

ExCo Charter FINAL

1. Purpose

The Executive Committee (ExCo) provides management guidance and oversight of the organization between Board meetings, and carries out actions as delegated by the Board or allowed in Board policies including financial review, committee reports, and review of new and ongoing initiatives.

2. Reporting

ExCo reports to the Board of Directors. The Board Secretary takes minutes and the Board Chair shares and reviews these minutes with the Board at each meeting of the Directors.

3. Roles and Responsibilities of the Committee

ExCo is a standing committee of the Board, and has and may exercise all of the powers and authority of the Board granted in an authorizing Board resolution or a charter adopted by the Board and to the extent allowed by the Bylaws and applicable Delaware law. Among its Board-delegated responsibilities is the review of interim financials, working with the Executive Director to develop Board meeting agendas and review materials; recommending Level 6 External Policies as outlined within the Governance Strata, and vetting proposals to be presented to the Board for action at a Board meeting. ExCo is required to notify the Board of any actions it takes or decisions made. ExCo cannot fill vacancies in the Board; amend or repeal the bylaws; or amend or repeal any resolution of the Board of Directors which by its terms may not be amended or repealed.

4. Committee Constitution

ExCo consists of three or more Directors recommended by the Board Chair and approved by the majority of the entire Board, in addition to the Board Chair, any Vice Chair(s) and the Treasurer as ex officio members with voting rights, and the Executive Director as an ex officio member without voting rights. The Board shall have full discretion in determining the number of members of ExCo. The Board Chair is the Chair of ExCo.

5. Meetings and Quorum

ExCo meets on a monthly basis, unless otherwise agreed by its members. ExCo is supported by the ORCID Executive Director and Secretary, who schedule meetings, develop meeting agendas with the Chair, and maintain meeting minutes. Meetings may be conducted in person, by phone, or video conference. A majority of all of the members of ExCo shall constitute a quorum at any meeting thereof, and action requires the vote of the majority of the committee. Alternatively, ExCo may take action by unanimous written consent.

6. Committee Members

2020: Linda O'Brien (Chair), Daniel Hook (Treasurer), Julie Balter (Secretary, non-voting), Veronique Kiermer, Salvatore Mele, Robert Kiley, Yuko Harayama, Laure Haak (ex officio)

2019: Veronique Kiermer (Chair), Daniel Hook (Treasurer), Laure Haak (ex officio, Secretary through 5/2019), Julie Balter (Secretary, from 6/2019), Robert Kiley, Salvatore Mele, Linda O'Brien, Chris Shillum

2018: Veronique Kiermer (Chair), Edward Wates (Treasurer, through 4/2018), Daniel Hook (Treasurer, from 5/2018), Laure Haak (ex officio, Secretary), Robert Kiley, Linda O'Brien, Salvatore Mele, Chris Shillum

2017: Veronique Kiermer (Chair), Edward Wates (Treasurer), Laure Haak (ex officio, Secretary), Veronique Kiermer, Ed Pentz, Chris Shillum, Simeon Warner

2016: Ed Pentz (Chair), Bernie Rous (Interim Treasurer through 1/2016), Edward Wates (Treasurer, from 2/2016), Laure Haak (ex officio, Secretary), Micah Altman, Chris Shillum, Simeon Warner

2015: Ed Pentz (Chair), Craig Van Dyck (Treasurer through 6/2015), Laure Haak (ex officio, Secretary), Bernie Rous (Treasurer, from 7/2015), Liz Allen (through 7/2015), Robert Kiley (from 8/2015), Micah Altman, Simeon Warner

2014: Ed Pentz (Chair), Craig Van Dyck (Treasurer), Laure Haak (ex officio, Secretary), Howard Ratner, Dave Kochalko, Liz Allen, Amy Brand, Bernie Rous

2013: Ed Pentz (Chair), Dave Kochalko (Treasurer), Laure Haak (ex officio, Secretary), Howard Ratner, Liz Allen, Amy Brand, Bernie Rous, Craig Van Dyck

2012: Howard Ratner (Chair), Dave Kochalko (Treasurer), Liz Allen, Amy Brand (Secretary), Laure Haak (from 4/2012), Bernie Rous, Craig Van Dyck

2011: Howard Ratner (Chair), Dave Kochalko (Treasurer), Liz Allen, Amy Brand (Secretary), Bernie Rous, Craig Van Dyck