



PBC Health Benefits Society

**Terms of Reference for  
the Pacific Blue Cross  
Executive Committee**



## Terms of Reference for the Pacific Blue Cross Executive Committee

### I. Purpose

- a) The purpose of the Executive Committee (the "Committee") is to expedite matters on behalf of the Board when necessary, and when it may be impossible to convene a timely meeting of the full Board. Meetings of the Executive Committee shall be called at the request of the Board Chair.

### II. Composition

- a) The Committee will be composed of the Board Chair, the Board Vice-Chair, and the immediate past Board Chair (if a current member of the Board). The Board Chair has the discretionary authority to increase membership composition, when appropriate.
- b) The President and CEO shall also attend meetings of the Executive Committee as an ex-officio member, when appropriate.
- c) The Society's Secretary, or designate, will be Secretary to the Committee.

### III. Duties and Responsibilities

- a) Subject to any limitation imposed upon it by the Board, the Committee shall be entitled to exercise all the powers of the Board when the Board is not in session, but its decisions shall be subject to ratification at the next Board meeting or by way of a written Board resolution.
- b) The Committee shall report to the Board at its next regular meeting all such actions that it has taken since its previous report.

