



## Alkira Centre – Box Hill Inc.

### TERMS OF REFERENCE

#### EXECUTIVE COMMITTEE

The Executive Committee is a Sub-Committee of the Alkira Board of Directors (Board)

#### **MEMBERSHIP:**

The Committee shall consist of President, Senior Vice President, Vice President, Treasurer and Chief Executive Officer and such other members of the Board as agreed.

#### **APPOINTMENT:**

Committee members shall be appointed annually by the Board. The Board shall, at their first meeting following the Annual General Meeting each year, elect the office bearers who will make up this committee.

#### **FREQUENCY OF MEETINGS:**

The Committee shall meet as necessary between Board meetings at least on a quarterly basis. A quorum at each meeting shall be 3 members. Meetings may be conducted electronically.

#### **RECORD OF MEETINGS:**

A record of each meeting is to be forwarded to the Board.

#### **FUNCTIONS OF THE COMMITTEE:**

- To consider and make decisions for any urgent matters that may arise between Board meetings, when an extraordinary Board meeting cannot be arranged.
- All decisions made by the Executive Committee must be ratified at the next Board meeting.
- To review the performance of the organisation with the CEO.
- In conjunction with the CEO, report and make recommendations to the Board for:
  - Strategic Planning
  - Organisation and Management Structure
  - Major facility development

- Policy establishment and review
- Terms of Reference for Board appointed Sub Committees, Groups and Working Parties
- Establishment and review of Service Fees and charges
- To have oversight on overall Board performance to ensure the Board embraces a 'high performance' culture and the best principles and practice of Governance.
- To have oversight on Board member performance, ensure that the Board has a balance of skills commensurate with the strategic plan. ensure there is an adequate succession plan for key Board positions and to review nominations of potential new Board members
- Oversee, report and make recommendations to the Board for:
  - The appointment, performance and salary package reviews of the Chief Executive Officer
  - The appointment of new Board members when a vacancy exists
  - Review of Management Salary Packages as recommended by CEO
  - Other tasks as requested by the Board

**Reviewed and approved by Alkira Board 19/09/2017**