

 UCN University College of the North Policy & Procedures Manual	# Pages: 3	Policy Reference: LC-01-06
	Approved by: UCN Learning Council	
Section: Committee Terms of Reference Title: EXECUTIVE COMMITTEE	Effective Date: April 22, 2025	Replaces: June 8, 2021

These Terms of Reference define the scope of possible committee activities. Committee business will vary and will not necessarily include all nor be limited to the following activities at any one time or during any given year.

1. Purpose

1.1. Executive

- 1.1.1. To make decisions on behalf of the Learning Council in the event of an emergency or the inability of the Learning Council to meet.
- 1.1.2. To make decisions on behalf of the Learning Council in specific matters delegated to it by the Learning Council.
- 1.1.3. To set the agenda for meetings of the Learning Council.
- 1.1.4. To consider all major reports to be submitted to the Learning Council to coordinate communication.
- 1.1.5. To consider and report on policy matters relating to the Learning Council.

1.2. Policy

- 1.2.1. Ongoing review of Learning Council policies and UCN By-Laws.
 - a) Review of UCN By-Laws is undertaken solely for the purpose of examining the impact upon Learning Council, for the purpose of advice to LC as per c).
 - b) Make recommendations to the Learning Council on proposed amendments to existing policies and procedures and the creation of new policies related to the Learning Council's mandate.
 - c) Advise the Learning Council on the UCN By-Laws as they relate to the Learning Council
- 1.2.2. Ongoing review of Academic policies.
 - a) Review of UCN academic policies is undertaken solely for the purpose of identifying those academic policies in need of renewal or potential creation.
 - b) Distribution of the academic policies in need of renewal or potential creation to the appropriate standing committees of Learning Council for discussion and action.
 - c) Advise the Learning Council on the overall status of academic policies.

1.3. Nominations

- 1.3.1. In accordance with the Learning Council's Rules of Governance:
 - a) To oversee, and to conduct, in cooperation with the Office of the Tri- Council, all calls for

nominations and elections to fill vacancies on the Learning Council.

- b) To oversee, and to conduct, in cooperation with the Tri-Council Office, all calls for nominations and recommendations for appointments to fill vacancies on the standing committees of the Learning Council.
- 1.3.2. To provide to the UCN community ongoing information about opportunities for service on the Learning Council and its standing committees.
- 1.3.3. To fulfill such other duties as may be assigned under the terms of the Collective Agreement or requested by the Learning Council, including nominations/elections for the Tenure and Promotion Committee as stipulated in Article 14 of UCN's Collective Agreement.

2. Authority

- 2.1. The Executive Committee is accountable to the Learning Council.
- 2.2. In the circumstances referred to in Sections 1.1 and 1.2, the Executive Committee shall possess all power and authority of the Learning Council.
- 2.3. The Executive Committee may not contravene any policy of the Learning Council.

3. Composition

- 3.1. All Committee members shall be voting members of the Learning Council.
- 3.2. The Executive Committee shall consist of the following:
 - a) the Chair and Vice-Chair of the Learning Council
 - b) one Dean/Associate Dean
 - c) one student
 - d) Four faculty members (2 College / 2 University)
 - e) one Elder
- 3.3. The Committee has the discretion to invite resource persons to sit on the Committee as non-voting members for a term to be determined by the Committee.
- 3.4. The Chair of the Learning Council shall serve as the Committee Chair.
- 3.5. The Vice-Chair of the Learning Council shall serve as the Committee Vice-Chair.

4. Term of Office

- 4.1. Apart from the Chair and Vice-Chair and Dean/Associate Dean, members shall serve for a term equivalent to the members' terms on the Learning Council. The Dean/Associate Dean shall be nominated and elected annually and may serve up to three consecutive terms.
- 4.2. On completion of members' terms of office with the Executive Committee, the Chair or, in his/her absence the Vice-Chair, may present a slate of nominees to the Learning Council for selection of new members.

5. Committee Operations

- 5.1. The Committee shall operate in a manner consistent with the Learning Council's Rules of Governance.

- 5.2.** The Committee shall ensure a record of all decisions and discussion of the Committee is maintained in good order.
- 5.3.** Committee minutes shall contain three sections on attendance: present, regrets, and absent.
- 5.4.** All Committee minutes are considered to be records of the Learning Council and shall be maintained in a central file managed by the Tri-Council Office.
- 5.5.** The Committee may strike sub-committees as required in order to do its business.
- 5.6.** The Committee shall meet as often as necessary to conduct its business, but no less frequently than four times per year.
- 5.7.** An annual schedule of meetings shall be drawn up at the commencement of each academic year.
- 5.8.** Notice of Meetings:
 - a) In addition to scheduled meetings, such other meetings as may be required to conduct the business of the Committee may be called by the Committee Chair. Notice provisions of 48 hours shall apply.
 - b) Notice of the time, date, and location of the subsequent meeting shall be given at the conclusion of each Committee meeting. In addition, notice of meetings shall be mailed, e-mailed, or otherwise delivered in such a manner that, under normal circumstances, the members shall receive notice at least 48 hours before the meeting.
- 5.9.** Quorum of Meetings:
 - a) A majority of the voting members of the Committee shall constitute quorum for the transaction of business.
 - b) For purposes of determining quorum, those Committee members on approved leave not exceeding one year shall not be considered.
- 5.10.** The meeting venue of the Committee shall be by means of video conference or other means of communication that permits all members in attendance to hear each other; and a member so participating is considered to be present at the meeting.
- 5.11.** Robert's Rules of Order shall govern the conduct of all Committee meetings. Such matters on which the UCN Learning Council Rules of Governance lay down specific procedures shall be excluded from the foregoing.
- 5.12.** Where the Committee Chair decides that it is desirable for a business item to be voted on before the next scheduled meeting, an e-mail, fax, and/or telephone vote may be held.
- 5.13.** Members shall exercise due diligence in the performance of their duties, maintain respect for confidentiality, comply with UCN's Code of Ethics and Professional Conduct, follow procedures for disclosing and dealing with conflict of interest, and act at all times in the best interests of UCN rather than in the interests of particular constituencies.
- 5.14.** Committee members are required to advise the Committee Chair, in advance, of their inability to attend a meeting.
- 5.15.** Committee members are expected to attend all meetings, including any extraordinary meetings. If a member fails to attend two consecutive meetings, a vacancy may be declared at the discretion of the Committee Chair.