



## 2026 Trustee Information

Thank you for your interest in the ACWA Foundation and for your willingness to consider a leadership role in advancing California's water workforce. We deeply value the expertise, perspective, and commitment of professionals who care about the future of our industry, and we are grateful for your interest in engaging with the Foundation.

The ACWA Foundation exists to serve Californians by advancing opportunity for all within the water industry through education, research, and workforce development. As workforce challenges grow more complex across the state, the Foundation is expanding its role as a convener, partner, and builder of practical tools that support agencies, educators, and the next generation of water professionals.

There are several meaningful ways to engage with the Foundation, depending on your interests, capacity, and desired level of involvement:

### **Board of Trustees**

The Board of Trustees is the Foundation's governing and fiduciary body. Trustees provide strategic leadership, financial oversight, and accountability to the Foundation's mission. Board members help set priorities, retain and support the Executive Director, approve budgets and policies, and serve as ambassadors for the Foundation statewide. Trustees serve staggered three-year terms and are expected to actively participate in meetings, committee work, and resource development efforts, including a modest annual financial contribution or sponsorship support. A financial commitment of \$500 annually as well as assistance in helping the Foundation meet its fundraising goals is an important part of being on the Board.

### **Advisory Council**

The Advisory Council provides non-governing, non-fiduciary expertise to inform the Foundation's strategy, programs, and partnerships. Advisory Council members offer subject-matter insight on workforce development, education pathways, equity strategies, and regional needs. They serve as connectors to agencies, colleges, nonprofits, and employers, and often engage in project-based working groups focused on specific initiatives. This role is ideal for individuals who want to contribute expertise and perspective without assuming governance or fiduciary responsibilities. The Council welcomes those in water or water-adjacent industries, workforce development, and education.

### **Committees**

Committees are where the Foundation's hands-on work happens. Committees support Board-approved priorities by developing programs, advancing projects, and supporting staff with

implementation. Membership may include Trustees, Advisory Council members, and external experts. Current committees focus on areas such as Education, Finance, Programs, Communications, and Sponsorship Development. Committee service offers a practical, focused way to engage around specific interests or expertise.

Each of these roles described above plays a critical part in strengthening the Foundation's impact, and we encourage you to consider where your skills, experience, and availability align best. Whether helping guide strategy, advising on programs, or rolling up your sleeves on a committee, your involvement would help shape statewide solutions and invest in the future of California's water workforce.

Applications are due by \_\_\_\_\_. You may apply online [here](#).

We would welcome the opportunity to continue the conversation, answer any questions, and learn more about how you might like to engage with the ACWA Foundation. Thank you again for your interest and for your commitment to California's water community.

## **ASSOCIATION OF CALIFORNIA WATER AGENCIES FOUNDATION**

### **Conflict of Interest Policy and Procedures**

#### **I. PURPOSE**

The purpose of this conflict of interest policy is to protect the ASSOCIATION OF CALIFORNIA WATER AGENCIES FOUNDATION's (the "Organization") non-profit, public benefit tax-exempt interests when it is contemplating entering into a transaction or arrangements that might benefit the private interest of an officer or trustee of the Organization or might result in a possible excess benefit transaction. This policy will assist the officers and trustees of the Organization in meeting their fiduciary duties to the Organization. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit public benefit organizations.

#### **II. DEFINITIONS**

##### **A. Interested Person**

For purposes of this policy, an Interested Person is defined as any trustee, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below.

##### **B. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
2. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### **III. PROCEDURES**

#### **A. Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

#### **B. Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining trustees or committee members shall decide if a conflict of interest exists.

#### **C. Procedures for Addressing the Conflict of Interest**

1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

#### **D. Violations of the Conflict of Interest Policy**

1. If the governing board or committee has reasonable cause to believe a director has failed to disclose actual or possible conflicts of interest, it shall

inform the director of the basis for such belief and afford the director an opportunity to explain the alleged failure to disclose.

2. If, after hearing the director's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the director has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **IV. RECORDS OF PROCEEDINGS**

The minutes of the governing board and all committees with board delegated powers shall contain:

- A.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- B.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **V. COMPENSATION**

- A.** A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- B.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- C.** No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

#### **VI. ANNUAL STATEMENTS**

Each trustee, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- A. Has received a copy of this conflict of interest policy,
- B. Has read and understands the policy,
- C. Has agreed to comply with the policy, and
- D. Understands the Organization is a nonprofit public benefit corporation and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **VII. PERIODIC REVIEWS**

To ensure the Organization operates in a manner consistent with its nonprofit purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- A. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further the Organization's tax exempt purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

## **VIII. USE OF OUTSIDE EXPERTS**

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.



## **EXHIBIT A**

### **ANNUAL CONFLICT OF INTEREST STATEMENT FOR THE ASSOCIATION OF CALIFORNIA WATER AGENCIES - ACWA FOUNDATION a California nonprofit public benefit corporation**

***Conflict of Interest Information and Common Directorship Disclosure***

***for Fiscal year beginning January 1, 2026***

All capitalized terms not defined herein are as defined in the Conflict-of-Interest Policy (“Policy”) of THE ACWA FOUNDATION, a California nonprofit public benefit corporation (“Corporation”).

I, the undersigned, certify:

1. I have received a copy of the Policy;
2. I have read and understand the Policy;
3. I agree to comply with the terms and conditions of the Policy;
4. I am not aware of any undisclosed actual or potential conflict of interest; and
5. I understand that the Corporation is charitable and that to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Listed below are all existing or potential ownership or investment interests and compensation arrangements that I have not previously disclosed in writing to the Corporation and the existence of which does or may result in a Financial Interest.

Signature:

Name:

Date: