

**Town and Gown of USC
2021 – 2022 Motion Log Report
Ayuko Siegel, Parliamentarian**

Email Motions sent out 7-8-2021

M1/1

MOTION: I, Hilary Crahan, CEO/President, move to approve a \$750 virtual ad purchase for the School of Dramatic Arts 75th Anniversary Benefit in honor of Michele Engemann donated by Town and Gown of USC.

This Motion was approved unanimously by the 2021-2022 Town and Gown of USC Executive Committee, 7-1-2021.

SECOND: As the Executive Committee approved this motion, no second is needed.

Action: Approved, 7-14-21.

M2/2

MOTION: I, Hilary Crahan, CEO/President, move to approve an additional \$50 per month increase for Independent Contractor, Kari May, for fiscal year 2021-2022. This will amount to \$600 more annually.

This motion was approved unanimously by the Town and Gown of USC Executive Committee, 7-1-2021.

SECOND: As the Executive Committee approved this motion, no second is needed.

Action: Approved, 7-14-21.

M3/3

MOTION: Upon the recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy McLeod, move to approve the following candidate for Annual membership: Nancy Riordan.

Membership Application attached.

SECOND: As this motion comes from the Membership Committee, no second is needed.

Action: Approved, 7-14-21.

M4/4

MOTION: Upon the recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy McLeod, move to approve the following candidates for change of status from Annual Membership to Life Membership: Fontaine Achelles Malisos, Kathleen Campos, Ayuko Siegel, Mary Swanton and Sandra Quan.

Membership Applications are attached.

SECOND: As this motion comes from the Membership Committee, no second is needed.
Action: Approved, 7-14-21.

Zoom Board Meeting Motions 8-3-2021

M1/5

I, Edie Etmekjian, Benefit Chair 2022, move to approve as our 2022 Benefit Honorees Sally Edwards, Carol Fox, Linda Givvin, Carol Greenhalgh, Thelma Orr, and Alli Solum, and to endow a Town and Gown of USC Scholarship in all of their names together.

SECOND: Ann Palmer

Action: Approved: 08.03.2021

M2/6

MOTION: I, Hilary Crahan, CEO/President, move to approve the resignation of Elle Feldman from the 2021-2022 Finance Committee and Town and Gown of USC Board of Directors.

SECOND: Not needed because it had been approved by the Executive Committee

Action: Approved: 08.03.2021

M3/7

MOTION: I, Kathie Johnson, CFO, move to appoint Linda Givvin to the 2021-2022 Town and Gown of USC Finance Committee.

SECOND: Not needed because it had been approved by the Executive Committee

Action: Approved: 08.03.2021

M4/8

MOTION: I, Beth Petak-Aaron, move to adjourn the meeting.

SECOND: Linda Swick

Action: Approved: 08.03.2021

Zoom Board Meeting Motions 8-31-2021

M1/9

MOTION: I Hilary Crahan, CEO/President move to approve the following change to our October 5th general meeting and luncheon. In consideration of COVID protocols established by LA County and USC AND to ensure the safety of our members and guests, our October event will become an auditorium style, seated, Speaker event in the Town and Gown Ballroom. No food nor beverages will be served. Masks will be worn at all times inside and outside. This event will be complimentary (no charge). The event will also be live streamed.

SECOND: Not needed. Approved unanimously by the Executive Committee 8-25-2021
Action: Approved: 08.31.2021

M2/10

MOTION: I, Hilary Crahan, move to adjourn the meeting.
SECOND: Marilyn Kezirian
Action: Approved: 08.31.2021 The meeting was adjourned

Hybrid Board Meeting Motions 9-28-2021

M1/11

MOTION: After internal review by the Audit Committee of Town & Gown of USC of the information provided, or otherwise made available to, the Audit Committee, and with the understanding that such information is accurate, complete and not subject to any qualifications or limitations, I, Carol Kroesche, as the 2020-2021 Audit Committee Chair, and on behalf of the 2020-2021 Audit Committee, move that the twelve-month financial statements of Town & Gown of USC for the fiscal year, beginning July 1, 2020-June 30, 2021 be approved.

SECOND: Not needed. Approved by Audit Committee.

Action: Approved: 09.28.2021

M2/12

MOTION: I, Patti Johnson, move to approve the • June 15, 2021, Board Meeting Minutes • August 3, 2021 Board Zoom Meeting Minutes • August 29 Back-to-School Event Minutes • August 31 Zoom Vote Notes • September 9 Board Welcome Luncheon Notes • Consent Agenda Cover Page for September 28, 2021, and the • Consent Agenda for September 28, 2021, as distributed.

SECOND: Ayuko Siegel

Action: Approved: 09.28.2021

M3/13

MOTION: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the Updated Financials, dated 06.30.2021, received from Kathleen Campos on 07.17.2021.

SECOND: Not needed, since approved by the 2020-2021 Finance Committee on 07.16.21.

Action: Approved: 09.28.2021

M4/14

MOTION: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO,

move to approve the July 2021 and August 2021 Financials.
SECOND: Not needed, since approved by Finance Committee
Action: Approved: 09.28.2021

M5/15

MOTION: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for Annual Membership: Kaili Peng Myerson and Georgette Cooper.
SECOND: Not needed since approved by Membership Committee
Action: Approved: 09.28.21

M6/16

MOTION: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidate for Life Membership: Lisa Grode.
SECOND: Not needed since approved by Membership Committee
Action: Approved: 09.28.21

M7/17

MOTION: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for change of status from Annual to Life membership: Kathryn Shirley, Lori Middleton, and Lisa Iannini-Goddard.
SECOND: Not needed since approved by Membership Committee
Action: Approved: 09.28.21

M8/18

MOTION: We, Colleen Stroyke and Bonnie Suffridge, Fifth Vice Presidents, Programs, move to approve the Monday, December 6th General Meeting and Luncheon to be held at The California Club. Ticket cost will be \$95 per person.
Second: Beth Petak-Aaron
Action: Approved: 09.28.2021

M9/19

MOTION: I, Kathleen A. Campos and Jody Zuvich, Physical Facilities/Historian Co-Chairs, move to donate \$5,000 to Claude Zachary, USC Archivist, to complete the archiving of the Town and Gown of USC records.
SECOND: Not needed, as it comes from the Committee
Action: Approved: 09.28.2021

M10/20

MOTION: I, Hilary Crahan, move to adjourn today's meeting.
SECOND: Marilou Hamill
Action: Approved: 09.28.2021

Email Motions sent out 9-30-2021

M1/21

MOTION: I, Hilary Crahan, CEO/President move to approve inviting the Sprit of Troy AND Joanne Asman/Traveler to sell merchandise at the Holiday Boutique on November 2nd.

SECOND: Approved by the Town and Gown of USC Executive Committee 9-29-2021

Action: Approved: 10.1.21

Hybrid Board Meeting Motions 10-26-2021

MOTION 1/22: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the use of bill.com bill-paying system by Town and Gown of USC.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 10.26.2021

MOTION 2/23

Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the September 2021 Financials. Approved:

SECOND: Not needed, as it comes from the Committee

Action: Approved. 10.26.2021

MOTION 3/24: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the annual premium for Nonprofits Insurance Alliance (NIA) for the period 10/27/2021 - ~~10/27/2022~~ 10/26/2022. AMENDED ENDING DATE

SECOND: Not needed, as it comes from the Committee

Action: Approved as amended: 10.26.2021

MOTION 4/25: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the updated Check Requisition Form.

SECOND: Not needed, as it comes from the Committee

Approved: 10.26.2021

MOTION 5/26 Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the purchase of five \$100 gift cards for our independent contractors and vendors as a holiday appreciation gift from Town and Gown of USC. This would include Tina Kreditor, Kari May, Michael Marchak, Ian Chestnut, and Roxy Szigat.

SECOND: Not needed, as it comes from the Committee

Approved: 10.26.2021

MOTION: 6/27, Patti Johnson, move to approve the • September 28, 2021, Board Meeting Minutes • October 5, 2021 General Meeting Minutes • Consent Agenda Cover Page for October 26, 2021, and the • Consent Agenda for October 26, 2021, as distributed. SECOND: Kathie Johnson
Action: Approved: 10.26.2021

MOTION: 7/28, Laurie Hunter Tiedemann, 1st VP, Investments, do hereby move to increase the amount of the annual scholarships awarded to graduate students to \$15,000, beginning with the '22 - '23 fiscal year awards.
SECOND: Ann Palmer
Action: Approved: 10.26.2021

MOTION: 8/29, Carol Wright, 2nd Vice President, Scholarship, move to purchase a cell phone and Plan to be used by Michael Marchak in his duties as Scholarship Associate.
SECOND: Patti Jamgotchian
Action: Approved: 10.26.2021

MOTION 9/30: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following candidates for Annual membership: Nancy Sharp Mills, Tiffany Lemons, Kimberly Doder, Alicia Lind, Colleen Jester, Lucy Hartford, Pamela Erickson Herr, Patricia Hamra, Angela Bennett, and Alisa ChanpongAmateau
SECOND: Not needed, as it comes from the Committee
Action: Approved: 10.26.2021

MOTION 10/31: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidate for Life Membership: Lynn Mehl.
SECOND: Not needed, as it comes from the Committee
Action: Approved: 10.26.2021

MOTION 11/32: Upon Recommendation of the Governance Committee, we, Mary Hall and Norma Perez, move to approve the draft Code of Conduct and Ethics.
SECOND: Not needed, as it comes from the Committee
Action: Approved: 10.26.2021

MOTION 12/33: I, Kathleen A. Campos, Physical Facilities/ Historian Co-Chair, with the support of the Physical Facilities/ Historian Committee, move to purchase the recommended lighting system for \$8,350, to be paid from the Clifford Swan Fund 2C
SECOND: Not needed, as it comes from the Committee
Action: Approved: 10.26.2021

MOTION 13/34: I, Kathleen A. Campos, and Jody Zuvich, Co-Chairs of Physical Facilities/Historian, propose Town and Gown of USC give three gift cards of \$50.00 each to Jerry Wingate, Robert Trano, and Karla Campos for their support of Town and Gown of USC. **KATHLEEN AMENDED THE MOTION AS FOLLOWS:** AMENDED: I,

Kathleen A. Campos, Co-Chair of Physical Facilities/Historian, propose Town and Gown of USC give three gift cards of \$100.00 each to Jerry Wingate, Robert Trano, and Karla Campos for their support of Town and Gown of USC.

SECOND: Sara Pfirrmann

Action: Approved: October 26, 2021

MOTION 14/35: I, **Hilary Crahan**, move to adjourn the meeting.

Second: **Carol Wright**

Action: Passed

Hybrid Board Meeting Motions 11-30-2021

MOTION 1/36: I, Hilary Crahan, CEO/President, move to approve a \$500 donation to the CARES program.

Second: Sara Pfirrmann

Action: Approved: 11/30/2021

MOTION 2/37: I, Patti Johnson, move to approve the • October 26, 2021, Board Meeting Minutes • November 2, 2021 General Meeting Minutes • Consent Agenda Cover Page for November 30, 2021, and the • Consent Agenda for November 30, 2021, as distributed.

SECOND: Helaine Lopes

Action: Approved: 11/30/2021

MOTION 3/38: Upon the recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the October 2021 Financials.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 11/30/2021

MOTION 4/39: I, Kathie Johnson, CFO, move to approve the online check requisition process through both our Membership and Board Portals for Town and Gown of USC.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 11/30/21

MOTION 5/40: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for Annual Membership: Natalia Padilla, Valerie Real, Rachel Goldinger, Joan Woodford Abu Bakir, Nancy Tafoya, Danielle Von Der Ahe, Molly McClary

SECOND: Not needed, as it comes from the Committee

Action: Approved: 11/30/2021

MOTION 6/41: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Application for change of status from Annual Membership to Life membership: Wilma Pinder.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 11/30/2021

MOTION 7/42: I, Edie Etmekjian, move to adjourn today's meeting.
SECOND: Ayuko Siegel
Action: Approved: 11/30/2021

Email Motions sent out 1-5-2022

M1/43
I, Hilary Crahan, CEO and President, move to approve that the February 1st General Meeting and Luncheon become a virtual event.
SECOND: Laurie Hunter Tiedemann, 1st Vice President, Investments Approved
Executive Committee 1/5/2022
Action: Approved: 1/6/22

Zoom Board Meeting Motions 1-25-2022

MOTION 1/44:
I, Patti Johnson, Secretary, move to approve the • November 30, 2021, Board Meeting Minutes • December 6, 2021 Holiday Luncheon Minutes • January 11, 2022 General Meeting Minutes • Consent Agenda Cover Page for January 25, 2022, and the • Consent Agenda for January 25, 2022, as distributed.
SECOND: Carol Fox
Action: Approved: 01/25/2022

MOTION 2/45:
I, Helaine Lopes, Nominating Chair, move to accept the Board's affirmative vote to approve the Slate of Directors for 2022-2024, as presented.
SECOND: Not needed, as it comes from the Committee
Action: Approved: 01/25/2022

MOTION 3/46:
Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve a transfer of \$100,000 from our Wells Fargo checking account to Clifford Swan Fund 2B.
SECOND: Not needed, as it comes from the Committee
Action: Approved: 01/25/2022

MOTION 4/47:
Upon the recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the November and December 2021 Financials.
SECOND: Not needed, as it comes from the Committee
Action: Approved: 01/25/2022

MOTION 5/48:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for Annual Membership: Carolyn Johnson, Patty Adams, Arlene Muro, Bernadette Kirkpatrick, Felicia Cudjoe Appauh, Michelle Li, and Colleen Premer

SECOND: Not needed, as it comes from the Committee

Action: Approved: 01/25/2022

MOTION 6/49:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following application for Life Membership: Diane Bleak.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 01/25/2022

MOTION 7/50:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following application for a change of status from Annual Membership to Life membership: Kristen von KleinSmid

SECOND: Not needed, as it comes from the Committee

Action: Approved: 01/25/2022

MOTION 8/51:

I, Beth Petak-Aaron, move to approve the Town and Gown of USC Notice of NonDiscrimination, drafted by Peter Weil, and approved by the Governance Committee, as amended.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 01/25/2022

MOTION 9/52:

Upon recommendation of the Governance Committee, Mary Hall and Norma Perez move to accept the Town and Gown of USC talking points regarding service on the Town and Gown of USC Board of Directors.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 01/25/2022

MOTION 10/53:

I, Sara Pfirrmann, Opportunity Drawing Chair, move to approve allowing the professional services of Priya Kapoor and Mina Martinez to be included in the Opportunity Drawing for the April 5, 2022 Benefit.

Second: Ann Palmer

Action: Approved: 01/25/2022

MOTION 11/54:

Upon recommendation of the Physical Facilities/Historian Committee, I, Jody Zuvich, Physical Facilities/Historian Co-Chair, move that Town & Gown of USC submit payment

for the digitizing of three of our most invaluable historical documents, including The Franklin History Book, The 100 Years of Town & Gown, and a historical timeline, for the sum of \$1,052.25.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 01/25/2022

MOTION 12/55:

I, Patti Jamgotchian, move to adjourn today's meeting.

SECOND: Linda Dankwa

Action: Approved: 01/25/2022

Zoom Board Meeting Motions 2-22-2022

MOTION 1/56:

I, Patti Johnson, move to approve the • January 25, 2022 Board Meeting Minutes • February 1, 2022 General Meeting Minutes • Consent Agenda Cover Page for February 22, 2022, and the • Consent Agenda for February 22, 2022, as distributed and amended.

SECOND: Carol Fox

Action: Approved: 2/22/22

MOTION 2/57:

Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the January 2022 Financials.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 2/22/22

MOTION 3/58:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following candidates for Annual membership:

Cathy Creasia and Mary Kasem

SECOND: Not needed, as it comes from the Committee

Action: Approved: 2/22/22

MOTION 4/59:

I, Beth Petak-Aaron, move to approve the list of appointed Board of Directors positions as listed:

• Proposed appointed Board of Directors for 2022-2023:

Benefit Chair Carol Kroesche;

Communications Chair Joan Levis;

Audit Chair Helaine Lopes;

Audit Committee Patti Johnson;

Audit Committee Marilou Hamill;

Audit Committee Lori Middleton;

Governance Committee Kathleen Campos;

Governance Committee Janeane Dimpel
Governance Committee Meredith Weiss
Hospitality Chairs Mary Hall/Janyce Teasley
Nominating Chair (Elected Edie Etmekjian)
Nominating Committee Pat Whitman
Nominating Committee Kim Kaufman
Nominating Committee Wilma Pinder
Parliamentarian Kandi Wopschall
Physical Facilities/Historian Chairs Kate Farlow/Lisa Up de Graff
Physical Facilities/Historian Committee Bianca Patterson
Physical Facilities/Historian Committee Toulia LaLounis Petrides
Decorations Committee Rhona Gewelber
Finance Committee Linda Swick
Finance Committee Lori Ward Jackson
Member-at-Large: Outreach and Connectivity Jody Zuvich
Member-at-Large: ACC Rep Norma Perez
Member-at-Large: Physical Facilities/Historian Jill Stuart
SECOND: Ann Palmer
Action: Approved: 2/22/22

MOTION 5/60:

I, Linda Swick, move to adjourn today's meeting.

SECOND: Carol Wright

Action: Approved: 02/22/2022

Hybrid General Meeting Motions 3-01-2022.

MOTION 6/61:

I, Carol Kroesche, member of the Town and Gown of USC Nominating Committee, on behalf of Helaine Lopes, Chairman of the Committee, and the entire Nomination Committee, so move that we accept the slate of elected officers for the 2022-2023 year.

Secretary — Ayuko Siegel

First VP, Investments — Patti Jamgotchian

2nd VP, Scholarship — Shana Glassman

3rd VP, Fund Development — Carol Wright

4th VP, Membership — Colleen Stroyke

5th VP, Programs — Debbie Wong

Governance — Ann Palmer

Nominating Committee Members (2) (2022-2023)— Edie Etmekjian and Linda Dankwa

SECOND: Sandy Johnston

Action: Approved: 03/01/2022

Hybrid Board Meeting 3-29-2022

MOTION 1/62:

I, Hilary Crahan, CEO/President, move to approve a \$100 increase monthly for Kari May beginning July 1, 2022.

SECOND: Not needed, as it was approved by the Executive Committee.

Action: Approved: 03/29/2022

MOTION 2/63:

I, Patti Johnson, Secretary, move to approve the • February 22, 2022 Board Meeting Minutes • March 1, 2022 General Meeting Minutes • Consent Agenda Cover Page for March 29, 2022, and the • Consent Agenda for March 29, 2022, as distributed as amended.

SECOND: Carol Wright

Action: Approved: 03/29/2022

MOTION 3/64:

Upon the recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the February 2022 Financials.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 03/29/2022

MOTION 4/65:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following candidates for Annual membership: Pamela Hillings Tegtmeyer, Polly Paulsen, Tracie Haber, Betsy Jaffe, Debora Sapien, Alexandra Bauer, Cindy Guyer, and Cyndi MacDougall.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 03/29/2022

MOTION 5/66:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, Fourth Vice Presidents, Membership, move to approve the following Life Membership: Robin Morgan.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 03.29.2022

MOTION 6/67:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, Fourth Vice Presidents, Membership, move to approve the following change on the Annual and Life Membership applications: The required number of

sponsors shall be changed from three names to one name. There will continue to be two lines for optional sponsor names if desired by the applicant.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 03.29.2022

MOTION 7/68:

Upon recommendation of the Governance Committee, I, Beth Petak-Aaron, move to approve the Town and Gown of USC Hiring Policy as presented.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 03.29.2022

Motion 8/69:

I, Edie Etmekjian, Benefit Chair, move to approve sending a letter to everyone who has purchased an Opportunity Drawing Ticket for Baskets #5, 6, 9, and 10, and the drawing for those baskets will take place and be recorded on April 4, the day before the Benefit.

Second: Carol Fox

Action: Approved: 03.29.2022

MOTION 9/70:

After internal review by the Audit Committee of Town and Gown of USC of the information provided, or made available to, the Audit Committee, and with the understanding that such information is accurate, complete, and not subject to any qualifications or limitations, I, Debra Bradley, as Audit Committee Chair, and on behalf of the Audit Committee, move that the six-month financial statements of Town and Gown of USC for the six-month period ending December 31, 2021, be approved.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 03.29.2022

MOTION 10/71:

I, Helaine Lopes, move to adjourn today's meeting.

SECOND: D'Arcy McLeod

Action: Approved: 03.29.2022

Email Motions sent out 4-28-2022

Motion 1/72:

Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following candidate for change of status from Annual to Life membership: Paula Baker.

As this motion comes from the Membership Committee, no second is needed.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 04-29-22

Hybrid Board Meeting 4-26-2022

MOTION 1/73: I, Hilary Crahan, CEO/President, move to approve the purchase of five (5) \$100 gift cards for Tina Kreditor, Michael Marchak, Roxy Szigat, Kari May, and Ian Chestnut as a 2021-2022 fiscal year-end thank you for their professional services.

Approved unanimously by the Executive Committee.

SECOND: Not needed.

Action: Approved: 04.26.2022

MOTION 2/74: I, Patti Johnson, Secretary, move to approve the • March 29, 2022 Board Meeting Minutes • April 5, 2022 Benefit Minutes • Consent Agenda Cover Page for the April 26, 2022, Board Meeting, and the • Consent Agenda for the April 26, 2022, Board Meeting, as distributed and amended.

SECOND: Beth Petak-Aaron

Action: Approved: 04.26.2022

MOTION 3/75: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the March 2022 financials.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 04.26.2022

MOTION 4/76: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the 2022-2023 Administrative budget.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 04.26.2022

MOTION 5/77: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the 2022-2023 Scholarship budget.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 04.26.2022

MOTION 6/78: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following candidates for Annual membership: Leslie Schwene and Cathy Zaas.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 04.26.2022

MOTION 7/79: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for change of status from Annual to Life Membership: Wandy Jung, D'Arcy Dietrich McLeod, Virginia Naeve, and Nancy Tafoya.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 04.26.2022

MOTION 8/80: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following candidates for change of status from Annual to Life Membership: Rachel Morford and Meredith Weiss.

SECOND: Not needed, as it comes from the Committee

Approved: 04.26.2022

MOTION 9/81: We, Colleen Stroyke and Bonnie Suffridge, Fifth Vice Presidents, Programs, move to approve the transfer of \$17,500.00 to our Clifford Swan Fund 2A account.

SECOND: D'Arcy McLeod

Action: Approved: 04.26.2022

MOTION 10/82: I, Edie Etmekjian, 2022 Benefit Chair, move to donate \$129, 550.00 into the Sally Edwards, Carol Fox, Linda Givvin, Carol Greenhalgh, Thelma Orr, and Alli Solum Endowed Scholarship Fund.

SECOND: Patti Jamgotchian

Action: Approved: 04.26.2022

MOTION 11/83: I, Edie Etmekjian, 2022 Benefit Chair, move to approve the transfer of \$29,220.00 into our Clifford Swan Fund 2A account.

SECOND: Sara Pfirrmann

Action: Approved: 04.26.2022

MOTION 12/84: I, Kathleen Campos, move to adjourn today's meeting.

SECOND: Beth Petak-Aaron

Action: Approved: 04/26/2022

Hybrid Board Meeting 5-24-2022

MOTION 1/85: I, Patti Johnson, move to approve the • April 26, 2022, Board Meeting Minutes • May 3, 2022 General Meeting Minutes • Consent Agenda Cover Page for May 24, 2022 and the • Consent Agenda for May 24, 2022, as distributed.

SECOND: Carol Wright

Action: Approved: 5/24/22

MOTION 2/86: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the allocation of the Town and Gown of USC Annual Member

dues as follows: \$100 to budgeted administrative costs and \$25 to budgeted philanthropic projects (for a total of \$125 Annual Dues per Member), per the 2014-2015 Board decision [amended].

SECOND: Not needed, as it comes from the Committee

Action: Approved: 05.24.2022

MOTION 3/87: I, Edie Etmekjian, 2022 Benefit Chair, move to approve a \$10,000 donation to the Clifford Swan 2C Beautification Fund.

SECOND: Ayuko Siegel

Action: Approved: 05.24.2022

MOTION 4/88: I, Edie Etmekjian, 2022 Benefit Chair, move to transfer \$1,545.00 into Clifford Swan Fund 2A.

SECOND: Sara Pfirrmann

Action: Approved: 05.24.2022

MOTION 5/89: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the April 2022 Financials.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 05.24.2022

MOTION 6/90: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for Annual Membership: Evelyn Vizzi, Shelby Campion, Emily Rorden, Karen Bowman, Ann Proctor, and May Kim-Tenser.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 05.24.2022

MOTION 7/91: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for change of status from Annual to Life membership: Carol Styx, Bonnie Yamaoka, Tiffany Lemons, Jean Getchell, Diane Morgan, Candy Duncan, and Susie Rhodes.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 05.24.2022

MOTION 8/92: We, Colleen Stroyke and Bonnie Suffridge, Fifth Vice Presidents, Programs, move to approve the transfer of \$2,365.00 to our Clifford Swan Fund 2A account.

SECOND: Beth Petak-Aaron

Action: Approved: 05.24.2022

MOTION 9/93: Upon recommendation of the Governance Committee, I, Beth Petak-Aaron, move to approve the name of the Audit Committee to the Internal Management Review/Audit Committee.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 05.24.2022

MOTION 10/94: Upon recommendation of the Governance Committee, I, Helaine Lopes, move to approve the nominees as discussed at the Board of Directors meeting.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 05.24.2022

MOTION 11/95: I, Carol Wright, move to adjourn today's meeting.

SECOND: Marilou Hamill

Action: Approved: 05.24.2022

In-Person Board Meeting 6-24-2022

MOTION: 1/96 I, Patti Johnson, Secretary, move to approve the • May 24, 2022, Board Meeting Minutes • Consent Agenda Cover Page for the June 21, 2022 "Out" Board Meeting and the • Consent Agenda for June 21 2022 "Out" Board Meeting, as distributed and amended.

SECOND: Carol Wright

Action: Approved: 06.21.2022

MOTION 2/97: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to approve the May 2022 Financials.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 06.21.2022

MOTION 3/98: Upon recommendation of the Finance Committee, I, Kathie Johnson, CFO, move to transfer the checking account and credit cards held at Wells Fargo Bank to Chase Bank.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 06.21.2022

MOTION 4/99: I, Ann Palmer, Scholarship Advisor, move to approve a donation of \$15,000 from Fund 2B to the USC Computer Relief Fund awarding a first-year [correction] a reimbursement up to \$1,500 for a computer for the academic year 2022-

2023. This Computer Relief Fund is actively managed by the Financial Aid office under the leadership of Dean Tom McWhorter.

SECOND: D'Arcy McLeod

Action: Approved: 06.21.2022

MOTION 5/100: 11 Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for Annual Membership: Kara Salmonson, Marcy Holland, and Jacqueline Bertole.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 06.21.2022

MOTION 6/101: Upon recommendation of the Membership Committee, we, Virginia Naeve and D'Arcy Dietrich McLeod, move to approve the following Candidates for change of status from Annual to Life membership: Melanie Behrens, Terri Boyle, Diane Lapa, Tiffany Lemon, and Helaine Lopes.

Action: Approved: 06.21.2022

MOTION 7/102: Upon the recommendation of the Physical Facilities/Historian Committee, I, Kathleen A. Campos, Co-Chair of Physical Facilities/Historian, propose Town and Gown of USC funds \$8,200 to complete the Nazarian corridor in the Doheny Memorial Library project. The projected completion is August 2022. The members of the Town and Gown of USC Board members and/or Donors will be invited to a wine & cheese party to celebrate the completion of the project.

SECOND: Not needed, as it comes from the Committee

Action: Approved: 06.21.2022

MOTION 8/103: Upon recommendation of the Physical Facilities/Historian Committee, I, Kathleen A. Campos, Co-Chair of Physical Facilities/Historian, propose Town and Gown of USC funds \$5,000 as the initial seed money for the USC Dornsife Thematic Option Renovation. The potential completion date will be as early as August 15, 2022. Depending on departmental scheduling it may be as late as Winter recess, 2022. The members of the Town and Gown of USC board members and/or Donors will be invited to a wine & cheese party to celebrate the completion of the project. Discussion followed the motion. Highlights: T&GUSC's mission point that relates to "building and campus enhancements" is broad; the broadness itself poses a challenge. Historically, USC has proposed projects and has asked T&GUSC for approval. (Ex., USC came to T&GUSC with the Town and Gown fountain project.) If T&GUSC solicits projects for one School or another, the other Schools may feel left out. It is important to maintain the structure of our giving. The library (today's first motion) serves all students. There is no definition of what the Physical Facilities/Historian Committee should look at — the Governance Committee should discuss this and create guidelines. T&GUSC needs to look at projects that will be long-lasting.

Action: MOTION RESCINDED.

MOTION 9/104: I, Hilary Crahan, move to adjourn today's meeting.

SECOND: Linda Swick

Action: Approved: 06.21.2022