

# SAULT COLLEGE STUDENTS' UNION INCORPORATED

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Policy  
Manual

# Introduction to Policy Package

## How to use these policies

These policies have been created by and adopted by the Board. A policy is a value or perspective. There are four categories as follows:

### **Governance Process and Board-Management Delegation**

- These two (2) of the categories (Governance Process and Board-Management Delegation) are rules for the board's own performance and behaviour
- The board will regularly judge and evaluate its own performance against the above-noted 2 categories of policies

### **Ends and Executive Limitations**

- The other 2 the categories (Ends and Executive Limitations) are the board's instructions to the staff/organization, through the President
- The board will judge and evaluate (over the course of a one year period) the President's performance against the above-noted 2 categories of policies
- The performance expectations in the Ends and Executive Limitations policies are equivalent to organizational performance

### **Policy Design**

- The policies are layered, i.e. the first policy in each of the four categories (Ends #1, GP#1, EL#1, BMD#1) is the most broad statement
- As the board goes into the second layer of policies, the board is further explaining/interpreting its instruction
- The benefit of this policy design is that the first policy layer covers all possible topics or issues, even if a particular issue is not specifically addressed at the second level

### **Use of these Policies**

- All board members must know all of these policies by heart because when working on any particular issue, the board will usually need to refer to more than one of the attached policies
- It is crucial to good governance that all board members be very familiar with all of these policies!!

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## Ends Policy

### Level #1

The Sault College Students' Union exists so that students can succeed.  
This benefit is to be achieved in a manner that represents good value for students' dues.

### Level #2

Accordingly, in order of priority, students will receive the following benefits:

2.1 Students will be represented

2.2 Students will be supported

2.3 Students will feel welcome and a sense of belonging (students will be able to interact in a safe, relaxed, warm and welcoming social atmosphere)

2.4 Students will be able to participate in campus life

2.5 Students will have the information that they need

2.6 Students will have fun and enjoyment

2.7 Students will have skills and experience

# Board Management Delegation

## Global Board Management Delegation

The board's sole official connection to the operational organization, its achievements, and conduct will be through a Chief Executive Officer, titled the President.

## Unity of Control

Only officially passed motions of the board are binding on the President.

1. Decisions or instructions of individual board members, officers, or committees are not binding on the President except in rare instances when the Board has specifically authorized such exercise of authority.
2. In the case of board members or committees requesting information or assistance without board authorization, the President can refuse such requests that require, in the President's opinion, a material amount of staff time or funds, or are disruptive.

### Accountability of the President

The President is the board's only link to operational achievements and conduct, so that all authority and accountability of staff, as far as the board is concerned, is considered the authority and accountability of the President.

1. The board shall never give instructions to persons who report directly or indirectly to the President.
2. The board shall not evaluate, either formally or informally, any staff other than the President.
3. The board shall view President's performance as identical to organizational performance, so that organizational accomplishment of board-stated Ends and compliance with board-stated Executive Limitations will be viewed as successful President Performance.

## Delegation to the President

The board will instruct the President through written policies that:

- a. Prescribe the organizational Ends to be achieved and
  - b. Describe organizational situations and actions to be avoided (Executive Limitations) allowing the President to use any reasonable interpretation of these policies.
1. Ends Policies: The board will develop policies instructing the President to achieve certain results, for specified recipients, at certain worth or cost. These policies, called Ends, will be developed systematically from the broadest, most general level to more defined levels. All issues that are not ends issues as defined here are means issues. Ends policies answer the following 3 questions about what the organization will produce: "What Good? For Whom? And At What Cost?"
  2. Executive Limitations Policies: The board will develop policies that limit the latitude that the President may exercise in choosing the organizational means. These limiting policies will describe those practices, activities, decisions and circumstances that would be unacceptable to the board even if they were to be effective. The board will never prescribe organizational means delegated to the President. Therefore all means are considered pre-approved by the board unless explicitly prohibited in the Executive Limitations policies.
  3. The highest level policy in any category is not necessarily limited to the sum of the subsidiary levels of that policy.
    - 3.1 Below the global (highest) level, the aggregate of limitations on any given level may embrace the scope of the foregoing level, but only if justified by the President to the board's satisfaction.
  4. As long as the President uses any reasonable interpretation of the board's Ends and Executive Limitations policies, the President is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities. Such decisions of the President shall have full force and authority as if decided by the board.
  5. The board may change its Ends and Executive Limitations policies, thereby shifting the boundary between board and President Domains. By so doing, the board changes the latitude of choice given to the President. But so long as any particular delegation (policy) is in place, the board and its members will respect and support the President's choices.

## Monitoring Executive Performance

Systematic and rigorous monitoring of the President's job performance will be solely against the only expected job products:

- a. Organizational accomplishment of the board's Ends policies, and
- b. Organizational operation within the boundaries established in board policies on Executive Limitations.

1. Monitoring is simply to determine the degree to which board policies are being met. Information that does not do this will not be considered to be monitoring data.
2. The board will acquire monitoring information by one or more of three methods:
  - a. by INTERNAL REPORT: in which the President discloses interpretations and compliance information to the board,
  - b. by EXTERNAL REPORT: in which an external, independent 3rd party selected by the board assesses compliance with the President's interpretation of board policies,
  - c. By BOARD DIRECT INSPECTION: in which a designated board member or members of the board assess compliance with the President's interpretation of the appropriate policy criteria.
3. In every case, the board will judge:
  - a. The reasonableness of the President's interpretation, and
  - b. Whether data demonstrates accomplishment of the interpretation (regarding Ends) or compliance with the interpretation (regarding Executive Limitations).
4. The standard for compliance shall be any reasonable President interpretation of the board policy being monitored. The board is the final arbiter of reasonableness, but will always judge with a "reasonable person" test rather than with interpretations favoured by board members or by the board as a whole.
5. The board can monitor organizational compliance with any policy at any time by any of the above 3 methods.
6. The board will determine the frequency and method of monitoring the policies that instruct the President (Ends and Executive Limitations) and will normally use a routine schedule, as follows:

Policy	Frequency (per year)	Method (see below)
Ends	1	IR
EL #1 Global Executive Constraint	1	IR
EL #2a Treatment of Students	1	IR
EL #2b Treatment of Staff	1	IR
EL #2c Compensation and Benefits	1	IR
EL #2d Financial Condition and Activities	4	IR
	1	ER
	2	BDI
EL #2e Financial Planning and Budgeting	1 (or more)	IR
EL #2f Asset Protection	1	IR
EL #2g Communication and Support to the Board	1	IR
	1	BDI
EL #2h Emergency Executive Succession	1 (or more)	IR
Methods: IR = Internal President Report; ER = External Report; BDI = Board Directed Inspection		

## **Executive Limitations**

### Global Executive Constraint

The President shall not cause or allow any organizational practice, activity, decision or circumstance, which is:

- I. Unlawful,
- II. Imprudent, or
- III. In violation of commonly accepted business and professional ethics.

## Treatment of Members

With respect to interactions with members, the President shall not cause or allow conditions, procedures, or decisions which are unsafe, untimely, disrespectful or unnecessarily intrusive.

The President will not:

1. Elicit information for which there is no clear necessity.
2. Use methods of collecting, reviewing, transmitting, or storing member information that fail to protect against improper access to the material.
3. Operate facilities without appropriate accessibility and privacy.
4. Allow Members to be unaware of what may be expected and what may not be expected from the service offered.
5. Allow Members to be unaware of this policy or a way to be heard for persons who believe that they have not been accorded a reasonable interpretation of their rights under this policy.

## Treatment of Staff

With respect to treatment of paid and volunteer staff, the President shall not cause or allow conditions, which are unfair, undignified, demeaning, harassing, distressing, disorganized or unclear.

The President will not:

1. Operate without written personnel procedures that:
  - a. Clarify rules expectations, roles and responsibilities for staff,
  - b. Provide for effective handling of complaints and
  - c. Protect against wrongful conditions (e.g. nepotism and grossly preferential treatment for personal reasons.)
2. Promise or imply guaranteed employment.
3. Retaliate against an employee for non-disruptive expression of dissent, or for reporting to management or to the Board of Directors (per the grievance procedure in the human resources manual) acts or omissions by staff, management or the Board of Directors that the employee believes, in good faith and based on credible information, constitutes a violation of provincial or federal law or a governing policy of the Board.
4. Allow staff to be unprepared to deal with emergency situations.
5. Allow staff to be unfamiliar with the President's interpretations of their protections under this policy.

## Compensation and Benefits

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the President shall not cause or allow jeopardy to fiscal integrity or public image.

The President will not:

1. Change the President's or the Vice Presidents' compensation and benefits, except as those benefits are consistent with a package for all other employees.
2. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
3. Create obligations over a longer term than revenue can be reasonably projected.

### Financial Condition and Activities

With respect to the actual, ongoing financial condition and activities, the President shall not cause or allow the development of:

- a) Fiscal jeopardy or
- b) A material deviation of actual expenditures from board priorities established in Ends policies.

The President will not:

1. Expend more funds than have been received in the fiscal year to date unless the board's debt guideline (point #2 below) is met.
2. Incur debt in an amount greater than can be repaid by certain and otherwise unencumbered revenues within 120 days.
3. Use any restricted reserves.
4. Conduct inter-fund shifting in amounts greater than can be restored to a condition of discrete fund balances within 30 days.
5. Allow payroll or debts to be handled in an untimely manner.
6. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
7. Make a single purchase or commitment of greater than \$10,000. Splitting orders to avoid this limit is not acceptable.
8. Acquire, encumber or dispose of real estate.
9. Operate without having established clear signing authorities and limits.

## Financial Planning and Budgeting

The President shall not cause or allow financial planning for any fiscal year or the remaining part of any fiscal year to:

- I. deviate materially from board Ends priorities,
- II. risk financial jeopardy or
- III. Fail to be derived from a multi-year plan.

The President will not allow budgeting to:

1. Risk incurring those situations or conditions described as unacceptable in the Executive Limitations policy entitled "Financial Condition & Activities".
2. Omit:
  - a) Credible projection of revenues and expenses
  - b) Separation of capital and operational items.
  - c) Cash flow analysis, and
  - d) Disclosure of planning assumptions
3. Provide less than what is prescribed for board prerogatives during the year than is set forth in the Governance Investment policy (GP #2i).

### Asset Protection

The President shall not allow corporate assets to be unprotected, inadequately maintained or unnecessarily risked.

The President will not:

1. Allow the organization, board members, staff and volunteers to be uninsured against theft, fire and casualty losses to a prudent replacement value and against liability losses.
2. Subject facilities and equipment to improper wear and tear or insufficient maintenance.
3. Receive process or disburse funds under controls that are insufficient to meet the board-appointed auditor's standards.
4. Make any purchase:
  - a. Wherein normally prudent protection has not been given against conflict of interest;
  - b. Of more than \$2,500.00 without having obtained comparative prices and quality;
  - c. Of over \$10,000.00 without a stringent method of assuring the balance of long-term quality and cost. Orders shall not be split to avoid these criteria.
5. Allow intellectual property, information or files to be exposed to loss, improper access or significant damage, or operate without maintaining records in accordance with a records retention schedule approved by legal counsel.
6. Invest or hold operating capital in insecure instruments, including uninsured chequing accounts and bonds of less than R-3 rating, or in non-interest bearing accounts except where necessary to facilitate ease in operational transactions.
7. Endanger the organization's public image, credibility, or its ability to accomplish Ends. This includes posting, advertising, raffles, fundraising, elections, affiliations with external organizations
8. Change the organization's name or substantially alter its identity in the community.
9. Endanger the Organization's public image, or credibility.
10. Change any student or ancillary fees.
11. Make any changes to the Health Plan contract
12. Enter into any major contracts with the College or other external partners, other than is necessary in the normal course of operating the business of the Student Union.

### Communication and Support to the Board

The President shall not permit the board to be uninformed or unsupported in its work. The President will not:

1. Neglect to submit monitoring data required by the board according to its policy "Monitoring President Performance" in a timely, accurate and understandable fashion, directly addressing provisions of the board policies being monitored, and including the President's interpretations consistent with the "Delegation to the President" policy, as well as relevant data.
2. Let the board be unaware of any significant incidental information including anticipated adverse media coverage, threatened or pending lawsuits, and material external and internal changes.
3. Allow the Board to be unaware of changes to, or creation of strategic projects or practices that may have a long term impact on the Student Union.
4. Allow the board to be unaware that, in the President's opinion, the board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of board behaviour, which is detrimental to the work relationship between the board and President.
5. Allow the board to be without decision information required periodically by the board or let the board be unaware of relevant trends.
6. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
7. Allow the board to be without a workable mechanism for official board, officer or committee communications.
8. Favour or privilege certain board members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the board.
9. Allow the board to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations policy of the board regardless of the board's monitoring schedule.

## Executive Succession

### Emergency Executive Succession

1. In order to protect the board from the sudden loss of President Services, the President shall not permit there to be fewer than 2 executives sufficiently familiar with board and President issues and procedures to enable either to take over with reasonable proficiency as an interim successor.

### Anticipated Interruption in Service

2. In order to protect the Board when the President takes an expected or planned leave of absence (LOA), whether short term or long term, full or partial, the President shall not allow the Board to be:
  - a. Unaware of the LOA in advance of the leave;
  - b. Unfamiliar with the President's reason for the LOA, including any conflicts of interest;
  - c. Unaware of the President's interpretations to mitigate or avoid the conflicts of interest, and minimize interruptions in service with proficiency including the naming of an interim or partial President and CEO.

## Social Media

The president shall ensure all executives, directors, staff and volunteers of SCSU are aware of their responsibilities when representing themselves and SCSU on social media. The following will be communicated to anyone associated with SCSU who may from time to time be viewed as representing SCSU in media/social media:

1. Anyone who may be directly or indirectly viewed as representing or being associated the SCSU shall express their opinion in a neutral way to ensure the organization is always seen as an intentionally inviting organization without prejudice or discrimination.
2. When individuals express their personal views or opinions in a social media forum where it may be viewed as that opinion is one of SCSU, a disclaimer should always be used expressing that the opinions are that of the individual only and do not represent those of the SCSU.
3. Use of the SCSU logo and all associated logos representing SCSU business lines is prohibited on any personal social media, website, blog etc. unless approved by the SCSU executive board or the media source is an approved SCSU marketing/information avenue.
4. While Social Media use is encouraged to communicate to the membership and inform individuals about the activities of the SCSU, it should not be the predominant activity undertaken by any executive, director or staff member while performing SCSU business.
5. All SCSU related social media activity should be discussed with the person you report to.
6. Privacy must be maintained and respected at all times. Personal information, scheduling and location information or contact information of an individual must not be shared unless the information is readily available and published by the SCSU (i.e. – office hours, cell phone number of those individuals receiving cell phone reimbursement, etc.)
7. When communicating with anyone under the age of 18 the following should be observed:
  - a. All communication must be transparent, open and appropriate at all times
  - b. The primary purpose of communicating with an individual under the age of 18 must be only to provide information on SCSU activities, events or services.
8. Any criminal activity witnessed on social media, particularly that which involve minors, must be reported to authorities.

# Governance Process

## Global Governance Process

The purpose of the board is to:

1. Represent the interests of the student members. The board will proactively pursue input from students-as-owners of the SCSU, not waiting for input to be initiated by students.
2. Determine the benefits that the organization will provide, keeping a long term, strategic perspective (the Ends policies) and
3. Ensure that the operating organization accomplishes what it should (described in the Ends policies) in ways that the Board determines are acceptable (described in the Executive Limitations policies).

## Governing Style

The board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on:

- a. outward vision rather than an internal preoccupation,
  - b. encouragement of diversity in viewpoints,
  - c. strategic leadership more than administrative detail,
  - d. clear distinction of board and chief executive roles,
  - e. collective rather than individual decisions,
  - f. future rather than past or present and
  - g. proactivity rather than reactivity.
1. The board will cultivate a sense of group responsibility. The board, not the staff, will be responsible for excellence in governing. The board will normally be the initiator of policy, not merely a reactor to staff initiatives. The board will not use the expertise of individual members to substitute for the judgment of the board although the expertise of individual members may be used to enhance the understanding of the board as a body.
  2. The board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the board's values and perspectives. . The board's major policy focus will be on the intended long-term effects outside the staff organization, not on the administrative or programmatic means of attaining those effects.
  3. The board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy-making principles, respect of roles, and ensuring continuance of governance capability. Although the board can change its governance process policies at any time, it will scrupulously observe those currently in force.
  4. Continual board development will include orientation of new members in the board's governance process and periodic board discussion of process improvement.
  5. The board will monitor and discuss the board's process and performance at each meeting. Self-monitoring will include comparison of board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.
  6. The board will allow no officer, individual or committee of the board to hinder or be an excuse for not fulfilling group obligations.

## Board Job Description

Specific job outputs of the board, as an informed agent of the ownership, are those that ensure appropriate organizational performance.

Accordingly, the board will:

1. Create the communication linkage between the Board and the membership (students-as-owners) of SCSU.
2. Create written governing policies that realistically address the broadest level of all organizational decisions and situations.
  - a. Ends: Benefits for members of SCSU and their relative worth in cost or priority.
  - b. Executive Limitations: Constraints on the President's authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
  - c. Governance Process: Specification of how the board conceives carries out and monitors its own task.
  - d. Board-Management Delegation: How power is delegated and its proper use monitored; the President role, authority and accountability.
3. Assure the ownership of successful organizational performance on Ends and Executive Limitations.
4. Make decisions not delegated to the President, including determining the President's and the Vice Presidents' remuneration, and conducting the President's and Executive Director's annual performance appraisal.

## Board Members' Code of Conduct

The board commits itself and its members to ethical, businesslike and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

1. Members must have loyalty to the ownership, unconflicted by loyalties to staff, other organizations, and any personal interest as a consumer.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
  - a. There must be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being a conflict.
  - b. When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote, but also from the deliberation
  - c. Board members will not use their positions to obtain employment in the organization for themselves, family members or close associates. A board member who applies for employment must first resign from the board.
3. Board members may not attempt to exercise individual authority over the organization.
  - a. Members' interaction with the President or with staff must recognize the lack of authority vested in individuals except when explicitly board-authorized.
  - b. Members' interaction with public, press or other entities must recognize the same limitation and the inability of any board member to speak for the board except explicitly stated board decisions.
  - c. Except for participation in board deliberation about whether the President has achieved any reasonable interpretation of board policy, members will not express individual judgments of performance of employees or the President.
4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
5. Members will be properly prepared for board deliberation.
6. Members will support the legitimacy and authority of the final determination of the board on any matter, irrespective of the members' personal position on the issue.
7. A member is considered to have resigned if he/she is absent from 2 consecutive meetings or 4 meetings in a year.

### Chief Governance Officer's Role (Board Chair)

The chief governance officer (CGO), also known as the Board Chair, is a specially empowered member of the board. The purpose of the Board Chair is to assure the integrity of the board's process and secondarily to represent the board to outside parties.

1. The expected outcome of the CGO's job is that the board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
  - a. Meeting discussion content will ordinarily only be those issues, which, according to board policy, clearly belong to the board to decide or to monitor.
  - b. Deliberation will be fair, open, and thorough, but also timely, orderly and kept to the point.
  - c. Information that is for neither monitoring performance nor board decisions will be avoided or minimized and always noted as such.
  
2. The authority of the CGO consists in making decisions that fall within the topics covered by board policies on Governance Process and Board-Management Delegation, with the exception of (a) employment or termination of the President, or (b) where the board specifically delegates portions of this authority to others. The CGO is authorized to use any reasonable interpretation of the provisions in these policies.
  - a. the CGO is empowered to chair board meetings with all the commonly accepted power of that position (e.g. ruling, recognizing).
  - b. the CGO has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the Chief Governance Officer has no authority to supervise or direct the President.
  - c. the CGO may represent the board to outside parties in announcing board-stated positions and in stating CGO decisions and interpretations within the areas delegated to him or her.
  - d. the CGO may delegate this authority, but will remain accountable for its use.

## Board Secretary's Role

The board secretary is an officer of the board whose purpose is to ensure the integrity of the board's documents. Therefore the secretary has the responsibility to ensure that the Board's documents accurately reflect the decisions of the Board and are provided to the Board in a timely manner.

1. The assigned result of the secretary's job is to ensure that all board documents and filings are accurate and timely. The Board's documents include: letters of incorporation, bylaws, board minutes, monitoring reports (including audit report and budget), board attendance records and board committee minutes.
2. It is part of the secretary's responsibilities to spend a minimum of two (2) hours a week assisting the Executive Director with duties such as; verification of cheques, verification of payroll, and end of year budget planning.

The Board expects the following:

1. That board members will have board binders at each board meeting that are up-to-date and accurate.
2. That updates of any and all documents will be distributed before each board meeting
3. That Board meeting minutes will be handled as follows:
  - a. Minutes will be taken at all official board meetings
  - b. Proceedings will be taped and transcribed
  - c. Minutes will be sent to the entire board for review and feedback
  - d. Approved minutes will be signed by the Board Chair and Board Secretary
  - e. Approved minutes will be sent to all board members for their records
  - f. Signed minutes will be placed in the official board file and available for the auditor's review

The board will ensure that it regularly reviews and clarifies its expectations (format, level of detail, timeliness, etc.) for the preparation of board documents (policies, minutes, etc.) and communicates this to the Board Secretary

3. The authority of the secretary is access to and control over board documents, and the use of staff time not to exceed 36 hours per year.

## Board Committee Principles

Board committees, when used, will be assigned to help the board do its job, to reinforce the wholeness of the board's job and so as never to interfere with delegation from board to President.

1. Board committees are to help the board do its job, not to help or advise the staff. Committees ordinarily will assist the board by preparing policy alternatives and implications for board deliberation. In keeping with the board's broader focus, board committees will normally not have direct dealings with current staff operations.
2. Board committees may not speak or act for the board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the President.
3. Board committees cannot exercise authority over staff. The President works for the full board, and will therefore not be required to obtain approval of a board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a board committee, which has helped the board create policy on some topic, will not be used to monitor organizational performance on that same subject. The board retains responsibility and authority to monitor organizational performance on the same subject.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group that is formed by board action whether or not it is called a committee and regardless of whether the group includes board members. It does not apply to committees formed under the authority of the President.

### Board Committee Structure

A committee is a board committee only if its existence and charge come from the board, regardless whether board members sit on the committee. The only board committees are those which are set forth in this policy. Unless otherwise stated, a committee ceases to exist as soon as its task is complete. Timely reporting to the Board shall be by submission of a written report, following each meeting, with appropriate verbal comment by the Committee chair.

## Annual Planning

To accomplish its job with a governance style consistent with board policies, the board will follow an annual agenda that:

- a. Completes a re-exploration of Ends policies annually; and
  - b. Continually improves board performance through board education and enriched input and deliberation.
1. The cycle will conclude each year on the last day of February so that administrative planning and budgeting can be based on accomplishing a one-year segment of the most recent statement of long term Ends.
  2. The cycle will start with the board's development of its agenda for the next year.
    - a. Consultations with selected groups in the ownership or other methods of gaining ownership input will be determined and arranged in the 1st quarter, to be held during the balance of the year
    - b. Governance education and education related to Ends determination (e.g. presentations by futurists, demographers, advocacy groups, staff and so on) will be arranged in the 1st quarter, to be held during the balance of the year.
    - c. A board member may recommend or request an item for board discussion by submitting the item to the Chief Governance Officer no later than 5 days before the board meeting.
  3. President remuneration will be decided during the month of April after a review of monitoring reports received in the previous year.
  4. President monitoring will be on the agenda if reports have been received since the previous meeting, if monitoring reports are expected to be presented according to the board's calendar, if plans must be made for direct inspection monitoring, or if arrangement for third-party monitoring must be prepared.

## Governance Investment

The board will invest in its governance capacity since poor governance costs more than learning to govern well.

1. Board skills, methods, and supports will be sufficient to ensure governing with excellence. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.
  - a. Training and retraining will be used liberally to orient new board members and candidates for board membership, as well as to maintain and increase existing board member skills and understandings.
  - b. Outside monitoring assistance will be arranged so that the board can exercise confident control over organizational performance. This includes but is not limited to financial audit.
  - c. Outreach mechanisms will be used as needed to ensure the board's ability to listen to owner viewpoints and values.
  - d. Administrative costs of operating the Board, e.g. Stationary supplies, website, meetings, etc.
2. The board will establish its cost of governance budget for the next fiscal year during the month of March

## Remuneration Policy – Board of Director

This policy indicates the guidelines for payment of honoraria to the SCSU Board of Directors. Deductions to the honoraria are subject to the Deductions Policy and the Honoraria Sub-Committee.

1. For the months of September, October, November, February, March and April, honoraria monthly maximum amount is as follows:
  - a. \$200.00/month
  - b. 8 hours – office
  - c. 4 hours – events
  - d. attend all BOD meetings
  
2. For the months of December and January, honoraria monthly maximum amount is as follows:
  - a. \$200.00/month
  - b. 4 hours – office
  - c. 2 hours – events
  - d. attend all BOD meetings
  
3. For the months of May, June, July and August, honoraria monthly maximum amount is as follows:
  - a. \$50.00
  - b. Attend board meeting(s) either in person or via teleconference

### Deduction Policy

The following deductions to the honoraria may be applied per offence at the discretion of the Honoraria Sub-Committee. If a Board of Director is absent without notifying the appropriate Professional Staff, the Board of Director will not be considered for remuneration this absence.

1. \$16.00 per office or event hour missed
2. \$25.00 per missed board meeting
3. \$50.00 for summer meetings not attended either in person or by teleconference
4. Half of one month honorarium per mandatory board development event such as Orientation Day, Transition Day, Conferences

### Honoraria Sub-Committee

The purpose of the Honoraria Sub-Committee is the monthly review of Honoraria Forms submitted by the Board of Directors and to make recommendations regarding payment based on performance of monthly duties.

- a. The Honoraria Sub-Committee shall consist of the President, Executive Director, Program Manager and a member of the Board of Directors.
- b. A monthly Honoraria Form shall be completed and submitted by each board member to the Honoraria Sub-Committee by the 6<sup>th</sup> day of each month for the previous month.
- c. Honoraria Forms submitted later than this date may not be considered until the following pay period.
- d. The amount allotted shall not exceed that in the Remuneration Policy of the Board of Directors Policy Manual.
- e. In the event that the recommendation of the Sub-Committee does not meet with the approval of the Board of Directors, the matter of the honorarium in questions shall be returned to the Sub-Committee for further investigation and subsequent recommendation at the next Board Meeting.
- f. Decisions of the Sub-Committee, on recommendations to the Board, must be reached by consensus.

### Remuneration Policy – President

Since the President is the Chief Executive Officer of the corporation, they receive a remuneration package as follows:

The time commitment of the President will be:

- a. thirty five thirty (35) hours per week
- b. Minimum of twenty (20) regularly scheduled consistent hours during SCSU operating hours.
- c. Remaining fifteen (15) hours shall be viewed as flexible time, however these hours should be worked during regular operating hours as often as possible.
- d. When a meeting is planned after regular operating hours, the time can be taken outside of the 20 scheduled office hours.

The compensation of the President will be \$7.00 above minimum wage starting May 1, 2023 fiscal year and thereafter. For a returning President at their second term, they will receive a 5% increase from the previous year rate of pay.

The president is a full-time staff member and is subject to staff benefits as per the Human Resource policy.

### Remuneration Policy – Vice-Presidents

As the Vice Presidents are operational employees, they receive a remuneration package as follows:

The time commitment for all Vice Presidents will be determined by the budget for each fiscal year approved the year prior. Vice Presidents compensation will be at a rate of \$2.00 above minimum wage effective May 1, 2023 fiscal year and thereafter.

In addition the Board must approve any changes in remuneration. All changes shall take effect the subsequent terms and never affect the current President and Vice Presidents

Note: See Motion # 01-23-2023-1, Motion # 01-23-2023-2 and Motion # 01-23-2023-3. BOD Minutes dated Monday, January 23, 2023.

### In Camera Meetings of the Board

In camera meetings will be conducted for the purpose of keeping out the general public or staff, not the President or Executive director, unless a board motion is passed to exclude either party.

Board discussion at in camera meetings will not be documented within the minutes of a meeting already in progress but may be recorded separately and forwarded to all present and kept in the board's official board binder in a sealed envelope identified as "In Camera Discussion".

Motions resulting from in camera discussions will be recorded in the body of the minutes of the meeting already in progress

### GPA Exception

It is the responsibility of the President and Executive Director to ensure that the GPA of each member of the Board and all Vice Presidents are checked at the beginning and/or end of each semester to ensure that the member is maintaining a GPA of 2.50, pursuant to the SCSU Policies. This process should be started as soon as practical following the release of final grades.

Should a member's GPA be less than 2.50, the member shall be notified by the Executive Director and President immediately. The member shall have five (5) business days to submit in writing a request for exception to the GPA standard. This application must be based on an undue hardship or disability that has disadvantaged the member in such a way as to prevent them from meeting the standard.

Upon receipt of the application, the Board shall meet and decide if the application should be accepted. The Board should complete this process within ten (10) days of the application being received. All Board deliberations on these matters must be confidential and in-camera, to completely assure the applicant of their privacy.

If satisfied that an undue hardship or disability warrant an exception, the Board shall grant exception to the standard and place the member on probation until the end of their term or the end of the semester, whichever is sooner.

The terms of probation shall be subject to the following:

1. The terms of the probation shall be set to specifically accommodate the circumstances of the individual. However, at a minimum, the probation must clearly state to the member that their next mid-term report must not reveal any unsatisfactory or failure grades.
2. Breach of a probation agreement of this kind will warrant the requirement of the resignation of the member, or removal from office.
3. A probation agreement must be signed by the Board member and the President.

## Elections

Annually, the SCSU will hold elections to fill nine (9) student elected positions, seven (7) Directors, one (1) Indigenous Student Union President and one (1) Sault College Board of Governors student representative. Other SCSU policies are used to fill or replace the remaining three (3) positions on the SCSU board, including the President, Vice President, Campus Connections and the Vice President, Student Life.

The Board Chair and Secretary are elected from within the board at the inaugural meeting of the board. The board will run a fair and impartial election process annually as per this policy. This policy is compliant with the Sault College Students' Union (SCSU) By-law #1.

1. Terms of Office:
  - a. The term of office for the Board of Directors, President and Vice Presidents shall be May 1st to April 30th.
  - b. All incoming Directors and Executives are required to attend all mandatory training sessions and meetings following their election/selection.
  - c. The term of office for the Board of Governors – Student Representative is a one year term and is eligible for re-election once. (Taken from Sault College Board of Governors – By-law No. 3)
2. Board's Role:
  - a. The board's involvement in the election will be to hire a Primary Electoral Officer (PEO) to act as a staff person and to adhere to dates as established by the board. This will eliminate any possible perception of board interference.
3. The board's responsibilities are:
  - a. To appoint a person who is not seeking re-election, to act as Primary Electoral Officer of the Corporation.
  - b. To remove and replace the PEO with a two-thirds (2/3) vote if the PEO fails to execute the duties contained within the elections process policy.
  - c. To not publicly endorse or denounce any potential director either collectively or as individuals.
  - d. Coordinate the opening and closing dates of the election process for the director positions
4. Primary Electoral Officer's Role:
  - a. The Primary Electoral Officer will be responsible for executing and monitoring the board's election process policy and reporting to the board on a regular basis.
5. The PEO's responsibilities are:
  - a. To become familiar with this policy and the relevant areas of the SCSU Procedure, Policy & Bylaws.
  - b. To act as the SCSU spokesperson regarding all election activity.
  - c. To make all disqualifications decisions after he/she investigates and collects any and all evidence regarding infractions or irregularities to this policy.
    - i. Evidence will be destroyed after all appeals are decided.
    - ii. All disqualification decisions will be copied to the board immediately
  - d. To make all necessary staffing and planning arrangements to run the elections.
  - e. To coordinate a means in which all candidates can contact and reach the students.
  - f. To accept, review and approve all nomination forms to ensure that all candidates meet the qualifying criteria as per SCSU By-law #1.
    - i. All nomination forms are to be treated as confidential and are not to be discussed or released prior to close of nominations.
    - ii. The PEO may appoint a designate to accept the nomination packages in the

PEO's absence. Only College Staff, SCSU staff and/or a member of the Corporation can act as a PEO designate & accept nomination packages.

- g. To use and have final interpretation rights for this particular policy. If the decision is appealed, the third-party, binding arbitrator will have final interpretation rights.
  - h. In the event of a pandemic, in which Sault College and Sault College Student's Union are in a lockdown, elections will be performed virtually. Adjustments to the Election Policy may be made by the PEO. These changes must continue to support SCSU Ends Policy and can only be in effect during the official declaration of a pandemic. The PEO will report all changes to the SCSU Board at the earliest possible time.
  - i. To inform the board of any decisions and/or circumstances that the PEO resided over through a regular report on the elections process at every board meeting.
  - j. Reporting shall commence with the first meeting after the person is appointed to the role of PEO until the board dissolves the role and all organizational obligations are pardoned.
  - k. The PEO will prepare a candidates package which will include:
    - i. Election schedule
    - ii. Board of Directors' Elections Process (Candidates Role)
    - iii. Job Description
    - iv. Campaign Rules
6. Candidate's Role:
- a. In order to run in the election as a candidate, a member of the corporation must meet specific criteria.
7. The candidate's responsibilities are:
- a. To be a member of the corporation as per SCSU Bylaw #1 Section 7.1, or the current President at the time of nomination.
  - b. To be eighteen (18) or more years of age and have the power to contract;
  - c. To maintain a minimum GPA of 2.5 in the prior and current semester.
  - d. Must attend a meeting with the PEO prior to the start of the campaigning period. Ideally this meeting will be an all-candidates meeting. The member is responsible for being fully aware of the PEO's interpretation of the elections process policy and other announcements, which occur at this meeting.
  - e. To adhere to the Board Members' Code of Conduct policy and not publicly endorse or denounce any returning or potential director.
  - f. The campaign workers of a candidate must adhere to the Board Members' Code of Conduct policy and not publicly denounce any returning or potential director.
8. Qualifications:
- a. The nomination process will open no later than the Second week of February and close fifteen (15) business days later at four thirty (4:30) pm.
  - b. Nomination packages will be made available at this time on campus.
  - c. Prior to the closing of the nomination process, candidates must submit all forms contained within the nomination package in complete to include:
    - i. Completed nomination forms will include signatures of eligible voters (members) as defined below:
      - 1. Board of Directors – twenty five (25) nominations
      - 2. President – fifty (50) nominations
      - 3. Vice Presidents (including ISU President) – twenty five (25) nominations
      - 4. Board of Governors – Student Representative – fifteen (15) nominations
- \*\*No more than twenty five percent (25%) of nominators can be from the same program
- ii. Consent to release information to a third party
  - iii. Personal Information & Contact form
  - iv. Platform/Disclosure

- d. The Executive Director and/or President and/or PEO will verify all candidates meet the specified qualifications before the candidates are contacted to confirm their eligibility.
9. General Election:
- a. In the general director election commencing no later than the first week of February, the SCSU Corporation will actively seek to fill seven (7) qualified director positions, one (1) Indigenous Student Union president and one (1) board of governors representative.
10. In the event that:
- a. Seven (7) or fewer qualified candidates complete the nomination package, they will be acclaimed and a by-election will take place.
  - b. More than seven (7) qualified candidates complete the nomination package; the board will execute the remainder of this election process policy.
11. Campaign Period:
- a. The campaign period along with the opening and closing of such will be announced by the PEO at the all-candidate's meeting.
  - b. The candidates will be allowed fourteen (14) days, not including study week or statutory holidays, to campaign on campus.
  - c. At least one all-candidates forum will be scheduled by the PEO.
    - i. Attendance by each candidate is to be confirmed with the PEO twenty-four (24) hours in advance.
  - d. Candidates seeking election must uphold and respect the colleges' human rights policy and abide by the student code of conduct. Failure to do so will result in immediate disqualifications.
  - e. Candidates must campaign independently and not collude to create a group campaign.
12. Campaign Materials
- a. Candidates are fully responsible for the operation and organizational products of their campaign, including all postings.
  - b. Candidates are allowed to use the following means of advertising for their campaigns.
    - i. Posters
      - 1. Posting material and regulations will be subject to Sault College policy as determined by the Facilities Management department annually.
      - 2. Posting regulations will be given to candidates in the nomination package.
      - 3. Posting must be completely removed by the candidate or their campaign party prior to Election Day.
      - 4. Posting materials must be submitted to the PEO for approval and printing and will be ready for the candidate within two (2) business days.
      - 5. Candidates have a limit of twenty five (25) posters that will be subsidized by SCSU; any poster printed over the limit will have to be paid for by the candidate.
    - ii. Elections Tab on the myscsu.ca website
      - 1. This will include a biography
      - 2. Photo if they chose
      - 3. Contact information for student inquiries
      - 4. All elections material will be uploaded by the SCSU staff with instruction from the PEO
  - c. Candidates may use no other form of advertising than stated in "b".
  - d. Candidates may utilize any social media other than that of which the PEO or SCSU Staff uploads to SCSU social media outlets. This includes:
    - 1. Facebook
    - 2. Twitter

3. Linked In
  4. You Tube
  5. Any other social media
  - e. SCSU swag is not allowed to be distributed by a candidate to promote their campaign
  - f. Candidates who do not follow these procedures will be given a warning, and if they continue they will be disqualified from the election.
13. Election Period:
- a. The election period, along with the opening and closing of voting will be announced by the PEO at the all-candidates meeting.
14. Accordingly the PEO shall:
- a. Notify each member of the corporation, using an updated mailing list, of relevant voting information including:
    - i. The dates, times and means to vote
    - ii. Names of the candidates seeking election, listed in alphabetical order of surname starting with "A" through "Z."
  - b. Use either a paper ballot or electronic ballot for voting. This is at the discretion of the PEO.
  - c. Paper Ballot Polls shall be opened on Election Day from ten (10:00) am to three (3:00) pm. An advance poll shall be held four to seven working days prior to the Election Day. The advance polls will be open from eleven (11:00) a.m. to two (2:00) p.m. Potential voters must provide a current student card.
  - d. Electronic Polls through a secure Sault College System such as the Portal shall be open for two (2) full business days (48 hours). No advance polls are required.
  - e. The PEO shall certify the final results of the election. Upon certification, the PEO shall announce the successful Directors to the members of the corporation through Social Media, posters or other college mediums.
15. Paper Ballots Vote Tally:
- a. The counting of votes shall be done at a time and place set by the PEO; a candidate and/or a representative of the candidate may be present at the counting. The first count of all valid ballots will be sorted by the PEO and counted by a scrutineer. A second scrutineer will verify a second count of valid ballots. For electronic votes, a scrutineer will be present for the recording of final votes.
  - b. In an event of a tie after the third count, the Board of Directors will cast the deciding vote.
  - c. Any candidate may request a recount. Such a request must be made in writing to the PEO within two (2) working days; the recount shall be held within four (4) working days of the request.
  - d. The number of ballots printed shall be recorded and a procedure established to audit all ballots.
  - e. In the event there is a request for a recount, all paper ballots will be secured and an official recount scheduled at the convenience of all candidates.
  - f. All paper ballots will be kept in trust for a period no less than one year from the Election Day.

16. Electronic Ballots Vote Tally:

- a. The recording of electronic votes shall be done at a time and place set by the PEO. A scrutineer will be present for the recording of the final votes.
- b. Information Technology department will keep the record of votes in trust for no less than one (1) year from Election Day.

17. By-elections

- a. In the event there is a vacancy for any Board of Directors position there must be a by-election. The vacancy must be announced by the Board of Directors, to the Membership, as soon as practical. Following being announced to the membership, nominations shall open the following working day, and close after fifteen (15) working days, nominees must meet all the requirements stated in SCSU By-law #1. A campaigning period of ten (10) working days will follow the nomination period. An election will be held the day after the end of the by-election campaign period.

18. Appeal Procedure:

- a. Appeals to any action or decision related to the nomination and/or election process shall be made in writing to the PEO, or his/her designate.
- b. The Director of Student Services may be used as a third party mediator with any appeals.

19. Selection Process

- a. Candidates for the Executive Board positions (except ISU President) must return their nomination packages in accordance with the timelines outlined in this policy.
- b. Candidate's eligibility will be verified by the PEO and will be scheduled for an interview by a panel consisting of the SCSU Executive Director and current members of the SCSU Board of Directors (for VP CC, VP SL and President).
- c. Candidates will be asked a series of questions related to the position applied for. Responses will be scored on a predetermined set of criteria.
- d. Board of Directors sitting on the interview panel will be required to declare conflicts of interest prior to the close of the nominations period. Any presumed conflict of interest will be evaluated by the PEO. The PEO has the ability to remove members based on perceived conflicts of interest.
- e. Final results of the selection process will be communicated to the membership and candidates by the PEO.

20. Election Completion:

- a. The PEO shall announce to the board, upon the completion of elections. At such time, the role of the PEO is dissolved and any organizational obligations are pardoned.

21. Transition Period:

- a. A transition period for new Board and Executives will exist from the date of election to May 1<sup>st</sup>. During this period, the outgoing Directors and Executive Board is responsible of the orientation of the new members and ensuring the business of SCSU continues in an efficient manner.

## Travel

The Sault College Students' Union endeavours to annually invest in the professional development of Directors, Officers, Students & Staff. These investments must be related to tangible outcomes and are expected to be a benefit to the organization.

1. Travel will be approved based on the following:
  - a. It will be to the discretion of the President to decide the number of delegates that will attend a student conference presented by an organization that SCSU is a fee paying member of. This decision must be based on distance to conference, key learning principles being presented and the relevance to each individual's position.
  - b. It will be to the discretion of the Executive Director to decide the number of delegates that will attend a staff conference presented by an organization that SCSU is a fee paying member of. This decision must be based on distance to conference, key learning principles being presented and the relevance to each staff member's position.
  - c. Any conferences being attended that are presented by organizations that the SCSU are not fee paying members of must be approved by the Board of Directors at least ten (10) business days prior to the conference/session.
2. All travel being undertaken on behalf of SCSU, using, in any portion, SCSU funds must adhere to SCSU Travel Procedures.

3. Food Allowance Amounts Breakdown:

Breakfast - \$10.00  
 Lunch - \$20.00  
 Dinner - \$30.00

During travel days, if travelling during the below times, than a meal allowance would be provided:

Breakfast – 4:00 am to 11:00 am  
 Lunch – 11:00 am to 3:00 pm  
 Dinner – 3:00 pm to 4:00 am

4. Tip Allowance – a maximum of 15% of the total cost of the meal.
5. Alcohol – SCSU will not cover the cost of any alcohol purchased while on a work travel trip

## Referenda

The members of the Sault College Students' Union may be asked, from time to time, to cast ballots in a referendum to ensure member support of a decision in front of the SCSU Board of Directors. Referenda may be called to approve or deny major fee increases/decreases, institute new services or change existing major services or to approve major structure changes.

1. A referendum must be approved by a two-thirds majority vote of the SCSU Board of Directors
2. Once approved, the referendum must commence within 45 working days, with the exception of the summer semester, which a referendum will commence within 45 days of the start of the Fall Semester.
3. The precise wording of the referendum question must be approved by a two-thirds majority vote of the Board of Directors.
4. Referenda will follow the following procedure with specific details being organized by the Board of Directors:
  - a. The referendum dates will be set by the Board of Directors no more than 25 working days following the approval of the referendum question.
  - b. The Board of Directors must provide information on the referendum question for no less than 20 working days prior to the close of the referendum period.
  - c. The Board of Directors shall hold no less than one open information session regarding the referendum question no less than 5 days prior to the close of the referendum period. Student will be notified by all students e-mail.
  - d. The referendum question will be presented exactly how approved by the Board of Directors.
  - e. The membership will be allowed to vote by paper ballot or electronic ballot, to be determined by the Board of Directors.
  - f. If by paper ballot, each member must present a valid student card or valid government issued photo ID to cast a ballot. They will be checked against a current list of members and granted a ballot only if they are on the official list.
  - g. All ballots will be counted prior to the referendum and all cast and unused ballots will be audited by the Executive Director or designate. Ballot boxes and uncast ballots will be kept in the care of the Executive Director, or designate between voting days.
  - h. Upon the close of the referendum days, the Executive Director, Board Chair and President (or their designate) will tally the vote and present the outcome to the membership and College Board of Governors through official memo.
  - i. All cast ballots will be kept for a period of 5 years. All uncast ballots will be destroyed.
5. Any member of the SCSU may rightfully request a referendum be called on a particular matter provided they have collected the signatures and student numbers of twenty percent (20%) of the general membership. Signatures will be scrutinized to ensure all members signing are members in good standing. Upon verification, the question the membership has requested be called, will be called following this policy.

6. A referendum question may only pass with the majority vote of no fewer than fifteen percent (15%) of the eligible membership.
7. The Sault College Board of Governors will be notified of all referenda prior to the commencement of the referendum.
8. Notwithstanding anything in this Policy, the Board of Directors may authorize referenda prescribed by Ministry policy with regard to amending compulsory ancillary fees, and the form of question shall be in accordance with Ministry policy, and protocol for conducting referenda in accordance with this policy.