



Memorandum

Date: March 31, 2023

To: Board of Governors

From: Byron Thom, Chair, Governance Committee

Subject: Chair's Report to Board from the Governance Committee meeting Open Session held March 21, 2023

The Governance Committee met in open session on March 21, 2023. Items approved by the Committee under delegated authority, discussed, or received for information at that meeting are listed under the Consent Agenda for the Board's March 31, 2023 meeting.

With authority delegated by the Board of Governors, the Committee **approved**:

- **Principles for Committee Membership**
- **Amendments to Terms of Reference for the Finance Committee as a consequence of the recommendation to dissolve the Sustainability & Climate Action Committee**

The following items were forwarded to the Board with the Committee's **recommendation for approval**:

- **Terms of Reference for Working Group on Candidates for Board of Governors Appointments**
- **Recommendation to dissolve the Sustainability & Climate Action Committee**

The Committee discussed the following item, which was received for **information**:

- **Subcommittee for the Review of Board Committees – Update (verbal)**