



## Executive Committee Charter

**Name:** Executive Committee

**Purpose:** The Board of Directors' Executive Committee shall act for the Board of Directors in the interim between Board meetings.

**Status:** Standing Committee

**Scope:** The Executive Committee shall exercise the powers of the Board of Directors when the Board is not in session and circumstances require expedient action, but shall not have the power to overturn any lawful vote of the Board. The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities under this Charter. The Executive Committee shall have the authority to select, retain and terminate its outside counsel or other experts or consultants. All actions taken by the Committee shall be reported by the Chair to the full Board at its next meeting, which, when approved, shall become the actions of the Board.

**Deliverables:**

- Coordinates an annual Executive Director performance evaluation and compensation plan review by the Board.
- In conjunction with the Governance Committee, reviews potential candidates from among current Board members for officer vacancies.
- Serves in the role and has the responsibility of the Gift Acceptance Committee as outlined in the Gift Acceptance Policy.
- Responsible for the Open Admission Policy and for its review and recertification by the Board of the Directors at least every three years.
- Performs such duties as are assigned to it by the Board.

**Committee Membership:** The Executive Committee shall be made up of the officers of the Board of Directors who have been elected to serve in the following positions: President, Vice-President, Treasurer and Secretary.

**Meetings:** The Executive Committee meets at the discretion of the President of the Board.