



<b>POLICY CATEGORY</b>	<b>Governance</b>
<b>POLICY NUMBER</b>	<b>11</b>
<b>TITLE OF POLICY</b>	<b>Executive Committee of Board</b>
<b>APPROVED BY</b>	<b>Board of Directors</b>
<b>DATE OF APPROVAL</b>	<b>April 30th, 2011</b>
<b>REVISION DATE</b>	

1. Role and Authority

The Executive Committee is a Standing Committee of the Board. Its role is to:

1.1 make decisions on behalf of the Board, where such decisions are urgent, in the opinion of the Board Chair and cannot be delayed until the next scheduled Board meeting.

1.2 carry out tasks on behalf of the Board, as assigned by the Board; and

1.3 act as a sounding board for the Executive Director, e.g. on issues where the ED is preparing a recommendation to the Board

2 Accountability

The Executive Committee shall submit meeting minutes to the Board after each meeting.

3 Membership

The Executive Committee is composed of the Chair, the Vice-Chair, the Secretary and the Treasurer. The Executive Director is also an ex officio, non-voting member.

4 Decision-making

The Executive Committee shall, whenever possible, make decisions on the basis of consensus. Where a consensus is not achieved, then a decision shall be based

upon a simple majority vote, which shall be recorded in the minutes of the meeting.

5 Meeting Frequency

Meetings will be held at the call of the Chairman or other Committee member.

6 Quorum

Three voting members of the Executive Committee constitute a quorum.

7. Minutes

The Executive Director shall act as recorder for meeting minutes.