

NOTE: *No resolution in these minutes required the approval by the USTA NorCal Board of Directors. These minutes were approved by the Committee on December 6, 2022.*

Andrea Norman, chair of the Committee, called the meeting to order at 12:35 pm and roll call was conducted. The meeting was held by teleconference.

Committee Members Present: Andrea Norman (chair), Chrissie Costamagna, and Michael Cooke.

Guests Present: Pam Sloan, Vice President, and Erin Bradrick, non-profit legal counsel

NorCal Staff Present: Summer Verhoeven, Executive Director

- 1. Conflict of Interest Policy & Disclosure Form.** Andrea thanked all for attending the meeting for the purpose of reviewing a draft of a new Conflict of Interest Policy & Disclosure Form that NorCal requested Erin Bradrick provide to NorCal. In reviewing the draft, members asked questions and there was extensive discussion, including how the policy applies to various work of the Board and committees where conflicts might be present. It was also noted that an amendment to the Governance Policy may be needed to reference the new Conflict of Interest Policy.
- 2. Next Steps.**
 - Erin will provide an updated draft of the Conflict of Interest Policy based on discussion that took place in the meeting;
 - Andrea will provide a Committee Charter template for Erin's review; and
 - As part of the Charter review, Erin will provide language to include that references the Conflict of Interest Policy when the Charter creates a specific delegation of authority to a Committee of the Corporation.

There being no further issues or discussion to come before the Committee, the meeting was adjourned at 1:27 pm.