

Terms of Reference Information Technology Committee

BC Assessment is a Crown Corporation established in 1974 and governed by the *Assessment Authority Act*. BC Assessment is accountable to the Provincial Government, its sole shareholder. BC Assessment was created for the purpose of establishing and maintaining an independent and uniform property assessment system throughout British Columbia. BC Assessment operates in accordance with the *Assessment Authority Act* and the *Assessment Act* to fulfill its mandate and, as a public body, has a responsibility to maximize its value to the shareholder and the citizens of British Columbia.

These Terms of Reference establish the Committee's governance framework and duties and responsibilities in fulfilling its oversight role in the public interest for the benefit of citizens of British Columbia.

1. Purpose

The Information Technology Committee (the "**Committee**") is established to assist the Board discharging its responsibility to ensure that material investments in BC Assessment's technology enabled transformation projects and programs align with organizational strategy, achieve intended business outcomes, and are effectively managed in a way that mitigates risk.

The Board acknowledges that it has a particular role to play in overseeing these material, Board confirmed, Information Management and Information Technology ("**IMIT**") projects because these projects have significant financial or operational implications for BC Assessment. The Board has delegated that responsibility to this Committee which is responsible for:

- Ensuring that the investment in technology is consistent with BC Assessment's strategic direction as approved by the Board;
 - Reviewing the financial and non-financial risks and benefits of IMIT projects.
 - Reviewing the governance of IMIT projects; and
 - Reviewing regular updates on implementation risks of IMIT projects to ensure that all necessary steps have been taken to deliver the solution within budget, with risks appropriately mitigated, and with the intended business benefits achieved.
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- In addition to responsibility related to IMIT projects, the Board, through the Committee, wishes to receive regular reporting in relation to: Digital Business Platform, including connection to the strategic plan and integrated business plan.
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- Cyber Security.

2. Accountability

The Chair of the Committee will report to the Board at each Board meeting on the matters before the Committee. Minutes of the Committee's meetings will be made available to all Directors once approved by the Committee.

3. Composition

The Committee will be comprised of no less than 3 members. At least one member should understand the financial and strategic business implications and treatment of large IMIT capital investments and the associated risks. When there is an active IMIT project, the Chair of the Audit and Risk Management Committee is an ex officio member of the Committee, entitling them to attend and vote at any Committee meeting (though not to be included in a determination of quorum for the Committee unless a regular member of the Committee).

The Chair of the Committee will be appointed by the Board on the recommendation of the Board Chair, following appropriate consultation including with the President & Chief Executive Officer ("CEO") and Board Vice-Chair.

Members of the Committee will be appointed by the Board Chair.

Members of the Committee may be removed by the Board Chair. Committee Chairs may be removed by the Board, following recommendation of the Board Chair.

The Corporate Secretary and Vice President, Information & Technology Services ("VP ITS") will provide staff support to the Committee.

4. Orientation

The Corporate Secretary, in collaboration with the Chair of the Committee, will make arrangements for an orientation process for all new Committee members.

5. Meetings

A quorum for any meeting of the Committee will be one-half of the members of the Committee.

Meetings will be held at the call of the Committee Chair in accordance with the Committee Timetable attached as **Appendix A**. Notice of a meeting may be given verbally or in writing (including electronically). Attendance at meetings is permitted either in-person (when offered) and remotely (digitally as available).

The CEO, VP ITS and the Corporate Secretary may attend all meetings of the Committee.

Notwithstanding the foregoing, at every meeting, the Committee will meet for a period of time without staff present.

There will be a recording Secretary for all Committee meetings.

6. Independent Advice

The Committee may at any time, through the Corporate Secretary and following approval of the Board Chair, engage independent consultants to assist the Committee with its duties.

7. Duties and Responsibilities

The Committee is responsible for assisting the Board to discharge its responsibilities with respect to the oversight of BC Assessment's IMIT projects. When there is an active IMIT project, these duties include regular meetings to review the in-scope projects as confirmed by the Board, review industry and IMIT trends, and ensure the appropriate governance and oversight on change control for these projects and programs. The Committee's responsibilities also include adhoc meetings as required to address, in a timely fashion, approvals, governance, risk, and change control items that may arise on these projects and programs outside of the normal meeting cycle.

The Committee is also responsible for receiving updates and reporting to the Board on:

- Digital Business Platform, including connection to the strategic plan and integrated business plan.

Cyber Security.

8. Oversight Co-Ordination

New IMIT projects will be identified through the strategic plan, integrated business plan or the VP ITS. The Committee will ask the Board to confirm any new IMIT project. Once confirmed by the Board, the Committee will assume oversight. The Committee will work with management to establish governance processes, corporate portfolio management, project management, change management and communications.

The Committee will work to co-ordinate the Board's oversight of any IMIT projects, to ensure that no gaps in oversight arise, and that interdependencies between IMIT projects are considered and that all issues receive timely input by the Board as required.

8.2 - Audit and Risk Management Committee

Due to the inherent risks and financial implications associated with IMIT projects, the Committee will keep the Audit and Risk Management Committee (ARMC) informed of all actual or potential material risks in relation IMIT projects. All budget approvals in relation to IMIT projects recommended by the Committee will be approved by the Board of Directors on the joint recommendation of the Committee and the ARMC. Joint meetings of the Committee and the ARMC will be held at the recommendation of the respective committee Chairs.



8.3 – Governance Models

Each IMIT project confirmed by the Board as requiring Committee oversight will have a Board approved governance model which identifies the following:

- Frequency of project updates to include updates on schedule, scope and budget
- Decision thresholds to accept or approve any of the following:
 - Delayed or missed Milestones.
 - Changes in the Milestone schedule.
 - Budget changes.
 - Scope changes.

Each decision threshold should clearly define the threshold and identify who has authority to make the decision once each threshold is reached. As an example, some decisions may be delegated to employees (project director through CEO) or a Board Committee, others will require Board approval.

The Committee is responsible for review and recommendation of the governance model to the Board for approval.

9. Committee Evaluation

The Committee biennially reviews its Terms of Reference to ensure that they continue to meet best practice and the needs of the Board.

As part of the annual Board evaluation process facilitated by the Governance Committee, the Committee will assess its performance in carryout out its duties.



Committee Timetable

The below timetable reflects key items for consideration by the Committee that arise on an annual basis. Actual meeting agendas may vary as isolated matters arise. The actual Committee work plan is reviewed and determined on an annual basis¹.

AREA OF RESPONSIBILITY		B/C/I	Q1	Q2	Q3	Q4
Section 1 - Purpose						
	Digital Business Platform	I	June		Nov	
	Cyber Security	I	June		Nov	
Section 7 - Duties and Responsibilities						
	Review IMIT Status (progress and risks) - if any	I	June		Nov	
	<u>Distribute Monthly IMIT Report to Board - if any</u> <ul style="list-style-type: none"> IMIT Portfolio Status (progress and risks) on the third Thursday of each month noted or the posting date for the meeting in that month 	I	Apr June	Sep	Nov	Feb
Section 8 - Oversight Co-ordination						
	IMIT Project Budget Approvals (as required, joint responsibility with ARMC)	B				

¹ B: Committee recommends to the Board for approval

C: Only approval of the Committee is required

I: Information/ Discussion



AREA OF RESPONSIBILITY		B/C/I	Q1	Q2	Q3	Q4
	IMIT Project Governance Models (as required)	B				
	Assess performance in carrying out Committee duties	I	Jun			
Section 9						
	Review Terms of Reference (biennially)	B			Nov	
	Assess performance in carrying out Committee duties	I	Jun			