

## **13 EXECUTIVE COMMITTEE – TERMS OF REFERENCE**

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### **13.1 PURPOSE**

The Executive Committee (Committee) assists the Board by acting in the place of the Board between regularly scheduled Board meetings and by performing the other responsibilities that are delegated or assigned to it by the Board.

While the Committee has authority to act on behalf of the Board, its powers shall be used only as necessary and appropriate on routine or urgent matters that cannot and should not be delayed until the Board's next regular meeting or until a special meeting of the Board can be called. Any such action shall be reported back to the full Board.

### **13.2 COMPOSITION**

The Executive Committee shall be comprised of the Chair of the Board, the Vice-Chair(s), Committee Chairs, and the President (*ex officio* and non-voting).

The Board Chair serves as Committee Chair.

### **13.3 DUTIES AND RESPONSIBILITIES**

Subject to the powers and duties of the Board, the Committee will perform the following duties.

#### **13.3.1 GENERAL**

The Committee will act on behalf of, and with full authority of the Board, on matters that arise between regularly scheduled Board meetings or in circumstances where the Board has specifically delegated such authority to the Committee.

#### **13.3.2 GOVERNMENT RELATIONS AND STAKEHOLDERS**

The Committee will:

- a) review correspondence and directives from government, including the annual Mandate Letter, and discuss implications for the College;
- b) provide oversight of key relationships between the College and key stakeholders, assisting the Board Chair and President in developing related strategies; and
- c) review and consider emerging risks, issues or opportunities within the post-secondary sector and determine whether any Board or management action is required.

#### **13.3.3 STEERING AND BOARD**

- a) review, provide direction and approve the agendas for Board meetings in the normal course;
- b) ensure the Board and/or Committees are appropriately apprised of any significant issues in a timely manner;

- c) assist the Board Chair in providing advice/counsel to the President, on sensitive, complex and emerging issues and initiatives, or as required; and
- d) undertake other activities as required by the Board or Board Chair.

#### **13.4 MEETINGS**

The Committee meets before each regular Board meeting. Additional meetings may be held as deemed necessary by the Committee Chair.

#### **13.5 REPORTING**

At the next Board meeting, the Committee Chair provides an oral report that summarizes Committee work since it last reported, including what the Committee is bringing forward for discussion or approval, along with a written summary in advance of the next Board meeting.

#### **13.6 COMMITTEE SUPPORT**

The Board Secretary or designate serves as secretary to the Committee.