INFORMATION & TECHNOLOGY GOVERNANCE CHARTER

Final April 22, 2024

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Introduction

Purpose

Consistent with the Charge to the Information & Technology Executive Committee of January 4, 2024 ("Charge"), this Charter defines the structures, responsibilities, roles, and supporting functions of the University of Washington's Information and Technology Governance model ("I&T Governance"). This Charter guides the operation of I&T Governance and the creation of additional charters for domains within I&T Governance.

As stated in the Charge, the purpose of the I&T Governance is to **enable transformation and innovation at the UW through strategic investment in information and technology.** Effective governance will grow value from information and technology, manage risk in uses of information and technology, and make shared decisions efficiently and fairly. The University will obtain benefits from shared direction and standardization, balance near- and long-term costs, benefits, and risks, and be responsible to each other and to the whole UW.

Scope

As stated in the Charge, the **technology** scope of I&T Governance extends broadly to information technology resources, services, and solutions across the UW. In particular, I&T Governance will:

- Define shared information technology goals, strategies, standards, services, processes, and practices that apply to all UW units on all campuses (with appropriate input and representation).
- Evaluate and monitor information technology projects originating in any UW unit that meet thresholds defined by I&T Governance (no less than the thresholds that already apply under APS 2.3).
- Prioritize resourcing and funding of shared IT services, and work with central funders such as the Office of the Provost to prioritize UW unit requests for central funding of information technology.

The **information** scope of I&T Governance extends broadly to strategic, appropriate, and secure use of information and data across the UW. In particular, I&T Governance will:
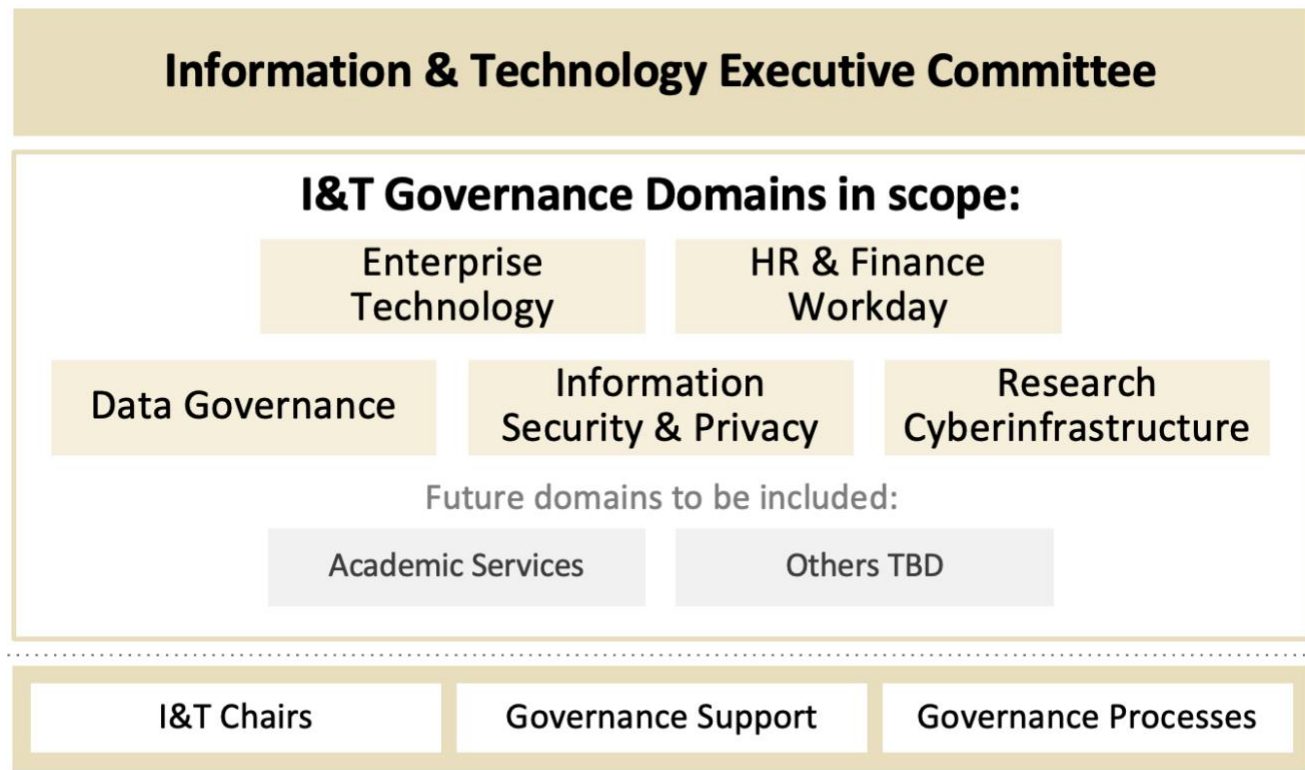
- Define shared goals, strategies, standards, and processes for governing academic, research administration, and business **data assets** at the UW, excluding patient data (with appropriate input and representation).

- Protect **information privacy** by defining strategies, standards, and processes to identify personal information, minimize its collection and use, and ensure accountability for its protection across the UW, based on both legal and ethical considerations.
- Protect **information security** by defining strategies, standards, and processes to ensure the confidentiality, integrity, and availability of information and create necessary controls for processes and technology across the UW.

Given this broad scope, I&T Governance must work with awareness of the needs of UW units to plan for their changing information and technology needs. In particular, UW Medicine, UW Bothell, UW Tacoma, and major UW units (such as colleges, schools, and central business units) are expected to continue to govern and manage the information technology services and projects they operate, subject to the shared UW-wide strategies, standards, and processes agreed on through I&T Governance.

As stated in the Charge, this Charter does not detract from the authority or responsibilities of roles defined under UW Administrative Policy Statements or Executive Orders. Rather, these roles are asked to participate as leaders, support I&T Governance with the resources of their offices, delegate appropriate responsibilities to I&T Governance, and lend their authority to decisions of I&T Governance — consistent with their responsibilities under UW policy and the purpose of I&T Governance.

Governance Structures

Information & Technology Executive Committee

I&T Governance Domains in scope:

Enterprise Technology	HR & Finance Workday

Data Governance	Information Security & Privacy	Research Cyberinfrastructure

Future domains to be included:

Academic Services	Others TBD

I&T Chairs	Governance Support	Governance Processes

In collaboration with related groups in UW Medicine, UW Bothell, UW Tacoma, Faculty Senate, and academic & administrative governance

I&T Executive Committee

Purpose & Responsibilities

The I&T Executive Committee provides executive-level strategic direction, standard setting, and stewardship for information and technology for all units and campuses at the UW. The committee will:

- Set strategic direction for information and technology at the UW.
- Request and endorse standards for information and technology consistent with strategy.
- Prioritize and steward resources and funding for information and technology.
- Evaluate proposals and resolve issues escalated from governance groups chartered by the Executive Committee.
- Engage stakeholders across the UW campuses to champion the goals and decisions of I&T Governance.
- Plan and oversee the I&T Governance model.

The Executive Committee will meet and make decisions regularly (see Roles and Decision-Making below) to fulfill these responsibilities.

Membership & Meetings

The I&T Executive Committee will convene monthly.

The UW Chief Information Officer and Vice President for UW-IT will co-chair the I&T Executive Committee and select a co-chair who represents one of the areas listed below, in consultation with the Executive Committee. The co-chairs will update membership of the I&T Executive Committee as needed, ensuring representation of the areas listed below. Except as noted, representation will be at the level of Vice President, Vice Provost, Chancellor, or Dean.

- UW colleges and schools
- Central administration of technology, data, and support for academic affairs
- Central administration of research and support for researchers
- Central administration of finance and HR
- Other UW central business units
- UW Medicine operations
- UW Medicine ITS
- UW Bothell
- UW Tacoma
- UW Libraries
- Faculty Senate, e.g., chair of Faculty Council on Information Technology and Cybersecurity

I&T Domains

The I&T Executive Committee is charged with defining Information & Technology Governance Domains ("I&T Domains") containing subgroups to govern a specified scope within the general scope of I&T Governance. The I&T Executive Committee may endorse new charters for domains and combine, revise, and retire existing charters, as needed. The I&T Executive Committee will review and modify these charters and domains over time.

Purpose & Responsibilities

Each Information & Technology Governance Domain ("I&T Domain") will provide strategic direction, planning, coordination, and standards within a specific domain, under the direction and oversight of the I&T Executive Committee. Each I&T Domain will, within its scope:

- Set strategic direction for a subset of information and technology at the UW.

- Propose or review and endorse changes in information and technology services, such as through roadmaps or projects.
- Request and endorse standards for information and technology consistent with strategy.
- Prioritize and steward resources and funding for information and technology.
- Engage stakeholders across the UW to champion the goals and decisions of I&T Governance.

In addition, some I&T Domains may be chartered with additional responsibilities to manage information or technology in a more operational way. These responsibilities can include, for example:

- Conduct regular planning of resources to work on systems or data.
- Coordinate changes and dependencies in the domain among multiple service providers.
- Oversee review of changes to specific systems, such as production change control.
- Operate governance processes needed in the domain, such as reviewing access requests.
- Generate and manage information in the domain, such as metadata or documentation.
- Evaluate and reconcile potential overlaps with other I&T Domains and resources for specific projects.

Membership & Meetings

Each I&T Domain may contain one or more governance groups as needed to meet the responsibilities of the domain. The membership of each group will ensure sufficient representation of:

- UW colleges, schools, and central business units that represent the UW's institutional needs in the domain or are impacted by the recommendations or decisions of the domain.
- Information and technology service providers (or other organizations) that are expected to carry out the recommendations or decisions of the domain.

Whenever feasible, I&T Domain groups will have co-chairs rather than a single chair. Each domain will include a top-level group that includes at least some members who report directly to relevant members of the I&T Executive Committee, to represent the direction of the I&T Executive Committee and provide its members with direct insight into relevant domains.

For the top-level group in each I&T Domain:

- The co-chairs of the I&T Domain group will be appointed by the co-chairs of the I&T Executive Committee.
- Members of the group will be nominated and approved by the co-chairs of the group; Domain co-chairs will inform co-chairs of the Executive Committee of any changes in Domain group membership.

For domains that contain additional groups, the co-chairs of the top-level group will appoint co-chairs of such groups and review and approve members in the same manner.

Requirements for Domains

The I&T Executive Committee will ensure that I&T Domains meet the following requirements, and define additional requirements as needed:

- Maintain an up-to-date charter, which will reference this Charter for I&T Governance and follow the structure of this Charter.
- Define and maintain governance groups and roles as needed in the domain.
- Maintain up-to-date web pages as part of the overall I&T Governance website.
- Participate in shared governance processes.
- Contribute to and collaborate with shared governance supporting functions (see Supporting Functions & Roles, below).

- Define and maintain appropriate representation in the domain based on the requirements above.

The Governance Enablement supporting function (see below) will assist the Executive Committee in meeting these requirements.

Temporary Working Groups

Temporary working groups contribute I&T Governance by convening key stakeholders to resolve a particular scope in a set timeframe. The I&T Executive Committee or any I&T Domain may charge a working group when needed — for example, to develop a strategy, standard, or recommendation on a complex issue. A working group may also be assigned to complete a recurring activity (such as annual recommendations). Each working group will have a written charge that defines its purpose, scope, membership, deliverables, and expected activities, and timeframe.

Decision Making

Overview

Governance groups in I&T Governance will regularly make and communicate decisions. Governance groups include the I&T Executive Committee and I&T Domain groups.

Decisions made by I&T Governance are sometimes advisory and sometimes directive, depending upon context.

For each proposed decision, the chair(s) will ensure that the authority of the governance group in relation to the decision is clear. Typical situations for decision making will include:

- A decision to make a recommendation on behalf of the UW to a role that has the relevant authority, such as the UW CIO, CISO, or other roles defined under policy.
- A decision on a topic that the governance group has been delegated authority over.
- A decision to endorse or modify a recommendation escalated from another governance group.
- A decision to direct the work of another governance group in I&T Governance – for example, to request a recommendation from another group.

Over time, the I&T Executive Committee will develop criteria or thresholds for which types of decisions should be escalated to the I&T Executive Committee and which should be made in I&T Domain governance groups.

Decision Process

Proposed decisions should be presented with supporting materials and shared in advance with sufficient time for the governance group to make an informed decision. Whenever feasible, the information or technology service providers impacted by the decision should be represented in the discussion about the decision.

When the chair(s) determine(s) that the governance group is ready to make a decision:

- Quorum is required to take a vote (half or more of the members, including co-chairs, must participate in the vote).
- On each recommendation, a majority vote is required to reach a decision (half of the members present, including co-chairs, plus one).
- A roll call vote will be recorded.
- The proposed decision and result of the vote will be recorded in published meeting minutes.

The Governance Enablement supporting function (see below) will ensure that the decision is published, and the role or organization expected to act on the decision is notified.

Roles

Role of Governance Group Chairs

The I&T chairs lead governance groups and work with each other to coordinate activities across the I&T Governance structure.

People in this role are responsible for:

- Governance group leadership
  - Serve on the group for at least one year.
  - Lead the governance group in meeting its responsibilities.
  - Plan meetings and prioritize topics.
  - Ensure the right information is collected and shared to support each meeting.
  - Invite guests as needed for input or subject matter expertise.
  - Run each meeting.
  - Facilitate effective decision-making; ensure clear decision criteria, and ensure issues arrive at a decision or clearly assigned next steps, delegation, or escalation.
  - Ensure the documentation and publication of group agenda, materials, and minutes.
  - When needed, speak on behalf of the governance group.
  - Identify replacements for governance group members.
  - On an annual basis, review and make changes to the membership of the group based on the representation defined in its respective charter.
  - Decide on member requests to delegate their participation.
  - Collaborate with the Governance Enablement function on any of the above as needed.
- Coordination
  - Communicate activities of the governance group to chairs of relevant other groups.
  - Meet with other chairs to coordinate routing and resolution of issues as efficiently as possible.
  - As needed, form ad hoc groups with other chairs to resolve complex issues.

Role of Governance Group Members

Members of I&T groups participate and represent their unit(s) in the issues before their governance groups.

People in this role are responsible for:

- Participation
  - Serve on the group for at least one year.
  - Raise topics for governance meetings (in advance, when possible).
  - Work with the chair to propose a delegate (with equal knowledge and authority) when unable to participate.
  - Work with the chair to propose guests as needed for topics being discussed.
  - Contribute information, participate in discussions, and vote on decisions or recommendations.
- Representation
  - Represent the plans and needs of the unit(s) each member represents.
  - Prepare to represent others in decisions by gathering context, needs, and preferences from them in advance.
  - Ensure that each member's sponsor in other groups is informed and prepared.
  - Champion the group's decisions and cascade information to the unit(s) each member represents.

Supporting Functions

I&T Chairs Group

Purpose & Responsibilities

The I&T Chairs group will provide a forum for chairs of I&T Governance groups to share information about issues, coordinate responses across governance groups, align strategies across domains, respond to or propose I&T Executive Committee issues, and share experiences to improve governance.

Membership & Meetings

Meetings of the I&T Chairs will be convened and hosted by the current leader of the Governance Enablement function (see Governance Enablement, below). All co-chairs or chairs of I&T Domain groups will be invited to participate ex officio in this group.

Governance Enablement

The I&T Governance Enablement function will enable successful governance operations by providing co-chairs and groups with consultation and support. This function will:

- Propose new I&T Governance structures and processes as needed, for review and approval.
- Provide consultation to co-chairs as needed, such as proposed membership, topics, agendas, or plans for governance groups.
- Ensure administrative support for co-chairs and governance groups, such as scheduling meetings, providing collaboration tools, and publishing meeting materials and minutes.
- Carry out discovery and analysis on issues before governance groups at their request.
- Provide coordination across governance groups, such as tracking and routing of issues and decisions.
- Enable governance processes as needed, such as processes for intake and review.
- Plan and carry out communications within I&T Governance and to audiences at the UW and externally.
- Gather feedback about I&T Governance and ensure continuous improvement in governance structures and processes in response to feedback.

This support function is currently staffed by UW Information Technology under the direction of the CIO and VP for Information Technology. Participants in other organizations should be enabled to contribute to this function in relevant I&T Domains.

Revision History

- 4/17/24 (rberk): Clarified the responsibility to make decisions earlier in the charter.
- 4/11/24 (rberk): Added structures graphic, per ExCo feedback.
- 4/9/24 (rberk): Added Chancellor to recommended ExCo membership level.
- 3/22/24 (abohman, rberk): Changed appointment process for domain members: Domain co-chairs both nominate and approve.
- 3/21/24 (abohman, rberk):
    - Added responsibility for Domains: Evaluate and deconflict potential overlap with other I&T Domains and resources for specific projects.
    - Highlighted Governance Enablement support for Executive Committee in performing responsibilities.
    - Emphasized advisory and directive nature.

- o Added expectation for chairs to review and make appropriate updates to membership on annual basis.
  - o Added expectation for members to serve at least one year.
- 3/19/24 (rberk): Separated Roles from Supporting Function to disambiguate I&T chairs from I&T Chairs Group
- 3/18/24 (pietn): Highlighted sections that are repeated from the Charge and don't need review.
- 2/29/24 (pietn): Added section on decision making based on current procedure for Executive Committee
- 2/11/24 (pietn): Migrated draft to Word; introduced relevant language from approved Charge; removed some additional language to shorten the overall Charter
- 8/12/23 (pietn): Added and removed sections; removed unused material; indicated gaps to fill in; drafted Introduction, Scope, Governance Structures, and Supporting Functions & Roles
- 6/25/23 (rberk): Initial document