

HCHSAA Nominations Process FAQ

How is the Board-recommended “slate” chosen out of those who express interest in serving on the Board?..... 1

What is the procedure for submitting and voting on an alternative slate?..... 2

Are the requirements and expectations listed in the Call for Nominations included in any official governance documents or any accessible documents other than this email?..... 2

Why are these goals being shared at this time? Could they change in the future?..... 3

Why do prospective board members need to commit to these fundraising goals?..... 3

Do these expectations apply to the current board members, or just to new board members?... 3

How common are an expectation of giving/fundraising by Board Members for charitable not-for-profit boards in New York State and beyond?..... 4

What is the procedure for election of Officers of the Board?..... 4

How Does a Board Member Candidate Win a Board Seat?..... 5

How do we ensure that elections are run fairly?..... 5

How is the Board-recommended “slate” chosen out of those who express interest in serving on the Board?

The process for being nominated is as outlined in the Call for Nominations: 1) submission of cover letter, resume, and completed interest survey by the candidate; 2) an interview between the candidate and at least two board members on the nominating committee; 3) the candidate's express intent to take on the board responsibilities discussed, as well as their request to be included on the ballot.

Anyone who follows this process can have their name placed on the ballot irrespective of whether they meet any criteria articulated by the Board., i.e. there is no financial litmus test or "screening criteria" required to simply run. The screening process and associated criteria are to determine who the board endorses as future board members.

All candidates appearing on the ballot will have a link to their photo and personal statement (provided by the candidate) available from the ballot (as well as on the HCHSAA webpage).

What is the procedure for submitting and voting on an alternative slate?

The term “slate” has been used in the past to refer to a list of alumnae/i whom the Governance Committee recommends for election to the Board. This is a common practice, especially in large membership organizations, where many members may not choose to individually evaluate board candidates and instead rely on the Board’s endorsement process to inform their votes. This has been the historical practice of the HCHSAA.

In reality, voters do not vote for a “slate” of candidates because each candidate is voted on individually by each Member. The procedure for appearing on the ballot is the same for all candidates.

The ballot itself allows each voter to vote for as many candidates for which we have available seats. All candidates – who have completed the nominations process and chose to be included on the ballot – will be included on the ballot. The ballot also allows each voter to vote for write-in candidates. Each voter may vote for any combination of published and write-in candidates, up to the maximum number of seats available for election to the Board.

The number of seats that will open will be determined in advance of the election and clearly indicated on the ballot.

Are the requirements and expectations listed in the Call for Nominations included in any official governance documents or any accessible documents other than this email?

These guidelines for board membership have been assembled to provide transparency about current Board Member expectations and the type of criteria that factor into the Governance Committee’s selection of candidates to include on the Board-endorsed slate.

We encourage all interested alums to run for positions on the Board. Any concerns will be collaboratively discussed, including discussions about other ways that a specific candidate plans to meaningfully contribute to HCHSAA as a Board member. Discussions may also bring up

opportunities to serve as a project- or program-focused volunteer or in some other capacity that may be more attractive to an alum.

Why are these goals being shared at this time? Could they change in the future?

In the interest of transparency, we believe that setting out the financial expectations of future board members is a good first step. These goals can be adjusted from time to time as appropriate, as can exceptions be made as appropriate.

Why do prospective board members need to commit to these fundraising goals?

For a charitable not-for-profit organization that was established to benefit the mission of Hunter College High School, fundraising is a critical component of the work of the Board of Directors. While there may be circumstances where it may be valuable to the HCHSAA to have an individual on the Board who has not made a financial donation, we believe a baseline of demonstrated financial support is required of a board that directs the use of donated funds.

To properly support Hunter College High School through funding needs presented by the school administration, a strong financial base is necessary. Board Members who have fiduciary duties to act in the best interest of the Alumnae/i Association should generally be prepared to support the organization financially before asking fellow alumnae/i to also contribute to meet our mission. Fundraising is even more critical to the AA's activities given the AA's decision to eliminate membership dues as of FY22 in order to foster greater member engagement and remove barriers to participation.

Do these expectations apply to the current board members, or just to new board members?

This baseline obligation applies to Board Members serving their first term and Board Members being elected for a second term. These standards are provided as a starting point; there are many ways to make meaningful contributions to the HCHSAA, which is the obligation of every board member.

How common are an expectation of giving/fundraising by Board Members for charitable not-for-profit boards in New York State and beyond?

It is a baseline expectation for Board Members to be active donors to a not-for-profit organization on which they are seated. In addition to being good practice that helps ensure that Board Members are personally incentivized to make good use of the donated funds, there are grants for which the HCHSAA can apply that require that 100% of Board Members are active donors.

There are many authoritative sources that express these expectations of Board giving. We have compiled a few of those sources for your review:

- Guidance from the NYS Attorney General Charities Bureau in considering a seat on any charitable Board.
<https://ag.ny.gov/sites/default/files/publications/Right-From-the-Start.pdf>
- Guidance from Philanthropy Daily.
<https://philanthropydaily.com/10-basic-things-nonprofit-board-members-should-be-expected-to-do/>
- Guidance from the Board Source.
<https://boardsource.org/resources/personal-contributions/#:~:text=Board%20members%20of%20most%20charitable,a%20personally%20significant%20financial%20gift>
- Guidance from philanthropist Joan Garry.
<https://www.google.com/url?q=https://www.joangarry.com/nonprofit-board-giving-policy/&sa=D&source=docs&ust=1712692162402839&usg=AOvVaw0gmPJk7UKf13SqyinmrXzD>
- Guidance from People First Fundraising.
https://www.google.com/url?q=https://www.peoplefirstfundraising.ca/sustainable-solutions-blog/2020/12/22/should-board-members-be-expected-to-donate-financially-to-their-charities&sa=D&source=docs&ust=1712692162405645&usg=AOvVaw2lV2Xqp5t_03iHaUipRCsr

What is the procedure for election of Officers of the Board?

Officers of the Board (President, Vice President, Treasurer, Secretary, and any assistant officers) are elected by the Members of the Board at the first Annual Meeting of the fiscal year, occurring in July of every fiscal year.

How Does a Board Member Candidate Win a Board Seat?

Board Members can be elected to the Board by winning a plurality of the votes cast. In our case, it will be the candidates receiving the most votes, for a total of the number of people needed to fill the open Board seats.

How do we ensure that elections are run fairly?

The HCHSAA will appoint one or more elections inspectors. Inspectors can be anyone, even a non-member, provided that the Board is confident the inspector will carry out the inspection impartially and ethically. Each inspector, before entering upon the discharge of his or her duties, shall take and sign an oath faithfully to execute the duties of inspector at such meeting with strict impartiality and according to the best of his or her ability.