

# Bylaw Number 3

## CONCERNING

### THE APPOINTMENT, THE EVALUATION AND THE RENEWAL OF MANDATE OF THE DIRECTOR GENERAL AND OF THE ACADEMIC DEAN

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## PREAMBLE

This bylaw establishes the terms and conditions concerning the appointment, renewal of mandate and evaluation of the incumbent Director General and Academic Dean. It is referred to as Bylaw Number 3.

This bylaw is subject to the provisions of the *General and Vocational Colleges Act* and the regulation *Certaines conditions de travail des hors-cadre des collèges d'enseignement général et professionnel*.

## ARTICLE 1 - GENERAL PROVISIONS

### 1.01 Definitions

In this bylaw, the following expressions mean:

**Appointment:** The decision by the Board to hire a person for a first mandate as Director General or as Academic Dean.

**Evaluation:** A document that states the evaluators' assessment of the contribution of the Director General or the Academic Dean for a given academic year or the processes related thereto.

**General and Vocational Colleges Act, Chapter C-29 (the Act):** Law that governs the appointment of persons to certain positions in Cegeps.

**Mandate:** Term of office of senior executives.

**Regulation of the Minister:** Regulation decreed by the Minister by virtue of Section 18.1 of the Act that determines certain working conditions of senior executives of general and vocational colleges (*Certaines conditions de travail des hors-cadre des collèges d'enseignement général et professionnel*).

**Renewal:** The decision by the Board to renew the mandate of an incumbent as Director General or as Academic Dean.

**Senior Executive (Hors-cadre):** A Director General or an Academic Dean appointed by the Board of Governors by virtue of the Act.

### 1.02 Jurisdiction and Responsibility for Implementation

The Chair of the Board acts as the agent of the Board in the application of this bylaw and is responsible for its implementation. Furthermore, unless indicated otherwise, the Chair of the Board shall act as the spokesperson of the College in matters of communication with the persons or the bodies consulted by virtue of this bylaw as well as with the incumbents.

## **ARTICLE 2 - VACANCY**

### **2.01 General Rules**

The Board must begin the process of the appointment of a Director General or an Academic Dean at a meeting during which the Chair has advised Board members of a vacancy or eventual vacancy in the position. A position covered by this bylaw is vacant:

- a. upon the death or legal incapacity of the incumbent;
- b. on the effective date of an incumbent's resignation;
- c. on the day immediately following the expiry date of the mandate of an incumbent who has not requested a mandate renewal within the deadlines provided for in this bylaw;
- d. on the day immediately following the expiry date of the mandate of an incumbent whose mandate has not been renewed by the Board;
- e. on the effective date of the dismissal or removal from office of an incumbent by the Board under Article 20.2 of the Act.

### **2.02 Interim Measures**

When circumstances warrant, the Board may appoint an interim Director General or an interim Academic Dean for a specified period of time.

## **ARTICLE 3 - SELECTION AND APPOINTMENT**

### **3.01 Board of Governors Responsibilities**

The Board of Governors shall:

- a. form a Selection Committee composed of seven members;
- b. adopt a timetable;
- c. adopt the selection criteria and eligibility requirements, including qualifications, competencies and experience required;
- d. adopt a statement of opportunities and challenges in relation to the vacant position that the Board expects to be addressed during the first mandate;
- e. authorize the Selection Committee to hire a specialized firm to assist in the recruitment process, if it deems it necessary.

### **3.02 Selection Committee Composition**

The seven members shall be appointed in the following manner:

#### **Director General selection**

- Chair of the Board (Chair of the Selection Committee)

- At least three members from among Board members who are not College employees
- At least two members from among Board members who are College employees

#### **Academic Dean selection**

- Chair of the Board (Chair of the Selection Committee)
- Director General
- Three members from among Board members who are not College employees
- Two members from among Board members who are College employees

For the selection of a senior executive, the Chair of Senate is an *ex officio* member of the Selection Committee without voting rights.

For the selection of a senior executive, the Director of Communications and Corporate Affairs and the Director of Human Resources may support the Selection Committee but shall not serve as members of the committee.

### **3.03 Publication**

The Chair of the Board oversees the publication of the vacant position, by:

- informing College employees of the posting;
- advertising the vacancy in the education network in Quebec and in the rest of Canada;
- any other means deemed appropriate.

### **3.04 Selection Committee Mandate**

The Selection Committee will hold its meetings *in camera* and shall take every measure to ensure the confidentiality of its activities.

The Selection Committee shall:

- a. receive candidacies;
- b. screen the documentation submitted by all candidates;
- c. make a short list of eligible candidates to be interviewed by the Selection Committee based on the selection criteria adopted by the Board;
- d. conduct selection interviews;
- e. arrange any assessment, or testing, of the preferred candidate(s), if deemed necessary;
- f. verify the references of the selected candidate;
- g. prepare a report to the Board recommending, from among the candidates interviewed, one candidate for appointment to the vacant position. This report shall include a summary of the references obtained and any results of assessment or testing, if applicable.

In the event that the Selection Committee is unable to recommend a candidate, it must inform the Board stating its reasons in writing. The Selection Committee's mandate is then complete.

### **3.05 Referral to Senate**

Before selecting a Director General or an Academic Dean and, in accordance with section 20 of the *General and Vocational Colleges Act*, the Board of Governors shall consult with Senate.

When the Selection Committee has a candidate to recommend to the Board, the Chair shall invite Senate to convene an *in camera* meeting. This meeting shall take place on the same day as the Board meeting at which the Selection Committee presents its recommendation to the Board.

At this meeting, the Board Chair shall:

- a. present the recommendation of the selection committee;
- b. provide the curriculum vitae of the selected candidate;
- c. provide members of Senate with the opportunity to interview the recommended candidate.

Senate will then formulate its advice to the Board.

### **3.06 Board Decision**

To appoint a new Director General or new Academic Dean, the Board shall, *in camera*:

- a. receive the report of the Selection Committee;
- b. receive the advice of the Senate;
- c. review the application of the recommended candidate;
- d. meet with the candidate prior to making a decision, if deemed necessary.

### **3.07 Approval of Recommended Candidate**

Should the Board accept the candidate recommended by the Selection Committee, it shall do so by means of a two-part resolution: the first part to name the candidate and the second part to determine the length of the mandate, for a period of not less than three years and not more than five years.

### **3.08 Refusal of Recommended Candidate**

Should the Board not accept the candidate recommended by the Selection Committee, it shall do so by resolution. The Board may restart the selection process at the phase that it deems most appropriate. The Board may, by resolution:

- a. ask the Selection Committee to recommend another candidate;
- b. form a new Selection Committee;
- c. establish new selection criteria or make other changes that it deems appropriate to the

selection process;

- d. postpone the selection for a specified period and make an interim appointment.

## **ARTICLE 4 - ANNUAL PERFORMANCE EVALUATION**

The annual evaluation is the procedure by which a committee, created to this end, judges the contribution of the incumbent Director General or Academic Dean based on the annual expectations and/or objectives indicated by the Board at the start of the year and the expected competencies.

The reference year is from July 1 to June 30.

### **4.01 Purpose of the Annual Evaluation**

The annual evaluation is designed mostly to be formative in that it endeavours to:

- a. clarify the expectations of the Board and of the incumbents;
- b. promote communication;
- c. provide feedback, assistance, support and direction to the incumbents to help them achieve their potential.

The performance evaluation process is summative insofar as it contributes to the mandate renewal evaluation.

### **4.02 Proposed Objectives**

Every year, no later than May 31, the Director General and the Academic Dean shall propose to the Executive Committee their objectives for the following year. In the case of the Academic Dean, the proposal is made in collaboration with the Director General and after consultation with the Senate.

The annual objectives and expectations indicated and presented to the Board of Governors shall take into account the broader orientations set by the Board of Governors, including the College's strategic plan. The College's success plan shall be taken into account with respect to the Academic Dean.

Considering these proposals, the Executive Committee shall recommend to the Board the objectives to be assigned to the Director General and to the Academic Dean.

### **4.03 Evaluation Committee Composition**

The composition of the evaluation committee shall be as follows:

#### **Director General evaluation**

The Chair and the Vice-Chair of the Board shall act as evaluators for the Director General.

### **Academic Dean evaluation**

The Chair of the Board and the Director General shall act as evaluators for the Academic Dean.

#### **4.04 Evaluation Committee Mandate**

Each year the evaluators shall evaluate the incumbent's performance with regard to the job description, the responsibilities under Bylaw Number 1, the achievement of the objectives set by the Board for the year in question, the mastery of competencies expected for the position while taking into account prevailing circumstances. The annual evaluation shall take into account the written report of the incumbent Director General or Academic Dean.

The Chair shall provide the Director General and the Academic Dean with a copy of the final evaluations. The incumbent shall have the right to respond to the evaluation in writing.

A sealed copy of the final evaluation shall be kept by the Director of Corporate Affairs for the duration of the mandate for the purposes stated.

Meetings of the annual evaluation committee are held *in camera*. The Committee shall ensure that all discussions remain confidential.

#### **4.05 Report to the Board of Governors**

Every year, no later than June 30, the Chair shall confirm to the Board that the evaluations of the Director General and the Academic Dean have been completed.

#### **4.06 Other Provisions**

If fewer than six months have elapsed since the evaluation of the incumbent in the context of the mandate renewal or since an incumbent's appointment or if the situation warrants, the Board may, by resolution, waive an incumbent's annual performance evaluation for a given academic year.

In the final year of their mandate, a senior executive who has informed the Board of their decision not to seek renewal shall be exempt from the annual evaluation.

## **ARTICLE 5 - MANDATE RENEWAL**

### **5.01 Renewal Initiation Process**

Within **twelve (12) months** before the expiry of their mandate, the Director General or the Academic Dean shall inform the College, in a letter sent to the Chair of the Board of Governors, of their decision to seek another mandate.

In default of the preceding, at least **ten (10) months** before the expiry of the incumbent's mandate, the Chair of the Board shall give the Director General or the Academic Dean written notice of the Board's intention to begin renewal procedures.

**Within 30 days** of receiving this notice, the incumbent must inform the Chair of the Board in writing of their decision to seek another mandate. Failure on the part of the incumbent to provide such notice shall be deemed to be a decision not to seek a renewal of the mandate.

## **5.02 Evaluation Objectives**

The evaluation mandate, when being renewed, is to assess the contribution of the senior executive with a view to making a recommendation to the Board of Governors. The Evaluation Committee shall take into account the annual evaluations conducted during the mandate, as well as solicit and consider the opinions of the College departments.

The renewal evaluation shall take into account the:

- a. summary report filed by the incumbent;
- b. results of annual evaluations;
- c. achievements based on the strategic plan, including the success plan for the Academic Dean;
- d. demonstrated mastery of key management competencies;
- e. prevailing circumstances.

## **5.03 Renewal Committee Composition**

When a senior executive seeks a renewal of mandate, the Board, in lieu of the procedures for the annual performance evaluation provided for in Article 4 of this bylaw, shall appoint a Renewal Committee, comprised as follows:

### **Director General renewal**

The Chair of the Board who shall chair the Renewal Committee, the Vice-Chair and one Board member who is not a College employee.

### **Academic Dean renewal**

The Chair of the Board who shall chair the Renewal Committee, the Vice-Chair and the Director General.

For the mandate renewal of senior executives, the Director of Communications and Corporate Affairs and the Director of Human Resources may support the Renewal Committee but shall not serve as members of the committee

## **5.04 Renewal Committee Mandate**

Deliberations of the Renewal Committee shall be confidential and remain confidential even after the process has terminated.

The Renewal Committee shall:

- a. adopt a timetable that respects the deadlines in the Regulation and that keeps the process limited to a maximum of 90 days;
- b. advise the incumbent of the date of the meeting at which the decision on the renewal of mandate will be made;
- c. advise the Chair of the Senate in writing of the timetable adopted for the renewal process and request the advice of the Senate on the renewal;
- d. ask the incumbent to summarize their contribution based on the expectations and objectives established during the mandate in relation to the demonstration of key management competencies, while taking into account the prevailing circumstances;
- e. review the incumbent's evaluations during the current mandate and interview, if appropriate, former Board Chairs who may have participated in those evaluations;
- f. determine its terms of consultation, including consultation with members of the Dawson Community;
- g. advise the incumbent of the details of the process of consultation to be carried out under clauses above, and, upon request of the incumbent, consult others if deemed appropriate by the Chair;
- h. inform the incumbent, at least one week in advance, of the recommendation and reasons that will be submitted to the Board of Governors by the Renewal Committee;
- i. submit a written report to the Board of Governors detailing the methodology used, the departments consulted, the documents reviewed and its recommendations. Opinions obtained during these consultations are confidential.

### **5.05 Referral to Senate**

Before renewing the mandate of a Director General or an Academic Dean and, in accordance with section 20 of the *General and Vocational Colleges Act*, the Board of Governors shall consider the advice of the Senate. The meeting of Senate shall be held *in camera* and all discussions shall remain confidential.

### **5.06 Board Decision**

The Board shall, *in camera*:

- a. receive the recommendation of the Renewal Committee;
- b. receive the advice of the Senate;
- c. give the incumbent an opportunity to be heard, if the incumbent so desires.

#### **5.06.1 Renewal**

Should the Board decide to renew the incumbent's mandate:

- a. It shall do so by means of a two-part resolution: the first part to renew the mandate and the second part to determine the length of the mandate.

- b. The Chair of the Board of Governors shall notify without delay, in writing, the incumbent of the decision to renew their mandate. This notice shall be sent to the incumbent at least 120 days before the date of the expiration of the mandate.

#### **5.06.2 Non-Renewal**

Should the Board decide not to renew the incumbent's mandate, it shall do so by resolution and notify the senior executive at least 120 days before the expiry of their appointment. Before making its final decision, the Board shall give the incumbent an opportunity to be heard, if the incumbent so desires.

The College may agree to:

- a. reassign the incumbent to an open position;
- b. designate the incumbent as supernumerary manager.

If eligible, the incumbent may choose to avail themselves of any end of employment measures covered by Chapter V of the Regulation.

The College may set up a procedure more advantageous to the senior executive than that prescribed by this section.

### **ARTICLE 6 - WORKING CONDITIONS**

Following an appointment or a renewal decision by the Board, the Chair and Vice-Chair of the Board shall represent the College in the negotiation with the Director General of the working conditions not covered by the Regulation including the determination of salary. In the case of the Academic Dean, the College's representatives shall be the Chair and the Director General.

The contract of employment of the Director General shall be signed by the Chair and the Vice-Chair. The contract of employment of the Academic Dean shall be signed by the Chair and the Director General.

### **ARTICLE 7 - BYLAW REVISION**

Revisions, including the repeal of this bylaw, must be adopted by the Board of Governors of Dawson College in accordance with the Act and Regulation.

This bylaw shall enter into force once adopted by the Board of Governors.