[Hospital Name]

*Board of Trustees*

Executive Committee Charter

**Purpose**

The Executive Committee carries out the responsibilities of the Board related to the general management, control and direction of the business and property of the hospital between regularly scheduled Board meetings.

**Membership**

The Executive Committee shall be chaired by the Board Chair and shall be comprised of [insert membership requirements (e.g. …shall be comprised of the Board Chair, Vice-Chair, Treasurer and Secretary.”)]

**Meetings**

The Committee shall meet at the call of the Executive Committee Chair when necessity and circumstances dictate during interims between regularly scheduled board meetings or when situations prevent assembly of a quorum of the Board.

Meeting attendance shall include in-person presence, teleconference, videoconference or other electronic presence. The quorum for Executive Committee meetings shall be [insert quorum requirement]. Committee action shall require a majority vote of members present.

Meeting minutes shall be taken, approved by the Committee and distributed promptly to the full Board.

**Responsibilities**

The Executive Committee shall be accountable to carry out the following responsibilities:

* Acts on the Board’s behalf between regularly scheduled meetings when, in the judgement of the Committee, action is required but does not warrant a special meeting of the Board
* Keeps the Board fully and continuously informed of all deliberations and decisions made by the Committee. Actions taken by the Committee shall be ratified at the next meeting of the Board.
* Provides advice and counsel to the CEO on major organizational development issues
* Acts as liaison between management and the full Board, reviewing and making recommendations on management proposals
* Performs special assignments as delegated by the Board
* Conducts an annual review and evaluation of the committee’s performance, including its compliance with this charter
* [If the Board does not have a separate Compensation Committee, those responsibilities should be added here as responsibilities of the Executive Committee]
* [If the Board does not have a separate Governance and Nominating Committee, governance development, board and committee nomination responsibilities should be added here as responsibilities of the Executive Committee]

**Limitations**

In accordance with Section [insert section number] of the Bylaws, the Executive Committee shall not have the power to:

* [Insert limits that may be cited in the Bylaws, e.g. shall not have the authority to amend the Bylaws]

**Reporting**

The Executive Committee reports to the Board of Trustees.

**Date of Board Approval:**

**Dates of Board Reviews and/or Revisions:**

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