

**To: Governance Committee**  
John Biddiscombe, Herb Clark, David Director, Tim Geelan, Anna Wasescha  
And Wally Jones, Ex Officio

**From: Nancy Fischbach, Chair**

**Date: June 16, 2016**

**We will meet on**

**Wednesday, June 22, 2016**  
**8:00 AM**  
**Community Foundation of Middlesex County**  
**Downstairs Conference Room**

**Our tentative agenda will include the following:**

1. Minutes of May 18, 2016 meeting – (Document A)
2. Discussion Items
  - Subcommittee Updates – Nominating
  - Governance Committee Guidelines – Revisions (Document B)
  - Nominating Subcommittee Guidelines – (Document C)
  - Committee Structure and Requirements
    - ✓ Composition, Term Limits, Attendance - (Document D)
  - Leaves of Absence/Terms – To Be Distributed
  - Guidelines (Past Directors)
  - Committee Self- Evaluations
3. Honorary Recognition Program Update
  - Review of “Local Leaders, Local Legends” Candidates for Recommendation to the Board of Directors – To Be Distributed
4. Board Mentoring Program Update
5. Review -New/Revised Policies
  - Social Media – (Document E)
  - Privacy – (Document F)
  - Nondiscrimination – (Document G)
6. Discussion on Board Openings
  - Board List with Terms – Revised (Document H)
  - Reappointment of Retired Board Members
7. Old Business
  - Document Distribution
8. New Business
9. Next Meeting Date – Tuesday, September 13, 2016

**Please contact Cynthia at 860-347-0025 or [Cynthia@MiddlesexCountyCF.org](mailto:Cynthia@MiddlesexCountyCF.org) regarding your attendance.**

**COMMUNITY FOUNDATION OF MIDDLESEX COUNTY, INC.**

Minutes of the Governance Committee

Conference Room

211 South Main Street—Middletown

May 18, 2016

**Presiding:** Nancy Fischbach, *Chair*

**Present:** Herb Clark, Cynthia Clegg, Nancy Fischbach, Tim Geelan and Wally Jones, *Ex Officio*

**Absent:** John Biddescombe, David Director, Anna Wasescha

**Call to Order:** Chair Fischbach called the meeting to order at 8:01 am.

1. **Minutes**

Upon a motion made by Herb Clark and seconded by Cynthia Clegg, the Governance Committee **VOTED** to approve the minutes of the meeting of March 8, 2016 as written.

2. **Discussion Items**

• **Governance Committee Self-Evaluation and Other Items**

Background: The scope of Governance has changed over the years. The Committee, once mainly set up as a Nominating committee and so named, has taken on more substantive responsibilities. In fact, “Nominating” will be a subset of Governance. Ms. Fischbach reviewed the evaluation form with the Committee agreeing that the content of the form was good. It was decided that having Committee members’ names on the scoring sheet was valuable. Ms. Fischbach discussed the scoring for each line item on the Governance Committee form. Chairs will be advised on how to discuss the scoring with their committees. Procedures for doing this will be given to chairs. The process will be discussed at the June Board meeting and then distributed to the chairs. The Committee also decided that the makeup of this Committee should be 50% current directors, no more than 50% former directors, and no outside volunteers.

• **Updates – Nominating Subcommittee and Past Directors Council**

The first meeting of the Past Directors was on May 3, 2016. The meeting went very well and it is clear that people are involved and still care about the Foundation with many good ideas and feedback coming from attendees. This group will be referred to as the Past Directors Council. It was suggested that the Chair highlight discussion points and send to those that were unable to attend. The next meeting will be held in October.

- The Nominating Subcommittee  
The Committee agreed that the Chair of the Governance Committee plus three other Board members, current and past, shall comprise the Nominating Subcommittee. They also agreed that the current chair of the Board should not serve as ex officio. Staff input is important but staff should attend meetings as staff rather than a board member. Ms. Fischbach will contact a potential chair to verify interest. Mr. Clark discussed including the philosophy of having people serve on committees before being nominated to the board. This should not be a requirement, but a practice whenever possible. The Board guidelines may address this. Ms. Fischbach and Ms. Clegg will research this.
  
  - Governance Committee Guidelines – Proposed Revisions  
Ms. Fischbach discussed the revisions made to the Governance Committee guidelines. Discussion ensued regarding changes needed in the document. Mr. Jones would like the focus on the work done in the Committee. Membership should be as discussed earlier exclusive of the President. The Committee agreed with the revisions.
  
  - Committee Structure and Requirements  
Composition-Current and Past Directors; Community Volunteers  
This will be discussed in more detail in a future meeting. The committee composition will be taken to the board in June and formalized in the guidelines.
- Further:
- The Finance Committee: past directors should be no more than 50% and the rest would be current directors which will be no more than 70%.
  - The Audit Committee may include volunteers, but they need to be a CPA.
  - The Personnel Committee needs people who have legal, non-profit and personnel experience.
  - The Nominating Subcommittee should be aware of all requirements and that there should not be any volunteers on this committee. There should also be a minimum of two current directors.
  - Strategic Planning is an Ad Hoc Committee. A minimum number of current directors is two and no more than two volunteers and no more than three past directors.
  - It should state in the guidelines that one of the Marketing Committee members should be on Development.
- CMFC Committee List  
This will be updated and discussed further. The current director's terms should be included.

- Term Limits/Attendance/Quorum Guidelines

The Committee would like to formalize a policy stating that if someone takes a Leave of Absence of six months or more, the opportunity for them to extend their term is available. This will be presented to the Board as a policy for approval.

3. Honorary Recognition Program Update

There are twelve nominations. The event will occur July 27, 2016 at the Wadsworth Mansion with Sarah Cody presenting the award.

4. Board Mentoring Program

Ms. Clegg will contact the prospective mentors. The Committee agreed to approve putting this program in place.

5. Preliminary Discussion on Board Openings, Potential Nominees

This will be given to the Nominating Subcommittee.

6. Committee Openings and Requirements

This will be given to the Nominating Subcommittee.

7. Old Business

No further discussion.

8. New Business

A past director has documents regarding the President search. The Committee agreed that this is a personnel issue. The items should be brought to the Foundation office to be put in a confidential file or shred if items not needed.

9. Next Meeting Date

Tuesday, June 22, 2016.

**Adjournment**

The meeting was adjourned at 9:30am.

Respectfully Submitted,

Kelley Frazier, Scribe

## COMMUNITY FOUNDATION OF MIDDLESEX COUNTY GOVERNANCE COMMITTEE GUIDELINES

**INTRODUCTION:** Nothing in these Guidelines shall be construed to supersede the By-Laws or Certificate of Incorporation of the Community Foundation. Every effort has been made to align the three documents, but should any conflicts occur, the By-Laws and Certificate of Incorporation shall prevail. As stated in the By-Laws of December 17, 2013, which may be further cited below, “all provisions in the Certificate of Incorporation, [the] By-Laws or the Act that govern meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements ... shall apply to committees of the Board and their members.”

### **I. PURPOSE**

~~The Governance Committee shall direct and oversee the nomination process to develop a board of directors, officers, and committees of the highest caliber, talents, and commitment to the mission of the Corporation and who are broadly representative of the Middlesex County community.~~ The Governance Committee shall focus on core governance issues, including the governing documents of the organization, the appropriateness of board and committee composition and sizes, leadership, committee structure, and codes of ethics. *The Governance Committee shall direct and oversee the nomination process to develop a board of directors, officers, and committees of the highest caliber, talents, and commitment to the mission of the Corporation and who are broadly representative of the Middlesex County community and may do so through a Nominating Subcommittee.*

The Governance Committee (“Committee”) shall assist the Board of Directors (the “Board”) of the Community Foundation of Middlesex County (“CFMC”) in: (1) developing and overseeing implementation of policies and procedures regarding Board size, leadership and composition, recommendations of candidates for nomination to the Board, Board guidelines and conflicts of interest; (2) determining qualifications and characteristics needed by directors; (3) identifying, screening and reviewing individuals who are qualified to serve as directors; (4) recommending to the Board candidates for nomination and appointment to the Board, and its committees; (5) assisting in orientation programs for newly appointed directors; (6) evaluating the effectiveness of directors; and (7) reviewing on a regular basis the overall governance of CFMC and recommending improvements when necessary to the Board.

### **II. MEMBERSHIP**

*At least 50% of the members of the Governance Committee (exclusive of the President/CEO) shall be current members of the Board. No more than 50% of the members shall be Past Directors, and there shall be no non-Board volunteers on the Governance Committee. The President & CEO shall be a member.* ~~The Committee shall consist of at least one current member of the Board of Directors, at least two other current or past directors, and the President & CEO.~~ Members are appointed by the Chair of the Board with approval by the Board of Directors for a one year term running from January 1 to December 31. The Board Chair shall appoint a current Board member to serve as Committee Chair and shall her/himself serve as an ex-officio member of the Committee. Committee members shall be “independent”, should be interested in recruiting directors, and should have at least a basic

understanding of organizational governance.

### **III. RESPONSIBILITIES AND DUTIES**

The Committee is empowered to inquire into any matter it considers appropriate to carry out its responsibilities, with access to all books, records, facilities and personnel of CFMC. The Committee has the following responsibilities and duties. *If the Governance Committee chooses to not have a Nominating Subcommittee, the subcommittee's duties shall be the responsibility of the full Governance Committee.*

#### **(Regarding Directors)**

1. *The Nominating Subcommittee shall identify, screen and review individuals to serve as directors, giving due consideration to current committee members, consistent with applicable qualifications or criteria including but not limited to those specified in the Certificate of Incorporation, Bylaws and Board Guidelines, and ~~nominate~~ suggest candidates to the full Governance Committee Board for appointment and re-appointment; the full Governance Committee will, in turn, endorse nominate any such candidates for appointment by the Board of Directors.*
2. Coordinate and oversee with the President and CEO the orientation and training of new directors, including identification of experienced directors as appropriate mentors of new directors;

#### **(Regarding Officers)**

3. *The Governance Committee or its Nominating Subcommittee shall ~~to~~ recommend a slate of officers to the full Governance Committee which will, in turn, nominate a slate of officers to the Board. No one on the Nominating Subcommittee shall be considered as a candidate for an officer position.*
4. With recommendations from its Nominating Subcommittee, review and evaluate the process for nominating the slate of officers.

#### **(Regarding Composition of Board & Committees)**

5. Review annually with the Board the size and composition of the Board as a whole, its committees, and any advisory bodies, including whether the Board, its committees and advisory bodies reflect the appropriate balance of independence, sound judgment, business specialization, technical skills, diversity, fundraising and development ability, geographic representation, and other desired qualities;

#### **(Regarding Committees)**

6. Review and make recommendations to the Board regarding the guidelines and mandates of the committees, recommend directors for committee assignments, and recommend assignments for committee chairmen;
7. When feasible, review candidates for committees and make recommendations to the Board Chair.
8. Review the CFMC's committee structure and the functioning and effectiveness of each committee of the Board of Directors, using self-assessment and other approaches found to be beneficial, and make recommendations to the Board of Directors regarding the creation of additional committees

or the elimination of committees of the Board of Directors;

(Regarding Governance Issues)

9. Review annually the relationships between directors, CFMC and members of management, and report to the Board whether or not each director qualifies as “independent” under the definition of “independence” in the Board Guidelines;
10. Periodically review and recommend modifications as appropriate to CFMC’s organizational documents, including the Certificate of Incorporation, Bylaws, Board Guidelines, Code of Conduct, Conflict of Interest Policy, Whistleblower Policy and others, and recommend amendments to the Board
11. Keep abreast of developments with regard to corporate governance to enable the Committee to make recommendations to the Board of Directors in light of such developments as may be appropriate.
12. Consider any other governance issues that arise and make appropriate recommendations to the Board;

(Regarding Evaluation)

13. Review each director’s service prior to the completion of each of his or her three year terms and make a recommendation to the Board regarding his/her reelection to another term;
14. Coordinate and oversee a self-evaluation of committees, advisory bodies, and individual directors, advisors and management at least every three years;
15. Review the role, functioning, performance and effectiveness of the Board of Directors, using self-assessment and other approaches found to be beneficial on an annual basis;

**IV. SUBCOMMITTEES**

The Committee may appoint subcommittees, but no subcommittee will have final decision making authority on behalf of the Committee to the Board. The Chair of the Committee shall designate the Chair of any subcommittee.

**V. MEETINGS AND QUORUM**

The Committee shall meet on a regularly scheduled basis, at least three times per year and additionally as circumstances dictate. A majority of the current members of the Committee shall constitute a quorum for the transaction of business at any meeting thereof, and the act of a majority of the members of the Committee present at any meeting at which a quorum is present shall be the act of the Committee.

A meeting may be in person or by telephone or video conference so long as all participants are able to simultaneously hear one another. Decisions taken outside of a regular meeting of the Committee shall be consented to in writing, even electronically, and must be unanimous.

**VI. MINUTES**

The Committee shall maintain minutes of meetings and regularly report to the Board on Committee findings, recommendations, and actions, and any other matters the Committee deems appropriate of the Board requests.

## COMMUNITY FOUNDATION OF MIDDLESEX COUNTY GOVERNANCE NOMINATING SUBCOMMITTEE GUIDELINES

**INTRODUCTION:** Nothing in these Guidelines shall be construed to supersede the By-Laws or Certificate of Incorporation of the Community Foundation. Every effort has been made to align the three documents, but should any conflicts occur, the By-Laws and Certificate of Incorporation shall prevail. As stated in the By-Laws of December 17, 2013, which may be further cited below, “all provisions in the Certificate of Incorporation, [the] By-Laws or the Act that govern meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements ... shall apply to committees of the Board and their members.”

### **I. PURPOSE**

The Nominating Subcommittee of the Governance Committee shall focus on the nomination process to develop a board of directors, officers, and committees of the highest caliber, talents, and commitment to the mission of the Corporation and who are broadly representative of the Middlesex County community.

The Nominating Subcommittee (“Subcommittee”) shall assist the Governance Committee of the Community Foundation of Middlesex County (“CFMC”) in: (1) identifying qualifications and characteristics needed by Board; (2) identifying, screening and reviewing individuals who are qualified to serve as directors; and (3) recommending to the Governance Committee candidates for nomination and appointment to the Board and its committees. Furthermore, the Subcommittee shall annually recommend a slate of officers to the Governance Committee.

### **II. MEMBERSHIP**

The Nominating Subcommittee shall have four or five members. The President/CEO shall participate as staff. All members of the Nominating Committee (exclusive of the President/CEO) shall be current or past members of the Board. The current Chairman of the Governance Committee shall be a member but may not be the Subcommittee’s chair. No more than two of the members shall be Past Directors. The current Board Chairman shall not be an ex-officio member, although the subcommittee may consult with him or her.

Members are to be appointed by the Chair of the Board upon recommendation of the Chair of the Governance Committee with approval by the Board of Directors for a one year term running from January 1 to December 31. The Board Chair shall appointee Subcommittee Chair. Committee members shall be “independent”, should be interested in recruiting committee members and directors, and should have at least a basic understanding of organizational governance.

### **III. RESPONSIBILITIES AND DUTIES**

The Subcommittee is empowered to inquire into any matter it considers appropriate to carry out its responsibilities, with access to all books, records, facilities and personnel of CFMC. The Subcommittee has the following responsibilities and duties.

#### **(Regarding Directors)**

1. The Nominating Subcommittee shall identify, screen and review individuals to serve as directors, giving due consideration to current committee members, consistent with applicable qualifications or criteria including but not limited to those specified in the Certificate of Incorporation, Bylaws and Board Guidelines, and suggest candidates to the full Governance Committee for appointment and re-appointment; the full Governance Committee will, in turn, nominate such candidates for appointment

by the Board of Directors. The Subcommittee is *not* to contact prospective candidates; rather that is a responsibility of the Governance Committee.

2. The Subcommittee shall seek and consider candidates which would bring appropriate balance of independence, sound judgment, business specialization, technical skills, diversity, fundraising and development ability, geographic representation, and other desired qualities to the Board.

(Regarding Officers)

3. The Nominating Subcommittee shall recommend a slate of officers to the full Governance Committee which will, in turn, nominate a slate of officers to the Board. No one on the Nominating Subcommittee shall be considered as a candidate for an officer position.
4. Review and evaluate the process for nominating the slate of officers making any recommendations for change to the Governance Committee.

(Regarding Committees)

6. Review and make recommendations to the Governance Committee regarding candidates for committees. The Subcommittee shall not contact prospective candidates; that shall be the responsibility of the Governance Committee.

**IV. SUBCOMMITTEES**

The Subcommittee may not appoint subcommittees.

**V. MEETINGS AND QUORUM**

The Committee shall meet on a regularly scheduled basis, at least three times per year and additionally as circumstances dictate. A majority of the current members of the Committee shall constitute a quorum for the transaction of business at any meeting thereof, and the act of a majority of the members of the Committee present at any meeting at which a quorum is present shall be the act of the Committee.

A meeting may be in person or by telephone or video conference so long as all participants are able to simultaneously hear one another. Decisions taken outside of a regular meeting of the Committee shall be consented to in writing, even electronically, and must be unanimous.

**VI. MINUTES**

The Committee shall maintain minutes of meetings and regularly report to the Board on Committee findings, recommendations, and actions, and any other matters the Committee deems appropriate of the Board requests.

COMMUNITY FOUNDATION OF MIDDLESEX COUNTY  
COMMITTEE COMPOSITION, TERM LIMITS AND ATTENDANCE

*To be finalized at June 22, 2016 Governance Committee meeting for recommendation to Board at its June 28 meeting.*

**TERM LIMITS:**

- Up to 10 consecutive years on any one committee, with flexibility

**COMMITTEE COMPOSITION:** (President to be excluded from percentage allocations)

	TOTAL	CURRENT DIRECTORS	PAST DIRECTORS	VOLUNTEERS
Finance & Investment	10 +/-	no more than 70% of total	no more than 50% of total	none
Grants	10 - 15	no more than 4	no more than 2	at least 50% of total
Audit	5 - 7	at least 2	no more than 2	up to 2 if CPAs
Development	8 - 12	cumulatively with past directors, no more than 50% of total	no more than 2	at least 50% of total
Governance	6 - 8	at least 50% of total	no more than 50% of total	none
Nominating Sub-Committee	4	at least 2	no more than 2	none
Personnel	4 - 6	at least 2		none
Strategic Planning (an ad hoc committee)	5 - 8	at least 2	no more than 3	no more than 2
Marketing	5 - 10	cumulatively with past directors, no more than 50% of total	no more than 2	at least 50% of total

**ATTENDANCE:**

Failure to attend, either in person or by phone, at least 50% of meetings for any one committee during any 12 month period other than for medical reasons shall be considered a resignation from that committee unless, as determined by the committee chairman, Chair of the Board, and/or CFMC President, that individual makes significant contributions to the work of the committee outside of the meeting structure.

## Community Foundation of Middlesex County

### Social Media Policy

#### I. Introduction

The work of Community Foundation of Middlesex County is easy to identify with and we are all very passionate about the work we do on a daily basis. We encourage our staff, board members, and other volunteers to engage in open communication and tell the world about their work. Internet and email are important communication and information gathering tools. Accordingly, use of these systems is encouraged to improve the quality of work and productivity. Like other tools, however, the potential for inappropriate and/or illegal use exists. In order to reduce this potential as much as possible, it is the purpose of this document to state the general policies that govern the use of the Systems at the Community Foundation of Middlesex County.

In order to communicate freely and openly with donors, grantees, and members of the public, the Community Foundation itself maintains a social media presence through vehicles such as our website, Facebook, Twitter, LinkedIn, Flickr, and Vimeo. We will continue to seek out new and appropriate methods of communication to promote and improve our work. Accordingly, we have given authority to certain staff members and board members to maintain the Community Foundation's social media presence and may invite others to submit postings. This policy does not cover these activities.

The Community Foundation takes no position on the desire of employees, board members, and other volunteers to start a blog or participate in social media activities. However, we do want to protect the Community Foundation from unauthorized disclosure of confidential and/or proprietary information and from having employees, board members, or other volunteers indicate that they are speaking on behalf of the Community Foundation when not authorized to do so.

The Community Foundation defines "social media" as personal blogs, Facebook, LinkedIn, Instagram, Twitter, video or wiki postings, chat rooms, personal websites, online journals or diaries, personal newsletters, conference or field-specific listservs or exchanges, online forums, or other similar online activities not affiliated with the Community Foundation.

Social media may not be used by staff, board members, volunteers or fund representatives to conduct Community Foundation business or to enter into contracts or commitments on behalf of the Community Foundation.

#### II. Community Foundation of Middlesex County's Systems

When using the Community Foundation of Middlesex County's Systems, an employee is a representative of the Community Foundation of Middlesex County and, in that connection, such systems should only be used for the Community Foundation of Middlesex County's purposes. Prohibited uses include, but are not limited to:

- a. Any activity that is contrary to State or Federal law, including distributing or obtaining copyrighted software or information without proper authorization from the copyright holder.

- b. Any activity that could damage the Community Foundation of Middlesex County's reputation or potentially put an employee and the Community Foundation of Middlesex County at risk for legal proceedings by any party. For example, libelous or harassing communications or unfair competitive practices are strictly prohibited.
- c. Any communication utilizing the Systems which could reasonably be considered as offensive or disruptive will not be tolerated. Offensive content may include, but is not limited to sexual comment or images, racial slurs, or any comments that would offend someone on the basis of his or her age, gender, sexual orientation, religious or political beliefs, national origin or disability.
- d. The Internet poses security risks for the Community Foundation of Middlesex County's network. Employees must be aware that information and programs downloaded from the Internet may contain hidden codes (viruses) capable of destroying data or making the entire network unusable. Accordingly, employees should verify such programs acquired through the Internet with staff responsible for Information Technology prior to downloading.
- e. The Community Foundation owns all items of electronic and telephone communications located on its premises and equipment. Employees' activities in these media, including voicemail, text, and email messages, may be retrieved and monitored.

In addition, electronic mail should be treated by employees in the same manner as business letters or internal memos, with the same care in composing and the same respect for confidentiality of employer information.

### **III. Personal Use of Social Media by Employees, Board and Committee Members, Volunteers, and Fund Representatives**

- a. Employees, board and committee members, volunteers, and fund representatives are asked to be familiar with and follow the Conflict of Interest Policy and Confidentiality Policy when using social media in cases which may pertain to or connect to Community Foundation activities or information.
- b. When you endorse or promote the Community Foundation or its activities on the Internet, you must identify yourself with your name and, when relevant, your role at the Community Foundation.
- c. Only a select number of people in the organization are authorized to speak on behalf of Community Foundation of Middlesex County. If you choose to identify yourself on social media as a Community Foundation employee, board member, or volunteer, understand that some readers may view you as a spokesperson for the Community Foundation. When using social media, please specify that you are speaking for yourself and not for the Community Foundation. You can use a disclaimer like "The postings on this are my own and do not necessarily represent the position, strategy, or opinion of Community Foundation of Middlesex County". Please always write in the first person and do not use your organizational email for private communications.
- d. Community Foundation employees, board members, and volunteers must adhere to our Confidentiality Policy in their use of social media. This means you may not discuss any confidential and/or proprietary work-related matter or information on social media.
- e. You are personally responsible for your commentary and posts on social media. Please remember that the Internet never forgets. Use common sense and remember that you

can be held personally liable for commentary that is considered defamatory, threatening, intimidating, harassing, obscene, proprietary, or libelous.

- f. When using social media, you must use your personal email address. You may not use your Community Foundation email address as your means of identification and communication.
- g. Please respect work which others have produced and/or copyrighted. If you didn't create it, don't use it. Before using someone else's work, please obtain the owner's permission to copy or repurpose.
- h. Be aware that others will associate you with your employer when you identify yourself as an employee. Please ensure that your social media profiles are consistent with how you wish to present yourself to colleagues, donors, grantees, and the public.
- i. Use of the Community Foundation's resources to conduct personal social media activities should be kept to a minimum and should not disrupt work activities. Although occasional non-business use of these systems is unavoidable, such use may not adversely affect Community Foundation productivity, workplace standards, professional ethics, or morale. Excessive or inappropriate personal use of these resources will be subject to disciplinary action.

#### **IV. Monitoring**

The Internet has no concept of privacy. Please remember that nearly everything you post on social media can be viewed by anyone, including the Community Foundation.

#### **V. Reporting Violations**

We know that all employees, board members, volunteers, and fund representatives will use social media responsibly and uphold the integrity and values of the Community Foundation. However, if you notice any possible violation of the provisions laid out in this Social Media Policy, please notify the President and CEO. Board members can notify the President and CEO or Board Chair. If possible, please provide a snapshot or printout of the perceived violation so we can have an appreciation of the entire context.

#### **VI. Discipline for Violations**

Violation of this Social Media Policy may result in disciplinary action for employees, depending on the nature and severity of the violation. The Community Foundation reserves the right to take legal action against personnel who engage in prohibited or unlawful conduct. Violations by members of the board or by other volunteers may lead to dismissal from the board or committee on which the volunteer serves.

#### **VII. Related Documents**

- Confidentiality Policy
- Conflict of Interest Policy

## **Community Foundation of Middlesex County**

### **Privacy Policy**

The Community Foundation of Middlesex County recognizes the importance of protecting the information we may collect from those who visit our website. Our policy is to use the information we acquire from visitors to our website for internal purposes only. We maintain appropriate security measures to keep this information private.

If anyone expresses to us that they do not wish to have their information used as a basis for further contact, we will respect those wishes. If anyone wishes to review, edit, or correct the personal information that we have collected, please contact Thayer Talbott, Senior Director of Programs and Operations, at 860.347.0025.

The Community Foundation takes precautions to keep user information that is provided to us secure. Such information will never be disclosed to third-party vendors for commercial purposes. To prevent unauthorized access of our information, to maintain accuracy of our data, and to ensure the appropriate use of information, we have the appropriate physical, electronic, and managerial procedures to safeguard the information we collect.

Our Privacy Policy may change from time to time. Any changes to the Privacy Policy will be posted on our Web site.

### **Community Foundation Confidentiality Policy**

The Community Foundation of Middlesex County is fully aware that in order for the Community Foundation to operate in an efficient manner, donor and prospective donor records must be maintained and managed in a professional manner. These records may contain sensitive information that has been shared with the Community Foundation staff or volunteers on a confidential basis. The term “records” extends to all files kept by the Community Foundation, including electronic data on donors or prospective donors to the Community Foundation. Donors and prospective donors may be attracted to the Community Foundation on the basis of its ability to assure temporary or permanent anonymity upon request. The assurance and protection of donor anonymity is an important part of providing excellent service to donors.

### **Publication of Donor Names**

The names of all donors are printed in the Community Foundation’s annual report and other appropriate listings, unless otherwise requested by an individual donor. The Community Foundation prides itself in keeping any promise of temporary or permanent anonymity requested by any donor. Any donor who does not explicitly request anonymity will have their name printed in the Community Foundation’s annual report and other donor lists published by the Community Foundation.

## Public Disclosure

The Community Foundation will comply with all public disclosure requirements, including the open availability of its Form 990 tax returns. This Confidentiality Policy shall not be construed in any manner to prevent the Community Foundation from disclosing information to taxing authorities or other governmental agencies or courts having regulatory control or jurisdiction over the Community Foundation.

## Website Privacy Policy

*What information do we collect?* We only collect information about you when you fill out a form or make a donation or purchase on our website. When making a donation or purchase on our website, as appropriate, you may be asked to enter your name, e-mail address, mailing address, phone number, and credit card information. The information that we collect from you is given to the Community Foundation with your awareness and consent.

Anyone can visit our website without revealing any personal or contact information. If one chooses to provide personal information to the Community Foundation for the purpose of correspondence, or processing a donation, then it is our intent to let you know how this information will be used.

Any of the information that we collect from you may be used in one of the following ways:

- To improve our website

We aim to improve what our website has to offer based on the feedback that we receive from you. We do use “cookies” to track user information, this information is gathered to help improve the overall user experience of our website. By studying traffic patterns of visitors using our website we can use the information gathered to improve the overall experience of our website. *Please see the following section “Use of IP Addresses and Cookies” for greater detail.*

- To process transactions

Your information will never be sold, exchanged, transferred, rented, or given to any other company for any reason whatsoever without your consent. The information that you provide to the Community Foundation in order to process a transaction will only be used for that purpose.

- To send periodic e-mails

The e-mail address that you willingly provide to us will be used to send you information, and may also be used to send you periodic news about the Community Foundation.

If at any time you would like to unsubscribe from our mailing list, we include clear, easy unsubscribe instructions at the bottom of each e-mail.

When your information is used for these reasons, we do so with respect for your privacy. Your personally identifiable information is never disclosed, sold, shared, loaned, rented, or otherwise transferred to a third-party vendor for any reason.

### **Reproducing Content from this Website**

The content on this website is the property of the Community Foundation. If you would like to use or adapt content from this website for a nonprofit organization or an educational institution, please contact us at 860.347.0025, and we would be happy to assist you. We ask that you acknowledge the Community Foundation in any reproduced content.

### **External Links**

The content of the Community Foundation's website contains links to external sites that do not fall under the [www.MiddlesexCF.org](http://www.MiddlesexCF.org) umbrella. Please be aware that the Community Foundation is not responsible for the privacy practices or the content of these external sites. We encourage you to be aware when you leave our site and to read the privacy policies of each Web site that collects Personal Information.

### **Use of IP Addresses and Cookies**

A unique number called an IP address identifies every computer on the Internet. Each time you connect to the Internet your computer is assigned an IP address. When filling out forms on the Community Foundation's website your IP address will be captured with the information you submit. Your IP address is given the same level of security and user confidentiality as your donor information. As with all information collected by the Community Foundation of Middlesex County, your information will never be sold, exchanged, transferred, rented, or given to any other company for any reason whatsoever without your consent.

Specific sections of the Community Foundation of Middlesex County's website use "cookies" to store user information. A cookie is a small string of text a website can send to your browser. A cookie cannot retrieve any other data from your hard drive, pass on computer viruses, or capture your email address. The Community Foundation's website uses cookies to enhance the user's visit; in general, cookies can securely store a user's ID and password for our website, personalize home pages, identify which parts of a website have been visited, or keep track of selections in a "shopping cart." Cookies help us to understand which parts of our website are the most popular, where our visitors are going, and how long they spend there. We use cookies to study traffic patterns on our site so we can improve the overall experience of our website.

Cookies were originally designed to store a previous visitor's preferences set while browsing the website. If you are just browsing the Community Foundation of Middlesex County's website, a cookie identifies only your browser. If you become a registered user on our website (with a user ID and password), we may use cookies to provide you with personalized information we believe will be of value to you based on preferences you have indicated while visiting the website.

You can set preferences on your browser to inform you when a cookie is being placed so that you have the opportunity to decide whether to accept or decline the cookie. If you are just browsing our website and are not a registered user, you do not have to accept a cookie and you can still continue browsing the website. However, if you are visiting a website where you will be accessing a confidential account, you must accept that site's cookies because they are essential for site administration and more importantly, security.

If you have questions about your information or this policy, please contact the Community Foundation of Middlesex County at 860.347.0025.

## **Community Foundation of Middlesex County Nondiscrimination Policy**

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### **Employment**

The Community Foundation of Middlesex County follows an equal opportunity employment policy and employs personnel without regard to race, creed, color, ethnicity, national origin, religion, sex, sexual orientation, gender expression, age, physical or mental ability, pregnancy, veteran status, military obligations, and marital status. This policy applies to hiring, internal promotions, training, opportunities for advancement, and terminations.

### **Grantmaking**

No person in the United States shall, on the basis of actual or perceived race, color, religion, national origin, sex, gender identity (as defined in paragraph 249(c)(4) of title 18, United States Code), sexual orientation, marital or parental status, political affiliation, military service, physical or mental ability, or any other improper criterion be excluded from participation in, be denied the benefits of, or be subjected to discrimination under any program or activity funded in whole or in part with funds made available by the Community Foundation of Middlesex County, and any other program or activity funded in whole or in part with funds appropriated for grants, cooperative agreements, and other assistance administered by the Community Foundation of Middlesex County.

### **Selection of Vendors**

The Community Foundation of Middlesex County determines its choice of vendors with which to do business without regard to race, creed, color, ethnicity, national origin, religion, sex, sexual orientation, gender expression, age, physical or mental ability, pregnancy, veteran status, marital status, or other improper criteria.

Approved by the Board of Directors:

\_\_\_\_\_

DATE

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<b>T E R M</b>	<b>Class of 2016</b>	<b>Class of 2017</b>	<b>Class of 2018</b>	<b>Class of 2019</b>	<b>Class of 2020</b>	<b>Class of 2021</b>	<b>Class of 2022</b>	<b>Class of 2023</b>	<b>Class of 2024</b>
	Jan 1, 2014 - Dec. 31, 2016	Jan 1, 2015 - Dec. 31, 2017	Jan 1, 2016 - Dec. 31, 2018	Jan 1, 2017 - Dec. 31, 2019	Jan 1, 2018 - Dec. 31, 2020	Jan 1, 2016 - Dec. 31, 2018	Jan 1, 2017 - Dec. 31, 2019	Jan 1, 2018 - Dec. 31, 2020	Jan 1, 2019 - Dec. 31, 2021
1	J. Boccalatte (Middletown)	Sue Sawchuk (Clinton)	Meghan Whelen (Old Saybrook)						
1	Frantz Williams (Middletown)	Brian Abely (M'town, Lyme)	Tim Geelan (Old.Saybk,G'ford)						
1	Greg Rainey (Ivoryton)	Clio Coles (Deep River)	Diana Gregory (Ivoryton)						
1									
2	Gary Salva (Middlefield)	Wally Jones (Killingworth)	Marc Levin (Haddam)	J. Boccalatte (Middletown)	Sue Sawchuk (Clinton)	Meghan Whelen (Old Saybrook)			
2		Moira Martin (Centerbrook)	A. Wasescha (Middletown)	Frantz Williams (Middletown)	Brian Abely (M'town, Lyme)	Tim Geelan (Old.Saybk,G'ford)			
2				Greg Rainey (Ivoryton)	Clio Coles (Deep River)	Diana Gregory (Ivoryton)			
2									
3	N. Fischbach (Deep River)	Vinnie Capece (Middletown)	Sharon Griffin (Durham)	Gary Salva (Middlefield)	Wally Jones (Killingworth)	Marc Levin (Haddam)	J. Boccalatte (Middletown)	Sue Sawchuk (Clinton)	Meghan Whelen (Old Saybrook)
3	Dave Director (Cromwell)	Rich Tomc (Middletown)			Moira Martin (Centerbrook)	A. Wasescha (Middletown)	Frantz Williams (Middletown)	Brian Abely (M'town, Lyme)	Tim Geelan (Old.Saybk,G'ford)
3							Greg Rainey (Ivoryton)	Clio Coles (Deep River)	Diana Gregory (Ivoryton)
	6 total: 1F, 5M	7 total: 3F, 4M	6 total: 4F, 2M	4 total: 0F, 5M	5 total: 3F, 2M	5 total: 3F, 2M			
	2 down, 2 Mtown, 2 up	4 down, 3 Mtown, 0 up	3 down, 1 Mtown, 2 up	1 down, 2 Mtown, 1 up	4 down, 1 M'town	3 down, 1 Mtown, 1 up			

**2016:** 19 total / 8 female, 11 male / 9 down county, 5 Middletown, 4 up county / none east of river

Down County: Clinton, Westbrook, Old Saybrook, Essex/Ivoryton/Centerbrook, Deep River, Killingworth, Chester  
Up County: Haddam, East Haddam, Middlefield, Portland, Cromwell, Durham, East Hampton

as of 6/14/16