

## PURPOSE

The Board of Governors has delegated to the Audit Committee responsibility for oversight of the University's financial reporting, audit processes, and internal controls.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Audit Committee shall:

1. Strengthen the role of the Board of Governors, and to assist Governors in meeting their responsibilities, by holding discussions with Management, the Auditor General and/or the External Auditor, and the Chief Audit & Risk Officer/Internal Auditor.
2. Improve the credibility and objectivity of financial reports and to increase the independence of the External and Internal Auditors.
3. Ensure effective processes and controls exist over risks that may affect the reputation, financial position, resources, or ability of the University to carry out its desired objectives.
4. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).
5. Advise and assist the Board of Governors and the President in advancing the goals of the University's strategic plan, *Shaping UBC's Next Century*, through ongoing, risk-based review of commitments contained within the strategic plan.

## MEMBERSHIP & PROCEDURES

The Audit Committee is composed of at least four (4) members of the Board of Governors, all of whom are external to the University. The Board of Governors Chair, the Chancellor and/or the President may be appointed as voting members. The size of the Committee reflects the tasks it undertakes.

If possible, at least two (2) members of the Committee should have significant financial experience and expertise.

The Chair of the Board of Governors appoints Committee members with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive (through the Board Secretariat) additional and reasonable support for the assembly, assessment and reporting of information.

The Committee has the authority to engage independent counsel and other advisors, with prior approval from the Board Chair, subject to reasonable limits on resources available to the Board of Governors for these matters.

## MEETINGS & QUORUM

Attendance by at least 35% of Audit Committee members is required to establish quorum.

The Audit Committee meets at scheduled times throughout the year, with additional meetings at the call of its Chair.

## ACCOUNTABILITY

Minutes of Audit Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed to Governors and others authorized to attend such closed sessions as soon as practicable. Audit Committee minutes are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Audit Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Audit Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Audit Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

## DELEGATED AUTHORITY

The Board of Governors has delegated to the Audit Committee authority to transact the following business on its behalf:

~~The Board of Governors has delegated to the Audit Committee authority to approve the following reports on behalf of the Board of Governors~~Approve the following reports:

- External Auditor Contract
- Financial Forecast (Quarterly)
- Internal Audit Plan

~~The Board of Governors has delegated to the Audit Committee authority to receive the following reports on behalf of the Board of Governors~~Receive for information the following reports:

- Change Management
- Confirmation of Tax Payments
- Development & Alumni Engagement Year-End Report

- Enterprise Risk Management – Major Risk Register Update
- External Auditor - Audit Findings Report and Management Letter
- External Auditor – Update
- Financial Reports / Statements  
(Note: annual UBC Consolidated Financial Statements require approval by the BoG)
- Integrated Renewal Program - Independent Validation and Verification Reports
- Internal Auditor High-Risk Audit Findings and Recommendations Status Report
- Litigation Annual Report and Updates
- Payroll Review
- Procurement Modernization Program
- Research Single Audit Report (formerly A-133 Audit Report) Audit Reports [Audit opinions are given on the University's compliance and internal control over the University's compliance with the requirements described in the Uniform Guidance that could have a direct and material effect on its programs in the Research and Development cluster for the year ended March 31, 2017. The report is submitted to the appropriate U.S. government agency annually.]
- Student Enrolment (FTE) Audit
- US GAAP Financial Statements
- US William D. Ford Federal Direct Loan Program (DLP) Audit Report

## **ANNUAL MEETING SCHEDULE**

At a minimum, the following should be covered during scheduled meetings of the Audit Committee:

### **First Meeting**

In February or March to review the Q3 Financial Report, to review the Internal Auditor's report, and to approve the Internal Audit Plan for the year ahead.

### **Second Meeting**

In June to review the audited financial statements of the University, and to review the Internal Auditor's report.

### **Third Meeting**

In September to review the Q1 Financial Report, to approve the Q2 financial forecast prior to submission to government, and to review the Internal Auditor's report.

### **Fourth Meeting**

In November to review the Q2 Financial Report, to approve the Q3 financial forecast prior to submission to government, and to review the Internal Auditor's report.

## FINANCIAL STATEMENTS

### Annual Financial Statements

Subject to the powers and duties of the Board of Governors, the Audit Committee should review the annual financial statements and carry forward appropriations and recommend their approval to the Board of Governors.

In the course of their review, the Audit Committee should:

- Determine whether appropriate accounting principles and auditing standards are being applied.
- Discuss with Management and with the Auditor General and/or External Auditor all proposed major changes in accounting policy, the presentation of all large risks or uncertainties, and all estimates or judgments of Management that may be material to financial reporting.
- Question Management and the Auditor General and/or External Auditor regarding significant financial recording or presentation issues discussed during the fiscal period and the manner of their resolution.
- Examine the audited annual financial statements in conjunction with the report of the Auditor General and/or External Auditor, which may include determining whether the statements:
  - reflect properly the significant accounting policies selected;
  - reflect estimates and other financial statement elements that are reasonable and consistent;
  - disclose adequately major transactions and issues;
  - disclose post-year-end significant events;
  - are understandable, relevant, reliable and comparable; and,
  - are complete and consistent
- Ask explicitly the Auditor General and/or External Auditor for an opinion about the appropriateness, not just the acceptability, of accounting principles and financial disclosures.
- Review periodically with Management and the Auditor General and/or External Auditor all of the University's major accounting principles, policies and estimates.

### Quarterly Statements & Forecasts

The Audit Committee shall review the quarterly financial statements. The Committee shall also review and approve the submission of the quarterly financial forecasts to the province as required under the government reporting entity (GRE).

Consistent with the annual financial statements, the Committee shall discuss appropriate accounting and disclosure policies with Management. However, as quarterly statements are unaudited, an audit opinion will not be received for discussion on quarterly financial statements.

## EXTERNAL AUDIT

The *University Act* specifies that the Auditor General is to be appointed the External Auditor of UBC. The Auditor General can appoint an agent to carry out the audit under its supervision.

The External Auditor reports directly to the Audit Committee.

In overseeing the external audit, the Audit Committee shall:

### Before the Audit:

- Review the terms of External Auditor engagement and the appropriateness and reasonableness of the proposed audit fees.
- Review the audit plan with the External Auditor and Management, and discuss the timing and extent of the audit work, materiality, audit risk, and overall audit strategy.
- Review the audit scope with the External Auditor and Management and ensure no restrictions have been placed by Management on the scope of the audit.
- Ensure the Internal Auditor and the External Auditor coordinate internal and external audits.

### During the Audit:

- Determine whether Management has provided full and open disclosure to the External Auditor's inquiries.
- Review problems experienced by the External Auditor in performing the audit, including any restrictions imposed by Management and all significant accounting issues on which there was disagreement with Management.
- Obtain explanations from Management on all significant variations between comparative reporting periods.
- Ensure that Management and the External Auditor fully inform the Audit Committee about any financial irregularities, regulatory investigations, potential liabilities, or other sensitive information.
- Ensure that the External Auditor informs the Committee about material misstatements, whether adjusted or not.
- Review audit conclusions regarding significant accounting estimates.

### After the Audit:

- Determine whether the performance of the External Auditor is satisfactory and effective and meets the requirements of the University.
- Discuss with the External Auditor their independence and how it has been maintained.
- Review the post-audit or management letter containing the recommendations of the External Auditor; review Management's response and subsequent follow-up to any significant identified weaknesses.

- Obtain information on the nature of all non-audit services provided by the External Auditor; the Committee should review the contracts for same and consider the impact on the External Auditor's independence.

**Other:**

- Review all issues related to any change of the External Auditor and plans to ensure an orderly transition.
- Review any other financial reports and disclosure documents provided by the External or Internal Auditors or other appropriate officers of the University.
- Meet with the External Auditors without Management present, as part of the regular Audit Committee agenda.

## **UBC INTERNAL AUDIT AND RISK MANAGEMENT SERVICES**

The Chief Audit & Risk Officer (CARO) oversees Internal Audit and Enterprise Risk Management at UBC and reports directly to the President and Vice-Chancellor and to the Audit Committee Chair.

### **Internal Audit**

The Audit Committee shall:

- Hire and evaluate the Chief Audit & Risk Officer/Director of Internal Audit.
- Evaluate the performance of the Chief Audit & Risk Officer/Internal Audit unit.
- Review and maintain the power of veto over the appointment, replacement, reassignment or dismissal of the Chief Audit & Risk Officer/ Internal Auditor by Management.
- Ensure the Chief Audit & Risk Officer/Internal Auditor has direct access to the Audit Committee.
- Review the Terms of Reference for the Chief Audit & Risk Officer/Internal Auditor, including an examination of the Chief Audit & Risk Officer's/Internal Auditor's approach to risk assessment and the methods used to assess risk.
- Consider the scope of internal audit activity, plans, and resources required by Internal Audit, and approve the annual CARO/Internal Audit Plan/budget.
- Review the reports issued by the Chief Audit & Risk Officer/ Internal Auditor.
- Review Management's response to CARO/Internal Audit recommendations and subsequent follow up to all identified risk exposures and control issues.
- Ensure that the Chief Audit & Risk Officer/Internal Audit has in place a formal whistleblower process, and that the process is communicated to the community.
- Meet with the Chief Audit & Risk Officer/Internal Auditor without Management present, as part of the regular Audit Committee agenda.

The Audit Committee shall:

- Review significant recommendations made by the Auditor General, the External Auditor, the Chief Audit & Risk Officer, and/or the Internal Auditor regarding internal controls.
- Ensure Management fulfills its responsibility with respect to the integrity of financial information systems and internal controls.
- Obtain reasonable assurance that management information systems (MIS) are reliable and internal controls are appropriate and adequate. For this purpose, the Committee may wish to direct the Auditor General's and CARO's/Internal Auditor's examinations to particular areas; the Committee may request the External and/or Internal Auditor to undertake special examinations.
- Determine whether systems are in place to identify and monitor major business and other risks.
- Review the general control environment, organizational structure and delegation of authority.

The Audit Committee review should also include the prevention or detection of Management override or compromise of the internal control system.

### Enterprise Risk Management

With respect to Business Risks and Compliance matters, the Committee should ensure compliance with statutory financial reporting and disclosure requirements with respect to:

- the *University Act*
- the *Financial Information Act*
- the *Freedom of Information & Protection of Privacy Act*

In 2009, UBC adopted an Enterprise Risk Management (ERM) framework to support strategic and operational decision-making. The Office of ERM has been leading the implementation and works with the Executive Team and academic and administrative units across the University to facilitate the identification process of risks and assist with the development of relevant risk mitigation strategies.

The Audit Committee directs the ERM initiative; the ERM Steering Committee is comprised of executive and senior members: Provost & Vice-President Academic, Deputy Vice-Chancellor and Principal, Vice-President Finance & Operations, Vice-President Students, Vice-President Human Resources, the Chief Audit & Risk Officer and the Director of Internal Audit.

The Audit Committee receives the ERM Major Risk Register Update report at each meeting. In addition, an ERM Risk Register report is provided to the Board of Governors annually.

Enterprise Risk Management serves UBC by:

- Providing a management tool for faculties and administrative units to identify key areas of risk and prioritize resource allocation
- Identifying dependencies and key areas where coordination is required
- Developing of an ongoing comprehensive risk database using a consistent methodology across all campuses of the University

- Providing feedback and reporting to the Board of Governors regarding major risks facing the University
- Coordinating with CARO/Internal Audit, Privacy, Information Security and other Risk Management Services (e.g., Continuity Planning, Insurance, Health & Safety)
- Providing information about best practices

## **OTHER DUTIES & RESPONSIBILITIES**

The Audit Committee shall:

- Monitor the overall financial management of the University.
- Review the status of pending or threatened material litigation.
- Review before filing with government any formal financial reports on the financial condition or operating results of the University.
- Draw to the attention of the Board of Governors all financial matters of which the Committee has knowledge and which may materially affect the current or future position of the University.
- Confirm that appropriate policies and procedures are in place for monitoring compliance with applicable laws, and ascertain their adequacy and compliance levels.
- Review programs to protect the University's assets (for example, insurance).
- Review such other matters which may be referred to the Committee by the Board of Governors for consideration and recommendation.
- Meet with the Chief Audit & Risk Officer, Internal Auditor, Auditor General, External Auditor and Management in separate *in camera* sessions to discuss any matters the Committee or these groups believe should be discussed privately.
- Review Environmental and Health and Safety matters for compliance to applicable legislation and University policies.
- Review any proposed changes in roles or responsibilities to the position of the University's Vice-President Finance & Operations.
- Have the authority to engage independent counsel and other advisors, with prior approval from the Chair of the UBC Board of Governors.

Appendix  
Board Policies for Review by Audit Committee

Policy	Name
6	Environmental Protection Compliance
7	Occupational and Research Health and Safety
8	Disaster Management
12	Pest Control
79	Travel Assistance for Graduate Students
80	Travel Expenses — Recipients of Honorary Degrees
83	Travel and Related Expenses   Directive   Expenditure Guidelines
84	Entertainment   Expenditure Guidelines
95	Investigations   Guidelines
99	Provision of Communication Services
111	Internal Audit, Investigations, and Financial Whistleblower
115	Gifts   Expenditure Guidelines
117	Records Management
118	Safety and Security Cameras
119	Cash Handling



## PURPOSE

The Board of Governors has delegated to the Employee Relations Committee responsibility for strengthening the employer-employee relationship through measuring employee satisfaction and morale, and for oversight of appointments, terminations, conditions of employment and collective bargaining.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Employee Relations Committee shall:

1. Advise the Board with regard to policies, principles and strategic plans that support the attraction, engagement and retention of a diverse and inclusive community of outstanding faculty and staff.
2. Other than as addressed through collective bargaining with the UBC Faculty Association, advise the Board of Governors in matters relating to:
  - the conditions of appointment of faculty members, professional librarians and program directors in the Centre for Continuing Education (including salaries and benefits);
  - the criteria and procedures governing appointments and termination of appointments;
  - provisions for collective bargaining with the UBC Faculty Association; and,
  - appointment, reappointment and extensions of appointment for Deans, Vice-Provosts, Associate Vice-Presidents, Librarian and Registrar, and determination of compensation associated with those actions. Determination of compensation for Deans, Associate Vice-Presidents, Librarian and Registrar is delegated to the President.
3. Advise the Board of Governors on matters relating to the conditions of employment and collective bargaining for all other UBC employees.
4. Review and recommend policies that affect the employment and termination of faculty and staff, including appointments to management positions (other than positions equal or senior to Dean).
5. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).
6. Advise and assist the Board of Governors and the President in advancing employment-related objectives of the University's strategic plan, *Shaping UBC's Next Century*.

## MEMBERSHIP & PROCEDURES

Committee membership is comprised of:

- A minimum of six (6) Governors who are external to the University
- the Board Chair, the Chancellor and the President as *ex officio* voting members

Members are appointed by the Board Chair with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive (through the Board Secretariat) additional and reasonable support for the assembly, assessment and reporting of information.

The Committee has the authority to engage independent counsel and other advisors, with prior approval from the Board Chair, subject to reasonable limits on resources available to the Board of Governors for these matters.

## MEETINGS & QUORUM

The Employee Relations Committee meets at the call of its Chair.

Attendance by at least 35% of Employee Relations Committee members (including *ex officio* members) is required to establish quorum.

## ACCOUNTABILITY

Minutes of Employee Relations Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed to Governors and others authorized to attend such closed sessions as soon as practicable. Employee Relations Committee minutes are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Employee Relations Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Employee Relations Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Employee Relations Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

## DELEGATED AUTHORITY

The Board of Governors has delegated to the Employee Relations Committee authority to transact the following business on its behalf:

Approve the following reports: ~~The Board of Governors has delegated to the Employee Relations Committee authority to approve the following reports on behalf of the Board of Governors:~~

- Appointment Information: Appointments & Reappointments - Heads of Academic Units; Appointments & Reappointments - Delegation of Authority (as per Policy #25); Summary of Board Appointments
- Associate Vice-President Evaluation and Compensation Recommendations
- Associate Vice-President Salary Administration Framework and Guidelines
- Collective Bargaining Mandates
- Salary Adjustments | Associate Vice-Presidents

Receive for information the following reports: ~~The Board of Governors has delegated to the Employee Relations Committee authority to receive the following reports on behalf of the Board of Governors:~~

- Grievance / Arbitration / Discipline / Personnel Issues Updates
- Managing Health Promotion & Absenteeism at UBC

Appendix  
Board Policies for Review by Employee Relations Committee

Policy	Name
2	Employment Equity
17	Appointment of Registrar and Librarians (Joint Senate and Board Policy)
18	Appointment of Designated Senior Academic Administrators (Joint Senate and Board Policy)
20	Advertising of Position Vacancies
21	Appointment of Deans and Principals (Joint Board and Senate Policy)
22	Appointments and Extension of Appointments for Heads of Academic Units
23	Extension of Appointments for Deans and Principals
25	Board of Governors Appointments
26	Acting Administrators in Cases of Absence
42	Faculty Term Appointments Without Review
43	Extension of Appointments for Registrar and Librarians
49	Reduced Workload/Responsibility Appointment — Non- Academic Staff
50	Leave to Take Political Office
54	Study Leave (other than Faculty)
56	Vacations — Non- Union, Management and Professional Staff
62	Leave Due to Illness of Members of Faculty
64	Crossing of Picket Lines
75	Appointment of Graduate Students to Teach a Course Requiring a Board of Governors Appointment
82	Relocation of Faculty Members and Senior Management Staff
86	Extraordinary Expenses - Grant and Contract-Funded Employees
97	Conflict of Interest and Conflict of Commitment



## PURPOSE

The Executive Committee holds the following primary areas of responsibility:

- To act for the Board of Governors in dealing with any matters requiring attention in the interval between regularly scheduled meetings of the Board; and,
- To act for the Board of Governors in considering Presidential and Vice-Presidential appointments.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Executive Committee shall:

1. Meet as needed to make decisions in contingent circumstances between regularly scheduled Board meetings. If necessary in such circumstances, the Executive Committee may speak and/or act for the Board of Governors.
2. Review and recommend to the Board of Governors criteria for selection of the President.
3. Review the *Presidential Search Committee Guiding Principles & Procedures* and recommend amendments for consideration and approval by the Board of Governors (undertaken jointly with the Senates).
4. Oversee the Presidential Selection Committee through the process of selecting a candidate.
5. Conduct an annual performance review of the President.
6. Recommend an appropriate compensation package for the President to the Board of Governors.
7. Through the President, conduct an annual performance review of the Vice-Presidents (the President will report to the Executive Committee on the performance of Vice-Presidents) and approve appropriate compensation packages for Vice-Presidents..
8. Ensure adequate succession plans are in place for Vice-President and Associate Vice-President positions.
9. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).

## **MEMBERSHIP & PROCEDURES**

The Executive Committee is comprised of the Board Chair and Vice-Chair, the Chancellor, the President, and the Chairs of the Standing Committees.

The Board Chair acts as Chair of the Executive Committee.

Additional members may be appointed at the discretion of the Chair of the Board of Governors, with the assistance of the President. Appointments are made based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive (through the Board Secretariat) additional and reasonable support for the assembly, assessment and reporting of information.

The Committee has the authority to engage independent counsel and other advisors, with prior approval from the Board Chair, subject to reasonable limits on resources available to the Board of Governors for these matters.

## **MEETINGS & QUORUM**

The Executive Committee meets at the call of the Committee Chair as required.

Attendance by 35% of Executive Committee members is required to establish quorum.

## **ACCOUNTABILITY**

Minutes of Executive Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed to Governors and others authorized to attend such closed sessions as soon as practicable. Executive Committee minutes are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Executive Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Executive Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

In addition to the above, procedures and practices of the Executive Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.

## DELEGATED AUTHORITY

The Board of Governors has delegated to the Executive Committee authority to transact the following business on its behalf:

Approve the following reports: ~~The Board of Governors has delegated to the Executive Committee authority to approve the following reports on behalf of the Board of Governors:~~

- Performance Reviews & Compensation Recommendations - Vice-Presidents
- President Annual Performance Review Framework / Schedule

Receive for information the following reports: ~~The Board of Governors has delegated to the Executive Committee authority to receive the following reports on behalf of the Board of Governors:~~

- President and Vice-Chancellor Performance Review and Priorities for Coming Year
- Succession Planning

Appendix  
Board Policies for Review by Executive Committee

Policy	Name
19	Acting President
24	Extension of Appointments for Designated Senior Academic Administrators
31	Total Compensation for Executive Officers, Management Officers, Service Unit Directors Excluded from AAPS, and Staff Members who are Excluded from or not Represented by a Union or Association
34	Appointment and Extension of Appointment of Administrative Vice- Presidents



## PURPOSE

The Board of Governors has delegated to the Finance Committee responsibility for assisting the Board of Governors in fulfilling its oversight responsibilities over the financial affairs of the University, and for ensuring the establishment of sound financial policies and practices which will lead to the long-term financial sustainability of the University.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Finance Committee shall:

1. Approve the University's budget framework, which sets the guiding principles between costs, government funding and tuition fee levels.
2. Review and recommend to the Board of Governors the annual budgets.
3. Monitor the financial health of the University through projections and forecasts, recommending corrective action where required.
4. Review actual versus budgeted results on a quarterly basis.
5. Endorse the underlying principles surrounding tuition fee levels, as well actual recommendations for the fiscal year, reviewing the recommendations in conjunction with Policy #71 (Consultation with Students about Tuition and Mandatory Fees).
6. Assist the Board of Governors to enhance the University's investment position or portfolio performance, applicable (but not limited) to the framework in which UBC Investment Management Trust (IMANT) operates within the UBC investment framework approved by the Board of Governors.
7. Periodically review UBC IMANT's implementation and conformity with Endowment policies approved by the University.
8. Review and recommend to the Board of Governors capital expenditure proposals in accordance with Board-delegated authority and signing resolutions.
9. Review debt management policies for recommendation to the Board of Governors, including extent and methods of obtaining external borrowing for operating and capital expenditures.
10. Ensure that a sound resource-allocation framework is in place and that decisions are made within the approved framework.
11. Review trends which have implications for the financial health of the University or which have the potential to impair the strategic plan approved by the Board of Governors.
12. Review and recommend policies and actions to the Board of Governors that enhance the University's financial position or financial performance (cost control or revenue generation).
13. Review and recommend policies and practices to the Board of Governors that reflect evolving improvements to the financial strategies and operations of the University.
14. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).

15. Advise the Board when, under the *University Act*, it should consult the Council of Senates, the UBC Vancouver Senate and/or the UBC Okanagan Senate, with regard to budgetary matters.
16. Advise and assist the Board of Governors and the President in advancing the finance-related objectives of the University's strategic plan, *Shaping UBC's Next Century*.

## MEMBERSHIP & PROCEDURES

Committee members are appointed from among the Board members and include:

- the Board Chair, the Chancellor and the President as *ex officio* voting members
- the Board of Governors Vice-Chair
- one (1) student member
- one (1) faculty member
- up to five (5) Governors who are external to the University

The Chair of the Board of Governors appoints Committee members with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee may delegate, or be directed by the Board to oversee, work tasks and action items to subcommittees, the University Executive, or independent third parties, on Board approval.

The Committee will receive (through the Board Secretariat) additional and reasonable support for the assembly, assessment and reporting of information.

The Committee has the authority to engage independent counsel and other advisors, with prior approval from the Board Chair, subject to reasonable limits on resources available to the Board of Governors for these matters.

## MEETINGS & QUORUM

The Finance Committee meets prior to each regularly scheduled Board of Governors meeting and in addition may meet at the call of its Chair as required.

Attendance by 35% of Finance Committee members (including *ex officio* voting members) is required to establish quorum. When considering proposals for tuition and fees, the Committee shall make every effort to ensure the attendance of student members.

## ACCOUNTABILITY

Minutes of Finance Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed as soon as practicable. Minutes of closed sessions are distributed only to Governors and others authorized to attend such closed sessions and are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Finance Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Finance Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Finance Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and Committee Meeting Rules and Practices.**

## DELEGATED AUTHORITY

The Board of Governors has delegated to the Finance Committee authority to transact the following business on its behalf:

Approve the following reports:

~~The Board of Governors has delegated to the Finance Committee authority to approve the following reports on behalf of the Board of Governors:~~

- Agency Agreements with UBC Properties Investments Ltd (jointly with Property Committee)
- Annual Fee Schedule – Alma Mater Society
- Annual Fee Schedule – UBC Students' Union Okanagan
- Endowment Collapse Requests
- Endowment Variation Requests
- Faculty Pension Plan – Amendments to Plan Text
- Neighbours Agreement (UNA and UBC) (jointly with PC&I Committee)
- Non-Refundable Acceptance Deposits
- Routine Capital Plan (jointly with Property Committee)
- Signing Resolutions
- Staff Pension Plan (SPP) – Amendments, Restatement(s)
- Staff Pension Plan (SPP) – Funding Policy
- Staff Pension Plan (SPP) – Governance Policy and Terms of Reference
- Statements of Investment Policies & Procedures – Endowment, Staff Pension Plan, Supplemental Plan, Sustainable Future Pool, Core Working Capital, UBC Liquidity Fund
- Student Financial Support (jointly with PC&I Committee)
- Student Housing & Hospitality Services (SHHS) Housing Rates (jointly with PC&I Committee)
- Threshold for Capital Project and Internal Loan Approval Authority
- Tuition Fees (jointly with L&R Committee)

**NOTE:** Annual/recurring tuition increases and proposals for international tuition increases applying to incoming students are excepted and will be presented to the Board of Governors for approval.

- Tuition Instalment Schedules
- UBC Development Cost Charges Plans (jointly with Property Committee)
- Working Capital Fund
- Receive for information the following reports:

~~The Board of Governors has delegated to the Finance Committee authority to receive the following reports on behalf of the Board of Governors:~~

- Annual Debt Report
- Approval of Academic Programs / Fees - Communication and Consultation (jointly with L&R Committee)
- Board 4 Reports (jointly with Property Committee)
- Capital Planning and Prioritization Process (jointly with Property Committee)
- Capital Projects Updates (jointly with Property Committee)
- Endowment Status Report
- Enrolment Strategy Review (jointly with PC&I Committee)
- Faculty Pension Plan (FPP) – Plan Summary and Audited Financial Statements
- Faculty Pension Plan (FPP) – Report
- Faculty Profiles / Renewal Strategies (jointly with Learning & Research Committee)
- Financial Statements – Great Northern Way Campus Trust
- Financial Statements – The Neighbours’ Fund
- Financial Statements – Tri-University Meson Facility (TRIUMF)
- Financial Statements – UBC Foundation
- Financial Statements – UBC Investment Management Trust (IMANT)
- Financial Statements – UBC Properties Investments Ltd (UBCPIL/UBCPT)
- Financial Statements – University Neighbourhoods Association (UNA)
- Fiscal Strategy - Liquidity and Debt Update (Vancouver and Okanagan)
- Flexible Learning Updates (jointly with L&R Committee and Property Committee)
- Professional Masters Programs – Enrolment and Tuition
- Research Data Management and Access
- Rental Revenues - Review
- Routine Capital Plan (jointly with Property Committee)
- Seismic Resilience Plan | Progress Updates (jointly with Property Committee)
- Staff Pension Plan (SPP) – Fund Management Report
- Staff Pension Plan (SPP) – Governance Report
- Staff Pension Plan (FPP) – Plan Summary and Audited Financial Statements
- Staff Pension Plan (SPP) – Report
- Student Diversity Initiative / Commitment to Diversity Fund (jointly with PC&I Committee)
- Student Housing & Hospitality Services (SHHS) Financial & Operational Annual Update
- Student Housing Growth Plans (jointly with Property Committee)
- UBC *GamePlan* Updates (jointly with Property Committee)
- UBC Investment Management Trust (UBC IMANT) Quarterly Portfolio Review
- UBC Properties Trust 20-Year Outlook (jointly with Property Committee)

- UBC Properties Trust Update (jointly with Property Committee)
- UBC-Controlled, Affiliated or Related Organizations, Major Campus Tenancies, Off-Campus Properties and Advisory Committees Annual Report (jointly with Property Committee)
- UBC's Rapid Transit Strategy Updates (jointly with Property Committee)
- Working Capital Fund

Appendix  
Board Policies for Review by Finance Committee

Policy	Name
35	Research Grants During Periods Other Than Study Leave
37	Research Grants as Part Payment During Study Leave
67	Late Payment of Fees and Accounts
90	Over-Expenditure on Research and Specific Purpose Trust Project/Grants
101	Vending Machines on Campus
108	Disposal of Surplus Equipment and Materials
109	Ownership
113	Endowment Management
121	Campus Mailing Services
122	Purchasing
123	Term Invested Fund Management
125	Retained Risk Fund for Major Capital Projects



## PURPOSE

The Board of Governors has delegated to the Governance Committee responsibility for overseeing and enhancing University governance integrity and the organization, procedures and performance of the Board of Governors. The Committee assesses the University's governance development and practices in accordance with adopted policies, principles and strategies, and makes recommendations on these matters to the Board of Governors.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Governance Committee shall:

1. Oversee the governance framework for the Board of Governors and for the University, and conduct periodic and selective review for compliance to the University's strategic plan, and to the values and obligations of the University, through:
  - a. Review and approval of the University's *Annual Institutional Accountability Plan & Report* prior to submission to the provincial government; and,
  - b. Follow up on action items and on other recommendations or directions of the Board.
2. Advise and assist the Board of Governors and the President in advancing the governance and accountability related objectives of the University's strategic plan, *Shaping UBC's Next Century*.
3. Monitor and advise the Board of Governors on developments and emerging best practices in governance, including Board liability and risk management.
4. Review the roles and responsibilities of the Board of Governors, its Committees, Chairs, Governors and administrative support.
5. Organize and oversee strategic sessions; ensure timely follow up of matters raised at strategic sessions.
6. Develop processes for managing, and manage, confidential evaluations of the Board of Governors, committees and individuals in their governance capacities against such policies.
7. Make recommendations to the Board of Governors for improvements (effectiveness, relevance, clarity) to governance structure and policies.
8. Conduct specialized reviews of governance issues, and provide a report to the Board annually or as directed by the Board of Governors.
9. Recommend to the Board of Governors candidate(s) for the position of Board of Governors Conflict of Interest Advisor.
10. In consultation with the provincial Crown Agencies and Board Resourcing Office (CABRO), identify competencies (skills and experience) and personal attributes required to fulfill the roles and responsibilities of the Board of Governors in accordance with the principles and strategic plan of the University.

11. Maintain (through the Board Secretariat) an analytical framework assessing competencies, expertise, skills, background and personal qualities of current Governors, and identify areas where additional strengths are required (this framework is shared with all bodies that appoint, elect, or nominate Board of Governors members).
12. Review, update and report to the Board of Governors on the orientation and continuing education of Governors, promoting better understanding of current University business, affairs and good governance practices.
13. Review the information needs and time restrictions of Governors (in addition to orientation and continuing education), and assess and report to the Board of Governors on information management systems and practices of the Board to maximize effective use of time in Board governance matters, including Board meetings and annual and long-term agendas of governance matters.
14. Review on a regular basis governance relationships between UBC and its affiliated Boards (UBC Properties Trust, UBC Investment Management Trust, and the Staff Pension Plan).
15. Maintain a current and complete Board of Governors Manual, including:
  - the legislative context, including a summary of legislative authority and accountability from federal, to provincial, to local levels;
  - a Board Charter to confirm statutory authority and obligations, and statements of roles and responsibilities of Board Committees, the President, the Chair, and Governors;
  - the organization of the University governance structure, including key personnel, committees, and associated organizations;
  - the University's strategic plan and related policies for evaluation of University governance;
  - Board procedures, including the evaluation and succession of Governors and Board information-management policies, meeting agendas and protocol;
  - governance compliance, including processes to evaluate compliance to regulatory and external obligations of the University;
  - a University Community statement, including the purposes and governance relationships of the University's subsidiaries, affiliated and associated organizations, trusts, and foundations;
  - an integrity infrastructure policy: statements of value, mission and vision, and standards and guidelines for conduct, including conflict of interest and communications policies, and systems for confidential submission, review and response to concerns; and,
  - a Communications Policy and protocols for communication among governance parties including Ministries, Governors, the University Executive, and the University community of students, staff, faculty, and the public.

## MEMBERSHIP & PROCEDURES

Committee members are appointed from among the Board members and include:

- the Board Chair, the Chancellor and the President as *ex officio* voting members
- one (1) student member
- one (1) faculty member
- two (2) Board members who are external to the University

The Chair of the Board of Governors appoints Committee members with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee may delegate, or be directed by the Board to oversee, work tasks and action items to subcommittees, the University Executive, or independent third parties, on Board approval.

The Committee will receive (through the Board Secretariat) additional and reasonable support for the assembly, assessment and reporting of information.

The Committee has the authority to engage independent counsel and other advisors, with prior approval from the Board Chair, subject to reasonable limits on resources available to the Board of Governors for these matters.

## MEETINGS & QUORUM

The Governance Committee meets at least four times per year, prior to three regularly scheduled Board of Governors meetings and within at least one strategic session.

Additionally, the Governance Committee may meet at the call of the Committee Chair as required.

Attendance by 35% of Governance Committee members (including *ex officio* members) is required to establish quorum.

## ACCOUNTABILITY

Minutes of Governance Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed as soon as practicable. Minutes of closed sessions are distributed only to Governors and others authorized to attend such closed sessions and are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Governance Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Governance Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Governance Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

The Committee reports to the Board of Governors on Board performance and University governance as required.

#### DELEGATED APPROVAL AUTHORITY

The Board of Governors has delegated to the Governance Committee authority to transact the following business on its behalf:

Approve the following reports:

~~The Board of Governors has delegated to the Governance Committee authority to approve the following reports on behalf of the Board of Governors:~~

- Appointment(s)/Reappointment(s) - Advisory Urban Design Panel (AUDP) (Vancouver)
- Appointment(s)/Reappointment(s) - Development Permit Board (DPB) (Vancouver)
- Appointment(s)/Reappointment(s) - Faculty Pension Plan
- Appointment(s)/Reappointment(s) - Hamber Foundation Board of Directors
- Appointment(s)/Reappointment(s) - UBC Foundation Board of Directors
- Appointments / Reappointments - Western Canadian Universities Marine Sciences Society (WCUMSS) Management Council
- Board of Governors Committee Operating Guidelines
- Board of Governors Meeting Rules and Practices
- Code of Conduct and Conflict of Interest Guidelines for the Board of Governors
- Committee Terms of Reference

Receive for information the following reports: ~~The Board of Governors has delegated to the Governance Committee authority to receive the following reports on behalf of the Board of Governors:~~

- Board of Governors Survey
- Board Policies – Delegation of Policies to Committees for Review
- Conflict of Interest Advisor - Annual Report

Appendix  
Board Policies for Review by Governance Committee

Policy	Name
1	Administration of Policies
93	Policy 93 (Open, Closed and <i>In Camera</i> Meetings of the Board of Governors)

## PURPOSE

Universities across Canada educate more than a million students each year and Indigenous students continue to be under-represented in higher education. In addition, Indigenous perspectives and world views are not adequately reflected in the curricula of most academic disciplines. UBC is working to correct these deficits, and since the establishment of the Aboriginal Strategic Plan in 2009, the University has worked to develop a more extensive and comprehensive approach. This approach will now be extended under the 2018 Indigenous Strategic Plan, which is a central part of *Shaping UBC's Next Century*, the encompassing UBC strategic plan.

The UBC Board of Governors has a crucial role in ensuring that the University pursues the goals set forward in the Indigenous Strategic Plan and in that adequate resources are directed towards its fulfilment.

Another aspect of the Board's role is overseeing the University's alignment with the Government of British Columbia's adoption and implementation of the *United Nations Declaration on the Rights of Indigenous Peoples* (UNDRIP) and the *Calls to Action* of the Truth and Reconciliation Commission of Canada (TRC).

The UBC Board of Governors established the Indigenous Engagement Committee with these purposes in mind.

The Committee's mandate is to monitor the progress of all initiatives identified in the Indigenous Strategic Plan, including but not restricted to those identified in *Report of the Royal Commission on Aboriginal Peoples*, the *United Nations Declaration on the Rights of Indigenous Peoples*, and the *Calls to Action* of the Truth and Reconciliation Commission of Canada.

## OBJECTIVES

The Indigenous Engagement Committee has the primary responsibility of monitoring Indigenous strategies and initiatives at the University, to ensure that progress is being made, and to recommend any necessary direction of resources.

There will be four primary areas of focus:

1. Ensuring compliance with any statutory responsibilities while at the same time promoting greater awareness and recognition of Indigenous peoples within Canada, with the goal to develop more functional and productive relationships between Indigenous peoples and the broader community;
2. Identifying and securing funding to support Indigenous faculty, Indigenous learners and institutional initiatives, including support for curricular development, independent Indigenous-faculty-led research, collaborative research of value to Indigenous peoples and communities, and related projects that may lead to more functional and productive relationships;

3. Developing a more detailed understanding of Indigenous strategies developed at the University, the programs and initiatives that currently exist and are being established, and the unmet needs of Indigenous faculty, Indigenous students and Indigenous communities that the University might address; and,
4. Evaluating and providing annual progress reports on the Indigenous Strategic Plan and other indicators of University progress in its handling of Indigenous affairs, and holding the University and its administration accountable for progress made towards realizing its commitments in these areas.

## MEMBERSHIP & PROCEDURES

Membership of the Committee shall consist of seven (7) members, excluding the *ex officio* members:

- Five (5) UBC Governors, selected by the Chair of the Board of Governors, one of whom will serve as the Committee Chair and one of whom will serve as the Committee Vice-Chair
- One (1) member of the President’s Aboriginal Advisory Committee (Vancouver)
- One (1) member of the Okanagan Aboriginal Advisory Council
- The Chair of the Board of Governors and the President as *ex officio* voting members

The Chair of the Board of Governors appoints Committee members with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive additional and reasonable support for the assembly, assessment and reporting of information.

The Committee may delegate, or be directed by the Board of Governors to oversee, work tasks and action items to subcommittees, the University Administration, or independent third-parties, subject to Board approval.

## MEETINGS & QUORUM

The Indigenous Engagement Committee shall meet at the call of the Committee Chair as required.

Attendance by 35% of Indigenous Engagement Committee members (including the *ex officio* members) is required to establish quorum.

## ACCOUNTABILITY

The Indigenous Engagement Committee is created by and is responsible to the Board of Governors of The University of British Columbia.

Minutes of Indigenous Engagement Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed as soon as practicable. Minutes of closed sessions are distributed only to Governors and others authorized to attend such closed sessions and are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Indigenous Engagement Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Indigenous Engagement Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Indigenous Engagement Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

## DELEGATED AUTHORITY

The Indigenous Engagement Committee will receive for information and approval reports related to system-wide UBC Indigenous/Aboriginal priorities and strategies.

The Board of Governors has delegated to the Indigenous Engagement Committee authority to transact the following business on its behalf:

Receive for information the following reports:

~~The Board of Governors has delegated to the Indigenous Engagement Committee authority to receive the following reports on behalf of the Board of Governors:~~

- Aboriginal Strategy for Okanagan Campus
- Indigenous Academic Presentations
- Indigenous Strategic Plan Implementation Updates
- Overview of Current/Ongoing Indigenous/Aboriginal Initiatives and Programs

The Indigenous Engagement Committee may choose to present individual items to the full Board of Governors for information or approval, including items for which authority to receive or approve has been delegated.



## PURPOSE

The Board of Governors has delegated to the Learning & Research Committee responsibility for assessing learning and research development and practices in accordance with adopted policies, principles and strategies, and for recommendations on these matters to the Board of Governors.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Learning & Research Committee shall:

1. Promote, support and enhance the learning and research community at the University by reviewing, monitoring, and recommending policies and actions to the Board that enhance the University's standing as a global leader in research excellence, discovery, scholarship and creative endeavours.
2. Develop the Board's policies, principles and strategic plans in regard to the learning and research community at the University and ensure that policies, principles and strategic plans are properly maintained, fostering a strong and diverse research culture that embraces the highest standards of integrity, collegiality and service.
3. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).
4. Monitor all matters relating to student and instructional fees (in conjunction with the Finance Committee); recommend policies and actions to the Board, in conformity with the *University Act* and prevailing policies.
5. Monitor all administration matters relating to research and learning; review and recommend to the Board of Governors policies and actions concerning the administration of all grants, contracts, funds, fees, endowments and other assets related to learning and research, facilitating sustained program renewal and improvements in teaching effectiveness.
6. Monitor all matters related to intellectual property and technology transfer of research at the University; review and recommend to the Board of Governors policies and actions governing research, inventions, copyright and other intellectual property, enhancing the ecosystem that supports the translation of research into action; and, advise the Board on matters relating to patents, copyrights, trademarks, trade names or other proprietary rights resulting from an invention.
7. Review, monitor and recommend to the Board of Governors for approval all University endowments recommended by either Senate for academic purposes, including the provision of chairs, endowments, institutes, fellowships, scholarships, exhibitions, bursaries and prizes.
8. Review and monitor recommendations of the Council of Senates, the UBC Vancouver Senate and the UBC Okanagan Senate on all matters relating to learning and research, and to advise the Board when, under the *University Act*, it should consult the Council of Senates, the UBC Vancouver Senate and/or the UBC Okanagan Senate, with the exception of budgetary matters.
9. Advise and assist the Board of Governors and the President in advancing the learning- and research-related objectives of the University's strategic plan, *Shaping UBC's Next Century*.

## **MEMBERSHIP & PROCEDURES**

Committee members are appointed from among the Board members and include:

- two (2) Governors who are external to the University
- at least one (1) student Governor
- at least one (1) faculty Governor
- the Board Chair, the Chancellor and the President as *ex officio* voting members

The Chair of the Board of Governors appoints Committee members with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive (through the Board Secretariat) additional and reasonable support for the assembly, assessment and reporting of information.

The Committee has the authority to engage independent counsel and other advisors, with prior approval from the Board Chair, subject to reasonable limits on resources available to the Board of Governors for these matters.

## **MEETINGS & QUORUM**

The Learning & Research Committee meets prior to each regularly scheduled Board of Governors meeting and in addition may meet at the call of the Chair as required.

Attendance by 35% of Learning & Research Committee members (including *ex officio* members) is required to establish quorum.

When considering proposals for tuition and fees, the Committee shall make every effort to ensure the attendance of student members.

## **ACCOUNTABILITY**

Minutes of Learning & Research Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed as soon as practicable. Minutes of closed sessions are distributed only to Governors and others authorized to attend such closed sessions and are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Learning & Research Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Learning & Research Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Learning & Research Committee are governed by Policy 93 (Open, Closed and In Camera Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

#### DELEGATED APPROVAL AUTHORITY

The Board of Governors has delegated to the Learning & Research Committee authority to transact the following business on its behalf:

Approve the following reports:

~~The Board of Governors has delegated to the Learning & Research Committee authority approve the following reports on behalf of the Board of Governors:~~

- Tuition Fees (jointly with Finance Committee)  
**NOTE:** Annual/recurring tuition increases and proposals for international tuition increases applying to incoming students are excepted and will be presented to the Board of Governors for approval.
- Senate Recommendations

Receive for information the following reports:

~~The Board of Governors has delegated to the Learning & Research Committee authority to receive the following reports on behalf of the Board of Governors:~~

- Approval of Academic Programs / Fees - Communication and Consultation (jointly with Finance Committee)
- Campus as a Living Lab
- Establishment of New Endowments
- Faculty Profiles / Renewal Strategies (jointly with Finance Committee)
- Faculty SWOT Analyses (jointly with Finance Committee)
- Flexible Learning Updates (jointly with Finance Committee and Property Committee)
- Innovation Activities at UBC
- Inter-Campus Mobility
- Okanagan Campus Academic Plan
- Okanagan Campus Research Plan
- Research at UBC - Role of the Board of Governors
- UBC Research Excellence Clusters Initiative
- University Librarian Report
- University-Industry Liaison Office (UILO) Report



Appendix  
Board Policies for Review by Learning & Research Committee

Policy	Name
47	Chairs and Professorships Funded by External Funds
51	Curriculum Vitae and Publications Record
57	University Killam Professors
71	Consultation with Students about Tuition and Mandatory Fees
73	Academic Accommodation for Students with Disabilities
81	Use of Teaching Materials in UBC Credit Courses   Guidelines
85	Scholarly Integrity
87	Research
88	Inventions and Discoveries
89	Research Involving Human Participants
104	Acceptable Use and Security of UBC Electronic Information and Systems
105	Acceptance, Management and Sale of Technology Licensing Equity
127	University Archives at UBC Vancouver
128	Deaccession of Works of Art and/or Cultural Materials for the Morris and Helen Belkin Art Gallery, the University Library, and the Museum of Anthropology
130	Management of the Wireless Network



## PURPOSE

The Board of Governors has delegated to the People, Community & International Committee responsibility for monitoring and developing policies, principles and strategic plans advancing the University's strategic vision to lead globally and locally in sustainability and wellbeing, across UBC campuses and communities.

## COMMITTEE OBJECTIVES

The People, Community & International Committee holds responsibility for:

- Ensuring compliance with statutory responsibilities regarding students, faculty and staff.
- Developing and recommending to the Board of Governors policies, principles and strategic plans to attract, engage and retain a diverse global community of outstanding students, faculty and staff; ensure that these policies, principles and strategic plans are appropriately maintained.
- Establishing an environment that reflects the University's commitment to sustainability, diversity, equity and inclusion.
- Promoting, establishing and maintaining relationships with UBC's internal and external stakeholder groups and partners, including but not limited to students, faculty, staff, alumni, Indigenous communities, businesses, governments and post-secondary institutions.
- Monitoring UBC's efforts to build and maintain strategic global networks.

Without limiting the general responsibilities described above, the People, Community & International Committee shall:

1. Review, monitor and recommend policies and actions that discharge the University's responsibilities under the *University Act* relating to its students, faculty, staff and alumni.
2. Advise and assist the President (through the Board of Governors) in advancing the people, community and international related objectives of the University's strategic plan, *Shaping UBC's Next Century*, advancing collaboration, innovation and community development.
3. Review, monitor and recommend to the Board of Governors policies and actions that promote a supportive culture which enhances wellbeing and mental health, and fosters connections and resilience across students, faculty and staff.
4. Review, monitor and recommend to the Board of Governors policies and actions that will affect the recruitment, retention and recognition of outstanding students, faculty and staff.
5. Advise the Board of Governors on strategies that will reach, support, inspire and engage alumni through lifetime enrichment.
6. Review, monitor and recommend to the Board of Governors policies and actions that will strengthen undergraduate and graduate student communities and enhance the experience of UBC students.
7. Review, monitor and recommend to the Board of Governors policies and actions pertaining to student financial support.
8. Review, monitor and recommend to the Board of Governors policies and actions that will enhance the University's domestic and international relations with government at the federal, provincial and local levels, and its various communities.

9. Recommend to the Board of Governors accountability measures and strategies that will enhance the reputation of the University by informing the public of the University's mission and operations in a manner that conforms with the University's values and legal obligations.
10. Review, monitor and recommend to the Board of Governors policies and action that will enhance the significance of the University through media communications, marketing strategies and its association with the general community through the use of names, logos, signs and marks associated with the University.
11. Advise the Board of Governors on short- and long-term goals and strategic actions (including communications) to enhance perceptions of UBC by governments, media, and the University's internal and external communities (including those abroad), deepening the relevance and public impact of UBC research and education.
12. Recommend to the Board of Governors actions that will enhance the relationship of UBC with its domestic and global communities through the use of unique resources such as the Museum of Anthropology, Nitobe Gardens, Chan Centre, the Botanical Gardens, Athletics facilities and Conferences.
13. Review, monitor and recommend to the Board of Governors policies and actions that will enhance relationships with the University Neighbourhoods Association (UNA) and University Town community (in conjunction with the Property Committee).
14. Advise the Board of Governors on collaborations with local and regional communities and post-secondary institutions (such as Great Northern Way) that foster intellectual, social, cultural and economic development and innovation.
15. Report to the Board of Governors on community matters in off-campus facilities such as the campuses on Great Northern Way and at Robson Square.
16. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).

## **MEMBERSHIP & PROCEDURES**

Committee membership consists of at least seven (7) members, appointed from among the Board members:

- one (1) Governor who is external to the University
- one (1) faculty member
- one (1) student member
- one (1) staff member
- the Board Chair, the Chancellor and the President as *ex officio* voting members

The Chair of the Board of Governors appoints Committee members based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive additional and reasonable support (through the Board Secretariat) for the assembly, assessment and reporting of information, including, with the approval of the Board Chair, access to independent counsel, subject to reasonable limits on resources available to the Board of Governors for these matters.

## MEETINGS & QUORUM

The People, Community & International Committee meets prior to each regularly scheduled Board of Governors meeting and in addition may meet at the call of the Committee Chair as required.

Attendance by 35% of People, Community & International Committee members (including *ex officio* members) is required to establish quorum.

## ACCOUNTABILITY

Minutes of People, Community & International Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed as soon as practicable. Minutes of closed sessions are distributed only to Governors and others authorized to attend such closed sessions and are confidential unless resolved otherwise by the Committee Chair.

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the People, Community & International Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the People, Community & International Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the People, Community & International Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

## DELEGATED AUTHORITY

The Board of Governors has delegated to the People, Community & International Committee authority to transact the following business on its behalf:

Approve the following reports:

~~The Board of Governors has delegated to the People, Community & International Committee authority to approve the following reports on behalf of the Board of Governors:~~

- Deaccession of Works of Art and/or Cultural Materials Annual Report
- Naming of Campus Facilities
- Neighbours Agreement (UNA and UBC) (jointly with Property Committee)
- Student Financial Support (jointly with Finance Committee)

- Student Housing & Hospitality Services (SHHS) Housing Rates (jointly with Finance Committee)
- Tenure Track Reappointments

~~Receive for information the following reports: The Board of Governors has delegated to the People, Community & International Committee authority to receive the following reports on behalf of the Board of Governors:~~

- *alumni UBC* Activity Report
- Athletics and Recreation Updates
- Campus Safety/Security
- Campus Security Annual Report (Vancouver & Okanagan)
- Communications and Media Campaigns | Update
- Development & Alumni Engagement Year-End Report FY2018-2019
- Enrolment Report
- Enrolment Strategy Review (jointly with Finance Committee)
- Notable Distinctions – Faculty
- Policy #131 - Sexual Violence and other Sexual Misconduct | Implementation Updates
- Student Diversity Initiative / Commitment to Diversity Fund (jointly with Finance Committee)
- UBC Brand - Sustainability Communications Program
- UBC Communications - Brand Definition and Campaign Update
- University Neighbourhoods Association (UNA) Annual Update
- University Neighbourhoods Association (UNA) Operating Budget
- Wellbeing Strategic Framework
- Workplace Experiences Survey
- Workplace Practices at UBC: Focus on People

Appendix  
Board Policies for Review by PC&I Committee

Policy	Name
3	Discrimination and Harassment
13	Serving and Consumption of Alcohol at University Events or on University Premises
14	Response to At-Risk Behaviour
15	Smoking and Smoking Product Promotion on Campus
27	Appointment of Retired Faculty Members
28	Casual Instruction Without Board Appointment
39	Death Notices
61	Postdoctoral Fellows
65	Religious Holidays
68	Disruption of Classes/Services by Snow
69	Student Safety Abroad
72	Access to The University of British Columbia
94	Visual Identity
96	Communications
100	Charitable Appeals on Campus   Directive (issued Sep 23, 2010)
110	Third-Party Use of University Trade-Marks
112	Advertising
114	Fundraising and Acceptance of Donations
124	Naming
131	Sexual Assault and Other Sexual Misconduct



## PURPOSE

The Board of Governors has delegated to the Property Committee responsibility for ensuring that the University's property development and management is carried out in accordance with adopted policies, principles and strategies.

## COMMITTEE OBJECTIVES

Without limiting the general responsibilities as described above, the Property Committee shall:

1. Review, monitor, recommend and initiate policies to the Board that enhance the University's property development and management including, but not limited to land use, physical planning, use of space, development objectives and endowment wealth creation from long-term leasing to ensure alignment to the needs of the University.
2. Advise the Board of Governors on the exercise of its powers relating to the management, administration, and control of the real property of the University as described in the *University Act* (with specific emphasis on Lieutenant Governor in Council approvals where required) and the *Municipalities Enabling & Validating Act*.
3. Oversee performance and management of UBC Properties Trust.
4. Provide project oversight where capital budgets are between \$5M and \$20M; review and make recommendations (jointly with the Finance Committee) for the consideration of the Board of Governors where capital budgets exceed \$20M.
5. Oversee assurance of project funding sources and approval of budgets through the Board-approved project management process.
6. Review, monitor and recommend to the Board of Governors the capital plan for buildings and infrastructure, annual minor capital and cyclical maintenance budgets, and seismic resilience plan.
7. Review and make recommendations regarding the acquisition or disposal of real property, whether by purchase, sale, leases over five (5) years or greater than \$2 million, or other transfer; and the acquisition or construction of new space, the major renovation of existing space, or the decommissioning or disposition of existing space.
8. Review, monitor and recommend to the Board of Governors campus plans, master development agreements, comprehensive community plans, land use plans and neighbourhood plans; identify the impact of any of the above plans on the community.
9. Advise the Board of Governors on deepening engagement with campus neighbourhoods, including aspects of municipal and municipal-like governance related to development and management of property and infrastructure, including development permit boards, urban design panels, infrastructure impact charges, community amenity charges and other development protocols.

10. Review, from time to time as the Committee deems appropriate, the administrative structures, policies and practices in place to ensure the ongoing health and safety of utilities and physical plant, including grounds, buildings and infrastructure and recommend, as appropriate, changes in policy or practices arising from this review.
11. Review (in open session) UBC Board of Governors policies as assigned by the Governance Committee (see appendix).
12. Review, monitor and make recommendations to the Board of Governors in support of the ongoing development of sustainable, healthy and connected campuses and communities (including utilities usage, waste management, transportation planning, etc.).
13. Review, monitor and make recommendations to the Board of Governors regarding the aesthetics of the campuses (including landscaping and signage) in support of the creation of welcoming physical and virtual spaces that will advance collaboration, innovation and community development, and will ensure harmony through ecologically sensitive design of new buildings and open spaces.
14. Advise and recommend for adoption by the Board of Governors matters pertaining to the control of vehicular and pedestrian traffic on University campuses.
15. Review off-campus property initiatives.
16. Advise and assist the Board of Governors and the President in advancing the property-related objectives of the University's strategic plan, *Shaping UBC's Next Century*.

## **MEMBERSHIP & PROCEDURES**

Committee members are appointed from among the Board members and include:

- five (5) Governors who are external to the University
- the Board of Governors Vice-Chair
- one (1) student Governor
- one (1) faculty Governor
- the Board Chair, the Chancellor and the President as *ex officio* voting members

The Chair of the Board of Governors appoints Committee members with the assistance of the President, based on qualifications and interest, and to avoid potential conflicts of interest.

Appointments are made, and reviewed, at each instance of changes in Board membership.

The Committee Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Chair is responsible for the better conduct of meetings, including agendas, information processes, and oversight of reporting and action items.

The Committee Vice-Chair is selected by the Board Chair, in consultation with the Board Vice-Chair and the Chair of the Governance Committee.

The Committee Vice-Chair assumes the responsibilities of the Committee Chair in the absence of the Committee Chair, and may also be assigned additional tasks at the discretion of the Committee Chair.

The Committee will receive additional and reasonable support (through the Board Secretariat) for the assembly, assessment and reporting of information, including, with the approval of the Board Chair, access to independent counsel, subject to reasonable limits on resources available to the Board of Governors for these matters.

## MEETINGS & QUORUM

The Property Committee meets prior to each regularly scheduled Board of Governors meeting and in addition may meet at the call of the Chair as required.

Attendance by 35% of Property Committee members (including *ex officio* members) is required to establish quorum.

## ACCOUNTABILITY

Minutes of Property Committee meetings are approved at the next Committee meeting or by means of electronic approval and are distributed as soon as practicable. Minutes of closed sessions are distributed only to Governors and others authorized to attend such closed sessions and are confidential unless resolved otherwise by the Committee Chair

A record of all agenda items considered and any resolutions passed during *in camera* meetings of the Property Committee are approved as soon as practicable by the Committee Chair, are distributed only to those individuals who are authorized to attend such *in camera* sessions, and are confidential.

The Chair of the Property Committee reports on discussion and any action taken at the next regularly scheduled meeting of the Board of Governors.

**In addition to the above, procedures and practices of the Property Committee are governed by Policy 93 (Open, Closed and *In Camera* Meetings of the Board of Governors) and associated Committee Meeting Rules and Practices.**

## DELEGATED AUTHORITY

The Board of Governors has delegated to the Property Committee authority to transact the following business on its behalf:

Approve the following reports: The Board of Governors has delegated to the Property Committee authority to approve the following reports on behalf of the Board of Governors:

- Agency Agreements with UBC Properties Investments Ltd (jointly with Finance Committee)
- Capital projects valued between \$5M and \$20M
- Development Permit Board (DPB) Terms of Reference
- Statutory Rights of Way
- UBC Development Cost Charges Plans (jointly with Finance Committee)
- UBC Okanagan Campus Plan
- UBC Okanagan Design Guidelines
- UBC Okanagan Public Realm
- UBC Vancouver Campus Plan

~~Receive for information the following reports: The Board of Governors has delegated to the Property Committee authority to receive the following reports on behalf of the Board of Governors:~~

- Advisory Urban Design Panel (AUDP) Annual Report (Vancouver)
- Advisory Urban Design Panel (AUDP) Conflict of Interest Guidelines
- Board 4 Reports (jointly with Finance Committee)
- Capital Planning and Prioritization Process (jointly with Finance Committee)
- Capital Projects Updates (jointly with Finance Committee)
- Climate Action Plan
- Development Permit Board (DPB) Annual Report (Vancouver)
- Flexible Learning Updates (jointly with L&R Committee and Finance Committee)
- Land Use Plan, Transportation and Engagement Monitoring Principles Monitoring Report
- Routine Capital Plan (jointly with Finance Committee)
- Seismic Resilience Plan | Progress Updates (jointly with Finance Committee)
- Student Housing Growth Plans (jointly with Finance Committee)
- UBC *GamePlan* Updates (jointly with Finance Committee)
- UBC Okanagan Campus Sustainability Report
- UBC Properties Trust 20-Year Outlook (jointly with Finance Committee)
- UBC Properties Trust Update (jointly with Finance Committee)
- UBC-Controlled, Affiliated or Related Organizations, Major Campus Tenancies, Off-Campus Properties and Advisory Committees Annual Report (jointly with Finance Committee)
- UBC's Rapid Transit Strategy Updates (jointly with Finance Committee)

Appendix  
Board Policies for Review by Property Committee

Policy	Name
5	Sustainable Development
16	Non-University Use of University Services and Facilities
92	Land Use and Permitting   Land Use Rules (updated 2009)
107	Booking and Rental of UBC Space
120	Posting of Notices, Posters and Signs
126	Capital Projects, Capital Purchases & Internal Loans