

**Board Special Resolution I.9:**

# Trent Lands Committee

## Terms of Reference

**Category:** Board of Governors

**Approval:** Board of Governors

**Responsibility:** University Secretary

**Date:** June 16, 2017, Revised October 4, 2019

The Trent Lands Committee is a standing committee of the Board of Governors (Board), and is responsible for implementing aspects of the Trent Lands Master Plan (Master Plan). The goals of the Master Plan are to contribute to the long term sustainability of the University, provide learning opportunities and employment for students, create research and academic partnerships, enhance the University's reputation, and benefit the community at large. Successful implementation of the plan will generate an annual revenue stream to be endowed, and the interest from the endowment will be used to achieve the University's mission.

The Trent Lands Master Plan is a Board approved document that outlines the general intended uses for the Endowment Lands, guiding principles for development, requirements for communications, environmental studies, community engagement and indigenous consultation.

The Committee shall:

- Create and present to the Board for approval a multi-year development plan for the Endowment Lands, to achieve the goals, principles, and requirements outlined in the Master Plan. This Development Plan should include strategic goals, priority staging of parcel development, proposed lease or other arrangements, design standards, required studies, consultation and engagement plans, partnerships, risks and mitigating strategies, and market analysis/review. The Committee shall have regard to the guiding principles for development, namely:
  - Respect the unique cultural heritage, history, context, and setting;
  - Enhance the University and support the campus community;
  - Strengthen integration, connectivity, and relationships with the surrounding communities;
  - Protect and enhance natural areas;
  - Enhance and create high-quality public spaces and architecture;
  - Commit to planning and design excellence and innovation; and
  - Target sustainable initiatives and projects.

- Recommend for approval and monitor progress of an annual and/or multi-year financial plan and budget to achieve the Development Plan that maximizes return on investment and contributions to the endowed fund, whilst achieving the goals of the Master Plan.
- Implement the approved Development Plan including negotiating leases, approving contracts, undertaking applications/approvals required to proceed, development of site-specific plans, development of guidelines including environmental/ signage/ design/ landscape, consultation with agencies/ communities, etc.
- Negotiate land leases and other arrangements that maintain ownership of the Endowment Lands with the University. Despite any generality in this section, any proposed land arrangements with a term, with or without extensions, of greater than twenty-five (25) years requires the approval of the Board.
- Recognizing the Board's intention to maintain long-term ownership of the lands, seek prior approval for any disposition of land.
- Make recommendations to the Board concerning potential acquisitions of land.
- Provide an annual update on the Development Plan to the Board, seeking specific approval to changes or additions to the approved plan, normally through a presentation to the Board by the chair of the Committee.
- Monitor and support the implementation and success of the Trent Research and Innovation Park (TRIP), act as a resource for its management committee, and recommend to the Board for approval policies and practices regarding TRIP.
- Recommend for approval any policies, procedures or plans for the development, stewardship, control, and oversight of the Endowment Lands.
- Provide input on the position profile and skills matrix, and submit to the Nominating & Governance Committee candidates for its consideration for both the Committee and any subcommittees or project groups.
- Provide advice (whether as part of the Development Plan or otherwise) to the Board on the resources (including, but not limited to, human resources) required to facilitate the ongoing implementation of specific aspects of the Development Plan and regarding the activities of the Committee itself.
- Periodically review these terms of reference and policies relating to the role of the Committee and recommend amendments to the Board.
- Participate in public communication and engagement events organized by University staff in accordance with the guiding principles described in the Master Plan.

As a committee of the Board, the Trent Lands Committee is subject to all relevant principles, policies, rules, and guidelines of the Board including, but not limited to, those concerning indemnification, insurance, procurement, good governance, conflict of interest/duty, and confidentiality.

**Composition:**

- Chair of the Board of Governors (ex-officio) (or designate) as a voting member
- President & Vice Chancellor of the University (ex-officio) (or designate) as a voting member

And such other members of the Board or external community (who are not members of the Board) as the Board considers appropriate Committee members shall be appointed and renewed by the Board

on the recommendation of the Nominating & Governance Committee, guided by the position profile and skills matrix.

The university secretary (or designate) shall attend all Committee meetings to record minutes and keep records, but is not a member of the Committee. Senior administrative staff as assigned will support the work of the Committee.

**Term of Appointment:**

The Committee members, other than the ex-officio positions, shall be appointed for a term of three (3) years renewable to a maximum of three (3) terms or nine (9) years, maximum service. For the purpose of ensuring continuity, initial appointments to the Committee may be for a term of less than three (3) years.

**Trent Lands Committee Chair and Vice-Chair(s):**

The chair and any one or more vice-chairs of the Trent Lands Committee shall be appointed and replaced by the Board. The chair and vice-chair shall be entitled to vote at Committee meetings, but neither shall have a second or casting vote.

Any one of the Board chair, president, the Committee chair or Committee vice-chair shall have delegated signing authority, together with any one of the university secretary or a vice-president of the University, for the execution of certain instruments, consistent with existing policies.

**Subcommittees and Project Groups:**

The Committee may constitute subcommittees or project groups as required. External members may be added to these subcommittees/project groups with the approval of the Nominating & Governance Committee.

**Removal from the Committee:**

The Board shall have power to remove and replace any of the Committee members (other than the President or the Chair of the Board) and any member of a subcommittee or project group at any time for any reason.

**Committee Procedure:**

Subject to these Terms of Reference and to any restrictions imposed by the Board, the Trent Lands Committee shall establish its own procedures that will be submitted to the Board through the Nominating & Governance Committee for approval.

**Meetings:**

Quorum for the Committee is a majority of its membership, provided that one (1) of the Chair of the Board (or designate) or the President (or designate) must be present at a meeting for quorum to exist.

In accordance with University by-laws, Trent Lands Committee and sub-committee meetings are held in camera unless otherwise determined.