

UniFi Operations Committee Charter

Approved (X DATE)



Indiana United Ways

Statement of Purpose

The UniFi Operations Committee (UOC) is commissioned by and responsible to the Indiana United Ways Board of Directors (IUW Board). The UOC is responsible for providing a clear strategy for the back-office services provided by the UniFi Solutions department, as well as advocating the use of those services to Member United Ways within Indiana and to United Ways across the United States. The UOC shall have additional responsibilities as identified and as assigned to it by future action of the IUW Board.

Composition

The IUW Board appoints UOC members, who are entitled to one (1) vote each, from among the following groups for two-year (2) terms:

- Directors of the IUW Board
- Executive Staff of United Ways
- Local United Way volunteers

The IUW Board makes an effort to preserve various dimensions of diversity when appointing UOC members (e.g., geography, local United Way size, professional expertise, etc.). The UOC shall consist of at least five (5) members at any time.

The UOC is led by the Chair, who is appointed by and serves at the pleasure of the IUW Board.

IUW UniFi staff serve the Committee by providing administrative support and liaising between IUW leadership, UniFi clients, and the UOC. IUW staff will also provide subject matter expertise and advice related to UniFi operations proposals under consideration for action.

Primary Roles

- Deliver quarterly reports to IUW Board on UniFi Solutions operations
- Propose an annual pricing structure to the IUW Board
- Report trends in client satisfaction to the IUW Board
- Support strategies to ensure the market competitiveness of UniFi Solutions
- Act as a thought partner for developing continuous improvement strategies
- Be an active advocate for UniFi Solutions services

Scope of Authority

The UOC may act in the following ways:

- (1) Acting in accordance with a platform previously prescribed and approved by the IUW Board
- (2) Making recommendations for action to the IUW Board

When taking action that is consistent with the IUW Board's platform, UOC members need not vote. However, the UOC (through the Chair) is responsible for informing the IUW Board about actions taken and progress made.

To make a recommendation for action to the IUW Board, the OUC must vote. A quorum must be established for voting to occur.

Quorum

A quorum exists when $\frac{1}{2} + 1$ of the active voting members of the Committee are present.

Voting

When deciding what recommendations to provide to the IUW Board, each member of the UOC will be allotted one (1) vote. Voting may be conducted either in person or in a meeting in which all participants can communicate with each other in real time (including telephone, Zoom, Teams, and other virtual meeting options). A quorum must be present to hold a vote; the will of a simple majority shall determine the outcome of the vote.

In compliance with Indiana Code, electronic voting will follow the guidelines for an *Action Without Meeting* specific to Directors of the Board as described in the Bylaws. No actions will be undertaken without the knowledge and support of the IUW Board.

UOC members eligible to vote include:

- Members of the IUW Board
- Executive Staff representing an IUW member United Way
- An assigned volunteer when acting as a committee member (rather than a Subject Matter Expert advisor)

Meetings

The UOC shall meet at least quarterly. Notice of such meeting must be given no less than 14 calendar days prior to the meeting. In the event of an unscheduled, time-sensitive meeting which will require a vote of the UOC members, written notice must be given no less than 48 hours in advance of said meeting. Such meetings must be held in a format in which UOC members can communicate in real-time with one another to facilitate open dialogue and discussion. Attendance at or participation in the meeting indicates a waiver of the notification requirement.

The IUW President/CEO shall participate as a non-voting member in all meetings.

Committee Tasks

- Ensure the dissemination of an annual assessment of client satisfaction (Q3)
- Discuss periodic updates on UniFi processes and continuous improvement measures
- Review recommendations for pricing annually (Q4)
- Annually review UniFi contract parameters (Q4)
- Approve client contract template each year
- Set revenue and pipeline goals and review progress toward meeting those goals
 - Annual review of projected income and expenses (Q1, Q3)
 - Provide input to IUW leadership on UniFi annual budget considerations (Q4)
- Promote UniFi Solutions among United Way network partners in appropriate forums
- Act as references for prospective clients considering UniFi services

Ethical Commitment

By virtue of accepting a post, volunteers acting on behalf of IUW through its Board of Directors and/or Committees of the Board agree to uphold IUW's ethical standards by:

- Divulging any real or perceived conflicts of interest as they arise and completing the *Conflict of Interest* form annually
- Observing IUW's Code of Ethical Conduct
 - Abiding by IUW's anti-discrimination position and policy
 - Abiding by IUW's anti-harassment policy

Indiana United Ways UniFi Operations Committee

Job Descriptions

Committee Chair

A Chair shall preside over the UOC. The UOC Chair shall be a Director of the Indiana United Way (IUW) Board and be appointed to the UOC by the IUW Board Chair. At the discretion of the IUW Board, co-Chairs may be appointed to serve the same term. The term of office for the UOC Chair(s) shall be two years. In addition to presiding over the UOC meetings, the Chair(s) shall be responsible for:

- Preparing the meeting agenda with input from IUW staff, UOC committee member, or IUW Board
- Providing notice of meetings to UOC members
- Serving as a representative for the UOC on the IUW Board
- Ensuring Board is aware of UOC actions and appropriate IUW Board approvals have been received for UOC positions

Committee Members

- Participate in 75% of UOC meetings each year
- Make every effort to attend the IUW Annual Meeting
- Be actively engaged in UOC meetings and Operations discussions
- Act as subject matter experts to advise on Operations when appropriate

IUW Staff

- Aid the UOC Chair in building meeting agendas
- Coordinate meeting logistics
- Take minutes for each UOC meeting
- Communicate actions and decisions of the UOC and IUW Board, as they relate to UniFi Operations, to UniFi Solutions clients in an accurate and timely fashion
- Provide the UOC with market-researched pricing proposals for review annually
- Prepare and present reports on client prospects and current client satisfaction to the UOC
- Inform UOC about the progress of continuous improvement measures