

ASK Corporate Advisory Board Charter

1. The entity shall be called the ‘Corporate Advisory Board’.

It is authorized by the Board of Directors and will serve at the pleasure of the governing body.

2. Purpose

The Corporate Advisory Board (CAB) is created as a separate entity from the ASK Board of Directors for the purpose of working with them. The CAB shall limit its activities to three functions:

- A. Locating corporate allies to serve in matters directly concerning Goal 1 of the Strategic Plan: “Advance ASK’s mission and strategic plan”.
- B. Advising and assisting on matters directly concerning Goal 2 of the Strategic Plan: “Make ASK financially self-sustaining”.
- C. Advising and assisting on matters directly concerning Goal 3 of the Strategic Plan: “Make ASK a household name across Iowa”.

The CAB shall:

- be comprised of people with diverse skills and experiences
- provide the board and management with objective opinions about the organization
- provide input, skills and knowledge towards its three functions
- sign a conflict of interest disclosure and waiver statement

3. Scope of Work

The scope of work of the CAB includes:

- Identifying networking, fundraising, technical assistance and marketing resources.
- Assessing the impact of networking, fundraising, marketing and events.
- Recommending strategies to advance the scope and reach of the organization.
- Serving as ad-hoc team members along-side the Board of Director membership on short-term workgroups and committees such as those relating to: The Annual Board of Directors Meeting, the Annual TWC Conference, marketing campaigns, and fundraising events.
- Serving as a non-political, non-partisan champion for the organization.

4. Membership

Composition: The CAB shall consist of a minimum of 8 members, and a maximum of 17 members to be selected and facilitated as follows:

- A membership of less than eight may function as an ad-hoc workgroup of the Board of Directors rather than as a distinct Advisory Board.
- Members will be selected and appointed by the Board of Directors at the recommendation of the Vice President of the Board of Directors and the Chair of the CAB.
- Members will constitute a cross-section of corporate leadership including, but not limited to: Operations, Communications, Marketing, Sales, Finance, and Human Resources Leadership.
- When the CAB is at maximum capacity, potential new members waiting for an open seat may serve on workgroups and committees with the CAB and/or the Board of Directors as agreed upon by the CAB Executive Leadership.

Individual Membership: The CAB allows Individual Memberships that include:

- Exposure through having a picture, name, title, individual biography and optional company logo listed on the About Tab of the ASK website, and shared annually on ASK social media.
- Complementing the skills of and interfacing with ASK's Board of Directors governing board members.
- Sharing professional expertise, insights, and experiences to influence the effectiveness of the organization.
- Participating in philanthropic work that sharpens leadership skills and cultivates valuable networking opportunities.

Corporate Membership: The CAB allows Corporate Memberships that include the Individual Membership benefits, and the following, additional benefits:

- An opportunity for a shared seat on the CAB where a maximum two people may serve in one seat with one vote.
- Indefinitely maintain a CAB seat until opting off with the individual(s) serving rotating every three years.
- Increased industry exposure through:
 - The addition of a company biography listed with the individual member(s) information on the CAB page of the About Tab of the ASK website.
 - A company logo listed in a "Supporter" section of a second location on the ASK website.
 - An annual, individualized Thank You to the company on ASK's Social Media.
- First Right of Refusal for sponsorship of any ASK event.

5. Organizational Structure

Executive Leadership: The Executive Leadership will consist of the Chair of the CAB, the Vice President and Secretary of the Board of Directors, and the Executive Director of the organization. The President of the Board of Directors will also participate when deemed appropriate by the Board of Directors.

- The Board of Directors shall appoint a founding Chair of the CAB by a quorum vote.
- The CAB shall select all future Chairs of the CAB by quorum vote.
- The term of the Chair of the CAB shall be one year. A Chair may serve a maximum of three terms.
- The Vice President and Secretary of the Board of Directors and the Development Committee of the Board of Directors, when deemed appropriate by the Vice President of the Board, shall serve as non-voting Board of Directors representatives to the CAB to ensure the Charter goals are met.

6. Exclusions

Decision Making: Advisory members make recommendations, and shall have no power to make decisions about the organization. They cannot outline rules for how the organization operates, give employees instructions or give directives to the Board of Directors or management. The Board of Directors and management shall maintain all organizational oversight and voting power.

Spokesperson: Advisory members shall not speak on behalf of the organization. This includes speaking to the press or discussing confidential business matters with employees, clients, contractors or vendors.

7. Procedural Rules

Terms: A CAB member's term is three years. Corporate Memberships will maintain the CAB seat indefinitely, until opting off, and will rotate the individual(s) serving every three years.

Meetings: The CAB will meet monthly for 1 hour. Written notices of upcoming meetings will be emailed to members at least seven days before a meeting. Meetings shall be held by video conference, at the ASK office or at offsite locations.

Minutes: Minutes of each meeting will be kept by the Executive Director. An electronic copy will be emailed to the CAB and the Executive and Development Committees of the Board of Directors within one week after a meeting.



Recommendations and Reports: Committee recommendations and reports will be submitted in writing to the Board of Directors. Documents will include both suggested action and justification for suggestions. The board will respond/react to such recommendations/reports in writing.

Dismissal: Members who submit a letter of resignation via email will be dismissed from their seat. Members who are absent without reasonable cause from three successive meetings (i.e. one quarter) will be considered to have resigned their seat. The CAB Chair will communicate the removal to the member in writing and will then recommend a replacement to fill the position to the Vice President of the Board of Directors through communication with the CAB membership.

Qualifying Decision Maker: Corporate Memberships will include a Qualifying Decision Maker who will hold Signing Authority for the CAB charter on behalf of the company, and who will name the individual member(s) who will serve on the CAB behalf of the company.

I have read, understand, and agree to the ASK Corporate Advisory Board (CAB) Charter.
I agree to serve as a CAB member for one, three-year term.

Individual Member Printed Name

Individual Member Signature

Date

For Corporate Memberships Only:

I have read, understand, and agree to the ASK Corporate Advisory Board (CAB) Charter. I agree that the above-named Individual Member may serve on behalf of our Company as an ASK Corporate Advisory Board (CAB) under a Corporate Membership.

Qualifying Decision Maker Printed Name

Printed Company Name

Qualifying Decision Maker Signature

Date