

# AGRICULTURAL FOUNDATION OF CALIFORNIA STATE UNIVERSITY, FRESNO

Policy No. 4007

## Joint Venture Policy

This policy is applicable to the following auxiliary corporations:

- Agricultural Foundation
- Association
- Associated Students, Inc.
- Athletic Corporation
- Foundation
- Programs for Children

### REVISION RECORD

Date	Version	Revision Description
5/27/2009	New	Approved by Board of Governors

### DOCUMENT CONTROL

<b>Approved By:</b> Board of Governors	<b>Date Approved:</b> 5/27/2009	<b>Next Review Date:</b> 5/27/2011
<b>Responsible Position(s):</b> Associate Vice President for Auxiliary Operations	<b>Affected Units:</b> All units, staff, and volunteers	<b>Document Control Number:</b> Policy 4007

## PURPOSE

Generally, a joint venture is considered an undertaking for business or tax-exempt purposes by two or more organizations. These arrangements usually have: (1) an express or implied agreement; (2) a common purpose that the group intends to carry out; (3) shared profits or losses; (4) each member's equal voice in controlling the project.

This policy is designed to include arrangements that fit in this definition as well as those that are similar in nature or effect as detailed in the application section below.

This policy applies to all joint ventures or similar arrangements ("venture or arrangement"). For this policy, the terms mean any joint ownership or contractual arrangement, either express or implied, through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity.

The following transactions and relationships are specifically excluded from this Joint Venture Policy:

1. Investments in publicly traded securities, mutual funds, insurance company annuities or life insurance products, or bank savings accounts.
2. Contributions of business and investment interests (corporate stock, LLC interests, life insurance, etc.), where this corporation is protected from liability, and has no required additional investments or carrying costs.

## REGULATIONS

### Approval

All joint ventures or arrangements must be approved by the Board of Directors.

### Minimum Requirements for All Ventures

All ventures and arrangements must meet all the following requirements. The Board may add requirements for specific ventures at its discretion.

1. The purpose for involvement in the venture must be described to the Board in detail, including all associated uses of resources whether directly part of the venture, or not, and the projected financial impact to the organization. The venture must comport with the mission of the Agricultural Foundation. Participation of the Agricultural Foundation in such venture must not constitute a violation of rules or requirements applicable to the Agricultural Foundation under the California Education

- Code, Title V of the California Code of Regulations, or other governing rules or regulations, nor may it jeopardize the Agricultural Foundation's tax exempt status.
2. A written agreement must be created with other parties associated in the venture. The agreement shall include the following elements:
    - a. The agreement will provide sufficient control to ensure that it furthers the tax-exempt purpose of the Agricultural Foundation.
    - b. The venture or arrangement will give priority to the tax-exempt purposes of the arrangement over maximizing profits for the other participant(s).
    - c. The venture or arrangement shall not engage in activities that would jeopardize the organization's exemption from taxation (such as political intervention or substantial lobbying).
    - d. All contracts entered into with the Agricultural Foundation shall be on terms that are arm's length or more favorable to the Agricultural Foundation.
    - e. All accounting practices, budget requirements, and fiscal responsibilities shall be in accordance with Agricultural Foundation policies and procedures.

**IMPLEMENTATION**

The Associate Vice President for Auxiliary Operations and Enterprise Development or his/her designee, in accordance with the applicable auxiliary corporation Management Services Agreement, has the authority to implement this policy.