



Board Governance Committee Meeting Summary

March 17, 2021

This is intended as a guide for the Committee Chair. Other than the motions, this need not be read verbatim. The Chair may add context/comment as appropriate.

The Board Governance Committee met on March 16, 2021.

The Committee held an election for the Board Governance Committee Chair and Vice Chair. Henry Jones was elected Chair and Lisa Middleton was elected Vice Chair.

THE COMMITTEE RECOMMENDS AND I MOVE that the Board approve the following:

AGENDA ITEM 7a

Approve the addition of the proposed language to the Board Governance Policy, and direct management to come back with additional language to clarify that Board members may not interfere with an investigation or disclose any information pertaining to the investigation.

The committee reviewed the Board Governance Committee delegation and has no recommended changes. The delegation will be presented for board approval, along with other committee delegations, at a subsequent meeting.

The committee discussed how the Board's shared responsibility for CIO personnel decisions should be implemented and determined that this will be resolved at the Full Board meeting in April.

The committee also solicited Board member views on future Committee agenda items. Two suggestions were made; to add an item for discussion regarding the positions of Board President, Chair of the Board Governance Committee and the Chair of the Risk and Audit Committee being occupied by the same person and an item to discuss if there should be rotation guidelines for the roles of Board President, Vice President, Committee Chairs and Vice Chairs. The team will work with the Chair and Vice Chair to agendize these two items for upcoming meetings.

The next meeting of the Board Governance Committee is tentatively scheduled for June 16, 2021, in Sacramento, California.