

CACI International Inc

Executive Committee Charter

Adopted August 2010

The Executive Committee (“Executive Committee”) of the Board of Directors (the “Board”) of CACI, International Inc (the “Corporation”) shall have all of the powers and authority of the Board in the management and affairs of the Corporation, except the power to

- declare dividends;
- approve or adopt, or recommend to the stockholders, any action or matter (other than the election or removal of directors) expressly required by applicable law to be submitted to stockholders for approval or
- adopt, amend, or repeal any By-Law of the Corporation

Committee Membership

The Executive Committee will be a standing Board committee, and shall be composed of at least three members of the Board, including the Chairman of the Board. The members of the Executive Committee, other than the Chairman of the Board, shall be appointed by the Board. A majority of members of the Executive Committee shall be independent. The Chairman of the Board shall be the chairperson of the Executive Committee unless the Board elects a different director to serve as chairperson.

Purpose

The primary purpose of the Executive Committee is to act on behalf of the full Board between regularly scheduled Board meetings, usually when timing is critical. The Executive Committee has and may exercise all of the powers and authority of the Board, subject to the limitations set out above and to such other limitations as the Board and/or applicable law may from time to time impose.

The Executive Committee is responsible for providing Board input and authorization necessary in the interim between full Board meetings and for identifying these items which merit consideration or action by the entire Board.

Committee Operations

The Executive Committee shall meet at the call of the Chairman. The Executive Committee shall keep regular minutes of its proceedings and report its actions to the Board at each Board meeting.

The Executive Committee shall have the resources and authority appropriate to discharge its responsibilities, including the authority to retain counsel and other experts or consultants.