



## BOARD OF GOVERNORS OF ATHABASCA UNIVERSITY EXECUTIVE COMMITTEE TERMS OF REFERENCE & MEMBERSHIP

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### 1. Purpose

The Executive Committee (the “Committee”) shall act on behalf of and with the full authority of the Board of Governors of Athabasca University (the “Board”) on matters that require immediate action.

### 2. Membership

The membership of the Committee shall include:

- Chair, Board of Governors shall serve as Committee Chair
- Vice Chair, Board of Governors
- President
- Chair, Audit Committee
- Chair, Human Resources & Compensation Committee

### 3. Responsibilities

Without restricting the generality of its role and within its delegated authorities, the Committee will:

- 3.1. Meet as required to deal with matters delegated by the Board and/or referred by another committee;
- 3.2. Deal with any matter that is within the responsibility of the Board and may act with the full authority of the Board in situations which, in the judgment of the Committee, require immediate action prior to the next regular or special meeting of the Board;
- 3.3. Act as a consultative body to the Board Chair and the President; and
- 3.4. Set the agenda for Board meetings.