

Policy Number:	1.1.5 Governance Model
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Relevant Statutory /

Regulatory Linkages:

Corporate Bylaws

University of Western Ontario Affiliation Agreement

Policy Statement (Intent and Scope)

1. Bicameral Governance Structure

King's University College operates under a bicameral governance structure, which provides for shared governance or the systematic input of faculty, administrators, staff and students into Board of Directors' decisions. To ensure the effectiveness and success of the bicameral or shared governance model, all constituencies of the College – the Board, Academic Council, administration, faculty, staff, and students – have to make a serious effort to listen to and appreciate the views, interests and priorities of other groups in the College. King's bylaws define the roles and functions of the different components of its governance model.

2. Governance Components

2.1 Voting Members of the Corporation

Voting Members of the Corporation are appointed by the Bishop of the Diocese of London. They are responsible for overseeing the Catholic foundation and traditions of King's and specific approval requirements as outlined in the corporate bylaws.

2.2 Board of Directors

2.2.1 Voting Directors

Voting Directors are elected to the Board by the Board of Directors subject to approval by the Voting Members of the Corporation. They are responsible for the overall governance of King's.

2.2.2 Non-Voting Directors

Non-Voting Directors of the Board are nominated by the constituent body as per the corporate bylaws.

2.3 Academic Council

2.3.1 Academic Council is responsible for management and oversight of King's academic affairs, subject to the powers, duties and responsibilities outlined in the Academic Council bylaw.

2.3.2 The powers of Academic Council are articulated in the bylaws approved by the Board of Directors subject to approval by the Voting Members of the Corporation.

2.4 President

2.4.1 The President is the pivotal person in making bicameralism work, explaining Board concerns and decisions to Academic Council, and Academic Council priorities and plans to the Board. Leading more through persuasion than authoritative command, the President must convince Academic Council and its committees to be mindful of the Board's priorities and concerns, especially the College's overall financial situation.

2.4.2 The President must represent the College community with its collegial ethos to the Board and insist on the importance of taking seriously internally generated recommendations.

2.5 Board and Academic Council Communication

2.5.1 To facilitate communication between the Board and Academic Council, the Chair of the Board is an ex-officio non-voting member of Academic Council, and a Voting Board Director is a member of Academic Council's Governance and Nominating Committee. Additionally, two faculty members who are preferably members of Academic Council are elected by Academic Council as non-voting members of the Board. Academic Council also elects a professional officer and non-academic staff member to the Board.

3. Corporate Structure

As a Catholic University Kings has been granted legal recognition by the Catholic Church meaning that it is formally part of the Church's structure and mission. The institution has a legal standing in Canon Law that enables it to conduct activities on behalf of the Church, enter into contracts, and own property.

The Diocesan Bishop grants the institution its status under Canon Law and has a duty to oversee Catholic institutions within his jurisdiction to ensure their fidelity to Catholic teaching. Canon law states that 'The Diocesan Bishop has the right to ensure that Catholic principles are maintained in Catholic schools, including universities', and Ex Corde Ecclesiae states that 'the

Bishop is responsible for safeguarding and promoting the Catholic identity of the university while respecting its legitimate autonomy’.

To operate within its role as a Catholic institution and for the Bishop to fulfill his responsibility, Kings, as other Catholic universities, has a unique corporate structure. The Bishop appoints two individuals to the Board of Directors and he also appoints Members of the Corporation.

This model differs from other not-for-profit organizations where the Board of Directors are also the Members of the Corporation. The Kings Board of Directors is responsible for governance, policy making and safeguarding the Catholic mission and the Corporate Members hold reserve powers regarding appointment of Directors; disposition of assets; and to monitor the implementation of Mission.

In order to support the Corporate Members in fulfilling its role with respect to mission, the following mechanisms have been established:

3.1 The Board Chair and President will meet yearly with the Corporate Members to discuss matters related to the university’s Catholic mission and governance;

3.2 The Board will provide a report to the Corporate Members, twice a year, that is based on the Ordinances and also provides updates on key governance decisions and mission-related activities.

Monitoring

1. Included in Vice Chair’s annual Governance Report.