

Manual	GOVERNANCE POLICY		POLICY
Section 5.0	Board Effectiveness - Governance Policy Framework		
Title	BOARD STANDING AND AD HOC COMMITTEES – EXECUTIVE COMMITTEE TERMS OF REFERENCE		
Issuing Body/ Prepared By	Governance and Nominating Committee		
Approved by	Board of Directors		Number: GOV 5.40
Effective Date Revised Date	O: January 2005 R: March 2007 October 2007 November 2008 May 2009	Version 5	File Name: "Lhgdata"(J:)/Dept'1/Admin/ CorpDev/Corp&Board Planning/ Governance Policy/5.40 Board Standing and Ad Hoc Committees
Controlled document. Any documents appearing in paper form must be used for reference purposes only. The on-line copy on the file server above must be considered the current documentation.			

Role:

To carry out functions assigned from time to time by the Board and to act on behalf of the Board in urgent situations when the Board is unavailable.

Responsibilities:

The Executive Committee shall:

- A. exercise the powers of the Board in matters of an urgent nature in the event that a Board meeting cannot be convened in a sufficiently timely manner to address the matter and shall report to the Board on the outcome of any decisions made and reason for addressing at the Executive Committee level at the earliest opportunity
- B. ensure that a performance evaluation is conducted annually of the President/CEO and the Chief of Professional Staff and report the results of such evaluations to the Board
- C. perform such other tasks as outlined in the by-laws or directed by the Board

EXECUTIVE COMMITTEE TERMS OF REFERENCE	Number: GOV 5.40
	Page 2 of 2

Committee Composition:

- Chair
- Vice-Chair
- Treasurer
- Elected Director (1 other)
- President/CEO
- Chief of Professional Staff
- President of the Professional Staff Association

Administrative Lead:

Chief Executive Officer

Quorum:

A majority of the Committee members, including at least two of the elected directors.

Meetings:

At the call of the Chair, the President/CEO or any two members of the committee

Communication:

Minutes will be maintained. Reports will be circulated to the Board.

Monitoring:

Method: Board Review

Frequency: Annually