

**CHARGE TO THE ADVISORY PANEL ON  
INVESTMENT RESPONSIBILITY AND LICENSING**

Approved 06/07/05 by the SCIR and the full Board of Trustees  
(Adopted 4/71, Prior Approved Revisions 06/14/85, 06/13/96, 9/01/97, 07/09/02,  
10/15/02, 06/07/05)

GENERAL CHARGE

Investment Responsibility:

The Advisory Panel on Investment Responsibility and Licensing (APIR-L) shall advise the Trustees' Special Committee on Investment Responsibility (SCIR) and the President on matters related to investment responsibility. The Panel will be guided by Stanford's Statement on Investment Responsibility, adopted and approved by the full Board of Trustees in April 1971 and revised June 14, 1985, June 13, 1996, September 1, 1997, and October 15, 2002.

University Licensing Matters:

In addition, the APIR-L shall advise the President and/or Provost on licensing matters including the use of Stanford's name, trademarks, logos, design or image to external parties.<sup>1</sup>

SPECIFIC DUTIES

The APIR-L is advisory to the SCIR and the President on investment responsibility matters, and the President and Provost on Licensing issues, and is responsible for the following functions:

1. Investment Responsibility:

- At the request of the SCIR, the President, and/or Stanford Community constituents, the APIR-L shall receive, review, report and make recommendations related to investment responsibility proposals. Proposals may include amendments to the Statement on Investment Responsibility (including the structure, process, methods, and/or wording); changes or additions to investment responsibility policies and proxy voting guidelines; and, if deemed appropriate, representations to companies on the University's behalf. In Addition, APIR-L will also

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<sup>1</sup> On July 9, 2002, the President's Office amended the APIR Charge to add Licensing to the Panel's title and Mandate. From that point forward, the Panel would be known as the Advisory Panel on Investment Responsibility & Licensing (APIR-L). In addition to advising the SCIR and the President on Investment Responsibility issues, the APIR-L would also advise the President and/or the Provost on licensing matters including use of the Stanford name, trademarks, logos, design or image to external parties.

monitor trends, conduct research, and report this information to the SCIR and the President.

APIR-L's recommendations are not always approved; however the SCIR will report final outcomes to the APIR-L.

2. Licensing:

- At the Request of the President and/or the Provost, APIR-L shall review and research licensing issues including activities and policies, provide analyzes and make recommendations to the President and Provost.

3. Other Matters:

- At the request of the SCIR, the President or the Provost, APIR-L will make recommendations on any new issues raised by the SCIR, the President and/or the Provost that may warrant attention.

## MEMBERSHIP

APIR-L shall consist of eight to twelve voting members, appointed by the President with:

- At least two members of the Academic Council selected from nominations by the Faculty Senate Committee on Committees;
- At least two students (one graduate and one undergraduate) selected by nominations by the ASSU Nominations Committee;
- At least two alumni representatives appointed by the President in consultation with appropriate University representatives;
- At least two staff members selected by the President.
- Up to four additional members chosen from the faculty, students, and staff by the President.

The Chair of APIR-L will be selected by the President.

All terms will be for one year, with the possibility of reappointment for additional terms.

## MEETINGS

- Monthly Meetings - APIR-L shall meet once a month during the academic year at the call of the Chair. APIR-L may also conduct business via conference call or by other alternative methods.
- Annual Town Hall Meeting – The APIR-L Chair and Panel Members will hold an annual Stanford community Town Hall Meeting to provide University constituents the opportunity to meet Panel Members and discuss and ask questions about Investment Responsibility related issue and concerns. The APIR-L Chair will moderate with the participation of all APIR-L Members and Staff as required.
- Annual Joint SCIR/APIR-L (Dinner) Meeting – At the call of the SCIR Chair, members and the Chairs of SCIR and APIR-L will attend an annual joint dinner meeting to introduce both groups and discuss investment responsibility related issues.

## VOTING APPROVAL FOR PANEL RECOMMENDATIONS

One-half of the appointed voting members constitute a quorum.

The Chief Executive Officer of the Stanford Management Company (or his/her designee) shall act in an ex-officio capacity as necessary. The CEO (or his/her designee) may vote if there is a tie.

## STAFF SUPPORT

The Stanford Management Company shall be responsible for providing staff, administrative assistance, and research support to the APIR-L. On October 15, 2002, the Board of Trustees approved hiring student research interns to assist the Panel in its work efforts. Interns will be hired and their work will be under the direction of the Manager of Investment Responsibility.

## REPORTING

- The APIR-L Chair shall attend SCIR meetings (at the call of SCIR's Chair and normally scheduled during the Board of Trustee meeting period), to update and report the activities of APIR-L to SCIR.
- The APIR-L Chair shall act as moderator of the Annual APIR-L Town Hall Meeting.
- The APIR-L Chair shall submit an Annual Report of the Panel's discussions, actions, and recommendations to the President by August 1 of the academic year.