

## Governance Committee Meeting Minutes

May 14, 2026

### Meeting summary

#### Quick recap

The governance committee met to review updates to the advisory charter and board commitment documents, with Kimberlee presenting feedback and recommended changes. The committee discussed a new board nominee from Carson, with plans for Kimberlee and Sherri to interview her before making a recommendation to the full board. They reviewed proposed updates to the advisory charter, including stronger language around board portal usage, confidentiality requirements, and speaking permissions for advisory board members. The committee also discussed officer transitions for 2027, with several current officers rolling off including Kimberlee, Teri, and Ellenore. They considered potential replacements and role assignments, though no final decisions were made due to uncertainty about some candidates' availability and commitment levels. The conversation ended with plans to reconvene with additional committee members to reach consensus on officer appointments.

#### Next steps

##### Kimberlee

- Update and clean up the advisory charter and board commitment documents per committee feedback (including name changes, conflict of interest policy references, board portal language, and other agreed-upon edits), and send to Stephanie for further review.
- Inform Stephanie of the committee's suggestion to list advisory council members on organizational communications (e.g., letterhead, website) for visibility and SEO benefit.
- Check the board portal for active finance committee members who could potentially serve as Treasurer.

##### Sherri

- Confirm with Ellenore Baker her willingness to serve as Treasurer (or Secretary) for the coming term.
- Talk to Margaret and Kalita for input/ideas on officer and board succession planning.

##### Collaboration

- Sherri and Kimberly: Interview the prospective board nominee (Heather from Carson) after her vacation and, assuming no issues, recommend her nomination to the Board.
- Stephanie (or relevant staff): Prepare and provide talking points/bullet points or a brochure/white paper for advisory council and board members to use when representing the organization at events or in public.

- Sherri (and/or Stephanie): Reconvene the committee (including Jessica and Heather) to finalize officer nominations and board roles, especially regarding Chair, Vice Chair, and Treasurer positions.
- Stephanie (or relevant staff): Ensure that the annual conflict of interest policy is attached to the board commitment form and that the process for annual signing is clearly communicated and implemented.
- Stephanie (or relevant staff): Post materials for all meetings to the board portal in a timely manner (ideally at least one week prior to meetings).
- Judith and Heather (Strategic Planning Committee): Consider including in the strategic plan a process for ongoing engagement and recognition of emeriti members.

## **Summary**

### **Organizational Changes and Communication Challenges**

The meeting began with Sherri mentioning she would be helping Heather in a supportive role and expressed hope to meet in person during an upcoming Chicago visit. The group discussed organizational changes as they grow, noting challenges with communication across different locations and time zones. Sherri indicated she was standing in for Stephanie who couldn't attend, and the meeting appeared to be waiting for additional participants including Jessica and Kimberlee.

### **Board Nominee Recommendation Discussion**

The committee discussed a board nominee from Carson, focusing on her potential contributions to the board. Heather shared her positive impression of the Carson organization and noted the nominee's experience in marketing and leadership. The committee agreed to move forward with recommending her nomination to the board, pending an interview with Sherri and Kimberlee. Judith suggested drafting a memo authorizing the recommendation, which Kimberlee noted for follow-up.

### **WA Advisory Charter Updates**

The group reviewed feedback on the advisory charter and board commitment documents for the Women's Alliance of Financial Advisors. They agreed to update the board commitment form by adding a requirement to annually sign conflict of interest policies at the fiscal year-end meeting and simplifying language about accessing materials through the board portal. For the advisory charter, they decided to add "brand visibility and engagement" to outreach efforts and include a specific recommendation for board members to suggest WA as speakers for industry events, though they noted the language should be simplified.

### **WLA Advisory Council Charter Updates**

The group reviewed and discussed updates to the WA Advisory Council charter, focusing on language clarifications and member responsibilities. Key points included advisory board members attending two meetings per year (virtual or in-person), being listed in organizational materials, and making tax-deductible annual contributions. The group agreed to maintain "asked" rather than

"encouraged" for contributions and clarified that advisory board members serve in a voluntary capacity without compensation, though they may be reimbursed for pre-approved reasonable expenses. The discussion also covered terms of membership (two-year terms with staggered appointments) and the ability to have co-chairs, which was approved.

### **Board Materials Procedural Updates**

The group discussed procedural rules for board materials, agreeing to remove specific timeframes and instead state that materials should be posted to the board portal in a timely manner prior to meetings. They decided to simplify the language around public relations, with Judith suggesting to remove specific authorization language and instead state that advisory board members cannot obligate the WA in any way. The discussion focused on balancing clarity with practicality for volunteer board members.

### **Advisory Board Talking Points Development**

The group discussed creating talking points and materials for advisory board members to share information about WA. Sherri suggested providing a framework to help busy members advocate for the organization without violating confidentiality rules. Judith proposed creating talking points training materials, and the group agreed this would be helpful. They also reviewed confidentiality and conflict of interest policies, deciding to move some content to the existing conflict of interest document to make it less off-putting for potential advisory board members. The conversation ended with a brief mention of reviewing current board members and future nominations, though this discussion was not captured in the transcript segment.

### **Board Officer Transition Planning**

The board discussed recommendations for board member transitions and officer roles. Sherri proposed extending the terms of Judith and herself on the Emeriti committee, which was approved by the group. They also discussed officer positions, particularly the need to fill the vice chair and treasurer roles. Teri was considered for vice chair but expressed uncertainty about her availability due to personal commitments. The group agreed to reconvene to further discuss officer selections and get input from Jessica and Stephanie. They also noted the importance of identifying potential successors for future leadership positions.