



# Executive Committee Charter

**Category:** Governance  
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**Approved By:** Executive Committee & Management Board  
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## Introduction:

The purpose of this charter is to clarify the role and responsibilities of the Executive Committee and to contribute to high standards of governance within the Association.

## Policy Statement:

The Executive Committee has responsibility for the overall direction of the activities and affairs of the Association, and shall work to protect and enhance the value of the assets of the Association in the interests of the Association and it's current and future members.

## Procedures:

### Membership

The Association Constitution provides for twelve members of the Executive Committee, consisting of:

- a) three officers: the President (who shall be Chairperson of the Executive Committee), the Vice President, and the Finance and Services Officer; and
- b) nine other members.

The President, Vice President, and Executive Committee Members shall be appointed as per the Association Constitution.

The Executive Committee shall appoint one among it's number with relevant skills and experience to monitor the activities of the Association and it's governing bodies and act as Finance and Services Officer.

The Executive Committee may also allocate specific areas of expertise or interest to members of the Executive Committee.

The structure, powers, responsibilities, and remuneration of the Executive Committee are also laid out in the Association Constitution.

## **Responsibilities**

The Executive Committee has overall responsibility for the activities and affairs of the Association, which in practice is achieved through delegation to the Management Board, Chief Executive, and others within the Association.

The Executive Committee has reserved responsibility for the overall direction of the affairs and activities of the Association, as well as other duties.

Specifically, the Executive Committee is responsible for:

- a) setting appropriate frameworks of governance and oversight of the Association;
- b) approving the business plan, operating budget, and capital expenditure each year;
- c) promoting ethical and responsible decision-making;
- d) ensuring the appropriate governance structures are in place;
- e) promoting the success of the Association in a manner designed to create and build sustainable value for members;
- f) monitoring the performance of the Management Board and ensuring it fulfils its duties and responsibilities;
- g) effectively utilising and respecting the experienced professional advice of the Management Board in making decisions that have a material effect on the Association; and
- h) forwarding recommendations for the appointment of auditors, the appointment of the Association solicitor, and the adoption of annual accounts to a General Meeting of the Association on an annual basis.

## **Officers**

The role of the President (and Chairperson) includes:

- a) providing leadership to the Executive Committee and the Association;
- b) ensuring the efficient organisation and conduct of the Executive Committee;
- c) facilitating Executive Committee discussions to ensure core issues facing the Association are addressed; and
- d) promoting consultative and respectful relations between Executive Committee members, and between the Executive Committee, the Management Board, and the Chief Executive.

The President also has a special responsibility to manage and oversee the interfaces between the Association and the public and to act as the principal representative of the Association.

The role of the Vice President includes assisting the President and Executive Committee members with the smooth running of the Executive Committee and the Association. The Vice President is also responsible for acting as President and Chairperson of the Executive Committee in the Presidents absence.

The role of the Finance and Services Officer includes monitoring financial and service related matters of the Association, including it's governing bodies. The Finance and Services Officer is also responsible for assisting the President and members of the Executive Committee where necessary.

## **Committees**

The Executive Committee may establish committees to assist in carrying out its responsibilities. Committees do not take action or make decisions on behalf of the Executive Committee without prior authority to do so.

## **Governance Board**

In the event the Executive Committee is deemed unable to carry out its duties, the full powers and responsibilities of the Executive Committee shall be delegated to a Governance Board.

The Executive Committee shall be deemed unable to carry out its duties upon the following occurring:

- a) the Executive Committee has insufficient members to attain quorum for an Executive Committee meeting; or
- b) any other situation where two thirds of current Executive Committee members state in writing that they do not believe the Executive Committee is able to carry out its duties.

The Governance Board shall comprise of:

- a) all current members of Executive Committee;
- b) all current members of the Management Board; and
- c) the Association Solicitor, if necessary.

The Chief Executive shall be a non-voting member of the Governance Board. Quorum for the Governance Board shall be one half of its members.

The Governance Board shall be disbanded upon the following occurring:

- a) sufficient members being attained for quorum of an Executive Committee meeting, in the event that this issue required the forming of the Governance Board; or
- b) two thirds of the Executive Committee stating in writing that they now believe the Executive Committee is able to carry out its duties, in the event that this issue required the forming of the Governance Board; or
- c) the Governance Board deeming any situation impeding the Executive Committee from carrying out its duties no longer exists.