## EL-3: FINANCIAL CONDITION AND ACTIVITIES

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: FINANCIAL CONDITION AND ACTIVITIES*

*POLICY REFERENCE NUMBER: EL-3*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Chief Executive Officer shall not cause or allow to be caused the financial condition or activities of the Society to be placed in fiscal jeopardy, or to allow the actual expenditures of the Society to materially deviate from Board priorities, as established in its Ends Policies.

The Chief Executive Officer shall not:

1. incur debt or lease commitments in an amount greater than \$25 000, without prior Board approval,
2. expend more funds than have been received in the fiscal year to date unless the resulting deficit can be repaid by certain and otherwise unencumbered revenues within sixty (60) days,
3. expend without Board approval any cash reserves that have been designated by the Board as restricted,
4. allow payroll or debts to be overdue, or regulatory or statutory remittances to be overdue or inaccurately filed,
5. make a single unbudgeted purchase or commitment of greater than \$20 000 (splitting orders is not an acceptable means of adhering to this proscription), or
6. acquire, encumber, or dispose of real estate or enter into a lease or licence to occupy real estate for a committed period of more than six months without prior Board approval.

## EL-4: FINANCIAL PLANNING AND BUDGETING

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: FINANCIAL PLANNING AND BUDGETING*

*POLICY REFERENCE NUMBER: EL-4*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Chief Executive Officer shall not cause or allow to be caused a financial plan for a fiscal year to deviate materially from Board End Policies, risk placing the Society in financial jeopardy, or fail to be the derivative of a multi-year plan.

The Chief Executive Officer shall not allow the Society budget to:

1. omit a:
  - a. credible projection of revenues and expenses,
  - b. separation of capital and operational items, and
  - c. disclosure of planning assumptions, or
2. provide less than 1% of the total annual budget for Board prerogatives during the year.

## EL-5: ASSET PROTECTION

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: ASSET PROTECTION*

*POLICY REFERENCE NUMBER: EL-5*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

The Chief Executive Officer shall not cause or allow to be caused corporate assets to be unprotected, inadequately maintained, or unnecessarily risked.

The Chief Executive Officer shall not:

1. allow the organization, board members, staff, or volunteers to be uninsured against theft, fire, and casualty losses to a prudent replacement value and against liability losses,
2. subject facilities or equipment to improper wear and tear or to inadequate maintenance,
3. unnecessarily expose the Society, its Board, or staff to claims of liability,
4. receive, process, or disburse funds under controls that are insufficient to meet the Board-appointed auditor's standards,
5. make any purchase:
  - a. where normally prudent protection against any conflicts of interest have not been taken,
  - b. of a value of more than \$5 000 without having obtained an analysis of comparative cost and quality, or
  - c. of a value of more than \$25 000 without a stringent method of assuring the balance of long-term cost and quality,
6. allow the intellectual property, information, or files to be exposed to loss, improper access, or significant damage, nor operated without maintaining records in accordance with applicable legislation,
7. invest or hold operating capital in insecure instruments,
8. endanger the organization's public image, credibility, or its ability to accomplish its ends as stated in its Ends Policies,

9. change the organization's name or substantially alter its identity in the community,  
or
10. compromise the independence of the Board's audit or other external monitoring.

## EL-6: COMPENSATION AND BENEFITS

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: COMPENSATION AND BENEFITS*

*POLICY REFERENCE NUMBER: EL-6*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Chief Executive Officer shall not cause or allow to be caused the fiscal integrity or public image to be jeopardized by the compensation and benefits to employees, consultants, contract workers, and volunteers.

The Chief Executive Officer shall not:

1. change the compensation or benefits of the Chief Executive Officer,
2. establish compensation or benefits that deviate materially from the geographic or professional market for the skills employed, or
3. create obligations over a term that are greater than reasonably projected revenue.

## EL-7: COMMUNICATION AND SUPPORT TO THE BOARD

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: COMMUNICATION AND SUPPORT TO THE BOARD*

*POLICY REFERENCE NUMBER: EL-7*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

The Chief Executive Officer shall not cause or allow to be caused the Board to be uninformed or unsupported in its work.

The Chief Executive Officer shall not:

1. neglect to submit monitoring data by the Board according to [BMD-4: Monitoring the Performance of the Chief Executive Officer](#) in a timely, accurate, and understandable fashion.
2. let the Board be unaware of any significant incidental information it requires including anticipated adverse media coverage, threatened or pending lawsuits, and material external and internal changes,
3. allow the Board to be without decision information required periodically by the Board,
4. present information in unnecessarily complex or lengthy form,
5. allow the Board to be without internal support for official Board, officer, or committee communications,
6. deal with the Board in a way that favours or privileges certain Board members over others, except when:
  - a. fulfilling individual requests for information, or
  - b. responding to officers or committees duly charged by the Board, or
  - c. allow the Board to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations Policies regardless of the Board's monitoring schedule.

## EL-8: EMERGENCY EXECUTIVE SUCCESSION

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: EMERGENCY EXECUTIVE SUCCESSION*

*POLICY REFERENCE NUMBER: EL-8*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

In order to protect the Board from the sudden loss of the services of the Chief Executive Officer, the Chief Executive Officer shall not permit that there be fewer than 1 employee who is sufficiently familiar with Board and Chief Executive Officer issues and procedures as to take over the obligations of the Chief Executive Officer with reasonable proficiency as an interim successor.

## EL-9: NEW PROGRAM, SERVICE, OR ENTERPRISE

*POLICY TYPE: EXECUTIVE LIMITATIONS POLICIES*

*POLICY TITLE: NEW PROGRAM, SERVICE, OR ENTERPRISE*

*POLICY REFERENCE NUMBER: EL-9*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Chief Executive Officer may not initiate any new enterprise that will jeopardize the fiscal integrity or public image of the Society.

The Chief Executive Officer shall not initiate any new enterprise that:

1. is inconsistent with the End Policies of the Board,
2. is inconsistent with the values of social responsibility,
3. is initiated without a business plan that assesses financial risk or provides fiscal projections and sources of capital, or
4. is not communicated to the Board.



# GOVERNANCE PROCESS POLICIES

## GLOBAL GOVERNANCE PROCESS STATEMENT

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: GLOBAL GOVERNANCE PROCESS STATEMENT*

*POLICY REFERENCE NUMBER: N/A*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

The function of the Board is to represent the interest of the members of the Simon Fraser Student Society by:

1. establishing, reviewing, and monitoring the long term strategic goals of the Society as established in the [Ends Policies](#), and
2. ensuring that the means employed to achieve these ends are acceptable to the membership, which is determined by monitoring compliance with these Board Policies.

## GP-1: GOVERNING STYLE

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: GOVERNING STYLE*

*POLICY REFERENCE NUMBER: GP-1*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

The Board shall adhere to the principles of Policy Governance, and fulfill its obligations by focusing on organizational vision and strategic leadership. The Board shall not involve itself in operational or administrative details, delegating that responsibility to staff via the Chief Executive Officer; instead, it shall assess the manner in which the membership is impacted by the activities of the Society.

The Board shall:

1. focus primarily on the intended long range impacts of the activities of the Society on the needs and goals of the membership it serves,
2. inspire the Society by establishing the broadest organizational values and perspectives,
3. exercise whatever discipline is required to govern with excellence, including attendance at Board and committee meetings, and ensuring that its behaviour is consistent with its purpose as stated in its [Global Governance Process Statement](#), and its policy making principles,
4. monitor and regularly discuss its own process and performance,
5. instigate the development of new Board Policies and the review of existing Board Policies, and
6. be accountable for the accomplishment of its function as a whole, refusing to allow any officer, individual director, or Board committee to usurp or hinder the Board in its role.

## GP-2: BOARD JOB DESCRIPTION

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD JOB DESCRIPTION*

*POLICY REFERENCE NUMBER: GP-2*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

In general, the job of the Board is to contribute strategically and cohesively to the established ends of the Society.

The job contributions of the Board are to:

1. be the authoritative link between the operational organization and both the members and its external stakeholders by:
  - a. engaging with the membership and external stakeholders, and
  - b. reporting the results of these engagement activities where appropriate,
2. establish, review, and adjust as required the written governing policies that follow from organizational values that address:
  - a. organizational ends,
  - b. board-management delegation,
  - c. executive limitations, and
  - d. governance processes,
3. monitor the performance of the Chief Executive Officer and ensure organizational compliance with the Board Policies,
4. cultivate a clear understanding of, and adherence to the principles of the Board's governing processes, and
5. keep current on issues and developments related to Board governance and responsibilities.

## GP-3: CODE OF CONDUCT

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: CODE OF CONDUCT*

*POLICY REFERENCE NUMBER: GP-3*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

The Board of Directors will conduct its business in accordance with the stipulations of the Society Act and the Simon Fraser Student Society Constitution and Bylaws. This commitment requires that the Board of Directors act ethically, professionally, and with the proper decorum as individuals and a group.

Directors shall:

1. demonstrate an unwavering loyalty to the interests and purposes of the Society as a whole,
2. avoid any conflict of interest in the performance of their fiduciary duties,
3. not conduct any business between the Society and:
  - a. themselves or other directors as private individuals, or
  - b. any organization in which they have a direct or indirect interest,
4. not use their position to obtain employment in the Society,
5. not attempt to exercise individual authority over the Society, except as set forth explicitly in the Board Policies, and to that end:
  - a. directors shall recognize their lack of individual authority when engaging with the Chief Executive Officer, the public, and the media,
  - b. directors shall not speak on behalf of the Board except as authorized by the Board,
  - c. respect and apply the principle of confidentiality when dealing with issues of a sensitive nature,
  - d. attend Board and committee meetings having adequately prepared for all deliberations,
  - e. support the legitimacy and the authority of all decisions made by the Board, irrespective of their personal position on the issue, and

- f. sign the acknowledgement of, and the agreement to act in accordance with this code of conduct, a copy of which has been provided as an appendix.
6. act in accordance with the Human Rights Act as it relates to the individual's race, ethnicity, language, religion, marital status, gender, sexual orientation, age, disabilities, economic status, political affiliation, and national ancestry,
7. treat one another and all persons associated with the Simon Fraser Student Society in such a way as to preserve their dignity and communicate respect and fairness.
8. protect the confidentiality of all information, records, and material acquired through their service with the Simon Fraser Student Society by understanding and adhering to the Board Policies of the Simon Fraser Student Society, the Federal Privacy Act, the Freedom of Information and Protection of Privacy Act, and any other relevant government acts and regulations,
9. accept full and complete accountability for their own acts and omissions, exhibiting self-discipline and the pursuit of excellence in all activities,
10. be prohibited from giving or receiving preferential treatment for the Society's services, and
11. respect the professional and intellectual work of others, giving those others full credit and citations when reproduced in any form.

## GP-4: OFFICER JOB DESCRIPTIONS

**\*\*\*\*\*THIS POLICY IS CURRENTLY UNDER REVIEW\*\*\*\*\***

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: ROLE OF THE CHAIR*

*POLICY REFERENCE NUMBER: GP-4*

*Adopted: September 18, 2015*  
*Next Scheduled Revision*  
*Previous Revisions*

### *PRESIDENT*

1. The President shall:
  - a. be the Chair of the Board of Directors, and as Chair ensure that:
    - i. the Board adherence to Board Process Policies,
    - ii. Board discussions relate to issues that fall within the scope of Board responsibilities,
    - iii. deliberations will be timely, fair, focused, and orderly, and
    - iv. Robert's Rules of Order will be observed except where Board Policies provide explicitly for an alternative,
  - b. be the only member of the Board of Directors authorized to speak on behalf of the Board, except where otherwise authorized by the Board,
  - c. represent the Board to outside parties in communicating the positions and decisions established by the Board.

### *VICE PRESIDENT STUDENT SERVICES*

2. The Vice-President Student Services shall:
  - a. Assume and carry out the rights, duties and obligations of the President during her or his absence or in the event that she or he should resign, be impeached or abandon office.
  - b. Coordinate the compilation of the Annual Report of the Board for consideration at the Annual General Meeting.
  - c. Coordinate and facilitate activities and services for the members of the Society.
  - d. Be a signing officer.
  - e. Undertake all other duties and responsibilities the Board may delegate to the Vice-President of Services from time to time.

### *VICE PRESIDENT EXTERNAL RELATIONS*

3. The Vice-President External Relations shall:
  - a. Be responsible for keeping the Board informed of plans or actions of external organisations, outside the University, and federal and provincial governments that have a direct bearing on the Society or its members.
  - b. Be responsible for Society business related to, and organize Society representation at conferences held by external organisations, other than the University, in which the Society may have membership or interest.
  - c. Act as a liaison between the Society and other student unions.
  - d. Undertake all other duties and responsibilities the Board may delegate to the Vice-President External Relations from time to time.

### *VICE PRESIDENT STUDENT LIFE*

4. The Vice-President Student Life shall:
  - a. Act as a liaison between the Board, Council, and other student groups at the University.
  - b. Oversee the establishment and maintenance of Faculty Student Unions and Department Student Unions, and act as a liaison between the Board and Faculty Student Unions and Department Student Unions.
  - c. Undertake all other duties and responsibilities the Board may delegate to the Vice-President Student Life from time to time.

### *VICE PRESIDENT FINANCE*

5. The Vice-President Finance shall:
  - a. Ensure that all Society funds are deposited in an appropriate account at a financial institution selected by the Board.
  - b. Keep careful account and be responsible for all monies received and disbursed by or on behalf of the Society. The Vice-President Finance shall not disburse funds except as provided for in these By-Laws, or by regulation.
  - c. Render, upon request of the Board and within fourteen calendar days, a detailed written report on the Society's financial affairs.
  - d. Prepare a detailed written report on the Society's financial affairs for consideration at the Annual General Meeting.
  - e. Coordinate the preparation of the budget of the Society.
  - f. Coordinate the commercial and legal affairs of the Society.
  - g. Be a signing officer.
  - h. Undertake all other duties and responsibilities as the Board may delegate to the Vice-President Finance from time to time.

### *VICE PRESIDENT UNIVERSITY RELATIONS*

6. The Vice-President University Relations shall:
  - a. Act as a liaison between the Board and the University.
  - b. Coordinate student representation on all University committees to which the Society nominates or appoints.



- c. Coordinate student involvement in University community affairs and activities.
- d. Be a signing officer

Undertake all other duties and responsibilities as the Board may delegate to the Vice-President Student Affairs from time to time.

## GP-5: EXITING THE BOARD

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: EXITING THE BOARD*

*POLICY REFERENCE NUMBER: GP-5*

[Adopted: September 18, 2015](#)

[Next Scheduled Revision](#)

[Previous Revisions](#)

The Society and the Board are interested in hearing from exiting members of the Board and in acquiring feedback from those members on their experience as members.

The Board shall:

1. assign a Board representative to interview each exiting Director,
2. each interview will be conducted according to a standardized process and format,  
and
3. preserve and make those exit reports available to the incoming Board of Directors.

## GP-6: BOARD COMMITTEE PRINCIPLES

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD COMMITTEE PRINCIPLES*

*POLICY REFERENCE NUMBER: GP-6*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

Board committees will be used for the purpose of helping the Board do its job and not interfere with the delegation of the Board to the Chief Executive Officer – Board-Management Delegation Policies. These principles apply to any Board affiliated committee irrespective of their designation; however, they does not apply to an operational group formed by the Chief Executive Officer.

Board committees shall:

1. help the Board do its job,
2. prepare policy alternatives for the Board, with relevant analysis of the implications of those alternatives,
3. conduct its business with a focus on the organization as a whole, and
4. be used sparingly, and normally in an ad-hoc capacity.

Board committees shall not:

5. advise staff,
6. have direct dealings with staff operations,
7. speak or act for the Board, except:
  - a. where explicitly authorized to do so, and
  - b. where a clearly defined time limit to do so has been established,
8. exercise any authority over staff, including the Chief Executive Officer, or
9. monitor organizational or departmental performance.

## GP-7: BOARD COMMITTEE STRUCTURE

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD COMMITTEE STRUCTURE*

*POLICY REFERENCE NUMBER: GP-7*

Adopted: September 18, 2015

Next Scheduled Revision

Previous Revisions

A committee is a Board Committee only if its existence and charge come from the Board, regardless of whether Board members sit on the committee. Standing committees exist in perpetuity; ad-hoc committees cease to exist as soon as their task is complete. Each Board committee needs to develop a terms of reference and have those terms of reference approved by the Board.

Upon the adoption of these Board Policies, the following standing committees are considered established:

1. Governance Committee
  - a. The Governance Committee will focus on the SFSS Board Policies
2. Finance and Audit Committee
  - a. The Finance and Audit Committee will focus on the financial condition of the Society.
3. Executive Committee
  - a. The Executive Committee will focus on supporting the Board should it be unable to meet in a timely manner.
4. Advocacy Committee
  - a. The Advocacy Committee will focus on the organizational advocacy priorities.
5. Events Committee
  - a. The Events Committee will focus on the proposal and reporting on organizational events.
6. Surrey Campus Committee
  - a. The Surrey Campus Committee will focus on issues affecting students at the Surrey Campus.

7. Vancouver Campus Committee
  - a. The Vancouver Campus Committee will focus on issues affecting students at the Vancouver Campus.

## GP-8: BOARD TRAINING, DEVELOPMENT, AND TOOLS

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD TRAINING AND DEVELOPMENT*

*POLICY REFERENCE NUMBER: GP-8*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

The Board will invest in its governing capacity, and will be provided with:

1. mandatory and regular training,
2. engagement mechanisms and processes to ensure a direct communications conduit with the Society membership, and
3. the administrative tools necessary to its function (e.g. stationary, website, meeting handouts, computers).

## GP-9: ANNUAL PLANNING

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: ANNUAL PLANNING*

*POLICY REFERENCE NUMBER: GP-9*

*Adopted: September 18, 2015*

*Next Scheduled Revision*

*Previous Revisions*

To govern in a manner consistent with Board Policies, the Board will adopt and adhere to an Annual Board Plan that:

1. provides for a review of the Ends Policies, and
2. provides education and training components that will contribute to the continual improvement of Board performance.

The Annual Board Planning Cycle shall:

3. span from May 1<sup>st</sup> to April 30<sup>th</sup> of the following year,
4. begin with the development of the Board Plan for the coming year, a process that will include:
  - a. consultations with selected groups of the Society,
  - b. training in Policy Governance,
  - c. other items brought forth by a Board member for consideration,
5. include consent agenda (i.e. a meeting practice which packages routine committee reports, Board meeting minutes, and other non-controversial items not requiring discussion or independent action as one agenda item) items to be dealt with by the Board as expeditiously as possible, and
6. include monitoring of the Chief Executive Officer.

## GP-10: CONFLICT OF INTEREST GUIDELINES

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: CONFLICT OF INTEREST GUIDELINES*

*POLICY REFERENCE NUMBER: GP-10*

*Adopted: April 15, 2016*

*Next Scheduled Revision*

*Previous Revisions*

This conflict of interest policy is designed to foster confidence in the integrity of Society and its Board of Directors, and to protect the interests of the Society when it is contemplating any decision, most notably, any decision that might benefit the private interest of a director, or their friends, family members, or associates. A parallel conflict of interest policy for staff is provided in the SFSS Operational Policies.

In general, a conflict of interest exists where directors or the Board of Directors use their position to benefit themselves, or their friends, family members, or associates. Directors need not feel themselves to be in conflict for a conflict to be present. It is sufficient that there appear to be a conflict.

### *DEFINITIONS*

1. A conflict of interest exists when a director:
  - a. uses, or appears to use, their position to pursue or advance their personal interests, or those of a friend, family member, or associate, and
  - b. benefits or appears to benefit, directly or indirectly, from a Society transaction.

### *EXAMPLES*

#### **Conflicts of interest**

- A director votes on a motion that aims to appoint a friend to a position as Chief Commissioner of the Independent Electoral Commission.
- The brother or cousin of a director is the manager of a web development firm that entered into an agreement for the provision of Web services to the Society, which the entire Board discussed and authorized.



- The Board accepts on behalf of the Society a donation from a company at which a director is employed.

#### **Not conflicts of interest**

- The nomination committee recommends the appointment of a friend of the nomination committee who meets all the evaluation criteria.
- Board approves a provision of service contract after a competitive process with a company owned by a family member of a director who has excused themselves from any discussion of the contract as well as any vote regarding it.
- Board approves financial support for a member driven initiative, where a few directors are casually acquainted with the member, but where neither the member nor the directors will financially benefit from the transaction, and where the proposal meets all proposal evaluation criteria.

#### *GUIDELINES*

2. Where a director feels that they are subject to a conflict of interest, they must:
  - a. disclose the conflict in writing to the President and Chief Executive Officer even if the director only becomes aware of that conflict after a transaction is complete,
  - b. excuse themselves from motioning, motivating, discussing, or voting on any issue giving rise to the conflict,
  - c. not discuss inside or outside of a Board meeting any decision giving rise to a conflict,
  - d. not seek to influence any decision pertaining to that conflict, and
  - e. immediately leave the meeting and not return until all discussion and voting with respect to the matter giving rise to the conflict is completed.
3. If a director is unsure whether a situation involves a conflict, the director must immediately seek the advice of the President and Chief Executive Officer,
4. Where a director feels that another Director is subject to a conflict of interest, they must:
  - a. disclose the conflict in writing to the President and Chief Executive Officer even if the director only becomes aware of that conflict after a transaction is complete,
  - b. request that the director in question excuse themselves from motioning, motivating, discussing, or voting on any issue giving rise to the conflict,
  - c. request that the director in question not discuss inside or outside of a Board meeting any decision giving rise to a conflict,
  - d. request that the director in question not seek to influence any decision pertaining to that conflict, and

- e. request that the director in question immediately leave the meeting and not return until all discussion and voting with respect to the matter giving rise to the conflict is completed.
5. Board meeting minutes must:
- a. contain a standing item requiring all directors to announce any conflict or possible conflict of interests,
    - i. note the content and parties to any declared conflict,
  - b. contain a description of all declared conflicts, including the names of the directors involved, and
  - c. reflect that involved directors left the meetings during which there is any discussion or voting with respect to the matter giving rise to the conflict.

#### *BREACH OF CODE*

6. Where a director is found to have breached their duty by violating this policy, that director may be:
- a. asked to resign from their position by the Board,
  - b. censured by the Board, or
  - c. impeached.

#### *WHERE TO SEEK CLARIFICATION*

7. The President and the Chief Executive Officer will provide guidance on any item in this policy.
8. The President and Chief Executive Officer may, at their discretion, request that a director seek the advice of outside counsel.

## GP-11: CREATION AND DISSOLUTION OF BOARD COMMITTEES

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: CREATION AND DISSOLUTION OF BOARD COMMITTEES*

*POLICY REFERENCE NUMBER: GP-11*

*Adopted: April 15, 2016*

*Next Scheduled Revision*

*Previous Revisions*

1. The Board may, at its discretion, establish and dissolve committees to support its governance responsibilities.
  - a. The Board will establish a committee by including its terms of reference in the SFSS Board Policies
  - b. The Board will dissolve a committee by repealing its terms of reference from the SFSS Board Policies.
  - c. Committees will be established as standing committees where the need is deemed to be Board is permanent.
  - d. Committees will be established as ad-hoc committees where the need is deemed to be temporary or project based.

## GP-12: COMMITTEE MEMBER APPOINTMENT AND RESIGNATION

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: COMMITTEE MEMBER APPOINTMENT AND RESIGNATION*

*POLICY REFERENCE NUMBER: GP-12*

*Adopted: April 15, 2016*

*Next Scheduled Revision*

*Previous Revisions*

This process provides the steps for the annual appointment of members to Board committees.

### *APPOINTMENT OF DIRECTORS TO COMMITTEES*

1. Where Board members are named to committee positions, those positions will be appointed by majority vote of the Board during the first week of May.

### *APPOINTMENT OF AT-LARGE MEMBERS TO COMMITTEES*

#### **Schedule**

2. Preparation for the appointment of at-large members to Board committees begins in March.
  - a. The Communications Office will prepare print materials for on-site engagement initiatives, as well as social media posts and website content to communicate the opening of the nomination period.
  - b. Directors will actively engage members at all three campuses to submit their nomination.
3. Nominations of at-large members to committee positions open the third week of April and close at the end of the first week of May.
4. The Nominating Committee will meet at the request of the Board or where called by its Chair.
5. Nominees will be interviewed by the Nominating Committee and its recommendations will be provided to the Board.
6. Committees members will be appointed by the Board.

#### **Evaluation Criteria**

7. Nominees will be evaluated on the basis of the following criteria:
  - a. knowledge of the SFSS and its purposes,
  - b. knowledge of the terms of reference of the committee to which they are applying,
  - c. demonstrated past involvement in Society activities,
  - d. other work or volunteer experience in the area of responsibility of the committee,
  - e. an ability and interest in planning and volunteering, and
  - f. an ability to work well with others.

### **Selection Process**

8. Each candidate will be provided 2 minutes to motivate for their appointment at a meeting of the Nominating Committee.
  - a. Meetings of Nominating Committee will take place at all three campuses.
9. Board will receive the recommendations of the Nomination Review Committee and discuss the recommendations in camera.
10. Board will appoint by majority vote the successful candidates ex-camera.
  - a. Each director will have as many votes as there are members to appoint to a committee.
  - b. A director may not vote more than once for any applicant.
  - c. Nominees with the highest number of votes will be appointed.

### *RESPONSIBILITIES OF COMMITTEE MEMBERS*

11. The Chair of a committee shall:
  - a. ensure all meetings included in the SFSS Society calendar (Gmail),
  - b. convene meetings as needed or where requested by the Board,
  - c. establish meeting agenda,
  - d. ensure all relevant documents and materials are distributed to the committee prior to the committee meeting,
  - e. ensure attendance is properly tracked,
  - f. act as the primary point of contact between the committee and its designated staff support if any, and
  - g. report committee work to Board on behalf of the committee.
12. Committee members shall:
  - a. attend all meetings of the committee,
  - b. read all materials provided to the committee and prepare constructive critical feedback regarding committee business prior to every meeting, and
  - c. regularly volunteer in support of committee initiatives.

### *TERM OF APPOINTMENTS*

13. Committee appointments will expire on April 30<sup>th</sup> of each year.
14. Committee members will be deemed to have vacated their position where they have missed two consecutive meetings without submitting notice and cause to the Chair that have been approved by the committee.
15. The committee Chair may expel a committee member where that member has missed more than one-third of the regularly scheduled meetings in any one semester.
16. Notwithstanding the terms of reference of any committee, the Board may, at its discretion, remove a committee member by 2/3 majority vote.

## GP-13: DIRECTOR STIPEND REDUCTION SCHEDULE

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: DIRECTOR STIPEND REDUCTION SCHEDULE*

*POLICY REFERENCE NUMBER: GP-13*

*Adopted: March 6, 2017*

*Next Scheduled Revision*

*Previous Revisions*

This director stipend reduction schedule stipulates the terms according to which a director's stipend may be reduced or withheld by the Vice-President Finance.

### *BI-WEEKLY REPORTS ARE SUBMITTED LATE*

1. Bi-weekly work reports must be submitted to the Board by 4:00pm on the day following each pay period.
  - a. The stipend of an Executive Board member will be reduced by \$50 where the report is late or incomplete.
    - i. Sections may be listed as 'not applicable.'
  - b. The stipend of a Non-Executive Board member will be reduced by \$25 where the report is late or incomplete.
    - i. Sections may be listed as 'not applicable.'

### *SEMESTER REPORTS ARE SUBMITTED LATE*

2. Semester work reports must be submitted to the Board by midnight of the last day of the month following the end of a semester.
  - a. The stipend of an Executive Board member will be reduced by \$100 per day for a maximum reduction of the value of one complete pay period where the report is late, and all stipends will be withheld until the report is submitted.
  - b. The stipend of a Non-Executive Board member will be reduced by \$50 per day for a maximum reduction of the value of one complete pay period where the report is late, and all stipends will be withheld until the report is submitted.

### *FAILURE TO ATTEND A BOARD MEETING*

3. Directors must attend all Board meetings, excepting for academic, health, and Society related work obligations that have been communicated to the Board Chair in advance and by email, and which are approved by motion at the Board meeting.
  - a. The stipend of an Executive Board member will be reduced by \$100 where they fail to attend a Board meeting.
  - b. The stipend of a Non-Executive Board member will be reduced by \$50 where they fail to attend a Board meeting.

*LATE ARRIVAL AT A BOARD MEETING*

4. Directors must attend all Board meetings on time, excepting where the director has communicated in advance some personal or unexpected circumstances to the Chair.
  - a. The stipend of an Executive Board member will be reduced by \$50 where they attend a Board meeting more than 15 minutes late.
  - b. The stipend of a Non-Executive Board member will be reduced by \$25 where they attend a Board meeting more than 15 minutes late.

*LATE ARRIVAL AT A BOARD COMMITTEE MEETING*

5. Directors must attend all Board committee meetings on time, excepting where the director has communicated in advance some personal or unexpected circumstances to the Chair.
  - a. The stipend of an Executive Board member will be reduced by \$20 where they attend a Board meeting more than 15 minutes late.
  - b. The stipend of a Non-Executive Board member will be reduced by \$10 where they attend a Board meeting more than 15 minutes late.

*FAILURE TO MEET COMMITTEE OBLIGATIONS*

6. Directors must be appointed to at least 2 Board committees at all times, and Executive Directors must Chair at least one Board committee.
  - a. The stipend of an Executive Board member will be reduced by \$200 where they are not named to at least two (2) committees, and \$100 where they are not named to one (1) committee.
  - b. The stipend of a Non-Executive Board member will be reduced by \$100 where they are not named to at least two (2) committees, and \$50 where they are not named to one (1) committee.

*FAILURE TO COMPLETE REQUIRED ENGAGEMENT HOURS*

7. Directors must perform at least 4 hours of member engagement per pay period, and these must be reports on Directors' bi-weekly reports.



- a. The stipend of an Executive Board member will be reduced by \$50 where they have not performed their required engagement hours.
- b. The stipend of a Non-Executive Board member will be reduced by \$25 where they have not performed their required engagement hours.

*APPEALS PROCESS*

8. Where a director feels that stipend reductions have been administered incorrectly, a director may submit a detailed appeal to Board via the President.

# APPENDIX 1: AGREEMENT TO ADHERE TO THE SFSS BOARD POLICIES



## AGREEMENT TO ADHERE TO THE SFSS BOARD POLICIES

I, \_\_\_\_\_ (print name), have read, understood, and agreed to abide by the SFSS Board Policies.

\_\_\_\_\_

Date

\_\_\_\_\_

Print Board member name

\_\_\_\_\_

Board member signature

\_\_\_\_\_

Print CEO name

\_\_\_\_\_

CEO signature

# APPENDIX 2: BOARD COMMITTEE STRUCTURE

## NOMINATING COMMITTEE

### Name and Type

**Name:** Nominating Committee

**Duration:** The committee will be established at the first Board meeting of the cycle or at the leisure of the Board, and dissolved once all committee members have been appointed.

### Purpose

This purpose of this committee is to seek, identify, and recruit qualified members to participate in Board committees.

### Membership

- Voting members
  - 3 Board members
- Non-voting ex-officio members
  - Campaigns, Research, and Policy Coordinator

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to the appointment of at-large members to Board committees.

### Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

### Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

### Relevant Policies

The members of the committee should be familiar with the following:

- SFSS Board Policies

## GOVERNANCE COMMITTEE

### Name and Type

**Name:** Governance Standing Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolve at the discretion of the Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors aimed at strengthening its governance processes and capacity.

### Membership

- Voting members
  - President (ex-officio)
  - 1 executive board member
  - 4 board members
- Non-voting ex-officio members
  - Chief Executive Officer
  - Campaigns, Research, and Policy Coordinator

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to:

- SFSS Constitution, Bylaws, and Board Policies,
- committee terms of reference,
- governance processes, including:
  - the roles and responsibilities of the Board,
  - duties and responsibilities of directors and officers,
  - conflict of interest procedures,
  - procedures for the removal or directors,

- Board and committee training,
- Board and candidate orientation, and
- Board and Board member performance review,
- legislative changes that impact the activities of the SFSS, and
- Board calendar, including:
  - meeting times,
  - Board retreat,
  - Board evaluation time,
  - Monitoring report schedule.

## Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

The members of the committee should be familiar with the following:

- SFSS Constitution
- SFSS Bylaws
- SFSS Board Policies
- SFSS Strategic Plan
- Society Act of British Columbia



## FINANCE AND AUDIT COMMITTEE

### Name and Type

**Name:** Finance and Audit Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolve at the discretion of the Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors aimed on the financial and audit functions of the Society on behalf of Board.

### Membership

- Voting members
  - President (ex-officio)
  - VP Finance (Chair)
  - 4 board members
- Non-voting ex-officio members
  - Chief Executive Officer
  - Financial Coordinator

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to:

- the audit of the Society, including:
  - the appointment of the external auditor,
  - annual financial statements, and
  - the auditor's unobstructed access to information and personnel, and
- the finances of the Society, including:
  - the annual budgets are developed and presented to the Board,
  - review and present semesterly financial statements to the Board, and
  - ensure that regular monitoring reports are completed and presented to the Board.

## Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure
- EL-3: Financial Condition and Activities
- EL-4: Financial Planning and Budgeting
- EL-5: Asset Protection
- GP-9: Annual Planning

## EXECUTIVE COMMITTEE

### Name and Type

**Name:** Executive Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolve at the discretion of the Board.

### Purpose

This purpose of this committee is to make decisions on behalf of the Board of Directors if the Board is unable to convene in time to address an important and timely issue.

### Membership

- Voting members
  - 6 executive board members
- Non-voting ex-officio members
  - Chief Executive Officer

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with reports on any Executive Committee meeting that took place since the previous meeting of the Board of Directors outlining

- items considered, and
- motions passed.

### Governance

The committee will strive for consensus. Where no consensus is reached, the will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair and only as required to conduct the business of the Board between Board meetings where three working days have been provided.

The committee shall report on its progress and committee agenda items at Board meetings.

## Relevant Policies

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure

## ADVOCACY COMMITTEE

### Name and Type

**Name:** Advocacy Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolve at the discretion of the Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors on the development and implementation of advocacy priorities.

### Membership

- Voting members
  - President (ex-officio)
  - 1 executive board member
  - 4 board members
  - 6 at-large members
- Non-voting ex-officio members
  - Chief Executive Officer
  - Campaigns, Research, and Policy Coordinator

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to:

- advocacy priority proposals
- plans for the implementation of accepted proposals, including:
  - a budget,
  - resource requirements,
  - staffing requirements, and
  - timelines,

- summary reports on the progress of advocacy initiatives which include:
  - spending actuals, and
  - campaign highlights.

## Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure

## EVENTS COMMITTEE

### Name and Type

**Name:** Events Committees

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolve at the discretion of the Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors on SFSS events.

### Membership

- Voting members
  - President (ex-officio)
  - 1 executive board member
  - 4 board members
  - 6 at-large members
- Non-voting ex-officio members
  - Chief Executive Officer
  - Communications Coordinator

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to event:

- proposals, including:
  - a budget,
  - timeline,
  - event schedule,
  - engagement opportunities,
  - staffing requirements, and
  - resource requirements,

- progress, and
- final reports on the event, including:
  - financial actuals,
  - engagement results,
  - participation levels, and
  - a recommendation on whether or not to host similar events in the future.

## Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure



## SURREY CAMPUS COMMITTEE

### Name and Type

**Name:** Surrey Campus Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolved at the discretion of the Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors aimed at providing for Surrey campus engagement.

### Membership

- Voting members
  - President (ex-officio)
  - 1 board member
  - 8 at-large members taking at least one of their courses at the satellite campus
- Non-voting ex-officio members
  - Staff

The committee shall appoint its Chair by majority vote.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to:

- engagement initiatives and results, and
- community building events at the Surrey campus.

### Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure

## VANCOUVER CAMPUS COMMITTEE

### Name and Type

**Name:** Vancouver Campus Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolved at the discretion of the Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors aimed at providing for Vancouver campus engagement.

### Membership

- Voting members
  - President (ex-officio)
  - 1 board member
  - 8 at-large members taking at least one of their courses at the satellite campus
- Non-voting ex-officio members
  - Staff

The committee shall appoint its Chair by majority vote.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to:

- engagement initiatives and results, and
- community building events at the Vancouver campus.

### Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure

## STRATEGIC PLANNING AD-HOC COMMITTEE

### Name and Type

**Name:** Strategic Planning Ad-Hoc Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolved upon the delivery of the strategic planning engagement framework to Board.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors on the strategic planning engagement framework.

### Membership

- Voting members
  - President (ex-officio)
  - 1 executive board member
  - 4 board members
- Non-voting ex-officio members
  - Staff

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to engagement:

- target audiences (e.g. students, administration, faculty, etc.),
- methods (e.g. quantitative survey, qualitative survey, interviews, focus groups, town halls, etc.),
- areas of focus,
- resource requirements, and
- schedule.

## Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

The members of the committee should be particularly familiar with the content of the following Board Policies:

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure

## ENGAGEMENT AD-HOC COMMITTEE

### Name and Type

**Name:** Engagement Ad-Hoc Committee

**Duration:** The committee will be established upon the adoption of these terms of reference and dissolved at the end of the academic term.

### Purpose

This purpose of this committee is to make and report on the development of recommendations to the Board of Directors on the strategic engagement framework.

### Membership

- Voting members
  - President (ex-officio)
  - 4 board members
  - 2 student at-large members
- Non-voting ex-officio members
  - Communications Coordinator

The Board shall appoint the Chair of the committee.

### Deliverables

As a Board committee, the purpose of this committee is to provide the Board with formal recommendations and reports relating to engagement:

- target audiences (e.g. students, administration, faculty, etc.),
- methods (e.g. quantitative survey, qualitative survey, interviews, focus groups, town halls, etc.),
- areas of focus,
- resource requirements, and
- schedule.

### Governance

The committee will strive for consensus. Where no consensus is reached, the committee will make decisions by simple majority vote.

A majority of voting members constitutes quorum.

Robert's Rules of Order shall govern the conduct committee meetings.

## Communications

The committee shall meet in person as required and at the call of the Chair.

The committee shall report on its progress at Board meetings.

The committee shall set a meeting calendar for the duration of the academic term at the first meeting of that term.

The Chair may call a meeting where a notice of three working days has been provided.

## Relevant Policies

The members of the committee should be particularly familiar with the content of the following Board Policies:

- Ends Policies
- GP-6: Board Committee Principles
- GP-7: Board Committee Structure