

The Regents of the University of California

GOVERNANCE COMMITTEE

January 22, 2025

The Governance Committee met on the above date at the UCSF–Mission Bay Conference Center, San Francisco campus and by teleconference meeting conducted in accordance with California Government Code §§ 11133.

Members present: Regents Anguiano, Cohen, Drake, Hernandez, Leib, Reilly, Sarris, and Sures

In attendance: Regents Batchlor, Beharry, Elliott, Makarechian, Pack, Park, and Salazar, Regents-designate Brooks, Komoto, and Wang, Faculty Representatives Cheung and Palazoglu, Secretary and Chief of Staff Lyall, General Counsel Robinson, Chief Compliance and Audit Officer Bustamante, Provost Newman, Executive Vice President and Chief Financial Officer Brostrom, Executive Vice President and Chief Operating Officer Nava, Executive Vice President Rubin, Senior Vice President Turner, Vice Presidents Brown, Kao, Lloyd, and Yu, Chancellors Frenk, Gillman, Hawgood, Khosla, Larive, Lyons, May, Muñoz, Wilcox, and Yang, and Recording Secretary Johns

The meeting convened at 3:45 p.m. with Committee Chair Reilly presiding.

1. APPROVAL OF MINUTES OF PREVIOUS MEETING

Upon motion duly made and seconded, the minutes of the meeting of November 13, 2024 were approved, Regents Anguiano, Cohen, Drake, Hernandez, Leib, Reilly, Sarris, and Sures voting “aye.”¹

2. AMENDMENT OF THE CHARTER OF THE SPECIAL COMMITTEE ON NOMINATIONS

The Chair of the Board recommended that the Governance Committee recommend to the Regents that the Charter of the Special Committee on Nominations be amended.

[Background material was provided to Regents in advance of the meeting, and a copy is on file in the Office of the Secretary and Chief of Staff.]

Committee Chair Reilly explained that this item would be deferred to allow more time for discussion.

¹ Roll call vote required by the Bagley-Keene Open Meeting Act [Government Code §11123(b)(1)(D)] for all meetings held by teleconference.

3. **AMENDMENT OF THE CHARTER OF THE HEALTH SERVICES COMMITTEE**

The Chair of the Board recommended that the Charter of the Health Services Committee be amended as shown in Attachment 1.

[Background material was provided to Regents in advance of the meeting, and a copy is on file in the Office of the Secretary and Chief of Staff.]

Committee Chair Reilly explained that this amendment to the Charter of the Health Services Committee would allow all six chancellors of campuses with medical schools to serve as advisory members to the Health Services Committee. The Charter currently only allowed three chancellors to serve in this role.

Upon motion duly made and seconded, the Committee approved the Chair of the Board's recommendation and voted to present it to the Board, Regents Anguiano, Cohen, Drake, Hernandez, Leib, Reilly, Sarris, and Sures voting "aye."

The meeting adjourned at 3:47 p.m.

Attest:

Secretary and Chief of Staff

Additions shown by underline; deletions show by ~~strikethrough~~

Charter of the Health Services Committee

B. Membership. The Committee shall consist of ~~nineteen~~ twenty-two members, constituted as follows:

Voting Members:

- The President of the Board, serving in an ex officio capacity
- The Chair of the Board, serving in an ex officio capacity
- The President of the University, serving in an ex officio capacity
- A member of the Regents Finance and Capital Strategies Committee
- Six other Regents

Non-Voting Members:

- The senior executive in the Office of the President charged with overseeing UC Health, serving in an ex officio capacity
- ~~Three~~ Chancellors of the six University of California campuses with medical schools
- One member in good standing of the Academic Senate, holding a clinical appointment at one of the University's health sciences schools
- Four additional advisory members, demonstrating expertise in health care delivery management, academic health services, health care mergers and acquisitions or other relevant expertise