

BETH C. DRAIN, CA CSR NO. 7152

BEFORE THE
GOVERNANCE SUBCOMMITTEE OF THE
INDEPENDENT CITIZENS' OVERSIGHT COMMITTEE
TO THE
CALIFORNIA INSTITUTE FOR REGENERATIVE MEDICINE
ORGANIZED PURSUANT TO THE
CALIFORNIA STEM CELL RESEARCH AND CURES ACT
REGULAR MEETING

LOCATION: VIA ZOOM

DATE: NOVEMBER 7, 2022
12 P.M.

REPORTER: BETH C. DRAIN, CA CSR
CSR. NO. 7152

FILE NO.: 2022-40

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I N D E X

ITEM DESCRIPTION	PAGE NO.
OPEN SESSION	
1. CALL TO ORDER	3
2. ROLL CALL	3
CONSENT CALENDAR	
3. CONSIDERATION OF AMENDMENTS TO CIRM BUSINESS MEETING POLICY	4
4. CONSIDERATION OF AMENDMENTS TO CIRM DONATIONS/GIFT POLICY	4
ACTION ITEMS	
5. CONSIDERATION OF AMENDMENTS TO CIRM TRAVEL POLICY	5
6. CONSIDERATION OF AMENDMENTS TO CIRM CONTRACTS POLICY – DEFERRED	-
CLOSED SESSION	
7. DISCUSSION OF PERSONNEL: COMPENSATION FOR CIRM CEO/PRESIDENT (GOVERNMENT CODE SECTION 11126, SUBDIVISION (A); HEALTH & SAFETY CODE SECTION 125290.30(F) (3) (D)).	11
ACTION ITEMS	
8. RECOMMENDATION ON COMPENSATION FOR CIRM CEO/PRESIDENT	11
DISCUSSION ITEMS	
9. PUBLIC COMMENT	NONE
10. ADJOURNMENT	14

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NOVEMBER 7, 2022; 12 P.M.

CHAIRWOMAN GASSON: THANK YOU, MARIANNE.

I'D LIKE TO CALL THIS OF MEETING OF THE GOVERNANCE SUBCOMMITTEE TO ORDER AND ASK MARIANNE TO CALL THE ROLL.

MS. DEQUINA-VILLABLANCA: KIM BARRETT.

DR. BARRETT: PRESENT.

MS. DEQUINA-VILLABLANCA: DAN BERNAL.

GEORGE BLUMENTHAL.

DR. BLUMENTHAL: HERE.

MS. DEQUINA-VILLABLANCA: LINDA BOXER.

DR. BOXER: PRESENT.

MS. DEQUINA-VILLABLANCA: ELENA FLOWERS.

DR. FLOWERS: PRESENT.

MS. DEQUINA-VILLABLANCA: JUDY GASSON.

CHAIRWOMAN GASSON: HERE.

MS. DEQUINA-VILLABLANCA: STEVE

JUELSGAARD.

MR. JUELSGAARD: HERE.

MS. DEQUINA-VILLABLANCA: LINDA MALKAS.

DR. MALKAS: HERE.

MS. DEQUINA-VILLABLANCA: ADRIANA PADILLA.

DR. PADILLA: HERE.

MS. DEQUINA-VILLABLANCA: JONATHAN THOMAS.

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1 CHAIRMAN THOMAS: HERE.

2 MS. DEQUINA-VILLABLANCA: ART TORRES.

3 WE HAVE A QUORUM.

4 CHAIRWOMAN GASSON: THANK YOU VERY MUCH,
5 MARIANNE.

6 MOVING TO THE AGENDA, THE FIRST ITEM ON
7 THE AGENDA IS THE CONSENT CALENDAR. DOES ANYONE
8 WISH TO MOVE ONE OF THE ITEMS, WHICH WOULD BE THE
9 CIRM BUSINESS MEETING POLICY OR THE DONATIONS/GIFT
10 POLICY, OUT OF THE CONSENT CALENDAR? I DON'T SEE
11 ANY HANDS. SO MAY I HAVE A MOTION TO APPROVE THE
12 ITEMS THAT ARE IN THE CONSENT CALENDAR PLEASE.

13 MR. JUELSGAARD: SO MOVED.

14 CHAIRWOMAN GASSON: THANK YOU, STEVE.

15 DR. BLUMENTHAL: SECOND.

16 CHAIRWOMAN GASSON: GEORGE, THANK YOU.

17 IS THERE ANY DISCUSSION FROM THE MEMBERS
18 OF THE GOVERNANCE SUBCOMMITTEE AT THIS TIME? I
19 DON'T SEE ANY HANDS RAISED. ARE THERE ANY QUESTIONS
20 OR COMMENTS FROM OUTSIDE FROM THE PUBLIC? OKAY.
21 APPARENTLY NOT. ALL RIGHT.

22 THEN WE HAVE A MOTION ON THE TABLE. AND,
23 MARIANNE, WOULD YOU CALL THE ROLL PLEASE.

24 MS. DEQUINA-VILLABLANCA: KIM BARRETT.

25 DR. BARRETT: AYE.

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1 MS. DEQUINA-VILLABLANCA: GEORGE
2 BLUMENTHAL.
3 DR. BLUMENTHAL: YES.
4 MS. DEQUINA-VILLABLANCA: LINDA BOXER.
5 DR. BOXER: YES.
6 MS. DEQUINA-VILLABLANCA: ELENA FLOWERS.
7 DR. FLOWERS: YES.
8 MS. DEQUINA-VILLABLANCA: JUDY GASSON.
9 CHAIRWOMAN GASSON: YES.
10 MS. DEQUINA-VILLABLANCA: STEVE
11 JUELSGAARD.
12 MR. JUELSGAARD: YES.
13 MS. DEQUINA-VILLABLANCA: LINDA MALKAS.
14 DR. MALKAS: YES.
15 MS. DEQUINA-VILLABLANCA: ADRIANA PADILLA.
16 DR. PADILLA: YES.
17 MS. DEQUINA-VILLABLANCA: JONATHAN THOMAS.
18 CHAIRMAN THOMAS: YES.
19 MS. DEQUINA-VILLABLANCA: THE MOTION
20 CARRIES.
21 CHAIRWOMAN GASSON: THANK YOU, MARIANNE.
22 ACTION ITEM NO. 5 IS CONSIDERATION OF
23 AMENDMENTS TO THE CIRM TRAVEL POLICY. AND I BELIEVE
24 POUNEH HAS A PRESENTATION FOR US.
25 MS. SIMPSON: THANK YOU, CHAIRWOMAN AND

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1 SUBCOMMITTEE MEMBERS. I'M GOING TO PUT THE
2 PRESENTATION UP NOW. DO YOU ALL SEE IT?

3 CHAIRWOMAN GASSON: YES, WE DO.

4 MS. SIMPSON: EXCELLENT. I'LL GET STARTED
5 THEN.

6 SO I JUST WANTED TO INTRODUCE MYSELF,
7 POUNEH SIMPSON, DIRECTOR OF FINANCE. AND I WANTED
8 TO GIVE YOU AN UPDATE ON WHERE WE STARTED WITH. SO
9 THE CURRENT POLICY THAT WE HAVE WAS LAST UPDATED IN
10 2017. IT DOES FOLLOW THE UC TRAVEL GUIDELINES, AND
11 THEY RECENTLY UPDATED THEIR POLICIES. SO WE UPDATED
12 OURS, WHICH IS WHAT'S BEFORE YOU TODAY.

13 CURRENTLY WE DON'T HAVE GUIDANCE IN SOME
14 AREAS OF OUR TRAVEL POLICY WITH REGARDS TO THINGS
15 LIKE AIRPORT PARKING, SUBSISTENCE RESTRICTIONS, AND
16 OVERNIGHT LODGING RESTRICTIONS. SO THOSE ARE THINGS
17 WE ADDED. AND THE ONE-STOP STATE TRAVEL PROGRAM DID
18 NOT EXIST BACK WHEN THIS POLICY WAS WRITTEN. IT'S
19 CALLED CONCUR, AND WE ADDED THAT INTO THE POLICY.

20 SO I JUST WANT TO SHOW YOU WHAT WE
21 CHANGED. THE CATEGORIES OF CHANGE ARE FEDERAL AND
22 STATE LAWS THAT WE ADDED, INSURANCE REQUIREMENTS
23 THAT WE ADDED, AND PROCEDURAL UPDATES. AND I'LL GO
24 INTO MORE DETAIL ON THESE THREE CATEGORIES.

25 FOR FEDERAL CHANGES, WE ADDED SOME IRS

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1 REPORTING UPDATES. THE WINDOW OF REPORTING TRAVEL
2 REIMBURSEMENT REQUEST WAS 31 DAYS. THEY'VE CHANGED
3 THEIRS TO 45 DAYS. SO THAT'S REFLECTED. AND THE
4 IMPACT ON OUR STAFF IS IF SOMEBODY TAKES MORE THAN
5 45 DAYS TO SUBMIT THEIR CLAIM, THE REIMBURSEMENT
6 COULD BE CONSIDERED INCOME AND REPORTABLE TO THE
7 IRS.

8 AND THE FEDERAL FLY AMERICA ACT WAS
9 ADOPTED BY THE UC'S, AND WE DO INCLUDE IT IN OUR
10 POLICY NOW, WHICH ENCOURAGES TRAVELERS TO FLY
11 AMERICAN AIRLINES.

12 SO WITH STATE CHANGES, WE HAD THREE
13 DIFFERENT AREAS. ONE WAS WE UPDATED OUR
14 DEFINITIONS. WE ADDED THINGS LIKE DOMESTIC PARTNER
15 TO OUR DEFINITIONS WHICH WAS MISSING IN THE PAST.
16 WE ADDED PROHIBITIONS IMPOSED BY AB 187 ON TRAVEL TO
17 23 STATES WITH DISCRIMINATORY LAWS. AND THAT NUMBER
18 CHANGES. SO WE PROVIDE REFERENCE ON WHERE TO GO TO
19 GET THE LATEST LIST OF STATES THAT WE CANNOT TRAVEL
20 TO. WE ADDED SUSTAINABLE TRAVEL OPTIONS PER
21 EXECUTIVE ORDER TO SUPPORT THE REDUCTION OF
22 GREENHOUSE GASES AND USE OF ZERO EMISSION VEHICLES
23 WHERE POSSIBLE.

24 AND THEN WITH REGARDS TO INSURANCE
25 COVERAGE, WE INCORPORATED STATE INSURANCE

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1 REQUIREMENTS AND HIGHLIGHT THE USE OF THE
2 APPROPRIATE TRAVEL TOOLS TO ENSURE THAT INSURANCE IS
3 INCLUDED WHEN OUR EMPLOYEES TRAVEL.

4 WITH SOME PROCEDURAL UPDATES, WE
5 ESTABLISHED THAT THE STATE OF CALIFORNIA ONE-STOP
6 TRAVEL PROGRAM CALLED CONCUR IS CIRM'S OFFICIAL
7 TRAVEL PROVIDER. CONCUR OFFERS MAXIMUM BENEFITS TO
8 OUR EMPLOYEES AND VALUE TO CIRM, INCLUDING
9 PRENEGOTIATED AIRFARE AND RENTAL CARS. AND TRIPS
10 PLANNED THROUGH CONCUR INCLUDE TRAVEL INSURANCE,
11 WHICH IS PART OF WHAT WE'RE TRYING TO MAKE SURE OUR
12 TRAVELERS HAVE.

13 ALSO WE ADDED SOME PROCEDURAL RESTRICTIONS
14 RELATED TO SUBSISTENCE REIMBURSEMENT WHEN EMPLOYEES
15 ARE WITHIN THE VICINITY OF OUR HEADQUARTERS. WE
16 ADDED NEW FORMS OF LODGING SUCH AS NONCOMMERCIAL
17 FACILITIES LIKE AIR B&B, AND WE CLARIFIED
18 REIMBURSEMENT CLAIM DOCUMENTATION FOR PROPER
19 AUDITING. WE ADDED LANGUAGE THAT FAILURE TO SECURE
20 ADVANCED APPROVAL MAY RESULT IN DENIAL OF CLAIM.

21 I WANT TO AT THIS POINT EXPLAIN THAT WE
22 FOLLOWED MANY OF THESE ALREADY, BUT IT JUST HADN'T
23 BEEN IN OUR POLICY. SO IT WASN'T THAT WE WEREN'T
24 COLLECTING ENOUGH DOCUMENTATION. IT'S THAT WE'VE
25 NOW CLEARLY OUTLINED WHAT WE ARE LOOKING FOR.

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1 WITH THAT, I WOULD LIKE TO ASK THE
2 SUBCOMMITTEE TO APPROVE THE UPDATED TRAVEL POLICY TO
3 CONFORM TO THE UC POLICY AND IN KEEPING WITH CIRM'S
4 MISSION AND ITS RESPONSIBILITIES AS A STATE AGENCY.

5 CHAIRWOMAN GASSON: THANK YOU VERY MUCH,
6 POUNEH.

7 I WOULD LIKE TO REQUEST A MOTION TO
8 APPROVE THE UPDATES TO THE TRAVEL POLICY.

9 DR. JUELSGAARD: I MOVE THE UPDATES TO THE
10 TRAVEL POLICY BE APPROVED.

11 CHAIRWOMAN GASSON: THANK YOU, STEVE.

12 DR. BARRETT: SECOND.

13 CHAIRWOMAN GASSON: THANK YOU, KIM.

14 WE HAVE A MOTION ON THE TABLE. ARE THERE
15 ANY QUESTIONS OR COMMENTS FROM MEMBERS OF THE
16 GOVERNANCE SUBCOMMITTEE? GEORGE.

17 DR. BLUMENTHAL: JUST A QUICK QUESTION.
18 DO THESE TRAVEL POLICIES APPLY NOT TO JUST CIRM
19 EMPLOYEES, BUT ALSO TO GRANTEES AS WELL?

20 MS. SIMPSON: NO. THEY ONLY APPLY TO CIRM
21 EMPLOYEES.

22 DR. BLUMENTHAL: OKAY.

23 CHAIRWOMAN GASSON: THANK YOU, POUNEH.

24 OTHER QUESTIONS FROM MEMBERS OF THE
25 GOVERNANCE SUBCOMMITTEE? OKAY. I DON'T SEE ANY

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1 HANDS RAISED. ARE THERE ANY QUESTIONS OR COMMENTS
2 FROM MEMBERS OF THE PUBLIC?

3 MS. DEQUINA-VILLABLANCA: THERE ARE NONE.

4 CHAIRWOMAN GASSON: OKAY. IN THAT CASE,
5 MARIANNE, WOULD YOU CALL THE ROLL PLEASE.

6 MS. DEQUINA-VILLABLANCA: KIM BARRETT.

7 DR. BARRETT: AYE.

8 MS. DEQUINA-VILLABLANCA: GEORGE
9 BLUMENTHAL.

10 DR. BLUMENTHAL: YES.

11 MS. DEQUINA-VILLABLANCA: LINDA BOXER.

12 DR. BOXER: YES.

13 MS. DEQUINA-VILLABLANCA: ELENA FLOWERS.

14 DR. FLOWERS: YES.

15 MS. DEQUINA-VILLABLANCA: JUDY GASSON.

16 CHAIRWOMAN GASSON: YES.

17 MS. DEQUINA-VILLABLANCA: STEVE
18 JUELSGAARD.

19 MR. JUELSGAARD: YES.

20 MS. DEQUINA-VILLABLANCA: LINDA MALKAS.

21 DR. MALKAS: YES.

22 MS. DEQUINA-VILLABLANCA: ADRIANA PADILLA.

23 DR. PADILLA: YES.

24 MS. DEQUINA-VILLABLANCA: JONATHAN THOMAS.

25 CHAIRMAN THOMAS: YES.

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1 MS. DEQUINA-VILLABLANCA: THE MOTION
2 CARRIES.

3 CHAIRWOMAN GASSON: THANK YOU VERY MUCH,
4 MARIANNE.

5 AT THIS POINT IN TIME, WE'RE GOING TO GO
6 INTO A CLOSED SESSION. SO I WOULD ASK IF KAREN
7 WOULD READ US INTO A CLOSED SESSION PLEASE.

8 MS. GETMAN: CERTAINLY. WE'RE GOING INTO
9 CLOSED SESSION FOR DISCUSSION OF PERSONNEL AND, IN
10 PARTICULAR, THE COMPENSATION FOR CIRM'S
11 CEO/PRESIDENT. THIS IS PURSUANT TO GOVERNMENT CODE
12 SECTION 11126(A) AND HEALTH AND SAFETY CODE SECTION
13 125290.30(F)(3)(D).

14 CHAIRWOMAN GASSON: THANK YOU.

15 (THE SUBCOMMITTEE THEN WENT INTO
16 CLOSED SESSION, NOT REPORTED NOR HEREIN TRANSCRIBED.
17 THE FOLLOWING WAS THEN HEARD IN OPEN SESSION AT THE
18 CONCLUSION OF THE CLOSED SESSION.)

19 MS. BONNEVILLE: YOU GUYS ALL MADE IT
20 BACK.

21 CHAIRWOMAN GASSON: WE DIDN'T LEAVE ANYONE
22 IN THE BREAKOUT ROOM.

23 OKAY. I'D LIKE TO REQUEST A MOTION THAT
24 THE COMPENSATION FOR THE CIRM CEO AND PRESIDENT BE
25 EQUIVALENT TO THE 50TH PERCENTILE FOR LEVEL 10,

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1 WHICH IS \$569,000.

2 DR. BLUMENTHAL: SO MOVED.

3 MS. GETMAN: I'D LIKE TO CLARIFY THIS IS A
4 MOTION FOR A RECOMMENDATION THAT THE COMPENSATION BE
5 SET.

6 CHAIRWOMAN GASSON: THIS IS A MOTION FOR
7 RECOMMENDATION. THANK YOU. WHO APPROVED IT?

8 DR. BLUMENTHAL: GEORGE.

9 CHAIRWOMAN GASSON: OKAY. ARE THERE ANY
10 COMMENTS OR QUESTIONS FROM THE MEMBERS OF THE
11 GOVERNANCE SUBCOMMITTEE?

12 THE REPORTER: THIS IS BETH. JUST
13 QUICKLY, I DIDN'T SEE WHO THE SECOND WAS.

14 CHAIRWOMAN GASSON: LINDA MALKAS.

15 THE REPORTER: THANK YOU VERY MUCH.

16 CHAIRWOMAN GASSON: I DON'T SEE ANY HANDS
17 RAISED. ARE THERE ANY QUESTIONS OR COMMENTS FROM
18 MEMBERS OF THE PUBLIC?

19 MS. DEQUINA-VILLABLANCA: THERE ARE NONE,
20 JUDY.

21 CHAIRWOMAN GASSON: OKAY. SEEING NONE, I
22 WOULD REQUEST MARIANNE TO CALL THE ROLL PLEASE.

23 MS. DEQUINA-VILLABLANCA: KIM BARRETT.

24 DR. BARRETT: AYE.

25 MS. DEQUINA-VILLABLANCA: GEORGE

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BLUMENTHAL .
DR. BLUMENTHAL: YES.
MS. DEQUINA-VILLABLANCA: LINDA BOXER.
DR. BOXER: YES.
MS. DEQUINA-VILLABLANCA: ELENA FLOWERS.
DR. FLOWERS: YES.
MS. DEQUINA-VILLABLANCA: JUDY GASSON.
CHAIRWOMAN GASSON: YES.
MS. DEQUINA-VILLABLANCA: STEVE
JUELSGAARD.
MR. JUELSGAARD: YES.
MS. DEQUINA-VILLABLANCA: LINDA MALKAS.
DR. MALKAS: YES.
MS. DEQUINA-VILLABLANCA: ADRIANA PADILLA.
DR. PADILLA: YES.
MS. DEQUINA-VILLABLANCA: JONATHAN THOMAS.
CHAIRMAN THOMAS: YES.
MS. DEQUINA-VILLABLANCA: THE MOTION
CARRIES.
CHAIRWOMAN GASSON: THANK YOU VERY MUCH,
MARIANNE.
THAT CONCLUDES THE ACTION ITEMS ON TODAY'S
AGENDA. IS THERE ANY PUBLIC COMMENT ON ANY OF THE
MATTERS DISCUSSED TODAY OR OTHERWISE?
MS. DEQUINA-VILLABLANCA: THERE ARE NONE,

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1 JUDY.

2 CHAIRWOMAN GASSON: OKAY. IN THAT CASE WE
3 CAN ADJOURN THIS MEETING. THANK YOU VERY MUCH, ALL
4 OF YOU, FOR COMING. APPRECIATE IT.

5 (THE MEETING WAS THEN CONCLUDED AT 12:19 P.M.)

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REPORTER'S CERTIFICATE

I, BETH C. DRAIN, A CERTIFIED SHORTHAND REPORTER IN AND FOR THE STATE OF CALIFORNIA, HEREBY CERTIFY THAT THE FOREGOING TRANSCRIPT OF THE VIRTUAL PROCEEDINGS BEFORE THE GOVERNANCE SUBCOMMITTEE OF THE INDEPENDENT CITIZEN'S OVERSIGHT COMMITTEE OF THE CALIFORNIA INSTITUTE FOR REGENERATIVE MEDICINE IN THE MATTER OF ITS REGULAR MEETING HELD ON NOVEMBER 7, 2022, WAS HELD AS HEREIN APPEARS AND THAT THIS IS THE ORIGINAL TRANSCRIPT THEREOF AND THAT THE STATEMENTS THAT APPEAR IN THIS TRANSCRIPT WERE REPORTED STENOGRAPHICALLY BY ME AND TRANSCRIBED BY ME. I ALSO CERTIFY THAT THIS TRANSCRIPT IS A TRUE AND ACCURATE RECORD OF THE PROCEEDING.

BETH C. DRAIN, CA CSR 7152
133 HENNA COURT
SANDPOINT, IDAHO
(208) 920-3543