

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

## SFSS Board Policies

Simon Fraser Student Society

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

# TABLE OF CONTENTS

<b>Ends Policies</b> .....	<b>4</b>
<i>Global Ends Statement</i> .....	5
<b>Board-Management Delegation Policies</b> .....	<b>6</b>
<i>Global Board-Management Delegation Statement</i> .....	7
<i>BMD-1: Unity of Control</i> .....	8
<i>BMD-2: Accountability of the Executive Director</i> .....	9
<i>BMD-3: Delegation to the Executive Director</i> .....	10
<i>BMD-4: Monitoring Executive Director Performance</i> .....	12
<b>Executive Limitations Policies</b> .....	<b>14</b>
<i>Global Executive Limitations Statement</i> .....	15
<i>EL-1: Treatment of Members</i> .....	16
<i>EL-2: Treatment of Staff</i> .....	17
<i>EL-3: Financial Condition and Activities</i> .....	18
<i>EL-4: Financial Planning and Budgeting</i> .....	19
<i>EL-5: Asset Protection</i> .....	20
<i>EL-6: Compensation and Benefits</i> .....	22
<i>EL-7: Communication and Support to the Board</i> .....	23
<i>EL-8: Emergency Executive Succession</i> .....	24
<i>EL-9: New Program, Service, or Enterprise</i> .....	25
<b>Governance Process Policies</b> .....	<b>26</b>
<i>Global Governance Process Statement</i> .....	27
<i>GP-1: Governing Style</i> .....	28
<i>GP-2: Board Job Description</i> .....	29
<i>GP-3: Code of Conduct</i> .....	30
<i>GP-4: Exiting the Board</i> .....	32
<i>GP-5: Board Committee Principles</i> .....	33
<i>GP-6: Board Committee Structure</i> .....	34
<i>GP-7: Board Training, Development, and Tools</i> .....	36
<i>GP-8: Annual Planning</i> .....	37
<i>GP-9: Conflict of Interest Guidelines</i> .....	38
<i>GP-10: Creation and Dissolution of Board Committees</i> .....	41
<i>GP-11: Committee Member Appointment and Resignation</i> .....	42
<i>GP-12: Responsibilities of Board Committee Members</i> .....	44



.....	45
<i>GP-13: Director Stipend Reduction Schedule</i> .....	45
<i>GP-14: In-Camera Sessions</i> .....	48
<i>GP-15: Advocacy and Lobbying Standards</i> .....	49
<b>Appendix 1: Board Committee Structure</b> .....	<b>51</b>
<i>Nominating Committee</i> .....	52
<i>Governance Committee</i> .....	54
<i>Finance and Audit Committee</i> .....	57
<i>Executive Committee</i> .....	59
<i>External and Community Affairs Committee</i> .....	61
<i>University and Academic Affairs Committee</i> .....	63
<i>Events Committee</i> .....	65
<i>Surrey Campus Committee</i> .....	67
<i>Vancouver Campus Committee</i> .....	69
<i>Accessibility Advisory Committee</i> .....	71
<b>Appendix 2: GUIDELINES FOR BOARD COMMITTEES AND DIRECTORS USING BUDGETS UNDER COORDINATOR DEPARTMENTS</b> .....	<b>74</b>
<i>GUIDELINES FOR BOARD COMMITTEES AND DIRECTORS USING BUDGETS UNDER COORDINATOR DEPARTMENTS</i> .....	75

# ENDS POLICIES



## GLOBAL ENDS STATEMENT

*POLICY TYPE: ENDS POLICIES*

*POLICY TITLE: GLOBAL ENDS STATEMENT*

*POLICY REFERENCE NUMBER: N/A*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Ends, as established in the SFSS Constitution, will be achieved through the following of the SFSS Strategic Plan.

# 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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



## BMD-1: UNITY OF CONTROL

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: UNITY OF CONTROL*

*POLICY REFERENCE NUMBER: BMD-1*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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

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





## BMD-2: ACCOUNTABILITY OF THE EXECUTIVE DIRECTOR

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: ACCOUNTABILITY OF THE EXECUTIVE DIRECTOR*

*POLICY REFERENCE NUMBER: BMD-2*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Executive Director 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 Executive Director.

1. The Board will never give instructions to persons who report directly or indirectly to the Executive Director.
2. The Board will not evaluate, either formally or informally, any staff other than the Executive Director.
3. The Board will review the performance of the Executive Director 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 Executive Director 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 Executive Director to be on operational/Executive Director committees, and thereby participating in organizational operations as volunteers under the authority of the Executive Director.



## BMD-3: DELEGATION TO THE EXECUTIVE DIRECTOR

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: DELEGATION TO THE EXECUTIVE DIRECTOR*

*POLICY REFERENCE NUMBER: BMD-3*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Board will communicate to the Executive Director 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 Executive Director 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 Executive Director 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 Executive Director. Therefore, all means are considered pre-approved by the Board unless explicitly prohibited by the Executive Limitations Policies.
3. As long as the Executive Director uses any reasonable interpretation of the Board's End Policies and Executive Limitations Policies, the Executive Director 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 Executive Director. However, so long as any particular policy is in place, the Board and its members will respect and support the choices of the Executive Director.



## BMD-4: MONITORING EXECUTIVE DIRECTOR PERFORMANCE

*POLICY TYPE: BOARD-MANAGEMENT DELEGATION POLICIES*

*POLICY TITLE: MONITORING EXECUTIVE PERFORMANCE*

*POLICY REFERENCE NUMBER: BMD-4*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The criteria against which the performance of the Executive Director 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 Executive Director 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 Executive Directors 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 Executive Director 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 ED on the basis of monitoring reports in order to provide a recommendation regarding the remuneration of the ED.

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 Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Executive Director 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 Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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

The Executive Director 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 Executive Director'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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Executive Director 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 Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Executive Director 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 Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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

The Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Executive Director 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 Executive Director shall not:

1. change the compensation or benefits of the Executive Director,
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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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

The Executive Director shall not:

1. neglect to submit monitoring data by the Board according to [BMD-4: Monitoring the Performance of the Executive Director](#) 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

In order to protect the Board from the sudden loss of the services of the Executive Director, the Executive Director shall not permit that there be fewer than 1 employee who is sufficiently familiar with Board and Executive Director issues and procedures as to take over the obligations of the Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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

The Executive Director 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: October 2021**

**[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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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 Executive Director; 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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 Executive Director 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: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

The Board of Directors will conduct its business in accordance with the stipulations of the Societies 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.

1. Directors shall:
  - a. demonstrate an unwavering loyalty to the interests and purposes of the Society as a whole,
  - b. avoid any conflict of interest in the performance of their fiduciary duties,
  - c. 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,
  - d. 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,
  - e. 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, and all relevant government acts and regulations,
  - f. accept full and complete accountability for their own acts and omissions, exhibiting self-discipline and the pursuit of excellence in all activities, and
  - g. be prohibited from giving or receiving preferential treatment for the Society's services, and
  - h. respect the professional and intellectual work of others, giving those others full credit and citations when reproduced in any form.

2. Directors shall not:
  - a. conduct any business between the Society and:
    - i. themselves or other directors as private individuals, nor
    - ii. any organization in which they have a direct or indirect interest,
  - b. use their position to obtain employment in the Society,
  - c. attempt to exercise individual authority over the Society, except as set forth explicitly in the Board Policies, and to that end:
    - i. directors shall recognize their lack of individual authority when engaging with the Executive Director, the public, and the media,
    - ii. directors shall not speak on behalf of the Board except as authorized by the Board,
    - iii. respect and apply the principle of confidentiality when dealing with issues of a sensitive nature,
    - iv. attend Board and committee meetings having adequately prepared for all deliberations,
    - v. support the legitimacy and the authority of all decisions made by the Board, irrespective of their personal position on the issue, and
    - vi. 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.
  - d. store recreational drugs or alcohol on Society premises,
  - e. consume or be under the influence of recreational drugs or alcohol on Society premises,
  - f. be under the influence of recreational drugs or intoxicated at Society events, or while acting as a director in any capacity, nor
  - g. engage in any form of sexual acts in Society spaces.



## GP-4: EXITING THE BOARD

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: EXITING THE BOARD*

*POLICY REFERENCE NUMBER: GP-4*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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-5: BOARD COMMITTEE PRINCIPLES

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD COMMITTEE PRINCIPLES*

*POLICY REFERENCE NUMBER: GP-5*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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 Executive Director – 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 Executive Director.

Board committees shall:

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

Board committees shall not:

6. advise staff,
7. have direct dealings with staff operations,
8. 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,
9. exercise any authority over staff, including the Executive Director, or
10. monitor organizational or departmental performance.



## GP-6: BOARD COMMITTEE STRUCTURE

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD COMMITTEE STRUCTURE*

*POLICY REFERENCE NUMBER: GP-6*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015,  
June 19, 2017, July 6, 2018**

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 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. Nominating Committee
  - a. The Nominating Committee will focus on the appointment of at-large members to Board Committees.
2. Governance Committee
  - a. The Governance Committee will focus on the SFSS Constitution, By-Laws, Board Policies, and Elections and Referenda Policies.
3. Finance and Audit Committee
  - a. The Finance and Audit Committee will focus on the financial condition of the Society.
4. Executive Committee
  - a. The Executive Committee will focus on supporting the Board should it be unable to meet in a timely manner and conducting the Executive Director performance review at the request of the Board.
5. External and Community Affairs Committee
  - a. The External and Community Affairs Committee will focus on external stakeholder and government advocacy and lobbying campaigns.
6. University and Academic Affairs Committee

- a. The University and Academic Affairs Committee will focus on University advocacy and student information campaigns.
7. Events Committee
  - a. The Events Committee will focus on the proposal of, and reporting on, events.
8. Surrey Campus Committee
  - a. The Surrey Campus Committee will focus on issues affecting the undergraduate student experience at the Surrey Campus.
9. Vancouver Campus Committee
  - a. The Vancouver Campus Committee will focus on issues affecting the undergraduate student experience at the Vancouver Campus.
10. Accessibility Advisory Committee
  - a. The Accessibility Advisory Committee will focus on issues affecting the experience of undergraduate students with disabilities and Accessibility Grant applications.



## GP-7: BOARD TRAINING, DEVELOPMENT, AND TOOLS

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: BOARD TRAINING AND DEVELOPMENT*

*POLICY REFERENCE NUMBER: GP-7*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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-8: ANNUAL PLANNING

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: ANNUAL PLANNING*

*POLICY REFERENCE NUMBER: GP-8*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: September 18, 2015**

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 Executive Director.



## GP-9: CONFLICT OF INTEREST GUIDELINES

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: CONFLICT OF INTEREST GUIDELINES*

*POLICY REFERENCE NUMBER: GP-9*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: April 15, 2016**

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





## GP-10: CREATION AND DISSOLUTION OF BOARD COMMITTEES

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: CREATION AND DISSOLUTION OF BOARD COMMITTEES*

*POLICY REFERENCE NUMBER: GP-10*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: April 15, 2016**

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 ad-hoc committees where the need is deemed to be temporary or project based.



## GP-11: COMMITTEE MEMBER APPOINTMENT AND RESIGNATION

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: COMMITTEE MEMBER APPOINTMENT AND RESIGNATION*

*POLICY REFERENCE NUMBER: GP-11*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: April 15, 2016**

This process provides the steps for the annual appointment of directors to Board committees and members to Board committees as at-large members, if applicable.

### *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.

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

#### **Schedule**

2. Preparation for the appointment of at-large members to Board committees begins on May 1<sup>st</sup> of each new Board term, or when there is a vacancy on a Board committee.
  - a. Directors will actively engage members at all three campuses to submit their nominations.
3. Criteria for nomination will be established by each Board committee.
4. Calls for applications will be communicated to members through approved SFSS channels.
5. Recommendations for appointment will be made to the Nominating Committee, who will provide these recommendations to the Board.
6. Committee members will be appointed by the Board.

#### **Evaluation Criteria**

7. Nominees will be evaluated on the basis of criteria established by each Board committee.

### **Selection Process**

8. Each Board committee shall establish a selection process for appointment of at-large members to the committee.
  - a. Each Board committee may request the assistance of the Nominating Committee in the selection process.
9. The Nominating Committee will meet at the request of the Board or where called by its Chair.
10. Board committee Chairs will report their recommended selections to the Nominating Committee, who will submit these recommendations to the Board for consideration at the next regularly scheduled Board meeting.
11. Board will receive the recommendations of the Nominating Committee and discuss the recommendations in camera.
12. 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 until all vacant positions are filled.

### *TERM OF APPOINTMENTS*

13. Committee appointments will expire on April 30<sup>th</sup> of each year or as otherwise specified by the Board committee during the selection process.

### *RESIGNATION OR EXPULSIONS*

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 through a 2/3 majority vote.
15. The committee Chair may expel a committee member where that member has been absent for more than one-third of the meetings called by the Chair in any one semester, as long as the meetings are called with advance notice as specified in the committee's terms of reference.
16. Committee Chairs shall report any resignations or expulsions to the Nominating Committee and ensure they are recorded in the Board committee's meeting minutes.
17. Notwithstanding the terms of reference of any committee, the Board may, at its discretion, remove a committee member by 2/3 majority vote.



## GP-12: RESPONSIBILITIES OF BOARD COMMITTEE MEMBERS

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: RESPONSIBILITIES OF BOARD COMMITTEE MEMBERS*

*POLICY REFERENCE NUMBER: GP-12*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions:**

### *CHAIR RESPONSIBILITIES*

1. The Chair of a committee shall:
  - a. ensure all meetings included in the SFSS Society calendar (Gmail),
  - b. convene meetings or ensure meetings are convened as needed or where requested by the Board,
  - c. collect agenda items,
  - d. ensure a meeting agenda is established,
  - e. ensure all relevant documents and materials are distributed to the committee prior to the committee meeting,
  - f. ensure attendance is properly tracked,
  - g. act as the primary point of contact between the committee and its designated staff support if any, and
  - h. report committee work to Board on behalf of the committee.

### *COMMITTEE MEMBER RESPONSIBILITIES*

2. 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.



## 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: January 2019**

**Previous Revisions: December 1, 2017**

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 OR BOARD COMMITTEE MEETING*

3. Directors must attend all Board and Board committee 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.
4. Directors must send in regrets 12 hours in advance to the Chair for Board meetings or Board committee meetings if it is for academic, health, or other society related
5. obligations.
6. The Chair of each committee is responsible for communicating violations of GP-13 to the VP of Finance via email.
7. All reductions to a Director's stipend must be communicated to the Director so that they can have the ability to choose to appeal.

*LATE ARRIVAL AT A BOARD MEETING*

8. 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 10 minutes late.
  - b. The stipend of a Non-Executive Board member will be reduced by \$25 where they attend a Board meeting more than 10 minutes late.

*LATE ARRIVAL AT A BOARD COMMITTEE MEETING*

9. 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 10 minutes late.
  - b. The stipend of a Non-Executive Board member will be reduced by \$10 where they attend a Board meeting more than 10 minutes late.

*FAILURE TO MEET COMMITTEE OBLIGATIONS*

10. 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*

11. 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*

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



## GP-14: IN-CAMERA SESSIONS

*POLICY TYPE: GOVERNANCE PROCESS POLICIES*

*POLICY TITLE: IN-CAMERA SESSIONS*

*POLICY REFERENCE NUMBER: GP-14*

**Adopted: March 6, 2018**

**Next Scheduled Revision: May 2021**

**[Previous Revisions](#)**

While the Board will record all of the decisions and topics of deliberations of Board meetings in its publicly available meeting minutes, under certain limited conditions, the Board may conduct its deliberations in camera.

The Board may deliberate in camera where those deliberations involve:

1. SFSS HR matters,
2. open contract negotiations or competitive processes,
3. a litigation process in which the Society is involved,
4. discussions involving advice subject to solicitor-client privilege, such as legal counsel, where the Society wishes to maintain that privilege, and
5. subject matter that relates to, or is subject to the *Personal Information Protection Act* (PIPA).





## GP-15: ADVOCACY AND LOBBYING STANDARDS

*POLICY TYPE: GOVERNANCE PROCESS POLICY*

*POLICY TITLE: ADVOCACY AND LOBBYING STANDARDS*

*POLICY REFERENCE NUMBER: GP-15*

**Adopted: December 13, 2019**

**Next Scheduled Revision: May 2021**

**Previous Revisions: April 25, 2018**

The Board of Directors will represent the interests of the members, as members, of the SFSS as a whole in their dealings with all other organisations.

The Board may also facilitate the advocacy or lobbying efforts of segments of its membership, supplying them with SFSS resources as appropriate.

### Definitions

1. 'Advocacy' means acting in support of a cause or proposal.
2. 'Lobbying' means to conduct activities aimed at influencing public officials, especially members of a legislative body on legislation
3. 'Campaign' means a set of activities in support of advocacy or lobbying efforts.

### Standards

4. Board must approve all advocacy and lobbying campaigns.
5. Advocacy and lobbying campaigns may only be pursued by the Board where the members have expressed a need and the Board has at its disposal evidence of that need.
6. The VP External Relations will act as the lead, on behalf of the Board, and liaison, to and with the Board, for all SFSS advocacy and lobbying initiatives not directly involving the University.
7. The VP University Relations will act as the lead, on behalf of the Board, and liaison, to and with the Board, for all SFSS advocacy and lobbying directly involving the University.
8. Notwithstanding GP-15.6 and GP-X15.7, the Board may appoint another director or a member to act as lead or liaison for an advocacy or lobbying initiative.
9. All advocacy and lobbying initiatives presented to the Board for approval must be accompanied by a written plan containing an overview of the following:

- a. champion of the campaign,
  - b. issue or cause addressed by the campaign,
  - c. targeted outcome,
  - d. measure of success,
  - e. budget,
  - f. timeline,
  - g. fact sheet,
  - h. actions taken, and
  - i. commitments made and their status.
10. The leads of advocacy and lobbying initiatives must provide the Board with a monthly written report on progress.
  11. Templates for plans and reports will be made available at all times.
  12. The process for advocacy and lobbying is to be conducted annually; however, where need arises, directors may initiate the process at any time.

### **Process**

13. The VP External Relations, in consultation with the Campaigns, Research, and Policy Coordinator (CRPC) will:
  - a. review the plans and reports on past and ongoing advocacy and lobbying campaigns provided to them by Society,
  - b. conduct a review of relevant information on the cause or issue in question,
  - c. develop an engagement strategy for determining member needs and preferences regarding the cause or issue in question,
  - d. develop a plan for the conduct of the advocacy or lobbying campaign,
  - e. submit the plan to Board for approval,
  - f. implement the advocacy or lobbying campaign, providing Board with a monthly report on its development, and
  - g. submit all reports to the CRPC for permanent filing.

# APPENDIX 1: 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
  - up to 1 councillor on the recommendation of Council
- 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 or electronically 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
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members



## GOVERNANCE COMMITTEE

### Name and Type

**Name:** Governance Standing 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 strengthening its governance processes and capacity.

### Membership

- Voting members
  - President (ex-officio)
  - 1 executive board member (Chair) as designated by the Board
  - at least 2 and up to 4 Board members in addition to the Chair
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - Executive Director
  - 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, Elections and Referenda 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 of 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 or electronically 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 & By-Laws and the SFSS Strategic Plan
- Societies Act of British Columbia
- SFSS Elections and Referenda Policies
- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure

- GP-8: Annual Planning
- GP-12: Responsibilities of Board Committee Members





## 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 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 regarding its financial and audit functions of the Society on behalf of Board.

### Membership

- Voting members
  - President (ex-officio)
  - VP Finance (Chair) or another director as designated by the Board
  - at least 2 and up to 4 Board members in addition to the Chair
  - up to 2 at-large members
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - Executive Director
  - 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,
  - the annual financial statements, and
  - the auditor's unobstructed access to information and personnel, and
- the finances of the Society, including:
  - the annual budgets that are developed and presented to the Board,

- the review and presentation of semesterly financial statements to the Board, and
- the production of regular monitoring reports by the ED, which are to be 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - EL-3: Financial Condition and Activities
  - EL-4: Financial Planning and Budgeting
  - EL-5: Asset Protection
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members



## 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
  - President (Chair) or another Executive Director as designated by the Board
  - all currently sitting Executive Directors
  - all currently sitting non-Executive Directors (ex-officio)
- Non-voting ex-officio members
  - Executive Director

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, including at least four (4) executive officers.

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

## Communications

The committee shall meet in person or electronically 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

- SFSS Constitution & By-Laws
- SFSS Strategic Plan
- Societies Act of British Columbia
- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-12: Responsibilities of Board Committee Members



## EXTERNAL AND COMMUNITY AFFAIRS COMMITTEE

### Name and Type

**Name:** External and Community Affairs 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 regarding federal, provincial and municipal advocacy and lobbying campaigns and member facing student information campaigns.

### Membership

- Voting members
  - President (ex-officio)
  - VP External (Chair) or another director as designated by the Board
  - at least 2 and up to 5 Board members in addition to the Chair
  - up to 7 at-large members
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - Executive Director
  - 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 and lobbying campaigns directed towards the federal, provincial and municipal governments,
- information campaigns directed towards the Society membership regarding provincial and municipal government advocacy and lobbying,
- any conferences and skills development events attended,
- plans for the implementation of accepted proposals, including:

- a budget,
- resource requirements,
- staffing requirements, and
- timelines,
- summary reports on the progress of campaigns 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members
  - GP-15: Advocacy and Lobbying Standards



## UNIVERSITY AND ACADEMIC AFFAIRS COMMITTEE

### Name and Type

**Name:** University and Academic Affairs 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 regarding University advocacy, campaigns, member facing student information campaigns, and student outreach and engagement initiatives.

### Membership

- Voting members
  - President (ex-officio)
  - VP University (Chair) or another director as designated by the Board
  - at least 2 and up to 5 Board members in addition to the Chair
  - up to 6 at-large members
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - All student representatives sitting on the University Board of Governors or Senate
  - Executive Director
  - 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 campaigns directed towards the University,
- information campaigns and student engagement and outreach initiatives directed towards the Society membership,

- any conferences and skills development events attended,
- plans for the implementation of accepted proposals, including:
  - a budget,
  - resource requirements,
  - staffing requirements, and
  - timelines,
- summary reports on the progress of campaigns which include:
  - spending actuals,
  - campaign highlights, and

The committee will also coordinate campaigns with student senators and student governors, when applicable.

## 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members



- GP-15: Advocacy and Lobbying Standards



## EVENTS COMMITTEE

### Name and Type

**Name:** Events 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 on SFSS events.

### Membership

- Voting members
  - President (ex-officio)
  - VP Student Life (Chair) or another director as designated by the Board
  - at least 2 and up to 5 Board members in addition to the Chair
  - up to 7 at-large members
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - Executive Director
  - Communications Coordinator
  - Events 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members



## 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 connect the Board with undergraduate students and create opportunities for increased student engagement at the Surrey campus. The committee also makes recommendations to the Board of Directors regarding improvement of the undergraduate experience at the Surrey campus.

### Membership

- Voting members
  - President (ex-officio)
  - 1 Board member (Chair)
  - at least 2 and up to 4 Board member in addition to the Chair
  - up to 6 at-large members that are enrolled in a major or minor based on Surrey campus, are taking at least one of their courses at the Surrey campus, or are an Executive member of a Surrey campus-based club.
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - Staff

The Board 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,
- community building events at the Surrey campus, and
- other initiatives related to the student experience as defined in the SFSS Board Ends Policies.

## 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members



## 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 connect with and create enhanced opportunities for undergraduate students at the Vancouver campus. The committee will also make recommendations to the Board of Directors regarding all aspects of improving the undergraduate experience at the Vancouver campus.

### Membership

- Voting members
  - President (ex-officio)
  - 1 Board member (Chair)
  - at least 2 and up to 4 Board member in addition to the Chair
  - up to 6 at-large members taking at least one of their courses at the Vancouver campus
  - up to 1 councillor on the recommendation of Council
- 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 take on initiatives to improve the undergraduate experience at the Vancouver campus as well as provide the Board with formal recommendations and reports relating to:

- engagement initiatives and results,
- community building events at the Vancouver campus, and
- other initiatives related to the student experience as defined in the SFSS Board Ends Policies.

## 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning
  - GP-11: Committee Member Appointment and Resignation
  - GP-12: Responsibilities of Board Committee Members



## ACCESSIBILITY ADVISORY COMMITTEE

### Name and Type

**Name:** Accessibility Advisory 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 Board regarding the needs of, and supports available to, students with disabilities, as well as Accessibility Grant applications.

- 'Disability' is defined as long-term or episodic physical, mental, intellectual, sensory or communication needs, visible or invisible, which in interaction with barriers may hinder a person's full and effective participation in society on an equal basis with others.
- 'Barriers' are defined as attitudinal, environmental, and organizational structures and practices that prevent a student with a disability from participating in activities, accessing services, and being accepted by others, as much as students without disabilities.
- 'Accessibility' is defined as countering and eliminating barriers by providing specific accommodations; changing attitudes, environments, structures and processes; and implementing practices of universal design.

### Membership

- Voting members
  - President (ex-officio)
  - VP Student Services (Chair) or another Director as designated by the Board; or on recommendation of the committee, another member of the committee
  - at least 2 and up to 4 Board members in addition to the Chair
  - minimum 2, up to 4 at-large members
  - up to 1 councillor on the recommendation of Council
- Non-voting ex-officio members
  - Executive Director

The committee shall appoint its Chair by majority vote. The selection of student-at-large members for this committee shall be prioritized to students with lived experiences.

## Deliverables

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

- Accessibility Grant applications seeking the following:
  - improving the accessibility to Society resources and initiatives, and
  - improving the experience of undergraduate students with disabilities,
- Review and make recommendations regarding the SFSS Accessibility Policy,
- engagement with the community of members with disabilities, and
- engagement with SFU regarding the supports made available to students with disabilities.

## 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 or electronically 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

- SFSS Board Policies
  - Ends Policies
  - GP-5: Board Committee Principles
  - GP-6: Board Committee Structure
  - GP-8: Annual Planning



- GP-11: Committee Member Appointment and Resignation
- GP-12: Responsibilities of Board Committee Members
- GP-15: Advocacy and Lobbying Standards

APPENDIX 2: GUIDELINES FOR  
BOARD COMMITTEES AND  
DIRECTORS USING BUDGETS  
UNDER COORDINATOR  
DEPARTMENTS



## GUIDELINES FOR BOARD COMMITTEES AND DIRECTORS USING BUDGETS UNDER COORDINATOR DEPARTMENTS

*POLICY TYPE: GUIDELINE*  
*BOARD BUDGET PILOT PROJECT*

**Adopted: April 29, 2020**

This guideline sets out standards and processes for Board committees with the ability to pass funds, which are managed by Society coordinators. It is supported by GP-15: Advocacy and Lobbying Standards of the SFSS Board Policies and staff Standard Operating Procedures.

### **Definitions**

1. Committee Annual Plan – an annual plan for the use of Board committee budgets broken down by initiative (e.g. advocacy campaign) that is passed by the Committee and the Board of Directors. This also includes the Branded Materials Plan.
2. Committee Budgets – the funds allocated by the Board of Directors that are managed under Society coordinator budgets, available for expenditure by the relevant Board committee. This also includes the Branded Materials Budget.

### **Application**

This guideline applies to the following Board committees:

- The University and Academic Affairs Committee (UAAC) – supported by the Campaigns, Research and Policy Coordinator department
- The External and Community Affairs Committee (ECAC) – supported by the Campaigns, Research and Policy Coordinator department
- The Events Committee – supported by the MSC Events Coordinator department
- The Vancouver Campus Committee – supported by the MSC Events Coordinator department
- The Surrey Campus Committee – supported by the MSC Surrey Coordinator department

This guideline also applies to the following:

- Branded Materials – supported by the Communications Coordinator department
  - o Any Board member can access this budget item

### Standards

3. The Board of Directors must approve all Committee Annual Plans for administering Committee Budgets.
4. All initiatives presented in the Committee Annual Plan must contain an overview of the following:
  - j. key contact for the initiative,
  - k. purpose of the initiative,
  - l. targeted outcome,
  - m. measure of success,
  - n. budget,
  - o. timeline,
  - p. fact sheet, if necessary,
  - q. partners and/or sponsors, if any,
  - r. actions taken, and
  - s. commitments made and their status.
5. The Chairs of the committees must provide the Board with both a proposal prior to the initiative being undertaken, and a summary report after the completion of the initiative and all relevant expenses are paid.
  - a. The Chairs of the UAAC and FPMALC must also provide the Board with a monthly written report on progress if the timeline for the initiative is greater than one (1) month, as per GP-15.
  - b. Any Board member that requires branded materials must notify the entire Board, in writing, of their intention to purchase branded materials using the Branded Materials Budget prior to the purchase of those materials, constituting a proposal to the Board. They must provide the Board with a summary report after the purchase.
6. If initiatives require the expenditure of funds not included in the Annual Plan, a motion must be brought to the committee for recommendation to the Board.
  - a. If the committee is already over their annual budget, they must bring a motion to the Board for approval.

### Process

7. The Chair of each individual committee or Board member accessing the Branded Materials Budget, in consultation with the respective coordinator will:
  - a. review the past annual plans and reports provided to them by Society,
  - b. develop an Annual Plan which will include, for each proposed initiative, all standards as per 2 a-i of this guideline,
  - c. implement the initiatives described in the Annual Plan, providing Board with a proposal report and summary report, and monthly report on its development if the initiative uses the Advocacy Initiatives budget, and
  - d. submit all reports to the relevant coordinator for permanent