

Rural Ontario Institute **Executive Committee - Terms of Reference**

Purpose:

The Rural Ontario Institute (ROI) Executive Committee provides leadership to the Board of Directors and organization ensuring the mission and vision of the organization are fulfilled.

Functions:

The ROI Executive Committee will:

- Provide oversight between regularly scheduled board meetings for all matters pertaining to the organization;
- Facilitate board member input and board decisions to deal with urgent situations that may occur between board meetings;
- Provide investigative support to the board on issues not handled by any other committee;
- Support the Chair in agenda preparation;
- Intentionally develop and implement an officer succession plan;
- Provide leadership in coordinating and conducting the business of the organization at the Annual General Meeting;
- Research alternative auditors, hires (with Board approval) the auditor, defines scope of work and meets with auditor annually ahead of Annual General Meeting;
- Facilitates Board approval of annual budget parameters and organization budget;
- Review major accounting policies with management and auditors;
- Ensure appropriate internal controls are in place to manage financial and other organization risks;
- Recruit, hire, orient and negotiate compensation of CEO; and
- Gather and collate individual board member feedback in preparation for annual performance evaluation of CEO and facilitate a performance evaluation report.

Composition/Membership:

The Executive Committee will include the Chair, Vice Chair, Secretary, Treasurer and Past Chair. The CEO (or designate) will provide administrative support to this committee.

Accountability:

The Executive Committee is accountable to the Board of Directors of ROI. The committee will provide reports to the Board of Directors as necessary and appropriate.

Meeting Frequency:

Committee members serve 1 year renewable terms and will meet as necessary at the call of the Chair and may meet in person or by video/ teleconference.

Conduct:

Recommendations made by the Executive Committee are subject to approval by the Board of Directors of ROI.

Executive Committee Terms of Reference Processes and Procedures Notes:

1. Adopted by Resolution of the Board of the ROI – May 4, 2010
2. Reviewed and/ or amended by the Board of the ROI – August 3, 2010