

HUMAN RESOURCES COMMITTEE

Terms of Reference

1. Authority

- a) The Board Human Resources Committee (the “Committee”) is created and responsible to the Board of Governors (the “Board”) of Concordia University of Edmonton (the “University”).
- b) The Office of the University Secretariat shall provide administrative support to the Committee.
- c) The Committee shall function in accordance with the Bylaws of the Board of Governors, Section 13 “Board Committees”.

2. Mandate

The Committee shall monitor, evaluate, advise and make recommendations to the Board with respect to policies and procedures affecting staff working conditions at the University and matters for collective bargaining and related service contracts. The Committee shall also consider any other matters delegated to the Committee by the Board.

2.1 Collective Bargaining

The Committee will consider and propose changes in collective agreements and confirm the mandate for negotiating committees with the bargaining unit(s).

2.2 Staff Working Conditions

The Committee will regularly assess all staff benefit plans, including trends, develop policies, review and approve material changes to personnel policies of the University that are outside the Collective bargaining process and consider trends affecting such changes.

2.3 Senior Administrative Appointments & Reviews

This Committee will recommend the process for appointment of the President, as well as the roles, responsibilities, process for re-appointment and annual review of the President. The Committee will monitor the President’s effectiveness and provide advice to the Chair of the Board on the performance of the President. This committee will determine the tools by which the reviews are completed, and will consider other data, with reports and information as the Committee considers useful. They will review and recommend the compensation and all contractual terms and conditions for the President.

This committee will provide support to the President with respect to the compensation, responsibilities and performance of the Vice-Presidents. This committee will review all contractual terms and conditions for the Vice-Presidents on the advice of the President, which includes the Vice-Presidents’ roles, authority, duties, goals, contracts and annual compensation. This Committee will make reports and recommendations with respect to dismissals of Deans and Vice-Presidents on the advice and recommendation of the President.

2.4 Board Appointments & Reviews

This Committee will recommend the process for appointment of the Board Chair, as well as the roles, responsibilities, process for re-appointment and review of the Board Chair. The Committee will conduct Board member succession planning including the approval of the processes for member and committee member appointment and renewal.

The Committee will oversee the annual review of the Board Chair, the Committee Chairs and the Board and Committee members and will monitor the Board's effectiveness. This committee will determine the tool by which the reviews are completed and will annually report on an evaluation of the Board and its members. The Committee will annually review its terms of reference and will recommend to the Board any changes.

2.5 Reports, Advice & Trends

The Committee will monitor executive and university trends for compensation and benefits for senior institutional administrators and develop and maintain a compensation philosophy to be referenced.

3. Membership

The Committee shall consist of the Chair or Vice-Chair of the Board, the President & Vice-Chancellor, the Chancellor, at least three Board members and other individuals appointed by the Board. The Chair of the Committee will be appointed by the Chair of the Board. There will be no board members on this committee representing academic staff, non-academic staff or students. Non-voting members of the Committee will include the Director of Human Resources, and other individuals as determined by the President.

4. Roles and Responsibilities

Notwithstanding the provisions in Section 2, the Committee shall:

- a) Provide policy guidance, strategic guidance and oversight within the Committee Mandate;
- b) Maintain oversight, at the appropriate governance level, on institutional and strategic issues within the Committee Mandate; and
- c) Ensure that the working conditions, collective agreements, compensation, evaluation, and related matters support the University's strategic objectives.

5. Reliance on Management and Experts

In contributing to the Committee's discharging of its duties under these Terms of Reference, each member of the Committee shall be entitled to rely in good faith upon:

- a) Any report of a lawyer, accountant engineer, appraiser or other person whose profession lends credibility to a report made by such a person.

"Good faith reliance" means that the Committee member has considered the relevant issues, questioned the information provided and assumptions used, and assessed whether the analysis provided by management or the expert is reasonable. Generally good faith reliance does not require that the member question the honesty, competency and integrity of management or the expert unless

there is a reason to doubt the honesty, competency and integrity.

6. Limitations of Committee's Duties

In contributing to the Committee's discharging of its duties under these Terms of Reference, each member of the Committee shall be obligated only to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Nothing in these Terms of Reference is intended, or may be construed, to impose on any member of the Committee a standard of care or diligence that is in any way more onerous or extensive than the standard to which all Board members are subject.

7. Meetings

The Committee shall normally meet every month. The Committee Chair shall prepare and/or approve an agenda in advance of each meeting.

8. Annual Work Plan

The Committee will develop and approve an annual work plan to be provided to the Board for information.