



## Executive Committee of Council

### Role

The Executive Committee of Council (ECC) reports to Council. Bylaw No. 20 states that, subject to the power of the Council to restrict the powers of the ECC from time to time as the Council may determine, the ECC shall possess and may exercise, during intervals between meetings of Council, all of the powers of Council in the administration of the activities and affairs of the Royal College subject to applicable law (Article 12.6).

In practice, the ECC exercises its power judiciously. It serves Council by ensuring the readiness of ideas for Council discussion and / or decision. The ECC also decides on procedural, re-occurring, and non-controversial matters.

### Responsibility and Authority

The Executive Committee of Council:

- assists Council in ensuring the legal and ethical integrity of the Royal College;
- contributes to the formulation of the values, mission, vision, goals, objectives and strategic directions of the Royal College;
- reviews reports and considers for approval recommendations from standing committees and others as may be required prior to presentation to Council,
- considers for approval recommendations from the CEO Evaluation and Compensation Committee, with the exception of updates to the term of the CEO's contract which are sent to Council for approval,
- serves as a smaller sounding board to discuss management plans and priorities presented by the CEO,
- assists in coordinating and focusing Council's work, setting goals and developing agendas,
- appoints members to standing committees and other committees, as appropriate, in keeping with established committee terms of reference,
- monitors and supports the implementation of policies, directives, and the general functions of the Royal College as appropriate, and
- through the CEO, monitors operations of all Royal College functions.

### Composition

It is important for the membership of the ECC to reflect a balance of perspectives, skills and experiences. The composition of the ECC is stated in Article 12.1 of Bylaw No. 20 and consists of five members of Council of which a minimum of 4 shall be standing committee chairs depending on the number of standing committees then in existence.

The Royal College President is chair but not a member of the Executive Committee and as such, not counted for the purposes of establishing quorum and not entitled to vote. The Immediate Past-President or the President-Elect (as the case may be) and the CEO are also



not members of the Executive Committee but are entitled to attend and be heard at all meetings of the Executive Committee, without vote.

## Key Competencies and Characteristics

Generally, ECC members should possess the same key competencies and characteristics of members of Council including:

- ability and willingness to advance the purpose of the Royal College as set out in its mission, vision, and articles of continuance;
- knowledge of principles of good governance, and ability to align this knowledge with related Royal College systems and processes;
- demonstrated exceptional administrative and organizational leadership;
- demonstrated exceptional record of accomplishment at the Royal College and elsewhere;
- ability and willingness to champion, advocate and hold in trust the strategic development of a Royal College portfolio; and
- the ability and willingness to chair and participate effectively in committees and meetings.

## Term of Office

The term of Office for ECC members, as defined in Royal College Bylaw No. 20, Article 12.5, is two (2) years and each member is eligible for re-appointment to one (1) additional two (2)-year term.

In the event of the death, resignation or removal of an Executive Committee member or inability to serve because of ill health, the Council shall appoint a replacement from among the members of Council (Bylaw No. 20, Article 12.5).

## Meetings

The Executive Committee shall meet a minimum of three times per year between meetings of Council, in person or by other means, and may take decisions by letter, fax or e-mail with the agreement of all members of the Executive. A majority of the members of the Executive shall constitute a quorum (Bylaw No. 20, Article 12.7). At all meetings of the ECC, every question shall be decided by a majority of the votes cast. In the event of a tie vote, the question shall be defeated (Bylaw No. 20, Article 12.1).

Appointment to a Royal College committee carries significant responsibilities and requires absolute discretion. Committee members shall not divulge, re-produce, or release any confidential information except when authorized by the Royal College. Committee members are permitted to download a copy of committee materials for use solely for the purpose of the Committee. All downloaded materials must be deleted once used for the intended purpose.