

Governing Policies

Policies approved August 14th, 2016.

- 1 The following policies guide the Board governance of Students Nova Scotia, though the by-laws take precedence in any case of conflict.
- 2 All governing Policies may be amended by ordinary resolution of the Board of Directors.

Responsibilities and expectations of the Board of Directors

- 3 Directors of Students Nova Scotia represent the students of their Students Nova Scotia-member association and must seek to act at all times in the best interest of their students and reflecting the perspectives of their students.
- 4 Members are expected to consider gender representation when making appointments to the Board of Directors.
- 5 The Board of Directors shall have the following duties:
 - a. be the official body representing Students Nova Scotia;
 - b. oversee the administrative and financial operations of Students Nova Scotia;
 - c. approve the appointment of the Executive Director and direct her/his work in accordance with the Board-Executive Director Relationship Policies and the By-Laws;
 - d. conduct long-term strategic planning and annual planning;
 - e. approve the Students Nova Scotia annual Budget;
 - f. prepare an annual report presenting the organization's activities and results;
 - g. complete an annual performance evaluation of the Executive Director;
 - h. set Students Nova Scotia policy positions;
 - i. approve Students Nova Scotia partnerships;
 - j. appoint legal counsel and auditors;
 - k. determine the resource requirements of Students Nova Scotia so that it may pursue its objectives effectively;
 - l. help to orient their successors to their role as Directors;
 - m. ensure that Students Nova Scotia honours all contracts signed by the organisation;
 - n. appoint Officers and Members;
 - o. establish or terminate committees as required; and,
 - p. perform such other duties as legally required.
- 6 Board members will:
 - a. represent the best interests of the members and the organization over and above personal and professional interests;

- b. seek to represent the deliberations, decisions and activities of the Board of Directors and Students Nova Scotia Association as accurately as possible when communicating with third parties;
 - c. respect confidentiality of information received in the course of Board meetings and activities;
 - d. declare possible conflict of interest and refrain from discussion and voting when applicable;
 - e. give recognition to others who contribute to the success of the organization and its activities;
 - f. not speak on behalf of the association unless designated by the Chair or the Board as a whole;
 - g. adopt clear, documented processes and equal access to information;
 - h. not use their individual authority when dealing on an individual basis with staff or volunteers;
 - i. ensure there are competitive opportunities when services of contractors or employment opportunities arise;
 - j. treat staff and fellow Board members with respect and listen to their points of view; and,
 - k. participate in Board meetings and remain informed about developments and issues relevant to board operations
- 7 Board members are expected to consult with students to the greatest extent possible and take their opinions into account when making decisions at the Board of Directors.
- 8 Decisions made by the Board of Directors are understood to represent the views of all the members. While board members may request that dissenting views be recorded in the minutes of meetings, they are answerable for the process by which those decisions were made and are expected to publicly uphold those decisions, unless expressly directed – through a vote – to adopt an alternative position by the overseeing body identified in the member’s by-laws or constitution.
- 9 Board Members must uphold the internal governance policies and conduct themselves respectfully at all times. In cases of violations of these internal governance policies or disrespectful conduct, the Chair may inform the legislative body identified by the Member’s own By-Laws or Constitution as responsible for overseeing the Board Member in question, and request that the offending Delegate be replaced on the Board of Directors of Students Nova Scotia.

Board Meetings

- 10 At the beginning of the three semesters of the year (May-August, September-December, and January-April), the Board of Directors will agree upon times for meetings twice per month. These scheduled meetings may be cancelled when there is no business to discuss, as determined by the Chair.

- 11 Board Members will be expected to participate in any and all meetings of the Board and inform the Chair when they are unable to do so.
- 12 Board Members are expected to come to meetings of the Board of Directors prepared, having reflected on the meeting agenda in advance and reviewed any relevant preparatory documents made available by the Chair one week in advance.
- 13 Agendas for meetings will provide brief overviews for each discussion item, related decision items and any documentation deemed necessary by the Chair.
- 14 Members are expected to cover their costs to attend in-person meetings and events.
- 15 StudentsNS will cover the costs of staff members' attendance at events, as well as hosting costs including payments to facilitators and trainers, space rental and stationary, unless otherwise determined in advance by the Board of Directors.
- 16 Students Nova Scotia reserves the right to charge fees to members and other attendees of meetings and events corresponding to their cost for allowable expenses (accommodations, food, etc.), plus a maximum ten per cent (10%) surcharge to compensate Students Nova Scotia for administration and risk of cost overruns. Members and other attendees must receive notice of all Students Nova Scotia charges five (5) business days prior to the commencement of the meeting or event, when possible.
- 17 When delegates register to attend a meeting of the Board of Directors or other Students Nova Scotia event, they agree to cover their costs of the meeting, when appropriate.
- 18 In addition to their primary delegates, each member is permitted to bring two (2) additional delegates to meetings of the Board of Directors. These additional delegates may speak when given the floor by their primary delegates.
- 19 Board Members are expected to provide 48 hours notice of regrets when they cannot attend meetings that are scheduled with advance.
- 20 When Primary Delegates miss three (3) cumulative meetings of the Board of Directors in a year without sending regrets, or five (5) cumulative meetings in total, the Chair will contact the Delegate to discuss the reasons why they have been unable to attend meetings.
- 21 When Primary Delegates miss five (5) cumulative meetings of the Board of Directors in a year without sending regrets, or seven (7) cumulative meetings in total, the Chair will be required to inform the Chair of the Member's legislative body, or other appropriate representative as outlined in the Member's by-laws or constitution, of the Delegate's absence.

- 22 When Primary Delegates miss seven (7) cumulative meetings of the Board of Directors in a year without sending regrets, or ten (10) cumulative meetings in total, the Chair will be required to advise the Chair of the Member's legislative body, or other appropriate representative as outlined in the Member's by-laws or constitution, that they should consider replacing their Students Nova Scotia Delegate with someone who will be able to regularly attend meetings of the Board.
- 23 The first meeting of the Board of Directors each year must take place before May 31, to ensure the organisation's officers are in place to fulfil their financial responsibilities.

Board Officers

- 24 All Board Officers will be appointed at the organization's Annual General Meeting to serve until the subsequent Annual General Meeting.
- 25 Upon a vacancy, Board Officers will be elected at the first opportunity pursuant to the terms of the By-Laws of Students Nova Scotia and the member.
- 26 At the first board meeting of each financial year, the Board will ratify officers' continued service to the AGM.
- 27 When applicable, Board Officers who are no longer elected representatives of member associations as of May 1 of their Officer term will cease to exercise a vote on the Board of Directors.
- 28 Only one (1) representative of a single member may be elected as an Officer of the Board.
- 29 The Chair shall have the following responsibilities, in addition to those indicated in the By-Laws:
 - a. interpret and enforce all Students Nova Scotia internal policies;
 - b. act as the secondary spokesperson for Students Nova Scotia;
 - c. remain apprised of all organizational policy stances and communicate with member schools regarding all policy decisions that will affect them;
 - d. determine the times and locations of meetings of the Board of Directors and notify members;
 - e. chair meetings of the Board of Directors in accordance with the Robert's Rules of Order, Newly Revised as adapted for use by the Students Nova Scotia Board;
 - f. act as supervisor of the Executive Director, as the Board's representative and pursuant to the Board-Staff Relationship Policies and the Operations Policies;
 - g. organize and supervise Performance Reviews of the Executive Director;

- h. in conjunction with the Vice-Chair, perform contract preparation and signing for the Executive Director;
- i. produce, in conjunction with the Vice-Chair and Executive Director, a budget for the following fiscal year;
- j. assume all responsibilities of the Executive Director if a vacancy in the position arises, until such time as the vacancy has been filled, or delegate these responsibilities to another person with approval from the Board;
- k. act as one (1) of the signing authorities of Students Nova Scotia;
fulfil any other responsibilities outlined by the internal policies of Students Nova Scotia or as directed by the Board.

The Chair shall strive to:

- a. represent, to their best judgement, the views and intent of the Board of Directors;
- b. ensure that the Board and staff respect policy positions;
- c. facilitate communication between Board Members and the Executive Director.

30 The Vice-Chair shall have the following responsibilities, in addition to those indicated in the By-Laws:

- a. perform the duties of the Chair during their absence, illness or incapacity, or when the Chair may request them to do so;
- b. have responsibility for the custody of all financial books and records of Students Nova Scotia Association;
- c. provide financial accountability for the membership of Students Nova Scotia;
- d. ensure that all financial regulations and procedures are followed as stipulated by Students Nova Scotia's internal governance policies;
- e. produce, in conjunction with the Chair and Executive Director, a budget for the following fiscal year;
- f. review all monthly bank and credit card statements;
- g. deliver a quarterly financial update to the Board of Directors at the beginning of July, October, January and April, which must be ratified by ordinary resolution and posted on the StudentsNS website;
- h. assist the Chair with contract preparation for the Executive Director;
- i. act as one (1) of the signing authorities of Students Nova Scotia;
- j. fulfill other duties as assigned by the Board of Directors

31 The Officers of the Board collectively share the following responsibilities:

- a. implement (or cause to be implemented) all lawful directives of the Board of Directors;
- b. seek improvements at all times to Students Nova Scotia's internal governance;
- c. ensure, with the aid of the Executive Director, that a Strategic Plan for the organization is completed every three (3) years;
- d. coordinate and engage in (or delegate authority to coordinate and engage in) negotiations with parties on contractual matters;
- e. act as the hiring committee for the Executive Director;
- f. unanimously approve modifications to the operations policy and contracts with staff given that these do not increase costs by any more than \$2000 in a

- given year, and they notify the Board of their decision within three (3) business days; and,
- g. mediate disputes between the Executive Director and other Students Nova Scotia staff when needed.
- 32 The Board may approve an honorarium of up to \$600 for the Chair after they complete their full term (until the AGM) and prepare the organization's Annual Report for presentation at the AGM.
- 33 The Board may approve an honorarium of up to \$400 for the Vice-Chair after they complete their full term (until the AGM) and oversee the review or audit of the organization's books for presentation at the AGM.
- 34 Officers of the Board may request reimbursement from Students Nova Scotia for costs incurred in pursuing their specific duties, including notably per diems and other travel expenses, but not including the costs of participating in general meetings or events of the Students Nova Scotia Board.
- 35 Board Officers who are not Primary Delegates of member associations will be eligible to have the cost of their travel to board events covered by Students Nova Scotia.
- 36 Board Officers will retain signing authority until their replacements are appointed.
- 37 The Board of Directors may attribute signing authority to one (1) additional director when deemed necessary to ensure the efficient operation of the organisation.

Planning

- 38 A Strategic Plan should be completed every three (3) years outlining the overall direction Students Nova Scotia wishes to take in pursuit of its Vision over the following three (3) years. The Strategic Plan should be completed by the outgoing Board of Directors at a Strategic Planning Retreat in March-April.
- 39 An Annual Plan should be completed every year, highlighting the specific tasks the organisation will pursue each year, informed by the overall approach outlined in the Strategic Plan. The Annual Plan will be prepared and approved by the Board of Directors at the Annual Planning Retreat in June-August.
- 40 The Annual General Meeting will take place at the Annual Planning Retreat.

Finances

- 41 Budgets should be prepared and approved in March-April for the following fiscal year.
- 42 The proposed budget must be outlined to Board Members at least ten (10) business days prior to the scheduled meeting for its discussion and approval.
- 43 A summary of the annual budget will be posted to the website within ten (10) business days of the budget's approval.
- 44 The annual budget should include an allocation of \$500 to a Contingency Fund, which can only be accessed under circumstances of extreme organisational duress.
- 45 Students Nova Scotia fees are indexed to the consumer price index in the province of Nova Scotia in the previous calendar year, and shall be updated annually automatically within the Students Nova Scotia governing policies
- 46 A review of membership fees shall be conducted at least every three years (most recent review in 2011-12).
- 47 The 2014-15 Full Member fee shall be \$5.77 per full-time student and \$3.44 per part-time student enrolled at that member's institution for the previous academic year.
- 48 The 2014-15 Associate Member fee shall be \$2.74 per full-time student and \$1.63 per part-time student enrolled at that member's institution for the previous academic year.
- 49 For the purposes of fee calculation, the full-time and part-time enrolment at each Students Nova Scotia university member will be based upon the most recent figures collected by the Maritime Provinces' Higher Education Commission (MPHEC) as of March 1, while community college members' enrolment will be based on the numbers formally provided by the NSCC to the Province around September 30 of the previous fiscal year.
- 50 Appeals for the adjustment in the assessed fees of a Students Nova Scotia member must be made in writing to the Chair five (5) business days prior to the meeting to approve the budget. Successful appeals must be passed by Ordinary Resolution.
- 51 Membership fees shall be paid in two instalments during the fiscal year. 40% of the assessed fee shall be paid by May 1st and the remaining 60% of the assessed fee shall be paid by October 1st.
- 52 All expenses over \$2500, excepting staff salaries, will be considered "Major Expenses" and require approval by the Board of Directors.

- 53 Where the Board of Directors determines litigation is being threatened or pursued against a member association in serious violation of the Values and/or Principles of StudentsNS, StudentsNS will fund 50% of the member's related legal fees to a maximum outlay of \$2500 per fiscal year.

Transparency and Confidentiality

- 54 Internal communications among the Board of Directors should be considered confidential unless otherwise explicitly decided upon by the Board.
- 55 Additional delegates may be granted access to internal communications of the Board by their member's Primary Delegates, provided the additional delegates will be participating in the Board of Directors throughout the year and respect the confidentiality of internal communications.
- 56 Minutes of meetings will be recorded according to a standardised template approved by the Board of Directors, with a consistent format.
- 57 Minutes will be reviewed by Board members and approved as accurate by Ordinary Resolution at the subsequent meeting of the Board of Directors. Upon approval, minutes will be posted in chronological order on a public forum (e.g. the website) accompanied by an audio recording.
- 58 To facilitate the understanding of audio recordings, Board Members will identify their student union prior to speaking.
- 59 The minutes will record the time on the audio recording for the beginning of each discussion item, the overview and decision item notes provided in the Agenda for each discussion item, movers and seconders, and member votes.
- 60 Board members must provide a justification for abstaining votes, to be recorded in the minutes.
- 61 Minutes will record presence of Primary Delegates, Visitors (staff, additional member delegates, etc.), Absent Primary Delegates with a note of whether or not these sent regrets, and when Primary Delegates are absent for part of meetings.
- 62 Board meetings may go in-camera when discussing human resources concerns, items of a politically sensitive nature, or private communications expressed in confidence, as determined by the Board of Directors and respecting the principles of Students Nova Scotia. The motion to go in-camera must pass by Ordinary Resolution, with specific note of whether non-Board Members are permitted to remain in the room, and will not be included on the audio recordings.

- 63 Students Nova Scotia will prepare an Annual Report highlighting the organisation's activities, spending, results and audited statements, which will be posted on the website upon approval of the Members at the Annual General Meeting.

Committees

- 64 The Board of Directors may strike committees to complete specific tasks identified in Terms of Reference at the time the committees are struck.
- 65 Committee members must be approved by the Board of Directors and may include Primary Delegates, staff and other representatives.
- 66 Equity, lived experience and expertise related to the committee's area of work should be considered when making committee appointments.
- 67 Once approved, Committee members will be identified on the StudentsNS website and may be referenced in any StudentsNS external communications, unless otherwise indicated by the Board of Directors.
- 68 At least one Primary Delegate must sit on all Committees.
- 69 Committees must prepare a work plan at the beginning of their work to be submitted to the Board of Directors for approval.
- 70 Committees may elect a Committee Chair who the Board of Directors may permit to act as a spokesperson for the Committee with external parties.
- 71 The Board of Directors may request that a Committee appoint a Recording Secretary to record minutes of Committee Meetings.
- 72 The Committee Chair or a Primary Delegate sitting on the Committee must report to the Board of Directors on the Committee's work during each Board Meeting.
- 73 Committees may only make recommendations to the Board; they cannot make decisions external to the Board unless expressly authorized by the Board of Directors.
- 74 Committees may be dissolved by the Board of Directors at any time.
- 75 Members are responsible for the costs of participation in Students Nova Scotia committees as per Students Nova Scotia's policy on meetings and events.

Policy Positions

- 76 Students Nova Scotia shall take policy positions based on strong evidence in pursuit of its Values.
- 77 Students Nova Scotia policy positions must be approved by Ordinary Resolution.
- 78 The Board of Directors is responsible for identifying research priorities, then reviewing and approving final policy positions.
- 79 Policy research priorities are identified in the Annual Plan. The policies developed based on the Annual Plan shall take the form of Position Papers, which provide a broad overview of the policy area and a Policy Resolution.
- 80 The Board of Directors reserves the right to take short-term policy positions when it is not possible to complete the full Position Paper process in time to respond to an urgent demand or opportunity.
- 81 All Members shall highlight their efforts to consult with students regarding the policies under discussion in meetings where decisions on Position Papers are being made.
- 82 At all Policy Meetings, the Board of Directors will review the prioritization of Position Paper topics to complete for the next Policy Meeting, and may make amendments as deemed necessary.
- 83 Policy continues to be in force until three (3) years from the end of the fiscal year in which it was approved or unless amended or rescinded by Special Resolution of the Membership.
- 84 Position papers must be presented to the Board of Directors and posted on the Students Nova Scotia website for comment at least one (1) month prior to the meeting of the Board of Directors during which they will be debated, to allow for members to organise consultations with students.
- 85 The Board of Directors may appoint a representative to review the first draft of a Position Paper and advise the authors of their opinion. This reviewer may not be an author. In cases where no board member is appointed, this responsibility will fall to the Chair.
- 86 The Board of Directors may appoint an Advisory Committee to advise staff and the Board on Position Papers, and should do so in cases where research specifically relates to particular groups of students with limited representation at the Board.
- 87 All Board Member feedback received at least one (1) week prior to the relevant meeting of the Board of Directors must be incorporated into the policy as a

- bracketed revision prior to Board debate on the policy. Direct feedback to Students Nova Scotia from outside the Board will also be mentioned.
- 88 A Policy Resolution shall be comprised of principles, concerns and recommendations preceded by WHEREAS and BE IT RESOLVED THAT statements.
- 89 Principles indicate the values that Students Nova Scotia applies in crafting its policy recommendations.
- 90 Concerns indicate the obstacles that Students Nova Scotia has identified to achieving the principles that it has outlined.
- 91 Recommendations are informed solutions that Students Nova Scotia proposes to address the identified Concerns.
- 92 Students Nova Scotia will release other reports than Position Papers, to communicate policies from different Position Papers together, findings from original Students Nova Scotia research outside the Position Paper process, or for other purposes identified by the Board of Directors or the Executive Director.
- 93 Government submissions containing previously approved policy must be approved by the Board of Directors.
- 94 Students Nova Scotia reports that may prioritize certain policies from Position Papers over others must be approved by the Board of Directors in advance of publication.
- 95 Students Nova Scotia reports outlining primary research conducted by StudentsNS and which do not prioritize certain policies over others independently from the primary research, must be reviewed by the Board of Directors in advance of publication.

Partnerships

- 96 Students Nova Scotia should pursue partnerships with other organisations in pursuit of its mission.
- 97 Partnerships may consist of financial or any other form of support for events, programmes, campaigns or activities, either provided by Students Nova Scotia to another organisation, or by another organisation to Students Nova Scotia.
- 98 All partnerships that imply – or could be seen to imply as indicated by at least one (1) Board Member – support for policies that are not strictly consistent with

Students Nova Scotia policy positions must be approved by the Board of Directors.

Advisory Committee

- 99 The Board of Directors may appoint an Advisory Committee to provide advice regarding the organization's budget, annual and strategic plans, and annual report, and on any other matter that may be identified by the Board of Directors.
- 100 Appointments to the Advisory Committee will be for two (2) year terms, with possibility of renewal at the discretion of the Board.
- 101 At least one (1) Board member must be present for all meetings of the Advisory Committee.