

Artificial Intelligence (AI) Governance Committee Terms of Reference

Mandate

Comprised of County staff, the AI Governance Committee will oversee and guide the responsible, transparent, and accountable use of artificial intelligence (AI) tools and systems across Prince Edward County (the County). The Committee will:

- Provide strategic oversight on AI adoption in alignment with municipal values and Ontario's Responsible AI principles.
- Evaluate proposed corporate or departmental AI initiatives for privacy, fairness, transparency, security, and legal compliance risks.
- Support staff in integrating AI tools effectively and ethically.
- Monitor emerging AI trends, risks, and regulatory changes relevant to the public sector.
- Act as a key advisor to the County's Chief Administrative Officer (CAO) regarding matters related to AI governance.

Goals/Purpose

The goals and purpose of the AI Governance Committee are to provide:

1. Policy Oversight

- Advise on the implementation, and periodic revision of the Municipal Artificial Intelligence (AI) Use Policy.
- Review, provide guidance, and, if required, discuss with Council exceptions requests, ensuring consistent application of policy measures.

2. AI Project Review

- Maintain an inventory of current and proposed AI systems used by staff.
- Conduct risk assessments on new AI deployments, establishing risk tiers (e.g., low, moderate, high) to guide approval processes.

3. Training and Support

- Assist in designing or reviewing staff training modules, educational materials, and FAQs on responsible AI usage.

4. Governance Standards Alignment

- Align County practices with [Ontario's Responsible Use of Artificial Intelligence Directive](#), and with emerging provincial/federal standards.

5. Transparency & Reporting

- Prepare reports on AI projects, including benefits realized, key risks managed, and recommended policy updates.

6. Continuous Improvement

- Recommend policy or process updates based on lessons learned and evolving best practices.

Membership

- **Chair:** Appointed by CAO
Suggested candidate: Senior Manager of Infrastructure, Technology and Transformation (IT)
- **Core Members (Voting):**
 - Senior Manager of IT
 - Legal/Privacy Advisor
 - Communications representative
 - Human Resources representative
 - Clerk's representative
 - Finance representative
 - Community Services, Programs & Initiatives representative
- **Non-Voting Members:**
 - CAO
 - Records Management or Archive representative
 - Public Advisors (as needed) up to a maximum of two (2)
 - Other Advisors (as needed)

Roles

1. Members will actively participate and provide support and expertise.
2. The Chair will facilitate meetings, ensure member participation, maintain decorum, and be the primary contact of the Committee.
3. An assigned Executive Assistant will manage administrative functions.

Responsibilities of the AI Governance Committee

1. It is the responsibility of all members to comply and work with County procedures, by-laws, and Provincial legislation:
 - a. Council's Code of Conduct
 - b. County Accountability and Transparency Policy
 - c. County Procedural By-law
 - d. Other applicable County by-laws and policies
 - e. *Municipal Act*
 - f. *Municipal Freedom of Information and Protection of Privacy Act*
 - g. *Municipal Conflict of Interest Act*
2. The Committee will make recommendations to the CAO on various issues related to the Committee's mandate, through meeting minutes, motions, and reports.
3. The Committee may take on additional initiatives as recommended or approved by Council or the CAO.
4. The Committee will:
 - Review and approve all AI project proposals prior to deployment
 - Maintain an AI System Registry including usage purpose, risk level, and compliance statutes
 - Evaluate tools based on accessibility, fairness, security, legal compliance, and performance
 - Provide reports to Council on the state of AI use and compliance
 - Lead public transparency efforts and respond to AI-related inquiries from the public.
 - Departments shall consult the Committee during AI procurement and project scoping stages.

5. The CAO will:

- Review and approve all decisions made by the AI Governance Committee.
- Have the authority to veto any decisions or proposals made by the AI Governance Committee
- Approve the creation of procedures drafted by the AI Governance Committee and any revisions to the Terms of Reference

6. The Senior Manager of IT and Director of Corporate & Legislative Services will:

- Review and document the risks associated with each AI solution adopted by the AI Governance Committee

Working Groups

The AI Governance Committee may form working groups on specific subject matters.

The working groups will report to the Committee and include at least one Committee member. The establishment of a working group and any changes to the group must be reported in the AI Governance Committee meeting minutes.

Quorum

A majority of *voting* members is required to hold official meetings.

Staff Support

An assigned Executive Assistant will support the Committee with administrative functions. The Clerk's Office will provide procedural and legislative support. The entire corporation may provide input and support to the Committee as required, with the approval of the CAO and/or the relevant Director.

Reporting Relationship to Council

The Committee will act as an advisory body to the CAO and does not have any delegated authority. Recommendations for implementation must first be considered and approved by the CAO, with approval sought from Council as required.

Finances

No member shall receive remuneration for services.

Meetings

The AI Governance Committee shall meet no less than four (4) times per year, and more frequently at the discretion of the Chair.