

**HUMAN RESOURCES COMMITTEE (HRC)  
TERMS OF REFERENCE**

**Issue Date:** April 2012  
**Approved by:** Council  
**Status:** Board Committee

**Review Date:** - April 2015  
**Review by:** Council  
**Function:** Governance

<p><b>Legislated and Other Mandate approved by Council</b></p>	<ul style="list-style-type: none"> <li>• To conduct the recruitment process for the position of CEO/Registrar and make recommendations to Council; participate in the selection of senior staff.</li> <li>• To review the performance and compensation of the CEO/Registrar and make recommendations to Council.</li> <li>• To establish annual measurable goals and objectives for the position of Registrar for Council's review and approval.</li> <li>• Act as reviewer on significant human resources issues.</li> <li>• To work with the government appointments secretariat regarding LGA appointments.</li> <li>• Act as reviewer on significant staff human resources issues.</li> </ul>
<p><b>Key Duties and Responsibilities</b></p>	<ol style="list-style-type: none"> <li>1. To annually review staff compensation and recommends to Council for approval.</li> <li>2. To annually review the performance and compensation of the Registrar.</li> <li>3. To conduct the recruitment process, when required, for the position of Registrar.</li> <li>4. To provide oversight and monitor the duties and responsibilities of government appointees.</li> <li>5. To advise Council with respect to governance related matters of organizational effectiveness of members of Council and to make recommendations to Council relating to these matters:             <ol style="list-style-type: none"> <li>i. Self Assessment: Develop and make recommendations to Council on, and oversee the process, for regular assessments and evaluations of the performance of Council, Council Chair, Council members;</li> <li>ii. Conduct the annual Council Survey and make recommendations;</li> <li>iii. Council Policies: Oversee the development of and any amendments to Council Code of Conduct Policy and Conflict of Interest Rules and Confidentiality Policy;</li> <li>iv. Remuneration: provide Council with recommendations regarding the amount and nature of the remuneration, expense reimbursement, and any other payments to the members of Council;</li> <li>v. Succession Planning: create, maintain and support a process of succession planning and training for Council;</li> <li>vi. Council Recruitment: Develop recommendations regarding the essential and desired experiences, skills and other characteristics for potential candidates for election and appointment to Council and Board Committees to fill vacancies, taking into consideration Council's short-term needs and long-term succession plans.</li> </ol> </li> </ol>

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<b>Success Measurements of Key Duties and Responsibilities</b>	<ul style="list-style-type: none"> <li>• Council's acceptance of staff compensation.</li> <li>• Council's acceptance of the finalized annual performance appraisal for the Registrar.</li> <li>• Council's acceptance of the compensation package recommendation for the Registrar.</li> <li>• Council's acceptance of a slate of candidates to fill the position of Registrar.</li> <li>• Significant staff human resource issues are resolved.</li> </ul>
<b>Constituency &amp; Qualifications of Committee Members</b>	<p>Council has designated the HRC is a board committee and, as such, a majority of its members must be Councillors.</p> <p>The Committee consists of the President; Past-President; President-Elect and two members of Council appointed by members of Council</p>
<b>Recruitment of New Committee Members</b>	Annual Council appointment
<b>Term Limits for Committee Chair</b>	The Chair is elected annually for a one-year term, from Annual General Meeting to Annual General Meeting. The Chair may be re-elected to the position to serve a maximum of three (3) consecutive years. Once the Chair has served for the maximum term, he/she are not eligible for reappointment to this position. The Chair, once having served as Chair, may only serve as a general committee member thereafter to the maximum ten (10) years of cumulative committee service.
<b>Term Limits for Committee Members</b>	Committee members are appointed for a one-year term, from Annual General Meeting to Annual General Meeting. Committee members may be re-appointed, but shall retire from the committee for at least six (6) years after ten (10) years of cumulative committee service.
<b>Succession Planning</b>	<b>Note:</b> All committees must have a succession plan, approved by Council, to ensure the orderly transition of the position of chair and vice chair as well as provide for the renewal of the committee's membership and on-boarding of new committee members.
<b>Quorum</b>	Three of the five members
<b>Reporting Requirements</b>	<p>The Chair shall submit regular reports to Council.</p> <p>By virtue of the confidential and/or sensitive nature of its information and deliberations, the Committee will normally operate in-camera and will report in summary only.</p>
<b>Meeting Frequency &amp; Time Commitment</b>	The Committee expects to meet quarterly for one half day meeting during the week. Members are expected to attend face-to-face or teleconference.
<b>Committee Advisor</b>	Registrar
<b>Committee Support</b>	External HR Consultant