

1. **PURPOSE**

The Development, Fundraising and External Relations Committee (The “Committee”) is established by the University of Prince Edward Island’s Board of Governors (The “Board”) pursuant to the provisions of the *University Act R.S. P.E.I. 1988 Cap. U-4*, to assist the Board in overseeing the University’ fundraising operations and growth and in ensuring that arrangements are in place for meaningful engagement with external stakeholders and proper management of risks and opportunities that protect and strengthen the University’s institutional reputation and image.

2. **VALUES**

The Committee contributes to the effective governance of the University by promoting a culture of transparency, accountability, honesty, and ethical behavior.

3. **MANDATE**

The Committee’s mandate is to:

- 3.1. Assist the Board in its oversight regarding fundraising plans, gift acceptance and donor recognition; external communications and plans; external relations and community engagement plans; and institutional reputation and image.
- 3.2. Approve, on behalf of the Board, acceptance of gifts, in accordance with the UPEI and UPEI (US) Foundation Inc. Gift Acceptance Policy.
- 3.3. Approve, on behalf of the Board, the name of any new or amended donor funded scholarships or awards.
- 3.4. Receive annual reports of Restricted Funds in accordance with the UPEI Endowment and Special Purposed Funds Governance and Administration Policy.
- 3.5. Receive annual reports from Senate on granting of awards.

4. **AUTHORITY**

The Committee has the authority to:

- 4.1. Use University resources, in accordance with University policies and internal control systems, to conduct or request the conduct of any research or investigation into any matter within the scope of its mandate.

- 4.2. At the University's expense, and with prior approval of the Executive Committee, retain independent consultants or other expertise to advise the Committee.
- 4.3. Invite key personnel to their meetings to provide information or to report on the areas overseen by the Committee.
- 4.4. Make recommendations to the Board on matters falling within the mandate of the Committee.
- 4.5. Approve, on behalf of the Board, acceptance of gifts as outlined in the UPEI and UPEI (US) Foundations Inc. Gift Acceptance Policy.
- 4.6. Approve, on behalf of the Board, the name of any new or amended donor funded scholarships or awards.

5. COMPOSITION AND TERMS OF OFFICE

- 5.1. Committee members shall be appointed annually by the Board upon the recommendation of the Governance, Nominating and Appeals Committee. At least one member should have a background in fundraising. At least one member should have a background in communications or constituent relations. The Committee shall include the following members, each of whom shall be entitled to a single vote:
 - 5.1.1. One or more Board member (s) elected by the Board.
 - 5.1.2. One or more Board member (s) appointed by the Lieutenant Governor in Council.
 - 5.1.3. One or more Board member (s) elected by and from the Alumni Association of the University.
 - 5.1.4. One Board member who is a faculty member.
 - 5.1.5. One Board member who is a UPEI student.
- 5.2. The Chair of the Board shall be an ex-officio voting member of the Committee.
- 5.3. The President shall be an ex-officio voting member of the Committee.
- 5.4. Vacancies
 - 5.4.1. Appointed voting members shall hold office until their successors are appointed or they cease to be Board members, whichever comes first.
 - 5.4.2. The Committee Chair shall advise the Chair of the Governance, Nominating and Appeals Committee of vacancies on the Committee.
 - 5.4.3. The Board, on the recommendation of the Governance, Nominating and Appeals Committee, may fill vacancies of members of the Committee for the remainder of the current term of appointment.

6. THE CHAIR

- 6.1. The Board, on the recommendation of the Governance, Nominating and Appeals Committee, shall appoint, from the Committee membership, a Committee Chair, to preside at its meetings.

- 6.2. In the absence or unavailability of the Committee Chair, one of the other members of the Committee present shall be chosen by the Committee to act in place of the Chair.
- 6.3. The Chair does not vote unless it is needed to break a tie.
- 6.4. The Committee Chair shall fulfil the role assigned to Committee Chairs in the University by-laws, in any role description, and as may be assigned by the Board.

7. **QUORUM**

Fifty percent of voting Committee members present in person or by teleconference shall constitute quorum at a meeting.

8. **WORKPLAN AND REPORTING**

The Committee shall:

- 8.1. Develop and approve an annual work plan to be provided to the Board for information.
- 8.2. Report to the Board after each meeting and annually with respect to its workplan and the fulfillment of its Terms of Reference.

9. **MEETING AGENDA**

The agenda for each Committee meeting will be prepared by the University Secretary, in consultation with the Committee Chair, the Chair of the Board, and the President, and will be approved by the Committee Chair.

10. **MEETINGS**

- 10.1. The Committee shall meet at least four (4) times annually or more frequently as required.
- 10.2. The Committee Chair may additionally call special meetings outside the regular calendar of Board meetings or request electronic voting to attend to matters that are time sensitive.
- 10.3. Meeting materials shall be provided to the Committee in sufficient time to allow for proper preparation and, ideally, at least one week before the scheduled meeting.
- 10.4. It is expected that Committee members shall make every effort to attend all meetings in person or by teleconference. The Committee Chair shall report to the Governance, Nominating and Appeals Committee on member attendance.

11. **CONFLICT OF INTEREST**

Committee members shall adhere to the Board of Governors Code of Conduct, the University's Conflict of Interest Policy and the University's values on accountability and integrity.

12. RESOURCES

The Office of the President shall provide all necessary resources the Committee may require for its proper functioning.

13. RESPONSIBILITIES

13.1. Fundraising, gift acceptance and donor recognition

The Committee shall:

- 13.1.1. Review the development of the University's fundraising plans and monitor its progress towards the achievement of annual and multi-year fundraising goals.
- 13.1.2. Review and assess the adequacy of resources allocated to the implementation of the University's fundraising plans, including volunteer resources.
- 13.1.3. Monitor the use of budgetary resources to support fundraising activities.
- 13.1.4. Review, assess, and approve gift acceptance and donor recognition decisions in accordance with Board of Governors policies.
- 13.1.5. Review reports from Senate on Granting of Awards.

13.2. External communications and external relations

The Committee shall:

- 13.2.1. Review the development of the University's external communications plans and monitor its effectiveness.
- 13.2.2. Provide oversight into the development of the University's external relations plans and assess their effectiveness in building strong and meaningful relationships and collaboration with main stakeholders, including the community.

13.3. Institutional Reputation and Image

The Committee shall:

- 13.3.1. Monitor University initiatives to enhance its reputation and image.
- 13.3.2. Evaluate and monitor the performance of the University's brand.
- 13.3.3. Assess the management of current and emerging risks that may impact the University's reputation and image.

13.4. Board Policies

The Committee shall advise the Board on policies falling within the mandate of the Committee.

13.5. Committee Liaison

The Committee will meet, at least annually, with the Properties and Environmental Sustainability Committee and the Finance, Audit and Risk Committee to review capital infrastructure priorities and capacity.

13.6. The Committee shall carry out such other responsibilities as may be delegated by the Board.

14. REVIEW OF TERMS OF REFERENCE

The Terms of Reference shall be reviewed on an annual basis unless indicated otherwise by the Board.