

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: JANUARY 16, 2026
2:30 P.M.

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

FILE NO.: 2026-3

**133 HENNA COURT, SANDPOINT, IDAHO 83864
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I N D E X

| ITEM DESCRIPTION | PAGE NO. |
|--|-----------------|
| OPEN SESSION | |
| 1. CALL TO ORDER | 3 |
| 2. ROLL CALL | 3 |
| 3. CONSIDERATION OF RECOMMENDATION REGARDING SALARY FOR THE VICE-CHAIR OF THE ICOC. | 5 |
| 4. CONSIDERATION OF RECOMMENDATION REGARDING PERCENT EFFORT AND SALARY FOR THE CHAIR OF THE ICOC. | 6 |
| CLOSED SESSION | 4 |
| 5. DISCUSSION OF PERSONNEL RELATED TO ITEMS 3 AND 4 (HEALTH & SAFETY CODE SECTION 125290.30(F) (3) (D)). | |
| OPEN SESSION | |
| 6. PUBLIC COMMENT | NONE |
| 7. ADJOURNMENT | 11 |

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JANUARY 16, 2026; 2:30 P.M.

CHAIRPERSON GASSON: OKAY. I'D LIKE TO
CALL TO ORDER THE GOVERNANCE SUBCOMMITTEE MEETING.
AND IF WE MAY PROCEED WITH THE ROLL CALL PLEASE.

MR. TOCHER: CERTAINLY. STEVE SMALE FOR
KIM BARRETT.

DR. SMALE: HERE.

MR. TOCHER: GEORGE BLUMENTHAL.

DR. BLUMENTHAL: HERE.

MR. TOCHER: MARIA BONNEVILLE.

VICE CHAIR BONNEVILLE: PRESENT.

MR. TOCHER: LINDA BOXER. ANNE-MARIE
DULIEGE.

DR. DULIEGE: PRESENT.

MR. TOCHER: ELENA FLOWERS.

DR. FLOWERS: PRESENT.

MR. TOCHER: JUDY GASSON.

CHAIRPERSON GASSON: HERE.

MR. TOCHER: VITO IMBASCIANI.

CHAIRMAN IMBASCIANI: HERE.

MR. TOCHER: PAT LEVITT.

DR. LEVITT: PRESENT.

MR. TOCHER: LINDA MALKAS.

DR. MALKAS: HERE.

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1 MR. TOCHER: ADRIANA PADILLA.

2 GREAT. THANK YOU, JUDY.

3 CHAIRPERSON GASSON: OKAY. WE'RE GOING TO
4 BEGIN BY ADJOURNING TO CLOSED SESSION TO DISCUSS TWO
5 PERSONNEL MATTERS. SO, SCOTT, IF YOU COULD READ US
6 THE LANGUAGE PLEASE.

7 MR. TOCHER: CERTAINLY. THE MEMBERS OF
8 THE SUBCOMMITTEE WILL BE ADJOURNING TO CLOSED
9 SESSION FOR A DISCUSSION OF PERSONNEL RELATED TO
10 ITEMS 3 AND 4 ON THE AGENDA PURSUANT TO HEALTH AND
11 SAFETY CODE SECTION 125290.30(F)(3)(D).

12 AND ALSO FOR THE RECORD, I INADVERTENTLY
13 CALLED STEVE SMALE ON BEHALF OF KIM BARRETT.
14 OBVIOUSLY, THAT, JUDY, IS YOUR ALTERNATE. SO
15 APOLOGIES TO YOU BOTH.

16 YOU WILL NOW SEE A TAB ON YOUR SCREEN TO
17 ADJOURN TO CLOSED SESSION. IF YOU COULD CLICK THAT,
18 I WILL JOIN YOU IN A MOMENT.

19 CHAIRPERSON GASSON: AND MARIA BONNEVILLE
20 IS EXCLUDED -- EXCUSED FROM THIS PORTION OF THE
21 MEETING.

22 (THE COMMITTEE THEN WENT INTO CLOSED
23 SESSION AT THE CONCLUSION OF WHICH THE FOLLOWING WAS
24 HEARD IN OPEN SESSION.)

25 MR. TOCHER: WE ARE READY TO PROCEED.

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1 CHAIRPERSON GASSON: OKAY. WE'RE BACK NOW
2 IN OPEN SESSION, AND I CAN REPORT THAT NO ACTION WAS
3 TAKEN IN CLOSED SESSION. WE'RE NOW PREPARING TO
4 TAKE UP ITEM 3, WHICH IS A 3-PERCENT MERIT INCREASE
5 FOR THE VICE CHAIR. AND I WOULD WELCOME A MOTION TO
6 APPROVE PLEASE.

7 DR. LEVITT: I MOVE.

8 DR. BLUMENTHAL: SECOND.

9 CHAIRPERSON GASSON: OKAY. WE HAVE A
10 MOTION AND A SECOND. ANY DISCUSSION ON THIS TOPIC?

11 MR. TOCHER: AND, JUDY, THAT WOULD BE
12 RETROACTIVE TO JULY 1.

13 CHAIRPERSON GASSON: TO JULY 1ST. YES,
14 I'M SORRY. THANK YOU, SCOTT. YES. THAT WILL BE
15 RETROACTIVE TO JULY 1ST, AS IS WHAT WE TYPICALLY DO.
16 I DON'T SEE ANY HANDS RAISED. AND SO IN THAT CASE
17 WE'RE READY TO TAKE A VOTE PLEASE.

18 MR. TOCHER: SURE. THANK YOU, JUDY. LET
19 ME JUST CHECK FOR PUBLIC COMMENT. I DON'T BELIEVE
20 THERE IS ANY PUBLIC HERE, BUT THAT DOESN'T LOOK LIKE
21 IT. GREAT. THANKS.

22 KIM BARRETT. GEORGE BLUMENTHAL.

23 DR. BLUMENTHAL: YES.

24 MR. TOCHER: LINDA BOXER. ANNE-MARIE
25 DULIEGE.

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DR. DULIEGE: YES.
MR. TOCHER: ELENA FLOWERS.
DR. FLOWERS: YES.
MR. TOCHER: JUDY GASSON.
CHAIRPERSON GASSON: YES.
MR. TOCHER: VITO IMBASCIANI.
CHAIRMAN IMBASCIANI: YES.
MR. TOCHER: PAT LEVITT.
DR. LEVITT: YES.
MR. TOCHER: LINDA MALKAS.
DR. MALKAS: YES.
MR. TOCHER: AND ADRIANA PADILLA.
DR. PADILLA: YES.
MR. TOCHER: GREAT. THANK YOU. THAT
MOTION CARRIES.
CHAIRPERSON GASSON: THANK YOU, SCOTT.
WE'RE NOW READY TO MOVE ON TO ITEM 4, WHICH IS THE
CHAIR'S REQUEST TO MOVE TO 50-PERCENT TIME AND
EFFORT. AND I WOULD LIKE TO ENTERTAIN A MOTION TO
APPROVE.
DR. LEVITT: SO MOVED.
VICE CHAIR BONNEVILLE: SECOND.
CHAIRPERSON GASSON: WE HAVE A MOTION AND
A SECOND, AND WE'RE NOW OPEN FOR DISCUSSION. AND
I'D LIKE TO INVITE VITO TO BEGIN THE DISCUSSION

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1 PLEASE.

2 CHAIRMAN IMBASCIANI: HI. THANK YOU,
3 JUDY. AND THANK YOU, BOARD MEMBERS, FOR CONSIDERING
4 THE ISSUE AND FOR READING THE MEMO. I TOOK SOME
5 TIME TO GO THROUGH ALL THE RELEVANT LEGAL DOCUMENTS
6 TO MAKE SURE THAT I CAPTURED ALL OF THE LEGAL
7 REQUIREMENTS FOR THE CHAIR. I THINK THAT CAME OUT
8 TO EIGHT PLUS SIX, 14 SEPARATE ITEMS. AND I HAVE
9 BROKEN IT DOWN INTO A GROUP OF SIX THAT I'LL
10 CONTINUE TO BE INVOLVED IN COMPLETELY AND WITH
11 RESPONSIBILITY. AND HAVE LISTED WITH THE SUBSEQUENT
12 EIGHT, I'VE IDENTIFIED PEOPLE WITHIN CIRM OR THE
13 BOARD OR BOARD SUPPORT THE PERSON OR GROUPS OF
14 PEOPLE THAT IN ALL CASES ARE ALREADY INVOLVED AND
15 SOMETIMES TO A GREAT EXTENT IN THE ACCOMPLISHMENT OF
16 THOSE EIGHT RESPONSIBILITIES.

17 IF YOU WILL NOTICE THE OVERARCHING
18 STATEMENT ON THE FINAL EIGHT, I'LL QUOTE HERE, "I
19 PROPOSE TO REMAIN ULTIMATELY RESPONSIBLE FOR THE
20 SUCCESSFUL OUTCOME OF THOSE TASKS, BUT I PROPOSE
21 DELEGATING THE DAY-TO-DAY EXECUTION OF THESE TASKS
22 TO THE APPROPRIATE NAMED INDIVIDUALS."

23 I SHOULD TELL YOU THIS REALLY DOES
24 REPRESENT THE WAY THINGS HAVE BEEN FOR THE LAST
25 THREE YEARS SINCE I GOT TO CIRM. AND I WOULD

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1 RECOMMEND THAT THE GOVERNANCE SUBCOMMITTEE AT SOME
2 POINT TAKE A LOOK AT THE JOB DESCRIPTION TO MAKE IT
3 COMPORT MORE WITH ACTUAL REALITY. SO, FOR EXAMPLE,
4 I DO NOT ACTUALLY SELL THE BONDS, BUT I AM INVOLVED
5 IN THE PROCESS. I DON'T ACTUALLY CREATE THE BUDGET,
6 BUT I'M INVOLVED IN THE PROCESS. THE SAME THING
7 WITH THE ANNUAL REPORT. THAT IS ALMOST EXCLUSIVELY
8 THE WORK OF THE COMMS DEPARTMENT, ALTHOUGH I SPENT A
9 LOT OF TIME PROOFREADING, BOUNCING IDEAS BACK AND
10 FORTH, CHALLENGING THE SELECTION OF PATIENTS OR
11 PROFILE STORIES, AND CERTAIN FIGURES AND NUMBERS
12 THAT ARE USED. BUT THAT'S AN EXAMPLE.

13 SOME OF THE OTHER THINGS LIKE INTELLECTUAL
14 PROPERTY AND INDUSTRY SUBCOMMITTEE, I DON'T THINK
15 THEY'VE MET MAYBE ONCE IN THE LAST THREE YEARS. AND
16 THEY'RE VERY PRN OR AS NEEDED THEY'LL POP UP. I
17 THINK I'VE IDENTIFIED AND HAVE ASCERTAINED IN
18 CONVERSATIONS WITH MEMBERS OF THIS COMMITTEE AND
19 WITH J.T. TO MAKE SURE THAT NONE OF THIS COMES AS A
20 SURPRISE TO ANY OF THOSE NAMED INDIVIDUALS AND HAVE
21 ASSURANCES FROM HIM THAT THIS IS DOABLE AND THE
22 ASSIGNATIONS, IF YOU WILL, ARE CORRECT.

23 CHAIRPERSON GASSON: THANK YOU VERY MUCH,
24 VITO. SO WE'RE NOW OPEN TO DISCUSS THE MECHANICS
25 AND THE MERITS OF THIS PROPOSAL, AND ANY QUESTIONS

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1 OR COMMENTS WILL BE ENTERTAINED AT THIS POINT IN
2 TIME.

3 VICE CHAIR BONNEVILLE: JUDY, I DID WANT
4 TO SEE IF WE COULD MAKE ONE AMENDMENT TO THE
5 DESIGNEES OF WHO HANDLES SOME OF THE SUBSEQUENT
6 RESPONSIBILITIES. I THINK WHERE IT SAYS CIRM
7 DIRECTOR OF FINANCE, IF WE COULD REPLACE THAT WITH
8 FINANCE TEAM JUST HAVING A COUPLE OF CONVERSATIONS.
9 I THINK THAT JUST REPRESENTS A BROADER SWATH OF
10 FOLKS WHO ARE WORKING ON THAT PROCESS, AND I THINK
11 JUST WOULD PROBABLY REFLECT IT MORE ACCURATELY. SO
12 I THINK WHERE IT SAYS CIRM DIRECTOR OF FINANCE, WE
13 COULD PUT FINANCE TEAM, I THINK THAT WOULD WORK
14 WELL.

15 CHAIRPERSON GASSON: THANK YOU, MARIA.
16 THAT SEEMS LIKE A REASONABLE SUGGESTION. I JUST
17 MADE A NOTE OF THAT.

18 VICE CHAIR BONNEVILLE: THANK YOU.

19 CHAIRPERSON GASSON: OTHER COMMENTS ON THE
20 ALLOCATION OF RESPONSIBILITIES THAT OUR CHAIR HAS
21 PUT FORTH? OKAY. IS THERE ANY COMMENT FROM THE
22 PUBLIC, SCOTT?

23 MR. TOCHER: IT DOESN'T APPEAR SO.

24 CHAIRPERSON GASSON: OKAY. THEN ONE FINAL
25 THING IS THAT PAT AND I WILL CONTINUE TO MONITOR THE

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1 SITUATION. AND IF ANYTHING WERE TO COME UP THAT
2 WOULD REQUIRE A CHANGE OR A RECONSIDERATION IN SOME
3 WAY, SHAPE, OR FORM, WE WILL COME BACK TO THIS
4 COMMITTEE AND LET EVERYONE KNOW.

5 OKAY. HAVING SAID THAT, AND I DON'T SEE
6 ANY HANDS AND THERE'S NO ONE FROM THE PUBLIC, I
7 THINK WE ARE READY TO VOTE ON THIS ITEM NO. 4.

8 MR. TOCHER: GREAT. I'LL CALL THE ROLL.
9 AND AGAIN, THE MOTION IS TO RECOMMEND TO THE FULL
10 BOARD THAT IT APPROVE THE CHAIR'S REQUEST AS STATED
11 IN THE MEMO.

12 KIM BARRETT.

13 DR. BARRETT: I'M GOING TO ABSTAIN BECAUSE
14 I LITERALLY JUST JOINED THE MEETING AND SO I'LL
15 ABSTAIN.

16 MR. TOCHER: GEORGE BLUMENTHAL.

17 DR. BLUMENTHAL: YES.

18 MR. TOCHER: MARIA BONNEVILLE.

19 VICE CHAIR BONNEVILLE: YES.

20 MR. TOCHER: ANNE-MARIE DULIEGE.

21 DR. DULIEGE: YES.

22 MR. TOCHER: ELENA FLOWERS.

23 DR. FLOWERS: YES.

24 MR. TOCHER: JUDY GASSON.

25 CHAIRPERSON GASSON: YES.

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1 MR. TOCHER: PAT LEVITT.

2 DR. LEVITT: YES.

3 MR. TOCHER: LINDA MALKAS.

4 DR. MALKAS: YES.

5 MR. TOCHER: ADRIANA PADILLA.

6 DR. PADILLA: YES.

7 MR. TOCHER: THANK YOU VERY MUCH. THE
8 MOTION CARRIES.

9 CHAIRPERSON GASSON: EXCELLENT. THANK
10 YOU, SCOTT. THE LAST ITEM ON THE AGENDA IS PUBLIC
11 COMMENT REGARDING ANY ISSUE NOT ON THIS AGENDA. ARE
12 THERE HANDS OR CALLS OUT THERE?

13 MR. TOCHER: IT DOES NOT APPEAR SO, JUDY.

14 CHAIRPERSON GASSON: OKAY. IN THAT CASE
15 THANK YOU ALL FOR YOUR TIME THIS AFTERNOON. REALLY
16 APPRECIATE IT. AND AT THIS POINT I THINK WE CAN
17 ADJOURN THE MEETING.

18 MR. TOCHER: GREAT. THANK YOU VERY MUCH,
19 EVERYONE.

20 CHAIRPERSON GASSON: THANK YOU, EVERYONE.

21 (THE MEETING WAS THEN CONCLUDED AT 3:04 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 JANUARY 16, 2026, 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.

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