



**BOARD OF GOVERNORS**  
**Governance, Nominations & Human Resources Committee (GNHR)**

**Thursday, October 22, 2022**

**2:00 p.m. – 4:25 p.m.**

[Videoconference](#)

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**Members:** Maria Saros (Chair), Laura Elliott, Mitch Frazer, Kathy Hao, Kori Kingsbury, Steven Murphy, Trevin Stratton

**Staff:** Krista Hester, Beth Partlow, Lauren Turner

**AGENDA**

No.	Topic	Lead	Allocated Time	Suggested Start Time
<b>PUBLIC SESSION – 2:00 p.m.</b>				
1	Call to Order	Chair	5	2:00 pm
2	Agenda (M)	Chair		
3	Conflict of Interest Declaration	Chair		
4	Chair's Remarks	Chair	10	2:05 pm
5	President's Remarks	Steven Murphy	10	2:15 pm
6	<b>Governance:</b>			
6.1	GNHR Terms of Reference Review* (D)	Lauren Turner	5	2:25 pm
7	<b>Policy:</b>			
7.1	Policy Against Violence in the Workplace*	Beth Partlow	10	2:30 pm
8	<b>Consent Agenda (M):</b>	Chair	5	2:40 pm
8.1	Minutes of the Meeting of May 26, 2022*			
9	<b>Other Business</b>	Chair		
10	<b>Adjournment (M)</b>	Chair		2:40 pm
<b>BREAK – 10 minutes</b>				
<b>NON-PUBLIC SESSION (material not publicly available)</b>				
11	Call to Order	Chair		2:50 pm

No.	Topic	Lead	Allocated Time	Suggested Start Time
<b>12</b>	<b>Conflict of Interest Declaration</b>	Chair		
<b>13</b>	<b>President's Remarks</b>	Steven Murphy	5	2:55 pm
<b>14</b>	<b>Governance</b>			
14.1	Strategic Discussion: Council of Universities "Leading Practices in Board Governance"	Lauren Turner	30	3:00 pm
14.2	2022-2023 Work Plan Review* (D)	Lauren Turner	5	3:30 pm
14.3	Board PD Work Plan 2022-2023* (D)	Lauren Turner	5	3:35 pm
14.4	2023 New Governor Orientation* (D)	Lauren Turner	10	3:40 pm
<b>15</b>	<b>Nominations</b>			
15.1	New Board Governors* (M)	Lauren Turner	15	3:50 pm
<b>16</b>	<b>Consent Agenda (M):</b>	Chair	5	4:05 pm
16.1	Minutes of the Meeting of May 26, 2022*			
<b>17</b>	<b>Other Business</b>	Chair		
<b>18</b>	<b><i>In Camera</i> Session (M)</b>	Chair	15	4:10 pm
<b>19</b>	<b>Termination (M)</b>	Chair		4:25 pm

Lauren Turner, University Secretary

## COMMITTEE REPORT

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**SESSION:**

Public   
Non-Public

  
**ACTION REQUESTED:**

Decision   
Discussion/Direction

  

**TO:** Governance, Nominations & Human Resources Committee (GNHR)

**DATE:** October 20, 2022

**FROM:** Lauren Turner, University Secretary

**SUBJECT:** Review of GNHR Terms of Reference

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**COMMITTEE MANDATE:**

- GNHR's responsibilities under its Terms of Reference include providing advice to the Board on its governance structure and processes, and matters pertaining to the organization of the Board and its committees.
- As part of the committee's mandate, it must conduct a periodic review of its Terms of Reference and recommend revisions to the Board when appropriate.
- The Committee is therefore asked to review its Terms of Reference.

**BACKGROUND/CONTEXT & RATIONALE:**

- The last revision to the Terms of Reference was made in June 2021 in the context of the restructuring of the Board's Audit & Finance and Investment Committees.

**COMPLIANCE WITH POLICY/LEGISLATION:**

- This is compliant with the Act and By-laws.

**NEXT STEPS:**

- The University Secretary will record revisions, if any, and present proposed updates to the Board of Governors.
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**SUPPORTING REFERENCE MATERIALS:**

- GNHR Terms of Reference

## **BOARD OF GOVERNORS**

### **Governance, Nominations and Human Resources Committee**

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#### **1. TERMS OF REFERENCE**

The Governance, Nominations and Human Resources Committee is a standing committee of the university's Board of Governors and is responsible for providing advice to the Board on its governance structure and processes, the nomination and election of new members and board performance, and matters concerning the university's human resources policies, strategies and plans.

The Governance, Nominations and Human Resources Committee is empowered with decision-making authority on behalf of the Board of Governors with respect to the setting of human resources policies, compensation plans and collective bargaining mandates.

The Committee will also consider such other matters that are delegated to the Committee by the Board of Governors.

Specifically, the Governance, Nominations and Human Resources Committee will have the following responsibilities:

##### **i) Governance**

- Advising the Board on matters pertaining to the organization of the Board of Governors and its committees and the Board's relationship with other bodies at the university as established in the university's Act and By-Laws.
- Periodically reviewing the university's By-Laws and other policies of the Board and its committees, and relevant university policies, making recommendations to the relevant governing body or administrative department for development and revision when appropriate.

##### **ii) Nominations**

- Overseeing the process of recruiting, selecting and electing new governors and recommending their appointment to the Board, in accordance with the university's Act and By-laws. In doing so, the Committee will 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.
- Overseeing the development of programs for the orientation and ongoing education of governors on university operations, matters affecting the post-secondary education sector, and good governance practices.

- Developing, implementing and monitoring procedures for assessing the effectiveness of the Board and its committees.
- Overseeing the nomination and election of a Chair and Vice-Chair(s) from among the external governors of the Board.
- Assessing the leadership needs of the Board, and in consultation with committee chairs, recommend Chair, Vice-Chair, and individual member assignments for each of the standing committees.

### iii) **Human Resources**

- Establishing collective bargaining mandates for the university's representatives engaged in negotiation of collective agreements with certified bargaining agents representing persons employed at the university
- Establishing human resources policies that govern terms and conditions of employment of university staff and faculty.
- Establishing changes to the compensation of university staff and faculty not represented by a bargaining agent.

## **2. MEETINGS**

The Committee will meet at least four (4) times per year, or otherwise at the Committee's discretion. In accordance with the university's Act and the Board of Governors Meeting Policy and Procedures, the Committee will conduct three types of Meetings as part of its regular administration: Public, Non-Public and *In Camera* (when required).

## **3. MEMBERSHIP**

The Committee will be composed of:

- Between three (3) and seven (7) external governors.

The Chair and Vice-Chair will be selected from among the external governors.

## **4. QUORUM**

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

## COMMITTEE REPORT

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**SESSION:**

Public   
Non-Public

**ACTION REQUESTED:**

Decision   
Discussion/Direction   
Information

Financial Impact  Yes  No

Included in Budget  Yes  No

**TO:** Governance, Nominations & Human Resources Committee

**DATE:** October 20, 2022

**PRESENTED BY:** Beth Partlow, Director, Human Resources

**SLT LEAD:** Jamie Bruno, Chief Transformation and Organization Culture Officer

**SUBJECT:** Policy Review Update: Policy Against Violence in the Workplace

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**BACKGROUND/CONTEXT & RATIONALE:**

- With the introduction of the university's *Respectful Campus Policy* in spring 2021– a dedicated framework governing the prevention of harassment and discrimination across the university – an interim *Policy Against Violence in the Workplace* was affirmed in May 2021.
- Prior to this, a single policy captured preventative and responsive practices and procedures related to incidents of harassment, discrimination, and violence in the workplace.
- Following broad consultation during spring and summer 2021, the formal *Policy Against Violence in the Workplace* was presented and approved by GNHR in October 2021.
- Since October 2021, neither the university's human resources unit nor its human rights office has received a complaint pursuant to this policy.
- As part of the university's annual review process, outreach to each of our joint health and safety committees was recently initiated and concluded.
- The extent of the feedback from the committees was reserved for grammatical changes and contextual revisions to existing language within the policy. These revisions have been accepted in whole or in part as noted in Appendix A.
- As assigned policy owner, it is the recommendation of the Chief Transformation and Organization Culture Officer that with these proposed changes, the policy continues to fully comply with the expectations of the governing legislation. Further, the policy maintains appropriate and responsive measures to responsibly support the reporting and management of complaints.

**IMPLICATIONS:**

- The approval of the policy review will allow the University to continue to support staff in a responsible and responsive manner when managing a complaint under the policy.

**NEXT STEPS:**

- The University will continue its work to administer the provisions of this policy, and to record and review relevant information that will inform the next annual review.

**APPENDIX A: Summary of Proposed Revisions**

Section	<i>Applicable to both the Policy and the Procedures.</i> (2) Definitions
Proposed Revision	References to “an worker” to be replaced with “a worker”.
Recommendation	Accepted.
Section	(6) “This Policy is not geographically limited, and applies to any employment activity, including employment activities that occur outside the normal place of work, and employment activities that occur outside of normal working hours.”
Proposed Revision	Insert “online work” as an example of employment activities that occur outside the normal place of work.
Recommendation	Accepted, in part.  Although this section refers to “any employment activity”, which would appropriately capture work being undertaken from a remote location, the recommendation below responds to programming launched by the university as part of its pilot Flexible Workspace Program.  <i>(6) This Policy is not geographically limited and applies to any employment activity, including but not limited to, employment activities that occur outside the normal place of work, employment activities occurring away from campus locations as part of any approved hybrid or remote work arrangement, and employment activities that occur outside of normal working hours.</i>
Section	13.1(c) Roles and Responsibilities – Employees  “If the Employee's supervisor is involved in the incidents at issue, the information should be reported directly to the administrator who the Employee's supervisor reports to...”
Proposed Revision	Clarity to simplify language.
Recommendation	Accepted. Amend portion of section 13.1(c) as follows:  “If the Employee’s supervisor is involved in the incidents at issue, the information should be reported directly to the <b>person to whom the Employee’s supervisor reports...</b> ”



Section	14(2) Office of Campus Safety “OCS will, as often as is necessary: a. assign an OCS Employee to secure the scene of an actual or attempted incident of Workplace Violence, taking care to preserving evidence and gather witness statements from the scene;”
Proposed Revision	Replace “preserving” with “preserve”.
Recommendation	Accepted.
Section	<i>Applicable to both the Policy and the Procedures.</i> Related Policies, Procedures and Documents
Proposed Revision	Add: Respectful Campus Policy
Recommendation	Accepted.



## BOARD OF GOVERNORS

### Governance, Nominations & Human Resources Committee (GNHR)

Minutes of the Public Session of the Meeting of May 26, 2022

2:00 p.m. – 2:30 p.m., Videoconference

**Members:** Maria Saros (Chair), Laura Elliott, , Frances Garwe, Kathy Hao, Kori Kingsbury, Steven Murphy, Dietmar Reiner,

**Regrets:** Mitch Frazer, Trevin Stratton

**Staff:** Jamie Bruno, Sarah Cantrell, Krista Hester, Lori Livingston

**Guests:** Mike Eklund, Christine McLaughlin, Dwight Thompson

#### 1. Call to Order

The Chair called the meeting to order at 2:00 p.m.

#### 2. Agenda

*Upon a motion duly made by D. Reiner and seconded by L. Elliott, the Agenda was approved as presented.*

#### 3. Conflict of Interest Declaration

None.

#### 4. Chair's Remarks

The Chair welcomed everyone, noting it was the last GNHR meeting of the academic year and thanked faculty, staff and board members. She noted it would be great to see board members in person when possible.

#### 5. President's Remarks

The President reminded everyone that Convocation is on campus June 8 to 10. This year students will be graduating with their Faculties (each Faculty will have their own ceremony). Further, we are holding Convocation on Polonksy Commons which will bring more students and their families to the university. He noted that we are very much looking forward to Convocation and he encouraged governors to participate if their schedules allow.

The President also noted that we are continuing with the masking mandate throughout the summer months as we are hearing that people feel safe. Numbers are trending in the right direction and our eyes are directed to the fall. Our vaccine policy has been put in abeyance but can be brought back if required. We are continuing to work with our public health officials and units to plan for the summer and thinking ahead to the fall.

The President concluded his remarks by noting that later in the meeting we are talking about governance renewal (as are all boards at this time of the year). He recognized M. Saros' leadership around strategic recruitment using our skills matrix and diversity lens.

## **6. Governance**

### **6.1 Board Schedule 2022-2023**

The Chair noted that the schedule was included for governors' information and any discussion.

L. Elliott inquired about a previous discussion about the possibility of committee meetings being held virtually while Board meetings would be held in person. It was agreed that this would be the preference and M. Saros will raise this at the full Board meeting in June. D. Reiner commented that it is a great opportunity for governors to socialize and see the campus, combined with a meeting plus a proposed dinner. Options can be discussed at the upcoming Board meeting. K. Kingsbury noted that it would be a great opportunity to perform a survey in advance that was focused on modes of meeting.

D. Reiner also reminded folks that we had cancelled the strategic retreat, however, it may make sense to plan for something for early in the fall and have an up front strategic discussion to feed into that process. M. Saros agree and noted that we would bring that as well to Board to plan.

## **7. Nominations**

### **7.1 Election Results**

K. Hester noted that there was one open student vacancy for a one-year term. J. Sankarlal was the only individual that was nominated and therefore acclaimed. He is not a current student but is eligible as he was re-elected as Student Union President for 2022-2023.

*Upon a motion duly made by K. Kingsbury and seconded by E. Elliott that pursuant to the recommendation of the Chief Electoral Officer, the Governance, Nominations and Human Resources Committee hereby recommends the appointment of the following successful candidate in the 2022 Board Election for the specified term:*

- *Joshua Sankarlal to the Board of Governors as the elected Student Governor for the term of September 1, 2022 until August 31, 2023.*

## **8. Consent Agenda:**

8.1 Minutes of the Meeting of March 31, 2022

*Upon a motion duly made by D. Reiner and seconded by S. Murphy, the Consent Agenda was approved as presented.*

## **9. For Information**

9.1 Annual Pension Report

9.2 Respectful Campus Policy and Procedures for Employees

9.3 GNHR Annual Board Report

## **10. Other Business**

## **11. Adjournment**

*Upon a motion duly made by K. Kingsbury, the public session adjourned at 2:19 p.m.*