

**Governance Committee Meeting**  
**Thursday, August 14, 2025 / 3:00 p.m.**  
**MINUTES**

**MEMBERS PRESENT:** David Sprinkle, Gui Cunha, Jeff Hayward, and Catherine McManus

**MEMBERS ABSENT:** Mark Havard and Nicole Martz

**STAFF PRESENT:** Pam Nabors, Tadar Muhammad, Steven Nguyen, Geo Morales, Lance Willingham, Sean Masherella, and Kaz Kasal

Agenda Item	Topic	Action Item / Follow Up Item
1	<b>Welcome</b> Mr. Sprinkle, Community Engagement Committee Chair, called meeting to order at 3:00 p.m.	
2	<b>Roll Call / Establishment of Quorum</b> Ms. Kasal reported a quorum present.	
3	<b>Public Comment</b> None offered.	
4	<b>Approval of Minutes:</b> <u>Approval of Minutes</u> <ul style="list-style-type: none"> <li>Reviewed draft minutes from 5/14/25.</li> </ul>	<b>Mr. Hayward made a motion to approve the minutes from the 5/14/25 Governance Committee Meeting. Ms. McManus seconded; motion passed unanimously.</b>
5	<b>Information / Discussion / Actions Items</b>	
	<u>Charter - Annual Review</u> <ul style="list-style-type: none"> <li>Reviewed charter (attachment). Committee concurred on a non-substantive edit to 4<sup>th</sup> bullet under “Responsibilities” to adjust metric to “Goals assessed annually.” Committee agreed no substantive changes needed to charter.</li> </ul> <u>Board Member Recruitment, Participation, Engagement and Development</u>  <u>Board Engagement Results (7/1/2024 thru 6/30/2025)</u> <ul style="list-style-type: none"> <li>Reviewed PY 24-25 metrics on Board Engagement. Exceeded annual goal in each of the three categories: Participate, Demonstrate and Contribute, and the first time reaching 100% under Contribute. Also, reviewed comparison historically, year-by-year (attachments).</li> </ul> <u>Enterprise Risk Update</u> <ul style="list-style-type: none"> <li>For period January 2025 through June 2025, reviewed methodology, process, pareto chart and updates on CSCF’s current top five risks. Also reviewed actions staff have taken (attachment): <ul style="list-style-type: none"> <li>Reviewed the proactive measures and next steps to address and mitigate cybersecurity risks, including AI-related phishing attacks. Staff continue to receive</li> </ul> </li> </ul>	

	<p>cybersecurity awareness training to keep this on the forefront.</p> <ul style="list-style-type: none"> <li>– Reviewed proactive actions taken regarding Talent Retention.</li> <li>– Launched a new employment engagement strategy for PY 25-26 to increase organizational satisfaction.</li> </ul>	
6	<p><b>Other Business</b></p> <ul style="list-style-type: none"> <li>• None Offered.</li> </ul>	
7	<p><b>Adjournment</b></p> <p>Meeting adjourned at 3:54 p.m.</p>	

Respectfully submitted,

Kaz Kasal  
Executive Board Coordinator