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## **Human Resources Committee (HRC)**

### **Terms of Reference**

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#### **AUTHORITY**

The “**Human Resources**” Committee is established by the Board of Governors and reports to the Board through the Committee Chair. The Committee Chair shall provide leadership to the Committee members in fulfilling the mandate set out in these terms of reference.

#### **PURPOSE**

The purpose of the Human Resources Committee (“the Committee”) is to assist the board in fulfilling its responsibilities with respect to the human resources required to achieve the college’s objectives.

#### **ROLES AND RESPONSIBILITIES**

The Human Resources Committee, as delegated by the Board of Governors, shall oversee and provide direction to the Board in the following primary areas:

1. Human Resource Strategy
2. Appointment, Performance Evaluation and Compensation of the CEO
3. Regulatory Compliance & People Risk

As well, the Committee will be responsible for such other matters that may be assigned to them from time to time. The Committee Chair shall work with the President & CEO and the Board Chair in planning Committee meetings and agendas. The Senior Executive Associate/Board Coordinator shall assist the Committee Chair in administrative duties related to meeting agenda’s and minutes.

#### **1. Human Resource Strategy**

With respect to human resources strategy, the Committee shall oversee management’s key strategies related to talent, compensation philosophy and principles, human resource metrics and analytics and overarching capacity to carry out the college’s objectives.

- Review President & CEO developmental activities and develop the President & CEO Succession and Recruitment plans.

## **2. Appointment, Performance Evaluation and Compensation of the CEO**

### President & CEO Contract (Terms and Conditions of Employment)

- In conjunction with the President & CEO, annually review the roles and responsibilities of the President & CEO.
- Annually review President & CEO employment contract terms and conditions.

### President & CEO Performance Agreement

With support from the Executive, and/or outside consultants as required, the Committee shall:

- Annually, following the annual board retreat, develop, on behalf of the Board, the President & CEO Performance Agreement.
- Monitor strategic and market changes during the year that may require adjustments to plans and priorities which may need to be reflected in the President & CEO Performance Agreement, or the evaluation criteria.

### President & CEO Evaluation Guide

- Annually update the President & CEO Evaluation Guide to reflect the priorities, weighting and methods by which the performance of the President & CEO will be evaluated.

### Mid-Year and Year-End President & CEO Evaluation

- Manage the process for the mid-year and annual performance evaluation of the President & CEO.

## **3. Regulatory Compliance & People Risk**

### Occupational Health & Safety (OH&S) Monitoring

- Monitor the College's health and safety performance regarding the College's health and safety programs.

### Labour Relations

- Monitor and provide direction regarding the college's labour relations situation, and review collective bargaining approaches and major issues.

## MEMBERSHIP

The Committee shall be composed of:

- Chair, Board of Governors
- Vice Chair, Board of Governors
- Chair, Governance Committee
- Chair, Finance and Audit Committee

The Vice Chair, Board of Governors shall serve as Committee Chair. In the event that the Vice Chair, Board of Governors is also Chair of the Governance or Finance and Audit Committee then the Human Resources Committee will consist of three members.

The President and CEO shall serve as a non-voting ex-officio member of the committee and will not count in quorum.

The Committee composition and terms of reference shall be revisited every two (2) years.

These terms of reference may be amended as required, subject to approval by the Board.

## ROLES AND RESPONSIBILITIES

- As per Bylaw 7.10.4, the committee chair shall report to the Board on a regular basis.
- The Vice President, People & Culture and the Board Coordinator will be resources to the Committee.
- As per BP No.5 – We Delegate Authority to the President: “we delegate our authority and assign responsibility to the College’s President to carry out the College’s plans and programs on our behalf.”
- The Board of Governors values a participatory relationship with the President & CEO and also respects independency where perceived or real conflict of interest may exist.

ROLES AND RESPONSIBILITIES	FREQUENCY	HUMAN RESOURCES COMMITTEE			BOARD APPROVES
		REVIEWS	APPROVES	RECOMMENDS	
<b>HUMAN RESOURCES STRATEGY</b>					
1. College human resources strategy and philosophy	Annually	✓			
<b>APPOINTMENT, PERFORMANCE EVALUATION AND COMPENSATION TO THE CEO</b>					
2. CEO Roles and Responsibilities	Annually	✓		✓	✓
3. CEO Contract Terms and Conditions	Annually	✓		✓	✓
4. CEO compensation annual review	Annually	✓		✓	✓
5. CEO development plan	Annually	✓	✓		

6. CEO succession and recruitment plan annual review	Annually	✓		✓	✓
7. CEO emergency succession plan annual review	Annually	✓	✓		
8. CEO Mid-year Check-in	Annually	✓		✓	✓
9. Complete the annual CEO Check-in	Annually	✓		✓	✓
<b>REGULATORY COMPLIANCE &amp; PEOPLE RISK</b>					
10. OH&S performance	Annually	✓			
11. OH&S Reports Review	Quarterly	✓			
12. Labour Relations and collective bargaining	As required	✓		✓	✓
<b>MONITORING AND REPORTING</b>					
13. CEO Expense Reports Review	Quarterly	✓	✓		
14. CEO Absence Report Review	Quarterly	✓	✓		
15. Committee Terms of Reference Review	Biennially	✓	✓		✓
16. Committee Work Plan Review	Annually	✓	✓		✓
17. Human resources practices and plans	Annually	✓	✓		

All items included in the Roles and Responsibilities, and Work Plan that require approval, will be recommended by the Human Resources Committee at the following Board meeting for Board of Governors approval.

<b>TOR Name</b>	Human Resources Committee Terms of Reference
<b>Approval Date</b>	June 7 10, 2021
<b>Date Effective</b>	June 7, 2021
<b>Historical Review Dates</b>	October 24, 2016, October 18, 2017, October 16, 2018, May 20, 2020
<b>Next Review Date</b>	2023
<b>Monitoring and Frequency</b>	The committee terms of reference are reviewed every two years as indicated.
<b>Policy Custodian</b>	Board Coordinator