

REMCHO, JOHANSEN & PURCELL, LLP
ATTORNEYS AT LAW

201 DOLORES AVENUE
SAN LEANDRO, CA 94577
PHONE: (510) 346-6200
FAX: (510) 346-6201
EMAIL: harrison@rjp.com
WEBSITE: www.rjp.com

Joseph Remcho (1944-2003)
Robin B. Johansen
Kathleen J. Purcell (Ret.)
James C. Harrison
Thomas A. Willis
Karen Getman
Margaret R. Prinzing
Kari Krogseng

SACRAMENTO PHONE: (916) 264-1818

MEMORANDUM

VIA EMAIL

To: Members, Governance Subcommittee
Governing Board
California Institute for Regenerative Medicine

From: James C. Harrison

Date: June 9, 2011

Re: Proposed Amendments to the Internal Governance Policy (Our File No.: 2297-0)

Based upon the recommendation of the Governance Subcommittee, the Governing Board, on May 4, 2011, approved a reorganization proposal and directed staff to prepare conforming amendments to the Internal Governance Policy. The Board recognized that the proposal it adopted reflected the current organizational structure and that the new Chair and President may wish to propose a structure that better leverages the talent and expertise of each individual. Assuming the Board approves the proposed amendments to the Internal Governance Policy, therefore, the amended Internal Governance Policy would serve as the starting point for discussions between the new Chair and the President regarding the optimal organizational structure.

Attached please find proposed amendments to the Internal Governance Policy. These amendments are intended to: (1) incorporate the terms of the reorganization proposal adopted on May 4, 2011, (2) clarify current operational roles and responsibilities (e.g., Vice Chair Torres has responsibility for governmental affairs); (3) revise the terminology of the policy to reflect current usage (e.g., replace "Institute" with "CIRM" and "ICOC" with "Governing Board"); (4) update the policy to reflect current practices (e.g., eliminate reference to an Institute "Executive Committee" because the President currently holds a separate advisory committee meeting); (5) increase the authorized staff of the Office of the Chair from 8 to 9 employees to accommodate the new positions specified in the reorganization plan; and (6) offer an example to illustrate the salary level at which Governance Subcommittee approval is required.