

**Section 9. Advisory Committee Board**

(a) Advisory ~~Committee-Board~~ members are individuals whose achievements and business acumen characterize them as persons qualified to actively advise the Foundation Board as well as recommend prospective individuals or donors that may lend further distinction to the Foundation.

(b) The specific purposes for which the Advisory ~~Committee-Board~~ will include but not be limited to: leveraging the skill sets and networks of Advisory ~~Committee Board~~ members; facilitating creation of a pool of persons who are experienced, ~~and have been involved with the mission of the Foundation over an extended period of time,~~ from whom future Foundation Board members may be drawn; establishing a defined network of goodwill ambassadors for the Foundation to further facilitate fund-raising and friend-raising; providing external feedback to the Foundation and the University; providing affinity memberships for retired corporate executives, major contributors, benefactors and selected emeritus Board members; analyzing and evaluating matters or single issue topics of interest to the Foundation Board, requiring special or objective examination over an extended period of time.

(c) The Advisory ~~Committee-Board~~ shall focus on advancing the philanthropic function of the Foundation Board, through referral of prospective individual or corporate donors. Further the Advisory ~~Committee-Board~~ members would be individuals dedicated to ensuring the enhancement of the status of the Foundation and the University.

(d) Advisory ~~Committee-Board~~ membership will entitle the member to be listed on Board stationery and documents, as well as Board programs. Advisory ~~Committee Board~~ membership shall be limited to ~~fourteenseven~~ (14~~7~~) positions and members. Advisory ~~Committee-Board~~ members shall have no Board voting privileges and shall not be vested with either fiduciary responsibilities or decision-making authority. Attendance at Foundation Board meetings is not required.

(e) ~~(e)~~ These persons may be recommended by members of the Board, reviewed and nominated by the ~~Nominating~~ Board Governance and Stewardship Committee, and voted upon by the full Board of Directors. Advisory members may serve for a term of four (4) years. Membership may be renewable upon a majority vote of a quorum of the Board members at any annual meeting or other meeting called for such purpose.

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**Section 2. Membership and Quorum of Standing Committees**

(a) The membership and standing committees, except for the Advisory ~~Committee~~Board, shall be composed of persons who are members of the Board of Directors. Committee members shall serve during the entire time of their term on the Board in accordance with Article II, Section 1(b) of these Bylaws.

(b) A majority of the voting members of a committee shall constitute a quorum for the transaction of business unless otherwise provided in these Bylaws. The acts of a majority of the members present and voting at a meeting at which a quorum is present shall be the acts of the Committee, except as specifically provided elsewhere in the Bylaws.