



Terms of Reference: Board's Human Resources Committee

1. PURPOSE

The Board's Human Resources Committee (BHRC) was established as a standing committee by the Board of Governors (the 'Board') as provided for in By-law No.1. The objectives of this Committee are to provide oversight and guidance on compensation, labour relations, executive performance, and human resources related matters.

2. AUTHORITY

The Board has delegated to the BHRC the authority to oversee and monitor human resources matters and any other matters assigned to them by the Board. They have also been delegated authority to provide advice, review and recommend matters for approval, or approve certain matters on behalf of the Board outlined under "Duties and Responsibilities" in these Terms of Reference. The BHRC will provide high level reporting on the decisions made on behalf of the Board to keep the Board informed of such matters.

Professional Advisors: The BHRC has the authority, with the consent of the Chair of the Board, to retain professional advisors as it deems appropriate to fulfilling its obligations under these Terms of Reference.

3. DUTIES AND RESPONSIBILITIES

Without restricting the generality of its role, and within its delegated authorities, the BHRC will have the following duties and responsibilities:

3.1. President

In relation to the President, the BHRC shall:

- Recommend to the Board for approval policies and processes, including any necessary revisions, governing the President Succession Plan Framework. This includes acting and interim appointments, search, appointment, reappointment, and performance review of the President.
- Recommend to the Board for approval, oversee and implement, and/or approve on behalf of the Board (where authorized), matters related to the search, appointment, reappointment, and performance review processes for the President in accordance with approved policies.
- Support the Chair of the Board in reviewing and determining the initial conditions of employment and any changes to the President's compensation.

3.2. Other Duties

- Develop an annual work plan.
- Initiate, investigate, and provide recommendations to the Board on agenda items.



- Provide regular reports to the Board on the Committee's activities, decisions, and progress in achieving its work plans.
- Provide advice and support to the Board Chair and University President as necessary.
- To request and receive human resources reports on a regular basis to keep the committee informed of key human resources and/or labour issues.
- To provide the President with advice, as appropriate, on specific personnel matters such as terms and conditions of employment, discipline, termination, or compensation for union-exempt employees.
- To ensure that policy is developed by management in specific areas of human resources management and compensation and to regularly review such policies and their implementation.
- To provide management with a general mandate prior to the commencement of negotiations of any collective bargaining agreement.
- To receive informal reports from management on the status of negotiations and provide advice, as appropriate, and to update the Board accordingly.
- To provide the Board with advice in relation to the ratification of any tentative agreement.
- To initiate, investigate and make recommendations to the Board on agenda matters.

4. COMPOSITION

Chair of the Board, Vice-Chair of the Board, President, and the chairs of the Board's Committees (all of which would be external members). The Chief Human Resources Officer shall be a resource to the committee as necessary. The Board Secretary will be the Secretary of the BHRC.

5. COMMITTEE CHAIR

Vice-Chair of the Board.

6. GOVERNANCE

The BHRC will adhere to the Board's governance practices and requirements outlined in the *Board Committee Policy* and *By-law No.1* regarding quorum, meeting schedules and procedures etc.

7. REVISION & APPROVAL HISTORY

- Reviewed by the BHRC: March 6, 2025
- Approved by the Board of Governors: March 31, 2025