

Executive Committee

Terms of Reference
Approved November 2024



1. Context

Nordiq Canada Leadership is in a period of transition, with several new Board members and an interim CEO. The Board approved an Executive Committee to improve communication between and provide support to both the Board and CEO during this time.

2. Accountability

Reports to the Nordiq Canada Board.

3. Mandate

As an ad hoc committee, the Executive Committee's role is to plan, manage and support the work of the Board (e.g., agenda planning, workflow). It has no authority to determine policy, set organizational strategy or, except in an emergency situation, direct the overall work of the organization. It is to support the Interim Chief Executive Officer in advancing key priorities until a permanent CEO is hired. The EC will also extend an additional four months, to support the successful onboarding of the permanent CEO.

The Executive Committee shall:

- Review and report to the Board on any significant changes to matters requiring attention between Board meetings.
- Provide regular updates on Board and operational activities to ensure foundational knowledge and understanding of issues.
- Provide advice to Board and CEO.
- Work together to ensure and project strong and aligned joint leadership.
- Discuss broader sport issues that may require engagement by both Board and CEO (e.g., Future of Sport Commission).

- Recommend Board and staff education.
- Communicate and address at the board level governance issues that may be impeding CEO progress against strategic priorities.
- Plan, coordinate, and support permanent CEO onboarding activities.
- Make decisions which are consistent with policies established by the Board
- Make decisions where Board policy does not exist, when delegated to do so by a formal motion of the Board (e.g., the Board directed Executive Committee to monitor)
- Coordinate communication and collaboration on activities with key stakeholders (i.e., divisions, athletes, and sport partners)

4. Membership

The Executive Committee will be made up of the Board Chair, Vice-Chairs, and Chairs of Board Committees. The CEO is an ex-officio member. The committee may invite others to attend. Appointments of Board members to the Committee are for one-year terms, concluding at the time of the Annual General Meeting.

5. Chairperson

The Chairperson of the Committee shall be the Board Chair. The Chairperson of the Committee shall be responsible for providing leadership to the Committee (i.e., convening meetings; developing agendas; assigning, supervising, and coordinating the Committee work); and representing the Committee in communication to the Board, Members, external auditors, and others.

6. Decision-Making

The Committee shall endeavor to make decisions by consensus. In case of disagreement, Committee members shall cast votes.

7. Meetings

The Committee shall meet, in person or by teleconference, at the call of the Chair. During the Interim CEO appointment period, the EC will generally meet weekly.

8. Review

These terms of reference are to be reviewed, updated as appropriate and approved annually by the Board.