



ATLANTIC LITHIUM LIMITED

CHARTER OF THE EXECUTIVE COMMITTEE

EXECUTIVE COMMITTEE ROLE AND RESPONSIBILITIES

SUMMARY:

- a) The role of the Executive Committee is to implement the Board's fiduciary, strategic, and generative plans, policies, and decisions consistent with the organization's Vision, Mission and Guiding Principles. The Executive Committee supports the CEO and engages in decision making between Board meetings or in urgent and crisis circumstances.
- b) The Executive Committee can act on behalf of the full Board as described below.
- c) The officers of the Board and the CEO serve as members of the Executive Committee, along with other members as specified in the Council's bylaws.
- d) The CEO is an ex-officio, voting member of the Executive Committee.

KEY RESPONSIBILITIES:

- a) The Executive Committee is responsible for implementing the will of the Board, with appropriate level of input from the Board before decisions are made, appropriate representation of the discourse to the Board, and voting by the Board where appropriate. Appropriateness is to be defined by the Executive Committee, with the ability of the Board to refine this definition over time.
- b) Direct the process of selection, supervision, and evaluation of the chief executive. CEO hiring and separation recommendations are to be approved by the Board.
- c) Oversee and present an annual performance review of the CEO to the Board.
- d) Meet regularly with the CEO and her/his designated staff on behalf of the Board to provide support and counsel on executive decisions.
- e) Create and sunset Executive Committee Committees, Core Committees, and ad hoc Task Forces.
- f) Appoint chairs and members of Committees and Task Forces, considering the recommendations of those Committees, and fill other volunteer positions necessary to ensure optimal performance of the organization in its execution of the Strategic Plan and other Board directives.
- g) Perform an assessment of committees and committee chairs at least once every three years to ensure maximum utilization of their potential and function within the organization. Ensure that all Board members serve on at least one committee.
- h) Facilitate cohesive communications, feedback loops, decision-making and alignment between the Board, Board committees and staff.
- i) Act on behalf of the full Board in an emergency situation.
- j) Assist the Board Chair and CEO in establishing agendas for Board meetings with input from the full Board.
- k) Monitor and evaluate progress toward strategic goals and initiatives and provide counsel to the CEO regarding the same, to include timely presentations to the full Board.
- l) Ensure maximum utilization of Board member potential, including self assessments of the Board and Board functions, and ongoing engagement of previous Council leaders.
- m) Led by the Board Chair, oversee the day-to-day implementation of the Board's policies and ensure that appropriate governance systems are established and maintained.