



BOARD OF GOVERNORS PROCEDURES

Annual Performance and Compensation Review for the President and Vice-Chancellor and the Vice-Presidents

1. Goals:

- 1.1. The Board of Governors is responsible for overseeing the President and Vice-Chancellor and for providing the support, authority and guidance necessary for the President and Vice-Chancellor to effectively manage the University's affairs.
- 1.2. Periodic reviews of the leadership of the President are important to this oversight. Periodic reviews of the leadership of the Vice-Presidents are also essential to ensure that executive goals overall are aligned with the University's strategic priorities.
- 1.3. As a supplement to regular communication between the President and the Board, these reviews provide an opportunity for constructive discussions about the University's performance and ways in which it might be improved. Such discussions are meant to encourage a robust and encouraging governance framework.

2. Responsibilities:

- 2.1. The Human Resources Committee ("the Committee") and the Board of Governors are responsible for the following:
 - Annual evaluation of the performance of the President and Vice-Chancellor
 - Annual review and approval of salary adjustments and performance-related pay for the President and Vice-Chancellor
 - Approval of salary adjustments and performance-related pay for the Vice-Presidents
- 2.2. The President and Vice-Chancellor is responsible for the following:
 - Annual evaluation of the performance of the Vice-Presidents
 - Annual recommendation to the Committee and the Board of Governors of any salary adjustments and performance-related pay for the Vice-Presidents

3. Scope

- 3.1. These procedures apply to the annual evaluation of the President and Vice-Chancellor and the Vice-Presidents.
- 3.2. These procedures are intended to guide the Committee and the Board of Governors, in fulfilling the responsibilities set out above.

4. Procedures

4.1. *Annual performance and compensation review – President and Vice-Chancellor*

- 4.1.1. In May of each year, the Committee will evaluate the President and Vice-Chancellor's performance over the past academic year and set their performance goals for the next academic year.
- 4.1.2. In order to carry out this responsibility, the Committee will be provided with:
 - Input from voting and non-voting members of the Board and, if requested by the Committee, from members of senior administration. This input will be solicited by the University Secretary and presented by way of a consolidated, de-identified and unattributed summary.
 - A report from the President and Vice-Chancellor which outlines their achievements as measured against their approved performance goals for the past year and proposes performance goals for the next year.
- 4.1.3. These materials will be shared with the President and Vice-Chancellor.
- 4.1.4. The Committee members will then meet with the President and Vice-Chancellor to mutually assess the progress made in relation to approved goals and discuss goals for the next year.
- 4.1.5. Following that discussion, the Committee will conduct its final deliberation in closed session.
- 4.1.6. In June of each year, the Committee will then provide a report to the Board of Governors, to be considered in closed session. That report will contain:
 - An evaluation of the President and Vice-Chancellor's performance over the past year,
 - The performance goals which have been set for the next year,
 - A recommendation for approval of any performance-related pay to be awarded for the past year, if applicable, and
 - A recommendation for approval of any salary adjustments to be awarded for the next year, if applicable.

4.2. *Annual performance and compensation review – Vice-Presidents*

- 4.2.1. Prior to May of each year, the President and Vice-Chancellor will evaluate the performance of the Vice-Presidents over the past academic year and set their performance goals for the next academic year.
- 4.2.2. In May of each year, the President and Vice-Chancellor will present a report to the Committee summarizing those evaluations, along with a recommendation for any performance-related pay or salary adjustments, if applicable.
- 4.2.3. In June of each year, the Committee will then make recommendations to the Board of Governors for approval of any performance-related pay or salary adjustments, if applicable.