Board Guidelines and Guidelines for Individual Board Members

I - SFU BOARD GUIDELINES

The Board is responsible for the overall governance of the University, subject to the powers over academic matters reserved to Senate. In addition to the specific duties set forth and limited in the University Act, the Board’s primary responsibilities are:

**Autonomy and Board Independence**

1. To protect and defend the autonomy of the University.
2. To ensure the independence of the Board of Governors by focusing on the public interest of the University and not those of a constituency, commercial, government individual or individual interest.

**Collegiality**

3. To maintain collegiality by ensuring due diligence in consultation with university constituents on important issues which affect them.

**Conflict of Interest**

4. To avoid any real, potential or apparent conflict of interest, and act promptly in its remedy.

**Openness and Accountability**

5. To conduct business in public with clear guidelines for confidentiality of proceedings when needed, and to seek to establish a climate of openness and trust.

6. To meet the highest standards for public reporting, monitoring and accountability.

**Strategic Planning and Policy Coordination**

7. To ensure effective and transparent strategic planning processes exist, that are conducted on a regular basis, are afforded sufficient time and contain appropriate performance monitoring and performance review processes.

**Board Effectiveness**

8. To appoint the President and provide the President and administration with sufficient support to lead the University successfully.


10. To clearly define delegations of authority within the Board, regularly review committee structure and maintain clear distinctions between governance and management functions.
II - GUIDELINES FOR INDIVIDUAL SFU BOARD MEMBERS

SFU's Board members are expected to:

1. Make every effort to become familiar with trends in governance and post secondary education and the institution they are governing.

2. Understand the University, its mission, its strategic plan, culture and teaching and research contributions and promote them to the external community.

3. Understand what constitutes reasonable information for good governance and obtain it.

4. Be bound by the majority and rules of dissent.

5. Not use for personal benefit or advantage any information acquired in the conduct of your office.

6. Participate fully in Board Committees and deliberations.

7. Act with integrity, independence and good faith.

8. Be an advocate for the University’s mission and advise in securing adequate resources to effect it.

9. Contribute to the advancement objectives of the University.

10. Attend major events at the University such as Convocation.

11. Understand the Board’s role in policy-making and its separation from the daily conduct of university administration and management.

12. Recognize that authority resides with the Board as a whole and not with individual members.

13. Appreciate that the President is the primary spokesperson for the University and the Chair is authorized spokesperson for the Board.

14. Direct requests for information to the Board Chair or the Board Secretary.

Approved by the Board of Governors – 26 May 2005

Interpretation

Questions of interpretation or application of this policy or its procedures shall be referred to the President and the Chair of the Board of Governors, who will jointly make a decision which shall be final.