



## **EXECUTIVE COMMITTEE CHARTER**

### **PURPOSE**

The purpose of the Executive Committee (the “Committee”) of the Board of Directors (the “Board”) of NIKE, Inc. (the “Company”) is to support the efficient functioning of the Board of Directors by taking actions on behalf of the Board (1) between regular meetings of the Board as the Committee deems appropriate or advisable, and (2) as the Board may delegate to the Committee from time to time.

### **MEMBERSHIP**

The Committee will consist of at least two directors, including the Chair of the Board, appointed by the Board. The Chair of the Board shall be the Chair of the Committee. The Board may appoint or remove members of the Committee at any time.

### **RESPONSIBILITIES AND AUTHORITY**

The Committee shall meet from time to time as the Committee deems appropriate or advisable to carry out its duties and responsibilities. Members of the Committee may participate in a meeting of the Committee either in person or by means of remote communication.

Any actions taken by the Committee shall be reported to the Board at the next succeeding regular meeting of the Board, or as soon thereafter as practicable. The Committee shall, to the extent permitted by law, have the authority to exercise all powers of the Board in the management of the business and affairs of the Company. However, the Committee shall not have the power or authority to:

1. Declare a dividend or other distribution involving the Company’s stock;
2. Approve or propose to shareholders actions that the Oregon Business Corporation Act (the “Act”) requires to be approved by shareholders;
3. Fill vacancies on the Board or any of its committees;
4. Amend the Company’s Articles of Incorporation except as authorized by the Act;
5. Adopt, amend or repeal the Company’s Bylaws;
6. Approve a plan of merger not requiring shareholder approval;
7. Authorize or approve re-acquisition of shares, except within limits prescribed by the Board; or
8. Authorize or approve the issuance or sale of Company shares, other than as permitted by applicable stock incentive plans or the Board, or determine the designation, relative rights, preferences and limitations of a class or series of shares, except when authorized by the Board to do so pursuant to the Act.