

Guidelines for the Identification and Appointment of External Board Members

Effective Date: September 21, 2023

Supersedes: March 27, 1997

Under the terms of the *University of Western Ontario Act, 1982* (as amended, 1988), the Board of Governors of The University of Western Ontario is charged generally with "the government, conduct, management and control of the University and of its property and affairs," with the exception of those powers assigned to the Senate of the University. In non-academic matters the Board holds in trust the physical and financial assets of the institution, provides general policy direction to the President and officers of the University and oversees its operations.

The *Act* sets out the composition of the Board which includes members from inside and outside the University. Of the twenty-seven voting members, seventeen, or 63%, are external members, including members appointed by the Lieutenant-Governor-in-Council, the City of London, and the Alumni Association. Membership terms are four years, once renewable. External members may not be members of the governing body, faculty, staff or student body of any other degree-granting institution.

The Board appoints four external members to the Board. The overriding principle in selecting individuals to serve on the Board is merit and experience. All members must possess the qualifications, experience and commitment required to govern an institution of the size, complexity, and stature of The University of Western Ontario.

The *Principles of Engagement for Members of the Board of Governors* describes the individual roles and responsibilities of members of the Board.

1. The Board should appoint external members who have:
 - (a) an understanding of, and respect for, the contributions of universities to the intellectual and economic vitality of Canada;
 - (b) a history of fiduciary responsibility and demonstrated institutional expertise;
 - (c) a history of involvement in community and/or institutional affairs; and
 - (d) a national or international perspective.

Guidelines for Identification and Appointment of External Members

2. The Board should appoint external members who bring a balance of perspectives, backgrounds, experience and skills to the Board. These could include, but are not limited to:
 - (a) members of professional fields such as education, legal, finance, health care, scientific research, engineering, and marketing;
 - (b) members of the business community;
 - (c) members of local governments;
 - (d) members of labour organizations;
 - (e) members of the artistic community; and
 - (f) fund raisers.

It is expected that a breadth of perspectives would enable the Board to deal effectively with:

- utilization of funds and resources;
 - evaluation of the effectiveness of the University's policies and programs in an accountability framework;
 - strategic planning; and
 - public relations.
3. In appointing external members, the Board will attempt to achieve representation from a broad cross-section of the community, thereby benefitting from a diversity of ability and interest. This representation should reflect:
 - (a) educational institutions, legal, finance, health care, scientific research, engineering, and marketing and other professional communities;
 - (b) business management (financial institutions, manufacturers, resource and service industries);
 - (c) government/public sector; and
 - (d) diversity, including gender, race, Indigeneity, sexual orientation, gender identity and other equity-deserving groups.
 4. When it is anticipated that the Board will need to appoint an external member and before candidates are proposed to the Board, the Senior Policy and Operations Committee will conduct a needs assessment by analyzing the

Guidelines for Identification and Appointment of External Members

present Board against stated criteria and representation considerations. The present and future membership needs and priorities of the Board will be identified, based on the needs assessment.

5. When an external member is to be appointed the Chair of the Board, through the following process, will identify individuals capable of fulfilling the functional requirements of the Board and who best meet the objectives identified:
 - (a) Incumbent Board members who are eligible for reappointment will be consulted by the Board Chair to determine their interest in reappointment.
 - (b) Nominations from incumbent Board members will be solicited.
 - (c) All nominations, including those submitted with respect to earlier vacancies or statements of interest by potential candidates, will be reviewed.
 - (d) The Board Chair will submit to the Senior Policy and Operations Committee one or more names for each vacancy. The Senior Policy and Operations Committee will make one or more nominations to the Board, who shall elect the new member(s).
6. To the extent possible, the Board will ask that those entities responsible for appointing or electing other external members to the Board, give due consideration to the characteristics outlined in sections 1 and 2 and to any recent needs assessment provided to them by the Board.