

**Maggie L. Walker Governor’s School for
Government and International Studies Foundation, Inc.**

Charter of the Alumni Steering Committee

Approval, Review and Revision History

Date	Description of Revision	Author	Approval Date	Approved by Name & Title
8/5/2013	Initial Version 1.0	Hal Waller		
8/7/2013	Vetted version (changes made to section VII)	Governance & Nominations Committee		
9/8/2014	Changes made to Article III	Alumni Steering Committee	9/8/2014	Board of Director

I. Purpose

The Alumni Steering Committee (the Committee) of the Maggie L. Walker Governor's School for Government and International Studies Foundation, Incorporated (the Foundation) has been established by the Board of Directors (the Board) in accordance with Article IV of the Foundation's Bylaws. The Committee will assist the Board and its Executive Committee in performing the duties and responsibilities of the Board with respect to alumni relations.

The Committee serves in an advisory capacity to the Board and Executive Committee, and has no power or authority beyond the recommendations it provides to the Board and Executive Committee on matters related to events and activities sponsored by the Foundation. The Board and Executive Committee shall continue to have the ultimate duty and responsibility to manage or direct the management of the business and affairs of the Foundation.

II. Responsibilities

In addition to any duties stated in Foundation Policies, the Committee shall have the following responsibilities:

- 1) Work with the Board to develop and monitor the Foundation's plan and goals for engaging alumni;
- 2) Work with the Foundation staff to ensure a strong and engaged alumni community, including planning reunions, special alumni events, and other alumni outreach activities;
- 3) Identify and contact alumni interested in supporting the school and the Foundation.

III. Membership

The Committee shall consist of a chair, recommended by the Foundation chair, and two or more Directors as its members, all elected by the Board of Directors, in addition to the Chair of the Board of Directors, who shall be an *ex officio* member, with vote. The Committee shall include the Richmond Alumni Chapter President, or his or her designee, as a voting member. The Board of Directors may also elect *ex officio* Directors to serve as members, without vote. The Foundation Chair may appoint any number of other persons to serve as members of the Committee on the recommendation of the Committee Chair. Each Director or other person selected to serve on the Committee shall hold office for one year and until the election and qualification of their respective successors.

In addition, the Committee may designate certain individuals to serve the Committee in advisory capacities, based upon special skills or expertise deemed valuable or desirable to the Committee.

Only a Director of the Foundation may be elected by the Board of Directors to serve as chair of a standing committee upon the recommendation of the Committee.

Officers and employees of the Foundation may be elected as *ex officio* members of the Committee, serving without vote, and may be elected by the Committee to serve as secretary.

Any voting member of the Executive Committee of the Foundation may attend the meetings of the Committee in a non-voting role. The attendance of outsiders at Committee meetings will be at the discretion of the Chairperson.

IV. Chairperson

The Chairperson of the Committee shall be nominated by the Executive Committee and elected by the Board at the annual meeting of the Directors or, if a vacancy shall occur, at the next regularly scheduled meeting of the Directors. The Chairperson shall preside over meetings of the Committee and perform duties that may be requested by the Board.

V. Meetings

The Committee shall meet in regular sessions and in special sessions as circumstances warrant. At least 7 days' written notice must be given of each meeting, except that in the case of an emergency meeting, at least one day's notice must be given. Committee members are expected to attend meetings (by telephone or video if necessary) and to spend the time needed to properly perform their responsibilities.

VI. Quorum

A quorum for a meeting of the Committee shall be a majority of the voting membership and include the Chairperson. The quorum may be met by participation by means of phone, videoconference, or in person.

VII. Minutes

The Secretary of the Committee shall be selected by the Committee and ensure that minutes of meetings are recorded and maintained in the records of the Foundation. Officers and employees of the Foundation may be selected to serve as secretary.

VIII. Action without a meeting

Any action that may be taken at a meeting of the members of the Committee may be taken without a meeting if a consent in writing is signed by all members of the Committee, either in person or by electronic means.

IX. Agenda

The agenda shall be set by the Chairperson or an alternate from the Committee designated by the Chairperson. The agenda shall be distributed to the Committee members in advance of each meeting. At any meeting, each Committee member is free to raise subjects that are not on the agenda for that meeting.

X. Voting

All matters shall be determined by a majority vote of the Committee members in attendance at a meeting provided that the members in attendance constitute a quorum. The act of a majority of the members present at any meeting at which there is a quorum shall be the act of the Committee. In the event of a tie vote, a proposal is not approved. Individual votes shall not be recorded.

XI. Subcommittees

The Committee may create subcommittees in order to fulfill specific duties. The subcommittees assist the Committee by distilling key information on issues and by providing recommendations for action.

XII. Accountability

The Board shall authorize and approve this charter. The Executive Committee shall be accountable for overseeing the performance of the Committee. The Board delegates the authority to modify this charter to the Executive Committee. Any modification of this charter shall be disclosed in a formal notice to the Board at a regularly scheduled meeting of the directors.

XIII. Review Cycle

This charter shall be reviewed annually by the Governance and Nominations Committee. Additional reviews shall be triggered by major changes in Foundation strategy or the regulatory environment for non-profit foundation operations.