**Risk Management Committee**

**CHARGE**

**September 2019**

University Risk Management (URM) is a process Brown employs to help us determine how to best deploy and protect our resources. URM is the process for identifying, analyzing, evaluating, and ultimately responding to and monitoring both “upside” (opportunities) and “downside” (threats) risks across Brown University.

Everyone has a part to play in URM. Much of what each of us does each day, as part of our primary workload, is risk management. In fact, the management of risk at all levels of all top-performing entities is integrated with, and in many cases is indistinguishable from, core processes and activities.

We all play a role in making Brown a stronger, safer and better University that is responsive to the competitive, dynamic higher education and research marketplace.

The Brown Risk Management Committee (RMC) plays an important role in ensuring the effectiveness of URM at Brown. The RMC serves as a cross-functional forum and plays a leadership role in the identification, analysis, evaluation, and response to risks facing the University.

The RMC’s charge is to:

* Facilitate risk identification, prioritization and mitigation strategies related to:
	+ **Governance -** Risks that impact Brown’s ability to: Establish and cultivate a collaborative, productive and ethical culture; Organize and empower Brown’s faculty and staff in a manner that facilitates communication, rewards achievement that benefits the entire University; Plan and make timely and ethical decisions and take apposite action to achieve Brown’s strategic plan and maintain its high standing among the world’s leaders in higher education and research; or Monitor/evaluate the results and impact of decisions and actions on Brown and the communities and partners with whom we interact and which we affect, making timely course corrections when and where necessary and appropriate.
	+ **Strategy -** Risks that impact our strategic plan, Building on Distinction (To provide and/or support: Integrative scholarship to address the world's great challenges; Educational leadership to prepare our students for the 21st century; Academic excellence grounded in the talent of faculty, students and staff, supported by investment in scholarship; and Campus development to provide world-class infrastructure to support education & research and the Brown community)
	+ **Community Expectations** - Risks that impact our ability to deliver on expectations of our students, grantors, donors, alumni and the citizens of Providence and other communities in which we operate or visit. (Note: Faculty and staff are considered community members, but risks related to their safety and fulfillment are covered in other areas (e.g. Safety, Security & Compliance, and Talent))
	+ **Safety, Security & Compliance -** Risks that impact our ability to protect the safety of our students, faculty and staff; to protect the integrity, security and availability of Brown’s information, financial assets, intellectual property and physical assets; and/or to ensure compliance with all relevant laws, regulations, contracts and policies.
	+ **Financial & Environmental Sustainability -** Risks that impact our ability to: Drive productivity and quality through process improvement, and better vendor/partner, project and program management; Secure and grow financial resources needed to execute our mission; Optimize operating results & minimize consumption of energy and other resources; and Maintain sufficient and diverse enrollment with adequate revenue to sustain each program we offer.
	+ **Communication & Alignment -** Risks that impact our ability to align the organization and maintain effective communication systems to deliver superior outcomes.
	+ **Talent -** Risks that impact our ability to attract, hire, develop, compensate and retain talent in a best fit organizational structure that will deliver on our mission
	+ **Technology -** Risks that impact our ability to enable talent with reliable technology for productivity, agility and customer focus.
* Ensure that faculty, students and staff are aware of their responsibilities with regard to risk management, compliance, safety and ethics as members of the Brown community.
* Ensure that information regarding policies and procedures, training, oversight functions, and internal controls, especially in areas subject to regulations, are coordinated and disseminated.

The RMC is authorized by the Corporation Committee on Risk & Audit and plays a key role in the University’s risk management approach. The Committee is chaired by the University's Chief Risk Officer.

Committee membership is comprised of senior administrators from across the University. The members shall have specific areas that they are responsible for monitoring. If a member cannot attend a meeting, they should send a substitute. The RMC shall be staffed by Institutional Risk Management, Audit & Compliance. Minutes of each meeting will be maintained.

The committee shall meet at least three times a year, in advance of each meeting of the Audit Committee of the Corporation. The Chief Risk Officer shall report out to the Committee on Risk & Audit on issues identified and/or progress made on prioritized risks.

The Committee will review and approve Management Response Plans (MRPs) for the University’s top risks and submit these MRPs to Brown’s Executive Sponsors for Management’s final review and approval. The final MRPs will be submitted to the identified Corporation Committee for review and approval.

Every 2-3 years, and in the interim, as warranted when emerging risks are identified, the Committee will update, and refine the University’s risk assessment, and associated risk inventory.