

## **Board Assessment Task Force Charter UW-Stevens Point Foundation, Inc. (the “Foundation”)**

### **1. Purpose**

- 1.1. The Board Assessment Task Force (the “Task Force”) shall assist the Board of Directors (the “Board”) of UW-Stevens Point Foundation, Inc. (the “Foundation”) to:
  - 1.1.1. Develop and recommend for approval a plan for board member onboarding and education;
  - 1.1.2. Help to set the tone and develop a culture to promote open discussion in Board and Committee and Task Force meetings;
  - 1.1.3. Identify the areas of board performance that are the strongest and those that need improvement;
  - 1.1.4. Identify priority areas for the board to focus on over the next 1 or 2 years;
  - 1.1.5. Allow different views to emerge – the difference between responses given by two groups of board members (or by the board and senior staff) can be tracked and then used to start a discussion; and
  - 1.1.6. Review and report to the Executive Committee and full Board the effectiveness of board assessment planning.

### **2. Membership**

- 2.1. The Task Force shall consist of five (5) or more voting members of the Board, appointed yearly as needed
- 2.2. The Chair of the Task Force shall be designated by the Board President and shall preside at all Task Force meetings
- 2.3. One or more members of the Staff shall be selected by the Board as ex-officio, non-voting members to support the Board Assessment Task Force
- 2.4. The Task Force may include non-board members as ex-officio, expert advisors. They are bound by the same ethical and moral standards as a full-fledged board member, even though they do not have the authority to make organizational decisions

### **3. Meetings and Quorum**

- 3.1. The Task Force shall meet as needed, at least two (2) times per year and additionally as circumstances dictate
- 3.2. Notice of meetings shall be given to all Task Force members or may be waived in the same manner as required for meetings of the Board. Meetings of the Task Force may be held by means of conference telephone or other communications equipment by means of which all persons participating in the meeting can hear and speak to each other
- 3.3. Any recommendations of the Task Force will be made by consensus. The Task Force is not bound by a quorum but shall include a record of attendance in any notes or recommendations that are forwarded to the Executive Committee.

### **4. Authority**

- 4.1. In discharging its role, the Task Force is empowered to inquire into any matter it considers appropriate to carry out its responsibilities.
- 4.2. The Task Force may obtain advice or assistance from outside experts if needed.

**5. Key Responsibilities**

5.1. The Task Force shall undertake the following responsibilities, which are set forth as a guide. The Task Force is authorized to carry out these activities and other activities reasonably related to the Task Force’s purposes or assigned by the Executive Committee or by the Board from time to time. To fulfill its purposes, the Task Force shall work to:

- 5.1.1. Assess the performance of the board on its core responsibilities;
- 5.1.2. Identify priority areas for the board to focus on over the next 1 or 2 years;
- 5.1.3. Develop and update an Onboarding Program for new board members; and
- 5.1.4. Maintain notes<sup>1</sup> of meetings and regularly report to the Executive Committee and Board on Task Force findings, recommendations and actions, and any other matters the Task Force deems appropriate or the Board requests.

This charter was recommended by the UW-Stevens Point Foundation Governance and Executive Committees and Approved by the UW-Stevens Point Foundation Board of Directors on February 14, 2020.

\_\_\_\_Peter Crawford\_\_\_\_\_  
/s/ UWSPF Board President

\_\_\_\_Debra Marten\_\_\_\_\_  
/s/ UWSPF Board Secretary

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<sup>1</sup> Notes vs. Minutes: While notes may include some of the same information as minutes, notes vary vastly in format and context and are not considered an official record.