Nipissing University Board of Governors Committee Framework

June 2026

Board of Governors Executive and Human Resources Committee Terms of Reference

June 2026

Terms of Reference

1.0 Role

The Executive and Human Resources Committee shall have power and authority to act for the Board, between meetings of the Board, in the management of the affairs of the University for the interests of the University. Except at the expressed invitation of the Chair of the Board or the President & Vice-Chancellor, meetings of the Executive and Human Resources Committee shall be in-camera.

2.0 Responsibilities

2.1 The Executive and Human Resources Committee is authorised to act on urgent matters in instances where time does not permit the convening of regular or special meetings of the Board. The Committee may also address issues that arise during the summer months which do not justify the calling of special meetings, as well as undertake any additional responsibilities that may be delegated to it by the Board.

2.2 Develop the agenda for the Board meetings.

2.3 Approve the terms and conditions of employment of the President & Vice-Chancellor and to enter into such contracts in this regard. To assess the President's compensation in relation to the annual performance review of the President & Vice-Chancellor as conducted by the President's Annual Review Committee.

2.5 To recommend to the Board when a Presidential search or review for renewal should be undertaken.

2.6 On the recommendation of the President & Vice-Chancellor, recommend to the Board the appointment of senior administrators as dictated by the policy and/or as may be designated from time to time.

2.7 On behalf of the Board, serve as an advisory body and provide direction to the President for the negotiation of collective agreement for all bargaining unit employees.

2.8 To ensure compliance with directives from the Ministry of Colleges, Universities, Research Excellence and Security (MCURES) as they arise. This includes reviewing, considering, and implementing any guidance, instructions, or requirements provided by the Ministry in a timely manner, ensuring that the University remains compliant with all relevant regulations and standards.

2.9 On behalf of the Board, serve as an advisory body to administration for the compensation and terms and conditions of work for employees excluded from bargaining units.

2.10 To ensure that policy is developed in specific areas of human resources management and compensation and to regularly review such policies and their implementation.

2.11 Receive and review the annual work plans of the Board standing committees.

2.12 To be proactive in referring issues to committee.

2.13 To deal with such other matters as may be referred to by the Board from time to time.

2.14 At the first meeting of the year or as soon thereafter as practical, develop an annual work plan for presentation and adoption of the Executive Committee.

3.0 Membership

Chair of the Board
Vice-Chair of the Board
Vice-Chair Pro Tem of the Board
Chairs of Standing Committees
Vice-Chairs of the Standing Committees
The President & Vice-Chancellor
The Chancellor

4.0 Meetings and Sub-Committee Meetings

The Committee will meet up to six (6) times annually, or more frequently at the request of the Board.

Sub-committees may be established as deemed necessary to address specific areas of work, provide detailed analysis, or support the main committee in fulfilling its mandate. Sub-committees shall consist of members appointed by the main committee.

5.0 Term

Members shall serve a term of one (1) year, aligned with the Board year, commencing on July 1 and concluding on June 30 of the following year. Reappointment for subsequent terms is permitted, subject to committee requirements and member performance.

Members appointed mid-year shall serve a prorated term ending on June 30.

6.0 Chair and Vice-Chair

The Chair and Vice-Chair are elected by the Board from among the non-constituent members of the Board of Governors.

The Chair shall:

- Call meetings of the Committee (through the University Secretary);
- Chair meetings of the Committee; and
- Report to the Board on the work of the Committee.

In the absence of the Chair, the Vice-Chair will preside over meetings of the Committee.

7.0 Quorum

A majority (50% +1) of all voting members of a Board Committee must be present in order to meet quorum.

For voting purposes, once quorum is achieved, approval by the majority of the voting members present shall be sufficient to carry a motion.

8.0 Reporting

The Committee shall prepare an annual report for submission to the Board for approval at the June Board meeting.

Minutes and recommendations shall be submitted to the Board following each meeting.

Board of Governors
Audit & Finance Committee
Terms of Reference

June 2026

Terms of Reference

1.0 Role

The Audit & Finance and Finance Committee is responsible to the Board of Governors for ensuring the University's financial health through financial reporting, internal controls, review of auditing practices, budget approvals, Trust and Endowment Fund investments, risk management, and oversight of both internal and external audit activities. The Committee is also responsible to the Board for developing and recommending policies and recommendations related to all financial and campus property matters.

2.0 Responsibilities

2.1 To develop and recommend to the Board general policies on financial matters.

2.2 To develop and recommend to the Board general policies relating to the maintenance and upgrading of all University buildings and property.

2.3 To review and recommend the annual operating budgets, capital budgets, tuition fees and ancillary fees to the Board of Governors.

2.4 To recommend to the Board financing options for major capital projects.

2.5 To regularly review the financial performance of the University against budget.

2.6 To review and monitor all long-term debt and provide recommendations as appropriate.

2.7 To act as liaison between the auditor and the Board of Governors. Its activities shall include review of the subjects for internal audit, the appointment of the external auditors and the audit fee, overall scope and comprehensive plan of the external audit, results of the audit, internal financial controls and financial information for publication.

2.8 The Audit & Finance Committee shall meet with the external auditor, independent from management, to review audit results.

2.9 To review and recommend the University's annual audited financial statements for Board approval, including consideration of any significant findings or recommendations presented by the external auditor.

2.10 To oversee the investment of the University's Trust and Endowment funds in accordance with the Investment Policy and Guidelines for Trust and Endowment Funds.

2.11 To review and oversee the University's risk management framework. The committee will regularly review reports from management on key risk areas.

2.12 To advise regarding proposals relating to the overall Master Land Use Plan, for new structures, and to recommend to the Board of Governors the selection of consultants, engineers and architects in conformity with the established policy of the University. The Committee will recommend to the Board financing options for all major capital projects.

2.13 To deal with such other matters as may be referred to by the Board from time to time.

2.14 At the first meeting of the year or as soon thereafter as practical, develop an annual work plan for presentation and adoption of the Executive Committee.

3.0 Membership

A minimum of three (3) to a maximum of four (4) non-constituent Board Members
Vice-Chair of the Board
Vice-Chair Pro Tem of the Board
1 Faculty Board Member
1 Student Board Member
1 Full-time Non-Academic Board Member
Chair of the Board
President & Vice-Chancellor
Vice-Presidents (non-voting)

All committee members must possess financial literacy and be capable of understanding the University's financial statements or must acquire this competency within a reasonable time following their appointment. To support this, the Vice-President, Finance & Administration or another designated financial expert will provide appropriate training to ensure new members can effectively interpret financial statements.

4.0 Meetings and Sub-Committee Meetings

The Committee will meet at least four (4) times annually, or more frequently at the discretion of the Committee.

Sub-committees may be established as deemed necessary to address specific areas of work, provide detailed analysis, or support the main committee in fulfilling its mandate. Sub-committees shall consist of members appointed by the main committee.

5.0 Term

Members shall serve a term of one (1) year, aligned with the Board year, commencing on July 1 and concluding on June 30 of the following year. Reappointment for subsequent terms is permitted, subject to committee requirements and member performance.

Members appointed mid-year shall serve a prorated term ending on June 30.

6.0 Chair and Vice-Chair

The Chair and Vice-Chair will be selected from among the non-constituent Board members determined by the Executive Committee of the Board of Governors.

The Chair shall:

- Call meetings of the Committee (through the University Secretary);
- Chair meetings of the Committee; and
- Report to the Board on the work of the Committee.

In the absence of the Chair, the Vice-Chair will preside over meetings of the Committee.

7.0 Quorum

A majority (50% +1) of all voting members of a Board Committee must be present in order to meet quorum.

For voting purposes, once quorum is achieved, approval by the majority of the voting members present shall be sufficient to carry a motion.

8.0 Reporting

The Committee shall prepare an annual report for submission to the Board for approval at the June Board meeting.

Minutes and recommendations shall be submitted to the Board following each meeting.

Board of Governors
Community Relations & Fundraising Committee
Terms of Reference

June 2026

Terms of Reference

1.0 Role

The Community Relations and Fundraising Committee is responsible to the Board of Governors for guiding and supporting the University's advancement efforts, including fundraising, alumni engagement, community relations, strategic communications, government and public relations. The Committee ensures these activities align with the University's strategic priorities and the Truth and Reconciliation Commission of Canada's Calls to Action.

2.0 Responsibilities

2.1. To interpret and support the objectives of the Strategic Plan as they relate to advancement and community relations.

2.2 To provide strategic and policy guidance on fundraising, donor relations, and stewardship.

2.3 To oversee the development, maintenance, and advancement of plans and priorities related to fundraising and community relations.

2.4 To recommend and monitor long-term fundraising activities and annual fundraising targets to the Board of Governors.

2.5 To establish criteria for the recognition of donor gifts to the University.

2.6 To foster and maintain strong internal and external relationships with the broader community, including government bodies, media organizations, and the general public.

2.7 To foster and maintain strong relationships of reciprocity with First Nations communities, that honour our Treaty relationships (Waawiindamaagewin – mutual promises) for the next seven generations, through ethical financial stewardship.

2.8 To support marketing, communications, and branding efforts aligned with philanthropic goals.

2.9. At the first meeting of the year or as soon thereafter as practical, develop an annual work plan for presentation and adoption of the Executive Committee.

3.0 Membership

A minimum of two (2) to a maximum of four (4) non-constituent Board Members
1 Faculty Board Member
1 Student Board Member
1 Full-Time Non-Academic Board Member
Indigenous Council on Education Member
Chief of Nipissing First Nation (or Designate)
Alumni Board Member
Mayor or Designate
Chair of the Board
President and Vice-Chancellor
Chancellor
Vice-Presidents (non-voting)

4.0 Meetings and Sub-Committee Meetings

The Committee will meet at least three (3) times annually, or more frequently at the discretion of the Committee.

Sub-committees may be established as deemed necessary to address specific areas of work, provide detailed analysis, or support the main committee in fulfilling its mandate. Sub-committees shall consist of members appointed by the main committee.

5.0 Term

Members shall serve a term of one (1) year, aligned with the Board year, commencing on July 1 and concluding on June 30 of the following year. Reappointment for subsequent terms is permitted, subject to committee requirements and member performance.

Members appointed mid-year shall serve a prorated term ending on June 30.

6.0 Chair and Vice-Chair

The Chair and Vice-Chair will be non-constituent Board members determined by the Executive Committee of the Board of Governors.

The Chair shall:

- Call meetings of the Committee (through the University Secretary);
- Chair meetings of the Committee; and

- Report to the Board on the work of the Committee.

In the absence of the Chair, the Vice-Chair will preside over meetings of the Committee.

7.0 Quorum

A majority (50% +1) of all voting members of a Board Committee must be present in order to meet quorum.

For voting purposes, once quorum is achieved, approval by the majority of the voting members present shall be sufficient to carry a motion.

8.0 Reporting

The Committee shall prepare an annual report for submission to the Board for approval at the June Board meeting.

Minutes and recommendations shall be submitted to the Board following each meeting.

Board of Governors
University Governance Committee
Terms of Reference

June 2026

Terms of Reference

1.0 Role

The University Governance Committee is responsible to the Board for general governance issues, including Board evaluation, selection of new members and committee membership.

2.0 Responsibilities

2.1 To recruit members of the Board from the public-at-large and, according to the established Board Appointment Protocol Policy, present its choices as nominees to the board no later than at the annual meeting according to General Bylaws of the Board.

2.2 Following the Election of Board Officers Policy, recommend to the Board nominations for Chair of the Board, Vice-Chair of the Board, and Vice-Chair Pro Tem of the Board at the annual meeting.

2.3 To review and make recommendations with respect to the Board Bylaws every three years for presentation to the Board Executive Committee and the Board for approval.

2.4 To enhance governance through ongoing assessment of governance issues, including shared governance, and make recommendations if appropriate.

2.5 To conduct an annual Board evaluation.

2.6 To be responsible for initial and ongoing professional development of all Board members.

2.7 To review and make recommendations on the University Policy Framework every three years for presentation to the Board Executive Committee and the Board for approval.

2.8 To deal with such other matters as may be referred to by the Board from time to time.

2.9 At the first meeting of the year or as soon thereafter as practical, develop an annual work plan for presentation and adoption of the Executive Committee.

3.0 Membership

A minimum of two (2) to a maximum of four (4) non-constituent Board Members
1 Faculty Board Member
1 Student Board Member
1 Full-time Non-Academic Board Member
Chair of the Board
President & Vice-Chancellor
Vice-Presidents (non-voting)

4.0 Meetings and Sub-Committee Meetings

The Committee will meet at least three (3) times annually, or more frequently at the discretion of the Committee.

Sub-committees may be established as deemed necessary to address specific areas of work, provide detailed analysis, or support the main committee in fulfilling its mandate. Sub-committees shall consist of members appointed by the main committee.

5.0 Term

Members shall serve a term of one (1) year, aligned with the Board year, commencing on July 1 and concluding on June 30 of the following year. Reappointment for subsequent terms is permitted, subject to committee requirements and member performance.

Members appointed mid-year shall serve a prorated term ending on June 30.

6.0 Chair and Vice-Chair

The Chair and Vice-Chair will be selected from among the non-constituent Board members determined by the Executive Committee of the Board of Governors.

The Chair shall:

- Call meetings of the Committee (through the University Secretary);
- Chair meetings of the Committee; and
- Report to the Board on the work of the Committee.

In the absence of the Chair, the Vice-Chair will preside over meetings of the Committee.

7.0 Quorum

A majority (50% +1) of all voting members of a Board Committee must be present in order to meet quorum.

For voting purposes, once quorum is achieved, approval by the majority of the voting members present shall be sufficient to carry a motion.

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