

## **BYLAWS - EXECUTIVE COMMITTEE**

**Executive Committee.** The Executive Committee shall be comprised of chairs of the Standing Committees and Officers of the Board of Directors. The Executive Committee advises and prioritizes issues for Board members to address. The Executive Committee shall provide leadership, guidance, and oversight to the organization, plays a key role in driving the organization's success, and ensures decisions made align with the organization's mission, vision, and goals. The Executive Committee shall normally meet between regular Board meetings and shall promptly and accurately advise the full Board of all matters considered. The Executive Committee shall execute Board policy and take action between Board meetings on such matters that must be addressed on an expedient basis. The Executive Committee shall possess the full power and authority of the Board, except as may be provided in this section or in any resolution adopted by the Board. Any action may be delegated from the Board to this Committee unless: (a) the Articles or Bylaws of the Corporation prohibit delegation; or (b) the decision is reserved to the entire Board.

## **EXECUTIVE COMMITTEE CHARTER**

### **PURPOSE**

The Executive Committee ("Committee") will advise and prioritize issues for Board members to address, provide leadership, guidance, and oversight to the organization, play a key role in driving the organization's success, and ensure decisions align with the organization's mission, vision, and goals.

### **MEMBERSHIP**

The Committee shall be comprised of Chairs of the Standing Committees, Officers of the Board of Directors, and the President. The Board Chair of the organization will act as Chair of the Executive Committee. The Vice Chair will assist in the operation of Committee functions.

### **CHAIR**

The Chair is responsible for scheduling meetings, drafting the meeting agenda, spiritual centering and reading the modified DEI Statement, and has the authority to call special meetings as needed or reschedule regular meetings, so long as all Committee members are provided reasonable notice (three to five days).

The Chair will ensure that minutes for all Committee meetings are taken and stored on a Board of Directors shared document platform in a timely manner following each Committee meeting. They may delegate this responsibility to another Committee member or staff.

## **MEETINGS**

Meetings will be scheduled between regular Board meetings, or as often as needed, so long as all Committee members are provided reasonable notice.

## **RESPONSIBILITIES/DUTIES**

The Executive Committee performs all duties as requested or required by the Board of Directors.

The Committee is specifically responsible for the following responsibilities and duties:

1. Review draft of the minutes of the previous Board meeting for submission to the full Board at the next Board meeting.
2. Handle any Board business requiring action between sessions of the full Board.
3. Discuss pending Board issues and prepare proposed agenda for the next Board meeting.
4. Determine content for Board retreats.
5. Determine presentations for each Board meeting.
6. Promptly and accurately advise the full Board of all matters considered.
7. Execute Board policy and take action between Board meetings on such matters that must be addressed on an expedient basis.
8. May act with full power and authority of the Board, except as may be provided in the bylaws, this section, or in any resolution adopted by the Board. Any action or authority may be delegated from the Board to this Committee unless: (a) the Articles or Bylaws of the Corporation prohibit delegation; or (b) the decision is reserved to the entire Board.
9. Establish ad hoc committees for specific tasks.
10. Coordinate other activities as appropriate.
11. Set annual goals for the Executive Committee.
12. Annually evaluate the effectiveness of the Executive Committee. Review its purpose and duties annually and recommend any proposed changes to the Nomination & Governance Committee and the Board.
13. Work with the President to provide training/onboarding resources to ensure new Board members' understanding of the organization.

## **COOPERATION WITH THE PRESIDENT**

The President will report to the Executive Committee at the bimonthly meetings on

progress to date in meeting the goals of the annual operating plan and the long-range strategic plan.

The Executive Committee will direct specific attention to the needs of the President and to ensure that there are sufficient resources to meet the goals of the organization.