GOVERNANCE AND NOMINATING COMMITTEE

AGENDA

WEDNESDAY, OCTOBER 28, 2026 @ 5:00 PM

MS TEAMS

Members: Kathy Wilkie (Chair), Lise Betteridge, Katherine Hauser, Thomas Hunter, Kim Wilson

Staff: Michelle Karker (CEO), Julie Spindler (Executive Assistant / Board Liaison)

Invited: Karen Fryday-Field, Meridian Edge Consulting

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1. CALL TO ORDER AND DISCLOSURE OF PECUNIARY INTEREST

2. APPROVAL OF THE AGENDA *(Motion)*

3. CONSENT AGENDA – OPEN *(Motion)*

3.1 Minutes of Meeting Held September 21, 2026 Att 1

4. NEW BUSINESS

4.1 Governance Policy Development – Karen Fryday-Field *(Motions)*

4.1.1 Communication to and Support of the Board (EB #II-45) Att 2

4.1.2 Board Code of Conduct, Confidentiality, and Conflict of Interest (GP #IV-04) Att 3

4.1.3 Board Annual Strategic Agenda / Work Plan (GP #IV-15) Att 4

4.1.4 Draft 2026/2027 Board Strategic Agenda Work Plan – Discussion

4.1.5 Development of Resource Development and Fundraising Policy – Discussion

5. AUTHORITY TO MOVE INTO CLOSED MEETING *(Motion)*

5.1 **CONSENT AGENDA – CLOSED**

5.1.1 Minutes of Closed Meeting Held September 21, 2026 Att 5

6. MOTIONS FROM CLOSED MEETING *(Motions)*

7. NEXT MEETING – November 11, 2026

8. ADJOURNMENT