Council of Canadian Administrative Tribunals
Conseil des tribunaux administratifs canadiens

CCAT Executive Committee
Terms of Reference

Introduction
The Executive Committee is a permanent committee of the Board of Directors and has been given the authority, responsibility and specific duties as described below. Given the breadth of the Executive Committee's authority, responsibility and specific duties, it may establish various sub-committees to assist it.

1. Purpose
The Executive Committee will act on behalf of the Board of Directors when the Board is not in session. The Executive Committee shall have the authority to act for the Board on all matters, except those specifically excluded by the CCAT by-laws and this Terms of Reference, when the Executive Committee determines that it would be imprudent to wait for the next Board meeting to take such action. The Executive Committee's primary function is to manage all business of CCAT.

2. Committee Membership
The Executive Committee shall be comprised of the Directors of the Board holding offices of Chair, Vice-Chairs, Secretary, Treasurer, and Past Chair. The Executive Committee will be constituted annually at the first Board meeting held in conjunction with the annual meeting in each year. The Committee shall be nominated and elected by a majority vote of members of the Board of Directors. The Chair of the Board of Directors will act as the Chair of the Executive Committee. For subsequent meetings in the year, if the Chair is absent, the one of the Vice-chairs of the Board shall chair that meeting.

3. Committee Structure
The Executive Committee shall meet at the call of the Chair, or any three (3) members thereof. Executive Committee members shall be given reasonable notice of meetings. Three (3) members will constitute a quorum and the Executive Committee shall meet at least six times per year. Meetings may be held at any time and place within or outside of Canada, in-person or by electronic means as determined by the committee itself.

4. Expectations from Executive Committee
CCAT relies heavily on volunteer participation due to limited human and financial resources. Executive Committee members' participation will be reviewed if a member is absent from three

Committee meetings during the year. Members are required to advise the Chair in advance if they are unable to attend a meeting.

5. Responsibilities and Duties

The Executive Committee's authorities, responsibilities, and duties include, but are not limited to:

- Recommending organisational plan to the Board, including defining goals, strategy and timeframe for achievement of goals;
- Taking prudent actions to transact the necessary business of the Corporation;
- Recommending policies, practices, and rules to the Board pertaining to governance or process issues;
- Preparing and approving draft agendas for upcoming Board meetings;
- Approving Board Member and Committee expenditures in accordance with the annual budget and with approval of the Board of Directors;
- Preparing nominations for the following year for election of proposed members of the Board of Directors to be presented at the Annual General Meeting;
- With respect to taking action on behalf of the Board, reporting and seeking formal approval of such action from the Board at the next Board meeting.

The Executive Committee is not authorized to make decisions or to take actions with respect to the following matters, unless expressly approved to do so by the Board of Directors:

- Dissolving the corporation;
- Suing another entity;
- Entering into contracts of more than $25,000;
- Making changes to an item constituting more than 10% of a Board-approved budget;
- Buying or selling real property;
- Amending the CCAT by-laws and Articles of Continuance; and
- Changing any policies that the Board has determined can be changed only by the Board.

6. Resources and Authority of the Committee

The Executive Committee may request any information or reports necessary to carry out its duties and may request any officer, employee or contractor of the Corporation to attend a meeting of the Executive Committee. CCAT shall provide appropriate funding for the payment of work approved by the Board of Directors to be completed by the Executive Committee.