



**UC SAN DIEGO FOUNDATION
GUIDELINES FOR SELECTION OF TRUSTEES
NOMINATING COMMITTEE**

BACKGROUND/PHILOSOPHY

In accordance with the bylaws of the UC San Diego Foundation, the Nominating Committee of the Board of Trustees is charged as follows:

The Nominating Committee shall assist in identifying and helping the University to cultivate relationships with potential candidates for Trustees. To ensure that this charge is fulfilled, Committee members should have a broad range of community involvement, be able to take an active role in developing relationships with these individuals, and when appropriate, extend invitations to serve. The Committee shall prepare and submit to the members of the Board, in writing in advance of any election, a slate of Trustee candidates and officers of the Foundation. Committee members shall consist of at least three (3) Elected Trustees in addition to the Ex Officio members.

To ensure continuity and experience of Board membership, it is the objective of the Nominating Committee to regulate the number of the Trustee terms that expire each year.

Normally, the Nominating Committee meets twice during the year. At the first meeting, the Committee makes a preliminary selection of candidates to investigate as prospective Trustees. At the second meeting, the Committee formulates final recommendations to present to the Board in the following three areas: 1) New Trustees; 2) Trustees eligible for reelection; and 3) Officers for the following fiscal year.

I. NEW TRUSTEES

A. Criteria for Selecting New Trustees:

1. A majority of the Board of Trustees shall be persons not employed by the University.
2. Candidates shall have expertise in a field beneficial to the Foundation, such as: Accounting, Civic Involvement, Education, Finance, Fund-raising, Investment Management, Law, Marketing, and Public Affairs.
3. Candidates shall have demonstrated a strong interest in the affairs of the University and have contributed or secured financial support.
4. The Nominating Committee shall assure the diversification of the Board of Trustees in the areas of ethnicity and gender, and shall give consideration to geographical distribution (outside San Diego or California).

5. Preference shall be given to persons who have served or are serving as members of the Board of Overseers, the Alumni Association, Chancellor's Associates, or other University support groups.
6. The Chancellor and Vice Chancellor – Advancement shall be Trustees of the Board by virtue of their positions.
7. The President of the UCSD Alumni Association, and a member of the UCSD Faculty shall always be elected to the Board.
8. No more than one immediate family member may be elected to the Board at any time.

B. Selection Procedures

1. Staff solicits (from Trustees and campus officials) recommendations for possible new Trustees and prepares brief biographical sketches for an appropriate number of candidates.
2. The Nominating Committee meets to review the names and biographical sketches to formulate a preliminary list of prospective nominees, equal to approximately four times the number of vacant positions to ensure a sufficiently large selection pool from which to draw. See item "A" above for selection criteria.
3. The President reviews the list of prospective nominees with the Chancellor.
4. Either the Chair, President, Committee Chair, or their designees contacts each prospective nominee, either in person or by telephone to ensure that the Board responsibilities are clearly understood and to ascertain the nominee's commitment to the responsibilities for the prescribed term.
5. After the initial contact has ensured the interest of the prospective nominee, staff provides each potential nominee with the following material:
 - a.) Articles and bylaws of the Foundation.
 - b.) Minutes of the past three Board of Trustees meetings.
 - c.) Audited financial statements (most recent).
 - d.) Other documents as deemed necessary.
6. The party making the initial contact immediately advises the Foundation staff on the response of each prospective nominee to ensure that no more than the prescribed number of Trustees will be invited to join the Board.
7. At the second meeting, the Nominating Committee agrees on a final list of nominees to recommend to the Board for approval.

C. Orientation Luncheon

1. Staff schedules an orientation luncheon to acquaint the new Trustees more fully with the history, goals, and operation of the UC San Diego Foundation. The Foundation Chair (or his/her designee) and the President will attend the luncheon.
2. New members are encouraged to participate on a Committee.

II. OFFICERS

A. Slate of Candidates

1. At the Nominating Committee meeting that is scheduled closest to the time of the annual Board of Trustees meeting, the Committee recommends a slate of Officers.
2. The President reviews the Officer candidates with the Chancellor.
3. Either the Chair, the President, or their designees contacts each candidate, either in person or by telephone to ensure that the responsibilities of the Office are clearly understood and to ascertain the candidate's commitment to the responsibilities for the prescribed term.

III. REELECTION OF TRUSTEES

A. Slate of Candidates

1. At the Nominating Committee meeting that is scheduled closest to the time of the annual Board of Trustees meeting, the Committee recommends a list of Trustees for reelection.
2. The Committee shall review the attendance history of each nominee to determine the Trustee's commitment to the responsibilities for the prescribed term.
3. The President reviews the eligible Trustees with the Chancellor.