



Policy Title	Role of Trustee
Issued By	Governance Committee
Contact	Chair of the Board of Trustees
Approved By	Board of Trustees
Effective Date	June 27, 2018
Last Review	April 19, 2023
Next Review	April 2026

In accepting appointment to the Brescia Board of Trustees, Trustees are deemed to have agreed to carry out the following duties on behalf of the Board, the organization, and its broader community.

REPRESENT THE BROADER PURPOSE OF BRESCIA:

- Trustees will actively support the mission, vision, values, and strategic growth of Brescia.
- Trustees will act as stewards and work on behalf of the organization as a whole and its broader community.
- Trustees will participate in discussion and vote on what they believe to be in the best interest of the overall organization and our beneficiaries (our students).
- Trustees will strive to raise Brescia’s profile, reputation, and role as Canada’s only women’s university.

REPRESENT THE BOARD OF TRUSTEES:

- Trustees help enhance the public image of Brescia and its Board including serving as ambassadors in the community effectively representing Brescia.
- Once a vote has taken place, Trustees support the Board’s majority decision both inside and outside of the Boardroom.
- Trustees act as members of the Board team and do not take action as individuals. They maintain an overriding loyalty to Brescia as a whole rather than any of its parts or constituencies.
- Trustees may be asked, by the Chair, to represent the organization at community events or at meetings on behalf of the Chair.
- Trustees will only officially speak on behalf of the Board, when requested by the Chair to do so.
- Trustees keep the Board Chair, the Board, and the President, informed of any relevant matters for Brescia arising in the community. Trustees communicate, as appropriate, any significant concern or complaint to the Chair and/or President.
- Trustees uphold the Board Code of Conduct and Conflict of Interest Policy. Trustees will notify the Chair if a Conflict of Interest (suspected or not) arises at the earliest possibility.
- Trustees understand the Board’s work is in policy making, direction and monitoring, and not in determining the means used in administrative and management processes.
- Trustees speak frankly at Board meetings and support policies and programs once established.
- Trustees defend the autonomy and independence of Brescia. Trustees recognize that autonomy

resides only with the Board as a whole and not in its individual members.

PREPARATION:

- All Trustees will attend the Orientation.
- Trustees will also attend continuing education opportunities related to their role as Trustee.
- Trustees will support productive Board meetings by reviewing the background material pre-circulated for meetings.
- Trustees should be familiar with the Brescia Board policies.

BOARD SERVICE:

- Trustees will serve on at least one Board committee
- Within their skill sets, Trustees will assume specific assignments such as Committee Chair, preparing a discussion document for Board consideration, or leading a Board discussion or presentation/orientation.
- Trustees will be prepared to discuss and vote on matters in the interests of the broader community, the organization, and our beneficiaries (students).
- Trustees will contribute to, discuss and develop Board policy direction.
- Trustees will prepare for, attend and actively participate in Board meetings using critical thinking to bring forward ideas, perspectives, and expertise in order to assist the Board in making the best, most informed decisions.
- Trustees commit to fostering openness and trust among Trustees
- Trustees will exercise critical judgement in monitoring President/organizational performance and support the President in their work.

ATTENDANCE:

- Trustees are expected to attend all Board meetings as their input is essential and continuity from meeting to meeting is critical.
- Regrets for absentia should be made to the Chair
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