



Wentworth Institute of Technology Executive Committee Charter

Mission

The purpose of the Executive Committee is twofold: 1) it shall serve at the pleasure of the Board of Trustees as its agent in helping the President to address business between regular Board of Trustees meetings; and 2) it shall assist the Chair and the President in their joint responsibility to help the Board of Trustees to function effectively and efficiently by suggesting Board of Trustees' meeting agenda items and periodically assessing the quality of committee work.

Duties and Responsibilities

The Executive Committee shall have authority to act for the Board of Trustees on all matters except for the following, which shall be reserved to the Board of Trustees: presidential selection and termination; filling Trustee vacancies and selection of Institute officers; changes in institutional mission and purposes; changes to the Articles of Organization or Bylaws; incurring of corporate indebtedness; establishing or amending investment policies; sale, leasing or disposing of real property; adoption of the annual budget; and conferral of degrees.

In addition to its authority to take action on emergency matters that cannot or should not be deferred until the Board of Trustees' next meeting, the Executive Committee shall oversee the work of Board committees, the Institute's planning process and progress on planned goals, and the Board of Trustees' responsibility to support the President and the Institute. The Executive Committee shall negotiate the terms of the President's employment agreement, including any renewals, in consultation with the Compensation Committee.

Composition and Delegation

The Executive Committee shall have seven (7) members, all of whom shall be voting Trustees. The Chair, Vice Chair, Secretary and Treasurer of the Board of Trustees shall be members along with the President, the Chair of the Academic and Students Affairs Committee and the Chair of the Compensation Committee. If a Trustee holds two roles on the Executive Committee, the Chair shall appoint one other Trustee to the Executive Committee.

Meetings

In accordance with the applicable provisions of the Bylaws, the Executive Committee shall meet as often as necessary to conduct its business as the Chair and President shall determine and ensure that minutes are taken and promptly distributed to all Trustees. A majority of Executive Committee members shall constitute a quorum. The President or Chair shall have the authority to call a meeting of the Executive Committee upon twenty-four (24) hour written, electronic or telephonic notice

Minutes

Minutes of each meeting of the Committee shall be prepared and sent to the Committee Chair for review within two weeks of each meeting. A final draft of the minutes will then be sent to the Vice President for Executive Affairs and all Committee members for approval at the following board meeting. The Committee will also report to the Board on any significant matters arising from the Committee's work.

Evaluation

The Committee shall review this Charter at least annually and, if appropriate, propose changes of the Charter to the Board. The Committee shall perform an annual evaluation of the Committee's Performance and make applicable recommendations to the Chair of the Board.