Guidelines for the Identification and Appointment of External Board Members

Effective Date: March 27, 1997

Supersedes: *

THE BOARD OF GOVERNORS

Under the terms of the University of Western Ontario Act, 1982 (as amended, 1988), the Board of Governors of The University of Western Ontario is charged generally with “the government, conduct, management and control of the University and of its property and affairs,” with the exception of those powers assigned to the Senate of the University. In other words, in non-academic matters the Board holds in trust the physical and financial assets of the institution, provides general policy direction to the President and officers of the University and oversees its operations.

The Act sets out the composition of the Board which includes members from inside and outside the University. Of the twenty-seven voting members, seventeen, or 63%, are external members, including members appointed by the Lieutenant-Governor-in-Council, the City of London, and the Alumni Association. Membership terms are four years, once renewable. By law, every member of the Board must be a Canadian citizen. External members may not be members of the governing body, faculty, staff or student body of any other degree-granting institution.

The Board of Governors appoints four external members to the Board. The overriding principle in selecting men and women to serve on the Board is merit and experience. All candidates must possess the qualifications, experience and commitment required to govern an institution of the size, complexity, and stature of The University of Western Ontario.

GUIDELINES FOR THE IDENTIFICATION AND APPOINTMENT OF EXTERNAL BOARD MEMBERS

1. All members of the Board of Governors will be required to perform the duties defined in sections 18 to 23, inclusive, of the University of Western Ontario Act (1982), its by-laws, and those laws not covered by the Act which are imposed by the Federal and Provincial governments and other agencies.
The duties and responsibilities of the Board include:

(a) establishing policies that ensure that the institution is accountable in the appointment of academic and administrative personnel, in the delivery of academic programs, in the control of its property and the conduct of its affairs; and monitoring the effectiveness of such policies;

(b) appointing the President and other senior officers of the University who will manage the University and implement policies set by the Board; and

(c) supporting the mission of the University and, in so doing, ensuring appropriate community/institutional involvement in planning and decision-making.

2. As Board members, individuals will be guided in their deliberations by the following mutually dependent principles: excellence, academic freedom, respect for the community of scholars, diversity, societal responsibility, accountability, selectivity in decision making, institutional autonomy, innovation, partnerships and openness. The Board as a whole must possess the skills, knowledge and experience necessary to govern a complex institution.

The Board should be composed of members who have:

(a) an understanding of, and respect for, the contributions of universities to the intellectual and economic vitality of Canada;

(b) a history of fiduciary responsibility and demonstrated institutional expertise;

(c) a history of involvement in community and/or institutional affairs; and

(d) a national or international perspective.

3. There should be a balance of perspectives, backgrounds, experience and skills among the members of the Board. These could include, but are not limited to:

(a) members of professional fields such as education, legal, finance, health care, scientific research, engineering, and marketing;

(b) senior members of the business community;

(c) members of local governments;

(d) labour;
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(e) members of the artistic community; and

(f) fund raisers.

It is expected that a breadth of perspectives would enable the Board to deal effectively with:

- utilization of funds and resources;
- evaluation of the effectiveness of the University’s policies and programs in an accountability framework;
- strategic planning; and
- public relations.

4. Each member of the Board should make a strong personal commitment to protect and advance the broad interests of the University. In support of this, each member is obliged to:

(a) strive to increase personal skills, knowledge and expertise;

(b) base decisions on analysis of all available information;

(c) contribute to team building;

(d) bring the perspective of the communities they serve, but put the interests of the University above constituency interests; and

(e) devote sufficient time to the service of the Board.

5. When considering nominations of potential Board members, the Board will attempt to achieve representation from a broad cross-section of the community, thereby benefitting from a diversity of ability and interest. This representation should reflect:

(a) educational institutions,¹ legal, finance, health care, scientific research, engineering, and marketing and other professional communities;

(b) business management (financial institutions, manufacturers, resource and service industries);

(c) government/public sector; and

(d) ethnic, linguistic and visible minorities; Indigenous peoples; persons

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¹ (except that, according to the University Act, no member of the governing body, faculty, staff, or student body of any other degree-granting institution is eligible for membership)
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with disabilities.

6. When a vacancy on the Board is anticipated, before candidates are proposed to the Board, the Senior Policy and Operations Committee will conduct a needs assessment by analyzing the present Board against stated criteria and representation considerations. The present and future membership needs and priorities of the Board will be identified, based on the needs assessment.

7. For those vacancies to be filled by direct appointment by the Board, through the following process, the Chair of the Board will identify persons capable of fulfilling the functional requirements of the Board and who best meet the objectives identified:

(a) Incumbent Board members who are eligible for reappointment will be consulted by the Board Chair to determine their interest in reappointment.

(b) Nominations from incumbent Board members will be solicited.

(c) All nominations, including those submitted with respect to earlier vacancies or statements of interest by potential candidates, will be reviewed.

(d) The Board Chair will submit to the Senior Policy and Operations Committee one or more names for each vacancy. The Senior Policy and Operations Committee will make one or more nominations to the Board, who shall elect the new member(s).

8. The Board will ask that those appointing or electing external members to the Board, in identifying potential appointees, give due consideration to the identified needs profile developed by the Board.