

ROLE PROFILE

Position Title: Chair of the Board of Governors and Chancellor

Enabling Legislation: Royal Roads University Act (1996), Section 11

Last Review Date: June 22, 2018

Position Summary

The Board of Governors provides authority for the actions of Royal Roads University, as detailed in the *Royal Roads University Act*, including the exercise of appropriate duties and powers specified in the *University Act* of British Columbia. Such duties and powers include the management, administration and control of the property, revenue, business and affairs of the university, except those duties and powers delegated to the President.

In establishing Royal Roads University through separate legislation, the Province of British Columbia created a unique university, one that offers programs solely in the applied and professional fields. Rather than the bicameral governance structure typical of traditional universities, with separate decision-making streams for administrative and academic governance matters and with a chair as the head of the board and a chancellor as the head of convocation, the government constituted Royal Roads University with unicameral governance. At Royal Roads, the Board essentially carries the responsibilities of a traditional university board and senate together (apart from those responsibilities specifically assigned to the President under the *Act*). To emphasize this, the *Royal Roads University Act* combines the two positions in one, clearly stating that “The chair of the board is the chancellor of the university.” (S.11(1)).

Also unique to Royal Roads as a B.C. university is its ability to appoint two governors itself.

The Chair of the Board of Governors, who is also the Chancellor, stewards the Board through its activities, encourages reflective discussion on issues within the purview of the Board, and facilitates decisions and outcomes that ensure the ongoing success, independence, positive reputation and distinct culture of the University. The Chair ensures that decisions and outcomes are consistent with the *Royal Roads University Act*, and that the University remains aligned with the core purpose of offering programs solely in the applied and professional fields. The Chair, on behalf of the Board, manages the relationship with the President.

The Chancellor is the Chair of the Convocation, and is responsible for conferring degrees and awarding diplomas and certificates granted by the University.

The position is a voluntary one of significant public service and prestige.

Primary Position Outcomes

Duties of the Chair:

Board Leadership and Management:

- Leads the Board in guiding and monitoring the strategic direction of the University and in providing executive oversight;
- Manages the affairs of the Board, ensuring that it is properly organized, functions effectively, and discharges its responsibilities appropriately;
- Presides over meetings of the Board, and sets meeting dates and agendas in conjunction with the President and Board Secretary;
- Encourages active dialogue and participation among Governors;
- Takes a leadership role in Board development and team-building activities;
- Participates in the orientation of new Governors;
- Recommends committee members and committee chairs to the Board;
- Participates as an *ex officio* member on all committees;
- Works with the Board Secretary to ensure effective administration of the Board;
- Authorizes documents and reports, and enters into agreements as required;
- Ensures an appropriate level of interaction between the Board and management; and
- Leads the search committee for a new President and renewal of the President's contract.

Liaison with the President:

- Acts as the primary liaison between the Board and the President, including the provision of coaching, counseling and feedback; and responding to the President's self-assessment.
- Supports the President in achieving his or her efforts to advance the University's mission, goals and core purpose; and
- Works closely with the President to ensure that strategies, plans and accountabilities are appropriately presented to the Board.

Duties of the Chancellor:

- Chair of the Convocation;
- Confers degrees granted by the University;
- Awards diplomas and certificates granted by the University;
- In consultation with the Board of Governors and the President, acts as champion for the university; and
- Such other duties as required.

Other Duties of the Chair and Chancellor:

- Actively participates in fundraising activities;
- Attends functions and events as appropriate;
- Acts as the spokesperson for the Board and as a spokesperson for the University as appropriate; and
- Such other duties as determined by the Board.

Determining the Chair:

The Chair of the Board of Governors shall be elected by the Governors from amongst the Governors appointed by the Lieutenant Governor in Council for a term of up to three years, or until a successor is elected. The Chair may be re-elected for a second term, but may not hold office for more than six consecutive years.

The Chair may be removed from office by a resolution of the Board of Governors.

Qualifications & Competencies

- Relevant experience in a leadership position;
- Previous experience on a Board, preferably in an executive capacity;
- An understanding of and appreciation for the distinct roles of the Board and management;
- Demonstrated ability to positively influence exchanges between various stakeholders;
- Previous affiliation with Royal Roads University (alumni, former cadet, donor, former employee), and/or background in an education environment at a university level;
- Professional background that relates to one of the Schools at the University;
- Proven record of achieving community and philanthropic support, and a willingness to provide leadership in fundraising activities as appropriate;
- Excellent verbal communication skills; and
- Ability to commit the time and energy to the work of the Board and regularly liaising with the President.

Time Commitment

Board meetings

- Currently, the Board meets face-to-face five times a year, normally for a full day.
- Additional conference call meetings may be called from time to time, including one such standing meeting in May to consider the Audited Financial Statements.
- The Board's practice is to schedule a one-day retreat once during the year.
- Some preparatory work is required to approve draft agendas, etc.

Board Committees

- The Chair and Chancellor is an *ex officio* member of all Board committees. Currently, the Board has four committees: Finance and Audit Committee; Governance and Nominating Committee; Program and Research Council; and Standing Committee on Appeals.
- Normally, each committee meets four to six times per year; supernumerary meetings may be called.

Convocation

- Currently, the University convenes four Convocation ceremonies each year, two on one day in the spring and two on one day in the fall. The Chancellor presides over all of these.

President

- The Chair and Chancellor should be available for regular meetings with the President (in person and by phone), in order to keep apprised of developing issues, and to serve as a sounding board and provide advice to the President. The Chair and the President shall determine an appropriate meeting schedule.

Other

- The presence of the Chair and Chancellor is required at various other events, such as the University's long service celebration, various fundraising events, Convocation dinner to honour the Board's award recipients, etc. Some of these are regular events; others present themselves from time to time.
- The President calls on the Chair and Chancellor from time to time to help make representation to government on University matters.

Remuneration

Governors serve in a voluntary capacity, without remuneration. However, expenses for travel, sustenance, and accommodation on University business are recognized at University-approved rates.

Approvals

First approved: 01 September 2009

29 June 2012

28 September 2012

24 June 2016

22 June 2018