

**Name** : **Philanthropy, Infrastructure and Investments Committee - Terms of Reference**

**Approved by** : **Council**

**Contact** : **University Secretary**

**Last reviewed** : **12 March 2021 (by Council)**  
**4 February 2021 (by Philanthropy, Infrastructure and Nominations Committee)**



## **PHILANTHROPY, INFRASTRUCTURE AND INVESTMENTS COMMITTEE – TERMS OF REFERENCE**

### **PURPOSE**

The purpose of the Philanthropy, Infrastructure and Investments Committee is to oversee, monitor and provide advice to Council on:

- Philanthropic support of the University
- Reviewing the University's capital plan in accordance with the University's approved strategic plan
- Management of the University's investment portfolio
- The University's infrastructure and other major capital investment plans.

### **GOVERNING BODY**

This committee is a standing committee of Council.

### **RESPONSIBILITY**

In fulfilling its purpose the Committee will:

#### **Philanthropy**

1. Advise Council on opportunities to elevate philanthropic and partnership support for the University and the University's engagement with the philanthropic sector.
2. Advise Council on the University's philanthropy objectives and performance against those objectives
3. Oversee and provide advice to Council on the governance of the University's fundraising activities and endowments.
4. Oversee the use of funds from fundraising and endowments.

#### **Budget and Capital**

5. Review the University's annual capital plan and recommend to Council for endorsement.
6. Review all business cases for major projects over \$20 million included in the approved capital program for approval by Council.
7. Review all proposals for out-of-budget operational or capital expenditure proposals above the delegation of the Vice-Chancellor for approval by Council.
8. Receive reports on and monitor major infrastructure projects' implementation, performance against milestones and budget.
9. Evaluate and make recommendations to Council on proposed major partnerships and new commercial and significant activities requiring Council approval.

## Investments and borrowing

10. Make recommendations to Council on the parameters for the University's long term investment portfolio.
11. Within the overall parameters set by Council, determine the investment strategy and associated asset allocation for the University's investment portfolio.
12. Review and monitor the reporting and performance of the University's investments with external funds.
13. Review and make recommendations to Council on any investment charters to guide the University's investments with external funds.
14. Consider and make recommendations to Council on any borrowings and, within any overall parameters set by Council, approve any amendments to delegations of authority regarding the operation of finance facilities.
15. Monitor the performance of investment managers and advisers and approve their appointment and termination.

## Property and Assets

16. Consider and make recommendations to Council on the acquisition, re-zoning and disposal of real property.
17. Consider and make recommendations to Council on the acquisition and disposal of, and other dealings with, shareholdings.
18. Review on make recommendations to Council on strategic campus planning and development.

## COMPOSITION

### Membership

| Name   | Type of Appointment  |
|--|----------------------|
| Chancellor   | Ex officio           |
| Vice-Chancellor  | Ex officio           |
| The number of non- executive Council members determined by Council                                 | Appointed by Council |
| The number of co-opted members determined by Council (no greater than 50% of Committee membership) | Appointed by Council |

In addition, any University employee or external professional adviser may attend Committee meetings if invited by the Chair.

### Chair

The Chair of the Committee will be elected by Council from the non-executive members. The term of office is for up to two years and is eligible for reappointment.

In the absence of the Chair, the Committee will elect a chair from among the appointed member category.

### Skills and capability

All members of the Committee should have sufficient skills and experience to be able to consider and contribute to the matters for which the Committee is responsible. The following skills and experience must be represented on the Infrastructure and Investments Committee:

- Financial accounting

- Senior project management and business transformation experience in large and complex organisations
- Banking, finance and investment
- Philanthropy.

### **Secretary**

The University Secretary or nominee will be the Committee Secretary.

## **OPERATING PROCEDURES**

### **Quorum and Voting**

A quorum of the Committee will consist of half the members of the Committee in office at the time.

Each member will have one vote and decisions shall be made on a majority basis.

### **Meetings**

1. The agenda together with reports and documents that relate to the Committee will be forwarded to members in sufficient time to enable consideration prior to meetings. Where practical, this will be one week prior to the meeting.
2. Accurate minutes will be kept of each meeting of the Committee. The minutes of a meeting shall be submitted to committee members for confirmation at or before the next meeting of the Committee.
3. The Committee will meet as required throughout the year.
4. Meetings may be in person, remotely or via circulation.
5. When resolutions are circulated electronically for endorsement, members may respond electronically either in the affirmative or negative or request a meeting or teleconference to discuss them.
6. The Chair shall call a meeting of the Committee if so requested by any member of the Committee or by the Chancellor, Deputy Chancellor, or Vice-Chancellor.
7. Management or parties external to the University may be invited to attend any meeting of the Committee or part thereof.
8. Non-members of the Committee may be asked to withdraw from all or any part of any meeting and may not vote on any matter at a meeting.
9. The Chair is responsible for the development of the agenda for Committee meetings in conjunction with the Vice-Chancellor and the Secretary. The Chair is responsible for the presentation to Council of the recommendations or deliberations on its agenda and determines the selection of the necessary documentation to support Council in its consideration of the Committee's recommendations.
10. All members of Council not on the Committee may attend meetings of the Committee as an observer and shall be entitled to receive the agenda, minutes and the meeting papers subject to any conflicts of interest.

### **Reports**

The minutes of each meeting shall be provided to Council. The Chair will report to Council after each Committee meeting on the business, findings and recommendations of the Committee.

### **Evaluation and Review**

The Committee will annually evaluate its performance and its terms of reference and propose any appropriate amendments to Council for approval.