APPENDIX C

Sample AI Governance Committee Charter

Purpose

The AI Governance Committee is established to oversee the responsible development, deployment, and management of AI systems within the organization. The committee ensures that AI use aligns with corporate strategy, ethical values, data security, privacy, and regulatory obligations. It acts as the central authority for AI oversight, risk mitigation, and policy enforcement.

Scope

This charter applies to all AI systems developed, deployed, or procured by the organization, including but not limited to:

- Machine learning (ML) models
- Generative AI (e.g., LLMs, image generators)
- AI copilots or assistants
- Autonomous or agentic systems
- AI-powered analytics or decision-making platforms

It includes oversight of AI systems used in customer-facing services, internal processes, cybersecurity operations, and data analytics.

Committee Composition

The AI Governance Committee shall be cross-functional and composed of representatives from the following domains:

Voting Role	Responsibility
Chief Data Officer (CDO)	Data stewardship and quality oversight
Chief Information Security Officer (CISO)	Alignment with cybersecurity policies and controls
Chief Technology Officer (CTO)	Technical guidance and architectural governance
Chief Privacy Officer / DPO	Regulatory compliance and privacy enforcement
General Counsel or Legal Lead	Legal risk mitigation and contract oversight
Business Unit Representative(s)	Domain-specific use case validation
AI/ML Lead or Principal Data Scientist	Technical insight on model behavior and development
HR or Ethics Officer (optional)	Fairness, bias, and cultural alignment

Table C1: AI Governance Committee roles and responsibilities

Additional experts may be invited as needed (e.g., auditors, procurement, compliance, etc.).

Responsibilities

The committee is responsible for the following core functions:

Governance and Policy

- Approve and maintain the Enterprise AI Usage Policy.
- Review AI model documentation, including training data lineage and intended use.
- Define ethical principles and ensure alignment with company values.

Risk and Compliance

- Conduct impact assessments for high-risk AI use cases.
- Approve model use in regulated domains (e.g., HR, healthcare, finance).
- Monitor compliance with data residency, usage, and retention policies.
- Review third-party and open-source model risks.

Security and Safety

- Validate that AI systems follow internal data classification and security protocols.
- Enforce access controls and audit trails for training and inference pipelines.
- Approve exceptions to AI usage controls and document justifications.

Transparency and Documentation

- Ensure model versioning, source documentation, and usage logs are maintained.
- Oversee implementation of AI FactSheets (e.g., per IBM/NIST guidance).

Monitoring and Auditing

- Commission periodic audits of AI model behavior and drift.
- Investigate potential AI misuse or unintended outcomes.
- Recommend remediation for governance violations.

Meeting Cadence and Procedures

- **Frequency:** The committee shall meet quarterly, or more frequently as needed (e.g., during audits, breach events, or major deployments).
- **Quorum:** A quorum is achieved with 50%+1 of voting members present.

- **Voting:** Decisions will be made by majority vote. In the event of a tie, the CDO or designated Chair will cast the deciding vote.
- **Minutes:** A designated secretary will maintain meeting minutes, decisions, and action items.

AI Model Review Workflow

All new AI use cases, models, or tools must be submitted via a Model Intake Form, which must include:

- Business purpose and sponsor
- Training dataset sources and approval status
- Risk assessment (bias, explainability, impact)
- Technical architecture and model type
- Access controls and data classifications
- Deployment method (internal, cloud, vendor-hosted)

Each submission will be reviewed and either approved, conditionally approved, or denied by the committee at the next scheduled AI Governance Committee meeting, provided it was submitted at least two weeks in advance of that meeting. In exceptional cases where urgent review is required, the committee may convene an off-cadence meeting to evaluate the submission sooner.

Charter Review

This charter shall be reviewed annually or upon material change in AI regulations, corporate policy, or operational scope.

Approval

This charter is approved and adopted by executive leadership on:

Effective Date: [Insert Date]
Approved by: [Insert C-level Executive Name and Title]
Reviewed by: AI Governance Committee