



Institute on
Governance

LEADING EXPERTISE

Institut sur
la gouvernance

EXPERTISE DE POINTE

Executive Committee Terms of Reference

Approved September 24, 2013

1. Accountability

1.1. The Executive Committee is accountable to the Board of Directors of the Institute on Governance.

2. Composition

2.1. The Executive Committee:

2.2. Will be comprised of the Officers of the Corporation and other members of the board, at the board's discretion.

2.3. The President will be a non-voting member of the Committee.

2.4. The Corporate Secretary will be a non-voting member of the Committee.

2.5. The Chair of the Committee will be the Chair of the Board.

3. Purpose

3.1. The purpose of the Executive Committee is to help ensure the effective governance of the Institute by providing effective and timely guidance to both the Chair and the President on emerging, time-sensitive, significant issues arising between meetings of the Board of Directors.

3.2. The powers of the Executive Committee are subject to requirements in the Institute's bylaws.

4. Meetings

4.1. The Committee will meet as needed between meetings of the full Board.

4.2. The Chair (or designate) will provide a written report to the full Board on the work of the Committee within two weeks of each Committee meeting.

4.3. In addition, the Chair (or designate) will provide an oral report of the work of the Committee at each regular meeting of the Board.

4.4. Quorum requires two thirds of voting members of the Committee.