

West Audit Committee Network



WACN

Vision

- The West Audit Committee Network (WACN) is a group of audit committee chairs from leading companies in Alaska, California, Hawaii, Idaho, Montana, Nevada, Oregon, Utah, Washington, and Wyoming who are committed to improving the performance of audit committees and enhancing trust in financial markets.
- Since 2005, the network has been organized and led by Tapestry Networks with the support of EY as part of its continuing commitment to board effectiveness and good governance.

Program

- WACN has two chapters, North and South. These chapters consist of up to 40 members. Each chapter meets three times each year. Typically one of those meetings is a face-to-face chapter meeting (in the Bay Area for the North chapter and the Los Angeles area for the South chapter), another is a joint, face-to-face meeting for the two chapters, and the third is a virtual meeting.
- Meeting agendas are set in close consultation with WACN members and focus on pragmatic steps to improve audit committee and overall board performance. Face-to-face chapter meetings typically run from 2:30pm through dinner. Face-to-face joint meetings typically run from the afternoon of the first day through lunch on the second day. Virtual meetings consist of a series of interactive sessions scheduled in 60 to 90-minute increments.
- There is no fee to join the network, and members may choose to have expenses for attending meetings in their home network reimbursed by Tapestry Networks.
- Members may attend one meeting of another North American regional audit committee network each year, in order to accommodate issue interests and minimize schedule conflicts. The expenses incurred to attend meetings outside of one's home network are not subject to reimbursement by Tapestry Networks.

Membership criteria

- The following criteria will be used to determine network membership:
- Audit committee chairs representing public companies with annual revenues typically exceeding \$2 billion.
- Mix of operating and retired executives.
- Mix of EY clients and non-clients.
- Exceptions to these criteria may be made on a case by case basis.

Members

North Chapter

- Kimberly Alexy, FireEye and Western Digital
- Skip Battle, Expedia
- Joe Bronson, Maxim Integrated Products
- Judy Bruner, Applied Materials, Seagate Technology, and Varian Medical Systems
- Susan Cain, Lithia Motors
- Raman Chitkara, Xilinx
- Robyn Denholm, Tesla
- Earl Fry, Hawaiian Holdings
- Matt Fust, Ultragenyx Pharmaceutical
- Mark Garrett, Cisco
- Tom Gilligan, KB Home
- Ken Goldman, GoPro
- Steve Gomo, Micron Technology
- Mark Hawkins, SecureWorks
- Alan Henricks, Roku
- Jeri Hilleman, NovoCure
- Bala Iyer, Power Integrations
- Peter Klein, F5 Networks
- Lou Lavigne, Zynga
- Jack Lazar, Resideo Technologies
- Cathy Lego, Guidewire Software
- Ann Mather, Alphabet, Arista Networks, and Netflix
- Mary Pat McCarthy, Palo Alto Networks
- Stan Meresman, Snap Inc.
- Mark Peek, Trimble
- Betsy Rafael, Autodesk
- Chuck Robel, GoDaddy
- Karen Rogge, KEMET
- Jeannine Sargent, Fortive
- Janice Sears, Invitation Homes
- Sabrina Simmons, William-Sonoma
- Steve Sordello, Atlassian
- Hilliard Terry, Umpqua Bank
- Nina Tran, Aimco
- Christine Tsingos, Envista Holdings
- Malia Wasson, Columbia Sportswear

South Chapter

- Ralph Boyd, Sandy Spring Bank
- Eric Brandt, NortonLifeLock
- Phyllis Campbell, Air Transport Services Group
- Traci Dolan, Steel Dynamics
- Rich Dozer, Viad
- Burl East, Comunidad Realty Partners
- Richard Goodman, Adient
- Leslie Heisz, Edwards Lifesciences
- Ginnie Henkels, LCI Industries
- Leon Janks, Pricemart
- Diana Laing, Spirit Realty
- Ed Lamb, Real Industry
- Sara Grootwassink Lewis, Sun Life Financial and Weyerhaeuser
- Tim Leyden, Itron
- Steve Orlando, Molina Healthcare
- Stephen Page, AeroVironment
- Jane Peverett, Canadian Pacific Railway
- Kristy Pipes, PS Business Parks and Public Storage
- Dick Poladian, Occidental Petroleum
- Josh Schechter, Bed Bath & Beyond
- Clarence Schmitz, AECOM
- Jim Scilacci, Hawaiian Electric Industries
- Daren Shaw, Ensign Group
- Stephanie Streeter, Kohl's
- Les Sussman, East West Bancorp
- Peter Taylor, Edison International
- Joe Tesoriero, Smart & Final Stores
- Wendy Webb, Wynn Resorts
- Janet Woodruff, Altus Group

Member value

- Private peer-to-peer dialogue discussing insights on immediate, practical issues confronting audit committees.
- Sharing of emerging best practices locally.
- Access to insights from well over 100 audit committee chairs in similar audit committee networks through content developed by Tapestry Networks and EY.
- Improved audit committee performance.
- Improved personal effectiveness in the audit committee chair role.
- Contribution to improving corporate governance and enhancing trust in markets.

Network content

- Before each meeting, members are provided with brief, curated materials designed to stimulate dialogue at network meetings.
- After each meeting, a *ViewPoints* is published. That document draws upon the meeting discussion and similar meeting discussions with other networks across the United States.
- Members are encouraged to share the *ViewPoints* with board colleagues and others in their personal networks.

Confidentiality

- The network uses a modified version of the Chatham House Rule whereby names of members and their company affiliations are a matter of public record, but comments made during meetings and pre-meeting conversations are not attributable to individuals, companies, or industries.
- Insights developed by the network, and emerging best practices shared by network members, are sanitized and published by Tapestry Networks. They may then be distributed by members to colleagues on audit committees and boards, and their advisors, and may be distributed by EY to its clients and others.

Expected time commitment

- Members are asked to commit to at least 12 months' membership.
- Members can expect to spend about two days combined per calendar year on network business. The time commitment comprises both preparation for and participation in network meetings.

Network alumni

- Members are encouraged to remain in contact with the network after they have ceased to be active members. Network alumni:
 - May attend one final network meeting after they have left the network.
 - Are eligible to receive network-related content.
 - May be invited to special meeting events or dinners on an ad-hoc basis.

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