

## **Executive Committee**

### **Terms of Reference**

#### **1. General Purpose**

1.1 The Executive Committee (the “Committee”) supports the CICan Governance and President’s Office Professionals (“GPOP”) Board of Directors (the “Board”), by conducting the day-to-day affairs of GPOP between meetings.

#### **2. Specific Responsibilities**

2.1. The Executive Committee shall have and exercise all the powers and perform all of the duties commonly incident to and vested in the Board of Directors.

#### **3. Membership and Quorum**

3.1. Membership of the Committee shall comprise two voting members - the Board Chair (who shall be the Committee Chair) and the Chair Elect. If the Chair Elect position is vacant, the Past Chair will assume the role of a voting member of the Committee.

3.2. A quorum for Committee meetings will be two voting members.

#### **4. Meetings and Organization**

The Committee -

4.1. Has a meeting calendar and an annual work plan for the year.

4.2. Meets at least quarterly with pre-determined dates and agendas.

4.3. Holds special meetings as required.

#### **5. Other**

The Committee -

5.1. Reports regularly to the Board, through the Committee Chair, on their activities.

5.2. Reviews annually their Terms of Reference to ensure they meet the current needs of the Board.

5.3. Presents changes to their Terms of Reference to the Board for approval.

5.4. Assesses annually the Committee’s performance in carrying out its duties.