

CIVIC SAN DIEGO BOARD POLICY

Section: 1.0 – Governance
Sub-section: 1.07 – Training of Board and Employees on Policies
Effective Date: May 23, 2018

1. PURPOSE

1.1 To establish a policy that the BOARD, officers of the CORPORATION and employees of the CORPORATION all receive regular training on the policies of the CORPORATION, and to require the BOARD to annually review and update the CORPORATION's policies, as appropriate.

2. EFFECTIVE DATE AND AMENDMENTS

2.1 This Policy shall be effective upon the approval of the BOARD of the CORPORATION. This Policy may only be amended by approval of the BOARD, except as provided in Policy 1.01, Section 5.8.

3. DEFINITIONS

3.1 BOARD – The Board of Directors of the CORPORATION.

3.2 BY-LAWS – The Amended and Restated By-Laws of the CORPORATION, adopted July 31, 2012 (Document No. R-307539).

3.3 CORPORATION – Civic San Diego.

4. PROCEDURES

4.1 The President is authorized to establish and disseminate administrative procedures to implement this Policy, as applicable.

5. POLICY

5.1 The Audit Committee shall annually review the policies of the CORPORATION and shall make recommendations to the BOARD to update such policies, as appropriate, to ensure that best practices remain current. The BOARD shall review the recommendations and update the policies as appropriate.

5.2 The BOARD, officers of the CORPORATION and employees of the CORPORATION shall receive training on the CORPORATION'S policies. When a new policy is adopted or when an existing policy is amended, the President shall ensure that all officers and employees of the CORPORATION receive training on the new or amended policy. When new officers or employees

are hired by the CORPORATION, the officer or employee shall, as part of the new officer's or employee's orientation, receive and acknowledge receipt of the CORPORATION'S policies and shall be trained on their requirements.

- 5.3 As part of its annual review of the CORPORATION's policies, the BOARD shall receive a report from the President on the training that has occurred during the prior year on the CORPORATION's policies. At that time, the BOARD may direct that additional training be provided, as appropriate.
- 5.4 The Assistant Vice President, Human Resources & Compliance shall be responsible to ensure, at least every two years, that staff is trained in the areas of Ethics, Conflict of Interest, Gift, Sexual Harassment Prevention and all other areas as deemed appropriate and shall pursuant to the BY-LAWS submit certification of such training to the City of San Diego's Chief Financial Officer.
- 5.5 CORPORATION Legal Counsel shall be responsible to ensure, at least every two years, that the BOARD, officers and key employees receive training in the areas of Fiduciary Duties and Corporate Governance, and shall pursuant to the BY-LAWS and cause to be submitted a certification of such training to the City of San Diego's Chief Financial Officer.