

**Boalt Hall Alumni Association
Board of Directors**

Mission of the Boalt Hall Alumni Association

The mission of the Boalt Hall Alumni Association is to foster Boalt Hall's tradition of educational excellence, strengthen the relationships among alumni, faculty and students, and promote the development of law school resources.

Statement of Board Responsibilities

Being a member of the Board of Directors of the Boalt Hall Alumni Association is a privilege and an honor. Standards that articulate the way directorship is exercised are essential. In willingly and enthusiastically accepting the privilege of serving on the board, directors also accept the obligations and responsibilities that accompany their terms of office.

This statement is intended to clarify individual responsibilities of board membership. It shall serve to help individuals being considered for nomination to the board to decide whether they wish to accept nomination and election, to remind new and incumbent members of their obligations, and to encourage periodic review of individual and board performance.

By virtue of their office, members of the Board of Directors of the Boalt Hall Alumni Association pledge to:

- 1. Become familiar with and subscribe to the purposes for which the Boalt Hall Alumni Association exists:**
 - a. ***Foster Tradition of Educational Excellence by:***
 - Actively participating in the recruitment of the most talented students
 - Supporting the retention and recruitment of distinguished faculty
 - b. ***Strengthen Relationships Among Alumni, Faculty and Students by:***
 - Committing to participate and encouraging other alumni to participate in a variety of both on-campus and off-campus activities
 - To the best of your abilities, recruiting new graduates into your employee pool
 - c. ***Promote the Development of Law School Resources by:***
 - Making Boalt Hall one of your top philanthropic causes
 - Encouraging others to be generous in their financial support of Boalt Hall generally and by actively participating in any solicitation campaign sponsored by the Board
- 2. Become familiar with and committed to the major responsibilities of the Board:**

- a. Elect the officers and members of the Executive Committee of the BHAA and delegate authority to the same who may then act within the scope of the authority delegated to them
 - b. Appoint directors to fill vacancies or remove directors for cause in accordance with the board by-laws
 - a. Appoint annually members in accordance with the bylaws
 - b. Promote and participate in major fundraising efforts of the school
 - c. Ensure the conduct of an annual meeting for the purpose of electing officers and transacting other such business as required by the bylaws
- 3. Serve as a board member without compensation**
 - 4. Devote time to learn how the school functions—its uniqueness, strength and needs**
 - 5. Carefully prepare for and attend at least two meetings a year of the Board and/or Executive Committee at own expense**
 - 6. Attend activities of Boalt Hall whenever possible, such as graduations, reunions, dinners, luncheons and conferences**
 - 7. Serve on committees of the Board as appointed by the President**
 - 8. Vote according to individual conviction, challenge the judgment of others when necessary, yet be willing to support the majority decision of the Board, and work with fellow Board members in a spirit of cooperation**
 - 9. Maintain the confidential nature of Board deliberations and avoid acting as spokesperson for the Board unless specifically authorized to do so**
 - 10. Understand the role of the Board as an advisory body and avoid participation in the administration of law school policy**
 - 11. Refrain from actions and involvements that might prove embarrassing to the school and to resign directorship if such actions or involvements develop**
 - 12. Make judgments always on the basis of what is best for Boalt Hall as a whole and for the advancement of legal education in general rather than to serve special or personal interests**

Qualifications and Criteria for Board Membership

In general, the Nominating Committee seeks to populate the Board of Directors with able, dedicated persons who represent the diversity, individual talents and legal or professional backgrounds the Board needs for good balance. Candidates should be nominated with reference

to their performance in other volunteer boards or committees and with a realistic view of what they will bring to the Board. They should also be considered for their demonstrated and potential commitment to Boalt Hall and for their access to personal or institutional resources to guarantee the school's fundraising success.

The following questions should be asked in considering a potential Board member (or in reviewing a current Board member for re-nomination):

1. ***Does the candidate have an interest in legal education and a genuine concern for Boalt Hall?***

Does the health and future of Boalt Hall interest this candidate? Is the candidate knowledgeable about the school's mission, short-term and long-term goals, policies, problems and needs? If not, is the candidate interested enough to become knowledgeable?

2. ***Is the candidate prepared to commit the necessary time and energy?***

In addition to lending their names for purposes of influence or financial support, Directors are expected to attend Board meetings and to serve on committees. These activities take time. Directors are expected to participate actively in Board discussions and to understand the concepts of what they discuss. The work load is not burdensome, but at times, it can be significant; prospective (and continuing) Directors must decide whether their commitment can fit their schedules.

3. ***Has the candidate any conflicts of interest?***

Does the candidate sit on too many boards or committees of too many organizations to be effective? Will the candidate's membership on this Board conflict with membership on another? Does service on the Board create a conflict with the candidate's professional interests?

4. ***Has the candidate shown financial support to the law school in the past and is the candidate prepared to increase this support as a Board member?***

One must be prepared to give personally and to ask others to give money. Some people are best at identifying prospects and cultivating their philanthropy. Others would rather give than solicit. A Director must be prepared to do both.

The Board of Directors must provide the leadership in fundraising. All others, whether students, alumni, friends, corporations, foundations or prospects will look first to see what the Directors are doing. The Director should support the annual giving campaign according to his or her means; any special or capital fund drive begins with the generous donations of Board members.

While there is not a precise level of financial commitment required, a general guideline should be that if one accepted membership on the Board, the law school would become one of the Board member's **top philanthropic priorities**.

In any event we expect 100% participation from Board members.

5. *What should be the deciding factors?*

One should agree to be a Director only if prepared to devote to the Board the attention and effort required to fulfill the responsibilities involved. This requires diligence in discharging responsibilities as a Director and fair and honorable behavior.