



**BOARD OF GOVERNORS
PROPERTY & CAMPUS PLANNING COMMITTEE
Terms of Reference – Approved 22 March 2019**

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1. PURPOSE

The Property & Campus Planning Committee (“Committee”) is appointed by and has responsibility to the Board of Governors (“Board”) to oversee matters related to the property and physical infrastructure of the University, and advises the Board with respect to policies and priorities required to develop and protect these assets, consistent with the University’s policies, principles and Strategic Plan.

2. Accountability

The Committee is established by the Board and is accountable to the Board through the Chair of the Committee. The Board may, from time to time, delegate any of its powers under section 8(1) of the Act to the Committee.

3. Membership

The Committee shall consist of up to nine (9) members of the Board of Governors, as follows:

- 5 members from among Board-appointed Governors, one of whom shall be appointed by the Board to Chair the Committee, one of whom shall also be a member of the Finance Committee; and one of whom shall be the President
- 1 member from among Alumni-appointed Governors
- 2 members from among Faculty-appointed Governors
- 1 member from among SMUSA-appointed Governors

Executive Advisor:

- Vice President, Finance & Administration

Ideally, the Committee composition should include some members with the following key skills:

- i.* Construction or project management
- ii.* Property development
- iii.* Risk management

The Committee should consider cross-appointments and/or joint meetings with the other Board committees, where appropriate, so as to most efficiently and effectively carry out the work of the Board. The Chair of the Committee will identify such opportunities to other committees for consideration.

Committee members are appointed by the Board for a term of one year and may be reappointed for a further term(s) at the discretion of the Board.

Unless otherwise specified above, the Chair of the Committee will be appointed by the Board from among the voting external members of the Committee.

4. Meetings

The Committee will meet at least three times per year. Meetings of the Committee are closed to the public.

All meetings of the Committee are called by the Committee Chair at his or her discretion. The preference is for meetings to be held in person; however business of the Committee may be conducted electronically as needed. Where applicable, Board members are encouraged to attend meetings in person. However, a member of the Committee may participate in a meeting by means of telephone or other communication facility. A member participating in a meeting by such means is deemed for all purposes to be present at that meeting. If a Committee member is not able to participate in a meeting, that member can speak to the Committee Chair in advance of the meeting so that the Committee Chair can share the member's perspective at the meeting. That member may also submit written comments or documentation to the Committee Chair and University Secretary in advance of the meeting.

A majority of the members of the Committee shall form a quorum. The Committee may meet in joint session with one or more other Board committees.

Every Committee meeting agenda will include an opportunity for members to declare any conflict of interest in accordance with the Board of Governors Code of Conduct policy.

All Committee meetings will allow for an in-camera session to be conducted in accordance the Board's Guidelines for In-Camera Sessions.

The University Secretary will be responsible for providing governance and administrative support to the Committee, including taking minutes at Committee meetings. Minutes of a Committee meeting will be provided to the Committee at least seven days in advance of the next regularly scheduled Committee meeting. Once approved, the minutes will be included in the consent agenda of the next Board meeting for information.

5. Responsibilities

The Board Charter sets out the key responsibilities of the Board, and consistent with these key responsibilities, the specific responsibilities of the Committee include the following:

- i. Review and approve recommendations from Administration relating to the Campus Master Plan.*
- ii. Advise the Board on matters related to property and physical infrastructure of the University, in particular with respect to:*

- *The physical requirements of the University;*
 - *Future land use planning and development;*
 - *Acquisition and disposition of property;*
 - *Building requirements;*
 - *Proposals, estimates, and plans from professional consultants regarding land development or facilities construction on campus.*
- iii. *Review recommendations from Administration regarding property maintenance and campus renewal, including with respect to restoration, repair, replacement or modernization of facilities.*
 - iv. *Review recommendations from Administration with respect to sustainability and inclusive accessibility.*
 - v. *Review annual report from Administration on the annual Capital Projects Plan and review annual Facility Condition Index and make recommendations regarding same.*
 - vi. *Receive and approve an annual report from Administration on compliance with the Environmental Protection Act, the Occupational Health & Safety Act, and the Accessibility Act, on those matters addressed in such legislation that are consistent with the purpose of this Committee.*

6. Reporting

The Committee will establish an annual macro agenda which identifies the Committee's work plan for the year. The annual macro agenda will be shared with the Board in writing before its second meeting of the Board year.

The Chair of the Committee will provide oral or written reports of its proceedings to the Executive Committee and to the Board meeting following each meeting of Committee. If there is no action item or crucial information, written reports from the Committee can be included in the consent agenda without an oral report.

The Committee will provide an annual written report of its work to the Annual General Meeting of the Board.

7. Resources

The President will appoint an Executive Advisor (usually a member of the University's Executive Management Team or Senior Management Team) to the Committee. The Executive Advisor will attend all meetings of the Committee but will not be a voting member of the Committee. The Chair may, at his or her discretion, also invite guests to attend meetings as resources, as required. For greater certainty, such resources are not members of the Committee.

8. Terms of Reference Review

The Committee will review its Terms of Reference annually at the first meeting of the Committee in the respective Board year, and report their findings to the Governance

Committee. The Governance Committee will review the Committee's findings and recommend any proposed changes to the Board for approval.

9. Evaluation

At the discretion of the Committee Chair, the Committee may assess its own performance at any time. Notwithstanding any Committee self-evaluation, the annual Board self-evaluation will include an assessment by Committee members of the Committee's performance.