



SUBJECT	<i>Code of Conduct and Conflict of Interest Guidelines for the Board of Governors - Amendments</i>
SUBMITTED TO	Governance Committee
MEETING DATE	September 9, 2021
SESSION CLASSIFICATION	Recommended session criteria from Board Meetings Policy: OPEN
REQUEST	Requested - Approval IT IS HEREBY RESOLVED that the Governance Committee, under authority delegated by the Board of Governors, approves as circulated amendments to the <i>Code of Conduct and Conflict of Interest Guidelines for the Board of Governors</i> which clarifies that Governor attendance at meetings of Committees of which they are not a member is optional.
LEAD	Karen Hakkarainen, Board Secretary
SUPPORTED BY	N/A

EXECUTIVE SUMMARY

As currently drafted, the [Code of Conduct and Conflict of Interest Guidelines for the Board of Governors](#) sets the expectation that all Governors will attend all Board committee meetings. The following amendments in boldface to section 4.2 of the *Code of Conduct and Conflict of Interest Guidelines for the Board of Governors* are proposed to set clearer expectations with regard to Governors' attendance at meetings of Board Committees.

4.2 Expectations

In fulfilling their responsibilities and duties, Governors are expected to:

- advance and uphold the mission, vision and values of the University;
- act in a manner consistent with the trust and confidence placed in the Board, as a responsible steward of University resources, and that will bear the closest public scrutiny;
- act in a manner consistent with the general spirit and intent of the Code;
- attend all meetings of the Board and meetings of **those** Board committees **for which they are committee members**;
- devote the necessary time and attention required to prepare for meetings of the Board and Board committees;
- participate fully and frankly in the deliberations and discussions of the Board and Board committees;
- act in a manner which is courteous of others, including to treat others with respect and dignity;
- avoid any situations that impair or have the potential to impair the Governor's independence or impartiality in performing the duties of a Governor or otherwise to cause, or have the potential to cause, damage to the University or its reputation;
- acknowledge that the Board Chair is the only official spokesperson of the Board and act consistent with the Board's protocols on Board communications and public comment; and,
- for Governors appointed by Order In Council, comply with the Standards of Ethical Conduct for Governors of Public Sector Organizations (BC), as amended from time to time.