

Governance Council

Authority

1. The Governance Council receives its authority to vote on investment proposals for the CERF projects via an election through the CERF subregional high road transition collaboratives: South, North, Central, East, and West.

Elections Process: Governance Council

1. Eligibility **to apply** to be elected as a representative on the Governance Council is determined by the following criteria: be a verified member of one of the subregional collaboratives of which s/he will represent; live in and/or work in the subregional collaborative service area; demonstrate experience and a commitment to one of these key stakeholder areas: labor, community organization, education/workforce, and/or economic development.
2. Eligibility **to vote** for a Governance Council representative is determined by verified attendance at one of the CERF subregional collaboratives.
3. Applications to be elected to serve on the Governance Council shall become available in August of 2023.
4. The Kern Coalition, as the Regional Convener, shall appoint a third-party, impartial entity to oversee the elections.
5. Elections shall be held in-person during the week of September 25, 2023.
6. Once votes are confirmed, Governance Council members will be confirmed through a swearing in ceremony.
7. In the event that there is insufficient representation from key stakeholder groups, The Kern Coalition shall appoint at-large members to the Governance Council with priority given to those who live in, serve, and/or in the under-represented communities. The Kern Coalition may remove a Governance Council Representative by consensus at any time, with or without cause.

Operations and Decision-Making

1. The Governance Council representatives will commit to attend two to three meetings per month during for the duration of the CERF grant and any affiliative CERF grant. The Regional Convener will facilitate Governance Council meetings as an impartial participant. A majority (66%) of Governance Council

members will constitute a quorum.

2. Approvals of investment proposals will require a vote of a majority of the Governance Council members present at a meeting at which a quorum is present.
3. The Governance Council will include a chair and co-chair and will report its activities to the Kern Coalition on a regular basis and will keep minutes of its meetings.
4. Unless the Regional Convener, in concert with the Governance Council, directs, all meetings will be open to the public.
5. The Regional Convener Coordinator will serve as the Council's staff liaison to develop agendas and minutes.
6. To ensure established protocols and procedures are in accordance with the CERF grant, the Kern Coalition, in concert with the Governance Council, will co-develop a charter that is reviewed periodically.
7. Amendments to this charter can be made at any time.
8. Prior to a vote, the Regional Convener Coordinator will remind Governance Council representatives to opt out if a financial interest is foreseeable.
9. No action by the Governance Council shall occur outside scheduled meetings listed in the final meeting agenda.
10. Notifications of meetings shall be posted on the Kern Coalition CERF website and will be communicated through social media outlets and platforms.

Responsibilities of Governance Council Representatives

1. Participate in an onboarding process and on-going training that includes diversity, equity, and inclusion orientation, training in the CERF Theory of Change, governance, inclusive economic development, power-sharing, and other relevant topics.
2. Read the Kern CERF grant proposal and all, the work plan, and the metrics.
3. Have knowledge of economic development, equity in health, the environment, and in the economy.
4. Read and review proposals.

5. Review research and data related to CERF investment proposals.
6. Sign a confidentiality agreement and a commitment to equity agreement.
7. Disclose any matter that will have a direct financial impact on the representative's financial interests and may not vote.