



	Description
Purpose	<p>The Executive Committee (the “Committee”) provides leadership advice for the governance of the Board, Board priorities and strategic agenda and the monitoring & reporting of the Board’s progress towards its goals, in accordance with the Strategic Plan and Regional Growth Plan.</p> <p>The Committee makes recommendations to the Board to:</p> <ul style="list-style-type: none">• improve the overall performance and outcomes of the Board;• recommend the need for, and mandate of Task Forces;• identify risk and issues that may inhibit the Board’s progress, and propose solutions; and• identify emerging issues and opportunities to advance the goals of the Board.
Overview	<p>The Committee is appointed by the Edmonton Metropolitan Region Board (the “Board”).</p> <p>The Committee approves, monitors, evaluates, advises and makes recommendations, in accordance with these terms of reference, on matters in respect of the:</p> <ul style="list-style-type: none">• strategic plan;• growth plan implementation;• monitoring and reporting (KPI’s);• policy review;• advocacy and communications;• Board Chair performance;• CEO performance and compensation;• Board evaluation;• Public engagement;• any Board matter requiring a decision between Board meetings;• emerging issues, problems and initiatives (serves as a sounding board for management); and• Other duties the Board may delegate from time to time.
Accountability to the Board	<p>The Committee has no authority to direct management or commit the Board, unless specifically authorized by the Board through the Committee Terms of Reference.</p>



	<p>The Committee will report to the Board following each meeting by distributing minutes of its meetings to the Board. When a Board meeting closely follows a Committee meeting, the Committee Chair will provide a verbal report to the Board and the minutes will be circulated at the next Board meeting.</p>
Membership	<p>The Committee shall be composed of five (5) appointed members of the Board consisting of the:</p> <ul style="list-style-type: none">• Board Chair (non-voting);• Chair of the Audit & Finance Committee;• City of Edmonton;• 3 additional Board members (1 Town, 1 City, 1 County); and• Board CEO (ex-officio, non-voting). <p>The Chair of the Committee shall be the Board Chair, with the Vice Chair elected by the Committee at its first meeting.</p> <p>Task Force Chairs are non-voting members of the Executive Committee, and are invited to attend Executive Committee meetings.</p> <p>Committee members will be appointed by the Board at the first organizational meeting of the Board following a municipal election.</p> <p>The Board may choose to replace up to two members on the Committee every two years.</p> <p>In the event the member is unable to attend, an Alternate member may attend. Alternates for this committee are as follows:</p> <ul style="list-style-type: none">• Board Chair – Alternate – Vice Chair• Chair of Audit & Finance Committee – Alternate – Vice Chair• City of Edmonton – Alternate – Board member designated Alternate• 3 Additional Board Members – Board member designated Alternate
Quorum	<p>A majority of appointed Committee members (50 per cent plus 1) shall constitute a quorum, represented in person or by telephone or other telecommunications device that permits participation.</p>



Sub-committees	<p>When deemed necessary, the Committee may form a sub-committee to deal with a specific issue or deliverables within the Committee's mandate.</p> <p>The composition of the sub-committee and a description of the assignment shall be defined in a Terms of Reference.</p> <p>Sub-committees must have at least one Committee member to act as Chair of the sub-committee with the remaining members consisting of elected or non-elected representatives or a combination of both.</p> <p>Consideration should be given to the size of a sub-committee to ensure its effectiveness and that sub-committee members possess the desired skills, core competencies, and experience to contribute to the particular assignment.</p> <p>The Committee is accountable to the Board for the work of any sub-committee.</p> <p>Remuneration for members.</p>
Voting	<p>Each Committee member will have one vote. The Committee will work towards consensus, as much as possible. In the event of a tie, the motion is defeated.</p>
Meetings	<p>The Committee meets six (6) times per year in the first year and thereafter may meet more or less frequently in the execution of its duties and responsibilities.</p> <p>Additional meetings outside of its normal schedule may be called to address specific items, and are at the call of the Chair. Reasonable notice shall be provided, preferably seven (7) days notice by email.</p> <p>The schedule of meetings shall be determined based on the timelines and outputs (or deliverables) of the committee.</p> <p>Meetings are open to the public, and are subject to FOIP.</p>
Duties and	<p>Subject to the powers and duties of the Board, the Executive</p>



Responsibilities	<p>Committee will be responsible to perform the following duties:</p> <ul style="list-style-type: none">i. Strategic Plan<ul style="list-style-type: none">a. Define the process for the development of the Strategic Plan and recommend to the Boardii. Growth Plan Implementation<ul style="list-style-type: none">a. Oversee the implementation of the growth planb. Resolve issues arising from the implementation of the growth planc. Ensure the effective prioritization of Board resourcesiii. Monitoring & Reporting (KPIs)<ul style="list-style-type: none">a. Review and recommend the strategy for Monitoring & Reporting of the Strategic Plan and the Growth Plan KPIsiv. Policy Review<ul style="list-style-type: none">a. Review Board Policies at least every four (4) years, and more frequently if necessary (e.g. based on legislative or regulatory changes or the development of governance best practices)b. Recommend changes to Board Policiesv. Executive Performance<ul style="list-style-type: none">a. Review and recommend the process to evaluate Board Chair's performanceb. Review and recommend the process to evaluate the CEO's performancec. Succession Planning for the CEOvi. Board Performance<ul style="list-style-type: none">a. Recommend a process to assess the effectiveness of the Board in achieving its mandate and specific goalsvii. Advocacy and Communications<ul style="list-style-type: none">a. Provide strategic leadership in the development, and oversee the implementation, of the Board's Advocacy and Communication Plan to improve key relationships to enable the achievement of the Board's goals with:<ul style="list-style-type: none">i. Regional Stakeholdersii. Other Orders of Governmentiii. Municipal Councilsiv. Mediab. Inform and provide recommendations regarding Legislative, Policy, and Program issues and
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	<p>opportunities affecting the Board’s mandate and priorities to other orders of government.</p> <ul style="list-style-type: none">c. Communication: the Board CEO will act as a single point of contact for all communications requests for the Board and will determine the appropriate level of response required.d. The Board Chair is the official spokesperson for the Board for media unless determined otherwise by the Board. <p>viii. Recommend Task Force(s)</p> <ul style="list-style-type: none">a. Recommend the formation of a Task Force to the Board <p>ix. Public Engagement</p> <ul style="list-style-type: none">a. Oversee the development of criteria and a process for public engagement to meet the requirement of the Board’s Regulation.
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