



Subject/Title: Foundation Board Election Process for Nominated and Confirmed Directors

Policy Number: 1.05

Date First Adopted: March 20, 2015

Date Revised: October 2, 2020; February 3, 2023; February 2, 2024

A. PURPOSE:

This policy applies to the Foundation Board of Directors and details the Foundation Board nomination and election process referenced in the Foundation bylaws.

B. POLICY STATEMENT:

According to Article 4, Section 3 of the Foundation Bylaws, “candidates for Elected Directors will be reviewed by the Nomination Committee, elected by the Board, and confirmed by the Board of Trustees”.

C. PROCEDURE

1. Directors may propose names of individuals for consideration as future elected directors at any time by submitting the “Candidate for Consideration by Foundation Board Nominations Committee” form regarding the nominee(s). The form must be submitted to the Foundation CEO.
2. The Nominations Committee will review the nominations and determine which of the nominees qualify as candidates for the Foundation Board and, if elected, would strategically round out the board. If the nominee qualifies, those individuals are advanced as nominees (“advanced nominees”).
3. Each advanced nominee will be contacted by a Nomination Committee member and will be invited to visit the University campus to meet with the Nomination Committee Chair and the Foundation CEO to learn more about the organization (history, programs, future, finance, board expectations, etc.). University advancement staff may participate in the visit.
4. Periodically the Nomination Committee will meet for final discussion regarding each advanced nominee’s visit and interest in serving on the Foundation Board.
5. If the advanced nominee is interested, the advanced nominee’s name will be presented to the Nomination Committee as a candidate for the Foundation Board. The Nomination Committee will then approve the proposed Board member(s) to be presented to the full Board for approval and the University Board of Trustees for confirmation.

6. Newly confirmed Directors will be notified of their position and the Foundation CEO, the Vice President of Advancement (if not the CEO), or their designee will provide an orientation packet to the confirmed Directors.
7. The newly confirmed Director will attend the next board meeting after the confirmation.
8. When reconfirming Directors serving uninterrupted terms, no orientation is required.

POLICY APPROVAL

Policy: 1.05 – Foundation Board Election Process for Nominated and Confirmed Directors

Approval Date: February 2, 2024 (Revision)

Donald H. Wilson

Donald H. Wilson (Feb 4, 2024 15:12 EST)

Governance Committee Chair

Feb 4, 2024

Date

Jack R Harrell, III

Jack R Harrell, III (Feb 5, 2024 12:46 EST)

Foundation Board Chair

Feb 5, 2024

Date