SJU
St. Jerome's University
Established in 1865
Co-founder of the University of Waterloo

Membership Policy – St. Jerome's University Board of Governors

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Board Manual - Procedural
Approving Authority: Board of Governors
Established: June 6, 2013
Date of Last Review/Revision: October 3, 2013
Office of Accountability: Governance Committee of the Board
Administrative Responsibility: Secretary of the Board

Definitions:

"*Act*" means the *St. Jerome's University Act, 2000, S.O, 2000, c. Pr34*;

'Alumnus" means a person who is a graduate, pursuant to the provisions of section 7(2)6 of the *Act*, being a person who has obtained a degree from or through the University;

"Board" means the Board of Governors of the University;

"Bylaw" means St. Jerome's University Bylaw;

"Designated member" means a member whose position is required by the *Act* or Bylaw to be a member of the Board;

"Faculty" means the persons employed by the University to teach, give instruction or engage in research, and includes professors, associate professors, assistant professors, lecturers, sessionals and the University Librarian;

"Member" or "member" means a member of the Board;

"senior administrative position" means anyone with the title of Associate Dean, Dean or Vice President;

"SJU" or "University" means St. Jerome's University;

"Staff" means the persons employed by the University on a regular full-time or part-time basis who are not Faculty;

"student" means any student who is enrolled in a minimum of three (3) courses per semester (a full-time student) and who (i) is registered in Arts or Math at the University, or (ii) has lived in a University residence for at least two term;

"UW" means University of Waterloo

1. Member Appointments
With the exception of designated members, the appointment of all other members of the Board of Governors is by Board resolution after considering the recommendation of the Board Development Committee.

2. Membership Requirements and Eligibility
Current law requires that members of the Board be at least 18 years of age and not be an undischarged bankrupt. Where a Board member becomes bankrupt, he or she ceases to be a member and a vacancy occurs on the Board for that constituency.

University members serving in senior administrative positions (i.e. Associate Dean) are ineligible for appointment or service as a Board member.

3. Designated Members
At least five members of the Board are designated by the *Act* and/or Bylaw being the Chancellor, the President & Vice-Chancellor, the Vice President of the University (if any) the Provincial Superior of the Congregation of the Resurrection or his representative and the Bishop of the Diocese of Hamilton or his representative, and an alumnus member. A Past-Chair, if any, shall also be a designated member of the Board and thereby increase the number to six.

4. Members of University Constituencies

4.1 *Constituencies*

The following constituencies have members on the Board of Governors- the Faculty, the Staff and the Students.

Four members are appointed by the Board from the University's constituencies:

(a) Faculty - In accordance with the requirement of the *Act*, there shall be at least one member of the Faculty of the University who holds professorial rank and whose employment is in good standing. Article 3.3(a) of the By-law provides for no more than two members from full-time Faculty or University Librarian rank on the Board at any time. Nominations result from election by, and from among, the faculty. The elections are conducted under the direction of the Board.[i]

(b) Staff – In accordance with the requirement of the *Act*, one member of the Board shall be one of the staff of the University and whose employment is in good standing. Nominations result from election from among the regular full-time staff. Election is by the regular full-time and regular part-time staff and is conducted under the direction of the Board.[ii]

(c) Student - One member of the Board is a student. To be eligible for Board membership, a student must be either registered at St. Jerome's University and /or have lived in the University's residences for at least two terms. Students must be full-time (taking a minimum of three courses) and be in good academic standing. Nominations result from elections by and from among the students of the University as defined above and are conducted under the direction of the Board.[iii]

4.2 *Term of Office*

Subject to the terms of this section, members who are Faculty and Staff carry a term of three years, beginning July 1 and concluding June 30. Student member appointments are for one year. Re-appointment is conditional upon re-election as a nominee by the electing constituency. Although these members may be re-nominated by their constituencies and re-appointed by the Board for up to two additional terms, reappointment limits the opportunities for other members of the University constituencies to be involved in Board governance and is not preferred.

Where the Student member of the Board is no longer enrolled in at least three courses at SJU/UW, that member shall be deemed to have resigned and a vacancy created on the Board for that constituency.

Where a Faculty or Staff member of the Board whose employment is not in good standing with the University or a faculty governor is appointed to an administrative office (i.e. Associate Dean), that member is deemed to have resigned and a vacancy created on the Board for that constituency.

4.3 *Vacancies*

When a vacancy occurs prior to the end of the term of a Faculty, Staff or Student member the Board Development Committee will take the following action:

a) If the vacancy occurs with more than six (6) months remaining in the term then a by-election will be conducted.

(c) If the vacancy occurs with less than 6 months remaining in the term, the seat may remain vacant until the next regular appointment period.

(d) If a University member ceases to be a member of the constituency, that individual ceases to be a member and the appropriate procedure outlined above for filling the vacancy is followed.

5. Members At Large

5.1 Constituencies

The following constituencies have membership on the Board of Governors, the Alumni and such other persons as may be determined by Bylaw.

(a) Alumni – In accordance with the requirement of the *Act* at least one of the members of the Board must be a graduate of St. Jerome's University. The Bylaw Article 3.3(c) includes this member as one of the members at large.

(b) In accordance with Article 3.3(c) of the Bylaw a maximum of 12 members (including any alumnus members) are filled by individuals recommended for appointment by the Board Development Committee. These members are referred to as Members at Large.

5.2 Term of Office

Members at Large carry an initial appointment of three years. Regular turnover of members enhances Board vitality and is encouraged. While reappointment of Members at Large for a second term of up to three years is possible, it occurs following a positive assessment showing a sustained and significant contribution by the member. The Governance Committee will consider the potential of the member to

fill a leadership role during a second term. With the exception of individuals serving in Board leadership roles, or those involved in special projects, Members at Large will not normally be appointed to a third three-year term.

5.3. Vacancies

When a vacancy occurs prior to the end of the term of appointment of a Member at Large of the Board Development committee will take the following action:

(a) If the vacancy occurs when more than six (6) months remaining in the term, the Board Development Committee endeavours to fill the vacancy for the balance of the term, or for a period incorporating the balance of the term; or

(b) If the vacancy occurs with less than six (6) months remaining in the term, the vacancy will continue until the next regular appointment period.

6. Records of Service on the Board

The Secretary of the Board shall maintain records of the service for all members appointed to the Board. For impending Member at Large vacancies, the Secretary shall notify the Board Development Committee. For Faculty, Staff and Student vacancies, the Secretary shall notify the constituency membership of the expiration of a member's term of office and the necessity for a nomination election at least two months in advance of the expiration date.

Any member intending to retire from the Board or who becomes ineligible for Board service as a governor should notify the Chair of the Board and the Secretary of the Board in writing or by email.

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[i] When required, elections are normally conducted by the Secretary of the Board in the spring. Resolutions of appointment are normally brought to the annual general meeting of the Board of Governors. Appointments normally commence July 1st.

[ii] The election is normally conducted by the Secretary of the Board in the spring. (See endnote #1 above.)

[iii] The student election is normally conducted by the Secretary of the Board early in the spring of each year prior to the end of the Winter semester classes.