



SUBJECT	Proposed Amendment to Terms of Reference for Board Property Committee
SUBMITTED TO	Property Committee
MEETING DATE	February 6, 2020
SESSION CLASSIFICATION	Recommended session criteria from Board Meetings Policy: OPEN
ACTION REQUESTED	FOR INFORMATION
SUBMISSION DATE	January 15, 2020
LEAD EXECUTIVE	University Counsel
PRESENTED BY	Hubert Lai, Q.C., University Counsel
SUPPORTED BY	Karen Choi, Legal Counsel Lorena Vlad, Legal Counsel

PRIOR SUBMISSIONS

The subject matter of this submission has been considered previously by the Governance Committee on the following occasions:

1. [November 22, 2019](#) (OPEN SESSION)

Action/Follow up: Approved by Governance Committee and reported to Property Committee.

The following Executive Summary assumes familiarity with the prior submissions and provides a status update from the date of the most recent submission.

EXECUTIVE SUMMARY

In November 2019, the Governance Committee approved amendments to the Terms of Reference for all the Board's standing committees. It was noted during the review of the Terms of Reference that there was an inconsistency with respect to the delegated responsibility for the Neighbours Agreement (UNA and UBC). Previously it was delegated: jointly to Finance and PC&I (according to the Finance Committee TORs); jointly to PC&I and Property (according to the PC&I Committee TORs); and not listed as a delegated responsibility on the Property Committee's TORs. The Committee Chairs of the relevant committees were consulted and support the delegation of responsibility for the Neighbours Agreement to the Property Committee.

This change was made to the Terms of Reference for the Finance Committee and the People, Community & International Committee; however, the addition of the Neighbours Agreement to the Property Committee Terms of Reference was inadvertently omitted. The proposed amendment described above is attached for approval by the Governance Committee.

SUPPLEMENTAL MATERIALS

1. Proposed Amendments to Board of Governors Property Committee Terms of Reference



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 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 the Board Meetings Policy(GA8) 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: Agency Agreements with UBC Properties Investments Ltd
- Capital projects valued between \$5 million and \$20 million (Board 1 – Board 3) in accordance with the Capital Projects Policy (FM11)
- Development Permit Board (DPB) Terms of Reference
- Statutory Rights of Way
- UBC Okanagan Campus Plan
- UBC Okanagan Design Guidelines
- UBC Okanagan Public Realm
- UBC Vancouver Campus Plan

- Receive for information the following reports: Advisory Urban Design Panel (AUDP) Annual Report (Vancouver)
- Advisory Urban Design Panel (AUDP) Conflict of Interest Guidelines
- Campus Planning Updates / Oversight
 - Capital Projects Updates
 - Climate Action Plan
 - Development Permit Board (DPB) Annual Report (Vancouver)
 - Land Use Plan, Transportation and Engagement Monitoring Principles Monitoring Report
- [Neighbours Agreement \(UNA and UBC\)](#)
 - Seismic Resilience Plan | Progress Updates
 - Student Housing Growth Plans
 - UBC *GamePlan* Updates
 - UBC Okanagan Campus Sustainability Report
 - UBC Okanagan Learning Factory Follow Up
 - UBC Okanagan Student, Staff, Faculty Housing
 - UBC Properties Trust 20-Year Outlook
 - UBC Properties Trust Update
 - Major Campus Tenancies, Off-Campus Properties Annual Report
 - Post-completion Report for capital projects valued between \$5 million and \$20 million (Board 4) in accordance with the Capital Projects Policy (FM11)
 - UBC's Rapid Transit Strategy Updates

Appendix
Board Policies for Review by Property Committee

Policy	Name
UP5	Ownership and Use of UBC Equipment and UBC Support Services
UP12	Land Use, Permitting and Sustainability
UP9	Booking and Rental of UBC Space
UP8	Posting of Notices, Posters and Signs
FM11	Capital Projects, Capital Purchases & Internal Loans