



SUBJECT	Principles for Committee Membership
SUBMITTED TO	Governance Committee
MEETING DATE	March 21, 2023
SESSION CLASSIFICATION	Recommended session criteria from Board Meetings Policy: OPEN
REQUEST	Action requested - Final Approval IT IS HEREBY RESOLVED that the Governance Committee, in accordance with authority delegated by the Board of Governors, approves the Principles for Committee Membership, as set out in the appendix to the briefing, to be added to the Committee Meeting Rules as an appendix.
LEAD	Byron Thom, Governance Committee Chair
SUPPORTED BY	Karen Hakkarainen, Board Secretary

EXECUTIVE SUMMARY

The Subcommittee to Review the Board's Committee Structure has made recommendations to the Governance Committee for a rationalization of the Board's Standing Committee structure that would, when complete, reduce the overall number of standing committees. Given this anticipated change, the Subcommittee has developed principles for membership that aim to achieve representative balance across the Board's committees which are presented for the approval of the Governance Committee.

At its February 15, 2023 meeting the Subcommittee to Review the Board's Committee Structure discussed draft Principles for Committee Membership to provide guidance for the Board Chair when appointing Board members to the Board's standing committees. The Subcommittee also discussed guidelines for the appointment of chairs and vice-chairs of standing committees. The ideal composition of the Executive Committee was also discussed. Resulting from that conversation, Principles for Committee Membership are provided in the appendix for the approval of the Governance Committee.

The Governance Committee has delegated authority from the Board "to make rules for meetings of the Board and Board Committees and to approve any amendments thereto". The attached Principles for Committee membership, if approved, would be appended to the Board's Committee Meeting Rules as an interim step. The Committee Meeting Rules, in turn, also need to be updated to reflect changes such as the anticipated dissolution of the Sustainability and Climate Action Committee. Revised Rules would be brought to the Governance Committee's next meeting for approval.

APPENDIX

1. Principles for Committee Membership

Guiding Principles for Composition and Membership of Standing Committees

DRAFT

1. Committee Assignments

- a) Committee Assignments are made by the Board Chair. The Chair may consult members of the Board prior to finalizing appointments, taking into account the Board's Conflict of Interest Rules.
- b) In making committee assignments, the Board Chair shall take the following under consideration:
 - I. Governors' experience and expertise vis-à-vis the mandate and scope of the Committee;
 - II. Representation of the appointed and elected governors (inclusive of staff, faculty and students), on each committee, reflective of the composition of the Board whenever possible;
 - III. Representation of UBCO and UBCV perspectives on all Committees, whenever possible
 - IV. Equity, Diversity and Inclusion
 - V. Governors' interests; and,
 - VI. Any specific membership rules/requirements set out in the Committee's Terms of Reference.
- c) While the Board Chair will take governors' committee preferences under consideration, it is understood that it may not always be possible to accommodate these preferences in making committee assignments.
- d) Committee membership should be reviewed by the Chair and adjustments made, as necessary, following the end of the term/or resignation of any Committee member.

2. Committee Chair Appointments

- a) Committee Chair Appointments are made by the Board Chair. The Chair may consult members of the Board prior to finalizing appointments, taking into account the Board's Conflict of Interest Rules.
- b) In making Committee Chair appointments, the Board Chair shall consider factors as in 1(b) above, as well as the candidates' relevant leadership experience.
- c) With the exception of the Board Chair, normally no governor will serve as Chair of more than one Standing Committee (not including any Subcommittees, Working groups, or Ad-hoc Committees).
- d) With the exception of Board Vice-Chair(s), normally no governor will serve as Vice-Chair of more than one Standing Committee (not including any Subcommittees, Working groups, or Ad-hoc Committees).

- e) The Board Chair shall retain the right to revoke/change Chair appointments at any time to optimize the experience and expertise available on the Board.

3. Membership of the Executive Committee

- a) The Executive Committee shall include the ex-officio members of the Board of Governors and Chairs of all Standing Committees.
- b) If no student, faculty or staff governor is appointed to the Executive Committee as a result of 3(a), the Board Chair shall appoint additional elected governor(s) to the Committee to address this underrepresentation.
- c) If no UBCO or UBCV elected governor is a member of the Executive committee based on the membership rule as per 3(a) or 3(b), the Board Chair may appoint an additional elected governor from the not-represented campus to the Committee.