

Board of Regents Policy #3
Revision Approved by the Board of Regents, ~~June 6, 2022~~ <Date TBD> **Draft #1**

Board of Regents Policy on Committee Charters

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1.0 Policy and Purpose

Board of Regents (BOR) standing committees assist it in focusing and organizing its work around institutional issues and responsibilities that align with the BOR's governance role. Committee charters delineate committee structure and responsibilities and help advance the productivity of the BOR.

BOR committees include an Executive and Governance Committee and three committees of the whole:

- The Academic and Student Affairs Committee, ~~which encompasses Academic Affairs, Research, and Student Life;~~
- The Finance and Administration Committee, ~~which encompasses Finance, Compliance, Audit, Infrastructure, and Athletics;~~
- The Strategic and Operational Excellence Committee, ~~which encompasses Inclusion, Diversity, Equity, and Access, Planning, Governmental Affairs, Advancement, Corporate Engagement, and WSU Extension.~~

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2.0 BOR Standing Committee Charters

2.1 Executive and Governance Committee

2.1.a Purpose and Authority

The Executive and Governance Committee has a broad mandate ~~from the BOR~~ to work with the BOR chair and the WSU president to help the BOR function effectively and efficiently in service to WSU and to the public. ~~it serves~~. It is vested with ~~the~~ authority to act on behalf of the BOR on emergency matters that cannot or should not be delayed until the BOR's next regularly scheduled meeting or until a special meeting of the full BOR is called, such action taking place at a meeting conducted in accordance with the requirements of Washington law.

Three members of the Executive and Governance Committee ~~shall~~ constitute a quorum for the conduct of business of the committee. If three members of the committee are not available, the BOR chair may designate any member of the BOR to temporarily fill the role as a member of the committee.

2.1.b Composition

The Executive and Governance Committee ~~shall~~ consists of the BOR chair, the BOR vice chair, and the immediate past BOR chair. The WSU president ~~shall~~ serves as an ex officio (non-voting) member of the committee, except when the committee is considering matters of the president's hiring, evaluation, or compensation. Committee membership ~~shall~~ changes concurrently with the schedule for BOR elections as outlined in Article I, Section 3, of the Board of Regents Bylaws.

2.1.c Responsibilities

The committee's responsibilities include:

- Monitoring the president's performance and overseeing presidential assessment and compensation, including annual and comprehensive performance evaluations in accordance with [BOR Policy #6](#);
- Monitoring, reviewing, advocating for, and implementing best practices in higher education governance;
- Ensuring that a substantive, comprehensive orientation program is provided to all new BOR members;
- Regularly reviewing and updating BOR policies and bylaws;

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2.1 Executive and Governance Committee (cont.)

2.1.c Responsibilities (cont.)

- Encouraging ~~that~~ all BOR members to continue to learn about the institution and their responsibilities, including timely completion of any mandatory training and participation in regular in-service education opportunities;
- Overseeing the timing and process of periodic BOR self assessment;
- Ensuring the BOR adheres to its policies, bylaws, applicable state and federal laws, and principles that advance inclusion, diversity, equity, and access;
- Serving as a sounding board for the WSU president;
- Acting on behalf of the BOR in emergency matters.

2.2 Academic and Student Affairs Committee ~~(Academic Affairs, Research, and Student Life)~~

2.2.a Purpose

This committee facilitates the BOR's responsibilities for teaching, research, and other academic matters, as well as matters relating to student affairs, student life, and education and activities outside the classroom.

2.2.b Composition

This is a committee of the whole. The BOR chair ~~shall~~ appoints a chairperson, as provided in the Board of Regents Bylaws. Additionally, the WSU president ~~shall~~ appoints one ex officio primary liaison from among the officers of WSU and may appoint other ex officio members. The primary liaison, in consultation with the committee chairperson, the Office of the President, and other appropriate WSU officials, ~~shall be is~~ is responsible for development of the committee agenda.

2.2.c Responsibilities

This committee ~~shall~~ considers matters, ~~makes~~ recommends, and ~~provides~~ governs oversight in the following areas:

- Academic policy and programs, including accreditation; curriculum; instruction; educational technology; online education; student advising; research; public service; admission requirements; the establishment and discontinuation of educational and research departments, colleges, and units; and the establishment and discontinuation of degree programs;

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2.2 Academic and Student Affairs Committee (cont.)

2.2.c Responsibilities (cont.)

- Research, scholarship, and creativity statewide, nationally, and internationally, including economic development activities;
- Intellectual property, technology transfer, and commercialization activities;
- Enrollment management and planning, including enrollment levels for each campus and system-wide; admissions; financial aid; student retention; and graduation rates;
- Inclusion, diversity, equity, and access, in all matters pertaining to academics, research, faculty affairs, and student life;
- Faculty affairs, including matters relating to recruitment, retention, promotion, composition of the faculty, and other policies and matters that impact faculty;
- Student affairs and student life, including policies, practices, and procedures that impact students; housing and dining services; health and safety; student organizations; career services; student support programs; education abroad; recreation, civic engagement and leadership; and extracurricular and cocurricular activities.

2.3 Finance and Administration Committee (~~Finance, Compliance, Audit, Infrastructure, and Athletics~~)

2.3.a Purpose

This committee facilitates the BOR's responsibilities for the financial and administrative operations of WSU, including fiscal and compliance matters related to intercollegiate athletics. The committee also is responsible for physical and information technology infrastructure, as well as other infrastructure matters.

2.3.b Composition

This is a committee of the whole. The BOR chair ~~shall~~appoints a chairperson, as provided in the Board of Regents Bylaws. Additionally, the WSU president ~~shall~~appoints one ex officio primary liaison from among the officers of the WSU and may appoint other ex officio members. The primary liaison, in consultation with the committee chairperson, the Office of the President, and other appropriate WSU officials, ~~shall be is~~ responsible for development of the committee agenda.

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2.3 Finance and Administration Committee (cont.)

2.3.c Responsibilities

This committee ~~shall~~s considers matters, makess recommendations, and providess governance oversight on the following:

- Investments, including:
 - Reviewing and approving changes to the Investment Policy Statement for the Washington State University Foundation Consolidated Endowment Fund (Fund) Investment Policy, as it relates to the WSU endowed assets;
 - Reviewing and recommending BOR-appointed members to the WSU Foundation Investment Committee; ~~-(Committee);~~
 - Annually reviewing the operational performance of the Fund and the actions of the WSU Foundation, its Governors, and the WSU Foundation Investment Committee;
- Borrowing and debt management, including the financing of capital projects;
- Operating and capital budget endorsement, including overseeing annual and long-range operating and capital budgets; and reviewing, providing recommendations, and approving all requests for appropriation of state funds;
- Student fees and tuition;
- Audit, including meeting a minimum of two times per year with WSU's chief audit executive to discuss the effectiveness of WSU's internal controls, significant status updates on corrective action plans, the audit plan, and internal audit activity; review of the audit charter, as needed; this committee or the committee chairperson ~~shall~~meets at least once per year with the internal auditor in the absence of WSU officers;
- Finance, including oversight of the financial health of WSU and the integrity of its financial statements; sufficient opportunity for the independent external auditor to meet with the committee or the committee chairperson ~~shall~~at least annually is to be provided;
- Compliance, including meeting a minimum of two times per year with WSU's chief compliance officer to receive updates, reports on the status of corrective action plans, presentations and/or recommendations on compliance issues, including discrimination, harassment, and Title IX issues, and reports regarding any significant noncompliance issues; in addition, the committee will review the compliance charter as needed; sufficient opportunity for the chief compliance officer to meet with the committee ~~shall~~is to be provided; this committee or the committee chairperson ~~shall~~meets at a minimum of once per year with the chief compliance officer in the absence of WSU officers;

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2.3 Finance and Administration Committee (cont.)

2.3.c Responsibilities (cont.)

- Investigation of any matter brought to the committee's attention with full access to all records, facilities, and personnel of WSU and the authority to engage other individuals, including professionals external to WSU as necessary to carry out its duties, consistent with applicable laws; the committee will receive any required education and sign any necessary forms to review regulated, confidential, and/or privileged records and information;
- Risk management, including meeting a minimum of once per year with WSU's chief risk officer to discuss significant enterprise and operational risks and WSU's risk management plan;
- Campus safety and security;
- WSU trust lands;
- Classified and administrative professional employees, including matters relating to recruitment, retention, promotion, policies, collective bargaining, and other matters that impact employees;
- Real property, including ownership, management, leasing, acquisition, and disposition;
- Inclusion, diversity, equity, and access (IDEA) as they relate to matters within the purview of this committee, including ensuring that IDEA principles are being considered and followed in all areas of WSU administrative operations;
- Physical facilities, including:
 - Long-range physical planning, including capital and campus master plans;
 - Capital-asset preservation and renewal, including monitoring deferred maintenance and overseeing the repairs, replacements, modernization, and renovations of buildings and infrastructure systems;
 - Major capital projects;
 - Research infrastructure, including major research facilities, core instrumentation laboratories, and other capabilities;
 - Plant operations and maintenance;
 - Facilities-related policies and procedures (e.g., bidding processes, safety, sustainability, and ADA compliance);
- Information technology, including the needs of, and coordination among, the various campuses in information technology areas, research computing, telephone services, and other technologies;
- Athletics, including budget, policies, compliance, Pac-12 and NCAA, and matters pertaining to student athletes.

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2.4 **Strategic and Operational Excellence Committee** ~~(Inclusion, Diversity, Equity, and Access, Planning, Governmental Affairs, Advancement, Corporate Engagement, and Extension)~~

2.4.a **Purpose**

This committee facilitates the BOR's engagement in strategic planning and analysis, institutional advancement, development, marketing and communications, alumni relations, corporate engagement, and governmental relations. It also considers matters pertaining to the efficiency and effectiveness of system-wide operations and has broad oversight of WSU's activities and progress in the areas of inclusion, diversity, equity, and access system-wide.

2.4.b **Composition**

This is a committee of the whole. The BOR chair ~~shall appoints~~ a chairperson, as provided in the Board of Regents Bylaws. Additionally, the WSU President ~~shall appoints~~ one ex officio primary liaison from among the officers of WSU and may appoint other ex officio members. The primary liaison, in consultation with the committee chairperson, the Office of the President, and other appropriate WSU officials, ~~shall be is~~ responsible for development of the committee agenda.

2.4.c **Responsibilities**

This committee ~~shall considers~~ matters, ~~makes~~ recommendations, and ~~provides~~ governance oversight on the following:

- ~~Inclusion, diversity, equity, and access~~ (IDEA), including high-level coordination between and among BOR committees in this area, coordination and review of WSU's IDEA efforts system-wide, and receiving presentations and information from WSU's diversity and equity experts and/or the Executive Director for Tribal Relations no less than once per year regarding progress and challenges;
- Strategic and organizational planning and analysis, including development and approval of the strategic plan for each campus and the WSU system, 's strategic plan, oversight of ~~its~~ implementation, and monitoring overall performance, including review of meaningful performance metrics;
- Advancement, development, and fundraising, including supporting the WSU Foundation in achieving its goals and aligning fundraising efforts and the institution's strategic priorities;

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2.4 Strategic and Operational Excellence Committee (cont.)

2.4.c Responsibilities (cont.)

- Alumni relations, including working with the WSU Alumni Association to support programs and activities that encourage alumni involvement with, and support of, WSU;
- Government affairs, including the institution's public policy agendas and long- and ~~short range~~ short-range planning and engagement efforts aimed toward advancing WSU's strategic priorities to all local, state, and federal leaders, constituencies, and agencies, including the Washington Legislature and the general public.
- Marketing and communications, including strategic public relations, marketing, and communications efforts;
- Corporate engagement, including major sponsorships and relationships that advance WSU objectives; and
- WSU Extension and all of its operations statewide.