

EXECUTIVE COMMITTEE DESCRIPTION

Board Approved Unknown
Amended 10.02.2019



DESCRIPTION

The Board of Directors establishes the Executive Committee, pursuant to provisions within the Dwelling Place bylaws. The composition and duties of this committee are described in the bylaws. The Chief Executive Officer shall serve as staff to the Committee. The Chairperson of the Board shall chair the Committee.

The Committee shall meet monthly or as necessary and appropriate at the call of the Chairperson of the Committee. The Committee shall maintain minutes of all meetings, which will be regularly approved by the Committee and distributed to the Board. A majority of the Committee members shall constitute a quorum.

EXCERPT FROM THE DWELLING PLACE BYLAWS:

ARTICLE IV, Section 8: Executive Committee

The Executive Committee shall be composed of the Chairperson, Vice Chairperson, Secretary, Treasurer, and one or more other members of the Board of Directors. The Executive Committee shall be vested with the power to act on behalf of the Board of Directors between Board meetings. The Executive Committee shall report all actions taken between Board meetings to the Board of Directors at the next regularly scheduled meeting of the Board of Directors.

Notwithstanding the powers granted in the above paragraph, the Executive Committee may not take action, make decisions, incur obligations, or exercise power without the ratification of the Board of Directors with respect to:

- (a) the sale of all or substantially all of the assets and property of the Corporation;
- (b) any amendment or restatement of the Articles of Incorporation or these Bylaws that would materially and adversely affect the purpose and affairs of the Corporation;
- (c) any action that would result in a material change in the character of the Corporation's business;
- (d) any act that would make it impossible for the Corporation to carry on its ordinary business;
- (e) any act that would dissolve the Corporation or cause it to go out of business; or
- (f) any act that would contravene any provision of the Articles of Incorporation, these Bylaws, or the Michigan Nonprofit Corporation Act.