



Presidential Reappointment Policy

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- d) In conjunction with University Human Resources, the Board Chair shall review the existing compensation and benefits guidelines for the position of President and, if required, consistent with all legal requirements, the Executive Committee of the Board will develop and recommend to the Board for approval, updated compensation and benefits guidelines for the successive term of the President.
- e) Once the Presidential Review Committee has formulated its recommendation, before it is presented to the Board, the Board Chair shall meet in confidence with the President to present a written report of, and review with the President the general findings of the Presidential Review Committee and its proposed recommendation to the Board.

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f) The Chair of th

4 History	October 19, 2018	Approved and Effective.
	January 1, 2020	Editorial Revision. Updated format.

Appendix A: Presidential Review Committee Terms of Reference

1. Establishment

The Board of Governors (Board) of the University of Calgary (University) hereby establishes an ad hoc committee called the Presidential Review Committee (the Committee) under the provisions of these Committee Terms of Reference, and delegates to the Committee the authorities set out herein.

All defined terms which are used, but not defined herein, and which are defined in the Board's General Terms of Reference shall have the meaning given to such term in the General Terms of Reference.

2. Composition

Chair

f The Board Chair (ex officio, voting)

Vice Chair

f The Board Vice Chair (ex officio, voting)

Voting Members

- f* Three Governors appointed by the Executive Committee of the Board
- f* Two academic staff members appointed by the General Faculties Council
- f* One member appointed by Deans' Council
- f* One member appointed by The University of Calgary Faculty Association
- f* One member appointed by the Students' Union
- f* One member appointed by the Graduate Students' Association
- f* One member appointed by the Alberta Union of Provincial Employees, Local 52
- f* One member appointed by the Management and Professional Staff Executive Committee
- f* The Chancellor of the University (ex officio)
- f* One member appointed by the University Alumni Association

Members will advise the Secretary as soon as possible of any known or anticipated circumstances that would result in the member being absent from two or more Committee meetings or otherwise being unable to fulfill their duties on the Committee and under these Terms of Reference.

In the event that a member is or will be absent from two or more Committee meetings or the Chair determines in his or her sole discretion that a member is unable to fulfill their duties, the Chair may declare the member's position vacant and, if appropriate at the time, ask that a replacement be appointed. Appointments under this provision will be conducted in accordance with the regular appointment process for that member.

3. Role

The Committee's role is to conduct a review of the President of the University and make a recommendation to the Board with respect to the reappointment of the President for a successive five-year term.

4. Responsibilities

The Committee will fulfill its role primarily by carrying out the responsibilities listed below; however, the Committee may determine and carry out such other responsibilities as are necessary or appropriate for the performance of its role.

The Committee's primary responsibilities are as follows:

- 8.3. The Chair, or in his or her absence or inability to act, the Vice Chair, is the only person authorized to speak for the Committee.
 - 8.4. The Committee will keep the Board and the public informed of the progress of its work at regular intervals.
 - 8.5. The University Secretary or designate will act as the Secretary at meetings of the Committee.
 - 8.6. The Vice President (University Relations) and the Associate Vice President (Internal Relations) shall be responsible for the Committee's work.
- 8.6.

Quorum

A majority of voting members shall constitute a quorum for the transaction of business at any meeting of the Committee.

If a quorum for a Committee meeting is not present within ten (10) minutes of the time fixed for the commencement of the meeting, the chair of the meeting may adjourn or cancel the meeting.

A meeting adjourned for lack of quorum may be adjourned to a date and time that is not less than one (1) day after the date of the original meeting and the number of members in attendance at the adjourned meeting shall constitute a quorum thereat and may transact the business for which the meeting was originally called.

Voting

Only members may move, second and vote on motions and each member is entitled to one vote.

Motions will be decided by a show of hands, a roll call (voice), consensus, or otherwise in such manner that clearly evidences a member's vote and is accepted by the chair of the meeting. Voting by proxy is not allowed.

An affirmative vote of a majority of the members present and eligible to vote, or consent without objection is required to pass a motion. The Chair does not have a second or casting vote.

A declaration by the chair of the meeting that a motion has been carried and an entry to that effect in the minutes shall be prima facie evidence of the action taken. Any member may ask at the time of the vote that the member's individual vote or abstention be recorded in the minutes.

Resolutions in Writing

A resolution of the Committee consented to in writing by a majority of the members entitled to vote on it, whether by signed document, facsimile, electronic mail or any other method of transmitting legibly recorded messages, shall have the same force and effect as if it had been passed at a Committee meeting duly called and held. Such resolution may be in two or more counterparts which together are deemed to constitute one resolution in writing. A resolution passed in this manner is effective on the date stated in the resolution or, if a date is not stated, on the latest date stated on any counterpart or the latest date on which the required number of affirmative votes is communicated to the Secretary.

The procedures for approval of resolutions conducted electronically are as follows:

- a. Resolutions will be sent to members, or members will be notified of an electronic poll, via the facsimile, e-mail address or telephone number on file with the Secretary;
- b. The resolution will expire in the time set in the message; however, the Chair or the Secretary may extend the deadline once by up to a maximum of seven days;
- c. An affirmative vote of a majority of members who are eligible to vote is required to pass a written resolution;
- d. The Secretary is responsible for tallying the votes and informing the Committee of the outcome;
- e. Written resolutions may not be amended; however, the member who proposed the resolution may withdraw it at any time prior to receipt of the necessary approval or the expiry time, if one, or with the approval of all of the members who voted on the resolution; and
- f. If the resolution does not receive the required votes by the deadline (as extended, if applicable), it does not pass.

Records

The Secretary of the Committee will record the decisions and actions of the Committee. No deliberations or discussions of the Committee will be recorded. The official records of the Committee will be maintained under the custodianship of the University Secretariat.

9. Effective Date

These Terms of Reference are effective on the date that they are approved by the Board or its delegate. All prior or existing Terms of Reference of the Committee are repealed as of the effective date of these Terms of Reference.