



Procedures of the Board

The Board of Governors is constituted as described in Part VI, Sections 18 to 34 of the University Act (R.S. Chap 468). Section 26 (1-3) provides details for meetings of the Board.

1. ELECTION OF CHAIR AND VICE CHAIR

- 1.1 The Chair of the Board shall be elected annually, from among the members appointed by the Lieutenant Governor in Council, at the last statutory meeting before the summer recess.
- 1.2 The Vice-Chair of the Board shall be elected annually, from among the members appointed by the Lieutenant Governor in Council, at the last meeting before the summer recess. The Vice-Chair becomes Acting Chair in the absence of the Chair.
- 1.3 Upon request of at least one (1) Board Member at the meeting, the elections referred to in 1.1 and 1.2 will be held by secret ballot.

2. CHAIR

- 2.1 The Chair shall recommend to the Board the committees necessary for the effective functioning of the Board. (See Section 27(2)(c) University Act.)
- 2.2 The Chair shall appoint the chairs and the Board members on each committee of the Board annually one month before the first fall meeting. The Chair will consider Board members areas of interest and the need for broad representation when making these appointments.
- 2.3 In the event of the Chair resigning or being unable to fulfill the duties of Chair, the Vice-Chair will assume the role of Chair.- an election for

a Chair and Vice-Chair as soon as it is practical to do so.

MEETINGS

- 3.1 Meetings of the Board will be held in accordance with Section 26(1) of the University Act.
- 3.2 The time and place of meetings will be established by the Chair.

4. DUTIES

- 4.1 Members of the Board of Governors must carry out their functions with integrity, independence, good faith, and prudence of a reasonable individual.
- 4.2 Each member of the Board has a duty with other Board members to act in the best interests of the University (See Section 19.1 University Act). Each member, no matter how they come to be a member, has a responsibility only to the University. This is a public responsibility because the University is a public body. Any member, once

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6. EXECUTIVE AND GOVERNANCE COMMITTEE

- 6.1 The Executive and Governance Committee shall consist of the Chair of the Board as Chair, Vice-Chair, Chancellor, President, the Chairs of each of the standing committees of the Board, and one elected member appointed by the Board Chair.
- 6.2 The Executive and Governance Committee shall have such powers as given to it by e]0 ti

7. FINANCE COMMITTEE

- 7.1 This Committee is charged with consideration of all matters regarding finance at the University.
- 7.2 This Committee shall deal with matters pertaining to the final agreements on remuneration and terms of employment of faculty and staff within the University as related to budget; to fees for university activities as defined by Section 27(1) of the University Act;

9.4.12 The Committee reviews the budget, staffing and resources of the Internal Audit function and makes recommendations to the Vice President Finance and Operations.

9.4.13 The Committee approves the internal auditor's audit plan

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- 10.3 Its members shall be independent of management, shall not be employees, and shall have knowledge and experience of human resource management.
- 10.4 The Committee shall consist of the Chair of the Board and four additional Order-in-Council members of the Board appointed by the Chair and shall be chaired by the Chair of the Board or designate.
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