

Responsibilities of a Director



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AUTHORITY: Board of Directors

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RELATED DOCUMENTS:

Conflict of Interest Policy

Harassment and Discrimination Policy

In-Camera Policy

This policy lists the responsibilities and duties of all members of the SUS Board of Directors.

Part 1: Definitions

“Board” refers to the SUS Board of Directors as defined in SUS Bylaw 21

“Executive Committee” refers to all elected SUS executives, which contains the Vice Presidents Internal, External, and Students, as well as the President

“Other Representatives” refers to elected SUS directors who are not executives

“VPE” refers to the Vice President External of the Student Union Society

“VPI” refers to the Vice President Internal of the Student Union Society

“VPS” refers to the Vice President Students of the Student Union Society

Part 2: Duties

1. Legal Duties

1.1 Fiduciary Duty

- 1.1.1 Make decisions about the financial, legal, and ethical obligations that the organization must fulfill
- 1.1.2 Act honestly, in good faith, and in the best interests of the Society
- 1.1.3 Look to the long-term interests of the Society, a duty that will vary with the situation at hand
- 1.1.4 The duty to treat individual stakeholders affected by the Society’s actions equitably and fairly
- 1.1.5 Consider what is in the best interests of members, employees, creditors, consumers, governments, and the environment to inform their decision
- 1.1.6 Act in the best interests of the corporation in a fair manner commensurate with the corporation’s duties as a responsible corporate citizen
- 1.1.7 Not make decisions where one set of interests, for example the interests of members, prevail over another set of interests
- 1.1.8 Do what is in the best interests of the Society in any particular situation



1.2 Duty of Care

1.2.1 Ensure the organization has the resources that it requires

1.2.2 Be prepared for and attend board meetings

1.3 Duty of Loyalty

1.3.1 Put the organization's interests above your own

1.3.2 Avoid and report conflicts of interest that you may have

1.4 Statutory Duties

1.4.1 Ensure compliance with bylaws and legal filings

2. Responsibilities

2.1 Ensure the organization has a clear mission and that all organizational activities are in support of the mission

2.2 Support the senior staff members and ensure effective senior leadership of the organization

2.3 Protect and steward the organization's assets; ensure financial and non-financial risks are mitigated

2.4 Ensure that the organization has sufficient resources to carry out its mission

2.5 Be ambassadors by ensuring that the organization's mission and work is shared widely and consistently

2.6 Recognize the President as the primary spokesperson for the Society, and the only person authorized to speak, or appoint a delegate to speak, for the Board or the Society

2.7 Be aware of current issues concerning your Faculty or community for which you were elected and bring them to the Board when necessary

2.8 Attend and participate in all Board and General Meetings and miss no more than three Board meetings in a year

2.9 Work within the approved SUS budget

2.10 All Directors are required to prepare a monthly report to present to Board

2.10.1 SUS Executives are responsible for submitting written reports before meetings that are presented verbally at Board

2.10.2 Other Representatives are responsible for preparing a verbal report to present to Board

2.11 Other Representatives are collectively responsible for supporting the SUS Executives, and holding them accountable

3. Ethics and Principles

3.1 A Director must act honestly and in good faith, exercising oversight with diligence, prudence, and the care that reflects you are acting in the best interests of the Society

3.2 A Director who has personal interests or has relationships with people with personal interests in any Society business, contracts, legal positions, policies, transactions, or strategic decisions must fully and promptly disclose the nature and extent of their conflict of interest to the Board as a whole



3.3 A Director must understand and accept that the role of the Society's Board is to act an oversight body, and is not involved in day-to-day operations, administration, or management processes

3.4 A Director must behave respectfully and professionally toward other board members, student union staff, and members both publically and privately (this includes all forms of media such as news articles and social media platforms)

3.5 Directors may speak freely at Board Meetings, but once the Board has made a decision, the Director must unequivocally support those decisions

3.6 Directors must recognize and respect the fact that the President is the primary spokesperson for The Society and is the only person authorized to speak for the Board or the Society

3.7 Directors are expected to acquire a working knowledge of the BC Societies Act, the SUS Bylaws and Policies, Robert's Rules, and any other items governing the business of the Society

Part 3: Enforcement

4. Absences & Failure to Respond

4.1 An absence is defined as being absent for the full duration of a meeting, or more than 30 minutes late

4.2 A failure to respond is defined as a director failing to answer an inquiry or other response-required communication with forty-eight (48) hours of being contacted

4.3 For the first violation:

4.3.1 The VPI will remind the Director of this policy by email

4.4 For the second violation:

4.4.1 The VPI will remind the Director of this policy by email

4.4.2 The VPI will send a formal letter to the Director by email

4.5 For subsequent violations:

4.5.1 Section 28.2.1 of the SUS Bylaws will be enacted and the process to remove the Director from office will begin

5. Breach of Confidentiality

5.1 A breach of confidentiality is defined as a director breaking the terms of their signed confidentiality agreement

5.2 Directors who are proven to have breached confidentiality will have the procedure listed in section 28.2.1 of the SUS Bylaws enacted, which begins to the process to remove the Director from office

Part 4: Administrative

6. Contact

vpinternal@ufvsus.ca or (604) 864.4613

