

**Humboldt State University Advancement Foundation
Organizational Structure
Approved at Board of Directors Meeting April 25, 2014**

The Humboldt State University Advancement Foundation supports and advances the mission of Humboldt State University by securing private contributions, supporting philanthropic activities, managing endowed and other assets on behalf of the University, and developing and managing entrepreneurial activities as appropriate.

The Foundation serves the University in several ways:

- **Steward Assets** – ensure that contributions are well invested and used as donors intend
- **Deploy Assets** – make certain that funds are efficiently distributed and productively used by the University
- **Grow Assets** – engage in the fundraising process in order to increase funds available to the University
- **Strategic Alignment** – be familiar with the strategies and directions of the University and provide commentary and feedback to University leadership
- **Advocacy** – serve as spokespersons and ambassadors for the University

Board of Directors Membership

The Board seeks to represent a cross-section of the constituencies it serves and from whom it seeks private resources, including consideration of age, gender, geographical location, personal background, professional expertise and ethnicity.

Members of the Board are expected to attend meetings and participate as an active member of at least one committee.

Members are appointed by the President of the University for a three-year term and may serve no more than two consecutive terms without leaving the Board for at least one year.

Qualifications for Board Members

Board members are individuals who:

- Have achieved a level of distinction in their careers or communities
- Will reflect positively on the University and its alumni
- Embrace the importance of philanthropy in advancing the mission of the University

And are willing to:

- Learn about and persuasively articulate the case for the University
- Make the necessary commitment of time and personal resources including personal charitable contributions to the University
- Actively and personally engage in fundraising on behalf of the University

Responsibilities of Board Members

1. Support the mission, purpose, and goals of the University and the Foundation
2. Work closely with the University President, staff and faculty in the identification, cultivation, solicitation and stewardship of donors
3. Prepare for and participate actively in Board and committee meetings
4. Serve in leadership positions as appropriate
5. Maintain the confidentiality of private donor data and other Board matters as appropriate
6. Identify and cultivate women and men of distinction and achievement and who can make significant contributions to the work of the Foundation
7. Contribute annually at least \$1,000 to Humboldt State University from personal resources and create a permanent endowment of at least \$25,000, which can be in the form of a planned gift or estate plan
8. Serve the Foundation as a Board member rather than a representative of any interest group or constituency
9. 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
10. Read and understand the Foundation's financial statements and otherwise help the Board fulfill its fiduciary responsibilities
11. Serve as an advocate for the University among its constituencies

Chairperson Position Description

Qualifications of the Chairperson:

Demonstrated ability to provide leadership to other volunteers in fulfilling the mission of the Foundation

Commitment to Humboldt State University, the Foundation, and the importance of private charitable contributions

Demonstrated experience and willingness to solicit major gifts

Responsibilities of the Chair:

1. Work with the Executive Director creating the agenda for each Board of Directors meeting and chair the meetings
2. Work with the President to select Board members
3. Represent Humboldt State University and the Foundation at events throughout the year. Make speeches as appropriate
4. Monitor the established goals of the Foundation to ensure progress
5. Make major gift solicitations throughout the year individually or as a team with staff

**Committee Chair
Position Description**

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 roles and responsibilities of the committee
3. Work with staff to set the agenda for each committee meeting and chair the meeting
4. Review and approve committee minutes
5. Encourage participation by all members
6. Present committee actions and recommendations to the Board of Directors

Executive Committee

The Executive Committee is granted the power and authority to conduct the business of the Foundation when the Board of Directors is unable to meet.

The Executive Committee is comprised of the Chair, the immediate past Chair, Vice-chair, Treasurer, Secretary, Executive Director, and the Chairs of the Committees.

Finance Committee

Responsibilities

1. Develop an investment policy for approval by the Board of Directors that establishes and maintains a balance between risk and reward in the investment of the Foundation's assets
2. Review the investment policy from time to time and recommend modifications as necessary
3. Implement investment strategies, including direct investments and the selection of investment managers, subject to Board approval
4. Monitor investment performance and advise the Board of Directors
5. Review the Foundation operating budget and present it to the Board of Directors for approval
6. Review Foundation financial statements and budget reports and advise the Board of Directors
7. Review issues of a financial nature, or having a significant potential financial impact on the Foundation, and make recommendations to the Board

Governance Committee

Responsibilities:

1. Ensure that the Board represents the constituencies it serves and from whom it seeks private resources, considering age, gender, geographical location, personal background, professional expertise and ethnicity
2. Identify persons highly qualified and committed to the University as candidates for the Board
3. Provide orientation for new Board members
4. Evaluate annually the Board of Directors, individually and collectively

Development Committee

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

Responsibilities:

1. Assist the Board in its understanding of University priorities and needs for charitable support
2. Enlist Board members in the identification, cultivation, solicitation and stewardship of prospects and donors to the University
3. Encourage and assist other Directors in their individual giving to the University
4. Provides input and guidance regarding gift acceptance policies and procedures
5. Provide support, input and guidance for philanthropic activities of the University

Audit Committee

California state law requires the Foundation to have an independent audit committee appointed by the Board of Directors. The Audit Committee must be separate from the Finance Committee. The Chair of the Audit Committee may not be a member of the Finance Committee. Members of the Finance Committee must make up no more than a minority on the Audit Committee. The Audit Committee may not include any members of the staff, including the President. The Board may appoint members to the Audit Committee who are not members of the Board.

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 Foundation are in order
4. Reviewing and approving the audit