



Canadian Research  
Knowledge Network  
Réseau canadien  
de documentation  
pour la recherche

## **Cybersecurity Advisory Sub-Committee Terms of Reference**

**Approved by: Finance and Audit Committee, March 25, 2025**

### **Purpose**

The Cybersecurity Advisory Sub-Committee (CSASC) reports to the Finance and Audit Committee and is responsible for providing guidance on CRKN's cybersecurity controls and practices.

### **Objectives**

The Sub-Committee is primarily responsible for regularly reviewing and providing guidance on CRKN's information and cybersecurity roadmap, policies and documentation, including but not limited to:

- CRKN's Cybersecurity Controls document
- The Information Systems and Security Policy
- Disaster management and crisis communication plan
- Cybersecurity Risk Register

The Sub-Committee will advise CRKN staff on any topics that may arise as staff undertake information and cybersecurity work. The Sub-Committee will also provide guidance on developing strategic relationships within Canada's higher education information security community.

### **Membership**

- One (1) representative from the Finance and Audit Committee
- One to two (1-2) Chief Information Security Officers (CISOs) or Chief Information Officers (CIOs) from CRKN member institutions
- One (1) representative from CANARIE
- One (1) representative from the Digital Research Alliance of Canada

#### **Ex-Officio**

- Director, Finance and Administration, CRKN
- Director, Research Infrastructure and Development, CRKN

Pursuant to section 7.4 of the Corporation's by-laws; the Executive Director is entitled to be present at, and to participate in all meetings of the Board and all meetings of any committee of the Board or the Corporation (unless the chair of the meeting requests that the Executive Director not be present for all or part of a meeting), and is entitled to receive notice of meetings and all information provided to the Directors and members of any such committee relating to matters before the Board or any such committee, as the case may be, but will have no right to vote as a Director of the Board or a member of a committee with respect to any matter.

At the discretion of the Executive Director, and in consultation with the Sub-Committee Chair, other CRKN staff may be called upon to participate in meetings as resource personnel, as required.

**Chair**

The Sub-Committee will appoint a member to serve as Chair.

**Meetings**

Meetings will be held virtually, with frequency to be determined based on the workplan of the Sub-Committee but are anticipated to be held quarterly.

Meetings may be held at any time provided written notice has been given to each member at least seven days, exclusive of the day on which notice is given, before the meeting is to take place. Notice of meetings may be waived by unanimous written consent of Sub-Committee members.

Quorum for meetings is a majority of voting Sub-Committee members.

Additional deliberations may be conducted via email between meetings as required.

In order to maintain the balance of representation and to ensure continuity and effectiveness of the Sub-Committee, substitution of representatives at meetings is not permitted.

**Appointment Process**

Members will be appointed by the Finance and Audit Committee.

**Term**

Members will be appointed for a term of two-years, once renewable at the discretion of the Finance and Audit Committee.

**Language of Participation**

Meetings will be conducted primarily in English, however Sub-Committee members may work in their chosen official language and agree to create and maintain a work environment conducive to the effective use of both official languages.

**Lines of Accountability and Communication**

The Sub-Committee is accountable to the Finance and Audit Committee.

The Sub-Committee will take a consultative approach to its work, engaging CRKN members and stakeholders as appropriate.

**Financial and Administrative Policies**

Members of the Sub-Committee will comply with Board-approved governance and organizational policies, including code of conduct and conflict of interest policies. Participation on the Sub-Committee is non-remunerative.