



STATEMENT OF DUTIES AND RESPONSIBILITIES

Members of the Board of Governors

INTRODUCTION

Quest University Canada (“Quest”) is a private, non-profit, post-secondary institution established by and under the Sea-to-Sky University Act (“Act”). The Act establishes a board of governors (“Board”) and provides for the Board to exercise the powers and duties of Quest.

DUTIES AND RESPONSIBILITIES OF THE BOARD AS A WHOLE

Pursuant to the Act, the Board has the legislative authority and obligation for the management, administration and control of the property, revenue, business affairs and academic governance of Quest.

The Board’s responsibilities include but are not limited to the following:

- Appoint the President, set goals jointly with the President and support and monitor the President’s performance in pursuit of those goals;
- Provide stewardship and to ensure that the University’s actions support the University’s objectives;
- Participate in setting the mission and strategic plan of the University and to focus on the strategic plan once formulated;
- Protect and defend the University’s autonomy;
- Act prudently, to ensure the University’s future;
- Understand the University, its mission, its strategic plan and its culture, and explain them to the external community;
- Advocate on behalf of the University;
- Identify risks and internal controls and oversee the University’s internal audit function;
- Receive, analyse and approve, with or without modification, the budgets for operational and capital expenditures;
- Maintain the University’s real property and other assets;
- Ensure that the University is well managed and accountable;
- Oversee the University’s compliance with legal, statutory and regulatory requirements;
- Review and approve all University policies;

- Make provisions for the sound management of the University, including ensuring adequate resources and financial solvency;
- Undertake succession planning for the University and for the Board;
- Annually assess its own performance, as a Board, against objectives; and
- Support fundraising campaigns in which the University is engaged.

DUTIES AND RESPONSIBILITIES OF EACH MEMBER OF THE BOARD

Each member of the Board of Governors (“Governor”) is responsible for contributing to the Board’s efforts to fulfill its role in a manner that enables Quest University Canada to fulfill its mission and to serve, to the fullest possible extent, current and future generations.

All Governors are required to:

- (a) support the mission of the University;
- (b) help to enhance the public image of the University and the Board;
- (c) support, strengthen and sustain the President and the senior administration of the University;
- (d) carry out their functions with honesty, integrity, good faith, and the prudence of a reasonable individual;
- (e) exercise care, diligence, skill, critical powers and independent judgement in the oversight of the University as an active, energetic, and probing member of the Board of Governors;
- (f) maintain a proper distinction between the Board’s role in setting direction and overseeing policy, and the role of the administration in the implementation of policy and management of the institution;
- (g) communicate promptly to the Board Chair or the President, as appropriate and for resolution by them, any significant concern or complaint;
- (h) act in the best interests of the University and to place loyalty to the entire University above loyalty to any part of it, or constituency within it;
- (i) seek to be fully informed about the University and its role in the province and in higher education and to help the University to be responsive to the changing environments which affect it;
- (j) be prepared for, attend and to participate in Board meetings;
- (k) maintain confidentiality of Board deliberations and of documents considered in Board meetings;
- (l) foster openness and trust among the members of the Board, the administration, the faculty, the staff, the students, and the public;

- (m) understand the ethical responsibilities incumbent upon a member of the Board, abide by the Conflict of Interest Policy and declare a conflict of interest whenever such conflict arises;
- (n) maintain respect and appropriate restraint in all interactions with members and officers of the Board;
- (o) serve on at least one standing Committee of the Board; and
- (p) contribute annually to the University.