

**BOISE STATE
UNIVERSITY
FOUNDATION**



Team Captains and Sixth Year Players:
DJ Schramm, Fall '22, Mechanical Engineering, and
Riley Smith, Spring '22, Construction Management.

Creating opportunities and impacting the lives of Boise State's more than 350 student-athletes requires strategic planning, resources and determination to elevate our sights. To aggressively move forward, Boise State Athletics' ambitious blueprint for success- The What's Next Initiative - is the focus of the department's campaign priority. Learn more here.

GOVERNANCE COMMITTEE

MONDAY, OCT. 23 | 3 - 5 P.M.



BOISE STATE UNIVERSITY



**BOISE STATE UNIVERSITY
FOUNDATION**

GOVERNANCE COMMITTEE MEETING

**Monday, October 23, 2023, 3 p.m.
1004 S La Pointe St., Boise, ID 83706
(Home of Kenny and Suz Bolton)**

Note: no Zoom option for this meeting

AGENDA

I. Call Meeting to Order	Debbie Flandro
II. Approval of Minutes from July 24, 2023 [VOTE]	Debbie Flandro
III. Mentor Update	Paul Powell
IV. Recruitment Update/Future Board Members Prospects	Paul Powell
V. Foundation Board Resources/Website Update	Alison Bilgic
VI. Policy Review Update	Paul Powell
VII. Other Business	Debbie Flandro
VIII. Executive Session (if needed)	Debbie Flandro
IX. Adjournment/Happy Hour	Debbie Flandro

Foundation Board of Directors Engagement Event is 11/11/2023, Big Blue Huddle, AFC

Next Foundation Board of Directors meeting is 11/10/2023, 10:45 a.m. – 11:45 a.m., AFC 209

Volunteer Summit 11/10/2023, 12 p.m. – 6:30 p.m., AFC

The next Governance Committee meeting is 10/23/2023, 3 – 5 p.m., AFC 406/Zoom.



**BOISE STATE UNIVERSITY
FOUNDATION**

GOVERNANCE COMMITTEE MEETING

Monday, July 24, 2023, 3 p.m.

AFC Room 406/Hybrid

Meeting Minutes

Directors Present

**Debbie Flandro - Committee Chair,
Ted Epperly, Chuck Hallett, Darren Kyle, Jim Martin,
Bruce Mohr, Glen Walker, Kimberly Welsh**

Staff Attendees

Paul Powell, Alison Bilgic

I. Call Meeting to Order

Debbie Flandro called the meeting to order.

II. Approval of Minutes from April 13, 2023 [VOTE]

Ms. Flandro called for a motion to approve the minutes from April 13, 2023 Governance Committee Meeting.

Motion by Bruce Mohr to approve the minutes.

Second by Glen Walker

Approved by unanimous vote.

III. New Director Mentors

Ms. Flandro highlighted the way we pair current board members with new directors as part of their onboarding, and asked the two new directors present if they had a previous connection to any current members of the board.

Darren Kyle shared that Brian Yeargain would be his first choice for a mentor.

Chuck Hallett suggested Kenny Bolton.

Action: Approach Brian Yeargain and Kenny Bolton about being mentors. Check-in with Stacy Pearson, & Matt Wolff about their existing connections, and determine who might be a good mentor for each of them as they onboard.

IV. Update on Director Orientation

A draft agenda for the September 8, 2023 Foundation Board Orientation was shared as part of the materials and briefly discussed. Debbie Flandro highlighted the value of the orientation program and encouraged new directors to attend.



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V. Update Charters

Paul Powell outlined a proposed process and timeline for a comprehensive Charter review.

- Charters are reviewed at least once every 3 years.
- Most Committee Charters are up for review this fiscal year.
- There are differences in format and level of detail that should be addressed through the revision process, as well as updates to reflect how committees meet the current needs of the Board.

Action: Have Charters reviewed by their committees, revised and approved by January 2024.

A redline version of the Governance Committee Charter was presented and discussed. A suggestion to add an effective date was made by several committee members.

Ms. Flandro requested a motion to approve the proposed changes to the Charter.

Motion by Kimberly Welsh to approve the changes as outlined in the redline version of the Governance Committee Charter.

Seconded by Glen Walker.

Approved by unanimous vote.

VI. Update on Future Prospect Process

Paul Powell walked through Director Prospects Process and typical timeline.

Action: Review and updated prospects list at the October Governance Committee Meeting.

VII. Other Business

Debbie Flandro asked if there was any other business. Paul Powell shared that in addition to the Charters a process has been started for updating the Policies on a more regular basis. The Governance Committee will continue to have a role to play, though policies pertinent to the functions of other committees will be reviewed and edited by those committees. Glenn Walker posed a question about getting access to the current versions of the policies for further review.

Action: Distribute copies of policies either through the new Intranet, via email, or a shared drive to assure Board Members have access to the current policies.

Kimberly Welsh brought up the fact that we had planned on taking our Governance Committee offsite.

Action: Alison will talk to Kenny Bolton about taking him up on the offer of hosting the next meeting.

VIII. Executive Session

Executive Session was not needed.

IX. Adjournment

Debbie Flandro adjourned the meeting.



Minutes Approved:

Debbie Flandro, Committee Chair

Foundation Board of Directors Engagement Event is 8/10/2023, 5:30 – 7:30 p.m., Hemingway Center

Next Foundation Board of Directors meeting is 8/11/2023, 9:30 a.m. - 1 p.m., AFC Ballroom/Zoom.

The next Governance Committee meeting is 10/23/2023, 3 – 5 p.m., TBD

Boise State University Foundation
New Director Prospects FY24

Name	Organization	Location	Skills	Giving Level *	Gift Capacity Estimate (over 5 years) **	Inclination Score	University	Age	Other
Draft 2024 Shortlist Contact by Committee Members:									
Top Prospects:									
Kim Adler	Self Employed (Children's book author)	NYC, NY		3	6	4- Average	Boise State	60	COBE graduate - Finance
Brenda Atkinson	Retired US military & Gov.	Boise, ID	Government affairs	4	9	4 - Average	George Washington Univ.	81	Other indiv, Principal giving
Cole Clinger	Melaleuca Inc. (President)	Shelley, ID	Business		n/a	4- Average	Boise State (COAS)	42	BSU Cheerleader. South video board
Dave Dean	Western Recycling Pres.)	Meridian, ID	Accountancy, Business	4	8	1 - Excellent	Boise State	69	BAA Board and BAA/AA Auction Committee
Marybeth Flachbart	Education Northwest	Boise, ID	Education	4	8	1 - Excellent	Boise State, Fairfield Univ., Marymount Univ.	64	Taught at Boise State; Fmr. COED Advisory Board;
Lisa Grow	Idaho Power (Pres. & CEO)	Eagle, ID	Engineering	2	8	3 - Good	Boise State, MBA, Idaho	58	Pres. Business Advisory Council, Former COEN Advisory Board, 2014 COBE Outstanding Alumni
Blake Hansen	Alturas Capital LLC (Founder/Partner	Meridian, ID	Investments	4	9	1 - Excellent	Boise State	42	Fmr. Boise State Alumni Board
Cory Jackson	Jackson Food Stores, Inc. (Pres.)	Eagle, ID		2	8	5 - Below Average	N/A	48	
Nicole Kissler	Norco (CEO)	Boise, ID	Healthcare				Oregon State	38	COHS Board of Advisors
Tara Martens Miller	Of counsel at Holland & Hart	Boise, ID	Legal	4	4	3 - Good	Boise State, Tulane JD	51	COBE Adjunct professor of business law, Director for Martens Family Foundation
Torry McAlvain, Sr.	KTMAC Investments (Owner)	Boise, ID	Construction	4	8	2 - Very Good	Boise State (attendee)	60	BAA Board, COEN Const. Mgmt. Advisory Board
David McFadyen	St. Alphonsus Regional Medical Center	Eagle, ID	Helthcare administration	N/A	4	5 - Below Average	Boise State, NNU MBA	47	SARMC President. COHS_ Health Informatics & Info. Mgmt. Advisory Bd.
Mark Miller	Miller Family Holdings LLC (CEO)	Boise, ID	Business	4	8	2 - Very Good	Boise State (attendee), Univ. of Puget Sound, Pepperdine MBA	53	
Skip Oppenheimer	Oppenheimer Companies, Inc. (CEO)	Boise, ID	Business	4	7	1 - Excellent	Idaho, Harvard MBA	77	Frank Church Board Pres., Federal Reserve Board
Shawn Siddoway	Micron	Boise, ID	Buisiness, Tech.			4 - Average	BYU and Boise State	50	
David Turnbull	Brighton Corporation (CEO)	Eagle, ID	Development	4	9	2 - Very Good	BYU and Washington State	64	
Ron Van Auken Jr.	Van Auken Companies (Co-owner)	Nampa, ID	Business and Finance	4	8	2- Very Good	Oregon	41	COBEAC Board, Pres., BAA
Luke Dixon	Cocktails in a Can LLC	Ketcham, ID	Business, Marketing	4	9	1 - Excellent	Boise State, Finance	37	Principial giving, Student Athlete?
Kasey Dixon	Cocktails in a Can LLC	Ketcham, ID	Business, Marketing	4	9	4 - Average	Boise State, Marketing	37	Principial giving
Zeke Johnson	Record Steel and Construction Inc. (RSCI)	Boise, ID	Construction	4	9	2 - Very Good	Boise State (COEN)	45	BSU Football, COEN-Civil, President of RSCI
Ann Marie Johnson	BSU Intercollegiate Athletics	Boise, ID		4	9	1 - Excellent	Boise State	44	BAA/AA Auction, Make-A- Wish Idaho, BSU Gymnastics
Sally Wright	Grousemont Foundation (Pres.)	Hunts Point, WA	Philanthropist	3	9	4 - Average	University of Washington	n/a	Parent of current student.
Other Identified Prospects:									
Robert Atkinson	Hyland & Harper LLC	Boise, ID	Business	4	9	2 - Very Good		80	Other indiv, Principal giving, BSU Honors College Adv. Board
Hollis Brookover	Mariposa Labs LLC (Co-owner)	Boise, ID	Business	3	5	3 - Good		63	Frank Church Institute
Greg Carr	Gregory C. Carr Foundation	Idaho Falls, ID	Tech, Philanthropist and Humanitarian	4	9	3 - Good	Utah State, Harvard	64	Principal giving; Honorary Phd from Boise State in 2015
Brian Edgar	Employers Resource Management Co.	Boise, ID		4	5	1 - Excellent	attended Boise State	65	Parent/Attendee
Jeff Feeler	U.S. Ecology (Chairman, Pres. & CEO)	Eagle, ID	Business	3	8	1 - Excellent	Boise State, Acct. & Fin.	54	COBEAC
John Foudy	ExxonMobil Corporation	Spring, TX	Petroleum Industry	4	3	3- Good	Boise State and University of North Carolina Chapel Hill	47	
Peggy Elliott Goldwyn	filmmaker and screenwriter	Sun Valley, ID	filmmaker and screenwriter	3	5	2 - Very Good		n/a	Center. Commissioner for the Women's Refugee Commission. Founder of the Samuel Goldwyn Children's Center, President of the Beverly Hills board of
Stacey Guill	Retired	Boise, ID	Literature	4	7	2 - Very Good	Cal State Hayward, Boise State MA, Indiana PhD	74	Well known Hemigway Scholar
(Anita) Kay Hardy	Pres. Of various Trout Farms, Hardy Family Foundation, Kay Hardy Properties & more	Boise, ID	Business, Architecture	4	9	1 - Excellent	Boise State, BA Utah, MA New Mexico	75	2020 Gov. Lifetime Achievement in the Arts Award, 2022 Distinguished Alumni Award
Chris Honcik	Infineon Technologies	Garden City, ID	Tech - Semiconductors	4	5	1 - Excellent	Boise State, MA Texas	63	

Boise State University Foundation
New Director Prospects FY24

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Gregory Kaslo	The Egyptian Theatre Company	Boise, ID		4	9	3 - Good		79	
Karl Knapp	PJT Partners	NYC, NY	Finance / Investment	3	6	2 - Very Good	Boise State, Harvard, Oxford	65	Honors College Adv. Bd., Pres. Board of Advisors, Professor of Practice
Harriette Lowery	Retired	The Villages, FL		3	8	3- Good	Boise State	76	
Scot Ludwig	Scot M. Ludwig & Associates	Boise, ID	Legal, Real Estate	3	6	3 - Good	Boise State and Univ. of Idaho	64	2018 Distinguished Alumni Award, Mens Basketball team
Diana Luoma	Sekady Capital	Fruitland, ID	Business	4	9	1 - Excellent	Boise State (alumna)	44	AA Board
Kevin McDonald	Famous Idaho Potato Bowl	Boise, ID	Marketing	4	5	1- Excellent	Boise State	65	COBE grad, Former student-athlete Football
Kathryn Metcalfe	CVS Health (Sr. VP)	Darien, CT	Communications	3	6	4 - Average	Northwestern BA & MA	54	
Mark Paljetak	Silvercreek Realty Group	Boise, ID	Real Estate	4	8	2 - Very Good	Boise State, Comm.	50	Planned gift \$914k, Football team.
Brady Panatopoulos	Alscott Inc. and J.A. and Kathryn Albertson Foundation	Boise, ID	Accounting, Finance	3	4	1 - Excellent	Boise State	62	COBEAC, Accountancy Dept. Advisory Bd., AA Board
Connie Petersen	Connie M. Petersen at River Bend Counseling	Boise, ID	Healthcare	3	4	2 - Very Good	Boise State	58	BAA/AA Auction
Jan-Erik Peterson	Engineered Structures Inc.	Meridian, ID	Business, Construction	3	4	2 - Very Good	Boise State (COEN)	52	COEN-CM, CM Industry Advisory Board, BSU Football
Don Reiman	Echelon Group	Boise, ID	Financial Planning	4	5	1 - Excellent	Boise State, MA American College	68	BAA board (past president), BSU Foundation Board, BAA/AA Auction, BAA Endowed and Planned Gift Cmte.
Mark Ridley	Ridley's Family Markets (Pres.)	Boise, ID	Grocery, Retail	4	5	2- Very Good	Boise State, St. Joseph's Univ.	45	
Jeffery Romrell	Romrell Capital	Danville, CA		3	6	1 - Excellent	Boise State	55	
Tasha Savage	Tasha Savage Nutrition and Pilates	Salr Lake City, UT		4	8	2 - Very Good	Boise State	55	
Mike Sadler	MWS Advisory Services LLC. (president)	Scottsdale, AZ	Technology	3	7	4 - Average	Boise State and Santa Clara University	65	Former Idaho Shakespeare Festival Board and COBEAC Board
Elizabeth Schneider	Idaho STEM Action Center, Intel (retired)	Boise, ID	Software Engineer	4	9	1 - Excellent	Boise State, Washington State MA	58	2006 Boise State Outstanding Alumni Award, \$1.75M Planned Gift,
Christina Moore Ward	Christina & Company - Keller Williams Realty	Boise, ID	Real Estate	2	5	4 - Average	Boise State (COHS)	41	BAA Board, BAA/Alumni Auction Committee, BSU Volleyball
Stephen Woychick	Retired - Attorney	Boise, ID		4	6	1 - Excellent	Boise, State	61	

* Giving Level:
 1 < \$1,000
 2 \$1,000 - \$25,000
 3 \$25,000 - \$100,000
 4 >\$100,000

Boise State University Foundation

Policy Review Tracking

Policy Name	Last Revised	Committee	Next Review Committee/Board	Proposal/Comments
Campaign Reporting Policy	4/28/2010	Campaign	Oct./Nov. 2023	<i>Joe is making final edits based on feedback from Matthew - will be ready to include in the Campaign Committee Packet going out Oct. 17</i>
Conflict of Interest Policy	1/27/2010	Finance	Jan./Feb. 2024	<i>Running comparison with other institutions, and preparing updated version for the next committee meeting</i>
Whistleblower Policy	1/27/2010	Finance	Apr./May 2024	Cross referencing with University's current policies
Record Retention and Destruction Policy	4/27/2011	Finance	Jul./Aug. 2024	Cross referencing with University's current policies
Unrestricted Fund Fiscal Policy	8/7/2021	Finance	next review FY25	Updated in Aug. 2021 - due for a revisit in FY25
Petty Cash Policy	1/27/2010	Finance	next review FY26	Reviewed in FY23 - no changes were made. Next review in FY26
Credit Card Policy	4/21/2023	Finance	next review FY26	Changed "employee" to "staff." Review again in FY26.
Confidentiality Policy	4/27/2011	Governance	Jan./Feb. 2024	
Confidentiality Policy Acknowledgement - Foundation Employee	4/27/2011	Governance	(with confidentiality)	not stand alone policy- this should be an Adendum to the Confidentiality Policy
Confidentiality Policy Acknowledgement - Non-Employee	4/27/2011	Governance	(with confidentiality)	not stand alone policy- this should be an Adendum to the Confidentiality Policy
Gift Acceptance Policy	1/27/2010	Governance	Apr./May 2024	
Membership Dues Policy	1/27/2010	Governance	Jul./Aug. 2024	Potentially eliminate. Conflicts with fee policy. Requires a deeper conversations with Alumni and BSPR
Foundation Fee Policy	8/13/2022	Governance	next review FY26	Expanded to all private support and 5% fee. Review again in FY26.
Investment Policy	8/13/2022	Investment	Oct./Nov. 2023	Additional updates to review based on current work with RVK A lot of work has already been done by Paul and Jennifer, but needs additional review/update before it goes to committee
Life Income Agreement Policy	1/27/2010	Investment	Jan./Feb. 2024	
Operating Quasi-Endowed Fund Policy	1/27/2010	Investment	Apr./May 2024	
Real Estate Gift Acceptance Policy	6/17/2015	Real Estate	Jan./Feb. 2024	
Potential New Policies				
Code of Conduct/Ethics				
Housekeeping:				
1. Standardize format				

Com/Mtg	Jul/Aug	Oct/Nov	Jan/Feb	Apr/May	Key
FY22	Unrestricted Fund Fiscal Policy				Campaign Finance & Audit Governance Investment Real Estate
FY23	Foundation Fee Policy			Credit Card Policy	
FY24	CHARTERS	Campaign Reporting Policy Investment Policy	Conflict of Interest Policy Confidentiality Policy Life Income Agreement Policy Real Estate Gift Acceptance Policy	Whistleblower Policy Gift Acceptance Policy Operating Quasi-Endowed Fund Policy	
FY25	Record Retention and Destruction Policy Membership Dues Policy	Unrestricted Fund Fiscal Policy			
FY26	Foundation Fee Policy		Petty Cash Policy	Credit Card Policy	
FY27	CHARTERS	Campaign Reporting Policy Investment Policy	Conflict of Interest Policy Confidentiality Policy Life Income Agreement Policy Real Estate Gift Acceptance Policy	Whistleblower Policy Gift Acceptance Policy Operating Quasi-Endowed Fund Policy	
FY28	Record Retention and Destruction Policy Membership Dues Policy	Unrestricted Fund Fiscal Policy			
FY29	Foundation Fee Policy		Petty Cash Policy	Credit Card Policy	
FY30	CHARTERS	Campaign Reporting Policy Investment Policy	Conflict of Interest Policy Confidentiality Policy Life Income Agreement Policy Real Estate Gift Acceptance Policy	Whistleblower Policy Gift Acceptance Policy Operating Quasi-Endowed Fund Policy	
FY31	Record Retention and Destruction Policy Membership Dues Policy	Unrestricted Fund Fiscal Policy			