

Public Meeting Notice

Notice is hereby given that the WestEd, FWL, and SWRL Boards of Directors, under Government Code section 11123, will hold a regular meeting via teleconference at the location below:

WestEd
730 Harrison Street, 5th Floor
San Francisco, CA

January 18–20, 2022

In compliance with the Bagley-Keene Act and WestEd Governance Policies, the agenda for this meeting will be posted on or before January 9, 2023, on the internet at <http://www.wested.org/cs/we/print/docs/we/board.htm>

In compliance with the Americans with Disabilities Act, any person needing special assistance to participate in this meeting should contact Erin Juarez, 415.615.3377, at least 48 hours in advance of the meeting.

For additional information about this meeting, please contact
Erin Juarez
415.615.3377
ejuaraz@wested.org

WestEd Board of Directors Meeting

January 18–20, 2023 WestEd (Virtual)
San Francisco, CA

Zoom Links

Wednesday, January 18, 2023

<i>Board Meeting</i>	<i>Zoom Link</i>
CEO Performance and Compensation Committee Meeting	https://wested.zoom.us/j/99100526613
Talent Development and Diversification Committee Meeting	https://wested.zoom.us/j/91775269825

Thursday, January 19, 2023

<i>Board Meeting</i>	<i>Zoom Link</i>
WestEd Board of Directors Virtual Meeting-Thursday	https://wested.zoom.us/j/96209376296
External Relations Committee Meeting	https://wested.zoom.us/j/99446257304
Human Resources and Institutional Development Committee Meeting	https://wested.zoom.us/j/96558040600
Program Committee Meeting	https://wested.zoom.us/j/96950954424
Management and Audit Committee Meeting	https://wested.zoom.us/j/97985697745
Executive Committee Meeting	https://wested.zoom.us/j/97417467075

Friday, January 20, 2023

<i>Board Meeting</i>	<i>Zoom Link</i>
WestEd Board of Directors Virtual Meeting - Friday	https://wested.zoom.us/j/98921347822

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 Meeting

In accordance with A.B. 361 which amends Government Code section 54953(b)(3)) and creates alternate measures to protect the statutory and constitutional rights of the public to appear before local legislative bodies, notice is hereby given that the WestEd, FWL, and SWRL Boards of Directors joint meetings of January 18–20, 2023, will be conducted via Zoom video conferencing and will be recorded.

Wednesday, January 18

8:00 a.m. CEO Performance and Compensation Committee (PCC)

Action Items

1. CLOSED SESSION: Review of CEO's 2022 Performance and Discussion of 2023 Compensation Recommendation (Per Cal. Gov't Code §11126(a)(1))
2. Report Out from Closed Session and Take Action, if Necessary

Information Items

3. Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities and Committee Membership Chart for Committee Information
4. New Business

11:00 a.m. Talent Development and Diversity Ad Hoc Committee (TDD)

Thursday, January 19

9:00 a.m. Welcome and Call to Order Board Chair, Ken Coll

Introductions

Ratify Meeting Agenda

9:05 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.]

9:10 a.m. Approve October 2022 Minutes

9:15 a.m. Introduction to Program Session Program Chair, Robbie Koerperich

WestEd Board of Directors Meeting

January 18–20, 2023

WestEd (Virtual)

San Francisco, CA

Leading for Equitable Well-Being in Our Learning Communities

9:20 a.m.	Introduction to Keynote Speaker	Natalie Walrond, WestEd
9:25 a.m.	Keynote Speaker	Zaretta Hammond, Author and Educator
10:15 a.m.	BREAK	
10:30 a.m.	Panel Discussion	Angela Kimball, Inseparable Melissa Stafford-Jones, California Health and Human Services Agency
11:15 a.m.	Small Groups	
11:45 a.m.	Closing and Reflections	Program Chair, Robbie Koerperich
11:55 a.m.	Recess Board Meeting to Friday, January 20, 2023	Board Chair, Ken Coll
1:00 p.m.	Standing Committee Meetings:	
	External Relations Committee	
	Human Resources and Institutional Development Committee	
	Management and Audit Committee	
	Program Committee	
3:00 p.m.	Executive Committee	

Friday, January 20

8:00 a.m.	Reconvene Board of Directors Meeting	Board Chair, Ken Coll
8:05 a.m.	Standing Committee Reports	
	<u>Executive Committee Report</u>	Board Chair, Ken Coll

EXEC Action Items

1. CLOSED SESSION: Review of CEO's 2022 Performance and Discussion of 2023 Compensation Recommendation (Per Cal. Gov't Code §11126(a)(1))
2. Report Out from Closed Session and Take Action, if Necessary

WestEd Board of Directors Meeting

January 18–20, 2023

WestEd (Virtual)

San Francisco, CA

EXEC Information Items

3. Discussion of April 2023 Staff Awards Ceremony
4. Debrief of Board Session Format Discussion
5. Debrief of 2+2 Virtual/In-Person Meeting Pilot Discussion
6. Update from the Talent Development and Diversification Committee
7. New Business

Ad Hoc Talent Development and Diversification Committee Report

Committee Chairs, Jacob Moore, Ann O'Brien

TDD Information Items

1. Provide Update and Discuss Next Steps
2. New Business

CEO Performance and Compensation Committee Report (PCC)

Committee Chair, Ann O'Brien

PCC Information Items

1. Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities and Committee Membership Chart for Committee Information
2. New Business

Management and Audit Committee Report

Committee Chair, Stefanie Phillips

MGT Action Items

1. Investment Management Report for Fiscal Year 2022, as of November 30, 2022
2. Unaudited Financial Statements for Fiscal Year 2022, as of November 30, 2022

MGT Information Items

3. Management Discussion and Analysis for Fiscal Year 2022, as of November 30, 2022
4. Property Management Reports for Fiscal Year 2022, as of November 30, 2022
5. Review of Approved Revenue and Expense Budget for Fiscal Year 2023
6. Indirect Budget and Actual Expenses for Fiscal Year 2022, as of November 30, 2022
7. GASB 87 Impact on Audited Financial Statements
8. Audit Entrance Conference with Crowe LLP
9. Update on Staff Salary Increases and Incentive Compensation
10. Update on WestEd's Fiscal Year and Intent to Change Governance Policy
9.4 Fiscal Management and Controls

WestEd Board of Directors Meeting

January 18–20, 2023

WestEd (Virtual)

San Francisco, CA

11. Discussion of Board Session Format
12. Discussion of 2+2 Virtual/In-Person Meeting Pilot
13. Report from the Committee’s Liaison to the CEO Performance and Compensation Committee
14. New Business

Program Committee Report

Committee Chair, Robbie Koerperich

PRG Information Items

1. High Priority Project Update: Children's Youth Behavioral Health Initiative Strategy and Engagement
2. WestEd 2025 Update: Whole Child, Whole Family, Whole Community
3. Discussion of Ideas Generated from Morning Presentation
4. Discussion of Board Session Format
5. Discussion of 2+2 Virtual/In-Person Meeting Pilot
6. Report from the Committee’s Liaison to the CEO Performance and Compensation Committee
7. New Business

Human Resources and Institutional Development Committee Report

Committee Chair, Annette Reichman

HRID Information Items

1. Update on Staff Salary Increases and Incentive Compensation
2. Trends in Funding for WestEd Work
3. Discussion of Proposal Success Rates
4. WestEd Staff Diversity and Hiring Report
5. Discussion of Board Session Format
6. Discussion of 2+2 Virtual/In-Person Meeting Pilot
7. Report from the Committee’s Liaison to the CEO Performance and Compensation Committee
8. New Business

External Relations Committee Report

Committee Chair, Brian Zeiszler

EXT Action Items

1. Intent to Change Governance Policies 6.2 Executive Committee, 6.3 Standing Committees, and 8.2 CEO Performance Appraisal

EXT Information Items

2. Intent to Change WestEd's Fiscal Year and Intent to Change Governance Policy 9.4 Fiscal Management and Controls

WestEd Board of Directors Meeting

January 18–20, 2023

WestEd (Virtual)

San Francisco, CA

3. Possible Change to Governance Policies 3.1 Composition of the WestEd Board of Directors, 3.2 Board Members Terms of Service, 3.3 General Requirements for Board Membership, 4.4 Nomination and Election of Officers, 6.3 Standing Committees, 10 Amendments to Governance Policies
4. Board Member Progress Report
5. May 2023 Term Expirations and Re-Appointments in Board-Appointed Positions
6. May 2023 Term Expirations in Signatory Agency Positions
7. Nominations for the Election of WestEd Board Chair-Elect for 2023–2024
8. Update on Board Commitments Form
9. Update on “Getting to Know You” item
10. Discussion of Board Session Format
11. Discussion of 2+2 Virtual/In-Person Meeting Pilot
12. Report from the Committee’s Liaison to the CEO Performance and Compensation Committee
13. New Business

Board Chair Report

Board Chair, Ken Coll

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. Break

10:15 a.m. Staff Presentation

Alicia Bowman, Improvement Specialist
Rose Owens-West, Equity Project Director

Equity Framework and DEI Discussion

11:15 a.m. Review of Federal Education Legislation

Director of Government Relations,
Augustus Mays

11:40 a.m. Closing Remarks

Board Chair, Ken Coll

11:45 a.m. Adjournment

Executive Committee Meeting

Thursday, January 19, 2023
3:00 p.m. PST

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:

- EXEC-1 CLOSED SESSION: Review of CEO's 2022 Performance and Discussion of 2023 Compensation Recommendation (Per Cal. Gov't Code §11126(a)(1))
- EXEC-2 Report Out from Closed Session and Take Action, if Necessary

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

- EXEC-3 Discussion of Possible April 2023 Staff Awards Ceremony
- EXEC-4 Debrief of Board Session Format Discussion
- EXEC-5 Debrief of 2+2 Virtual/In-Person Meeting Pilot Discussion
- EXEC-6 Update from the Talent Development and Diversification Committee
- EXEC-7 New Business

Executive Committee:

Ken Coll, Board Chair
Andrea Rorrer, Board Chair-Elect
Jacob Moore, Past Board Chair

Staff Liaison:

Glen Harvey

Committee:

PCC
EXT
HRID
MGT
PRG

Committee Chairs:

Ann O'Brien
Brian Zeiszler
Annette Reichman
Stefanie Phillips
Robbie Koerperich

Committee Vice Chairs:

Tonia Holmes-Sutton
Sydnee Dickson
Gail Hudson
Terry Hansen
Adela Jones

Ad Hoc Talent Development and Diversification Committee Meeting

Wednesday, January 18, 2023
11:00 a.m. PST

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.

TDD-1	Provide Update and Discuss Next Steps
TDD-2	New Business

Talent Development and Diversification Committee:

Jacob Moore, Co-Chair
Ann O'Brien, Co-Chair

Staff Liaisons:

Nicole Butts

Leonard Burton
Rena Dorph
Ruth Glass
Terry Hansen
Tonia Holmes-Sutton
Robert McCord
Felicia Ortiz
Bernice Stafford
Ed Sullivan
Kimberly White-Smith
Adam Young
Michelle Young

CEO Performance and Compensation Committee Meeting

Wednesday, January 18, 2023
8:00 a.m. PST

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 reports and recommend action to the Executive Committee:

- PCC-1 CLOSED SESSION: Review of CEO's 2022 Performance and Discussion of 2023 Compensation Recommendation (Per Cal. Gov't Code §11126(a)(1))
- PCC-2 Report Out from Closed Session and Take Action, if Necessary

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

- PCC-3 Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities and Committee Membership Chart for Committee Information
- PCC-4 New Business

CEO Performance and Compensation Committee:

Staff Liaison:

Ann O'Brien, Chair
Tonia Holmes-Sutton, Vice Chair

Steve Mitchell

Monica Barajas
Leonard Burton
Ken Coll
Sydnee Dickson
Rena Dorph
Marquita Grenot-Scheyer
Terry Hansen
Beverly Hurley
Robert McCord
Jacob Moore
Bernice Stafford
William Thorne

External Relations Committee Meeting

Thursday, January 19, 2023
1:00 p.m. PST

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 Intent to Change Governance Policies 6.2 Executive Committee, 6.3 Standing Committees, and 8.2 CEO Performance Appraisal

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

EXT-2 Intent to Change WestEd's Fiscal Year and Intent to Change Governance Policy 9.4 Fiscal Management and Controls

EXT-3 Possible Changes to Governance Policies 3.1 Composition of the WestEd Board of Directors, 3.2 Board Members Terms of Service, 3.3 General Requirements for Board Membership, 4.4 Nomination and Election of Officers, 6.3 Standing Committees, 10 Amendments to Governance Policies

EXT-4 Board Membership Progress Report

EXT-5 May 2023 Term Expirations and Re-Appointments in Board Appointed Positions

EXT-6 May 2023 Term Expirations in Signatory Agency Positions

EXT-7 Nominations for the Election of WestEd Board Chair-Elect for 2023–2024

EXT-8 Update on Board Commitments Form

EXT-9 Update on “Getting to Know You” Item

EXT-10 Discussion of Board Session Format

EXT-11 Discussion of 2+2 Virtual/In-Person Meeting Pilot

EXT-12 Report from the Committee’s Liaison to the CEO Performance and Compensation Committee

EXT-13 New Business

External Relations Committee:

Brian Zeiszler, Chair
Sydnee Dickson, Vice Chair

Mary Barlow
Kelli Bernard
Lexi Cunningham
Fred DuVal
Karla Phillips-Krivickas

Jhone Ebert
María Fránquiz
Ruth Glass
Guilbert Hentschke
Harold Levine

Staff Liaisons:

Paul Koehler

Paul Houston
Callie Tyler

Human Resources and Institutional Development Committee Meeting

Thursday, January 19, 2023
1:00 p.m. PST

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	Update on Staff Salary Increases and Incentive Compensation
HRID-2	Trends in Funding for WestEd Work
HRID-3	Discussion of Proposal Success Rates
HRID-4	WestEd Staff Diversity and Hiring Report
HRID-5	Discussion of Board Session Format
HRID-6	Discussion of 2+2 Virtual/In-Person Meeting Pilot
HRID-7	Report from the Committee's Liaison to the CEO Performance and Compensation Committee
HRID-8	New Business

Human Resources and Institutional Development Committee:

Staff Liaisons:

Annette Reichman, Chair
Gail Hudson, Vice Chair

Janelle Kubinec, Catherine Walcott

Tacy Ashby
Leonard Burton
Marquita Grenot-Scheyer
Tonia Holmes-Sutton
Anand Marri
Ann O'Brien
Bernice Stafford
William Thorne
Kimberly White-Smith
Adam Young

Management and Audit Committee Meeting

Thursday, January 19, 2023

1:00 p.m. PST

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 Investment Management Report for Fiscal Year 2022,
as of November 30, 2022

MGT-2 Unaudited Financial Statements for Fiscal Year 2022,
as of November 30, 2022

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

MGT-3 Management Discussion and Analysis for Fiscal Year 2022,
as of November 30, 2022

MGT-4 Property Management Reports for Fiscal Year 2022,
as of November 30, 2022

MGT-5 Review of Approved Revenue and Expense Budget for Fiscal Year
2023

MGT-6 Indirect Budget and Actual Expenses for Fiscal Year 2022,
as of November 30, 2022

MGT-7 GASB 87 Impact on Audited Financial Statements

MGT-8 Audit Entrance Conference with Crowe LLP

MGT-9 Update on Staff Salary Increases and Incentive Compensation

MGT-10 Update on WestEd's Fiscal Year and Intent to Change Governance
Policy 9.4 Fiscal Management and Controls

MGT-11 Discussion of Board Session Format

MGT-12 Discussion of 2+2 Virtual/In-Person Meeting Pilot

MGT-13 Report from the Committee's Liaison to the CEO Performance and
Compensation Committee

MGT-14 New Business

Management and Audit Committee:

Staff Liaison:

Stefanie Phillips, Chair
Terry Hansen, Vice Chair

Michael Neuenfeldt

Mary Jane Burke
Rena Dorph
Beverly Hurley
Robert McCord

Jonathan Moore
William Speer
Ed Sullivan

Program Committee Meeting

Thursday, January 19, 2023
1:00 p.m. PST

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 High Priority Project Update: Children's Youth Behavioral Health Initiative Strategy and Engagement
- PRG-2 WestEd 2025 Update: Whole Person, Whole Family, Whole Community
- PRG-3 Discussion of Ideas Generated from Morning Sessions
- PRG-4 Discussion of Board Session Format
- PRG-5 Discussion of 2+2 Virtual/In-Person Meeting Pilot
- PRG-6 Report from Committee's Liaison to the CEO Performance and Compensation Committee
- PRG-7 New Business

Program Committee:

Robbie Koerperich, Chair
Adela Jones, Vice Chair

Monica Barajas
Frances Contreras
Richard Durán
Donald Easton-Brooks
Francisco Escobedo
Enikia Ford Morthel
Louise Moulding
Mary Nicely
Pedro Noguera
Felicia Ortiz
Dennis Potthoff
David Verdugo
Michelle Young

Staff Liaisons:

Sabrina Laine