



Overview:

The Governance Committee's role is to assist the Laurentian University Board of Governors in its governance and oversight responsibilities.

The Committee is responsible for monitoring governance developments and emerging best practices. The Committee will also monitor the Board's effectiveness and improvement of the Board's performance, policies and practices in a way that promotes transparency, integrity, accountability, and effective governance. The Committee is also responsible for identifying, recruiting, and recommending nominees for election as Governors and/or members of the Board Standing Committees, providing ongoing education and development for Governors and overseeing Board and Governor evaluations. In fulfilling this role, the Committee will pay particular attention to the tricultural mandate of the University.

Responsibilities:

Governance Responsibilities

1. Review the governance practices of the Board of Governors so that the principles of transparency, integrity, accountability, and effectiveness are respected by the Board, and make recommendations for change when warranted.
2. Develop and recommend to the Board a process for periodic review of Board performance and implement that process.
3. Monitor and review the structure of the standing committees and their terms of reference and make recommendations to the Board for change when warranted.
4. Review and make recommendations to the Board regarding proposed changes to governance documents, policies, procedures, special resolutions, and Bylaws at least every five years.
5. Review and recommend to the Board for approval the framework for delegation of decisions from the Board to executive management.
6. Oversee the orientation of new Board members, ongoing development and education of members and keep a record of the training provided.
7. Annually prepare and review a record of attendance at Board and Committee Meetings.

Nominating Responsibilities

8. Determine the process for recruitment and selection of Board members.
9. Recommend to the Board of Governors potential members in accordance with the skillsets, experience and other criteria which may be required by the Board and its Standing Committees.
10. Identify candidates and make recommendations to the Board of Governors, for nominations to the following positions:
 - a. Chair of the Board
 - b. Vice-Chair of the Board
 - c. Members of the Board Standing Committees
 - d. Chairs of the Standing Committees
11. In identifying potential members and making recommendations pursuant to paragraphs 9 and 10 above, the Committee will demonstrate the Board's commitment to increasing the participation of equity-seeking groups (including but not limited to, women, visible minorities, Indigenous persons, people with diverse gender identities and people with disabilities) and Francophone persons.

Membership:

12. The Committee shall be comprised of the following:
 - a. Voting members:
 - i. Chair of the Board (ex-officio)
 - ii. Vice-Chair of the Board (ex-officio)
 - iii. President and Vice-Chancellor (ex-officio)
 - iv. Between four and six voting members of the Board
 - b. Non-voting members:
 - i. University Secretary (ex-officio)
13. The Committee chair shall be appointed by the Board of Governors from among the voting members, in accordance with the General Bylaws.
14. The non-voting members of the Committee shall be excluded from the Committee's deliberations as appropriate.