

Humboldt State University Advancement Foundation Organizational Structure

The Humboldt State University Advancement Foundation exists to support and advance the mission of Humboldt State University by securing private support, developing and managing entrepreneurial activities, overseeing philanthropic activities, and managing endowed and other assets as requested by the University.

Specific Goals of the Organization:

1. To select from the list of University priorities those projects to which the Foundation will direct its fundraising activities.
2. To serve as a liaison to the campus development program to assist in meeting fundraising and outreach priorities.
3. To increase the Board of Directors' involvement and contribution of expertise through committees and other activities.
4. To facilitate the Board of Directors' interaction with alumni, faculty, staff, students and administration.
5. To foster diversity in the membership of the Board of Directors.
6. To participate in advocacy programs directed at enhancing the quality and accessibility of the University.

To achieve the mission and goals, the Foundation's purpose is:

1. To generate, manage, steward and invest private contributions to supplement the campus' state and federal revenues.
2. To foster a positive relationship between the university and external constituencies.
3. To provide advice and counsel to the President on issues related to the advancement of the university.

University Responsibilities

1. To solicit and utilize the advice and guidance of the Foundation regarding the University's vision and strategic plan.
2. To engage in the institutional planning required to generate a list of fund raising priorities that support the University's vision and strategic plan.
3. To facilitate the Foundation's selection of fundraising projects to focus on.
4. To cooperate with the Foundation in the pursuit of resources required to fund those projects.
5. To ensure that all funds transferred from the Foundation to the University are expended for programs and activities which are consistent with the donors' intentions.
6. To work collaboratively with the Foundation to steward donors and to report back to them on the impact of their gifts.
7. To protect the Foundation's distinctive relationship with the University.

Board of Directors Membership Expectations

1. The Board will represent a cross-section of the constituencies it serves and from whom it seeks private resources, including taking into consideration age, gender, geographical location, personal background, professional expertise and ethnicity.
2. The Board will consist of individuals capable of carrying out the stated responsibilities articulated in the by-laws and articles of incorporation of the Foundation.
3. Members of the Board are expected to attend no more than four full board meetings each year and participate as an active member of at least one committee.
4. Members are expected to contribute annually at least \$1,000.00 to Humboldt State University from personal resources and create an endowment (\$25,000 minimum) or provide equivalent support for an existing endowment, over time, and consider listing HSU as a beneficiary in their estate plans.
5. All Directors shall be appointed by the President of the University and shall serve a three-year term, serving no more than two consecutive terms without leaving the Board for at least one year.

Qualifications of the Board of Directors:

1. Highly visible and respected within the University's constituency.
2. Knowledge of and willingness to articulate the needs of the University.
3. Willingness to make the necessary commitment of time and personal resources.
4. Willingness to be involved in fundraising.
5. Demonstrated understanding of the importance of philanthropy to advancing the University's mission.

Responsibilities of Board Members:

1. Support the University's and the Foundation's mission, purposes, goals, policies, programs, services, strengths and needs.
2. Work closely with the University President, staff and faculty, as appropriate, in the identification, cultivation, solicitation and stewardship of sources of private support.
3. Prepare for and participate actively in Board and committee meetings, including appropriate organizational activities.
4. Fulfill commitments within agreed upon deadlines.
5. Serve in leadership positions as appropriate.
6. Ask timely and substantive questions at Board and committee meetings.
7. Maintain confidentiality of the Board's executive sessions and internal affairs.
8. Suggest agenda items for the Board and committee meetings to ensure that significant policy-related matters are addressed.
9. Present nominees to the Board who are women and men of clear distinction and achievement and who can make significant contributions to the work of the Foundation.
10. Members are expected to contribute annually at least \$1,000.00 to Humboldt State University from personal resources and create an endowment (\$25,000 minimum) or provide equivalent support for an existing endowment, over time, and consider listing HSU as a beneficiary in their estate plans.
11. Serve the Foundation as a Board member rather than representing any special interest group or constituency.
12. Maintain independence and objectivity and do what a sense of fairness, ethics and personal integrity dictate even though not necessarily obliged to do so by law, regulation or custom.
13. Exercise prudence with the Board in the control and transfer of funds.

14. Read and understand the Foundation's financial statements and otherwise help the Board fulfill its fiduciary responsibilities.
15. Serve as an advocate for the institution among its constituencies.

Portions excerpted from "Ten Basic Responsibilities of Nonprofit Boards," National Center for Nonprofit Boards.

Chairperson, Position Description

Qualifications of the Chairperson:

1. Volunteer with demonstrated experience and ability to solicit major gifts.
2. Committed to Humboldt State University and the Foundation and the necessity to raise substantial private resources.
3. Demonstrated ability to provide leadership to other volunteers in fulfilling the mission of the Foundation.

Responsibilities of the Chair:

The Chair is expected to contribute annually at least \$1,000.00 to Humboldt State University from personal resources and create an endowment (\$25,000 minimum) or provide equivalent support for an existing endowment, over time, and consider listing HSU as a beneficiary in their estate plans.

2. Work with the executive director and staff in setting the agenda for each Board of Directors meeting.
3. Work with the President to select committee members, chairs and vice chairs.
4. Represent Humboldt State University and the Foundation at events throughout the year; make speeches as appropriate.
5. Monitor the established goals of the Foundation to ensure progress.
6. Make major gift solicitations throughout the year individually or as a team with senior administrators or staff.
7. Other responsibilities as detailed above in “Responsibilities of Board Members.”

Committee Chairs

Responsibilities of Committee Chairs:

1. Recommend appointment of non-Board members to the committee.
2. In conjunction with staff provide orientation to committee members on the committee's role and responsibilities.
3. Work closely with staff in setting the agenda for each committee meeting.
4. Review and approve committee minutes.
5. Encourage participation in the committee's work by all members.
6. Present committee actions and recommendations to the Board of Directors.

Executive Committee

The Executive Committee has all of the powers and authority of the Board of Directors in conducting the business of the Foundation when the full Board is unable to act.

The membership of the Executive Committee is comprised of the Foundation Officers and the Chairs of the Standing Committees. According to the by-laws, Foundation Officers are originally appointed by the University President; subsequently they are elected by the Board of Directors.

Responsibilities:

1. Recommend appropriate sites for Board meetings held off-campus.
2. Review committee assignments.
3. Oversee strategic planning for the Board.

Finance Committee

Note: This committee will more than likely divide into two committees at some point.

Responsibilities:

1. Develop investment goals and objectives for Foundation funds.
2. Develop investment policy and strategies for Foundation funds.
3. Implement investment strategies, including direct investment and selection of investment managers, subject to Board approval.
4. Establish and maintain a proper balance between risk and reward in the handling of the Foundation's financial assets and recommend to the full Board asset allocation.
5. Monitor investment performance.
6. Develop investment strategies for trusts managed by the Foundation.
7. Provide reports on the Foundation's investments to the Board.
8. In conjunction with staff, develop Foundation annual budget and submit for Board approval.
9. Review Foundation financial statements and budget reports.
10. Review requests and issues of a financial nature, or having a financial impact on the Foundation, and make recommendations to the Board.
11. To oversee the Foundation's internal controls, financial reporting, and income tax issues.
12. Inquire into the effectiveness of the organization's management and financial and accounting functions.
13. Monitor compliance with the Foundation's conflict of interest code.

Governance Committee

Responsibilities:

1. Ensure that the Board represents a cross-section of the constituencies it serves and from whom it seeks private resources, including taking into consideration age, gender, geographical location, personal background, professional expertise and ethnicity.
2. Consult broadly with other volunteer boards and committees and institutional leadership to continuously identify persons highly qualified and committed to the University as candidates for the Board.
3. Ensure that new Directors receive the appropriate orientation on the mission of the Foundation and agree to carry out the stated responsibilities of Board members.
4. Ensure that the composition of the Board includes individuals who can be of assistance in attracting private resources for priority projects of the University.
5. Identify and cultivate prospective Directors throughout the year.
6. Evaluate annually the Board of Directors, individually and collectively.
7. Recommend non-Directors for committee service as a way of cultivating future Board Members.
8. Enlist the willingness of nominated Directors to serve if elected.

Development Committee

Assists the HSU Advancement Foundation Board in meeting its objective of increasing philanthropy at Humboldt State University.

Responsibilities:

1. Assist with board understanding of University Priorities.
2. Enlist the willingness of nominated Directors to assist with the identification, cultivation, solicitation and stewardship of prospects and donors to the University.
3. Encourages and assists other Directors in their individual giving to the University.
4. Provides input and guidance regarding HSU gift acceptance policies and procedures.
5. Provides support, input and guidance for all philanthropic activities of the University.

Audit Committee

A charitable organization that is a corporation must have an audit committee appointed by the Board of Directors from among the directors or others appointed by the board. A charity that has a finance committee must have a separate audit committee, the chair of the audit committee may not be a member of the finance committee, and members of the finance committee must be a minority on the audit committee. In addition, the audit committee may not include any members of the staff, including the President or CEO and the Treasurer or CFO, but the board has the option to appoint members to the audit committee who are not members of the board.

Members of the audit committee may not receive any compensation from the corporation other than in their capacity as members to the Board of Directors, and may not have any material financial interest in any entity doing business with the corporation.

Responsibilities:

1. Retaining and terminating the auditor
2. Setting the auditor's compensation
3. Conferring with the auditor to satisfy themselves that the financial affairs of the corporation are in order
4. Reviewing and approving the audit

I am pleased to serve as a Humboldt State University Advancement Foundation Board of Director. I have read and agree to the expectations as described on page 3 of the Humboldt State University Advancement Foundation Organizational Structure.

Name

Date