



**Board of Governors  
GOVERNANCE COMMITTEE  
AGENDA**

**Tuesday, March 21, 2023  
12:22 p.m. – 1:29 p.m.  
VIDEOCONFERENCE**

1. Approval of Agenda	<b>APPROVAL REQUESTED</b> IT IS HEREBY RESOLVED that the Governance Committee approves as circulated the Agenda for the March 21, 2023 open meeting of the Governance Committee.
2. Minutes of the Previous Meeting	<b>APPROVAL REQUESTED</b> IT IS HEREBY RESOLVED that the Governance Committee approves as circulated Minutes of the November 18, 2022 meeting of the Governance Committee.
3. Working Group on Candidates for Board of Governors Appointments	<b>APPROVAL REQUESTED</b> IT IS HEREBY RESOLVED THAT the Governance Committee recommends to the Board of Governors for approval Terms of Reference for a Working Group on Candidates for Board of Governors Appointments as set out in the appendix to the briefing.
4. Subcommittee Review of Board Committees – Update	An update from the Subcommittee meetings held on December 13, 2022, February 15, 2023 and March 14, 2023.
5. Principles for Committee Membership	<b>APPROVAL REQUESTED</b> 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.
6. Recommendation to dissolve the Sustainability & Climate Action Committee	<b>APPROVALS REQUESTED</b> IT IS HEREBY RESOLVED that the Governance Committee recommends to the Board of Governors the dissolution of the Sustainability and Climate Action Committee.  IT IS HEREBY RESOLVED that, under authority delegated by the Board of Governors, the Governance Committee approves amendments to the Terms of Reference for the Finance Committee as set out in the appendix to the briefing.