



# Board of Governors Terms of Reference

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| Category:     | Governance                                      |
| Number:       |   |
| Last Revised: | June 28, 2015                                   |
| Owner:        | Governance & Human Resources Committee          |
| Approved by:  | Board of Governors                              |
| Contact:      | Secretary to the Board (306) 790-5950 ext. 2100 |

## Authority

The First Nations University of Canada Board of Governors is established under the authority of *An Act Respecting the First Nations University of Canada*.

## Mandate

The Board of Governors' responsibilities are outlined in *An Act Respecting the First Nations University of Canada, Part III*.

## Composition

The composition of the Board is outlined in *An Act Respecting The First Nations University of Canada, Part IV*.

## Resource People

- President of the First Nations University of Canada
- Secretary to the Board
- Vice President Academic
- Associate Vice President Academic
- Other directors as may be appointed from time to time by the President

## Term of Office

- Each Board member is appointed for a three-year term and may be re-appointed for one more three-year term. (A Board member may serve no more than two consecutive three-year terms.)
- Elder advisors and faculty and student observers to the Board are appointed for three-year terms.

## Duties

The Board, through its standing committees:

- a) Recruits Board members {FNUniv Act, Articles 22 to 31}; {Policy [G 1.11] Nominations}; {Governance and Human Resources Committee Terms of Reference};
- b) Elects the Chair and Vice-Chair of the Board {FNUniv Act, Article 15}; {Policy [G1.3.1] Chairperson & Vice-Chairperson}; {Governance and Human Resources Committee Terms of Reference};
- c) Determines Board member committee assignments and committee chair assignments {Policy [G 1.3.2] Committee Chair(s) Role}; {Governance and Human Resources Committee Terms of Reference};
- d) Orientates and develops Board members {Governance and Human Resources Committee Terms of Reference}; {New Board Member Orientation Policy}; {Policy [G 1.1] Governing Principles};
- e) Develops terms of reference for the Board and Board committees {Policy [G1.3] Board of Governors Roles}; {Governance and Human Resources Committee Terms of Reference};
- f) Prepares work plans for the Board committees {Terms of References};
- g) Evaluates the performance of the Board, Board Chair, Board members, and committees {Governance and Human Resources Committee Terms of Reference}; {Policy [G 1.3.1] Chairperson and Vice-Chairperson};
- h) Establishes and manages Board policy and protocols {Governance and Human Resources Committee Terms of Reference}; {FNUniv Act Articles 13(k)(l)}; {Policy [G 1.1] Governing Principles};

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- i) Oversees the recruitment, nomination, appointment, duties, tenure, and compensation of the President and the evaluation of the President's performance. {FNUUniv Act, Articles 9 to 12}; {Governance and Human Resources Committee Terms of Reference};
- ⌘ Ensures the University complies with legislative and regulatory agencies {Terms of References}
- k) Reviews, evaluates, revises, and/or monitors:
  - An Act Respecting the First Nations University of Canada {Governance & Human Resources Committee Terms of Reference};
  - The University's strategic plan {Governance and Human Resources Committee Terms of Reference};
  - Assets/real property {Policy [G 1.3.1] Chair's Role};
  - Federation or partnership agreements, MOUs, and protocols {Policy [G 1.13] Partnership Agreements}; {Policy [G 1.3.1] Chair's Role}; {Terms of References}
  - Major public disclosures regarding the Board {Governance & Human Resources Committee Terms of Reference};
  - Annual Budget and Operations Forecast {Signing Authorities Policy}; {Audit, Finance and Risk Committee Terms of Reference};
  - Research contracts {Signing Authorities Policy};
  - Project contracts {Procurement Policy}; {Audit, Finance and Risk Committee Terms of Reference};
  - Expense reports for the Board and University executives {Audit, Finance and Risk Committee Terms of Reference};
  - The Post-Secondary Partnership Program (PSPP) Application {Audit, Finance and Risk Committee Terms of Reference};
  - Nominations for appointment of the external auditor {Audit, Finance and Risk Committee Terms of Reference};
  - Performance of the external auditor {Audit, Finance and Risk Committee Terms of Reference};
  - Financial reports and audited financial statements {Audit, Finance and Risk Committee Terms of Reference};
  - Collective agreements {Governance and Human Resources Committee Terms of Reference};
  - Framework governing staff benefits {Governance and Human Resources Committee Terms of Reference};

- Governance and performance of staff pension plans { Audit, Finance and Risk Committee Terms of Reference};
- Plans for recruiting administrative and support staff and/or changing administrative and support staff levels {Governance and Human Resources Committee Terms of Reference};
- Contracts for service and matters relating to academic staff {Audit, Finance and Risk Committee Terms of Reference};
- President's recommendations on compensation for out-of-scope employees {Governance and Human Resources Committee Terms of Reference};
- Framework governing remuneration, retirement, and superannuation of the President and senior administrators {Governance and Human Resources Committee Terms of Reference}; and
- University governance policy (signing authorities, locus of policy decision-making, financial oversight, environmental protection, health and safety, insurance, disaster response and recovery, business continuity, liability protection, ethical conduct, compensation and benefits) {FNUniv Act}; {Terms of References}

## Meetings and Quorum

- The Board meets a minimum of 4 times per year, normally during every quarter.
- The Chair of the Board or the Board Secretary, at the request of the President after consultation with the Chair, may call a meeting.
- A quorum of the Board is 50 percent plus one of the voting members.

## Reporting Requirements

The Board reports to:

- The Education and Training Commission of the Federation of Saskatchewan Indian Nations and/or Federation of Saskatchewan Indian Nations Executive Council {FNUniv Act, Article 13(e) and Policy [G 1.3.1] Chairperson's Role} as required.
- The Chiefs-in-Assembly {FNUniv Act, Article 13(f) and Policy [G 1.3.1] Chairperson's Role} at every scheduled Chiefs-in-Assembly meeting (*normally* twice per year).
- Its major stakeholders (i.e. Federation of Saskatchewan Indian Nations, Province of Saskatchewan, Federal Government) through the publication of its approved financial statements and annual report, *normally* published in September.
- Other stakeholders (i.e. University of Regina) as required.