Risk Management Committee Charter

Staff Liaison

Nick Williams, *CFO*

Responsibilities

Mission:

The Risk Management Committee (the "Committee") of the Board of Trustees (the "Board") shall assist and advise the Board in fulfilling its oversight responsibilities for the Foundation's risk management and compliance with laws and regulations under which the Foundation operates. The Committee shall oversee the Foundation's risk management policies and practices. The Committee will report regularly to the Board. In addition, the Committee will perform the same responsibilities for the New Mexico Community Trust ("NMCT")

Composition:

The Committee shall consist of at least three members. This Committee shall only be comprised of sitting Trustees of the Foundation. The Foundation's Finance Committee Chair shall be an ex-officio member of the Committee.

Meetings:

The Committee shall meet as needed throughout the year concerning Risk Management Committee issues.

Roles, Responsibilities and Guidelines:

With regard to Risk Management, the Committee shall, through or in conjunction with the President and CEO of the Foundation and Trust, the Finance Committee Chair and other staff as appropriate:

- Review, at least annually, in consultation with the Foundation and Trust's insurance consultant, the Foundation and Trust's insurance coverage, including the Directors' and Officers' Legal Liability policy and other coverages required to mitigate the Foundation and Trust's financial exposure;
- Review the Foundation and Trust's various policies as they relate to auto safety, crisis management, cyber security policies, hiring practices, discrimination based on race, gender, age and sexual orientation and to sexual harassment;
- Review the status of any lawsuits or other pending legal matters in which the Foundation or Trust is involved, including representation therein and legal fees and costs expended.

The Risk Management Committee will:

- Review and revise or establish, as appropriate, “whistleblower” procedures to receive, investigate and take appropriate action in response to submissions, including confidential anonymous submissions by employees of the Foundation or Trust regarding questionable accounting, auditing or other activities;
- Review and revise, as appropriate, the Foundation and Trust’s Code of Conduct and Conflict of Interest Policy and ensure that all Foundation and Trust Board of Trustee members annually sign a Code of Conduct and Conflict of Interest statement;
- Review and assess the Committee’s Charter regularly and recommend any proposed changes to the Board of Trustees for approval.
- Review other Foundation or Trust policies as applicable.

Updated ~~April 2, 2024~~February 4, 2024