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Snippet #123 Executive Committees

The term “executive committee” is misleading – it’s not a committee of executives; it’s not even a committee of a board. Over time, executive committees have strayed from their original purpose: to serve as a board within a board when urgency demands a faster response than the full board is available to give.

Unless specifically granted such power, committees make suggestions but do not have the authority to take actions in the name of the association. By contrast, an executive committee has the power to act with the full authority of the board – except it may not alter established board policy. The authority to have an executive committee comes from the members through a provision in the bylaws – otherwise, the board can only create an executive committee if permitted by state law.

The composition of an executive committee varies. The officers are usually named as members, and sometimes additional members are elected by and from the board. The size of an executive committee is often proportional to the size of the board. A very large board (30 – 50) might have an executive committee of ten or twelve, while a medium size board (20-30) might have an executive committee of six to nine.

Boards with fewer than twenty members have less need for an executive committee, because it is easier for them to meet. The criteria for a legal meeting are often described as conditions under which the members can “hear and speak to one another at the same time.” With conference calling, video conferencing, screen sharing, and online document storing, what was once cost-prohibitive is not only cost effective, but commonplace.

Executive committees might have duties of a highly confidential nature, separate from the board, such as negotiating the salary of an executive director, or dealing with personnel issues or extremely urgent matters. Whatever the duties or actions taken, executive committees should always promptly report their actions to the entire board.

On the other hand, executive committees can be a divisive force on the board if the executive committee meetings mirror the meetings of the board. If a significant number of people in a meeting have heard it all before and reached their own conclusions, it can be extremely frustrating for those who have been left waiting outside. A meeting of the executive committee held the day before a board meeting can be seen as duplication of efforts at best and collusion at worst. Certainly there is no urgency if the rest of the board is only 24 hours from a regular session.

There is no right or wrong – some organizations make excellent use of their executive committees, while others may not realize that the executive committee is the source of board tension because there’s an “in” group and the outsiders.