

Attachment 1

MINUTES AND ACTION ITEMS
 Resulting from the
Governance Committee Conference Call
July 24, 2013

In Attendance:

Directors – Pamela Creedon, Jim Fiedler (Co-Chair),
 Alan Ramo, Barbara Salzman,
 Dave Williams (Co-Chair)

Staff – Meredith Williams, Robert Fraser

Absent:

Status Updated 8/19/13

#	Action Item	Who?	When?	Status
1.	Work with Sac Regional on Stan Dean Replacement.	Dave W.	7/30/13	Completed – Prabhakar Somavarapu
2.	Revise ASC Bylaws.	Michael F.	8/15/13	Completed
3.	Research form 700 filings.	Robert F.	9/13/13	In progress
4.	Identify senior staff who should complete form 700.	Meredith W.		In progress
5.	Develop Board orientation materials.	Meredith W. Robert F.	Next Governance Meeting	In progress
6.	Schedule a discussion of Conflict of Interest with management.	Meredith W. Robert F.	9/20/13	In progress
7.	Update Conflict of Interest Policy with Governance Committee recommendations.	Robert F.	9/5/13	In progress
8.	Distribute a list of vendors to Directors in conjunction with Conflict of Interest Policy.	Meredith W.	9/5/13	In progress
9.	Make a chart of Board representation and expertise.	Meredith W. Robert Fraser	9/5/13	In progress
10.	Check Leyna’s availability to assist with Board recruiting	Dave W.	9/13/13	In progress

(Regular meeting conducted via conference call. Notice of Meeting given via e-mail.)

The meeting was called to order at 9:00 AM.

1. Review Draft Agenda and Time Allocation – The committee approved the agenda and time allocation
2. Review AI's and Minutes – The committee approved the AI's and minutes.
3. Sac Regional Replacement – Stan Dean had resigned from the ASC Board. Dave Williams has identified Prabhakar Somavarapu, Terry Mitchel, or Linda Dorn as potential candidates to fill his seat. He is waiting to hear back from Sac Regional.
4. Bylaws Discussion – The committee agreed to send the ASC Bylaws to the full Board in September for a vote.
5. SFEI Conflict of Interest – The committee identified that senior staff involved with approving contracts should fill out the form 700. The committee requested a few minor changes to draft of the Conflict of Interest Policy. The committee agreed that the disclosure form at the end of the policy was not necessary and that the policy should apply to both SFEI and ASC.
6. Future Priorities – The committee agreed that recruiting new Board members should be a future topic of discussion.

The meeting was adjourned at 10:05 am.