

BOARD OF TRUSTEES

Role:

The business of The Stocker Foundation's Board of Trustees is to support and forward the mission, by-laws and fiduciary responsibilities by adhering to, managing/monitoring the functional duties listed below:

- Conduct the business of the Foundation in accordance with the law. Ensure that IRS operating requirements are met; report to the IRS, the state attorney general and the public about the Foundation's activities in a timely and responsive manner.
- Establish and review a mission statement.
- To identify and direct a management model (recruitment, hiring, compensation and annual performance review of the executive director). The board may assign any one of these tasks to the executive committee or special ad-hoc committee for completion.
- Approve an annual operating budget.
- Manage the finances and assets.
- To set grantmaking policy for the Foundation, and to approve grants from the foundation.
- To oversee and to evaluate grants to ensure effectiveness and use of funds.

Composition:

The Board shall consist of no less than three but no more than twelve persons. The Board of Trustees is composed of The Stocker Foundation's original donor Beth K. Stocker and descendants Nancy S. Woodling, Sara Jane Norton and Mary Ann Dobras; collectively known as "Founding Trustees." In addition, lineal or legally adopted descendants or spouses may also serve as Trustees of The Stocker Foundation. Only one individual, per family unit (husband/wife), shall serve on the Board at any given time. The original donor shall serve as president of the board and as a member of the executive committee until she retires her position.

Nomination/Election:

The Stocker Foundation's principal method of securing new Trustees is through self-identification. When a family member reaches the age of twenty-one, he/she can inform the Board Chair, Foundation Executive Director or other Trustee regarding this interest to serve as a Trustee.

Terms:

Founding Trustees will have permanent seats on the Board. All other Trustees will be elected to serve on the Board at its annual meeting, and shall serve no more than two consecutive terms. A term is three years. Following one year's

absence from Board service, family members are again eligible for election to the Foundation's Board of Trustees.

Eligibility/Responsibilities:

- To be a lineal or legally adopted descendant or a spouse of a lineal or legally adopted descendant of C. Paul and Beth K. Stocker.
- To have reached the minimum age of twenty-one.
- To adhere to board attendance policies. (Attendance is a priority— if possible attend all meetings in-person; minimum requirements: attend one meeting in-person others by telephonic/video communication.)
- To be active in one or more community volunteer organizations (including service to another foundation).
- To be willing to participate in and/or initiate one or more site visits to organizations funded by The Stocker Foundation.
- To be informed about The Stocker Foundation's mission/vision, history, policies and grantmaking programs.
- To review agenda and supporting materials before board meetings.
- From time to time, be willing to serve on a committee or to volunteer for special assignments.
- To stay current on developments in the field of philanthropy, family foundations and grantmaking.
- To follow conflict of interest and confidentiality policies of The Stocker Foundation.
- To assist the Board in carrying out its fiduciary responsibilities, such as reviewing annual financial statements.