

Terms of Reference of the Executive and Governance Committee of the Board of Governors

1. INTRODUCTION

The Executive and Governance Committee is a Standing Committee established to assist the Board in carrying out the affairs of the College in connection with all matters that may be properly referred to it by the Board of Governors and will also advise on governance matters pertaining to the College.

2. SCOPE OF ACTIVITY

- A. Advise the Board in respect of compliance with the Ministry of Training, Colleges and Universities and Board policy relating to governance.
- B. Review Human Resource strategies of the College with the exception of matters governed centrally under the College Employer Council (e.g. collective bargaining and benefits)
- C. Review reports from the College's Joint Health and Safety Committee annually.
- D. Review Board performance as a means of continuous improvement.
- E. Review the President's objectives and evaluate the President's performance for recommendation to the Board;
- F. Recommend the composition of a presidential search committee to conduct a search and if an emergent succession situation arises, recommend the appointment of a President.
- G. Make decisions regarding the composition of various committees.
- H. Oversee the recruitment of new Governors by:
 - H.1. establishing an annual cycle to review Board skills and determine preferred skill requirements of new Governors;
 - H.2. receiving and evaluating nomination applications to the Board; and
 - H.3. conduct interviews and make recommendations to the full Board.
- I. Nominate governor candidates to the full Board for the following:
 - I.1. Replacing retiring Governors
 - I.2. Continuing to a second term
 - I.3. Replacing the positions of Chair and Vice Chair

- J. Act on behalf of the Board during the summer as well as on other occasions when a quick decision is required and it is not practicable to achieve the requisite quorum of Governors.

3. COMPOSITION

The Executive and Governance Committee shall consist of the Chair, the Past Chair, the Vice-Chair, the President and the chairs of the other Standing Committees.

4. MEETINGS

Meetings will take place a minimum of six times a year. Quorum is simple majority.

5. MONITORING AND REPORTING

- A. Maintain a record of the meetings and report to the Board of Governors on the results of the foregoing activities.
- B. Perform any other activities consistent with these Terms of Reference, College's By-law and governing law, as the Committee or the Board deems necessary or appropriate.
- C. Review and assess the adequacy of these Terms of Reference at annually and submit the Terms of Reference to the Board of Governors for approval.