

# Changing Cold Regions Network

## Terms of Reference for the Board of Directors

**Originally adopted: 3 July, 2013**

### **1. Responsibilities**

The Board of Directors provides oversight on all aspects of the Network Management and ensures financial accountability of the Network for Participating institutions. In particular, the Board is responsible for:

- 1.1 Oversight of financial management, and accountability to supporting institutions, including NSERC. To achieve this, the Board will review, modify and/or approve recommendations from the Network Management office and the Scientific Committee for annual funding allocations, and any proposed significant modifications from centralized Network activities budget, taking into account other funding and contributions in kind. This includes reviewing and approving annual financial reports.
- 1.2 Overseeing integrity, quality, relevance and effectiveness of the research program and its coordination (see 3.2). Reviewing and approving annual progress reports.
- 1.3 Outreach to stakeholders represented on the Board and cooperation with the Network and its Committees on engagement and outreach to the broader communities.
- 1.4 Mediating, as required, conflicting situations emerging from Network operations.
- 1.5 Issuing guidance from time to time to the Scientific Committee and to Network Managers to ensure attainment of objectives.
- 1.6 Reviewing any proposed changes to the Network Research Agreement.
- 1.7 Reviewing, modifying and/or adopting Network policies proposed by the Network Management Office or Network Committees.
- 1.8 Adopting a code of conduct for directors, employees, and committee members to prevent real or perceived conflicts of interest.

### **2. Composition of Board of Directors**

- 2.1 The composition of the Board of Directors will include: a representative from NSERC (observer); an independent Chairperson approved by NSERC; the Network Principal Investigator; and at least 1 senior scientist at arm's length from the Network. Additional members may be drawn from the Network's host institution and any government agencies which have scientists involved in the Network.

2.2 The initial composition of the Board of Directors is as follows:

- **Chair:** Jim Bruce, ret., Environment Canada and World Meteorological Organization
- **Government Agency Representatives:**
  - Michel Jean, Environment Canada
  - Donna Kirkwood, Natural Resources Canada
  - David Livingstone, ret., Aboriginal Affairs and Northern Development Canada
  - Wayne Dybvig, Saskatchewan Water Security Agency
  - Ken Greenway, Alberta Environment and Sustainable Resource Development
- **Representative from the Scientific Community:**
  - Ming-Ko Woo, ret., McMaster University
- **CCRN Principal Investigator:**
  - Howard Wheeler, University of Saskatchewan
- **CCRN Manager:**
  - Chris DeBeer, University of Saskatchewan
- **NSERC Observer:**
  - Kristina Archibald, NSERC

Note 1: The CCRN Manager serves a non-decision making Secretary to the Board.

Note 2: If a Board member is no longer able to serve, the Board chair will name a replacement that conserves the balanced representation of the Board of Directors, subject to approval by the Board of Directors.

### 3. Information to the Board

- 3.1 The Board will receive information and advice on financial matters from the Network Management Office and the Scientific Committee on a regular basis and at least two weeks in advance of any expected approvals or meetings.
- 3.2 In order to address responsibility 1.2, the Board will receive advice on progress of the scientific program from the Scientific Committee and the members of the International Advisory and Review Panel, at least annually, or more frequently if major issues arise, or significant scientific findings are made.

### 4. Meetings

- 4.1 The yearly Board of Directors meeting will occur at the annual CCRN Workshop.
- 4.2 Additional teleconferences or meetings will take place as required and normally at least semi-annually.