

## BOARD EXECUTIVE SUMMARY

Board of GovernorsRECOMMENDATION ITEM

<b>Agenda Title</b>	Extension of Special Committee on Board Structure Mandate
<b>Agenda Item No.</b>	4
<b>Date of Meeting</b>	May 30, 2025
<b>Open/Closed session</b>	Open
<b>Proponent</b>	Danielle Vincent, University Secretary
<b>Presenter(s)</b>	Danielle Vincent, University Secretary

**1. PURPOSE**

To recommend to the Board of Governor's an extension to the Special Committee on Board Structure's mandate beyond the original deadline of May 31, 2025, to allow sufficient time for continued analysis, stakeholder consultation and thorough consideration of potential changes to board composition and governance practices.

**2. RESOLUTION TO CONSIDER:**

*BE IT RESOLVED*

*THAT the Board of Governors approve the extension of the Special Committee on Board Structure beyond the original deadline of May 31st, 2025, with a progress update and proposed timeline to be presented at the Board of Governors' meeting on October 17th, 2025, as recommended by the Special Committee on Board Structure, and as presented at its meeting on May 30th, 2025.*

**A Background of issue leading to the proposal**

A Special Committee was constituted following a resolution of the Board of Governors on April 25th, 2025 to evaluate the current Board structure and develop recommendations regarding the parameters for any necessary modifications to Board composition, with a mandate set to conclude by May 31st, 2025.

Following its initial meeting of May 12th, 2025, there is a need for additional time to define and implement a consultation process with labour partners, evaluate the risks and benefits of structural changes, and gather relevant case studies and sectoral practices to inform decision-making. As a result, the Board of Governors is being asked to consider an extension of its mandate, with a progress update and proposed timeline to be presented at the Board of Governors' meeting on October 17th, 2025, to ensure its recommendations are thorough, balanced, and responsive to institutional needs.

**B**      **Risk Analysis**

Using the list below, please note the specific institutional risk(s) this proposal addresses and/or raises. Definitions of each category can be found in the institutional enterprise risk management framework.

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<input type="checkbox"/> Strategic <input type="checkbox"/> Financial Viability <input type="checkbox"/> Research <input checked="" type="checkbox"/> <b>Culture and Values</b> <input type="checkbox"/> Teaching and Learning	<input type="checkbox"/> Environmental and Social Responsibility <input type="checkbox"/> Operational <input type="checkbox"/> Legal <input type="checkbox"/> People <input type="checkbox"/> Technological

There is a potential reputational risk to the university if it does not undertake a thorough analysis of adjustments to the composition of the Board of Governors as the exclusion of staff and faculty from voting roles could be viewed as a lack of commitment to shared governance and transparency.

**C**      **Financial Implications (where applicable):**

N/A

**D**      **Alignment with Strategic Objective or Plan of the University**

Please note below the University objective furthered by this proposal:			
Strategic Plan - Strategic Direction #:			
<input type="checkbox"/> 1 - Enhancing Our Student Experience	<input type="checkbox"/> 2 - Energizing Our Academic and Research Mission	<input type="checkbox"/> 3 - Building up the Communities We Serve	<input type="checkbox"/> 4 - Valuing and Supporting Our People
Other University Objective: <b>Driving Excellence in University Governance</b>			

This aligns with the strategic goal of **Driving Excellence in University Governance** by thoroughly evaluating the steps needed to enhance the inclusivity of the existing Board structure and composition.

**E**      **Other options considered (where applicable):**

N/A

**F**      **Next Steps and Communications Plan**

If the proposed extension is approved, the Special Committee on Board Structure will present a progress update and proposed timeline at the Board of Governors' meeting on October 17th, 2025.

**G**      **Appendices**

N/A