Enterprise Risk Management Committee

Terms of Reference

Enterprise Risk Management (ERM) enhances and facilitates the achievement of strategic objectives through the implementation and maintenance of the ERM Framework and its governing principles. Risk is defined as the level of uncertainty associated with an event occurring and the potential consequences (likelihood and impact). Risk has positive consequences (+R) and negative impacts(R-) and it is important that the University actively manages and accepts risks.

ERM is a strategic approach to identifying, assessing and managing risks across the entire organization. The objective of ERM is to improve an organization's ability to make informed decisions, reduce uncertainty, and increase the likelihood of achieving its objectives.

Purpose:

Reporting to the President's Executive Council (PEC), the Enterprise Risk Management (ERM) Committee is pan-University, and serves to support strategic risk management. The Committee will ensure the implementation of a systematic and strategic approach to Risk Management within Memorial University.

The Office of the Chief Risk Officer (OCRO) provides all required administrative support for the Committee.

Composition of Committee:

The Committee consists of members appointed by the positions listed below. The committee makeup will take into account a multi campus model, principals of Equity, Diversity and Inclusion (EDI), Indigenization, and Academic and Administrative functions.

There will be one vote per member.

The committee shall consist of:

   i.   Chief Risk Officer (Chair);
  ii.   One member as appointed by the Vice-President (Grenfell Campus);
 iii.   One member as appointed by the Vice-President (Marine Institute);
  iv.   One member as appointed by the Vice-President (Research);
   v.   One member as appointed by the Vice-President (Indigenous);
  vi.   An Academic Dean as appointed by the Provost and Vice-President (Academic);
 vii.   Associate Vice President – Facilities Management;
viii.   Associate Vice President (Academic) Students;

   ix.   Chief Operating Officer – Faculty of
            Medicine;
    x.   Chief Information Officer;
   xi.   University Registrar

Resources: May attend and provide advice or guidance as necessary and requested by the committee

- The Office of the General Counsel
- The Office of Internal Audit
- Communications personnel from the Office of the Vice President (Administration and Finance)
- Human Resources
- Finance (FAS)

The University Auditor is responsible for evaluating the effectiveness of risk management processes of the University, including providing support in risk identification. The University Auditor uses the current Risk Register as a tool in internal audit planning (ERM Policy). The Office of Internal Audit will work with the committee in accordance with their Charter, around assurance, and their independent evaluation of risk controls in a collaborative and Team Memorial approach.

Quorum:

Quorum consists of 50% + 1 attendance.

Meetings:

At least once per semester or more often if deemed necessary by the chair.

Committee Responsibilities:

The ERM Committee oversees the continued development of the University's ERM framework, as per the *Enterprise Risk Management* policy.

The ERM Committee responsibilities include but are not limited to:

- Provide recommendations to PEC and OCRO on the ERM Framework;
- Monitor the University Risk Profiles(s) and report (each semester) to PEC on changing and/or emerging risks;
- Develop and provide guidance on University Risk Appetite and Tolerance in relation to the ERM Framework and identified Risks;

Enterprise Risk Management Committee

- Examine business processes that risk assessments are/or should be conducted with on a regular basis, and provide recommendations on where risks assessments can be integrated (budget, briefing notes);
- Complete an annual review of ERM governing documents and training materials to determine if changes are required;
- Review risk profiles developed by various risk owners to ensure:
    - Applicable risks are identified
    - Risk ratings are appropriate
    - Identified controls are adequate for identified risks
    - Risk stakeholders are identified
- Review for approval additions to the University's Health and Safety Management System, as per the *Health and Safety* policy;
- Review reports submitted on Emergency Management, including those from any working groups, and provide recommendations on same, in accordance with the *Emergency Management* policy;
- Assist in the development of a pan-University Risk Culture;
- Provide oversight of policies related to risk management, health and safety and emergency management;
- Provide guidance and oversight on the university's insurance program and potential lines of coverage;
- Provide advice and guidance on ad hoc risk assessments that are undertaken by the OCRO;
- Provide a risk-based approach to assist in determining the appropriate allocation of Campus Renewal fees. Subsequent recommendations for funding allocations will be made to the PEC.

Definitions:

Enterprise Risk Management Framework: The ERM Framework is a set of components and tools that support and sustain ERM through the University. These include, but are not limited to the Risk Matrix, Risk threshold, Risk Profiles, ERM Guide and *Enterprise Risk Management* Policy and Procedures, etc.

Approval Date: December 12, 2023