

Policy Number:	1.4.4 Board Committee Structure and Principles
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Relevant Statutory / Corporate By-Laws Regulatory

Linkages:

Policy Statement (Intent and Scope)

1. The Board may establish standing committees and work groups to help carry out its responsibilities. To preserve Board holism, committees and work groups will be used only when other methods have been deemed inadequate. Committees and work groups will be used so as to minimally interfere with the Board's job, and so as to never to interfere with delegations from Board to the President.
 - 1.1. Board committees and work groups 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.
 - 1.2. Board committees and work groups ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. Board committees and work groups are not to be created by the Board to advise staff directly.
 - 1.3. Board committees and work groups are to avoid over-identification with organization parts rather than the whole. Therefore, a Board committee or work group which has helped the Board create policy on a topic will not be used to monitor organizational performance on the same subject.
 - 1.4. Board committees and work groups cannot exercise authority over staff. In keeping with the Board's broader focus, Board committees and work groups will normally not have direct dealings with current staff operations. As the President works for the full Board, the President will not be required to obtain approval of a Board committee or work group before an executive action is taken.
 - 1.5. This Governance Policy applies only to committees and work groups which are formed by Board action, whether or not the committees and work groups include

non-Directors of the Board. It does not apply to committees and work groups formed under the authority of the President.

2. A committee is a Board Standing Committee only if its existence and directions come from the Board, regardless of whether Directors of the Board sit on the committee. The only Standing Board Committees are those which are set forth in this Governance Policy and have a Terms of References, timelines, and staffing considerations approved by the Board. All Standing Committees are to develop an annual work program to be approved by the Board. Standing Committees will develop their proposed work program at the first meeting of the new year (September) for Board approval.
3. Ad Hoc Committees and work groups, when appointed by the Board, will have a Terms of Reference and identified completion dates that can only be extended via Board approval.
4. Effective July 1, 2025 -The following Committees of the Board will operate within King's University College and based on their approved Terms of Reference:
 - 4.1. Audit and Risk Management Committee
 - 4.2. Executive Committee
 - 4.3. Finance and Property Committee
 - 4.4. Governance Committee
5. Directors of the Board will only serve three (3) consecutive years on a Standing Committee after which they will be placed on another Standing Committee. Exceptions can be granted by the Board at its discretion.
6. All Committees and work groups report to the Board through the Chair.
7. Committee Chairs approve the draft agenda.
8. Committees provide direction to administration as a whole through motions of committee.
9. All Committee and work groups members are appointed by the Executive Committee with the exception of the Executive Committee whose composition is approved through Board motion on recommendation from the Governance Committee.
10. Each Standing Committee or work group meeting is to have their minutes stored with the University Secretary once those minutes are approved by the Standing Committee or work group.

Monitoring

Included in Vice Chair's annual Governance Report

Original Approval Date:	February 2019
Effective Date:	February 2019
Revised:	April 2025
Next Review:	2028-2029