

Public Meeting Notice

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

WestEd  
730 Harrison Street, 5<sup>th</sup> Floor  
San Francisco, CA

October 16, 19-20 2023

In compliance with the Bagley-Keene Act and WestEd Governance Policies, the agenda for this  
meeting will be posted on or before October 6, 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  
[ej Suarez@wested.org](mailto:ej Suarez@wested.org)

## ***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**

October 18–20, 2023

WestEd

San Francisco, CA

#### **Monday, October 16**

9:00 a.m. CEO Performance and Compensation Committee (PCC) Virtual Meeting

#### **Wednesday, October 18**

6:00 p.m. Glen Harvey Celebration Reception Board Room, 5<sup>th</sup> Floor

#### **Thursday, October 19**

8:00 a.m. Breakfast Board Room, 5th Floor

9:00 a.m. Welcome and Call to Order Incoming Board Chair,  
Andrea Rorrer

9:05 a.m. Ratify Meeting Agenda

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.]

9:15 a.m. Approve July 2023 Minutes

9:20 a.m. Values-Based Leadership to Address Enduring Challenges

*Facilitator:* Natalie Walrond, Director, Resilient and Healthy Schools and Communities

11:45 a.m. Recess Board Meeting to Friday, October 20, 2023 Incoming Board Chair, Andrea Rorrer

1:00 p.m. Standing Committee Meetings:  
Meeting Rooms:

# WestEd Board of Directors Meeting

October 18–20, 2023

WestEd

San Francisco, CA

## JOINT MEETING:

Human Resources and Institutional Development Committee      Garden View,  
Management and Audit Committee      Board Room

External Relations Committee      Nevada Room, 6<sup>th</sup> Floor

Program Committee      China Basin, Board Room

1:30p.m.      Human Resources and Institutional      California Room, 5<sup>th</sup> Floor  
Development Committee

Management and Audit Committee      Garden View, Board Room

3:00 p.m.      Executive Committee      Garden View, Board Room

6:00 p.m.      Reception and Dinner      La Mar Cocina Peruana,  
PIER 1 1/2 The Embarcadero N

## **Friday, October 20**

7:00 a.m.      Breakfast      Board Room, 5th Floor

8:00 a.m.      Reconvene Board of Directors Meeting      Incoming Board Chair, Andrea Rorrer

8:05 a.m.      Standing Committee Reports

Executive Committee Report      Incoming Board Chair, Andrea Rorrer

### EXEC Action Items

1. Ratification of CEO's Employment Agreement
2. Ratification of Outgoing CEO Medicare Supplement Payments
3. WestEd Agency Priorities for 2024

### EXEC Information Items

4. Discussion of Morning Presentation
5. Discussion of Future WestEd Board Meetings
6. New Business

### CEO Performance and

Compensation Committee Report      Committee Chair, Ann O'Brien

### PCC Action Items

1. Consideration of Incentive Payment for Outgoing CEO
2. Review and Recommend the Process for Collecting Input for Retired CEO  
Glen Harvey's Performance Review

# WestEd Board of Directors Meeting

October 18–20, 2023

WestEd

San Francisco, CA

## PCC Information Items

3. CEO's 2023 Departing Report to the WestEd Board of Directors
4. Review CEO Job Description
5. Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities, and Committee Membership Chart for Committee Information
6. New Business

Management and Audit Committee Report      Committee Chair, Stefanie Phillips

## MGT Action Items

1. Fiscal Year 2024 WestEd Salary Adjustment Recommendations (Joint MGT/HRID Item)
2. Proposed Fiscal Year 2024 WestEd Budget
3. Investment Management Report for Fiscal Year 2023, as of August 31, 2023
4. Delegation of Signature Authority to WestEd's CEO
5. Unaudited Financial Statements for Fiscal Year 2023, as of August 31, 2023

## MGT Information Items

6. Management Discussion and Analysis for Fiscal Year 2023, as of August 31, 2023
7. Indirect Budget and Actual Expenses for Fiscal Year 2023, as of August 31, 2023
8. Update on the Management of WestEd's Investment Portfolio
9. Update on the Request for Proposals Process for Selecting an External Auditor for WestEd's External Audit Services for Fiscal Year 2024
10. Update on WestEd's 1099 Consultant / Contractor Engagements
11. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
12. New Business

Program Committee Report

Committee Chair, Robbie Koerperich

## PRG Information Items

1. High Priority Project Update: The Adult Education Pipeline and Transitions from Adult Education into Postsecondary Education and College Credit Pathways
2. Internal High Priority Project: Lessons Shared at a Congressional Briefing on Research and Accountability in Adult Education
3. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
4. New Business

# WestEd Board of Directors Meeting

October 18–20, 2023

WestEd

San Francisco, CA

## Human Resources and

### Institutional Development Committee Report

Committee Chair, Gail Hudson

#### HRID Action Items

1. Fiscal Year 2024 WestEd Salary Adjustment Recommendations (Joint HRID/MGT Item)

#### HRID Information Items

2. Trends in Funding for WestEd Work
3. Supporting State Agency Needs
4. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
5. New Business

## External Relations Committee Report

Committee Chair, Brian Zeiszler

#### EXT Action Items

1. Consideration of Board of Directors Future Meeting Dates
2. Consideration to Change 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 Information Items

3. Board Member Progress Report
4. Review of Board Nominations
5. WestEd Board Commitments
6. Report from the Committee's Liaison to the CEO Performance and Compensation Committee
7. New Business

## Incoming Board Chair Report

Incoming Board Chair, Andrea Rorrer

#### 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. Federal Funding Outlook

Catherine Walcott,  
Chief Development Officer

10:30 a.m. Board Commitments

Brian Zeiszler, Chair,  
External Relations Committee

# **WestEd Board of Directors Meeting**

October 18–20, 2023

WestEd

San Francisco, CA

11:30 a.m.	Chief Executive Officer’s Report	Jannelle Kubinec
11:45 a.m.	Closing Remarks	Incoming Board Chair, Andrea Rorrer
12:00 p.m.	Adjournment	

# CEO Performance and Compensation Committee Meeting

Monday, October 16, 2023  
9:00 a.m. PDT

## AGENDA

<https://wested.zoom.us/j/95661734125>

### 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 Consideration of Incentive Payment for Outgoing CEO
  - PCC-2 Review and Recommend to the Process for Collecting Input for Retired CEO Glen Harvey's Performance Review
  
- II. Review and discuss the following updates. No formal action is necessary at this time.
  - PCC-3 CEO's 2023 Departing Report to the WestEd Board of Directors
  - PCC-4 Review CEO Job Description
  - PCC-5 Committee Overview, Committee Charge and Performance and Compensation Flowchart and Priorities and Committee Membership Chart for Committee Information
  - PCC-6 New Business

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### 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  
Terry Hansen  
Beverly Hurley  
Jacob Moore  
Bernice Stafford  
William Thorne

# Executive Committee Meeting

Thursday, October 19, 2023  
3:00 p.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:

- EXEC-1 Ratification of CEO's Employment Agreement
- EXEC-2 Ratification of Outgoing CEO Medicare Supplement Payments
- EXEC-3 WestEd Agency Priorities for 2024

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

- EXEC-4 Discussion of Morning Presentation
- EXEC-5 Discussion of Future WestEd Board Meetings
- EXEC-6 New Business

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### 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  
Gail Hudson  
Stefanie Phillips  
Robbie Koerperich

### Committee Vice Chairs:

Tonia Holmes-Sutton  
Sydnee Dickson  
Felicia Ortiz  
Terry Hansen  
Adela Jones



# External Relations Committee Meeting

Thursday, October 19, 2023  
1:00 p.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 Consideration of Board of Directors Future Meeting Dates
- EXT-2 Consideration to Change Governance Polices 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

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

- EXT-3 Board Member Progress Report
- EXT-4 Review of Board Nominations
- EXT-5 WestEd Board Commitments
- EXT-6 Report from the Committee's Liaison to the CEO Performance and Compensation Committee
- EXT-7 New Business

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### External Relations Committee:

Brian Zeiszler, Chair  
Sydnee Dickson, Vice Chair

Kelli Bernard  
Frances Contreras  
Daniel Corr  
Jhone Ebert  
María Fránquiz

### Staff Liaisons:

Paul Koehler

Ruth Glass  
Guilbert Hentschke  
Paul Houston  
Anand Marri  
Susan Salcido

# Human Resources and Institutional Development Committee Meeting

Thursday, October 19, 2023  
1:00 p.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:

HRID-1 Fiscal Year 2024 WestEd Salary Adjustment Recommendations  
(Joint HRID/MGT Item)

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

HRID-2 Trends in Funding for WestEd Work  
HRID-3 Supporting State Agency Needs  
HRID-4 Report of the Committee's Liaison to the CEO Performance and  
Compensation Committee  
HRID-5 New Business

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**Human Resources and Institutional Development Committee:****Staff Liaisons:**

Gail Hudson, Chair  
Felicia Ortiz, Vice Chair

Catherine Walcott, Steve Mitchell

John Arthur  
Tacy Ashby  
Leonard Burton  
Donald Easton-Brooks  
Beverly Hurley  
Tonia Holmes-Sutton  
Bernice Stafford  
William Thorne  
Adam Young

# Management and Audit Committee Meeting

Thursday, October 19, 2023

1:00 p.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 2024 WestEd Salary Adjustment Recommendations (Joint MGT/HRID Item)
- MGT-2 Proposed Fiscal Year 2024 WestEd Budget
- MGT-3 Investment Management Report for Fiscal Year 2023, as of August 31, 2023
- MGT-4 Delegation of Signature of Authority to WestEd's CEO
- MGT-5 Unaudited Financial Statements for Fiscal Year 2023, as of August 31, 2023

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

- MGT-6 Management Discussion and Analysis for Fiscal Year 2023, as of August 31, 2023
- MGT-7 Indirect Budget and Actual Expenses for Fiscal Year 2023, as of August 31, 2023
- MGT-8 Update on the Management of WestEd's Investment Portfolio
- MGT-9 Update on the Request for Proposals Process for Selecting an External Auditor for WestEd's External Audit Services for Fiscal Year 2024
- MGT-10 Update on WestEd's 1099 Consultant / Contractor Engagements
- MGT-11 Report from the Committee's Liaison to the CEO Performance and Compensation Committee
- MGT-12 New Business

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### Management and Audit Committee:

### Staff Liaison:

Stefanie Phillips, Chair  
Terry Hansen, Vice Chair

Michael Neuenfeldt

Mary Jane Burke  
Lexi Cunningham  
Rena Dorph

Enikia Ford Morthel  
Desiree Fowler  
Ann O'Brien

Edward Sullivan

# Program Committee Meeting

Thursday, October 19, 2023  
1:00 p.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 | High Priority Project Update: Transitions from Adult Education into Postsecondary Education and College Credit Pathways |
| PRG-2 | Internal WestEd High Priority Project: Congressional Committee Briefing on Adult Education                              |
| PRG-3 | Report from the Committee's Liaison to the CEO Performance and Compensation Committee                                   |
| PRG-4 | New Business  |

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### Program Committee:

Robbie Koerperich, Chair  
Adela Jones, Vice Chair

Monica Barajas  
Francisco Escobedo  
Joseph Guzman  
Jonathan Hilpert  
Tom Horne  
Mary Nicely  
Pedro Noguera  
Shireen Pavri  
Chad Sampson  
David Verdugo  
Kimberly White-Smith  
Michelle Young

### Staff Liaisons:

Susan Mundry  
Neal Finkelstein