



Frequently Asked Questions Related to the Iowa State University Alumni Association (ISUAA) Board of Directors

Why does the ISUAA have a Board of Directors?

Pursuant to the provisions of Iowa Code Chapter 504.801, each corporation must have a board of directors. Except as otherwise provided in this chapter or subsection 3, all corporate powers shall be exercised by or under the authority of, and the affairs of the corporation managed under the direction of, and subject to the oversight of, its board of directors. The articles of incorporation may authorize a person or persons to exercise some or all of the powers which would otherwise be exercised by a board. To the extent so authorized, any such person or persons shall have the duties and responsibilities of the directors, and the directors shall be relieved to that extent from such duties and responsibilities.

Who's actually eligible to serve on the ISUAA Board of Directors?

Every Iowa State graduate or friend of Iowa State interested in serving on the ISUAA Board of Directors is encouraged to submit an application. **Membership in the ISUAA, upon application, is required.** Membership options can be found on the website at <https://www.ISUalum.org/Join>. The ISUAA Bylaws, Article III Section 1, states the following: *"The Board shall consist of no fewer than twenty (20) elected directors (all alumni), three (3) designated directors (president of Iowa State University (or his/her designee), president of the Student Alumni Leadership Council (or his/her designee), and the chair of the Alumni Relations Council (or his/her designee), one (1) appointed director (a non-alumnus/a), and two (2) ex-officio directors (the Lora and Russ Talbot Endowed president and CEO and the Iowa State University treasurer).*

Are Board of Directors compensated for their service or for expenses incurred while serving on the ISUAA Board of Directors?

No compensation is allowed for individuals serving on the ISUAA Board of Directors. Article VI, Section 2 of the ISUAA Bylaws states that *"Directors shall receive no compensation for their services, nor shall any director be reimbursed for any expenses incurred in attending regular or special meetings of the board. Reimbursement for other meetings and duties will be as covered in the Board of Directors Expense Reimbursement Policy."* The Board's Expense Reimbursement Policy can be found in the 2021-2022 Board of Directors Handbook on page 113. The following link is the link to the Handbook <https://ISSUU.com/ISUalum/docs/21-22BoardHandbook>.

Board members are asked to follow current IRS guidelines, as well as consult their tax attorney, when seeking tax-deductibility for expenses related to Board service.

"The IRS allows volunteers to take tax deductions for certain unreimbursed expenses related to services performed for nonprofit organizations. Board officers, who are considered volunteers, may deduct transportation expenses to and from the location where the work or service is performed. Drivers may deduct

the amount of gas used or take a deduction for the mileage using the current IRS mileage rate. Parking fees and tolls also qualify for a deduction. Also deductible are expenses for buses, taxis, airplanes and trains, as well as expenses for meals and overnight accommodations. Board officers may deduct other out-of-pocket expenses, such as postage, telephone service, copy center charges and expenses for meeting preparation and supplies.”

How long is an ISUAA Board of Directors member’s term?

The ISUAA Bylaws, Article III Section 3, states the following: *“The elected and appointed directors of the ISUAA shall serve a regular term of four (4) years. No elected or appointed directors shall serve successive regular terms on the Board of Directors. The Alumni Relations Council designated director, who represents an ISU College, serves one (1) four-year (4) term. Terms of other designated directors continue until their successors are elected or appointed and qualified. Terms of ex-officio directors continue until their successors are appointed and qualified, unless sooner removed.”*

How does one notify the ISUAA of interest in serving on the ISUAA Board of Directors?

Individuals can contact the ISUAA at 1-877-ISU-ALUM (478-2586), email the ISUAA at heidil@iastate.edu, or complete an online application. The online application can be found at <https://forms.gle/b6N6yFh7s2f794F39>.

How many applications are generally considered annually for the ISUAA Board of Directors?

More than fifty (50) applications per year are generally reviewed by the Board’s Governance Committee.

What skill sets and credentials are desired for potential board members?

Love for Iowa State and a willingness to aid the university in achieving its aspiration are key qualities the ISUAA is looking for in current and future Board members. The Board tries to ensure there are individuals on the Board with a diverse set of professional skills that support the Board’s strategic priorities (i.e. legal, financial, marketing, auditing, not-for-profit, for-profit, strategic planning, investment, communication expertise, etc.).

Who is responsible for selecting the new members of the ISUAA Board of Directors?

The ISUAA Governance Committee is responsible for annually reviewing the pool of applicants and presenting a slate of five individuals and four alternates to the ISUAA Executive Committee for consideration. Following the Executive Committee review and action, the slate is either moved on to the Board for action or may be sent back to the Governance Committee for additional work and resubmission. This latter action can occur for any number of reasons (i.e., life-changing event for the nominee; new information is learned; nominee is appointed to another board while the ISUAA process is moving forward, etc.). To complete the selection process, the spring issue of VISIONS magazine includes the Board of Directors recommended slate for membership on the board. Each member of the Association is then invited to go online and cast a vote for the slate of the new board nominees or write in the name(s) of others to be considered.

How does the ISUAA Governance Committee ensure diversity and inclusion are pursued and achieved when annually slating a new class of ISUAA board members?

First and foremost, opportunities for building a diverse board starts with the pool of applicants the committee receives to review. To date, the stated areas of diversity for which the Board seeks to engage in the “building

of the pool” center around college affiliation, geography, graduation decade, occupation, areas of expertise (i.e., industry) needs of the Board (i.e., legal, financial, investments, event planning, not-for-profit background, etc.) new project undertakings (i.e., construction, landscaping, etc.), and current or former board experience. Knowledge in these areas and where gaps exist are shared with the Board each August as to encourage expanding nominations. It is important to note that where general gender-related information is known, it, too, is shared.

The Board expanded its emphasis on diversity in 2016 by adding a Voluntary Self-identification Section to the existing application. In this section of the application, applicants can self-disclose additional information related to gender, sexual orientation, ethnicity, veteran status, and disability status. It is important to note that these latter areas are not appended to the applicant’s formal or permanent record in the Alumni/Foundation database. They are used to further help seat a more diverse and inclusive board for the ISUAA.

Finally, a call for nominations is done in VISIONS magazine, the Association member publication. ISU News Flash, the Association’s electronic bi-weekly newsletter, is also used to solicit nominations. When ISUAA members actually vote on the slate each spring, they, too, can suggest names for future consideration.

Has the ISUAA Board of Directors made any improvements to its diversity and inclusion initiatives to ensure non-physical or non-obvious areas of diversity are considered and pursued?

See above response. Non-obvious areas of diversity center around diversity of thought and opinion. The open environment of the Board assures a culture committed to such dialogue. This is further complimented by the Board’s stated and written General Board Member’s Job Description (See 2021-2022 Board of Directors Handbook pages 77-81. The following link is the link to the Handbook <https://ISSUU.com/ISUalum/Docs/21-22BoardHandbook>). Key in this document is the expectation that a Board member *“votes according to one’s individual conviction and challenges the judgment of others when necessary, yet remains willing to support the decision of the Board and works with fellow Board members in a spirit of cooperation. Recognizes that the Board chair alone speaks for the Board.”*

As to the information I list in the Voluntary Self-identification Section to assist the ISUAA Governance Committee with furthering the diversity of the ISUAA Board of Directors, will the information I disclose remain confidential?

Yes. See above response.

If I want this information disclosed, how do I go about having it added to my alumnus/a record?

Indicate this request on the form, as it is helpful when ISU students, alumni, and friends are seeking network opportunities. Again, doing so is voluntary and not a stated expectation of Board members or nominees.

If I choose to not disclose information requested in the Voluntary Self-Identification Section, will it affect my chances of being selected to the ISUAA Board of Directors?

Not at all. See above response, as well. This information is not required of any nominee seeking membership to the Board. When provided, voluntarily, it does aid the Governance Committee in its efforts to broaden the slate of nominees for service on the Board.

What is the current diversity make-up of the ISUAA Board of Directors?

For fiscal year 2023 (July 1, 2022 – June 30, 2023), the Board consists of twenty-eight (28) members. The following areas of diversity describe the current ISUAA Board of Directors:

- Geographically, nineteen (18) are from the state of Iowa and ten (10) are from the following states: Colorado one (1), Georgia (1), Illinois one (1), Maryland one (1), Minnesota two (2), Missouri two (2), Nevada one (1), and Wisconsin one (1).
- In terms of gender, fourteen (14) identify as male and fourteen (14) identify as female.
- Racially, twenty-two (22) identify as white and six (6) identify as African American.
- As Iowa State alumni, using first ISU degree information, five (5) are from the College of Agriculture and Life Sciences, eight (8) are from the Ivy College of Business, one (1) are from the College of Design, two (2) are from the College of Engineering, three (3) are from the College of Human Sciences, seven (7) are from the College of Liberal Arts and Sciences, and one (1) from the College of Veterinary Medicine.
- Relative to class years, five (5) graduated in the 2010s, thirteen (13) graduated in the 2000s, three (3) graduated in the 1990s, five (5) graduated in the 1980s, zero (0) graduated in the 1970s, zero (0) graduated in the 1960s and before, one (1) is a non-graduate of Iowa State University, and one (1) is a current student at Iowa State University.

What role does the ISUAA Board of Directors play in the operations of the ISUAA?

The Board of Directors of the Iowa State University Alumni Association establishes policies consistent with the Association's Articles of Incorporation and Bylaws regarding the property, management, and activities of the Association to engage "markets" and "publics" for the further advancement of Iowa State University and the Alumni Association. Policy formulation is generally based upon recommendations and information provided by the Association's Talbot Endowed President and CEO, Board of Directors, Executive Committee, staff, and members, as well as from other ISU alumni, faculty, staff, students, friends, professional colleagues, and by studying trends or conducting market research.

The ultimate role of the Board is to assist staff and volunteers in carrying out the mission and strategic plan of the Association in concert with the strategic goals of the university and other affiliated organizations, which include learning, scholarship, and engagement.

The Board's full job descriptions can be found at the following link
<https://ISSUU.com/ISUalumDocs/21-22BoardHandbook> on pages 77-81.

How does the ISUAA Board of Directors interface with the Board of Regents, State of Iowa?

As the ISUAA is an Iowa State University affiliated organization, it does not report to the Board of Regents, State of Iowa. The ISUAA Talbot Endowed President and CEO, through the Office of the ISU President, files an annual report with the Board of Regents, State of Iowa every year. This report also includes the ISUAA's annual tax return and audit report.

How does the ISUAA Board of Directors interface with the ISU President and the ISU Administration?

Section 2 of the ISUAA's Bylaws require the president of Iowa State University, or his/her designee, be a voting director on the Association's Board. The ISU Treasurer, who also shall be a voting director on the

ISUAA Board, shall hold the office of ISUAA Treasure on the ISUAA Board. The ISU President currently addresses the Board at two of its four meetings annually.

The ISUAA Talbot Endowed President and CEO serves as an ex-officio, non-voting member of the ISUAA Board of Directors. In this capacity, the ISUAA president and CEO has a dotted reporting line to the ISU President and currently is a member of the ISU President's Cabinet.

The Board also consults with the ISU President on the annual evaluation and compensation of the ISUAA President and CEO.

The ISUAA has a memorandum of understanding between the Association and the university that lays out the working relationship between the two organizations.

How does the ISUAA Board of Directors ensure a healthy working relationship among the ISU colleges, ISU Athletics, ISU Foundation, and other units and the ISUAA?

The Board supports the work of the ISUAA staff in its efforts to ensure the ISUAA has a strong, collaborative, and consistent working relationship with ISU colleges, Athletics, the ISU Foundation, and other campus units. The Association facilitates the presentation of the Annual Honors and Awards Program during Homecoming each year. This program brings together award presentations from all the colleges, the Memorial Union, and the ISUAA.

The Association also operates an Alumni Relations Council that works to collaborate on programs, share alumni-related information, and coordinate calendars. This group involves representation from all academic colleges, Athletics, the ISU Foundation, Extension and Outreach, and Admissions.

The ISUAA currently has a shared employee with the ISU Foundation that provides fundraising services to the Association.

All campus units utilizing alumni data, receive access to this data from a shared Alumni/Foundation data base.

The ISUAA and the ISU Foundation do joint programming around top university awards that are administered by each of the organizations and presented annually at a university wide Distinguished Awards Celebration event.

The ISUAA has a memorandum of understanding between the Association and the ISU Foundation that lays out the working relationship between the two organizations.

The ISUAA and ISU Athletics, every three years, negotiate and sign a Shared Services Agreement that supports the collaborative programs, services, and arrangements between the two organizations.

Besides the ISUAA Board of Directors, what are the other ways Iowa Staters can serve the ISUAA and ISU?

There are a number of ways to volunteer with the Association beyond its Board of Directors. The following link describes those additional ISUAA-related opportunities: <https://www.ISUalum.org/Volunteer>.

Individuals can contact the Association directly to be put in touch with one's college, the ISU Foundation, ISU Athletics, Reiman Gardens, University Museums, ISU Parents Club, Office of Sorority and Fraternity Life, etc. The ISUAA's toll-free number is 1-877-ISU-ALUM (478-2586).

What time of year are the ISUAA Board of Directors applications due?

Completed applications are due to the Association on or before October 1 annually. Once an application is on file, it stays on file until the individual is slated or asks to have his/her application removed from consideration. Applications can be updated as often as the nominee desires by simply contacting the ISUAA at our toll-free number (1-877-ISU-ALUM [478-2586]).

What time of year are the newly elected ISUAA Board members seated?

New Board members are seated following the Board's May Annual Meeting. Individual one-on-one orientation sessions with each new Board member takes place before the Board's August Retreat. Talbot Endowed President and CEO, along with the new Board member's Board Buddy, conducts the orientation. The Board Buddy is a sitting Director who has volunteered, and been approved by the current Board Chair, to assist in training new Board Directors for upcoming service on the Board. Board Buddies operate in this capacity during the first full-year of a new Board members term. New Board members meet with the full Board for the first time in August at the Board's Annual Retreat and abbreviated Board meeting in Ames at the ISU Alumni Center.

Can non-alumni apply for membership to the ISUAA Board of Directors?

Yes, as required by the ISUAA Bylaws. Also, more than 10,000 non-alumni are members of the ISUAA. One seat is designated on the Board for a non-ISU graduate. This voting director serves a four-year term just as an elected director does. This individual is appointed by the Board Chair based on recommendations from the ISUAA Talbot Endowed President and CEO.

How many ISUAA board members are selected per year?

Five individuals are selected annually.

Does the Association carry Directors and Officers Liability Insurance?

Yes. Our current policy provides up to \$3 million of coverage per occurrence (meaning per incident) and \$3 million of coverage in the aggregate (meaning the sums which may be paid for all claims over the course of one policy term).