

Terms of Reference: Academic Network Advisory Committee

Introduction

PRI advisory committees provide opportunities for signatories to convene, share knowledge and collaborate on responsible investment. These committees help the PRI Executive deliver practical tools, events, and support with respect to the implementation of the Six Principles on a global basis.

PRI's Academic Network seeks to bridge the gap between academic research and signatory practice through its global member base, research convenings and material outputs.

PRI's Academic Network is facilitated by the PRI Executive and supported by an independent advisory body – the Academic Network Advisory Committee (The committee). The Committee is comprised of academics and practitioners working on research activities that specialise and provide knowledge on investor practice, systemic sustainability issues and other core thematic. They provide research insights to the PRI and provide connection to the wider academic and research communities.

The Committee is a voluntary body whose primary role is to provide support to the PRI Executive in identifying research and engaging academics on investor practice, systemic sustainability issues (such as climate, nature, human rights and social issues) and other core thematic such as corporate governance. The Committee may be asked to provide strategic advice on advancing research on responsible investment.

The Committee does not have decision-making power in the matters on which it advises.

The PRI Board is the ultimate decision-making body on matters related to the Executive's work to drive signatory implementation of the Principles.

Objectives

PRI's Academic Network Advisory Committee works on:

- Advising the PRI on investor practice, systemic sustainability issues, and core thematic linked to PRI's research activities and strategic objectives;
- Facilitating dialogue between academic and practice to both: i) inform practice about the latest insights from rigorous academic research, and ii) inform academics about the needs and interests of practitioners on RI-related issues;
- Fostering high quality academic research in RI;
- Promoting PRI's Academic Network amongst both academics and practitioners.

Members

Target composition and tenure

- The committee typically comprises of 10 members from academia, research and practice
- The committee can consist of up to a maximum of 15 members

- The committee must be majority-academic; that is, more than 50% of its members need to be full-time academics
- The target composition and size of the group is to be reviewed annually based on identified future needs of the initiative

Member appointment and review

Appointments will be based on the following criteria:

- Research expertise of PRI's systemic sustainability issues and other thematic areas
- Understanding of RI, the RI research and practitioner landscape, and emerging issues relevant to investors.
- Connections to networks of academics, researchers and practitioners involved in RI research.
- Ability and commitment to contribute expertise and time.
- Diversity of the organisations in the group, defined by the type, sector, geography, and specific area of expertise.
- Diversity of the group members in terms of gender, race and other characteristics.
- In the instance that a member, formally representing an organisation leaves their role, the organisation may express an interest to continue in the group with a new representative.

Committee members will be appointed with term times of up to three years. A maximum of two terms is permitted. Terms for membership will be reviewed on an annual basis. Decisions about the composition of the group, including appointment and ongoing membership, lie solely with the PRI Executive. The Executive reserves the right to remove members who fail to comply with the terms of reference or whom the PRI Executive determines are no longer required on the committee.

Responsibilities

Responsibilities of Academic Network Advisory Committee group members

By accepting a position on this advisory committee, members confirm that they can devote sufficient time to their duties defined below. The PRI Executive reserves the right to remove members that do not meet the agreed commitments.

Committee members commit to:

- Attending up to four committee calls per year. These calls will generally be up to 60 – 90 minutes in length;
- Responding to emails, requests for input, and other communications from the PRI Executive in a timely manner;
- Providing research support, suggestions and expertise to the PRI Executive on, but not limited to:
- Research publications, academic researchers or research institutions and faculties that work on certain topics;
- The design, delivery, and engagement of Academic Network workstreams such as the academic contribution to PRI in Person, and activities such as Call for Papers (when applicable);
- Reviewing PRI outputs that involve reference to academic or practitioner research;
- Strategic advice on PRI's response to, or involvement in certain research developments.

Responsibilities of the Chair

In addition to the above, the chair commits to:

- Being available to chair committee meetings;
- Working with the PRI Executive to advise on meeting agendas, workstreams and the selection of new members;
- Leading the design, delivery, and engagement of Academic Network workstreams such as shaping the academic contribution to PRI in Person, and activities such as Call for Papers (when applicable);
- Identifying opportunities for the PRI in the wider academic and research landscape aligned with PRI's strategic objectives

Responsibilities of the PRI Executive

The PRI Executive commits to:

- Convening and administering Academic Network Advisory Committee meetings;
- Updating committee members on PRI activities;
- Developing materials for discussion for the advisory committee;
- Engaging with the Academic Network Advisory Committee to ensure alignment with PRI's strategic objectives;
- Conducting a regular review of the committee's activities and, where appropriate, reporting relevant points to the PRI Board.

The PRI Executive, at all times, retains ownership and final sign-off of any outputs that are published under the name of the PRI, including events, research and any other publication. The Executive is responsible for the timelines, resources and budget that have been allocated to all programmes and projects.

PRI Board Oversight

The PRI Board is responsible for overseeing the relationship between the Executive and Signatories as well as acting as a final point of escalation on matters related to the Executive's work to drive signatory implementation of the Principles, including active ownership and collaboration. The Board has oversight of the terms of reference for all advisory committees and working groups.

If a member has a significant concern with the operations of the technical advisory group, the member can escalate the issue(s) to the CEO of the PRI Executive. If the matter cannot be resolved by the head of the PRI Executive the issue(s) will be escalated to the PRI Board.

Rules and Code of Conduct

Failure to meet the below rules may result in the member being removed from the group.

Conduct

- Academic Network Advisory Committee group members must refrain from using group forums for promotional purposes and should focus on furthering the goals and objectives as defined above. Committee members should treat their colleagues, PRI Signatories and PRI staff with courtesy and respect.

Confidentiality and Data Sharing

- The theme of and membership of the technical advisory group will be available on the public website and/or the Collaboration Platform. By accepting these terms of reference, group members agree to the publication of their name, job title and organisation name on the PRI

website, and may themselves publicise their involvement on their organisation's website and/or social media.

- By joining, group members grant the PRI Executive the right to share their work email address with other members of the group for the purposes of facilitating discussion between group members on topics related to the initiative.
- The PRI Executive may record group calls for internal note taking purposes. Recordings are not circulated externally to the PRI Executive. Where recordings of group discussions are taken, attendees will be notified. Call recordings will be deleted within one year.
- Advisory Committee group meeting notes will be taken and shared with the group. These notes should be treated as confidential.
- Discussions of the group and material provided to the group by the PRI Executive should be assumed to be confidential unless advised otherwise in writing by the Executive. Members commit to maintaining such confidentiality.
- By joining the technical advisory group, members agree to the [PRI's privacy policy](#).

Communication

The Executive is empowered to speak on behalf of the advisory group, within the terms of any confidentiality agreement in place for the group. For more information on the voice of the PRI, see the [PRI Communications Policy](#).

Group members should not represent or imply they represent the PRI, any investor, or the advisory group itself without explicit written permission from the PRI Executive.

Contact

Those interested in understanding more about the Academic Network Advisory Committee should contact Ben Allen (ben.allen@unpri.org).

Review Terms of Reference

The PRI Executive will review the Academic Network Advisory Committee terms of reference annually.

Disclaimer

The Academic Network Advisory Committee is committed to compliance with all applicable laws and does not seek, require or endorse individual or collective decision-making or action that is not in compliance with those laws. The use of particular tools and tactics, including the scope of participation in engagements, is at the discretion of individual investors and subject to all relevant laws, including competition and antitrust laws. The Academic Network Advisory Committee facilitates the exchange of public information, but participants must not share or exchange non-public, competitively sensitive information. Participants must avoid coordination of strategic behaviour that impacts competition. They must make independent decisions regarding next steps and how they will pursue them, and are encouraged to consult their own counsel as appropriate.

Signatories may not claim to represent other signatories or make statements referencing other signatories without their express consent. Any decision by Participants to take action with respect to acquiring, holding, disposing and/or voting of securities shall be at their sole discretion and made in

their individual capacities and not on behalf of or as part of their activities within the Initiative, other Academic Network Advisory Committee members, the PRI Executives and PRI Signatories.

The Initiative does not act or speak on behalf of Participants. They also do not seek directly or indirectly, either on their own or another's behalf, the power to act as proxy for a security holder and do not furnish or otherwise request or act on behalf of a person who furnishes or requests, a form of revocation, abstention, consent or authorisation. In addition, the Initiative does not provide investment or voting recommendations.

The Academic Network Advisory Committee does not provide investment, legal, accounting or tax advice. The Academic Network Advisory Committee does not necessarily endorse or validate the information contained herein.