

Army War College Foundation, Inc. Corporate Governance Resolution

The following proposal is submitted in support of the Army War College Foundation Board's continuing commitment to good corporate governance in the operation of the Foundation consistent with standards applicable to non-profit organizations. The submission of this resolution does not indicate any defects in current operation or governance of the Foundation, and rather is designed to adopt enhanced best practices consistent with the increase in Foundation assets and Foundation's ability to support the College in connection with future funding proposals.

RESOLVED, that

- (1) Within 30 days prior to the beginning of each fiscal year, the Executive Committee shall prepare and provide to all Trustees a reasonably detailed Board calendar setting out Board and Committee tasks and deadlines for the upcoming fiscal year;
- (2) Any proposal submitted to the Board for funding by the Foundation must include a reasonably detailed written program description (the reasonableness of such written proposal to be determined based on the amount of proposed funding) and, with respect to any program for which proposed funding equals or exceeds \$50,000, such written description shall include a basis or methodology by which the Board can and will evaluate the efficacy or success of the program; and
- (3) All materials for matters to be acted upon at a Board meeting shall be distributed in writing at least seven (7) days in advance of the meeting.

RESOLVED, FURTHER, that the Executive Committee and the Secretary are hereby authorized and directed to implement the foregoing resolutions.

[Date Adopted by the Board]