

**THE CALIFORNIA STATE UNIVERSITY DOMINGUEZ HILLS
PHILANTHROPIC FOUNDATION
BOARD OF DIRECTORS
ORGANIZATIONAL AND BUSINESS MEETING
TUESDAY, MAY 5, 2015
9:30AM TO 11:30AM
SUITE WH C-454**

I. CALL TO ORDER

II. ROLE CALL

III. REPORT OF SOLE INCORPORATOR ACTIONS

- a. Memorandum Report – **Item A**
- b. Articles of Incorporation – **Item B**
- c. Initial Bylaws – **Item C**
- d. Initial Board Members – **Item D**
- e. Interim Officers
- f. Federal Tax-exemption (501(c)(3)) Application
- g. Auxiliary Organization Status
- h. Statement of Information Filed
- i. Federal Tax ID Number (FEIN)

IV. RATIFICATION AND CERTIFICATION OF BYLAWS – **Item C**

Recommended Motion: To ratify and authorize Secretary-Treasurer to certify the Corporation Bylaws as adopted by the Sole Incorporator.

V. SET FISCAL YEAR

Recommended Motion: To set the Corporation's Fiscal Year as beginning on July 1 and ending June 30.

VI. ESTABLISHMENT OF CORPORATE FUNDS FRAMEWORK

Recommended Motion: That the Chief Financial Officer and Executive Director of this corporation are authorized to open such bank accounts, or accounts established with the CSUDH Foundation, as may be necessary or appropriate for the conduct of this corporation's business. Specifically, it is provided through this action that any such bank accounts so opened shall, until changed by the Board of Directors, require the signature of either the CFO or Executive Director of this corporation on all checks or authorizations drawn on such accounts, and that all accounts established within the CSUDH Foundation shall utilize the authorized CSUDH Foundation check signers for disbursements upon receipt of duly signed authorizations to pay by either the CFO or Executive Director. Further, it is provided herein that all resolutions required by the depository banks with respect to such accounts are hereby adopted and that the CFO and the Executive Director of this corporation are authorized to certify to any bank the adoption of the resolution in the form used by that bank, as well as any documents necessary for the opening of accounts with the CSUDH Foundation.

[Note: Separate and subsequent Bank Resolutions may be required]

VII. OTHER BUSINESS MATTERS

- a. Operating Agreement: Resolution No. 15-01 – **Item E**
Recommended Motion: *To adopt Resolution No. 15-01.*
- b. *Conflict of Interest Policy* – **Item F**
Recommended Motion: *To adopt Conflict of Interest Policy as recommended.*
- c. *Non-Discrimination and Affirmative Action Policy* – **Item G**
Recommended Motion: *To adopt Non-Discrimination and Affirmative Action Policy as recommended.*
- d. *Source and Use of Public Relations Funds Policy*– **Item H**
Recommended Motion: *To adopt Source and Use of Public Relations Funds Policy as recommended.*
- e. Business Services Agreement with CSUDH Foundation – **Item I**
Recommended Motion: *To approve Business Service Agreement with CSUDH Foundation as recommended.*
- f. Authorization to Accept Transferred Assets: Resolution No. 15-02 – **Item J**
Recommended Motion: *To adopt Resolution No. 15-02.*
- g. Management Delegated Authority
Recommended Motion: *To authorize officers to conduct management affairs of the Corporation consistent with applicable law, Board and University policy, and sound business practices.*
- h. Liability Insurance Coverage through AORMA: Resolution No. 15-03 – **Item K**
Recommended Motion: *To adopt Resolution No. 15-03.*
- i. Appointment of Executive Director
Recommended Motion: *To appoint Carrie Stewart in her position as University Vice President for Advancement as Executive Director of the California State University, Dominguez Hills Philanthropic Foundation.*

VIII. NOMINATION AND ELECTION OF OFFICERS

IX. INFORMATION MATTERS

- a. Tentative Board Meeting Schedule for Balance of 2015
- b. Draft 2015-16 Transition Operating Budget – **Item L**
- c. Upcoming Policy Statements: Endowments; Gift Acceptance
- d. President's Updates

X. ADJOURN