

**Article 16
THE GOVERNANCE COMMITTEE**

16.1 Composition

The Governance Committee shall be comprised of at least the following Board members: the Chair of the Board, the Vice Chair of the Board, the President, the chair of the Audit and Risk Committee, the chair of the Finance Committee, the chair of the Employee Relations and Pensions Committee and provided his or her constituency shall not be already represented by the chair of one of the said Committee member of the Board who is a member of the Alumni, one member of the Board who is a member of the Teaching Faculty, one member of the Board who is a member of the Administrative Staff, one member of the Board who is a Student and one member of the Board appointed to the Board under either Section 4(1)(b) or (g) of the *Toronto Metropolitan University Act*.

16.2 Chair and Vice Chair

The Board shall select Board members to serve as Chair and Vice Chair of the Governance Committee.

16.3 Mandate

The Governance Committee shall

- (a) consider, assess and recommend to the Board any necessary or desirable changes, deletions or additions in, from or to the By-Laws;
- (b) recommend to the Board appointments to the Board under articles 4 and 5 of the By-Laws;
- (c) recommend to the Board membership in Committees under article 15.3 of the By-Laws;
- (d) review and, from time to time, recommend changes and improvements in such other matters to enhance the governance practices of the Board, including, but not limited to, Board member recruitment, orientation, evaluations, succession-planning, education and Committee mandates and composition.