



TERMS OF REFERENCE: EXECUTIVE COMMITTEE

1.0 | MANDATE / MISSION

Reporting directly to the Lindsay Downtown BIA's Board of Management, the Executive Committee's purpose is to oversee the general operations of the organization and ensure that the organization's goals and objectives are met.

2.0 | SPECIFIC ACTIVITIES:

The Committee will oversee and carry out activities that achieve the above mission, that include but are not limited to;

- Act as the Financial Committee and Human Resources Committee;
- Supervise the internal operations of the organization and its staff;
- Ensure that the organization is meeting the criteria of the Municipal Act and other policies and procedures;
- Direct the content of Board Agendas;
- Report to the Board on a regular basis on all Committee activities, plans, issues, and programs;
- Lead projects and/or initiatives that do not otherwise align with the other existing committees, or represent the activities of the Board of Directors as a whole;
- Act on behalf of the Board when it is necessary to do so

(The Committee may make decisions on behalf of the Board between Board meetings. Those decisions must be ratified at the Board meeting following the decision. In general terms, the Committee will only act on behalf of the Board when a matter is time sensitive and/or a regular Board meeting fails to meet quorum. The authority of the Committee shall in no way be used to circumvent or block discussion or decisions of the full Board).

3.0 | COMPOSITION

The Committee will be comprised of the Board of Director's Chair, Vice-Chair, Treasurer, and staff Executive Director. Each member of the Committee is assigned, based on their role within the Board of Directors and organization, and is a requirement of that position.

4.0 | FREQUENCY OF MEETINGS

The Committee shall meet on a quarterly basis, prior to the monthly meeting of the Board of Directors of that month, on a date and time agreed upon by the majority of the members of the committee. There shall be a minimum of 4 meetings conducted each year. Additional meetings may be scheduled as required or recommended by a member of the committee. Due to the small size of the Committee, every effort will be made to ensure 100% attendance.

5.0 | COMMITTEE MEMBER EXPECTATIONS

By agreeing to formally sit on the committee, members will be expected to:

- Make their best effort to attend every meeting, on time and prepared;
- Familiarize themselves with the organization's Policies & Procedures, so that they may better ensure the organization's compliance;
- Act in good faith as a representative of the Board of Directors on this Committee;
- Take into consideration the best interests of the organization and its membership with each decision made.