Executive Committee

Membership:

The committee comprises the Chair, Vice Chair, the Chairs of the standing committees and the President of the University.

Purposes:

The committee meets on the call of the Chair (or Vice Chair in the Chair’s absence) for the transaction of business that is considered emergency in nature and cannot be deferred until the next regular meeting of the Board. For purposes of Executive Committee action, a matter shall be deemed an emergency when delaying the action until the full Board’s next meeting could result in significant risk, expense, or disruption to the University or its operations. Any such action taken by the Executive Committee shall be reported to the full Board at its next regularly scheduled meeting.

The committee facilitates the assignment of cross-functional matters to appropriate committee(s).

Through its subcommittee on compensation, the Executive Committee facilitates the presidential assessment and compensation processes.

University Liaison:

Secretary of the Board

Compensation Subcommittee of the Executive Committee

Membership:

The subcommittee comprises the Chair, Vice Chair and the Chairs of the standing committees.
Purposes:

The subcommittee is responsible for recommending the President’s performance assessment, contract terms, and compensation to the full Board for approval.

The subcommittee reviews the appropriateness of the President’s compensation and contract terms based on a review of those of comparable institutions, consistency with the mission and strategic vision of the University, and compliance with applicable laws.

The subcommittee oversees the evaluation of the performance of the President on an annual basis; such performance assessment is to be based on the achievement of goals that were mutually agreed upon by the Board and the President.

The subcommittee normally facilitates a comprehensive presidential assessment every three years.

University Liaison:
Associate Vice President for Human Resources

**Academic Affairs, Research, and Student Life Committee**

Membership:

At least three voting members of the Board are appointed annually by the Board Chair upon the recommendation of the Governance Committee and in consultation with the University President. The Board Chair will appoint a Chair and a Vice Chair for the Committee.

Purposes:

The Committee assists the Board in overseeing the achievement of academic and student life components of the University’s mission and, more specifically, the Academic Strategic Plan. The Committee will continuously monitor the University’s authorized performance metrics for core areas of the University’s work. The Committee will review and
recommend, as appropriate, Board actions directed at:

Academic program reviews as a reflection of the university’s mission, Academic Strategic Plan, and priorities, and achievement of continuous improvement in regard to, enrollment, retention, and degree completion;

Goals and outcomes of research, scholarship, and creative work of the faculty; and ensuring continuous progress in research productivity, partnerships, and impacts;

Economic development efforts and programs, supported or initiated by the university, for the benefit of the larger community;

Contemporary personnel policies, procedures and actions, including acting on recommendations of the President and Provost regarding the award of tenure and promotion;

Formal awarding of degrees, certificates, and honors, to be conferred by the President, following review by the faculty and upon recommendation of the President;

Student health and welfare, student engagement in organizations and activities and other aspects of University life, student residential life experience, and academic support services to promote student success;

Intercollegiate athletics, including academic progress of student athletes, compliance with applicable regulations, and success in team and individual competition;

Policies, activities, and a campus climate that develop and advance the campus as a diverse and inclusive community;

Budgetary, facilities and other resources devoted to academic programs and student life to document their adequacy to support the achievement of the University’s mission and strategic plan objectives.

University liaisons: Provost, Vice President for Research & Economic Development, and Vice President for Student Affairs

Assistant Vice President, Human Resources
Finance and Facilities Committee

Membership:

At least three voting members of the Board are appointed annually by the Board Chair upon the recommendation of the Governance Committee and in consultation with the University President. The Board Chair will appoint a Chair and a Vice Chair for the committee.

Purposes:

A primary purpose of the committee is to oversee fulfillment of the Board’s fiduciary responsibility through the provision of appropriate human, physical, financial, and technology resources. The committee is responsible for the provision of the necessary physical and technological infrastructure to support the mission and strategic vision of the University. The committee reviews and recommends for Board approval, major capital projects, real estate transactions, material grounds development, and the development and implementation of the IT Strategic Plan. The committee reviews plans and requests for borrowing and submits them to the Board for approval.

Specific duties include:

Monitor the University’s financial operations;

Review and recommend annual and long-range operating and capital budgets;

Oversee that accurate and complete financial records are maintained;

Facilitate the advancement of contemporary human resources systems, including progress in measuring and evaluation of community diversity and inclusion.

Monitor campus facilities, grounds, maintenance, depreciation, deferred maintenance, and asset protection investments;

Oversee contemporary, efficient, and timely procurement processes and investments, especially for the continuous improvement of the information technology infrastructure; and

Review that the long-range master plan for facilities is updated
periodically.

University Liaisons:

Vice President for Administration and Finance, Chief Information Officer, Assistant Vice President, Human Resources

**Governance Committee**

Membership:

At least three voting members of the Board are appointed annually by the Board Chair upon the recommendation of the Governance Committee and in consultation with the university President. The Board Chair will appoint a Chair and Vice Chair for the Committee.

Purposes:

The Committee is responsible for recommendations regarding the composition of the Board of Trustees, and the quality, and effectiveness of Board performance, compliance with accreditation standards in regard to Board governance and fiduciary responsibilities, and the integrity of University governance.

The Committee develops criteria for membership on the Board. The Committee develops, and proposes for Board approval, standards and expectations for individual trustees and for the full Board.

Based on these criteria, the Committee sources, reviews and recommends candidates to fill vacancies in trustee positions for those positions within the statutory authority of the Board.

The Committee employs these criteria in annual evaluations of overall Board and individual trustee performance.

The Committee advises the Board Chair on the composition and appointment of trustees to committees.

The Committee reviews and, when appropriate, proposes to the Board changes in Board bylaws, committee charters, and policies to
ensure governance reflects the highest professional standards and best practices in university governance.

The Committee develops plans for the ongoing professional education of trustees, including agendas for Board retreats and plenary sessions of regular meetings of the Board.

University Liaison:

Secretary of the Board
Executive Director, External Relations and Communications

**Institutional Risk and Compliance Committee**

Membership:

At least three voting members of the Board are appointed annually by the Board Chair upon the recommendation of the Governance Committee and in consultation with the University President. The Board Chair will appoint a Chair and Vice Chair for the Committee.

Purposes:

The Committee assists the Board in maintaining the integrity of the University’s financial systems and in the effective management of risk, including that arising from noncompliance with laws and regulations, oversight of potential misbehaviors, and complex decisions with uncertain outcomes. The Committee will make recommendations to the Board in furtherance of their fiduciary obligations to minimize risk and preserve the reputation of the University.

Due to its importance and impact on the University’s reputation, the Committee focuses on compliance with legal and professional standards governing the conduct of research and University responses to incidents that may compromise the integrity of the mission.

The core functions of the Committee include:

- Oversight of internal audit plans and operations, including the University’s actions to correct identified weaknesses in internal controls;
Review of University financial statements, the conduct, conclusions and recommendations of external audits and approval of the University’s responses to management letters;

Regular assessment of the effectiveness, security, and potential vulnerabilities of the University’s information technology and the information systems it supports.

Review of prioritized institutional risk assessment and mitigation plans prepared by University management on existing or potential threats to the ability of the University to carry out its mission or achieve goals of the strategic plan.

University Liaison:

University General Counsel
Vice President, Research & Economic Development
Vice President for Administration and Finance

**University Advancement and External Affairs Committee**

Membership:

At least three voting members of the Board are appointed annually by the Board Chair upon the recommendations of the Governance Committee and in consultation with the University president. The Board Chair will appoint a Chair and Vice Chair for the Committee.

Purposes:

The committee provides oversight of University initiatives, programs and resources intended to enhance public understanding and appreciation of the University and to foster positive engagement from local to the global arena.

The committee is responsible for oversight of the University’s Academic Strategic Plan.

This committee supports the University’s efforts to advance its reputation for the quality and distinctiveness of its programs, liaise
with the URI Foundation to amplify the University’s fundraising efforts and stay informed of the University’s advocacy efforts before governmental and other public bodies. The Committee provides oversight of the goals, plans and strategies of the University’s marketing and communications program for internal and external audiences. The Committee periodically assesses and reports to the Board on the University’s standing and relationship with its public audiences, including academia, government and the global community.

The Committee serves as a sounding board on University public relations and marketing activities and initiatives.

The Committee partners with the URI Foundation and Alumni Engagement on advancing URI through fundraising. The Committee will receive periodic updates on progress towards fundraising and campaign goals.

The Committee will review and assist the University on government relations efforts especially related to state financial support.

University Liaisons:

Executive Director, External Relations and Communications

President, University of Rhode Island Foundation and Alumni Engagement