



NON-ACADEMIC BENEFITS COMMITTEE TERMS OF REFERENCE

A. INTRODUCTION

The University of Regina (the "University") administers the University of Regina Non-Academic Pension Plan (the "Plan").

Under the terms of the Plan:

- the Board of Governors of the University (the "Board") is the "Administrator" of the Plan for the purposes of applicable laws and regulations, including *The Pension Benefits Act, 1992* and the *Income Tax Act (Canada)*; and
- the University is the Plan's sponsor.

The Board has established the Non-Academic Benefits Committee (the "Committee") and has delegated to it, certain of the University's duties, responsibilities and powers, as described below.

B. APPOINTMENT AND COMPOSITION OF PENSION COMMITTEE

1. Members of the Committee are appointed by the Board. Members do not have to be employees of the University of Regina. The Committee shall be composed of no more than eight (8) members:
 - (a) Four (4) members selected by the Board;
 - (b) Three (3) Committee members recommended by CUPE 5791 ("CUPE"); and
 - (c) One (1) retiree Committee member (the "Retiree Member") recommended by individuals receiving pensions from the Plan ("Retirees");
2. Members of the Committee put forward by their recommending bodies to the Board for appointment in sections B.1 (b) and (c) shall be for a three year term. Individuals may be re-appointed for multiple terms with no maximum term limits. However, if another eligible member

comes forward and expresses interest in becoming a committee member after one three year term has been served, CUPE shall determine a democratic process to decide who will be the representative for the next three year term.

3. If either CUPE or the Retiree Members do not recommend the appointment of their respective Committee members within a reasonable period of time after being requested in writing to do so, the Board may proceed, after having first consulted with the remaining members of the Committee, to appoint, or reappoint, or reduce the required number of Committee members to fill the vacancies without the required recommendation. The Term of any such Committee member will continue until CUPE or the Retiree Members, as applicable, recommend a replacement Committee member.
4. Initial and successor members will confirm acceptance of their appointment to the Committee in writing. However, a person appointed to the Committee who does not so confirm is deemed to accept their appointment by attending any Committee meeting.
5. The Chair of the Committee, for so long as they remain a Committee member, shall continue as the Chair until they resign from that position or they are replaced by a new Chair by a majority vote of the Committee. If there is no Chair at any particular point in time, then the Meeting Procedure Standards will determine who the Chair is for that meeting or period.
6. The University, via its Human Resources Department, shall designate a Secretary of the Committee.
7. A Committee member may resign from the Committee by notifying the Chair in writing, with a copy of such notice provided to the Human Resources Department of the University. Such notice will state the date on which their resignation takes effect and their resignation shall be effective from that date, but no earlier than the date of receipt. A replacement Committee member shall be appointed for the remainder of that individual's term in accordance with the appointment requirements set out in these Terms of Reference.
8. A person's participation on the Committee cannot be exercised by a representative. Their participation will automatically terminate on:
 - (a) their replacement by another person in accordance with the appointment provisions in B.1;
 - (b) the death of the person or the legal inability to fulfill their duties.

9. A Committee member who is on an authorized leave may maintain their participation on the Committee upon the mutual agreement of the University, CUPE or the representative of the Retired Members (as applicable), and the Committee member.
10. A Committee member who has resigned or has been replaced (and the personal representative of a deceased or incapacitated Committee member) will promptly return any and all records, books, documents, and other property pertaining to the governance and administration of the Plan to the Chair.
11. Committee members are expected to attend all meetings to which they are members. It is recognized that committee members may be unable to attend some meetings due to conflicts with other commitments or unforeseen circumstances. It's important that the Chair be informed prior to any absences. A member's record of attendance will be documented in the annual pension report for members which is provided to the Board annually.

C. BOARD MANDATE

The Board retains full power to set benefits design and to terminate the Plan or amend or modify the terms of the Plan.

D. COMMITTEE MANDATE

The Committee is responsible for:

1. making decisions regarding the following matters:
 - (a) approval of the Plan expenses and annual budget;
 - (b) approval of fee changes by service providers;
 - (c) approval to initiate projects involving third party service providers;
 - (d) the establishment of the target range for the Plan's contingency reserve;
 - (e) the adoption of governance standards as the Committee may deem necessary to govern its operations, provided such governance standards do not conflict with any provisions of these Terms of Reference;
2. reviewing the benefit plans offered by the University and recommend changes as required; and
3. promoting awareness and understanding of the Plan among Plan members; and
4. providing recommendations to the Board on all other matters required for the administration of the Plan.

A diagram illustrating the respective responsibilities of the Board and the Committee is attached to these Terms of Reference as Appendix A.

E. MEETING PROCEDURES

1. A quorum for Committee Meetings shall be four (4) Committee members, where the Committee membership of:
 - (a) at least two of the Committee members present were recommended by CUPE; and
 - (b) at least two of the Committee members present were not recommended by either CUPE or by the Retirees.

In the event CUPE has not recommended the appointment of their respective Committee members as per B.2., quorum shall be the Committee members present who were recommended by CUPE plus at least two Committee members present who were not recommended by either CUPE or by the Retirees.

2. A motion at a meeting of the Committee will be adopted if it receives an affirmative vote from a majority of the voting members of the Committee participating in the meeting. Alternatively, a motion that is reduced to writing and signed or approved electronically by all Committee members shall be effective as if it had been adopted at a duly called meeting.
3. If there is a tie vote on any decision, the Committee will report to the Board that it is unable to provide a recommendation.
4. The Committee shall follow the Meeting Procedure Standards.

F. PERFORMANCE STANDARDS

In the execution of their responsibilities, the Committee and each of the Committee members will comply with:

- applicable law;
- the terms of the Plan;
- these Terms of Reference;
- all relevant Committee standards; and
- all applicable University policies.

G. REPORTING

The Committee is responsible for reporting to the Board on its activities, at such times and in such form and manner as may be acceptable to the Board. Such reporting should include:

1. confirmation that the performance standards set out in Section F have been satisfied;
2. a summary of significant actions taken in performing its responsibilities, and
3. a summary of significant issues that arose in the operation of the Plan, such as any breach of the Code of Conduct Standards.

H. COMMITTEE MEMBER REMUNERATION

1. Committee members who are employed by the University are not entitled to compensation, beyond their normal compensation as employees, for the time spent on the conduct of their duties as Committee members.
2. Committee members who are not employed by the University are entitled to such compensation as the Board decides from time to time. However, the cost of such reimbursement will be paid by the recommending body and not by the Plan.
3. All Committee members are entitled to reimbursement by the University for reasonable expenses incurred personally in the conduct of their duties, in accordance with the expense payment procedures established by the University.

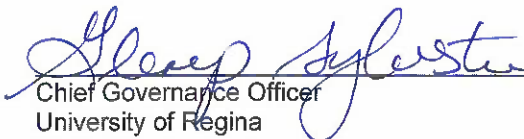
I. CODE OF CONDUCT STANDARDS

Each Committee member shall observe and be bound by the Code of Conduct Standards.

J. AMENDMENT OF TERMS OF REFERENCE

Any amendment to these Terms of Reference must be made in writing and must be adopted by a resolution of the Board.

I HEREBY CERTIFY THAT these Terms of Reference were approved by a resolution of the Board of Governors of the University of Regina on the 17 day of Dec, 2024.



Chief Governance Officer
University of Regina

Appendix A

University of Regina Non-Academic Pension Plan Governance Responsibilities

