

**Policy 12**  
**Type: Board of Directors Policy**  
**Name: Governing Style**

1) The Board will govern with the following principles:

- a. an emphasis on a forward-looking and outward vision, rather than an internal preoccupation;
- b. within a culture where all are welcomed and encouraged to present and discuss a diversity of viewpoints;
- c. by providing strategic leadership for the organization, versus focusing on administrative details, while supporting the clear and distinctive roles of the Board, as a whole, and other duties as outlined within specific job descriptions;
- d. the Board, acting as a Board, will research, discuss and deliberate in order to make collective, rather than individual, decisions;
- e. a focus on the future, rather than the past, and will work proactively rather than reactively.

2) The Board shall:

- a. Be responsible for excellence in governing;
- b. Facilitate, encourage and ensure regular communication among themselves;
- c. Cultivate a culture of group versus individual responsibility. The members shall be equally responsible for maintaining the integrity of the Board, but will use the expertise of individual members to enhance the ability of the Board as a body, rather than to substitute the individual judgments of each member;
- d. Direct, control and inspire the cooperation through the careful ongoing review of Board written policies reflecting values and perspectives. The Board's major policy focus will be on the intended long-term impacts outside the operating organization, not the means of attaining those effects.
- e. Enforce upon it 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 the continuity of governing capability. The Board will allow no Officer, individual or committee of the Board to hinder or be an excuse for not fulfilling its commitments. The Board shall:

- i. Recognize all scheduled meetings and workshops of the Board to be official meetings of the Board.
- ii. Attend and participate in all scheduled meetings of the Board. Board members must read all material attached to the agenda before the meeting to which it pertains. Directors must send their regrets to the Secretary, if they are unable to make a scheduled Board of directors' meeting.
- iii. Submit material for the next Board meeting to the Secretary at least five (5) days prior to the meeting at which it will be discussed; in order for the agenda to be distributed to all Directors three (3) days prior to the meeting (or as soon as possible, if the meeting is called within these timelines).
- iv. Exercise continual Board development as per the annual planning cycle. This will include:
  1. Periodic discussion of process of improvement
  2. Education and information gathering before decision-making.
  3. Ensuring members are aware of the mission and objectives of the Board and Frost Student Association
- f. Monitor and discuss the Board's process and performance at each meeting during an in-camera session. Self-monitoring will be recorded in the minutes and include comparison of Board activity and adherence to these policies. In-camera minutes will not be released to the public; however, they will be available to all Directors upon request to the Secretary.