

Canadian Research Data Centre Network

Terms of Reference for the Executive Committee

1. Mandate

The Executive Committee (EC) shall deal with matters delegated to the EC by the Board and shall act on behalf of the Board in between meetings. At the discretion of the EC, critical matters shall be referred to the Board for final resolution either at the next scheduled meeting of the Board or at an emergency meeting of the Board, should timing be a primary consideration.

2. Membership

The EC shall be a permanent committee of the Board and shall be composed of eight ex officio members. The following seven ex officio members will be voting members of the EC:

- the Chair of the Board;
- the Vice-Chair of the Board;
- the Chair of the Finance Committee;
- the Chair of the Governance and Human Resources Committee (GHRC);
- the Chair of the Joint Operations Committee;
- the Chair of the Academic Council; and
- the Assistant Chief Statistician, Strategic Data Management, Methods and Analysis Field

CRDCN's Executive Director shall also sit on the EC as a non-voting member.

Where there are matters to be addressed that the Chair deems to require the presence of the Principal Investigator, the Vice-President, Research of the host institution, another Board member and/or an expert resource, one or more of these individuals shall be invited to attend the EC meeting.

3. Committee Chair

The Chair of the Board will chair the EC. In their absence, the meeting of the EC will be chaired by the Vice-Chair of the Board or, in their absence, another EC member.

4. Notice of Meetings

The EC shall meet when business warrants at the call of the Chair. Notice of every meeting shall be delivered, telephoned or sent electronically to each EC member not less than 48 hours before the meeting is to take place. However, EC members may collectively waive notice of a meeting.

5. Quorum and Voting

A quorum for meetings shall be a majority of the EC voting members then holding office present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak and hear each other. Issues on which there is no clear consensus among EC members shall be decided by a majority of the votes cast on the question. In the case of an equality of votes, the Chair shall have the deciding vote. An EC member shall not be entitled to vote by proxy at any meeting of the EC.

6. Reporting

The Chair of the EC, or in their absence, the Vice-Chair of the Board or another EC member, shall report at each Board meeting on decisions taken, if any, since the last Board meeting.

7. Evaluation

The EC, or the GHRC on its behalf, shall review the EC terms of reference periodically and make recommendations for changes, if any, to the Board. The Board shall consider these recommendations and reaffirm or revise as needed, the terms of reference and or the membership of the Committee.

8. History

The initial terms of reference were drafted by Executive Director, Martin Taylor, and Special Advisor, Michelle Gauthier, in consultation with the Chair of the Board, Andy Bjerring. They were presented for discussion and were approved with modifications at the Board meeting of April 28, 2017.

These terms of reference were revised subsequently by Chair of the GHRC, Janet Halliwell, Chair of the Board, Andy Bjerring, Executive Director, Martin Taylor, and Special Advisor, Michelle Gauthier, and were presented to the GHRC which recommended their approval with minor modifications in February 2019. They were approved at the Board meeting of March 26, 2019.

These terms of reference were further revised and recommended for approval by the GHRC on November 12, 2020, and approved with modifications at the Board meeting of December 1, 2020.

The most recent revisions to these terms of reference were recommended for approval by the GHRC on October 31, 2023 and approved with modifications by the Board at its November 21, 2023 meeting.