

Public Meeting Notice

Due to concerns about COVID-19, Shelter-in-Place Orders in many jurisdictions, and in accordance with Executive Department of State of California Executive Order N-25-20 ("EO N-25-20"), which suspended the Bagley-Keene Act's procedural requirements for conducting board meetings by teleconference, notice is hereby given that the WestEd, FWL, and SWRL Boards of Directors joint meetings of July 15 – 17, 2020 will be conducted by teleconference.

Members of the public shall have the right to observe and offer public comment during the meeting(s) by teleconference using the links provided in the attached meeting list.

In compliance with the Bagley-Keene Act and WestEd Governance Policies, the agenda for this meeting will be posted on or before July 7, 2020, on the internet at

<http://www.wested.org/about-us/board-of-directors/>

In compliance with the Americans with Disabilities Act, any person needing special assistance to participate in this meeting should contact Shaun Flinn, 415.615.3210, at least 48 hours in advance of the meeting.

For additional information about this meeting, please contact
Shaun Flinn
415.615.3210
sflinn@wested.org

**WestEd Board of Directors Virtual Meeting
Teleconference Info**

Wednesday, July 15 Meeting Start Times (All Times PDT)

11:30 a.m. - 1:00 p.m.

CEO Performance and Compensation Committee

<https://wested.zoom.us/j/93179319926?pwd=ZmZJb29EL21NVHF2SUcydFYzSG9wZz09>

Thursday, July 16 Meeting Start Times (All Times PDT)

8:30 a.m. - 10:30 a.m.

External Relations Committee

<https://wested.zoom.us/j/96155771290?pwd=R0VIUjU0RnhMaHpCUzVBbEpKMW1mUT09>

Human Resources and Institutional Development Committee

<https://wested.zoom.us/j/91267471879?pwd=UVdVR21na0ZJb3hBWlpLVHd4dDVzQT09>

Management and Audit Committee

Join Zoom Meeting

<https://wested.zoom.us/j/94626535062?pwd=Tlo5MzdodDdPem9oQklDQ1FpMTBvQT09>

Program Committee

<https://wested.zoom.us/j/98477645797?pwd=c3VPSW5mejBTeWpBT2FuZEZyckl6Zz09>

11:00 a.m. - 12:30 p.m.

Executive Committee

<https://wested.zoom.us/j/91288260719?pwd=WWVjNUk3U0xMZmkrSVo5Z0puRFdUUT09>

1:00 p.m. - 2:30 p.m.

Program Session with Guest Presenter: Dr. Michael McAfee, President and CEO, PolicyLink

<https://wested.zoom.us/j/93692642269?pwd=dnBNc1hrQXFaMGNIYUVaSGVZVHhxQT09>

**WestEd Board of Directors Virtual Meeting
Teleconference Info**

Friday, July 17 Meeting Start Time (All Times PDT)

8:00 a.m. - 11:45 a.m.

WestEd Board Meeting

<https://wested.zoom.us/j/95343065922?pwd=VGZDd1U5OXdB1NncFo4V3dibHh1QT09>

MISSION

WestEd, a nonpartisan research, development, and service agency, works with education and other communities to promote excellence, achieve equity, and improve learning for children, youth, and adults.

AGENDA

WestEd Board of Directors Virtual Meeting

Pursuant to California Executive Orders N-29-20 and N-60-20 and local public health directives imposing social distancing measures due to the COVID-19 pandemic, the July 15–17, 2020 meeting of the WestEd Board of Directors will be held via Zoom video conferencing and will be recorded.

Wednesday, July 15 (All Times PDT)

11:30 a.m. – CEO Performance and Compensation Committee
1:00 p.m.

Thursday, July 16

Standing Committee Meetings:

8:30 a.m. – External Relations Committee
10:30 a.m. Human Resources and
Institutional Development Committee

Management and Audit Committee

Program Committee

11:00 a.m. – Executive Committee
12:30 p.m.

1:00 p.m. – Program Session with Guest Presenter:
2:30 p.m. Dr. Michael McAfee, President and CEO, PolicyLink

Presentation Topic: TBD

Friday, July 17

8:00 a.m. Welcome and Call to Order 2019–2020 Board Chair, Beverly Hurley
Change of Chair 2020–2021 Board Chair, Rena Dorph
Introductions

WestEd Board of Directors Virtual Meeting

July 15–17, 2020

Ratify Meeting Agenda

- 8:15 a.m. Public Comment
[This agenda item will be limited to ten (10) minutes total with a two-minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]
- 8:25 a.m. Approve April 2020 Minutes
- 8:30 a.m. Standing Committee Reports

Executive Committee Report

Board Chair, Rena Dorph

EXEC Information Items

1. Standing Committee 101 Review/Introduction
2. Update on WestEd Response to COVID-19
3. Update on October 2020 Board Meeting
4. Discussion of Holding Future Virtual Board Meetings
5. New Business

CEO Performance and Compensation Committee Report

Committee Chair, Anne O'Brien

PCC Information Items

1. Standing Committee 101 Review/Introduction
2. Update from Mercer on Testing of CEO Annual Incentive Plan Model
3. Discuss Status of Subcommittee on CEO Annual Incentive Plan Model
4. Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities and Committee Membership Chart for Committee Information
5. New Business

Management and Audit Committee Report

Committee Chair, Doug Wilson

MGT Action Items

1. Fiscal Year 2019 Audited Financial Statements for WestEd, FWL, and SWRL
2. Investment Management Report for Fiscal Year 2020, as of May 31, 2020
3. Annual Resolution: Delegation of Signature of Authority to WestEd's CEO
4. Unaudited Financial Statements for Fiscal Year 2020, as of May 31, 2020

MGT Information Items

5. Management Discussion and Analysis for Fiscal Year 2020, as of May 31, 2020
6. Standing Committee 101 Review/Introduction
7. Indirect Budget and Actual Expenses for Fiscal Year 2020,

WestEd Board of Directors Virtual Meeting

July 15–17, 2020

as of May 31, 2020

8. Annual Meeting with External Investment Advisor
9. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
10. New Business

Program Committee Report

Committee Chair, Marquita Grenot-Scheyer

PRG Information Items

1. Standing Committee 101 Review/Introduction
2. High Priority Project Update: National Assessment of Educational Progress (NAEP) Reading Framework
3. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
4. New Business

Human Resources and Institutional Development Committee Report

Committee Chair, Ken Coll

HRID Information Items

1. Standing Committee 101 Review/Introduction
2. Trends in Funding for WestEd Work
3. Update on Diversity, Equity, and Inclusion Initiative at WestEd
4. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
5. New Business

External Relations Committee Report

Committee Chair, Kimberly White-Smith

EXT Action Items

1. Board-Appointed Open Positions
2. Board-Appointed Emeritus Positions
3. Election of FWL and SWRL Board Chairs for 2020–2021
4. Board of Directors Future Meeting Dates and Locations

EXT Information Items

5. Standing Committee 101 Review/Introduction
6. Board Membership Progress Report
7. Board Composition Analysis
8. WestEd Visibility
9. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
10. New Business

WestEd Board of Directors Virtual Meeting

July 15–17, 2020

Board Chair Report

Board Chair, Rena Dorph

CHAIR Action Items

1. Ratification of WestEd Board Actions on FWL Items
2. Ratification of WestEd Board Actions on SWRL Items

10:00 a.m. Staff Presentation:

Ann Marie Bordes, Director of Finance

WestEd Budgeting and Forecasting: An Overview

10:30 a.m. Staff Presentation:

Susan Mundry, Senior Program Director, D1

Project Update on a Sound Basic Education for All: An Action Plan for North Carolina

11:30 a.m. Chief Executive Officer's Report

CEO, Glen Harvey

11:45 a.m. Closing Remarks and Adjournment

Board Chair, Rena Dorph

Executive Committee Meeting

Thursday, July 16, 2020
11:00 a.m. PDT

AGENDA

Public Comment

[This agenda item will be limited to ten minutes total with a two-minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]

I. Review and discuss the following updates. No formal action is necessary at this time.

- | | |
|--------|---|
| EXEC-1 | Standing Committee 101 Review/Introduction |
| EXEC-2 | Update on WestEd Response to COVID-19 |
| EXEC-3 | Update on October 2020 Meeting |
| EXEC-4 | Discussion of Holding Future Virtual Board Meetings |
| EXEC-5 | New Business |

CEO Performance and Compensation Committee Meeting

Wednesday, July 15, 2020
11:30 a.m. PDT

AGENDA

Public Comment

[This agenda item will be limited to ten minutes total with a two-minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]

I. Review and discuss the following updates. No formal action is necessary at this time.

- | | |
|-------|---|
| PCC-1 | Standing Committee 101 Review/Introduction |
| PCC-2 | Update from Mercer on Testing of CEO Annual Incentive Plan Model and Discuss Next Steps |
| PCC-3 | Discuss Status of Subcommittee on CEO Annual Incentive Plan Model |
| PCC-4 | Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities and Committee Membership Chart for Committee Information |
| PCC-5 | New Business |

Management and Audit Committee Meeting

Thursday, July 16, 2020

8:30 a.m. PDT

AGENDA

Public Comment

[This agenda item will be limited to ten minutes total with a two minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]

I. Review the following documents and prepare recommendations for action by the full Board:

- MGT-1 Fiscal Year 2019 Audited Financial Statements for WestEd, FWL, and SWRL
- MGT-2 Investment Management Report for Fiscal Year 2020, as of May 31, 2020
- MGT-3 Annual Resolution: Delegation of Signature of Authority to WestEd's CEO
- MGT-4 Unaudited Financial Statements for Fiscal Year 2020, as of May 31, 2020

II. Review the following documents for information. No formal action is necessary at this time.

- MGT-5 Management Discussion and Analysis for Fiscal Year 2020, as of May 31, 2020
 - MGT-6 Standing Committee 101 Review/Introduction
 - MGT-7 Indirect Budget and Actual Expenses for Fiscal Year 2020, as of May 31, 2020
 - MGT-8 Annual Meeting with External Investment Advisor
 - MGT-9 Report from the Committee's Liaison to the CEO Performance and Compensation Committee
 - MGT-10 New Business
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Program Committee Meeting

Thursday, July 16, 2020

8:30 a.m. PDT

AGENDA

Public Comment

[This agenda item will be limited to ten minutes total with a two-minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]

I. Review and discuss the following updates. No formal action is necessary at this time.

PRG-1 Standing Committee 101 Review/Introduction

PRG-2 High Priority Project Update: National Assessment of Educational Progress (NAEP) Reading Framework

PRG-3 Report from the Committee's Liaison to the CEO Performance and Compensation Committee

PRG-4 New Business

Human Resources and Institutional Development Committee Meeting

Thursday, July 16, 2020
8:30 a.m. PDT

AGENDA

Public Comment

[This agenda item will be limited to ten minutes total with a two-minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]

- I. Review and discuss the following information documents. No formal Board action is required at this time.

| | |
|--------|---|
| HRID-1 | Standing Committee 101 Review/Introduction |
| HRID-2 | Trends in Funding for WestEd Work |
| HRID-3 | Update on Diversity, Equity, and Inclusion Initiative at WestEd |
| HRID-4 | Report from the Committee's Liaison to the CEO Performance and Compensation Committee |
| HRID-5 | New Business |

External Relations Committee Meeting

Thursday, July 16, 2020
8:30 a.m. PDT

AGENDA

Public Comment

[This agenda item will be limited to ten minutes total with a two-minute limit per speaker, which may be adjusted at the discretion of the Chair to accommodate a greater number of speakers.]

- I. Review the following and recommend action to the full Board:
 - EXT-1 Board-Appointed Open Positions
 - EXT-2 Board-Appointed Emeritus Positions
 - EXT-3 Election of FWL and SWRL Board Chairs for 2020–2021
 - EXT-4 Board of Directors Future Meeting Dates and Locations

- II. Review and discuss the following information documents. No formal Board action is required at this time.
 - EXT-5 Standing Committee 101 Review/Introduction
 - EXT-6 Board Membership Progress Report
 - EXT-7 Discussion of Use of Board Composition Survey
 - EXT-8 WestEd Visibility
 - EXT-9 Report from the Committee’s Liaison to the CEO Performance and Compensation Committee
 - EXT-10 New Business