

The Authority Matrix serves three functions:

1. A single document that summarizes and tracks all of the major governing decisions made at the Foundation that involve the Board of Directors.
2. A tool to ensure that the Board of Directors is meeting its legal and fiduciary responsibilities.
3. A governance document to clarify who is authorized to advise, recommend, decide, implement and be informed about critical decisions.

The Authority Matrix is updated throughout the year as decisions or changes are made.

SET DIRECTION

Decision/Issue	Committee of Origin	Committee Role	Staff	President & CEO	Statewide Board	Frequency	BOD: Date of Last Action	BOD: Next Review/Action
Review/Approve Mission	Executive	Recommend	Implement	Implement	DECIDE	Annually	August 2015	Sept 2016
Review/Approve Vision	Executive	Recommend	Implement	Implement	DECIDE	Annually	August 2015	Sept 2016
Review/Approve Values	Executive	Recommend	Implement	Implement	DECIDE	Annually	August 2015	Sept 2016
Review/Approve Strategic Plan	Executive	Recommend	Implement	Implement	DECIDE	Annually	Dec 2015	Sept 2016

GOVERNANCE

Decision/Issue	Committee of Origin	Committee Role	Staff	President & CEO	Statewide Board	Frequency	BOD: Date of Last Action	BOD: Next Review/ Action
Approve Authority Matrix	Governance	Recommend	Implement	Advise	DECIDE	Annually or as needed	Feb 2015	Mar 2016
Conduct Board Self Assessment	Governance	Recommend	Implement	Advise	DECIDE	Every two years	July 2014	July 2016
Review and sign Conflict of Interest Policy	Governance	Recommend	Implement	Be Informed	DECIDE	Annually	June 2015	June 2016
Review and sign Sarbanes-Oxley Policy	Governance	Recommend	Implement	Be Informed	DECIDE	Annually	June 2015	June 2016
Vote on Board Officers	Governance	Recommend	Implement	Advise	DECIDE	Annually	May 2015	May 2016
Approve Slate of New Directors	Governance	Recommend	Implement	Advise	DECIDE	Annually	April 2015	Mar 2016
Review committee structure, members and charge (incl. ad-hoc committees)	Governance	Recommend	Implement	Advise	DECIDE	Annually	Oct 2015	Sept 2016
Approve Regional Chairs	Regional Advisory Boards	Recommend	Implement	Advise	DECIDE	Annually	Nov 2015	Nov 2016
Approve Slate of New Regional Advisors	Regional Advisory Boards	Recommend	Implement	Advise	DECIDE	Annually	Nov 2015	Nov 2016
President & CEO Succession Plan	Executive	Recommend	–	Be consulted	DECIDE	Every three years or as needed	Feb 2012	TBD 2016
Hire and manage staff	–	–	Recommend	DECIDE	Be informed	As needed	N/A	N/A

FINANCE AND INVESTMENTS

Decision/Issue	Committee of Origin	Committee Role	Staff	President & CEO	Statewide Board	Frequency	BOD: Date of Last Action	BOD: Next Review/ Action
CIF: Approve Spending Rate	Investment	Recommend	Implement	Advise	DECIDE	Every three years or as needed	Nov 2015	Nov 2016
CIF: Approve Investment Policy Statement	Investment	Recommend	Implement	Be Informed	DECIDE	Annually (if needed)	Nov 2014	Mar 2016
CIF: Approve Asset Allocation	Investment	DECIDE	Implement	Be Informed	Be Informed	Annually	Feb 2015	Feb 2016
CIF: Investment Consultant Hire/Termination	Investment	DECIDE	Recommend/Implement	Advise	Be Consulted	As Needed	2002	–
IMF: Approve Investment Policy Statement	Investment	Be Consulted	Propose	Advise	DECIDE	Every two years	Dec 2014	Dec 2016
IMF: Approve Initial Manager and Due Diligence Process	Investment	Be Consulted	Recommend	Advise	DECIDE	Initial	Dec 2014	–
IMF: Approve ongoing manager due diligence process	Investment	Be Consulted	Recommend	Advise	DECIDE	Every two years	Dec 2014	Dec 2016
IMF: Manager hire/review/termination	Investment	DECIDE	Recommend/Implement	Advise	Be Informed	As Needed	–	–
IMF: Consultant hire/evaluation/termination	Investment	Be Informed	DECIDE	Advise	Be Informed	As Needed	–	–
IMF: Approval of exceptions to Investment Policy Statement	Investment	Be Informed	Recommend	Advise	DECIDE	As Needed	–	–
II: Appoint members of Impact Investment Committee	Impact Investment	Recommend	Recommend/Implement	Advise	DECIDE	Annually	Dec 2015	Dec 2016

Decision/Issue	Committee of Origin	Committee Role	Staff	President & CEO	Statewide Board	Frequency	BOD: Date of Last Action	BOD: Next Review/ Action
II: Approve Investment Policy Statement	Impact Investment	Recommend	Recommend/Implement	Advise	DECIDE	As needed	Sept 2015	–
Audit Scope and Plan	Audit	DECIDE	Implement	Be Informed	Be Informed	Annually	Sept 2015	Sept 2016
Auditor Selection & Compensation	Audit	Recommend	Propose/Implement	Advise	DECIDE	Annually	May 2015	May 2016
Review and accept audited financial statements	Audit	Recommend	Implement	Advise	DECIDE	Annually	May 2015	May 2016
Review 990/Tax Returns	Audit	DECIDE	Implement	Advise	Be Informed	Annually	Nov 2015	Nov 2016
Sign 990/Tax Returns and NHCT-2A Forms	Audit	Recommend	Implement	DECIDE	Be Informed	Annually	Nov 2015	Nov 2016
Review Internal Control Policies	Audit	DECIDE	Propose/Implement	Advise	Be Informed	Annually	Apr 2015	Apr 2016
Approve operating and capital budgets	TBD	TBD	Develop/Implement	Recommend	DECIDE	Annually	Dec 2015	Dec 2016

GRANT APPROVAL

Decision/Issue	Committee of Origin	Committee Role	Staff	President & CEO	Statewide Board	Frequency	BOD: Date of Last Action	BOD: Next Review/ Action
Donor Advised less than \$50,000	–	–	DECIDE	Be Informed	Be Informed	As needed	On going	On going
Donor Advised over \$50,000	–	–	DECIDE	Be Informed	Be Informed	As needed	On going	On going
Staff Invited less than \$10,000	–	–	DECIDE	Be Informed	Be Informed	As needed	On going	On going
Staff Invited \$10,000-\$25,000	–	–	DECIDE	Be Informed	Be Informed	As needed	On going	On going
Staff Invited over \$25,001	–	-	Recommend	Advise	DECIDE	As needed	On going	On going
Community Grants - Regional	Regional Grant Committee	RAB: DECIDE	Implement	Be Informed	Be Informed	Annually	Dec 2015	Dec 2016
Community Grants - Statewide	Statewide Grant Committee	Recommend	Implement	Be Informed	DECIDE	Annually	Dec 2015	Dec 2016

OTHER

Decision/Issue	Committee of Origin	Committee Role	Staff	President & CEO	Statewide Board	Frequency	BOD: Date of Last Action	BOD: Next Review/ Action
Approve personnel policies	Governance	Recommend	Implement	DECIDE	Be Informed	Every 3 Years or Earlier As Needed	June 2011	TBD 2016
Approve and evaluate CEO performance and compensation	Executive	Recommend	-	-	DECIDE	Annually	Feb 2016	Jan 2017
Approve and evaluate staff performance and compensation	Executive	Advise	Implement	DECIDE	Be informed	Annually/As needed	Feb 2016	Jan 2017
Approve Gift Acceptance and Fund Establishment Policies	Governance	Recommend	Implement	Advise	DECIDE	Every 3 Years or Earlier As Needed	Mar 2013	May 2016
Exercise variance power	Governance	Recommend	Propose	Be Informed	DECIDE	As needed	-	-
Approve gifts that are exceptions to policies	-	-	Propose	Advise	DECIDE	As needed	-	-
Approve contracts	-	-	Recommend	DECIDE	Be informed	As needed	-	-
Insurance Coverage Adequacy: D&O/Other	Executive	Recommend	Implement	Advise	DECIDE	Annually	June 2015	June 2016
Whistleblower Policy	Executive	Recommend	Implement	Implement	DECIDE	Every 3 years or earlier as needed	Dec 2011	Mar 2016