In terms of the work done by the Board of Governors as a whole, members are guided by this Manual, a compilation of Board of Governors procedures, roles and responsibilities.

Table of Contents

1. Mandate and Charter ........................................... Page 1
   1.1 Strategy
   1.2 Internal Controls & Financial Reporting
   1.3 Risk Management
   1.4 Monitoring & Reporting
   1.5 Code of Conduct and Ethics
   1.6 Human Resources
   1.7 Signing Authority & Signing Resolutions
   1.8 Communications

2. Code of Conduct and Conflict of Interest .......... Page 7
   Guidelines for the Board of Governors
   2.1 Disclosure Requirements under the Code
   2.2 Duties of Governors under the Code

3. Provincial Guidelines........................................... Page 10
   3.1 Compliance & Legal Obligations
   3.2 Mandate Letters for Public Post-Secondary Institutions
   3.3 Evaluating UBC Governance against Best-Practice Guidelines

   4.1 Freedom from Harassment & Discrimination
   4.2 Expectations for Faculty & Staff
5. Governance & Accountability ........................................Page 14
   5.1 Governance Framework
   5.2 Institutional & Academic Governance
      Table: Legislated Roles – Board and Senates
   5.3 University Executive

6. UBC Organizational Structure .....................................Page 21
   6.1 UBC Campuses
   6.2 UBC-Affiliated Boards
   6.3 UBC-Controlled Subsidiaries

7. Composition of the Board ...........................................Page 30
   7.1 Appointment/Election to the Board of Governors
   7.2 Key Personnel
   7.3 Assessment and Evaluation of Board Performance
   7.4 Committees of the Board

8. Responsibilities & Standards .......................................Page 42
   8.1 Role & Responsibilities: Individual Governors
   8.2 Role & Responsibilities: Board Chair
   8.3 Role & Responsibilities: President
   8.4 Role & Responsibilities: Chancellor
   8.5 Communications
   8.6 Meetings & Attendance
   8.7 Preparation for Meetings
   8.8 Compensation of Board Members
9. Meetings .............................................................Page 55
   9.1 Annual Meeting Schedule
   9.2 Committee Meetings
   9.3 Attendance
   9.4 Voting
   9.5 Closed Meetings
   9.6 Agendas & Meeting Documents
   9.7 Visitors, Press & Staff at Meetings

10. Frequently Used Acronyms.................................Page 59
1. Mandate and Charter

The Board of Governors must ensure that the University is well managed and that procedures are in place to review all aspects of its operations with a view to increasing quality.

The source of the Board’s authority and mandate is the British Columbia University Act, under which the Board of Governors is responsible for:

- The general oversight of the University.
- The management, administration and control of the property, revenue, business and affairs of the University.
- The appointment of senior officials and faculty members (on the recommendation of the President).

Under the University Act, in particular Parts 6 and 10, it is the role of the Board of Governors to:

- provide stewardship;
- participate in setting the mission and strategic plan of the University;
- appoint and support the President;
- ensure the University’s future;
- advocate on behalf of the University;
- identify risks and internal controls;
- ensure adequate resources and financial solvency;
- set policy; and,
- ensure good management and governance.

Although the University Act requires certain specific activities from the Board, the Board retains wide latitude for policy making for the University’s operation.

The general mandate of the UBC Board of Governors includes the responsibility to:

- Determine the character and mission of the University.
- Supervise succession planning processes at the University, including the selection, appointment, development, evaluation and compensation of the President as chief executive.
- Oversee the effective and prudent operation of the University and assess performance against key performance indicators agreed with management, including:
  - approving and monitoring budgets and financial plans;
  - ensuring the University’s assets and resources are properly managed; and,
  - approving and monitoring subsidiaries.
- Ensure adequate risk management procedures and associated internal controls are established and effectively maintained.
- Oversee the establishment and effective operation of key policies consistent with legal requirements and the spirit of community expectations, justice and fairness.
- Require and monitor compliance with applicable legislative and other obligations.
- Effectively manage the Board’s own operations, including:
  - the election of the Board Chair;
  - orientation and professional development of Board members; and,
  - the proper execution by members of their fiduciary duties.

1.1 Strategy

It is the responsibility of the Board of Governors to:

- Review and approve the University’s vision, mission and values.
- Provide input, review and approve the University’s strategic plan.
- Review and approve the University’s annual operating and capital plans and budgets.
- Monitor, on a regular basis, performance against strategic and operational plans, with a focus on key risks and strategies.
1.2 Internal Controls & Financial Reporting

It is the responsibility of the Board of Governors to:

- Ensure the integrity of the University’s internal controls and management information systems by establishing appropriate internal and external audit and control systems and by receiving regular status updates thereon.

- Review all financial reports and related materials of the University prior to release and receive a detailed analysis of those reports from senior executives and the Audit Committee to assist in the review.

- Oversee and ensure compliance with applicable legislative and University policy requirements, and ensure that systems are in place to ensure compliance on an ongoing basis.

- Ensure financial results are reported fairly and in accordance with generally accepted accounting principles.

- Ensure adequate procedures for managing conflicts of interest and internal grievances.

1.3 Risk Management

It is the responsibility of the Board of Governors to:

- Understand the key risks affecting the University’s operations.

- Conduct regular reports and assessments to ensure that management has established appropriate systems to manage these risks.

- Receive regular reports on the management of material risks to the University.

In particular, the Board will review with the Administration (through the Audit Committee) the policies and procedures that are in place to identify, manage and monitor material risk including, but not limited to:

- disaster preparedness;

- risks of low probability with high impact;

- operational risks of medium probability with low and medium impact; and,

- such other risk issues of concern to the Board and the Administration.
The President, the Vice-President Finance & Operations (and where appropriate, University Counsel), are responsible for establishing processes, procedures and mechanisms by which key matters of risk are identified, and for ensuring that strategies are developed to manage such risks.

1.4 Monitoring and Reporting

It is the responsibility of the Board of Governors to:

- Direct the Administration to develop, implement and maintain reporting systems that accurately measures the University’s performance against the performance expectations set out in its strategic and operational plans.
- Monitor the University’s progress towards the objectives set out in the strategic and operational plans.
- Revise and alter direction through the Administration, in light of changing circumstances.
- Report annually to the public and stakeholders on the University’s progress towards achieving the objectives set out in its strategic and operational plans.

1.5 Code of Conduct and Ethics

It is the responsibility of the Board of Governors to:

- Approve and monitor, through the Administration, compliance with the policies, bylaws and procedures that govern University operations.
- Approve and act as a guardian of the University’s values.
- Direct the Administration to ensure that the University operates at all times within applicable laws and regulations, and to the highest ethical and moral standards.

The Board shall promote a culture of integrity at the University through its own actions, its interaction with senior executives and external parties, and through the selection and review of the President.

Each Governor shall act in the highest ethical manner and with integrity in all professional dealings.
1.6 Human Resources

It is the responsibility of the Board of Governors to:

- Appoint and replace the President as appropriate, and monitor and evaluate the President’s performance.
- Approve the President’s compensation.
- Provide advice and counsel to the President in the execution of the President’s duties.
- Review Human Resources strategies and processes for recruitment, appointment and compensation of senior management, acting upon the advice of the President.
- Ensure plans are made for management succession and development, including:
  - criteria and processes for recognition, promotion, development and appointment of management, consistent with the future leadership requirements of the University.

1.7 Signing Authority & Signing Resolutions

Section 27 of the University Act gives the Board of Governors the following powers with respect to signing authority:

- to appoint a secretary and committees it considers necessary to carry out the Board’s functions, including joint committees with the Senate, and to confer on the committees power and authority to act for the Board; and,
- to enter into agreements on behalf of the University.

Signing Resolutions designate and authorize by resolution an officer or officers of the University to sign legally binding documents on behalf of the University.

1.8 Communications

It is the responsibility of the Board of Governors to ensure the University has a plan in place to communicate effectively with faculty, students, stakeholders and the public, and to accommodate feedback from those parties.
**Speaking on Behalf of the University**

The President, or her/his designate, is the spokesperson for the University.

The Chair of the Board only is the spokesperson for the Board and, in this connection, the Chair consults the President.

The Chair will seek guidance from the Board of Governors, in consultation with the President, to determine the items which will be released publicly.

**Public Statements on Matters not discussed at Meetings**

Board members who are concerned about University policies, practices, or procedures are encouraged to bring such matters to the Board for discussion.

Prior to such discussion, members should exercise discretion in any comments which they find necessary to make in public.

**Letters to the Board**

Letters addressed to the Board of Governors are forwarded immediately on receipt to the Board Chair, and are circulated to all Governors at the next Board meeting, as per a November 2003 Board of Governors resolution. The Board Secretary may, at her/his discretion, refer letters that have been inappropriately addressed to the appropriate person or authority.
2. **Code of Conduct and Conflict of Interest Guidelines for the Board of Governors**

In keeping with the University’s commitment to the highest standards of ethics, integrity and responsible stewardship, the Code of Conduct and Conflict of Interest Guidelines for the Board of Governors defines the standards of conduct expected of Governors, including with respect to conflicts of interest.

The Board of Governors manages the property, revenue, business, and affairs of UBC as set forth in the *University Act*. Each Governor is subject to the duties and standard of care that are required under the *University Act* and at common law. The provisions of the Code are in addition to, and not in substitution for, any obligations imposed on a Governor by statutory or common law. Compliance with the Code does not relieve a Governor from any such obligation.

The Code applies to all Governors, whether elected or appointed.

Each Governor takes all reasonable steps to avoid conflicts of interest and uses their best personal judgment in assessing whether or not any transaction, relationship or opportunity involving the Governor (or a person whom is a ‘Related Person’ to the Governor) gives rise to a conflict of interest.

The Board of Governors shall promote a culture of integrity at the University through its own actions, its interaction with senior executives and external parties, and through selection and review of the President.

Each Governor shall act in the highest ethical manner and with integrity in all professional dealings.
2.1 Disclosure Requirements under the *Code*

Upon being appointed or elected to the Board, and annually thereafter, each Governor must complete an Acknowledgement and Agreement in which the Governor acknowledges and agrees that he or she has received a copy of the *Code*, will conscientiously and in good faith observe the provisions of the *Code*, and that a breach of the *Code* may result in remedial action, up to and including a request for resignation or a recommendation for removal from the Board.

Governors must update Disclosure Statements at any time that a Governor becomes aware of new or additional relevant information, or as required by changed circumstances.

In addition to filing a Disclosure Statement, all Governors have an ongoing duty to disclose an actual, potential or apparent conflict of interest as soon as the issue arises and before the Board or its committees deal with the matter at issue.

2.2 Duties of Governors under the *Code*

The Board of Governors, collectively, are entrusted with the management, administration and control of the property, revenue, business and affairs of the University.

Governors’ duties are set out in the *University Act* and established by common law. Taken together, the fundamental duties of Governors include the following:

**Fiduciary Duty:** Governors must act honestly and in good faith with a view to serving the best interests of the University. In placing the University’s interests ahead of their own personal interests, each Governor is required to:

- be honest in his or her dealing with the University and others on behalf of the University;
- disclose to the Board any personal interests that he or she holds that may conflict with the interests of the University in accordance with the requirements set out in the *Code*;
- remain impartial and loyal to the best interests of the University and not act as a delegate or representative of any interest, stakeholder, or group;
maintain the confidentiality of information submitted to the Governor in confidence, and in accordance with the requirements set out in the Code and any applicable policies; and,

respect the Board and Board decisions, and avoid undermining any decision of the Board, regardless of whether the Governor agrees with or voted for the decision.

**Duty of Care:** Governors must exercise the degree of care, skill, and diligence reasonably expected from a person having his or her knowledge and experience.

**Duty of Knowledge:** Governors must be familiar with and generally knowledgeable about:

- the University’s mandate, goals, objectives, and operations;
- the community, business and political environments within which the University operates;
- the relevant legislation applicable to the University and Governors; and,
- the current governance policies and practices of the University.

**Duty of Compliance:** Governors must comply with all applicable laws and regulations and with policies applicable to Governors, including the Code.

**Duty to Disclose:** Governors must disclose information within their knowledge that is of significance to the University.
3. Provincial Guidelines

3.1 Compliance & Legal Obligations

It is the responsibility of the Board of Governors to:

- Ensure the University’s legal and contractual requirements are met.
- Ensure that documents and records are properly prepared, approved and maintained.

Directors have specific statutory duties and obligations under employment, environmental and financial reporting law, as well as under the withholding provisions of taxation law. This includes liability for unpaid government levies and source deductions and liability for unpaid wages and commissions.

_University Act_, section 69: An action or proceeding must not be brought against a member of a board, senate or faculties, or against an officer or employee of a university, in respect of an act or omission of a member of a board, senate or faculties, or officer or employee, of the university done or omitted in good faith in the course of the execution of the person’s duties on behalf of the university.

The University has arranged for an adequate level of Directors & Officers Liability Insurance to supplement this statutory protection.

**Independent Advisors**

The Board shall have the authority to retain such independent advisors as it may deem necessary or advisable for its purposes. Expenses related to such engagement shall be funded by the University.

3.2 Mandate Letters for Public Post-Secondary Institutions

In June 2014, the provincial government announced that provincial public sector organizations would operate under _Taxpayer Accountability Principles_. An annual Mandate Letter signed by all Board members is one of the requirements under the Principles.
3.3 Evaluating UBC Governance against Best-Practice Guidelines

The Premier’s Office of the Province of British Columbia has established good governance as a priority initiative for all public sector agencies, crown corporations and institutions in the province. ‘Governance’ has been broadly defined by the Province as the structures and processes by which organizations are directed, controlled and held to account.

The Board of Governors takes its governance responsibilities very seriously, and through its Governance Committee regularly reviews and updates the primary governance documents of the University to reflect provincial best-practice guidelines.
4. Academic Freedom & Responsibility

The University of British Columbia is a community of students, faculty, staff, and members of the community at large dedicated to the advancement of learning, the collection and dissemination of knowledge and skills, the intellectual development of its members, and the betterment of society.

Members of the University enjoy certain rights and privileges essential to the fulfillment of the University’s primary functions: instruction and the pursuit of knowledge.

Central among these rights is the freedom, within the law, to pursue what seems to them as fruitful avenues of inquiry, to teach and to learn unhindered by external or non-academic constraints, and to engage in full and unrestricted consideration of any opinion.

This freedom extends not only to the regular members of the University, but to all who are invited to participate in its forum. Suppression of this freedom, whether by institutions of the state, the officers of the University, or the actions of private individuals, would prevent the University from carrying out its primary functions.

All members of the University must recognize this fundamental principle and must share responsibility for supporting, safeguarding and preserving this central freedom. Behaviour that obstructs free and full discussion, not only of ideas that are safe and accepted, but of those which may be unpopular or even abhorrent, vitally threatens the integrity of the University’s forum. Such behaviour cannot be tolerated.

4.1 Freedom from Harassment & Discrimination

The University of British Columbia is committed to providing a collegial, safe and pleasant working and learning environment for all members of the University community, one that respects differences, champions fair treatment, and celebrates diversity.

The University does not condone and will not tolerate acts of discrimination and harassment, including sexual harassment.
All members of the UBC community – students, faculty, staff, and visitors – have a responsibility to respect the rights of others and to cooperate in creating and maintaining an environment that is free of harassment and discrimination.

4.2 Expectations for Faculty & Staff

Published by UBC Human Resources, the Summary of UBC Policies & Expectations for UBC Faculty & Staff is maintained as an information resource for UBC employees and the general public, and is intended to provide an overview of existing UBC policies and procedures. It is not a replacement for existing UBC policies and if there is any conflict between the document and UBC policies, the applicable UBC Policies will govern.

The Summary of UBC Policies & Expectations for UBC Faculty & Staff summarizes the standards of behaviour expected of all UBC persons, highlights the key principles and rules which UBC persons are expected to follow, provides links to relevant policies and other documents, summarizes the various compliance mechanisms within UBC, and highlights where concerns about possible breaches of UBC policies and procedures can be reported. It is the responsibility of every UBC person to comply with the underlying policies and procedures.

The UBC Stewardship Statement further underlines that all UBC persons are expected to adhere to the highest ethical standards when engaging in UBC-related activities.

The University expects all UBC persons to adhere to its core values in their professional and personal conduct and exercise sound stewardship of public resources.
5. Governance & Accountability

The University of British Columbia is committed to the core values of academic freedom, advancing and sharing knowledge, excellence, integrity, mutual respect, equity, and the public interest.

5.1 Governance Framework

In terms of the provincial legislative context, important distinctions exist between a university and other agencies or crown corporations, distinctions founded in long traditions and legislative support for the autonomy and independence of universities as seats of knowledge.

The University Act sets out the responsibility of the Board of Governors for the management, administration, and control of the property, revenue, business, and affairs of the University. Provincial financial reporting requirements, environmental and workplace codes also apply. Within this legislative context, the Board of Governors retains wide latitude to set policy for the University.

The provincial government respects and is legally bound not to interfere with the academic policies, administration and standards of the University (University Act s48).

The Board of Governors must ensure that the University is well managed and that procedures are in place to review all aspects of its operations with a view to increasing quality. It is also the responsibility of the Board of Governors to monitor the fiscal vitality of the University, and to determine that all possible areas of revenue enhancement are pursued.

It is important to note that responsible stewardship of public resources is mandated throughout the University.

The Office of the University Counsel maintains a PDF collection of all policies approved by the Board of Governors, as well as associated procedures and guidelines currently in effect.
5.2 Institutional & Academic Governance

One important distinction setting UBC apart from many other organizations is the division of governance roles and responsibilities in a university.

The traditional bicameral system of both a board and senate is refined in modern universities under legislative roles which separate business activities from the academic integrity of the institution.

The University operates as an integrated institution; both the Board of Governors and the Senates (Okanagan, Vancouver and the Council of Senates) are governing bodies of the University. Their role is that of strategic oversight (to be informed about, but not supervise or direct, the day-to-day activities, risks and successes of the organization), setting overall vision and strategic direction, and periodically assessing operational status relative to that direction.

The Board of Governors is responsible for the business of the University – its administration, finances, operations, assets and place in the community – and the integrity of such. Governors are committed to ongoing assessment and improvement in support of UBC’s leadership role as a complex institution in exciting times.

The Senates have a more focused responsibility for the academic integrity of the University, subject to the Board’s involvement where academic matters interface with matters of business and the larger community.

The University Act provides for Board interaction with UBC’s Senates in a number of areas, including the consideration of recommendations from the Senates for the establishment of faculties and departments and the provision of chairs, institutes, fellowships, scholarships, exhibitions, bursaries and prizes.
## Legislated Roles – Board and Senates

### FINANCIAL

<table>
<thead>
<tr>
<th>University Act</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>University Act s.27(2)(s)</strong></td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>Enter into agreements on behalf of the University</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>University Act s.27(2)(l), s.37(1)(e), s.38.2(4)</strong></td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>Receive from the President, analyze, and adopt the budgets for operating and capital expenditures</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.27(2)(m)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Set, determine and collect academic and athletic fees, including library fees, laboratory fees, examination fees, etc.</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.27(2)(m,n), s.27.1</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Set, determine and pay over fees for student clubs and alumni organizations</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.27(2)(o)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Administer funds, grants, fees, endowments and other assets</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.27(2)(w)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Pay to municipality a grant (not to exceed municipal taxes, or an amount specified by Minister)</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.57</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Invest University money available for investment</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.31</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Procure short-term borrowing to meet the expenditures of the University</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><strong>University Act s.58</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Borrow money for the purpose of acquiring land for the use of the University, or for erecting, repairing, adding to, furnishing or equipping a building or structure for the use of the University</td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

### PROPERTY

<table>
<thead>
<tr>
<th>University Act</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>University Act s.27(2)(d)</strong></td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>Maintain and keep in proper order and condition the real property of the University; erect and maintain the buildings and structures; and, make rules respecting the management, government and control of the real property, buildings and structures</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>University Act s.50(1), s.55</strong></td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>Acquire land or personal property for the purposes of a university</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

[University Act](http://www.bclaws.ca/EPLibraries/bclaws_new/document/ID/freeside/00_96468_01)
### PROPERTY continued

<table>
<thead>
<tr>
<th>University Act s.50(2)</th>
<th>Mortage, lease or dispose of University land</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td>University Act s.51</td>
<td>Expropriate land necessary for University purposes</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>University Act s. s.27(2)(e)</td>
<td>Provide for conservation of the heritage sites of the University, including any heritage buildings, structures and land of the University</td>
<td>X</td>
<td>X</td>
</tr>
<tr>
<td>University Act s.27(2)(t)</td>
<td>Regulate, prohibit and impose requirements in relation to the use of real property, buildings, structures and personal property of the University, including in respect of noise, activities and events, vehicle traffic and parking, and pedestrian traffic</td>
<td>X</td>
<td></td>
</tr>
</tbody>
</table>

### ACADEMIC Appointments and Faculty

<table>
<thead>
<tr>
<th>University Act s.27(2)(f)</th>
<th>Establish procedures for the recommendation and selection of candidates for senior academic administrators, including the President, deans, librarians and the Registrar</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td>University Act s.27(2)(g), s.28</td>
<td>Appoint President, deans, Librarian, Bursar, Registrar, academic staff, officers and employees</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>University Act s.37(1)(k)</td>
<td>Determine members of teaching and academic staff who are members of each Faculty</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>University Act s.27(2)(k)</td>
<td>Provide for chairs, institutes, fellowships, scholarships, exhibitions, bursaries and prizes</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>University Act s.60(3)</td>
<td>Hear appeals concerning suspension of staff members</td>
<td>X</td>
<td></td>
</tr>
</tbody>
</table>
### ACADEMIC Courses of Study

<table>
<thead>
<tr>
<th>Description</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>University Act s.37(1)(i), s.38, s.48(2)</em> Establish or discontinue any faculty, department, course of instruction, chair, fellowship, scholarship, exhibition, bursary or prize</td>
<td></td>
<td>X X</td>
</tr>
<tr>
<td><em>University Act s.27(2)(i)</em> Consider recommendations from the Senate concerning establishment of faculties and departments</td>
<td></td>
<td>X X</td>
</tr>
<tr>
<td><em>University Act s.27(2)(jj), s.29 Provide for the establishment of faculties and departments</em></td>
<td></td>
<td>X X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(f)</em> Revise courses of study, instruction and education for all faculties and departments</td>
<td></td>
<td>X X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(h)</em> Grant degrees, diplomas and certificates</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(n)</em> Provide for the preparation and publication of a University calendar</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.27(2)(r)</em> Determine matters regarding examinations</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(r)</em> Enter into agreements with any corporation or society in British Columbia entitled under any Act to establish examinations for admission to the corporation or society</td>
<td></td>
<td>X X</td>
</tr>
</tbody>
</table>

### ACADEMIC Student Access, Awards & Discipline

<table>
<thead>
<tr>
<th>Description</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>University Act s.27(2)(r)</em> Set total number of students for the university or its faculties and make rules to achieve these targets</td>
<td></td>
<td>X X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(c)</em> Determine academic qualifications for admission and in which faculty the applicant will register</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(g)</em> Determine matters related to geographic access to academic programs</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.27(2)(q) Provide student loans</em></td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(i), s.38 Recommend the establishment or discontinuance of scholarships, bursaries, exhibitions and prizes</em></td>
<td></td>
<td>X X</td>
</tr>
<tr>
<td><em>University Act s.27(2)(k)</em> Provide for scholarships, bursaries, exhibitions and prizes</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(j)</em> Award scholarships, bursaries, exhibitions and prizes</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(v)</em> Hear final appeal in student disciplinary matters</td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>
### MISCELLANEOUS

<table>
<thead>
<tr>
<th>Section</th>
<th>Board of Governors</th>
<th>Senates</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>University Act s.9(1)</em>&lt;br&gt;Rules governing procedure for the transaction of business by the convocation</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td><em>University Act s.27(2)(p)</em>&lt;br&gt;Matters regarding the seal and arms of the University</td>
<td>x</td>
<td></td>
</tr>
<tr>
<td><em>University Act s.37(1)(l,m)</em>&lt;br&gt;Make rules for the management and conduct of the library; provide for the conservation of heritage objects and collections</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td><em>University Act s.37(1)(u), s.38(1)(z), s.38.2(4)</em>&lt;br&gt;Terms of affiliation with other universities, colleges or institutes of learning including modification or termination of the affiliation</td>
<td>X</td>
<td>X</td>
</tr>
<tr>
<td><em>University Act s.37(1)(w)</em>&lt;br&gt;Relations with other post-secondary institutions in B.C.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td><em>University Act s.38.2(4), s.43(1)</em>&lt;br&gt;Rules concerning nominations, elections and voting</td>
<td>X</td>
<td></td>
</tr>
</tbody>
</table>
5.3 University Executive

This important component of UBC’s governance framework is sometimes known as the Administration (see *UBC Organizational Structure* for more information).

Executive officers and management (including the President, senior administrative officers and associated systems) provide general supervision and direction of the business and academic work of the University, in accordance with, and to effectively implement, the strategic framework and oversight directions of the Board of Governors and the Senates.

The Board of Governors establishes operational policies within which the Administration operates.

The execution of UBC policies (as approved by the Board of Governors) is monitored by the Board through a variety of formal and informal reports from the Administration on the affairs of the institution.
6. UBC Organizational Structure

Governance of The University of British Columbia is balanced between the Board of Governors and the Senates, and flows through the President’s Office to the portfolios of the Vice-Presidents.

The Chancellor serves as the titular head of the University, presides over all major ceremonies, and is an ex officio member of the Board of Governors, the Senates, and the Council of Senates.

The role of the President is to provide oversight and direction for the operation of the University, in accordance with the strategic framework and directions of UBC’s governing bodies, the Board of Governors and the Senates.

The Deputy Vice-Chancellor and Principal is the senior administrator for UBC’s Okanagan campus and is a core member of UBC’s executive leadership team.

The Provost and Vice-President Academic is responsible for the academic mandate of the University at its Vancouver campus, providing leadership in planning, policy development, and management of resources to achieve strategic goals.

The Vice-President Development & Alumni Engagement portfolio champions UBC’s visions and values, fosters alumni engagement and attracts supporters to advance the institution. The Alumni unit works in strategic partnership with alumni UBC, UBC’s alumni association.

The Vice-President External Relations portfolio is the University’s central planning and coordinating office for University relations and communications, both internally and externally, with government and the community.

The Vice-President Finance & Operations oversees UBC’s $2B+ operating budget across the Vancouver and Okanagan campuses. The portfolio is also responsible for managing UBC’s infrastructure, building operations, and ancillary businesses.
The portfolio of the **Associate Vice-President Finance & Operations** at the **Okanagan** campus encompasses:

- Campus Operations & Risk Management
- Campus Planning & Development
- Finance
- IT, Media & Classroom Services
- Payment & Procurement Services

The **Vice-President Human Resources** portfolio provides support and advice to UBC departments and offers a range of services for faculty and staff, including recruitment and employment, training and development for faculty and staff, labour relations, benefits administration, and the development of human resource policies.

Research is a central component of UBC’s mandate as a public university. The **Vice-President Research & Innovation** strongly supports the University’s research enterprise through strategic efforts to attract research funding, maintain modern facilities and equipment, steward partnerships with the public and private sectors and with other institutions, recruit and retain leading thinkers, and mobilize knowledge beyond the campus.

The **Vice-President Students** is responsible for shaping the student experience and learning environment for undergraduate and graduate students attending UBC, and actively supports the University’s Place and Promise strategic commitments through a focus on improving the student experience across all of them. The portfolio also liaises on behalf of the University with student governments and select groups that represent and support students.

The Office of the **University Counsel**, staffed by a team of lawyers and other professionals who report to the University Counsel, is responsible for all the legal affairs of UBC (with the exception of labour and employment matters).

**Employee Groups**

With a workforce of over 14,000 individuals, UBC is organized into a number of staff and faculty employee groups.
6.1 UBC Campuses

UBC’s two major campuses—in Vancouver and the Okanagan, encompass 18 faculties, 12 schools and two colleges—attract, nurture and transform more than 61,000 students from Canada and 140+ countries around the world.

The University of British Columbia’s Vancouver campus is located at the western tip of the Point Grey Peninsula, where it has been for most of its 100-year history.

The Vancouver campus is home to more than 42,000 undergraduate and nearly 10,000 graduate students, enrolled in programs in 25 faculties and schools.

The University of British Columbia’s Okanagan campus opened in Kelowna in 2005. More than 8,300 students from throughout the Okanagan region, across Canada and 80 other countries are enrolled in undergraduate and graduate programs in eight faculties and schools.

Also in Vancouver, UBC Robson Square is a vibrant learning centre in the heart of downtown; UBC’s Centre for Digital Media at the Great Northern Way Campus is located in Mount Pleasant.

UBC provides clinical education to Faculty of Medicine students at 75 health care facilities across British Columbia.

6.2 UBC-Affiliated Boards

The Faculty Association of The University of British Columbia (UBCFA) was formed in 1920 for the purpose of facilitating members’ social and employment relationship with the University.

A registered non-profit society incorporated under the Society Act in British Columbia, the UBC Faculty Association is also a voluntarily recognized union and the sole bargaining agent for UBCFA members under the protection and rules of the Labour Relations Code of British Columbia.

The UBC Faculty Association represents members in matters arising out of the Collective Agreement and out of the collective bargaining relationship with the University.
alumni UBC, The University of British Columbia’s alumni association, was founded in 1917. Its goal was, and continues to be, to link alumni with the University and with each other, and to support the mission and activities of the University. There are now more than 300,000 UBC alumni, with membership growing by about 10,000 every year.

alumni UBC is governed by an independent Board of Directors. The Executive Director is also Associate Vice-President Alumni, reporting to the University through the Vice-President Development & Alumni Engagement.

UBC Investment Management Trust (IMANT) was established in March 2003. A wholly owned subsidiary of The University of British Columbia, IMANT’s role is to provide comprehensive investment management for the UBC Endowment Fund, the Staff Pension Plan, UBC’s Working Capital Fund and other UBC funds. IMANT’s governance structure — an independent Board of Directors is comprised of members from the business community and from UBC — was established by UBC’s Board of Governors. IMANT reports to the Board of Governors through the Vice-President Finance & Operations.

Pursuant to the University Act and the Municipalities Enabling & Validating Act, UBC’s Board of Governors provides governance for all academic and non-institutional development activity on campus.

UBC Properties Trust (UBCPT) is a private trust created to carry out real estate development activities on behalf of The University of British Columbia. The mandate of UBCPT, as approved by the Board of Governors, is to:

- service and lease market-oriented sites on a prepaid basis for 99 years;
- manage and/or dispose of off-campus real estate properties acquired by UBC, usually through donations; undertake the planning and/or development of UBC institutional projects, including infrastructure when requested by UBC; and,
- advise UBC, where appropriate, on its management and development of institutional land holdings.
UBC Properties Trust reports to the Board of Governors through the Vice-President Finance & Operations, who also administers contractual development duties and tasks.

UBC Properties Investments Ltd is the trustee of UBC Properties Trust, and operates with a Board of Directors currently comprising eight external directors and three members of UBC’s Administration, including the President.

The **UBC Staff Pension Plan** (SPP) is a defined-benefit plan with fixed contributions from both the University and Plan members, managed by UBC Investment Management Trust and invested in a variety of asset classes through external investment managers. The UBC Board of Governors receives regular SPP reports.

The SPP Board of Directors is composed of nine members, four appointed by the UBC Board of Governors and four elected by SPP members. The UBC Board of Governors also appoints an independent non-voting Chair.

The **University Neighbourhoods Association** (UNA) is a not-for-profit organization incorporated under the Society Act of British Columbia in May 2002. It operates within the guidelines of its constitution and bylaws, and the Neighbours’ Agreement between the UNA and UBC.

The UNA represents the residents of the local areas and Hampton Place, and delivers municipal-like services to them.

The Neighbours’ Fund is an unincorporated entity that collects a Services Levy from residents and residential developers located on the University’s properties. Pursuant to the Neighbours’ Agreement, funding for the annual operations of the University Neighbourhoods Association are transferred to UNA and managed directly by them.

UNA and Neighbours’ Fund financial statements are presented to the Board of Governors annually.

**Great Northern Way Campus Trust** was established under the laws of the Province of British Columbia to develop a range of academic activities for the Vancouver area; it was set up in 2001, following a gift from Finning of an 18-acre site on the False Creek Flats.
British Columbia Institute of Technology (BCIT), Emily Carr University of Art and Design (ECUAD), Simon Fraser University (SFU), and The University of British Columbia (UBC) each own a 25% interest.

Great Northern Way Campus Trust financial statements are provided to the Board of Governors annually for information.

The Trust has two principal activities:

- the operation of The Centre for Digital Media, which offers a Masters of Digital Media graduate degree, jointly operated and accredited by all four partners; and,
- the revitalization of its land parcel to bring together businesses, academia and the general community into an emerging district for the digital and creative sectors.

TRIUMF is Canada’s national laboratory for particle and nuclear physics, owned and operated as a joint venture by eleven Canadian universities, under a contribution from the National Research Council of Canada.

The eleven universities are the University of Alberta, Carleton University, the University of Victoria, Simon Fraser University, The University of British Columbia, the University of Toronto, the University of Guelph, the University of Manitoba, Université de Montreal, Queen’s University and York University.

TRIUMF financial Statements are presented to the Board of Governors annually for information.

The American Foundation for The University of British Columbia, one of UBC’s international charitable foundations, is a registered charity under United States law.

The American Foundation for UBC has a single class of members, which is made up of members of the UBC Board of Governors.

The Bylaws of the American Foundation for UBC require that the members, being the members of the Board of Governors of UBC, shall conduct an Annual General Meeting for the Foundation. It is currently the convention to hold the AGM for the American Foundation at the December Board of Governors meeting.

The Hamber Foundation was established in 1964 by Aldyen Irene Hamber, in memory of her husband Eric Werge Hamber.
Mrs. Hamber also bequeathed a portion of her estate to the Hamber Foundation.

The Foundation makes grants for cultural, educational and charitable purposes within the Province of British Columbia. Since 1965, in excess of $12M has been distributed by the Hamber Foundation throughout BC.

A volunteer board of governors manages and allocates the Foundation’s assets. Of the nine governors, six are nominees of other bodies: two of the Board of Governors of The University of British Columbia, two of the BC Division of the Canadian Medical Association, and two of the Benchers of the Law Society of British Columbia.

The Hamber Foundation is incorporated under the Society Act of British Columbia and is registered under the Income Tax Act of Canada as a private charity.

The University of British Columbia Foundation was established as a corporation in 1987 under the University Foundations Act.

Its purpose is to develop public awareness of The University of British Columbia, and to encourage financial support for the University and its programs.

The Foundation is designated under the Act as an agent of the Crown in right of the Province of British Columbia, which further stipulates that the Foundation shall consist of five members, two from the UBC Board of Governors and three from the public at large.

UBC maintains the accounting records and manages the day-to-day operations of the Foundation.

The financial statements of the Foundation are forwarded to the Board of Governors annually.

The UBC Alma Mater Society (AMS) represents more than 48,000 students at UBC's Vancouver campus and the affiliated colleges. The AMS Student Council has representatives from each of the schools and faculties of UBC, as well as the five members of the Executive, two representatives of the Student Senate Caucus, and the two Vancouver student members of the UBC Board of Governors.
The **Graduate Student Society** (GSS) represents students registered in the Faculty of Graduate & Post-Doctoral Studies at the Vancouver campus. The GSS Council is comprised of executive members and graduate students elected from each graduate department of the University. Along with the GSS Executive Committee (elected annually by graduate students), the GSS Council is responsible for the administration of the Graduate Student Society.

The **UBC Okanagan Students’ Union Okanagan** represents all students - graduate and undergraduate - studying at the UBC Okanagan campus. The UBCSUO Board of Directors consists of five executives, four directors at large (including one student member of the UBC Board of Governors), and eight faculty representatives.

The **BC Medical Association** Board of Directors is made up of 39 voting members; eight non-voting members attend Board meetings at the invitation of the Board.

**VGH & UBC Hospital Foundation** is a registered charity that raises funds for the latest, most sophisticated medical equipment, world-class research and improvements to patient care for Vancouver General Hospital, UBC Hospital, GF Strong Rehab Centre and Vancouver Coastal Health Research Institute.

### 6.3 UBC-Controlled Subsidiaries

UBC-controlled subsidiaries are defined as those entities which the University controls either by majority share ownership (companies) or majority membership (societies and foundations), and trusts which exist for the benefit of UBC whose trustees are UBC controlled (three only).

<table>
<thead>
<tr>
<th>Entity</th>
<th>What is it?</th>
<th>Functional Status</th>
<th>Ongoing administrative oversight within UBC</th>
</tr>
</thead>
<tbody>
<tr>
<td>American Foundation for UBC</td>
<td>American charitable organization</td>
<td>US donations conduit</td>
<td>Development Office / Financial Services</td>
</tr>
<tr>
<td>Drug Development Incorporation (DDI)</td>
<td>Partnership with various universities, hospitals and private enterprises</td>
<td>Created to identify, select and advance academic discoveries to the pre-clinical state and to secure commercialization partners</td>
<td>Treasury</td>
</tr>
</tbody>
</table>

[Graduate Student Society (GSS)](http://www.gss.ubc.ca/)

[UBC Okanagan Students’ Union (UBCSUO)](https://www.ubcsuo.ca/)
<table>
<thead>
<tr>
<th>Entity</th>
<th>What is it?</th>
<th>Functional Status</th>
<th>Ongoing administrative oversight within UBC</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hong Kong Foundation for UBC</td>
<td>Hong Kong charitable organization</td>
<td>Hong Kong donations conduit</td>
<td>Development Office / Financial Services</td>
</tr>
<tr>
<td>San Rafael Foundation</td>
<td>Charitable society to facilitate gift of land (1987)</td>
<td>Corporate shell; inactive after disposal of the one asset; will likely be wound up in 2007/2008</td>
<td>Development Office / Treasury</td>
</tr>
<tr>
<td>UBC Investment Management Trust</td>
<td>Subsidiary company</td>
<td>Investment management of endowment, working capital and staff pension plan</td>
<td>Treasury</td>
</tr>
<tr>
<td>UBC Research Enterprises</td>
<td>Subsidiary company</td>
<td>Minor flow through of revenue funding; conduit for research funding</td>
<td>UILO / Financial Services</td>
</tr>
<tr>
<td>UBC Society for Education of Young Children</td>
<td>Subsidiary society</td>
<td>Minor flow through of revenue funding; conduit for research funding</td>
<td>Housing &amp; Conferences / Treasury</td>
</tr>
<tr>
<td>UK Foundation</td>
<td>UK charitable organization</td>
<td>Incorporated in April 2004; charitable status registered</td>
<td>Development Office / Financial Services</td>
</tr>
<tr>
<td>UBC Properties Investment Ltd. (UBCPIL)</td>
<td>Subsidiary company and Trust, respectively</td>
<td>Land development activity for community and endowment wealth creation; institutional project management</td>
<td>VP Finance &amp; Operations VP External Relations</td>
</tr>
<tr>
<td>Village Gate Construction Ltd</td>
<td>UBCPIL subsidiary company</td>
<td>Construction of rental projects</td>
<td></td>
</tr>
<tr>
<td>Village Gate Homes Ltd</td>
<td>UBCPIL subsidiary company</td>
<td>Management of rental projects</td>
<td></td>
</tr>
<tr>
<td>Hawthorn Green General Partner Ltd</td>
<td>UBCPIL subsidiary company</td>
<td>Construction of Phase 1 co-development housing project</td>
<td></td>
</tr>
<tr>
<td>Logan Lane Co-Development Company</td>
<td>UBCPIL subsidiary company</td>
<td>Construction of Phase 2 co-development housing project</td>
<td></td>
</tr>
<tr>
<td>Clements Green Co-Development Company</td>
<td>UBCPIL subsidiary company</td>
<td>Construction of Phase 3 co-development housing project</td>
<td></td>
</tr>
<tr>
<td>Wesbrook Place Co-Development Company</td>
<td>UBCPIL subsidiary company</td>
<td>Construction of Phase 3 co-development housing project</td>
<td></td>
</tr>
</tbody>
</table>
7. Composition of the Board

7.1 Appointment/Election to the Board of Governors

Appointment of members to the UBC Board of Governors involves several appointment and election processes. Members of the UBC Board of Governors represent a diversity of backgrounds and bring to the Board the views of their various constituencies.

A Governor appointed due to position or familiarity with related or stakeholder interests and concerns is not a delegate or democratic representative of any interest or group. While such a Governor may express and take into account those interests and concerns, nothing in the Code of Conduct and Conflict of Interest Guidelines for the Board of Governors, or in the circumstances of a Governor’s appointment, relieves any Governor from the duty to act in the best interests of the University and with a view to advancing its welfare.

The Board Secretariat maintains an analytical framework for assessing desired competencies, expertise, skills, background, and personal qualities that are sought in potential candidates for appointment to the Board of Governors. This framework is shared with all bodies that appoint, elect, or nominate Board members.

Appointment by the Province

Eleven people are appointed to the UBC Board of Governors by the Lieutenant Governor in Council, two of whom are to be appointed from among persons nominated by the University’s alumni association.

Generally, government appointment policy provides that a member may serve a one-year term, a second two-year term and a final term of three years, for an overall maximum of six years on a particular board.

The Lieutenant Governor in Council may, at any time, remove from office an appointed member of the Board.
The provincial Board Resourcing & Development Office is responsible for:

- establishing guidelines for all provincial appointments to agencies;
- ensuring that all provincial appointments are made on the basis of merit following an open, transparent and consistent appointment process; and,
- ensuring that appointees receive appropriate orientation and ongoing professional development with respect to agency governance issues.

**Election by Students, Faculty and Staff**

Election to the Board of Governors of faculty members, non-academic staff, and Okanagan students is overseen by Senate and Curriculum Services. The UBC Alma Mater Society oversees the election of Vancouver students.

Elected faculty members and other employees are elected to serve a three-year term and may be elected to a second three-year term, for a maximum of six consecutive years (a term may be extended until a successor is found if necessary).

Students are elected to the Board of Governors for one-year terms, for a maximum of six consecutive years.

### 7.2 Key Personnel

Key personnel in the work of the Board are the Governors themselves, the Board Chair and the President, as well as staff fulfilling the responsibilities of Corporate Secretary.

The **Chair** of the Board is one of the eleven members appointed by the Lieutenant Governor and is elected to the position of Chair by a vote of the Board as a whole, following a process approved by the Board of Governors in December 2015.

The Board Chair typically has responsibility for Board affairs and performance, including setting meeting agendas and running meetings effectively, engaging all Governors and managing frank discussion with a view to consensus, promoting sound working
relationships with UBC Administration and senior officials, and timely and accurate reporting and communications, including an annual report to the Minister.

The Chancellor is the senior statesperson of the University, appointed by the Board of Governors on nomination by alumni UBC and after consultation with the Senates. The Chancellor holds office for three years and after that until a successor is appointed; a retiring Chancellor is eligible for reappointment to a maximum of six years.

The President and Vice-Chancellor is responsible for leading the Administration, developing and implementing budgets and strategic plans for the University, reporting to the Board, and for external communications as the spokesperson of the University, including preparing an annual report.

As chief executive officer, the President of the University is a member of the Board of Governors, has general supervision over all academic work and is responsible for directing the operation of the University and its business affairs. The President oversees all teaching and administrative staff, officers and employees of the University, as well as other powers and duties that may be assigned by the Board of Governors.

The Board Secretariat acts in the role of Secretary for the Board of Governors, and is responsible for the organization and administration of Board of Governors and organization governance records, including:

- governance compliance matters;
- recommending the schedule (including date, time and location) of regular Board and Committee meetings at least one year in advance; and,
- overseeing the delivery of information to the Governors on a timely basis to keep them fully apprised of all matters material to Governors and necessary for them to carry out their duties, including the sufficient and timely advance distribution of all background material required to enable the Governors to form appropriate judgments on issues coming before the Board at its meetings.
7.3 Assessment and Evaluation of Board Performance

An important principle of good governance is the need for leaders to continually increase their understanding of organization and governance best practices, and their own performance in this context.

The Board of Governors, through the Governance Committee, requires periodic review of key personnel responsibilities, committee mandates and effectiveness, and best-practice standards.

7.4 Committees of the Board

The Board has constituted a number of committees to provide an efficient mechanism for targeted discussions. The Chair of the Board of Governors appoints Governors to Committees based on qualifications and interest, and to avoid potential conflicts of interest.

The Committees of the UBC Board of Governors are arranged according to the following general principles and procedures, approved by the Board of Governors in March 2000:

- Committees shall operate to reinforce the wholeness of the Board of Governors as a collective.
- The purview of the Committees is primarily based on the organizational needs of the University and alignment with its strategic plan, as approved by the Board of Governors.
- Committees are organized to assist the Board of Governors in conducting its work efficiently and effectively.
- Committees will ordinarily assist the Board of Governors by reviewing, monitoring and recommending policies, policy alternatives and implications for Board deliberation.
- Apart from the Executive Committee, meetings of which may be called to make decisions in contingent circumstances between regularly scheduled Board meetings, Committees do not speak or act for the Board of Governors except when formally given such authority for specific and/or time-limited purposes.
- Committees will review matters requiring consideration by the Board of Governors under the University Act and will recommend approval by the Board as consent items or as items for discussion.
Committee deliberations with regard to confidential matters follow Policy #93 (Closed Meetings of the Board of Governors).

The Committee structure will enhance the accountability of the President to the Board of Governors by ensuring that Committees do not exercise authority over University staff.

Board Committees hold the following general responsibilities - see Committee Terms of Reference for more information:

**Audit Committee**

It is the role of the Audit Committee to:

- strengthen the role of the Board of Governors, and to assist Governors in meeting their responsibilities, by holding discussions with Management, the Auditor General and/or the External Auditor, and the Internal Auditor;
- improve the credibility and objectivity of financial reports and to increase the independence of the External and Internal Auditors, with the responsibility to:
  - review the annual financial statements and carry forward appropriations, and recommend their approval to the Board;
  - review the quarterly financial statements;
  - review and approve the submission of the quarterly financial forecasts to the Province as required under the Government Reporting Entity (GRE);
  - discuss appropriate accounting and disclosure policies with Management;
  - oversee the engagement of and terms for an External Auditor;
  - review the Terms of Reference for Internal Audit; consider the scope of internal audit activity, plans, and resources required by the internal audit, and approve the annual Internal Audit Plan;
  - receive reports from the External and Internal Auditors, as well as University Counsel;
- advise and assist the President (through the Board of Governors) in advancing the goals of the University’s strategic plan; this is achieved through ongoing, risk-based review of commitments contained within the strategic plan; and,
ensure effective processes and controls exist over risks that may affect the reputation, financial position, resources, or ability of the University to carry out its desired objectives, with the responsibility to:
- identify and manage risks at the University; and,
- ensure compliance with statutory financial reporting and disclosure requirements.

**Employee Relations Committee**

The function of the Employee Relations Committee is primarily to act for the Board of Governors in dealing with appointments, terminations, conditions of employment, and collective bargaining, advising the Board on matters relating to:

- the conditions of appointment of faculty members, professional librarians and program directors in the Centre for Continuing Education (including salaries and benefits);
- the criteria and procedures governing appointments and termination of appointments;
- provisions for collective bargaining with the UBC Faculty Association;
- appointment, reappointment and extensions of appointment for Deans, Vice-Provosts, Associate Vice-Presidents, Librarian and Registrar;
- determination of compensation for Vice-Provosts;
- the conditions of employment and collective bargaining for all other UBC employees; and,
- review and recommend policies and appointments that affect the employment and termination of faculty and staff, including appointments to management positions.

**Executive Committee**

The function of the Executive Committee is primarily to:

- meet as needed to make decisions in contingent circumstances between regularly scheduled Board meetings (if necessary in such circumstances, the Executive Committee may speak and/or act for the Board of Governors);
- review and recommend to the Board of Governors criteria for selection of the President; consider Presidential and Vice-Presidential appointments;
conduct an annual performance review of the President;
through the President, conduct annual performance
reviews of the Vice-Presidents;
recommend to the Board of Governors appropriate
compensation packages for the Vice-Presidents; and,
ensure adequate succession plans are in place for Vice-
President and Associate Vice-President positions.

Finance Committee
The Finance Committee has the primary role of assisting the
Board of Governors in fulfilling its oversight responsibilities
over the financial affairs of the University (ensuring the
establishment of sound financial policies and practices which
will lead to the long-term financial sustainability of the
University), and with the responsibility to:

approve the University’s budget framework, which sets the
guiding principles between costs, government funding, and
tuition fee levels;
review and recommend to the Board of Governors the
annual budgets;
monitor the financial health of the University through
projections and forecasts, recommending corrective action
where required;
review actual versus budgeted results on a quarterly basis;
review and recommend policies and actions to the Board
of Governors that enhance the University’s financial
position or financial performance (cost control or revenue
generation);
review and recommend to the Board of Governors capital
expenditure proposals in accordance with Board-delegated
authority and signing resolutions;
review and recommend policies and actions that enhance
the University’s investment position or portfolio
performance;
review trends which have implications for the financial
health of the University or which have the potential to
impair the strategic plan approved by the Board of
Governors; and,
• review debt management policies for recommendation to the Board of Governors, including extent and methods of obtaining external borrowing for operating and capital expenditures.

**Governance Committee**

The Governance Committee has the primary role to oversee and enhance University governance integrity, and the organization, procedures and performance of the Board of Governors, with responsibility to:

- oversee the governance framework for the Board of Governors and for the University, and conduct periodic and selective review for compliance to the University’s strategic plan, and to the values and obligations of the University;
- monitor and advise the Board of Governors on developments and emerging best practices in governance, including Board liability and risk management;
- review the roles and responsibilities of the Board of Governors, its Committees, Chairs, Governors and administrative support; make recommendations to the Board of Governors for improvements (effectiveness, relevance, clarity) to governance structure and policies;
- develop processes for managing – and manage – confidential evaluations of the Board of Governors, committees and individuals in their governance capacities against such policies;
- in consultation with the Provincial Board Resourcing & Development Office, identify competencies (skills and experience) and personal attributes required to fulfill the roles and responsibilities of the Board of Governors in accordance with the principles and strategic plan of the University;
- review, update and report to the Board of Governors on the orientation and continuing education of Governors, promoting better understanding of current University business, affairs and good governance practices; and,
- review on a regular basis governance relationships between UBC and its affiliated Boards (UBC Properties Trust, UBC Investment Management Trust, and the Staff Pension Plan).
**Learning & Research Committee**

The Learning & Research Committee has the primary role of assessing learning and research development and practices in accordance with adopted policies, principles and strategies and through recommendations on these matters to the Board of Governors, with the responsibility to:

- promote, support and enhance the learning and research community at the University by reviewing, monitoring, and recommending policies and actions to the Board that enhance the University’s academic and research plans;

- develop the Board’s policies, principles and strategic plans in regard to the learning and research community at the University and ensure that policies, principles and strategic plans are properly maintained;

- monitor all matters relating to student and instructional fees; recommend policies and actions to the Board, in conformity with the *University Act* and prevailing policies;

- monitor all administration matters relating to research and learning;

- review and recommend to the Board policies and actions concerning the administration of all grants, contracts, funds, fees, endowments and other assets related to learning and research;

- monitor all matters related to intellectual property and technology transfer of research at the University, review and recommend to the Board policies and actions governing research, inventions, copyright and other intellectual property, and advise the Board on matters relating to patents, copyrights, trademarks, trade names or other proprietary rights resulting from an invention; and,

- review and monitor recommendations of the Council of Senates, the UBC Vancouver Senate and the UBC Okanagan Senate on all matters relating to learning and research, and to advise the Board when, under the *University Act*, it should consult the Council of Senates, the UBC Vancouver Senate and/or the UBC Okanagan Senate.
People, Community & International Committee

The People, Community & International Committee has the primary role of monitoring and developing policies, principles and strategic plans in support of the University’s strategic vision and ensuring compliance with statutory responsibilities regarding students, faculty and staff, with the responsibility to:

- develop and recommend to the Board of Governors policies, principles and strategic plans to attract and retain outstanding faculty, students and staff;

- seek to establish an equitable environment that celebrates diversity, respects difference, and ensures that all may achieve their highest potential;

- promote, secure and maintain relationships with the many external communities on and off campus, and internationally (alumni are an external community of particular significance);

- review, monitor and recommend policies and actions that discharge the University’s responsibilities under the University Act relating to its students, faculty, staff and alumni, and those pertaining to the environment, safety, health and welfare (physical or otherwise) of students, faculty and staff;

- review, monitor and recommend to the Board of Governors policies and actions that will affect the recruitment, retention and recognition of outstanding students, faculty and staff, and the support and engagement of alumni;

- review, monitor and recommend to the Board of Governors policies and actions that will enhance the University’s sense of community such as through the organization of space and the environment;

- review, monitor and recommend to the Board of Governors policies and actions pertaining to student financial support;

- review, monitor and recommend to the Board of Governors policies and actions that will enhance the University’s domestic and international relations with government at the federal, provincial and local levels, and its various communities;
advise the Board of Governors on ways to connect alumni with each other and the University and to serve alumni;

advise the Board of Governors on short- and long-term goals and strategic actions (including communications) to influence perceptions of UBC by governments, the media, and the University’s internal and external communities, including those abroad;

review, monitor and recommend to the Board of Governors policies and actions that will enhance relationships with the University Neighbourhoods Association (UNA) and University Town community.

**Property Committee**

The Property Committee has the primary role of ensuring that the University’s property development and management is carried out in accordance with adopted policies, principles and strategies, with responsibility to:

- review, monitor, recommend and initiate policies to the Board that enhance the University’s property development and management including, but not limited to land use, physical planning, use of space, development objectives and endowment wealth creation from long-term leasing to ensure alignment to the needs of the University;

- advise the Board of Governors on the exercise of its powers relating to the management, administration, and control of the real property of the University as described in the *University Act* (with specific emphasis on Lieutenant Governor in Council approvals where required) and the *Municipalities Enabling & Validating Act*;

- oversee performance and management of UBC Properties Trust;

- oversee assurance of project funding sources and approval of budgets through the Board-approved project management process;

- review, monitor and recommend to the Board of Governors the capital plan for buildings and infrastructure, as well as annual minor capital and cyclical maintenance budgets;
- review and make recommendations regarding the acquisition or disposal of real property, the acquisition or construction of new space, the major renovation of existing space, or the decommissioning or disposition of existing space;

- review, monitor and recommend to the Board of Governors campus plans, master development agreements, comprehensive community plans, land use plans and neighbourhood plans; identify the impact of any of the above plans on the community;

- advise the Board of Governors on aspects of municipal and municipal-like governance related to development and management of property and infrastructure;

- review, monitor and make recommendations to the Board of Governors in support of sustainability efforts, including utilities usage, waste management, transportation planning, etc.

**Endowment Responsible Investment Policy Committee**

The Endowment Responsible Investment Policy Committee is a working group mandated to advise the Finance Committee of the Board of Governors. It reviews and recommends policies that reflect evolving responsible investment policies and practices from peer academic institutions and policy groups, and periodically reviews IMANT’s implementation and conformity with the RI and ESG policies approved by the University.

**Land Use Committee**

The Land Use Committee recommends to the Board of Governors – through the Property Committee – the adoption, amendment, or repeal of Land Use Rules; ensures that there has been appropriate public consultation process in the development, amendment, or repeal of rules for non-institutional parts of the campus; and, manages compliance with Land Use Rules and governance requirements.
8. Responsibilities and Standards

8.1 Role & Responsibilities: Individual Governors

Communication and Interaction

Governors are expected to participate fully and frankly in the deliberations and discussions of the Board and its Committees. They are expected to apply informed and reasoned judgment to each issue that arises, and express opinions, ask further questions and make recommendations that they think are necessary or desirable, and in the best interest of the University.

During deliberations, Governors are expected to present their views in a clear, organized and relevant manner, show respect for others and exercise tolerance for other perspectives, and be adaptable, flexible and open minded in the consideration and implementation of change.

When considering decisions, Governors should assess issues from many perspectives and consider the impact of decisions on the University’s internal and external environments (e.g., faculty, students, staff, stakeholders, community).

Knowledge

Governors must devote the necessary time and attention required to make informed decisions on issues that come before the Board. While management will provide Governors with all of the information deemed needed in order to discharge their responsibilities, Governors have a responsibility to ask for all information they believe necessary to make an informed decision.

Governors are expected to be generally knowledgeable about the University’s mandate, goals and objectives, and operations. Governors must also maintain an understanding of the community, business and political environments within which the University operates.

Governors are expected to be knowledgeable about their statutory and legal obligations.
Governance versus Management

Governors are expected to understand the difference between their governance role and the Administration’s operational role.

Broadly speaking, a member of the UBC Board of Governors has two fundamental legal obligations – Fiduciary Duty and Duty of Care:

**Fiduciary Duty**

A Governor is required to act honestly and in good faith with a view to serving the best interests of the University.

Key elements of this legal responsibility:

- a Governor must act in the best interests of the University and not in self interest or in the interest of others
- a Governor must disclose to the Board any personal interests that he or she holds that may conflict with the interests of the University
- a Governor cannot take personal advantage of opportunities that come before him or her in the course of performance of his or her duties as a Board member unless the opportunity and the interest is disclosed and the University explicitly permits it
- a Governor must keep confidential information confidential in accordance with the requirements set out in the Code of Conduct and Conflict of Interest Guidelines for the Board of Governors

A Governor elected or appointed due to position or familiarity with related or stakeholder interests and concerns is not a delegate or democratic representative of any interest or group. While such a Governor may express and take into account those interests and concerns, nothing in the Code, or in the circumstances of a Governor’s election or appointment, relieves any Governor from the duty to act in the best interests of the University and with a view to advancing its welfare.

Elected Governors faced with the possibility of conflict between the interests of the constituency that elected them and the interests of the University are bound to act in the best interest of the University.
Duty of Care

In discharging their responsibilities, each Governor must exercise the care, diligence and skill of a reasonably prudent person in comparable circumstances. This means:

- A Governor must be proactive in the performance of his or her duties: attending meetings, participating in a meaningful way, and being vigilant to ensure the University is being properly managed.

- The expectations of a Governor will depend upon the skills and experience that the Governor brings to the Board relative to the particular matter(s) under consideration.

Governors shall act in the highest ethical manner and with integrity in all professional dealings.

Public Statements

Each Governor has an important role as an ambassador of the University, but should not speak on behalf of the University. The President and such other persons who may be designated by the President (such as the Director of UBC Public Affairs) are the spokespersons for the University.

The Board Chair is the only spokesperson for the Board of Governors and, in this connection, the Board Chair consults the President.

Requests for Information — From Governors

Board members who are concerned about University policies, practices or procedures are encouraged to bring such matters to the Board for discussion.

Prior to such discussion, Governors should exercise discretion in any comments which they find necessary to make on such matters to persons who are not Governors.

Requests from Governors for information should be raised at the regularly scheduled meetings of the Board or with the President between such meetings. In the absence of the President, requests may be directed to the Board Secretary.
Requests for Information — To Governors

Governors will be approached either personally or by letter from time to time by students, faculty members, staff members and members of the public with requests for information about University affairs, and will receive possible complaints about University operations or suggestions for the consideration of the University.

All such matters should be referred immediately to the Board Secretary, who will direct the request to the Board Chair or to the Administration, as appropriate.

8.2 Role & Responsibilities: Board Chair

The principal role of the Board Chair is to provide leadership to the Board of Governors.

The Board Chair is accountable to the Board, acts as a direct liaison between the Board and the Administration, and represents the Board internally and externally, including acting as a spokesperson for Board decisions where appropriate.

Election & Term

The Nominating Committee for the office of Chair of the Board consists of four members:

- the Chancellor (as Chair of the Nominating Committee);
- one appointed member (Chair of the Governance Committee);
- one elected member; and,
- the President (non-voting).

The Nominating Committee presents the name of the candidate and the proposed term to the Board of Governors for its consideration and approval. The elected Chair takes office upon expiration of the term of the incumbent.

Duties & Responsibilities

The specific duties and responsibilities of the Board Chair are to:

- keep abreast generally of the activities of the University and its management;
- lead the annual review of the President’s goals and performance;
support and provide advice and counsel to the President;

foster a constructive and harmonious relationship between the Board of Governors and the Administration;

act as a liaison between the Administration and the Board, between the government (as represented by the Minister or other officials) and the Board, and between the Senates and the Board;

oversee any issues raised with respect to conflict of interest;

appoint Committee Chairs and membership of each Committee;

call meetings of the Board of Governors;

chair meetings of the Board of Governors;

develop and set the Agenda for Board meetings and determine the contents of Board Dockets (in concert with the President);

contribute to positive internal relationships by representing the Board of Governors at community functions and activities;

foster good relations between the University and the community by representing the Board at community functions and activities; and,

approve expense claims from Governors (related to attendance at Board and Committee meetings, and other Board events).

In addition, the Board Chair shall perform other such functions as may be ancillary to the responsibilities described above and as may be delegated to the Board Chair by the Board of Governors from time to time.

Support

The Board Chair is supported by the Board Secretary; the Board Secretary reports to the Board Chair and to the President.
8.3 Role & Responsibilities: President

Appointment

The British Columbia University Act provides that the Board of Governors appoint the President and Vice-Chancellor of the University on terms and conditions it considers appropriate. The President reports to the Board.

A UBC Presidential Search Committee (composed of Board members and representatives from the Senates, faculty, staff, students and alumni of both UBC Vancouver and UBC Okanagan) develops a recommendation to the Board of Governors (through the Executive Committee) for the appointment of a new President of the University.

Role of the President

As chief executive officer of the University, the President shares the University’s vision, promotes its values, embraces its mission and ensures that it meets its goals.

The President is an ex officio member of the Board of Governors and its Committees (with the exception of the Audit Committee) for the full term of appointment to the office.

The President is the ex officio Chair of both Senates. In addition, the President is an ex officio member of all Committees of both Senates (except the Senates’ standing committees of final appeal for students in matters of academic discipline), an ex officio member of each faculty and, in the absence of the Chancellor, Chair of the Convocation.

Duties and Responsibilities

General

- to lead the University in pursuing the strategies, plans and policies approved by the President;
- to plan, organize and direct all facets of the University’s operations within the approved strategic plan framework;
- to oversee operational management in a manner that ensures the University’s resources are safeguarded and optimized; and,
- to encourage excellence, quality, innovation, enterprise and a collegial spirit;
Strategic Operational Plans

- develop and recommend the strategic plan to the Board of Governors for review and approval. The strategic plan is drafted in collaboration with the Administration and other staff, key constituents and the Board;
- review with the Board the University’s progress in achieving the objectives set out in the strategic plan and the operational and capital plans; and,
- develop and recommend the annual operational and capital plans and budgets to the Board of Governors for review and approvals (annual operational and capital plans and budgets are drafted in collaboration with the Administration and other staff, key constituents and the Board).

Academic Leadership

- exercise academic leadership to enhance the University’s academic quality and stature, as well as the national and international reputation of its undergraduate, graduate and professional programs.

Monitor Risk

- ensure the integrity of the University’s internal control and management systems;
- identify and report to the Board principal risks of the University’s business; and,
- to ensure the implementation of systems to manage these risks.

Monitor Trends

- keep abreast of trends and developments within the general university sector with potential to impact on the success of the University.

University Policies

- develop and implement operational policies to guide the University within the limits prescribed by the framework of the strategic directions adopted by the Board; and,
- foster an environment of equity and transparency throughout the University community.
Ethics

- ensure the University maintains a high level of ethical business conduct and operates within the limits of the law

Human Resources

- provide strong, effective and highly visible leadership to senior management team members and all employees;
- provide the Governors with exposure to the University’s key management at Board and Committee meetings;
- review with the Board appointments to senior management positions, prior to making such appointments; and,
- establish and maintain a management development and succession plan for annual Board approval

Internal and External Communications

- act as the primary spokesperson for the University and oversee the development and implementation of a communications program (faculty, students, stakeholders and the public) by developing and implementing a communications program;
- ensure the University is represented amongst its various constituencies in a manner that promotes its best interests; and,
- maintain a positive working relationship with local, provincial and federal agencies and key stakeholders, including First Nations, neighbourhood associations and secondary and post-secondary educational institutions across British Columbia

Annual Personal Objectives

- establish, in conjunction with the Board Chair, an annual list of personal performance objectives (within the context of the strategic plan) to be achieved in the forthcoming year

Governance

- ensure (in conjunction with the Board Chair) that the Board of Governors, its Committees, and senior University executives work together in the best interests of the University in an atmosphere of trust and respect;
- ensure the Board is thoroughly informed of administrative or academic implications, fiduciary obligations and the risks of legal constraints which affect the operations of the University;
- to make recommendations regarding policy and/or strategic direction for the University;
- review material issues and ensure that the Board Chair and other Governors are provided with relevant and timely information; and,
- seek Board of Governors approval prior to accepting outside board appointments.

In addition, the President shall perform other such functions as may be ancillary to the responsibilities described above and as may be delegated to the President by the Board of Governors from time to time.

**Media and the General Public**

The President establishes a presence and takes a leadership role in representing the University to the media and general public.

**President’s Key Relationships**

**Board of Governors Chair**

The President meets regularly and as required with the Board Chair to review important issues and to ensure the Board Chair is provided with relevant and timely information.

**Faculty and Staff**

The President develops and maintains effective relationships with the faculty members and staff of the University.

### 8.4 Role & Responsibilities: Chancellor

The Chancellor is the senior statesperson of the University and serves as the titular head of the University, presides over all major ceremonies, and is an *ex officio* member of the Board of Governors, the Senates, and the Council of Senates for the full term of appointment to the office.
Election & Term

Consistent with section 11 of the *University Act* and with the *University Amendment Act*, the Board of Governors of The University of British Columbia appoints the Chancellor on nomination by alumni UBC and after consultation with the Council of Senates.

The Chancellor holds office for three (3) years. He or she is eligible for reappointment upon agreement of all the parties, but may not hold office for more than six (6) consecutive years.

In order to provide an efficient vehicle by which a candidate can be nominated by alumni UBC in consultation with the Council of Senates and other stakeholders, a Chancellor Search Committee is formed to seek and consider nominations for the office of Chancellor.

If the current Chancellor is eligible for reappointment, the Chancellor Search Committee will consider whether or not he or she should be reappointed.

The Chancellor Search Committee forwards the name(s) of the nominee(s) to the Board’s Governance Committee for review and recommendation to the full Board of Governors for approval.

Duties & Responsibilities

The specific duties and responsibilities of the Chancellor are to:

- confer all University degrees;
- participate in the governance of the University as a member of the Board of Governors;
- act as the Chair of the Convocation; and,
- represent the University at such events as shall be deemed appropriate by the Chancellor in consultation with the University Administration.

8.5 Communications

It is the responsibility of the Board of Governors to ensure the University has a plan in place to communicate effectively with faculty, students, stakeholders and the public, and to accommodate feedback from those parties.
Speaking on Behalf of the University

The President or designate is the spokesperson for the University.

The Chair of the Board only is the spokesperson for the Board and, in this connection, the Chair consults the President.

The Chair will seek guidance from the Board of Governors, in consultation with the President, to determine the items which will be released publicly.

Public Statements on Matters not discussed at Meetings

Board members who are concerned about University policies, practices, or procedures are encouraged to bring such matters to the Board for discussion.

Prior to such discussion, members should exercise discretion in any comments which they find necessary to make in public.

Letters to the Board

Letters addressed to the Board of Governors are forwarded immediately on receipt to the Board Chair, and are circulated to all Governors at the next Board meeting, as per a November 2003 Board of Governors resolution. The Board Secretary may, at her/his discretion, refer letters that have been inappropriately addressed to the appropriate person or authority.

8.6 Meetings & Attendance

On a regular basis, Governors should expect to attend:

- a minimum of five (5) regularly scheduled Board meetings per year; and,
- a minimum of five (5) regularly scheduled Committee meetings per year, plus individual Committee strategic sessions

Unless excused by resolution of the Board, a member who does not attend at least half of the regular meetings of the Board in any year is deemed to have vacated his or her seat.

On an occasional basis, Governors should expect to:

- represent the University on related Boards or Committees;
- attend special events; and,
- represent the University at community events

University Act, section 26(1):

Fifty-one percent of the members of the board constitutes a quorum for the transaction of business of the board.

Freedom of Information & Protection of Privacy Act
http://www.bclaws.ca/EPLibraries/bclaws_new/document/ID/fr6aside/96165_00/
Governors are expected to prepare for and attend all meetings of the Board and of the Committees on which they serve.

Governor attendance records are subject to disclosure under the *Freedom of Information & Protection of Privacy Act*.

Participation in a meeting of the Board by teleconference or videoconference is permissible at the request of a Governor, provided that suitable facilities are available so that all Governors can communicate with each other at all relevant times during the meeting.

### 8.7 Preparation for Meetings

The Administration will provide Governors with the materials necessary to prepare for meetings well in advance of Board and Committee meetings.

Governors are expected to prepare for each Board and Committee meeting by reviewing materials provided and requesting, where appropriate, information that will allow the Governor to properly participate in the Board’s deliberations, make informed judgments and exercise oversight.

At each meeting, Governors should be ready and prepared to discuss the issues raised in the pre-reading material.

Whenever possible, Governors should advise the Board Chair and President in advance of introducing significant and previously unknown information at a Board meeting.

### 8.8 Compensation of Board Members

Members of the UBC Board of Governors are volunteers and serve the University without remuneration.

The following Board of Governors resolution outlines the process for reimbursement of out-of-pocket expenses:

> **BE IT RESOLVED** that members of the Board of Governors who incur out-of-pocket expenses as a result of attendance at official Board functions and meetings should submit a claim for reimbursement for out-of-pocket expenses to the Chair of the Board of Governors for approval; and,

> **THAT** in the case of the Board Chair, a claim for reimbursement should be submitted to the Chancellor for approval; and,

> **FURTHER**, that payment of such approved claims be made out of University General Revenues
Board members wishing to make a claim under the foregoing resolution should submit a completed expense form (accompanied by original receipts) to the Board Secretariat.

**Parking**

In accordance with a resolution passed by the Board of Governors in June 1983, parking permits are granted to Board members for their personal use during their entire tenure of office.
9. Meetings

9.1 Annual Meeting Schedule

Five (5) meetings of the Board of Governors are scheduled between September and June each year (approximately bi-monthly), four on the Vancouver campus and one on the Okanagan campus.

Additional meetings, including strategic sessions and meetings held in response to emerging/urgent circumstances, are scheduled at the discretion of the Board Chair.

Meetings normally commence with breakfast (from 8:00 a.m. to 8:30 a.m.), followed by the meeting from 8:30 a.m. to 4:00 p.m. (or as needed).

Each regular meeting of the Board of Governors includes a period of ‘Reflections’, an in camera meeting of the Governors, including the President, without other members of the Administration present.

A reception and/or dinner is held on the evening preceding each Board of Governors meeting, an opportunity for Board members to connect informally with each other and with representatives of a variety of government and non-government groups, invited on a rotating basis.

9.2 Committee Meetings

Board Committees consider items for subsequent discussion by the full Board.

The Committees meet approximately one week prior to each regularly scheduled meeting of the Board of Governors.

Meetings are held over the course of a single day, usually from 8:30 a.m. to 4:00 p.m. (or as needed).

Individual Committee meetings are scheduled based on volume of business and availability of Committee members.

The Committees hold at least one Strategic Session annually; additional meetings of the Committees are scheduled at the discretion of Committee Chairs.
9.3 Attendance

Governors are expected to attend all Board and applicable Committee meetings or alternatively to provide timely notice when prevented from attending.

Unless excused by resolution of the Board of Governors, a member who does not attend at least half of the regular meetings of the Board in any year is deemed to have vacated his or her seat.

Participation in Board meetings by teleconference or video conference is acceptable, provided that suitable facilities are available so that all Governors can communicate with each other at all relevant times during the meeting. It is the University’s normal practice to provide both video conferencing and teleconferencing facilities for use at the regularly scheduled meetings of the Board and the regularly scheduled meetings of the Committees of the Board.

Requests for meeting participation via teleconference or video conference should be directed to the Board Secretary.

9.4 Voting

In the case of a tie vote on a motion, the motion is defeated, and the Chair must so declare.

A resolution in writing, signed by all of the Governors who would be entitled to vote on that resolution at a meeting of the Board, is as valid as if it had been passed at a meeting of the Board.

9.5 Closed Meetings

Meetings of the Board of Governors are divided into two parts, the ‘open’ and the ‘closed’.

The open part is held first, allowing the Board to defer consideration of an item to the closed part of the meeting if it emerges in the course of discussion that the item should be considered in private.

If a Board member wishes to question the designation of an agenda item as either open or closed, the member should direct the request to the Board Secretary as far as possible in advance of the time of the Board meeting.
The Board Secretary will take up the request with the Chair of the Board, who will consult the Executive Committee of the Board before resolving the question.

If a decision is made to move an agenda item from the closed to the open part of the meeting, it may not be appropriate to release documentation on that item to the public, since documentation may have been prepared on the assumption that it was not for public release. The decision as to whether documentation is to be made public will be made by the Board Chair in consultation with the Executive Committee.

Confidentiality

Material for closed sessions of meetings, whether it is circulated prior to meetings or distributed at the meetings, is confidential and is only for the personal use of the members of the Board and the members of the University Executive to carry out their duties as members of the Board or the University Executive, as the case may be. Such material may be published or otherwise released only after formal and specific approval of the Board Chair and/or the President to do so, unless the material is already in the public domain.

9.6 Agendas & Meeting Documents

Agenda items for regular meetings of the Board are set in accordance with the Board of Governors’ agenda-setting process.

The Docket (including the agenda and Reports to the Board) for each regularly scheduled Board meeting is available a minimum of five business days prior to Committee meetings.

Governors are expected to prepare for each meeting of the Board by reviewing the Docket in advance of the meeting. The expected preparation time required for each meeting will depend on the topics to be addressed at that meeting.

As required in preparation for a meeting, the Board or any individual Governor may also request and receive additional material or information from the employees of the University, through the Board Secretariat.
9.7 Visitors, Press & Staff at Meetings

Due to space restrictions at the Vancouver campus, visitors at Board meetings are limited to a maximum of fifteen (15).

Requests to attend Board meetings should be directed to the Board Secretariat.

The number of staff, Committee representatives and/or professional advisors in attendance will depend on the requirements of the Board of Governors at each meeting.
# 10. Frequently Used Acronyms

<table>
<thead>
<tr>
<th>Acronym</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>AAFC</td>
<td>Agriculture &amp; Agri-Food Canada</td>
</tr>
<tr>
<td>AAPS</td>
<td>Association of Administrative &amp; Professional Staff</td>
</tr>
<tr>
<td>ACA</td>
<td>Annual Capital Allowance</td>
</tr>
<tr>
<td>ACOA</td>
<td>Atlantic Canada Opportunities Agency</td>
</tr>
<tr>
<td>ACST</td>
<td>Advisory Council on Science &amp; Technology</td>
</tr>
<tr>
<td>ADM</td>
<td>Assistant Deputy Minister</td>
</tr>
<tr>
<td>AGM</td>
<td>Association of Governing Boards of Universities and Colleges</td>
</tr>
<tr>
<td>ATIP</td>
<td>Access to Information &amp; Privacy Office</td>
</tr>
<tr>
<td>AVED</td>
<td>Ministry of Advanced Education</td>
</tr>
</tbody>
</table>

### BCAIU

BCAIU represents non-research intensive universities and institutes in BC.

British Columbia Association of Institutes & Universities


### British Columbia Association of Institutes & Universities

- British Columbia Institute of Technology
- Capilano University
- Emily Carr University of Art & Design
- Justice Institute of British Columbia
- Kwantlen Polytechnic University
- Nicola Valley Institute of Technology
- University of the Fraser Valley
- Vancouver Island University

### British Columbia Council on Admissions

BCAT

British Columbia Council on Admissions

### Business Council of British Columbia

BCBC

Business Council of British Columbia

### British Columbia Centre for International Education

BCCIE

British Columbia Centre for International Education

### British Columbia Government & Service Employees’ Union

BCGEU

British Columbia Government & Service Employees’ Union

### British Columbia Innovation Council

BCIC

British Columbia Innovation Council

### British Columbia Institute of Technology

BCIT

British Columbia Institute of Technology

### British Columbia Knowledge Development Fund

BCKDF

British Columbia Knowledge Development Fund
### B continued

<table>
<thead>
<tr>
<th>Acronym</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>BCTIA</td>
<td>British Columbia Technology Industry Association</td>
</tr>
<tr>
<td>BDC</td>
<td>Business Development Bank of Canada</td>
</tr>
</tbody>
</table>

### C

<table>
<thead>
<tr>
<th>Acronym</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>CAC</td>
<td>Community Amenity Charge (UBC)</td>
</tr>
<tr>
<td>CANARIE</td>
<td>Canadian Network for the Advancement of Research, Industry &amp; Education</td>
</tr>
<tr>
<td>CASA</td>
<td>Canadian Alliance of Student Associations</td>
</tr>
<tr>
<td>CAUT</td>
<td>Canadian Association of University Teachers</td>
</tr>
<tr>
<td>CBAC</td>
<td>Chancellor’s Borrowing Advisory Committee</td>
</tr>
<tr>
<td>CCA</td>
<td>Council of Canadian Academies</td>
</tr>
<tr>
<td>CCGG</td>
<td>Canadian Coalition for Good Governance</td>
</tr>
<tr>
<td>CCL</td>
<td>Canadian Council on Learning</td>
</tr>
<tr>
<td>CCSIP</td>
<td>Canada-California Strategic Innovation Partnership</td>
</tr>
<tr>
<td>CDW</td>
<td>Central Data Warehouse</td>
</tr>
<tr>
<td>CEAA</td>
<td>Canadian Environmental Assessment Agency</td>
</tr>
<tr>
<td>CEPA</td>
<td>Canadian Environmental Protection Act</td>
</tr>
<tr>
<td>CERC</td>
<td>Canada Excellence Research Chair</td>
</tr>
<tr>
<td>CFI</td>
<td>Canada Foundation for Innovation</td>
</tr>
<tr>
<td>CFIS</td>
<td>College for Interdisciplinary Studies</td>
</tr>
<tr>
<td>CFS</td>
<td>Canadian Federation of Students</td>
</tr>
<tr>
<td>CHRP</td>
<td>Collaborative Health Research Projects Program</td>
</tr>
<tr>
<td>CIAR</td>
<td>Canadian Institute for Advanced Research</td>
</tr>
<tr>
<td>CIDA</td>
<td>Canadian International Development Agency</td>
</tr>
<tr>
<td>CIHR</td>
<td>Canadian Institutes of Health Research</td>
</tr>
<tr>
<td>CMEC</td>
<td>Council of Ministers of Education in Canada</td>
</tr>
<tr>
<td>CRA</td>
<td>Canada Revenue Agency</td>
</tr>
<tr>
<td>CUFA BC</td>
<td>Confederation of University Faculty Associations of British Columbia</td>
</tr>
<tr>
<td>CUPE</td>
<td>Canadian Union of Public Employees</td>
</tr>
</tbody>
</table>
**D**

<table>
<thead>
<tr>
<th>Abbreviation</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>DCC</td>
<td>Deferred Capital Contribution (municipal)</td>
</tr>
<tr>
<td>DFAIT</td>
<td>Department of Foreign Affairs and International Trade</td>
</tr>
<tr>
<td>DFO</td>
<td>Fisheries &amp; Oceans Canada</td>
</tr>
<tr>
<td>DM</td>
<td>Deputy Minister</td>
</tr>
<tr>
<td>DPOH</td>
<td>Designated Public Office Holder</td>
</tr>
<tr>
<td>DQAB</td>
<td>Degree Quality Assessment Board</td>
</tr>
</tbody>
</table>

**E**

<table>
<thead>
<tr>
<th>Abbreviation</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>EC</td>
<td>Environment Canada</td>
</tr>
<tr>
<td>EEM</td>
<td>Environmental Effects Monitoring</td>
</tr>
<tr>
<td>EIIS</td>
<td>Environmental Issues Inventory System</td>
</tr>
<tr>
<td>EMPR ('empire')</td>
<td>Ministry of Energy, Mines &amp; Petroleum Resources</td>
</tr>
<tr>
<td>EOA</td>
<td>Environmental Assessment Office</td>
</tr>
</tbody>
</table>

**F**

<table>
<thead>
<tr>
<th>Abbreviation</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>FFS</td>
<td>Fee for Service</td>
</tr>
<tr>
<td>FPP</td>
<td>Faculty Pension Plan (UBC)</td>
</tr>
<tr>
<td>FPSE</td>
<td>Federation of Post-Secondary Educators of BC</td>
</tr>
<tr>
<td>FOIPPA</td>
<td>Freedom of Information and Protection of Privacy Act</td>
</tr>
<tr>
<td>FTE</td>
<td>Full-Time Equivalent</td>
</tr>
</tbody>
</table>

**G**

<table>
<thead>
<tr>
<th>Abbreviation</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>G5</td>
<td>University of Alberta</td>
</tr>
<tr>
<td></td>
<td>The University of British Columbia</td>
</tr>
<tr>
<td></td>
<td>McGill University</td>
</tr>
<tr>
<td></td>
<td>Université de Montreal</td>
</tr>
<tr>
<td></td>
<td>University of Toronto</td>
</tr>
<tr>
<td>GLE</td>
<td>Government Letter of Expectation</td>
</tr>
<tr>
<td>GMSL</td>
<td>General Municipal Services Levy</td>
</tr>
<tr>
<td>GNW</td>
<td>Great Northern Way Campus</td>
</tr>
<tr>
<td>GoC / GC</td>
<td>Government of Canada</td>
</tr>
<tr>
<td>Acronym</td>
<td>Description</td>
</tr>
<tr>
<td>---------</td>
<td>-------------</td>
</tr>
<tr>
<td>GPOF</td>
<td>General Purpose Operating Fund</td>
</tr>
<tr>
<td>GRE</td>
<td>Government Reporting Entity</td>
</tr>
<tr>
<td>GVRD</td>
<td>Greater Vancouver Regional District (legal / official name of Metro Vancouver)</td>
</tr>
<tr>
<td>HQP</td>
<td>Highly Qualified Person</td>
</tr>
<tr>
<td>HRSDC</td>
<td>Human Resources &amp; Skills Development Canada</td>
</tr>
<tr>
<td>HSE</td>
<td>Health, Safety, Environment</td>
</tr>
<tr>
<td>HST</td>
<td>Harmonized Sales Tax</td>
</tr>
<tr>
<td>ICR</td>
<td>Indirect Costs of Research</td>
</tr>
<tr>
<td>IIC</td>
<td>Infrastructure Impact Charges (UBC)</td>
</tr>
<tr>
<td>IMANT</td>
<td>Investment Management Trust (UBC)</td>
</tr>
<tr>
<td>INAC</td>
<td>Indian &amp; Northern Affairs Canada</td>
</tr>
<tr>
<td>ISI</td>
<td>International Student Initiative</td>
</tr>
<tr>
<td>KIP</td>
<td>Knowledge Infrastructure Program (federal)</td>
</tr>
<tr>
<td>LEED</td>
<td>Leadership in Energy &amp; Environmental Design</td>
</tr>
<tr>
<td>LEEF</td>
<td>Leading Edge Endowment Fund</td>
</tr>
<tr>
<td>LGA</td>
<td>Local Government Act</td>
</tr>
<tr>
<td><strong>M</strong></td>
<td></td>
</tr>
<tr>
<td>---------------------------</td>
<td></td>
</tr>
<tr>
<td>MCRD</td>
<td>Ministry of Community &amp; Rural Development</td>
</tr>
<tr>
<td>MEVA</td>
<td><em>Municipalities Enabling &amp; Validating Act</em></td>
</tr>
<tr>
<td>MLA</td>
<td>Member of the Legislative Assembly</td>
</tr>
<tr>
<td>MoF</td>
<td>Ministry of Finance</td>
</tr>
<tr>
<td>MoT</td>
<td>Ministry of Transportation</td>
</tr>
<tr>
<td>MP</td>
<td>Member of Parliament</td>
</tr>
<tr>
<td>MPP</td>
<td>Member of Provincial Parliament</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>N</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>NATES</td>
</tr>
<tr>
<td>NCE</td>
</tr>
<tr>
<td>NEES</td>
</tr>
<tr>
<td>NRC</td>
</tr>
<tr>
<td>NRCAN</td>
</tr>
<tr>
<td>NSERC</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>O</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>OAG</td>
</tr>
<tr>
<td>OECD</td>
</tr>
<tr>
<td>OIPC</td>
</tr>
<tr>
<td>ONA</td>
</tr>
<tr>
<td>ORS</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>P</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>PCO</td>
</tr>
<tr>
<td>PMO</td>
</tr>
<tr>
<td>PPPAC</td>
</tr>
<tr>
<td>PSE</td>
</tr>
<tr>
<td>Acronym</td>
</tr>
<tr>
<td>---------</td>
</tr>
<tr>
<td>PSEC</td>
</tr>
<tr>
<td>PSI</td>
</tr>
<tr>
<td>PTC</td>
</tr>
<tr>
<td>PWGSC</td>
</tr>
<tr>
<td>PWIAS</td>
</tr>
<tr>
<td>RGS</td>
</tr>
<tr>
<td>RINC</td>
</tr>
<tr>
<td>RISE</td>
</tr>
<tr>
<td>RRU</td>
</tr>
<tr>
<td>RUCBC</td>
</tr>
<tr>
<td>SFU</td>
</tr>
<tr>
<td>SME</td>
</tr>
<tr>
<td>SPP</td>
</tr>
<tr>
<td>SSHRC</td>
</tr>
<tr>
<td>STATCAN</td>
</tr>
<tr>
<td>STED</td>
</tr>
<tr>
<td>TRU</td>
</tr>
<tr>
<td>U15 Group of Canadian Research Universities</td>
</tr>
<tr>
<td>--------------------------------------------</td>
</tr>
<tr>
<td>U15 Group of Canadian research-intensive universities</td>
</tr>
<tr>
<td>Dalhousie University</td>
</tr>
<tr>
<td>McGill University</td>
</tr>
<tr>
<td>McMaster University</td>
</tr>
<tr>
<td>Queen’s University</td>
</tr>
<tr>
<td>The University of British Columbia</td>
</tr>
<tr>
<td>Université de Montreal</td>
</tr>
<tr>
<td>Université Laval</td>
</tr>
<tr>
<td>University of Alberta</td>
</tr>
<tr>
<td>University of Calgary</td>
</tr>
<tr>
<td>University of Manitoba</td>
</tr>
<tr>
<td>University of Ottawa</td>
</tr>
<tr>
<td>University of Saskatchewan</td>
</tr>
<tr>
<td>University of Toronto</td>
</tr>
<tr>
<td>University of Waterloo</td>
</tr>
<tr>
<td>University of Western Ontario</td>
</tr>
</tbody>
</table>

| UBCM |
| Union of BC Municipalities |

| UBCPT |
| UBC Properties Trust |

| UC |
| Universities Canada |

| UEL(O) |
| University Endowment Lands (Office) |

| UILO |
| University Industry Liaison Office |

| UNA |
| University Neighbourhood Association |

| UNBC |
| University of Northern British Columbia |

| UPSEA |
| University Public Sector Employer’s Association |

| UVic |
| University of Victoria |

<table>
<thead>
<tr>
<th>V</th>
</tr>
</thead>
<tbody>
<tr>
<td>VSB</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>W</th>
</tr>
</thead>
<tbody>
<tr>
<td>WD</td>
</tr>
</tbody>
</table>