## ACADEMIC COUNCIL REPORT

| SESSION: | | ACTION REQUESTED: | |
|---|---|---|---|
| Public | ☒ | Decision | ☐ |
| Non-Public | ☐ | Consultation | ☒ |
| | | Information | ☐ |

TO:         Academic Council

DATE:       September 24, 2019

FROM:       Governance & Nominations Committee

SUBJECT:    Terms of Reference Review – Governance & Nominations Committee (GNC)

COMMITTEE MANDATE:

Section 1(a) of the GNC Terms of Reference lists one of the responsibilities of the committee as advising Academic Council on the establishment, terms of reference, composition, membership and retirement of its committees, including its own.

In accordance with the By-law No. 2 Implementation Plan presented to Academic Council in October 2018, the GNC has started reviewing the terms of reference & appointment procedures for the standing committees of Academic Council.

We are seeking Academic Council's feedback on the proposed changes to the GNC Terms of Reference.

BACKGROUND/CONTEXT:

Membership:
- Taking into consideration the challenges experienced filling the Faculty specific roles on the GNC, we are proposing that the seven Teaching Staff positions not be Faculty specific and that Faculty representation be one of the factors considered by the GNC when recommending appointments to the committee.

## Nominations

- When originally drafted, the nominations section referred to the Academic Council Executive Committee (ACX) because nominations formed part of ACX's mandate.
- Now that the GNC is established and meeting regularly, we are recommending that the section be updated to refer to the Governance & Nominations Committee as the committee responsible for nominations.

## NEXT STEPS:

1. Academic Council's feedback will be incorporated and presented to GNC at the October meeting for consideration.
2. GNC will make a recommendation for updated Terms of Reference for Academic Council's consideration and recommendation for approval by the Board of Governors.

## SUPPORTING REFERENCE MATERIALS:

- blacklined GNC Terms of Reference

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## 1. TERMS OF REFERENCE

The Governance & Nominations Committee ("Committee") is a standing committee of the ~~UOIT~~ university's Academic Council and is responsible for providing advice to Academic Council on its governance structure and processes, the nomination and election of new members, and Academic Council performance.

Specifically, the Committee will have the following responsibilities:

### (a) Governance

- Advise Academic Council on operations, efficient and effective structures supporting good governance, and Academic Council's relationship with other bodies at the university as established in the ~~UOIT~~ *university's Act* and By-Laws;

- Advise Academic Council on the establishment, terms of reference, composition, membership and retirement of its committees, including its own;

- Propose, oversee, and periodically review the governance policies of Academic Council and its committees and make recommendations to Academic Council for development and revision when appropriate;

- Establish, oversee, and periodically review the governance procedures, guidelines, and directives of Academic Council and revise when appropriate;

- Develop, implement and monitor procedures for assessing and/or improving the effectiveness of Academic Council and its committees; and

- Oversee the delivery of programs for the orientation and ongoing education of members of Academic Council and its committees on good governance practices.

### (b) Nominations

- Review and monitor the membership needs of Academic Council and its committees;

- Oversee the process of recruitment, selection, and election of new members of Academic Council and its committees and recommend appointments for approval by Academic Council in accordance with the ~~UOIT~~ *university's Act* and By-laws. In doing so, the Committee shall strive to achieve a balance of skills, expertise,

and knowledge among its membership, while reflecting the demographic and cultural diversity of the communities served by the university; and

- Oversee the nomination and selection of Academic Council's Vice-Chair from among the members of Academic Council.

## 2. MEETINGS

The Committee shall meet between six (6) and eight (8) times per year, or otherwise at the Committee's discretion.  In accordance with the ~~UOIT~~ *university's* Act and By-laws, the Committee shall conduct two types of meetings as part of its regular administration: Public and Non-Public.

## 3. MEMBERSHIP

The Committee shall be composed of:

- ~~One~~Seven (~~1~~7) elected Teaching Staff members of Academic Council~~Academic Council member, being a Teaching Faculty member or Tenured/Tenure Track member, from each Faculty~~
- One (1) Dean
- One (1) student member from Academic Council

### *Ex-officio*
- President & Vice-Chancellor (Chair)
- Provost & Vice-President, Academic
- Staff member of Academic Council (since there is only 1)
- Secretary of Academic Council (non-voting)

## 4. NOMINATION

~~The Academic Council Executive Committee will nominate m~~Members will be nominated through expressions of interest from Academic Council members.  When nominating candidates, the ~~Academic Council Executive~~Governance & Nominations Committee should ensure the Committee members represent the diverse perspectives of the different constituencies within the ~~UOIT~~university community, including a balanced representation of tenured/tenure-track faculty and teaching faculty.

## 5. QUORUM

Quorum requires that a majority of the Committee members entitled to vote be present.