



**BOARD OF DIRECTORS MEETING**

**September 13, 2018**

**2:45 p.m.**

**AGENDA**

- I.** Call to Order
- II.** Approval of Agenda
- III.** Approval of Previous Board Minutes
- IV.** President's Report
- V.** Audit Committee Report\*
- VI.** Finance Committee Report\*
- VII.** Executive Committee Report

\*Action Item

## **ACTION ITEMS**

### **1. Approve Update to Subcontractor Management Policy.**

**BE IT RESOLVED** that the Board of Directors (“Board”) of Iowa Student Loan Liquidity Corporation (“Iowa Student Loan”) hereby adopts the following Resolution for the Oversight and Management of Iowa Student Loan Liquidity Corporation’s Subcontractor Relationships (“Resolution”):

**PREAMBLE:** Iowa Student Loan’s use of subcontractors shall be performed in a safe and sound manner and limit the potential for statutory or regulatory violations and related consumer harm.

**WHEREAS,** Iowa Student Loan continues to increase the number and complexity of its subcontractor relationships;

**WHEREAS,** the Board is aware of the risks presented by engaging in business with subcontractors;

**WHEREAS,** the Board understands and acknowledges its responsibilities for overseeing Iowa Student Loan’s overall subcontractor risk management processes and for ensuring that Iowa Student Loan has risk management practices in place to assess, monitor and manage the risks;

**NOW THEREFORE,** the Board has adopted the following Resolution:

Management is directed to develop and implement a Subcontractor Risk Management Program (“Program”) commensurate with the level of risk and complexity of its subcontractor relationships and consistent with Iowa Student Loan’s strategic goals and organizational objectives. The Program shall include the following:

1. Proper procurement rules for the purchase of goods and services that strive to obtain the maximum value for the goods and services provided, to utilize open competition and an impartial evaluation of alternative products.
2. The proper due diligence in selecting a subcontractor,
3. Written contracts that outline the rights and responsibilities of all parties.
4. Ongoing monitoring of the subcontractor’s activities and performance.
5. Clear roles and responsibilities for overseeing and managing the relationship and risk management process.

A subcontractor (vendor, service provider) is any person or business that is a party to a contract with Iowa Student Loan to provide products and services to Iowa Student Loan necessary for Iowa Student Loan to achieve its objectives or perform its obligations under its servicing agreements.

This policy becomes effective immediately and replaces Board policies relating to the subject matter hereof. The Board hereby instructs management to prescribe policies, procedures and guidelines to carry out the requirements of this Resolution. Management will furthermore implement the appropriate mechanisms to detect and assess risks to consumers related to third party relationships and develop and provide updated periodic reports to the Board, no less than annually, on management’s compliance with this Resolution.

2. **Approve Investment Broker RFQ.**

**BE IT RESOLVED** that the Board of Directors of Iowa Student Loan Liquidity Corporation approves the issuance of the Request for Qualifications (RFQ) for broker/dealers of investment securities as presented by staff. This RFQ will be utilized to update/confirm the list of approved brokers/dealers as required by the Investment Policy dated November 8, 2012. The Board of Directors also approves updates of titles of staff within the Investment Policy as presented by staff.