



North Los Angeles County Regional Center

Main 818-778-1900 • Fax 818-756-6140 | 9200 Oakdale Avenue #100, Chatsworth, CA 91311 | www.nlacrc.org

MEMORANDUM

Date: August 6, 2025

To: **Nominating Committee:** Curtis Wang, Sharmila Brunjes, Lety Garcia, Juan Hernandez, Alex Kopilevich

From: Lindsay Granger, Executive Administrative Assistant

Re: Information and materials for the next Nominating Committee meeting on **Wednesday, August 6, 2025**

Attached is information for the next committee meeting. Please review this information prior to the meeting.

The meeting will be held remotely via Zoom. We will send you the Zoom access information via email.

Please **click the link** below to join the Zoom meeting automatically.

Join Zoom Meeting

<https://us06web.zoom.us/j/85320107032?pwd=ukEZLZurXCYPoqNbo32AxkAImVJnpr.1>

The information below is only needed if you are joining the meeting by phone or for using phone audio.

Meeting ID: 853 2010 7032
Passcode: 415571

If you have any questions, or if you are unable to attend the meeting, please send us an email to boardsupport@nlacrc.org. Thank you!

Attachments

c: Evelyn McOmie, Deputy Director

Supporting people with developmental disabilities in the San Fernando, Santa Clarita, and Antelope Valleys since 1974.

Nominating Committee Meeting 08.06.25

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NOMINATING COMMITTEE

Wednesday, August 6, 2025, at 5:30 p.m.

~ AGENDA ~

Members:

Committee Chair: Curtis Wang

Nominating Committee Members: Sharmila Brunjes, Lety Garcia,
Juan Hernandez

VAC Representative: Alex Kopilevich

Staff: Evelyn McOmie and Lindsay Granger

- I. **Call to Order/Attendance** – Curtis Wang (*1 min*)
- II. **Agenda** (*1 min*)
 - A. Approval of the Agenda
- III. **Public Input** – Agenda Items (*3 min per person, limit 3 comments*)
- IV. **Consent Items** (*1 min*)
 - A. Approval of Minutes from the May 7, 2025, Meeting
- V. **Action Items**
 - A. Review and Approve Proposed Changes to Critical Calendar – Curtis Wang (*5 min*)
 - B. Review and Approve Meeting Schedule for FY 2025-26 – Curtis Wang (*2 min*)
- VI. **Committee Business**
 - A. Orientation
 1. Review
 - Bylaws Adopted 6.11.2025
 - B. Confidentiality Statements
 - C. Review of Members Terms
 - D. Update on Board Recruitment Marketing Effective September – Chris Whitlock (*5 min*)
- VII. **Review of Meeting Action Items** (*2 min*)
- VIII. **Board Meeting Agenda Items** (*3 min*)
- IX. **Announcements / Public Input / Information** (*3 min per person*)
 - A. Next meeting: November 5, 2025
 - B. Committee Attendance
- X. **Adjournment**

North Los Angeles County Regional Center
Nominating Committee Meeting Minutes

May 7, 2025

Present: Curtis Wang, Sharmila Brunjes, Lety Garcia, Juan Hernandez, Alex Kopilevich – **Committee Members**

Evelyn McOmie, Lindsay Granger – **Staff Members**

Tresa Oiveri - DDS Tech Advisor and Mark Wolfe – DDS Tech Advisor

Absent:

I. Call to Order

Curtis Wang called the meeting to order at 5:35 pm

II. Review of the Agenda and Approval of Agenda

M/S/C (Alex Kopilevich/ Sharmila Brunjes) To approve the agenda as presented. Motion carried.

III. Public Input

There was no public input.

IV. Consent Items

A. Approval of Minutes of the April 2, 2025 Meeting

M/S/C (Sharmila Brunjes/Alex Kopilevich) To approve the minutes as presented. Motion carried.

V. Action Items

A. Vote to Put Forward Interviewed Candidates to the Board of Trustees – Curtis Wang

Applicant B.C. was not discussed by the committee. The committee unanimously voted in favor of moving the applicant to the full board for a vote.

M/S/C (Sharmila Brunjes/Alex Kopilevich) to put forward Applicant B.C. to the full Board of Trustees for a vote. Motion carried

Action: Board Support will reach out to Applicant B.C. to provide an update on their application status and add this as an agenda item for the board meeting.

Action: Board Support will reach out to Applicant B.C. to obtain a signed conflict of interest form.

B. Discuss and Vote on Vendor Advisory Committee Applicants – Curtis Wang

The Nominating Committee discussed Applicant J.G., Applicant I.S., Applicant T.S., Applicant D. M., and Applicant D.E.. Alex Kopilevich noted Applicants J.G., T.S., D.M., and D.E. during the interviews. Lety Garcia asked about the input from the Vendor Advisory Committee (VAC) members when the applications were being reviewed. It was noted that the VAC members were impressed with the applicants and that one of the applicants provided additional perspectives

M/S/C (Alex Kopilevich/Juan Hernandez) to put forward applicants JG, TS, DM, and DE to the

full board of trustees to serve on the vendor advisory committee. Motion carried.

Action: Board Support will reach out to Applicant IS to inform that they will not be moving forward to the Board of Trustees, but they will be saved for later and invited to reapply.

C. Discuss and Vote on Slate of Officers for the Board of Trustees – Curtis Wang

Mark Wolfe made the clarification that the committee would be putting this forward under the presumption that the new bylaws will be accepted, which removes the Second V.P. and ARCA alternate positions. It was discussed having the Board of Trustees vote on President as there was more than one candidate for that position.

M/S/C (Sharmila Brunjes/Alex Kopilevich) to send the slate as is to the full board at the next meeting. Motion carried.

The presentation of the slate will be in May, but no action will be taken by the Board until June.

D. Review and Approval of Draft Critical Calendar for FY2025-2026

The draft critical calendar was reviewed by the committee. It was noted that in the month of February, the critical calendar says returning board members will be interviewed. As this has not happened in the past, it was determined by the committee to remove this from the draft.

M/S/C (Sharmila Brunjes/Alex Kopilevich) to approve the critical calendar with the update made to the month of February for next fiscal year to go to the full board for approval. Motion carried.

E. Discuss and Approve Change to Bylaws for VAC Applicants

Alex Kopilevich led the discussion on making a change to the updated Bylaws that would move the process for new VAC applicants. This change would move the review, interviews, and presentation to the full board away from the Nominating Committee and over to the Vendor Advisory Committee. It was noted that the final decision would still be made by the full board of trustees. Lety Garcia noted concern on this change, explaining that it was done this way due to previous bias, and mentioned that this may take away from a checks and balances system.

It was requested that the language in the Bylaws reflect that the VAC would follow the same process as the Nominating Committee does with board applicants.

M/S/C (Sharmila Brunjes/Alex Kopilevich) to accept the bylaws change as presented regarding the updated language for the VAC to move forward to the full board for approval. Juan Hernandez and Lety Garcia abstained. The motion carried 3-2.

F. Review and Approve New Board Member Marketing Plan

Chris Whitlock presented the Board Member Marketing Plan to the committee, highlighting the areas that the board is not in compliance with DDS board composition requirements. Lety Garcia noted that the SCV catchment area needs more representation on the board too.

M/S/C (Alex Kopilevich/Juan Hernandez) to try this for 3 months.

It was noted that this would require DDS approval due to the cost before public information can move forward with the plan.

M/S/C (Sharmila Brunjes/Lety Garcia) to put forward the marketing plan to the full board for

approval to send to DDS. Motion carried.

VI. Committee Business

A. Administrative Update: Draft Letters

The draft letter templates were presented and reviewed by the Nominating Committee. Suggestions were made by the committee to the template draft letters.

VII. Board Meeting Agenda Items

IX. Announcements / Information / Public Input

A. The committee does not meet in June.

IX. Adjournment

Curtis Wang adjourned the meeting at 7:25 pm.

Submitted by:
Lindsay Granger
Executive Administrative Assistant



NLACRC
Nominating Committee
CRITICAL CALENDAR
FY 2025-26

<i>Month</i>	<i>Activity</i>
July	(The committee does not meet in July.)
August	<p>Orientation for new Committee. Committee reviews their Policies & Procedures, Bylaws Statement, Board Audit Section, Action Log or previous fiscal year and Officers Policy.</p> <p>Review committee actions that were taken during the previous fiscal year.</p> <p>Review any recommendations made by the previous Nominating Committee.</p> <p>Elect Committee Chair</p> <p>Sign confidentiality statements.</p> <p>Committee is provided with copies of their approved critical calendar for the new fiscal year.</p> <p>Review of September activities.</p>
September	(The committee does not meet in September.)
October	<p>Review and make any needed changes to Board and Vendor Advisory Committee (VAC) recruitment notices to be emailed out in October.</p> <p>Conduct an educational session for potential board applicants (optional)</p> <p><u>Staff activity:</u> Board and VAC members with expiring terms are sent renewal notices to indicate interest in serving another term (responses due by December 15th).</p> <p><u>Staff activity:</u> Email out recruitment notices.</p>

[Updated 04/23/2025, Approved by Board of Trustees 06/11/2025]

NLACRC
Nominating Committee
CRITICAL CALENDAR
FY 2025-26

<i>Month</i>	<i>Activity</i>
<i>November</i>	(The committee does not meet in November.)
<i>December</i>	<p>(The committee does not meet in December.)</p> <p>The deadline for submitting applications for the Board and VAC is December 15th.</p>
<i>January</i>	<p>Human Resources Director provides training on how to interview applicants. Copies of the interview questions and applicant rating sheets are provided to the committee.</p> <p>The committee will review board member applications with special focus on identifying any possible conflicts of interest.</p> <p>If the number of applicants is high, consider scheduling group orientations later this month.</p> <p>Executive Committee Information Session to be scheduled in January. (With Nominating Committee and Executive Committee Officers)</p> <p>Announce at the January Board meeting the Board Self-Evaluation will be sent out this month.</p> <p>Review applications received and determine who to interview. Identify interview dates and times in February and March.</p> <p><u>At the Board Meeting:</u> Discussion to be held about board officers for next fiscal year. Recommendations for officers are made and interest for serving as an officer is solicited.</p>
<i>February</i>	<p>Conduct interviews with Board applicants.</p> <p>Begin discussion about slate of officers for next fiscal year.</p>

[Updated 04/23/2025, Approved by Board of Trustees 06/11/2025]

<i>NLACRC</i> <i>Nominating Committee</i> <i>CRITICAL CALENDAR</i> <i>FY 2025-26</i>	
<i>Month</i>	<i>Activity</i>
	Deadline for Executive Committee Candidates Statements.
<i>March</i>	<p>Conduct interviews with VAC applicants.</p> <p>Discuss slate of officers for next fiscal year and Nominating Committee chair will ensure all potential officers' willingness to serve.</p>
<i>April</i>	<p>Wrap up committee business. Make any recommendations for next year's committee.</p> <p>Finalize recommended slate of officers, nominees and re-nominees for next fiscal year and present them at the Executive Committee's April meeting.</p> <p>Review and approve draft critical calendar for next fiscal year.</p>
<i>May</i>	<p>(The committee does not meet in May.)</p> <p>At the May Board meeting: The recommended slate of officers and nominees for Board, Board Interns, and VAC are presented.</p>
<i>June</i>	<p>(The committee does not meet in June.)</p> <p><u>At the June Board meeting:</u> The slate of officers and nominees for Board, board interns, and VAC are elected.</p>

[ccal.2025-26] Updated: 04/23/2025, Approved by Board of Trustees 06/11/2025

[Updated 04/23/2025, Approved by Board of Trustees 06/11/2025]

NLACRC Nominating Committee CRITICAL CALENDAR FY 2025-26	
Month	Activity
July	(The committee does not meet in July.)
August	<p>Orientation for new Committee. Committee reviews their Policies & Procedures, Bylaws Statement, Board Audit Section, Action Log for previous fiscal year and Officers Policy.</p> <p>Review committee actions that were taken during the previous fiscal year.</p> <p>Review any recommendations made by the previous Nominating Committee.</p> <p>Elect Committee Chair</p> <p>Sign confidentiality statements.</p> <p>Committee is provided with copies of their approved critical calendar for the new fiscal year.</p> <p>Review of September activities.</p>
September	(The committee does not meet in September.)
October	<p>(The committee does not meet in October.) Review and make any needed changes to Board and Vendor Advisory Committee (VAC) recruitment notices to be emailed out in October.</p> <p>Conduct an educational session for potential board applicants (optional)</p> <p>Staff activity: Board and VAC members with expiring terms are sent renewal notices to indicate interest in serving another term (responses due by December 15th).</p> <p>Staff activity: Email out recruitment notices.</p>

[Updated 04/23/2025, Approved]

NLACRC Nominating Committee CRITICAL CALENDAR FY 2025-26	
Month	Activity
November	<p>(The committee does not meet in November.) <u>Review and make any needed changes to Board and Vendor Advisory Committee (VAC) recruitment notices to be emailed out in October.</u></p> <p><u>Conduct an educational session for potential board applicants (optional)</u></p> <p><u>Staff activity: Board and VAC members with expiring terms are sent renewal notices to indicate interest in serving another term (responses due by December 15th).</u></p> <p><u>Staff activity: Email out recruitment notices</u></p>
December	<p>(The committee does not meet in December.)</p> <p>The deadline for submitting applications for the Board and VAC is December 15th.</p>
January	<p>Human Resources Director provides training on how to interview applicants. Copies of the interview questions and applicant rating sheets are provided to the committee.</p> <p>The committee will review board member applications with special focus on identifying any possible conflicts of interest.</p> <p>If the number of applicants is high, consider scheduling group orientations later this month.</p> <p>Executive Committee Information Session to be scheduled in January. (With Nominating Committee and Executive Committee Officers)</p> <p>Announce at the January Board meeting the Board Self-Evaluation will be sent out this month.</p> <p>Review applications received and determine who to interview. Identify interview dates and times in February and March.</p>

Commented [LG1]: Board of Trustees voted October will be dark at the June 11, 2025 meeting. Proposed change to meet in November to address the October critical calendar items.

[Updated 04/23/2025, Approved]

NLACRC Nominating Committee CRITICAL CALENDAR FY 2025-26	
Month	Activity
	<u>At the Board Meeting:</u> Discussion to be held about board officers for next fiscal year. Recommendations for officers are made and interest for serving as an officer is solicited.
February	Conduct interviews with Board applicants. Begin discussion about slate of officers for next fiscal year. Deadline for Executive Committee Candidates Statements.
March	Conduct interviews with VAC applicants. Discuss slate of officers for next fiscal year and Nominating Committee chair will ensure all potential officers' willingness to serve.
April	Wrap up committee business. Make any recommendations for next year's committee. Finalize recommended slate of officers, nominees and re-nominees for next fiscal year and present them at the Executive Committee's April meeting. Review and approve draft critical calendar for next fiscal year.
May	(The committee does not meet in May.) At the May Board meeting: The recommended slate of officers and nominees for Board, <u>and</u> Board Interns, and VAC are presented.
June	(The committee does not meet in June.) <u>At the June Board meeting:</u> The slate of officers and nominees for Board <u>and</u> , board interns, and VAC are elected.

Commented [LG2]: Reviewing and interviewing applicants for the VAC has moved from the Nominating Committee over to the VAC with the adoption of the new bylaws.

[Updated 04/23/2025, Approved]

NLACRC Nominating Committee CRITICAL CALENDAR FY 2025-26	
Month	Activity
July	(The committee does not meet in July.)
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September	(The committee does not meet in September.)
October	(The committee does not meet in October.)
November	<p>Review and make any needed changes to Board and Vendor Advisory Committee (VAC) recruitment notices to be emailed out in October.</p> <p>Conduct an educational session for potential board applicants (optional)</p> <p>Staff activity: Board and VAC members with expiring terms are sent renewal notices to indicate interest in serving another term (responses due by December 15th).</p>

[Updated 07/15/2025, Approved]

NLACRC Nominating Committee CRITICAL CALENDAR FY 2025-26	
Month	Activity
	Staff activity: Email out recruitment notices.
December	<p>(The committee does not meet in December.)</p> <p>The deadline for submitting applications for the Board and VAC is December 15th.</p>
January	<p>Human Resources Director provides training on how to interview applicants. Copies of the interview questions and applicant rating sheets are provided to the committee.</p> <p>The committee will review board member applications with special focus on identifying any possible conflicts of interest.</p> <p>If the number of applicants is high, consider scheduling group orientations later this month.</p> <p>Executive Committee Information Session to be scheduled in January. (With Nominating Committee and Executive Committee Officers)</p> <p>Announce at the January Board meeting the Board Self-Evaluation will be sent out this month.</p> <p>Review applications received and determine who to interview. Identify interview dates and times in February and March.</p> <p><u>At the Board Meeting:</u> Discussion to be held about board officers for next fiscal year. Recommendations for officers are made and interest for serving as an officer is solicited.</p>
February	<p>Conduct interviews with Board applicants.</p> <p>Begin discussion about slate of officers for next fiscal year.</p>

[Updated 07/15/2025, Approved]

NLACRC Nominating Committee CRITICAL CALENDAR FY 2025-26	
Month	Activity
	Deadline for Executive Committee Candidates Statements.
March	Discuss slate of officers for next fiscal year and Nominating Committee chair will ensure all potential officers' willingness to serve.
April	<p>Wrap up committee business. Make any recommendations for next year's committee.</p> <p>Finalize recommended slate of officers, nominees and re-nominees for next fiscal year and present them at the Executive Committee's April meeting.</p> <p>Review and approve draft critical calendar for next fiscal year.</p>
May	<p>(The committee does not meet in May.)</p> <p><u>At the May Board meeting:</u> The recommended slate of officers and nominees for Board and board interns are presented.</p>
June	<p>(The committee does not meet in June.)</p> <p><u>At the June Board meeting:</u> The slate of officers and nominees for Board and board interns are elected.</p>

[Updated 07/15/2025, Approved]



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Nominating Committee Meeting Schedule

FY 2025-26

~ No meeting in July 2025 ~

Wednesday, August 6, 2025

(Orientation meeting)

5:30 p.m.

~ No meeting in September 2025 ~

~ No meeting in October 2025 ~

Wednesday, November 5, 2025

5:30 p.m.

~ No meeting in December 2025 ~

Wednesday, January 7, 2026

5:30 p.m.

Wednesday, February 4, 2026

5:30 p.m.

Wednesday, March 4, 2026

5:30 p.m.

Wednesday, April 1, 2026

5:30 p.m.

Supporting people with developmental disabilities in the San Fernando, Santa Clarita, and Antelope Valleys since 1974.

Updated: 07/15/2025

consecutive days, then the minimum number of trustees shall be twelve (12) until such time that the number of seated trustees is sixteen (16) or greater at which time the minimum number of trustees shall return to fourteen (14). The reduction of the minimum trustees from fourteen (14) to twelve (12) detailed in this Section, shall be mandatory each time the number of trustees remains at fourteen (14) for a period greater than sixty (60) consecutive days. The authorized number of Trustees may be changed by an amendment to this Section 3 of the Bylaws, duly approved by the Board in accordance with the provisions of Article IX herein.

Section 4. General Board Requirements. Anything herein to the contrary notwithstanding, the Board shall be composed of Trustees that enable the Board, as a whole, to conform to all of the following criteria:

(a) The Board shall be composed of individuals with a demonstrated interest in, or knowledge of, developmental disabilities, each of whom shall reside, work, or have a family member who receives services within the Regional Center's catchment area;

(b) The membership of the Board shall include people with legal, management or board governance, financial, and developmental disability program expertise. For purposes of this provision, "legal expertise" shall mean an individual who is a licensed attorney or law professor. Board governance experience shall not be acquired solely by serving on a regional center board;

(c) The membership of the Board shall include representatives of the various categories of disability to be served by the Regional Center;

(d) The Board shall reflect the geographic and ethnic characteristics of the area to be served by the Regional Center;

(e) At least one-half (i.e., 50%) of the duly elected Trustees shall be people with developmental disabilities or parents or legal guardians of people with developmental disabilities, and people with developmental disabilities shall comprise not less than twenty-five percent (25%) of the Trustees.

(f) Members of the governing board shall not be permitted to serve more than seven years within each eight-year period.

(g) The Board shall conform to such other membership criteria as are required by law. Documentation shall be submitted to the Department by August 15th of each year, demonstrating that the composition of the Board is in compliance with

Welfare and Institutions Code section 4622, as outlined in this Section of the Bylaws. If the composition of the Board is not in compliance with Welfare and Institutions Code section 4622, the Board shall submit a plan to the Department with its Board composition documentation setting forth how and, in as expeditious a manner as possible, when the Board will come into compliance, in part or in whole, with Welfare and Institutions Code section 4622.

(h) A vacancy in any one or more categories of Board membership identified in this Section shall not affect the ability of the Board to function.

(i) The Regional Center shall provide necessary training, including on issues related to linguistic and cultural competency, and support to all members of the Board to facilitate their understanding and participation. The Department shall review and approve the method by which training and support are provided to the Board members to ensure maximum understanding and participation by Board members. The Regional Center shall post information on its internet website regarding the training and support provided to its Board members.

(j) Every current Board member must complete and file a Conflict of Interest Reporting Statement in accordance with Welfare and Institutions Code section 4626 and following, and Title 17 of the California Code of Regulations section 54500 and following, by August 1 of each year and must file a subsequent statement if there is a change in status that creates a potential or present conflict of interest. The term, “change in status” includes, but is not limited to, a change in financial interests, legal commitment, corporation or board duties, or both, or outside positions or duties, whether compensated or not. Every new Board member must complete and file a Conflict of Interest Reporting Statement no later than thirty (30) days after being selected, appointed, or elected. The Conflict of Interest Reporting Statements of all Board members and the Executive Director shall be submitted by Board to the Department within ten (10) days of receipt of the statements.

(k) If a present or potential conflict of interest is identified for the Executive Director or a Board member that cannot be eliminated, the Executive Director or Board member should resign, or the Board shall within 30 days of receipt of the Conflict of Interest Reporting Statement, submit to the Department and the State Council a copy of the Conflict of Interest Reporting Statement and a plan that proposes conflict elimination or mitigation and management measures (known as a “Conflict Resolution Plan”). The Conflict Resolution Plan must including timeframes and actions the Board or the individual, or both, will take to eliminate or mitigate and manage the conflict of interest, as described more fully below in Section 6(b). To promote transparency, the Regional Center shall post on its internet website each completed

consumer services (“Business Provider”).

(d) Any person who has a financial interest in Regional Center operations, as defined in California Government Code Section 87103, except as a consumer of Regional Center services.

In the event that the Board President has cause to believe that a Trustee is no longer qualified under this Section 7 of the Bylaws, or if any Trustee alleges to the President in writing, that another Trustee, including the Trustee who serves as the President, is no longer qualified under this Section 7 of the Bylaws, the President shall schedule the matter on the agenda of the next regular Board meeting. The Secretary shall mail, or hand deliver specific written notice of this hearing to the Trustee in question at least seven (7) calendar days in advance of the hearing. The Board shall consider the matter at this hearing, which may be continued to the next consecutive regular meeting but shall not be continued thereafter. Once the President closes the hearing, the Board, excluding the Trustee whose qualifications are the subject of the hearing, shall immediately vote on a finding as to the Trustee's continuing qualification. If a majority present and voting finds that the Trustee is no longer qualified, that Trustee shall be automatically removed for cause, effective upon the Board's vote.

Section 8. Election and Term of Office. Except as otherwise provided herein, the Trustees shall be elected by the Board and shall serve for a term as hereinafter provided:

(a) Except for Trustees who are elected to fill a vacancy, each Trustee's first term shall be for one (1) year and any potential successive terms shall be for three (3) years, with each term commencing on the first day of July of the year in which the Trustee is elected to office; provided in no event shall a Trustee serve in such capacity for a period longer than seven years within an eight-year period.

(b) Each year, during which the term of one or more Trustees is due to expire, the Nominating Committee shall submit to the Board, at the regularly-scheduled meeting held in May, a list of candidates it recommends for election to membership to the Board. At the May meeting in which the Nominating Committee submits its recommended candidates to the Board, any member of the Board may nominate from the floor other candidates for membership to the Board, provided the individual nominated is a person who has submitted an application to serve as a Trustee to the Nominating Committee, and provided further that the nomination is both joined by at least four (4) other members of the Board and is consented to by the individual nominated. If one or more candidates for membership to the Board are nominated by a Trustee from the floor at the regularly-scheduled May meeting, the Nominating Committee shall, prior to the election, meet and interview those candidates who have

not previously been interviewed and shall present a report concerning such interviews to the Board at the next meeting. Such a report may be written or may be made orally but, in either case, the report shall contain, at minimum, all relevant information regarding an individual nominee's specialization.

(c) The election of Trustees shall be held at regularly-scheduled June meetings of the Board.

(d) At each election, Subject to the limitations imposed in Article IV, Section 3, the Board may determine to leave one (1) or more, but not more than eight (8) Trustee positions vacant.

(e) The Board shall vote for the election of Trustees by voice vote, unless either the number of candidates for membership to the Board exceeds the number of Trustees to be elected, or any one or more Board members requests that the vote be conducted by written ballot. If a Board member(s) requests that the vote be conducted by written ballot, the requesting Board member(s) must make that clear during the nomination phase to enable the Secretary to prepare the ballots for the election. All members of the Board present at the meeting at which the Trustees are to be elected, including the Board member presiding at the meeting, shall be eligible to vote. Votes may not be cast by Trustees who are not present in person or by virtual participation, subject to the limitations detailed in Section 10(j) of this Article, at the meeting at which Trustees are to be elected. A candidate must receive a majority of votes cast by the Trustees eligible to vote at the meeting to be elected as a Trustee and, if the number of candidates nominated exceeds the number of Trustees to be elected, the candidates receiving the highest number of votes shall be elected as Trustees, provided the number of votes received by those candidates in each case constitute a majority of the votes cast by Trustees eligible to vote. Votes shall be counted and certified by both the Secretary of the Board and the Secretary of the Regional Center. When announcing the outcome of the election, the Secretary of the Board will state whether or not the nominee was elected; the number of votes for or against will not be divulged. In the event candidates receiving a majority of the votes cast by the Trustees eligible to vote are less than the number of Trustees to be elected, then, subject to Subsection (d), the Board may declare a vacancy, or vacancies, on the Board. In the event a Trustee position remains vacant because of a tie vote among candidates, each of whom has received a majority of the votes cast by Trustees eligible to vote, a run-off vote shall be conducted and the candidate, or candidates, receiving the highest votes shall be elected to fill the vacant Trustee position or positions. Each Board member can vote only once for each vacant position and cast no more votes than the total number of vacant positions to be voted on. After the election, the Secretary will keep the used ballots for a limited period of time so that any Trustee or nominee wanting to see the used ballots will have the opportunity to do so.

(f) Anything herein to the contrary notwithstanding, at the June meeting at which Trustee elections are held, the Vendor Advisory Committee shall be entitled to designate one member from its Committee to serve as the Vendor Trustee. The Vendor Trustee shall serve a term of one (1) year.

(g) Each Trustee shall serve as a member of the Board until such time as he or she:

(1) Resigns, which for this purpose shall include a Trustee's deemed resignation for failure to satisfy the attendance requirements for Board members as described Subsection (h) of this Section 8.

(2) Is removed for cause, including but not limited to, for noncompliance with the Board Code of Conduct, by a majority of the Trustees then in office, or is found to be disqualified through the procedure detailed in Section 7, above.

(3) Is declared of unsound mind by a final order of court, has been convicted of a felony, or has been found by a final order or judgment of any court to have breached any duty under Article 3 of the California Corporations Code, commencing with Section 5230.

(4) Is removed without cause by two-thirds (2/3) vote of the Trustees then in office, provided notice of any proposed action to remove a Trustee without cause is mailed to each Trustee then in office at least twenty (20) days prior to the scheduled meeting at which the proposed removal is to be considered.

(5) Completes his or her term on the Board or, if sooner, completes seven (7) years as a Trustee in an eight(8)-year period.

(h) In the event a Trustee is absent from either three (3) consecutive regularly- scheduled Board meetings or from three (3) consecutive committee meetings, or is absent from five (5) regularly-scheduled Board meetings or from five (5) committee meetings during the fiscal year running from July 1 through June 30, then the Trustee may be deemed to have resigned from the Board and any committee of which the Trustee is a member. For purposes of this section, an absence shall mean any meeting in which a Trustee is not present for greater than 25% of the timeframe designated in the Agenda for the meeting (e.g. if the Agenda for a Board Meeting designates a total meeting time of 2 hours, any individual absent for greater than 30 minutes will be considered absent even if the actual board meeting is adjourned after 3 hours; or, if the Agenda for a Board Meeting designates a total meeting time of 2 1/2 hours, an individual absent for 30 minutes will not be considered absent even if the actual board meeting is adjourned after 1 hour and 45 minutes). Such absences may be excused for good cause as determined by a majority vote of the Board. The non-

compliant Trustee must be given notice of each absence from a Board meeting and/or committee meeting. If the Trustee reaches the absence thresholds set forth above despite being sent notices of the absences, the Trustee must be sent a Final Notice of Attendance Violation from the Board Secretary, and if there are any further absences without good cause as determined by a majority vote of the Board, then the Trustee will be considered resigned effective immediately unless a majority of the Board (non-inclusive of the subject Trustee) votes for a different resolution. If a Trustee is serving on more than one committee at any time, his or her attendance at meetings of each committee shall be considered separately in determining the Trustee's absences for purposes of this Subsection (h). The Secretary of the Board shall mail notice of each Trustee's absences to each Trustee with the following month's board meeting packet.

Section 9. Vacancies. A vacancy or vacancies on the Board (as opposed to a vacancy in the position of an Officer of the Board detailed in Article V, Section 4) shall be deemed to exist (1) in the case of the death, resignation, or removal of any Trustee, (2) if the authorized number of Trustees is increased, (3) if the Trustees fail at any meeting of the Board at which any Trustees are elected, to elect the full authorized number of Trustees, or (4) upon the declaration by resolution of the Board of a vacancy due to a Trustee being declared of unsound mind by a final order of any court, convicted of a felony, or found by final order of any court to have breached a duty under Article 3, Chapter 7, Part 2 of Division 2 of the California Corporations Code (Sections 5230 through 5239). Except for a vacancy caused by the death, resignation, or removal of the Vendor Trustee, or court order causing the exclusion of the Vendor Trustee, vacancies on the Board may be filled by a majority of the remaining Trustees at a meeting. Each Trustee elected to fill a vacancy, shall hold office until the expiration of the term for which elected and until a successor has been elected and qualified, unless the Trustee has been removed from office.

Section 10. Meetings.

(a) The Board shall hold nine (9) regular meetings during the fiscal year, rotating meetings among each regional center office location as follows: four (4) at the San Fernando Valley office, two (2) at the Santa Clarita office, and three (3) at the Antelope Valley office. One meeting may serve as a Board training. The Board shall schedule its regular meetings on the second Wednesday of the month, if not a legal holiday, or if a legal holiday, then on the next succeeding Wednesday that is a business day, unless otherwise scheduled by a majority vote of the Board by the members. The Secretary of the Board and/or Secretary's Designee shall notify each Trustee of the date of, time and place of, and provide a specific agenda and board packet for, each regular meeting, by either first-class mail, postmarked at least seven (7) days prior to the date of the scheduled meeting, or by email or facsimile at least (7) days prior to the date of

Except as provided in Article IV, Section 6, each Trustee who is present at a meeting, including those participating virtually as set forth in Section 10, Subsection (j), shall be entitled to one vote on each matter submitted to a vote of the Trustees. Voting by proxy is prohibited. Voting by email, facsimile, mail or other means by a Trustee who is not present at a meeting is also prohibited. Once a vote is cast, it may not be changed.

Section 12. Freedom from Liability. No Trustee who performs the duties of a Trustee in good faith and in the best interests of the Corporation, as set forth in Corporations Code section 5231, shall be personally liable for the debts, liabilities, or obligations of the Regional Center, except as provided in Corporations Code section 5233, relating to self-dealing transactions.

Section 13. Compensation. The Trustees of the Corporation shall serve without compensation for any services rendered by them to the Corporation as such Trustee. However, this shall not operate to preclude any Trustee from receiving reimbursement from the Corporation for reasonable expenses incurred by Trustee. There shall be no reimbursement for non-business-related travel companions. Neither shall there be loans to Trustees, except as might be permitted for matters relating to indemnity under Article XI of these Bylaws.

ARTICLE V

OFFICERS

Section 1. Number and Title. The officers of the Regional Center shall be members of the Board and shall consist of a President, Vice President, Treasurer, ARCA delegate, and Secretary, and such other officers as may be provided for by Board resolution. The same person may not serve concurrently in more than one office except as is needed to fill vacancies as that term is defined in Section 4 hereinbelow.

Section 2. Election. Except as otherwise stated in the Bylaws, the officers of the Regional Center shall be elected by the Board at the regularly-scheduled June meeting of the Board. A slate of nominees shall be submitted by the Nominating Committee to the Board at the regularly-scheduled May meeting immediately prior to the Board's regularly-scheduled June meeting. Nominations may be made from the floor by Trustees at the meeting in which the election is held or at any time prior to the election for that office. In the event that there is more than one (1) nominee for an office or should any Board member request it, the vote shall be by secret ballot. The candidate receiving the highest number of votes shall be elected to the office provided that he or she has received a majority vote of those Trustees in attendance in favor of election. In

the event that no candidate receives a majority vote in favor of election, there shall be a runoff between the two (2) candidates with the highest number of votes at the same June meeting of the Board. Election shall be by individual office, in the order the offices are identified in these Bylaws.

Section 3. Term of Office. Officers shall serve for a term of one (1) year commencing on July 1 and ending on June 30 of the following calendar year or, unless: (1) their successor is elected at a date after June 30; (2) they resign prior to June 30; (3) they are removed at the pleasure of the Board in accordance with these Bylaws prior to June 30; or (4) they die. An officer may be removed with or without cause by a vote of two-thirds (2/3) of the total membership of the Board. Notice of a proposed removal action shall be mailed to the full Board prior to the regular meeting at which such vote would be taken. Notice shall be given at least 7 days prior to the regular meeting or with that meeting's Agenda, whichever provides more notice. There is no limitation to the number of terms that an officer may serve except for the office of President which shall have a limit of two (2) consecutive terms, additionally the Nominating Committee shall take into account continuity of leadership when Trustees are in their final year of eligibility to serve as Trustee.

Section 4. Vacancies. In the case of death, resignation, removal, or disqualification of any officer of this Board, or if there is otherwise a vacancy in an office, the Board shall elect from a slate of candidates presented by the Nominating Committee, the officer's successor, who shall hold his or her office for the unexpired term of that office (as opposed to a vacancy in the position of trustee of the Board detailed in Article IV, Section 9). The Board shall determine when to conduct an election to fill a vacancy in any office, and the Secretary shall give at least thirty (30) days' notice of intent to conduct the election, unless the office of the Secretary of the Board is vacant in which case such notice shall be given by the Board President. The notices may be provided to each Trustee in an open Board meeting, by first class mail, by personal delivery, or by electronic communication if the Corporation receives the necessary written consent from the Trustee.

Section 5. Duties of the President. The President shall preside at all meetings of the Board. Subject to the control of the Board, he or she shall:

- (a) Call meetings of the Board.
- (b) Execute on behalf of the Regional Center any and all contracts in conformance with the Board Contracts policy or any subsequent policy covering the authority of the Board to transact the business of the Regional Center in accordance with such authority as may be granted to him or her by the Board.

(c) Chair Executive Finance Committee meetings and the quarterly Post-Retirement Medical Trust Committee meetings.

(d) Exercise such other powers and perform such duties as may be prescribed by the Board or these Bylaws.

Section 6. Duties of Vice President. The Vice President shall:

(a) In the absence or incapacity of the President, or the President otherwise refuses to act, perform the duties of the President.

(b) Participate in the quarterly meetings of the Post-Retirement Medical Trust Committee.

(c) Act as parliamentarian or designate another individual to serve as parliamentarian.

(d) Exercise such other powers and perform such duties as may be prescribed by the Board or these Bylaws.

Section 7. Duties of Secretary. The Secretary shall:

(a) Cause to be taken and maintained at the Principal Executive Office of Corporation the minutes of meetings of the Board and the Executive Finance Committee.

(b) Maintain a log or record of actions taken in closed session and transfer this record to his or her successor.

(c) Sign the original copy of the Bylaws when revisions are made and cause the original or a certified copy of the Bylaws to be kept and open to inspection by Trustees at all reasonable times, at the Principal Executive Office of the Corporation.

(d) Review the attendance of Board members at monthly meetings, notify Board members of absences, and inform the President if a Board member has failed to meet the attendance requirements as described at Section 8, Subsection (h), of Article IV.

(e) Be then custodian of all books and records of the Corporation (excepting books of account) showing the information required by law, which books

and records shall be kept at the Principal Executive Office of the Corporation.

(f) Cause all notices that are required by law or these Bylaws to be given.

(g) Cause the Corporation's seal to be kept and affix it to all papers and documents requiring a seal.

(h) Exercise such other powers and perform such duties as may be prescribed by the Board or these Bylaws.

Section 8. Duties of Treasurer. The Treasurer shall:

(a) Review and report on the Regional Center contract with the Department and the preliminary allocation.

(b) Oversee and report on the fiscal status of the Regional Center:

(1) Review all financial reports and the financial status of the Regional Center.

(2) Review all audits to assure conformity with accepted practices and contractual requirements.

(3) Review the initiation of changes to bank accounts, tax returns, and other ongoing corporate financial transactions.

(c) Participate in the quarterly meetings of the Post-Retirement Medical Trust Committee.

(d) Exercise such other powers and perform such duties as may be prescribed by the Board or these Bylaws.

Section 9. Duties of ARCA Delegate. The ARCA delegate shall:

(a) Represent the Regional Center at ARCA meetings.

(b) Report to the Board regarding actions taken at the ARCA meetings.

(c) Assure that the Board votes on any issues requiring such action.

(d) Exercise such other powers and perform such duties as may be prescribed by the Board or these Bylaws.

(e) Shall provide a report at each Community Relations Committee meeting.

Section 10. Absences. In the case of the absence of any officer of the Board, or for any other reasons that the Board may deem sufficient, the Board may delegate, for the time being, any and/or all the powers or duties of that officer to any other Trustee or Trustees, except as otherwise specified in the Bylaws, providing that the majority of the Board votes in favor of such delegation of power except that the duties of President may not be exercised by a Trustee concurrently serving as either Secretary or Treasurer.

ARTICLE VI

EXECUTIVE DIRECTOR

Section 1. Duties of Executive Director. The Executive Director shall act in the capacity of the Chief Executive Officer of the Regional Center and, as such, shall have the authority and responsibility for the day-to-day management and administration of the affairs, employees and resources of the Regional Center. The Executive Director shall, subject to the policies of the Regional Center, employ, supervise, manage, control, and discharge the employees of the Regional Center. In the event that the Executive Director seeks the Board's assistance in making decisions regarding the employment, supervision, management, control and discharge of employees of the Corporation, the Board shall act in an advisory role only in providing such assistance, with the ultimate decision being solely that of the Executive Director. The Executive Director shall attend to such other business as may be assigned and perform all other duties prescribed by the Board, by these Bylaws or by law.

Section 2. Policy Responsibility. The Executive Director shall advise and counsel the Board in matters of policy and shall act as a representative for the Regional Center at community, state, and national meetings.

Section 3. Performance Review. The performance of the Executive Director shall be reviewed annually by the Board.

Finance Committee. Members of the Board are invited to express their opinions to the Executive Finance Committee and to attend any meetings of the Executive Finance Committee.

Section 5. Nominating Committee.

(a) Composition. The membership of the Nominating Committee shall consist of not less than three (3) Trustees and a member of the Vendor Advisory Committee as one of its four (4) members. The Nominating Committee members will elect their own chairperson. A quorum shall consist of a majority of the members of the Nominating Committee.

(b) Term of Members. The term of members shall be set at two (2) years, with not more than two (2) members of the Nominating Committee being replaced annually to provide for continuity.

(c) Duties. The duties of the Nominating Committee shall be to collect, categorize, screen, and keep on file at the Principal Executive Office of the Corporation all applications and application-related materials submitted to the Regional Center by Trustee candidates for the Board positions. These applications and application-related materials shall be kept confidential; only the Board President, Executive Director, Board Secretary, and members of the Nominating Committee (including the representative of the Vendor Advisory Committee) may have access to them.

(1) Selection of Board Members. The Nominating Committee shall have the responsibility to seek out and select qualified candidates for presentation and election as Trustees, as provided for at Section 8 of Article IV of these Bylaws. In the event of a vacancy on the Board before the end of a term, the Nominating Committee shall present to the Board its recommendation for a person or persons to fill the vacancy.

(2) Selection of Officers. The Nominating Committee shall present a slate to the Board for the office of President, Vice President, Secretary, Treasurer, and ARCA delegate, as provided for at Section 2 of Article V of these Bylaws. In the event of a vacancy occurring in any office during a term of office, the Nominating Committee shall present to the Board its recommendation for a person or persons to fill the vacancy.

(3) Selection of Consumer Advisory Committee Members. The Consumer Advisory Committee shall be composed of adult consumers who reside in the regional center's catchment area and participate in five (5) Consumer Advisory Committee meetings during any 12-month period. The Nominating

Committee shall submit to the Board a slate of individuals to be appointed by the Board as Board Liaison to the Consumer Advisory Committee.

Section 6. Community Relations Committee.

(a) Composition. The Community Relations Committee shall select its chairperson. The Board ARCA Delegate shall report at each meeting of the Community Relations Committee, but shall not necessarily be required to be a member of the Community Relations Committee. A quorum shall consist of a majority of the members of the Community Relations Committee.

(b) Term of Members. The term of members shall be set at one (1) year.

(c) Duties. The duties of the Community Relations Committee shall be to:

(1) Review any pending legislation pertinent to people with developmental disabilities and to coordinate contacts with legislators representing the catchment area or responsible for introducing, reviewing or acting upon legislation affecting the segment of the population served by this Regional Center at the direction of the full Board; and

(2) Inform and educate, as outreach, the diversified communities served by the Regional Center as to the purposes, policies and operational procedures of the organization; and (3) Serve as a clearing-house for all public forums.

(3) Review and recommend standards and policies consistent with the needs of Regional Center consumers with regard to:

- i. Regional Center services, such as consumers' rights, case management, intake, assessment, and community development.
- ii. Services provided by agencies outside the Regional Center. It is not the role of the Community Relations Committee to discuss individual consumers, individual vendors, the investigation of special incidents involving vendors, and other confidential Regional Center matters. Accordingly, such matters shall not be discussed at meetings of the committee.

Section 7. Vendor Advisory Committee.

(a) Composition. The membership of the Vendor Advisory Committee shall consist of not more than eighteen (18) members who are either current vendors in good standing of the Corporation or are employed by vendors in good standing of the Corporation.

(b) It shall be composed of persons representing a wide variety of the various categories of providers from which the Regional Center purchases consumer services. The Vendor Advisory Committee shall designate one (1) of its members to serve as a member of the Board (i.e., the Vendor Trustee). The Vendor Trustee shall serve as chairperson. The Vendor Trustee's term shall be one (1) year. A quorum shall consist of a majority of the members of the Vendor Advisory Committee.

(c) Appointment and Term of Members. The members of the Vendor Advisory Committee shall be appointed by the Board from a slate of candidates provided by Vendor Advisory Committee, and shall each serve a term of three (3) years unless an earlier vacancy occurs as provided in the Bylaws. Each member of the Vendor Advisory Committee shall each serve a term of three (3) years unless the member is elected to fill a vacancy in which case the "replacement" member serves the remainder of the term of the member vacating their seat. Such term shall commence on July 1 of the year in which a member is elected unless the member has been elected to fill a vacancy as provided for herein. In the event a member has been elected to fill such vacancy, the term shall commence upon election and shall continue for the balance of the regular term subject to such vacancy. No member shall serve on the Vendor Advisory Committee for more than six (6) consecutive years. An individual who has served six (6) consecutive years shall not be eligible to again serve as a member of the Vendor Advisory Committee for a period of twelve (12) months. If an individual who resigns from the Vendor Advisory Committee prior to the expiration of his or her term is re-appointed to the Vendor Advisory Committee in less than twelve (12) months, his or her prior months/years served on the Vendor Advisory Committee shall be considered part of the person's term.

(d) Duties. The duties of the Vendor Advisory Committee shall be to provide advice, guidance, recommendations, and technical assistance to the Board to assist the Board in carrying out its mandated duties.

Section 8. Consumer Advisory Committee.

(a) Composition. The Consumer Advisory Committee shall be composed of adult consumers who reside in the regional center's catchment area and participate in five Consumer Advisory Committee meetings during any 12-month period. Members of the Consumer Advisory Committee, once qualified by attendance



North Los Angeles County Regional Center

Main 818-778-1900 • Fax 818-756-6140 | 9200 Oakdale Avenue #100, Chatsworth, CA 91311 | www.nlacrc.org

NLACRC Nominating Committee

Confidentiality Statement

Confidentiality is an essential element of the deliberative process of the Nominating Committee. Therefore, I agree not to reveal any of the discussions and/or deliberations about candidates for the Board of Trustees, Vendor Advisory Committee, or Board Officers with individuals who are not members of the Nominating Committee.

Actions of the Nominating Committee shall be reported to the Board of Trustees, Vendor Advisory Committee, and to the nominees/applicants only after deliberations of the Nominating Committee have been completed.

(Signature)

(Date)

[NC.101] 7-18

* Board Members	NLACRC Board of Trustees FY 2025-26		Date Elected	Term End	7 Years End	# of Years Served
	Last Name	First name				
1	Abrahms	Nicholas	1/15/2020	6/30/2025	6/30/2027	5
2	Alvarado	George	9/1/2022	6/30/2025	6/30/2029	3
3	Blin	Cathy	7/1/2021	6/30/2027	6/30/2028	4
4	Brunjes	Sharmila	6/8/2022	6/30/2029	6/30/2029	3
5	Chavez	Blanca	5/14/2025	6/30/2026	6/30/2032	0
6	Colton	Jacquie	2/12/2025	6/30/2026	6/30/2032	0
7	Garcia	Leticia	1/15/2020	6/30/2026	6/30/2027	5
8	Hernandez	Juan	9/13/2023	6/30/2030	6/30/2030	2
9	Hurst	Anna	6/30/2023	6/30/2030	6/30/2030	2
10	Kopilevich	Alex	6/30/2024	6/30/2030	6/30/2030	1
11	Koster	Jennifer	9/13/2023	6/30/2030	6/30/2030	2
12	Monge	Laura	6/30/2024	6/30/2031	6/30/2031	1
13	Sunderland	Jeremy	2/12/2025	6/30/2026	6/30/2032	0
14	Taketa	Jason	2/12/2025	6/30/2026	6/30/2032	0
15	Wang	Curtis	6/30/2023	6/30/2030	6/30/2030	2
16						
17						
18						
19						
20						

* The authorized numbers of Trustees shall be not less than fourteen (**14**) or more than twenty-two (**22**).

FY 2024-25	Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	Jan-25	Feb-25	Mar-25	Apr-25	May-25	Jun-25	Total	Total
Nominating Committee	Dark		Dark	Dark		Dark					Dark	Dark	Absences	Hours
Curtis Wang, Chair														
Sharmila Brunjes														
Lety Garcia														
Juan Hernandez														
Alex Kopilevich														

Meeting Time

P = Present

Ab = Absent

Attendance Policy: In the event a Trustee shall be absent from three (3) consecutive regularly-scheduled Board meetings or from three (3) consecutive meetings of any one or more committees on which he or she may be serving, or shall be absent from five (5) regularly-scheduled Board meetings or from five (5) meetings of any one or more Committees on which he or she may be serving during any twelve (12) month period, then the Trustee shall, without any notice or further action required of the Board, be automatically deemed to have resigned from the Board effective immediately. The secretary of the Board shall mail notice of each Trustee's absences during the preceding twelve (12) month period to each Board member following each regularly-scheduled Board meeting. (policy adopted 2-10-99)