

## Human Resources Subcommittee of the Board Terms of Reference D-06

LONG TITLE	Human Resources Subcommittee of the Board Terms of Reference	DATE OF ENACTMENT	22 March 2022
		LAST AMENDED	09 April 2026
REFERENCE No.	D-06	NEXT REVIEW	31 May 2024
CATEGORY	Board	COMPETENT CHAMBER	CUSA Board
REVIEW COMMITTEE	CUSA Board or Designated Subcommittee	DELEGATES	Chair of the Board CUSA President

### 1) Objective

- a) Responsible for ensuring the CUSA Board is meeting its obligations to review key Human Resources policies. The committee will also be responsible for approving and maintaining development and evaluation for the CUSA Board of Directors. The committee will work closely with the

### 2) Membership

- a) The Chair of the Board (Co-Chair/Facilitator), voting
- b) Two (2) CUSA Board directors, voting
- c) The CUSA President/CEO (Co-Chair/Facilitator), non-voting resource member
- d) The CUSA Administrative Operations Manager, non-voting resource member
- e) The CUSA Director of Human Resources, non-voting resource member

### 3) Operations

- a) Quorum of the Committee shall be three (3) voting committee members
- b) The committee shall strive to meet at least once (1) between each CUSA Board meeting and then additionally on an “as needed” basis, with meetings called by any committee member
- c) Notice of meetings shall be communicated to committee members and publicly posted by the President/CEO at least one (1) week in advance of the meeting
- d) Meetings may be canceled due to lack of agenda items with consent of all members
- e) Any committee member may request agenda items to the Co-Chairs at least four (4) days prior to the meeting.
- f) The President/CEO shall circulate a meeting agenda, with all relevant supplemental documents and presentations to all committee members at least two (2) days before the meeting
- g) The President/CEO shall circulate minutes from the previous meeting for review no more than two (2) days following a meeting, for approval at the next ordinary meeting of the committee

- h) The function of Co-Chairs should allow both Co-Chairs to serve both as facilitators of discussion at times and active contributors to discussion at other times. Clearly delineating when Co-Chairs are serving as facilitators or active contributors to discussion is encouraged.
- i) Consensus decision making should be the goal of the committee. If consensus cannot be reached, matters at committee will be decided by majority vote.
- j) The Director of Human Resources or delegate will prepare Human Resources materials for consideration and share relevant documents via Google Drive folder or e-mail.
- k) The Co-Chairs will facilitate discussions concerning matters, records, and decisions of the committee
- l) Following committee decisions, the President/CEO or CUSA Administrative Operations Manager and/or Governance Manager will provide any relevant information to
  - i) CUSA full-time staff, labour unions, student staff, contract staff, or other applicable individuals or departments, including providing supplemental resources, as necessary, to support the individuals or departments in executing the matters decided by the committee if the authority was previously delegated by the CUSA Board
  - ii) The Agenda Committee of the Board if the authority was not previously delegated by the CUSA Board
- m) Various entities and individuals have authority over various Human Resources policies and procedures.
  - i) The CUSA Board has sole authority for;
    - (1) Human Resources Committee Terms of Reference
    - (2) Senior Management
  - ii) The Human Resources Committee has sole authority to recommend policy to the CUSA Board via the Agenda Committee
  - iii) The Senior Managers and remainder of the management team is responsible for executing the following Policies and Procedures and referring matters of import to the proper entity, be it the CUSA Board, the Agenda Committee, of the Human Resources Committee;
    - (1) Hiring Policy & Procedure
    - (2) Conference & Retreat Policy
    - (3) Conflict of Interest Policy
    - (4) Discrimination, Harassment, and Violence Prevention Policy
    - (5) Discrimination, Harassment, and Violence Reporting Procedure
    - (6) Early & Safe Return to Work Policy
    - (7) Health & Safety Policies
    - (8) Hazard Reporting Policy & Procedure
    - (9) Hybrid Work Policy
    - (10) Accident or Injury Reporting Procedure
    - (11) Accident Investigation Standards & Procedures
    - (12) Employee Loan Program Policy

- (13) Ministry of Labour Visit Policy
  - (14) Workplace Inspections & Audit Policy
  - (15) CUSA Mandatory Training Policy
  - (16) Orientation of New Employees Policy
  - (17) Safety Communications System Policy
  - (18) Office Safety Policy
  - (19) Emergency Response Plan Policy
  - (20) Work Refusal Conditions & Process Policy
  - (21) Bilateral Work Stoppage for Dangerous Circumstances Policy
  - (22) Health & Safety Guidelines
  - (23) Preventative Maintenance Policy
  - (24) Process & Equipment Purchase and/or Modifications Policy
  - (25) Lock-Out/Tag-Out Policy
  - (26) GAP Analysis Process and Procedure
- n) The Committee will review any other Human Resources Policies that may be created or reviewed before they are presented to the CUSA Board for approval
  - o) A committee member must recuse themselves from a matter where they could possess a conflict of interest or be reasonably perceived to possess a conflict of interest.
    - i) In the case where a Co-Chair is recused on “conflict of interest” grounds, their responsibilities will be delegated to the other Co-Chair
    - ii) In the case where both Co-Chairs are recused on “conflict of interest” grounds, and in case further members are also recused, the responsibilities of chair will be delegated in the following order:
      - (1) CUSA Board Director 1
      - (2) CUSA Board Director 2
      - (3) CUSA Administrative Operations Manager
      - (4) CUSA Governance Manager
    - iii) In the case a quorum cannot be reached due exclusively to recusals on the grounds of “conflict of interest”, the committee may continue to meet and make determinations as if quorum were satisfied but will mark decisions with “Decision arrived at under special circumstances as outlined in the Human Resources Committee Terms of Reference”
    - iv) In a “below-quorum” setting where the remaining members of the committee are only the resource members remain, the CUSA Operations Manager will refer the matter to the CUSA Board via the Agenda Committee with an explanation that no resolution could be reached at the Human Resources Committee due to the conflict of interest recusals.

#### **4) Other Duties**

- a) The Committee will ensure the CUSA Board is apprised of any HR related issues presented to the Subcommittee.
- b) The Committee will review and approve CUSA Board development
- c) The Committee will maintain a CUSA Board evaluation process

- d) The Committee will maintain the nominations committees to replace outgoing directors