

POLICY NAME	POLICY ON THE DEVELOPMENT AND REVIEW OF GOVERNING DOCUMENTS
Approving Body	Board of Governors
Initial Approval Date	Nominating, Governance and Ethics Committee: September 19, 2017 Board of Governors: October 5, 2017
Date of last review	May 18, 2023
Date of next review	May 2028
Executive Sponsor	Secretary-General

Related Documents	<ul style="list-style-type: none">• Procedure for the Development and Review of Governing Documents• Appendix A: Governing Document Template• Appendix B: Procedure Template• Appendix C: Governing Document Proposal Form
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PREAMBLE

The University pursues its mission in a manner that advances its goals, protects the integrity of all it does and maintains the confidence of all members of the University community. Faculty, staff and students are expected to conduct themselves according to ethical and behavioural standards that promote an environment of respect, trust and inclusion, where excellence can flourish.

University policies and regulations (“Governing Documents”), as approved by the Board of Governors and/or Senate, in accordance with their respective jurisdictions under the University *Statutes*, align the University’s activities with its mission, strategic priorities, and the principles of academic freedom, integrity, responsibility, equity and inclusiveness. Governing Documents also serve to promote good governance and sound management practices and standards of behaviour that support the University’s compliance with laws and regulations.

To this end, an institutional policy framework is necessary to ensure that the University formally approves and maintains Governing Documents in a cohesive, user-friendly, and consistent format, and that all individuals and units engaged in developing and maintaining Governing Documents follow a standard process with stated requirements.

PURPOSE AND SCOPE

Purpose

1. This Policy establishes a coordinated and consistent process for the development, approval, review, and repeal of Governing Documents and Procedures.

Scope

2. This Policy governs the lifecycle of Governing Documents and applies to all Executive Sponsors and their Delegates engaged in the development, review and administration of Governing Documents.

Unit Level Documents are not subject to the requirements and processes of this Policy and the Procedure for the Development and Review of Governing Documents.

Definitions

3. The following definitions apply to this Policy and accompanying Procedures:

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| 3.1 <i>Approving Body:</i> | University governance body under whose jurisdiction the Governing Document is approved (Board of Governors, Senate). |
| 3.2 <i>Executive Sponsor(s):</i> | The senior administrator(s) responsible for the development, approval, review, and repeal of a Governing Document. For the purposes of this Policy, Executive Sponsors are the President and Vice-Chancellor, the Provost and Executive Vice-President (Academic), the Vice-Presidents, the Deputy-Provost (Student Life and Learning), the Associate-Provost (Equity and Academic Priorities), the Secretary-General and the General Counsel. |
| 3.3 <i>Delegate:</i> | The position to which the Executive Sponsor may delegate authority for the development and review of a Governing Document. |
| 3.4 <i>Draft Governing Document:</i> | University Policy and/or Regulation in any stage of development, prior to approval by the Approving Body. |
| 3.5 <i>Governing Document:</i> | University Policy and/or Regulation approved by the Approving Body. |
| 3.5.1 <i>Policy</i> | <p>A <i>Governing Document</i> that is broad and general in nature and:</p> <ul style="list-style-type: none">• describes the University's position on a particular subject matter which has broad application;• articulates key principles, values, requirements, and responsibilities; |

- changes infrequently, and changes are subject to the approval of the Approving Body.

3.5.2 Regulation:
(including Codes¹ and Charters²)

A *Governing Document* that is administrative and prescriptive in nature and:

- provides guidance with respect to University activities;
- regulates actions and describes steps to follow for a particular outcome;
- identifies the scope of actions;
- provides for sanctions upon individuals;
- changes infrequently, and changes are subject to the approval of the Approving Body;
- contains procedural requirements.

3.6 Non-Substantive Revisions: Revisions that do not alter the meaning or scope of a *Governing Document*. Examples include correcting typographical and grammatical errors, resolving formatting issues, updating references to amended or repealed Governing Documents and references to University structures, programs, or position titles. From time to time, a Non-Substantive Revision may also involve minor language changes intended to improve clarity of the Governing Document without altering its intended meaning. Any other revisions to a Governing Document will follow the review process provided for by Procedure for the Development and Review of Governing Documents.

3.7 Secondary Document:

A document developed for the communication and implementation of a specific Governing Document. Secondary Documents include, but are not limited to: Procedures, Directives, Guidelines and other documents of the same nature.

3.7.1 Procedure:

A *Secondary Document* that supports and gives effect to a Governing Document. Procedures outline how a Governing Document is to be implemented.

3.7.2 Directive:

A *Secondary Document* that provides specific instruction or direction on how to perform an action or reach a goal, normally in relation to a Governing Document.

3.7.3 Guideline:

A *Secondary Document* that recommends an approach or provides additional information, normally in support of a Governing Document or Procedure.

¹ Such as codes related to student conduct or disciplinary matters.

² Such as the Charter of student rights. The Charter of McGill University is excluded.

3.8 Unit Level Document: A document that complies with legal or statutory requirements and that, by its purpose and scope, applies only to a specific faculty, school or unit.

General Provisions

4. Governing Documents shall be developed, approved, reviewed and repealed pursuant to this Policy and the Procedure for the Development and Review of Governing Documents.
5. To ensure proper governance oversight, Governing Documents, where appropriate, will provide for an annual reporting requirement to the Approving Body or a standing committee thereof.
6. A Governing Document must not overlap or contradict other Governing Documents. However, in the unlikely event of a conflict or contradiction between two or more Governing Documents, the matter will be referred to their respective Executive Sponsors who, in consultation with the Secretary-General, shall make a joint decision on the prevailing interpretation.
7. In the event of a conflict or contradiction between a Governing Document and the University *Statutes*, the *Statutes* shall prevail.
8. In the event of a conflict or contradiction between a Governing Document and a Unit Level Document, the Governing Document shall prevail.

New Governing Documents and Revisions to Existing Governing Documents

9. New Governing Documents and revisions to existing Governing Documents shall be formally approved by the Approving Body.
10. Executive Sponsors shall propose and develop new Governing Documents or propose revisions to existing Governing Documents in accordance with this Policy and the process established in the Procedure for the Development and Review of Governing Documents.
11. The Secretary-General may approve Non-Substantive Revisions to Governing Documents.
12. A Governing Document shall become effective upon approval by the Approving Body or at such a date as specified in the Governing Document or by the Approving Body.

Review of Governing Documents

13. The Secretary-General shall maintain a review cycle calendar and prompts Executive Sponsors when a review is due. Reviews of Governing Documents shall be conducted at least once every five years by the Executive Sponsor or the Delegate, measured from the most recent review or, as the case may be, from the revision date.
14. Notwithstanding section 13, Governing Documents may be reviewed at any time before the review date, on the initiative of the Executive Sponsor or the Approving Body, such as when:
 - a) the Governing Document may no longer be legislatively or statutorily compliant;

- b) the Governing Document may be in conflict with another Governing Document; or
 - c) the Approving Body or Executive Sponsor deems it as necessary in the best interests of the University.
- 15. A Governing Document shall remain in force during the review period to the extent that it is legislatively or statutorily compliant, in the best interests of the University and not in conflict with another Governing Document.

Development of Procedures and other Secondary Documents

- 16. Governing Documents shall be accompanied by Procedures, unless they contain built-in operational measures that give full effect to the Government Document.
- 17. Executive Sponsors are responsible for the development of Procedures in accordance with the requirements of the Procedure for the Development and Review of Governing Documents.
- 18. In exceptional circumstances, where a Governing Document must be established in a time-period too short to permit the completion of the process set out in the Procedure for the Development and Review of Governing Documents, Executive Sponsors may proceed first with the development of a Procedure or another Secondary Document, as appropriate, to apply in the interim period until the Governing Document is formally approved by the Approving Body, or for a period of up to 6 months from the date of issuance. Such an interim document is subject to the approval of the Executive Sponsors as a group. This group may also agree to renew the document, if necessary, in the best interests of the University.
- 19. Executive Sponsors are responsible for the communication and implementation of Governing Documents, including through the development of Directives and Guidelines as appropriate.

Repeal of Governing Documents

- 20. The repeal of a Governing Document must be formally approved by the Approving Body.
- 21. Executive Sponsors shall propose the repeal of Governing Documents in accordance with the process established in the Procedure for the Development and Review of Governing Documents.

Official Repository of Governing Documents

- 22. The Secretary-General shall maintain the University's official repository of all Governing Documents and Procedures. To that end, the Secretary-General shall:
 - a) Maintain up-to-date Governing Documents, procedure templates and related forms; and
 - b) Ensure that all amended and repealed Governing Documents are archived in accordance with McGill University Records Retention Schedule (MURRS).

AUTHORITY

23. This Policy is administered under the authority of the Secretary-General.
24. The Secretary-General is responsible for approving Procedures required to ensure the full implementation of this Policy.

POLICY REVIEW

25. The Secretary-General shall review this Policy at least once every five (5) years.

Legislative History:

Approved:

Nominating, Governance and Ethics Committee
Board of Governors

September 19, 2017
October 5, 2017

Minute 15.2.3

Revised:

Board of Governors

May 18, 2023

Minute 15.2.6