

**Minutes of an Annual Meeting<sup>1</sup>**  
of  
**The Natomas Basin Conservancy**  
March 5, 2014  
Offices of the Natomas Basin Conservancy  
2150 River Plaza Drive, Suite 460  
Sacramento, CA  
4:00 p.m.

**BOARD MEMBERS**

**PRESENT:**

= attended

= did not attend

- Kay Backer
- Mike Bradbury
- George Carpenter
- David Christophel
- William Edgar
- Kevin McRae
- Dan Silva
- Danelle Stylos
- Steven Willey

**STAFF/LEGAL COUNSEL**

**PRESENT:**

Sherry Arkfeld, Kim Burns, Valerie Huezo, Jeremy Lor,  
John Roberts

**GUESTS:**

Nick Avdis, Attorney; Scott Mende, City of Sacramento;  
Mark Young; Westervelt Ecological Services

**TAC:**

None

**CALL TO ORDER**

Christophel called the Annual Meeting of the Board of Directors to order, noting a quorum was present.

**ANNOUNCEMENTS**

None

**ACTION**

Approval of minutes. The Board President requested approval of the minutes of the Annual Meeting of the Corporation on March 6, 2013.

(Res. 14.03.01) On a motion by Willey and a second by Carpenter, the Board unanimously approved the minutes of the Annual Meeting of the Corporation of March 6, 2013.

---

<sup>1</sup> Notice of meeting posted on TNBC website and front office marquee.

Board members

- ◆ Kay Backer
- Mike Bradbury
- George Carpenter
- David Christophel
- William Edgar

- Kevin McRae
- Dan Silva
- Danelle Stylos
- Steven Willey

Vote symbols

- = "aye" vote
- = "no" vote
- = not present
- ◆ = abstain or recuse

Election of Officers

The Board President requested nominations from the members of the Board to fill the Board's officer positions. Stylos expressed an interest in serving as Board President and Silva nominated her. Edgar nominated Christophel. No others expressed an interest in any of the officer's positions. Christophel and Stylos volunteered to leave the room to allow the Board an opportunity to discuss the matter.

Roberts led the meeting in his Assistant Secretary role, since no other officers were present or otherwise conflicted. The Board briefly discussed the nominees for Board President and then recalled the two to the Boardroom for a vote.

(Res. AM14.03.02) On a motion by Silva and a second by Carpenter the Board unanimously voted for Stylos to be the new president of the Board of Directors.

Board members

- Kay Backer
- Mike Bradbury
- George Carpenter
- David Christophel
- William Edgar

- Kevin McRae
- Dan Silva
- ◆ Danelle Stylos
- Steven Willey

Vote symbols

- = "aye" vote
- = "no" vote
- = not present
- ◆ = abstain or recuse

(Res. AM14.03.03) On a motion by Willey and a second by Carpenter the Board unanimously voted for Bradbury to be the vice president of the Board of Directors.

Board members

- Kay Backer
- Mike Bradbury
- George Carpenter
- David Christophel
- William Edgar

- Kevin McRae
- Dan Silva
- Danelle Stylos
- Steven Willey

Vote symbols

- = "aye" vote
- = "no" vote
- = not present
- ◆ = abstain or recuse

(Res. AM14.03.04) On a motion by Carpenter and a second by Stylos the Board unanimously voted for Edgar to be the treasurer of the Board of Directors.

Board members

- |                                                       |                                                    |
|-------------------------------------------------------|----------------------------------------------------|
| <input checked="" type="checkbox"/> Kay Backer        | <input checked="" type="checkbox"/> Kevin McRae    |
| <input type="checkbox"/> Mike Bradbury                | <input checked="" type="checkbox"/> Dan Silva      |
| <input checked="" type="checkbox"/> George Carpenter  | <input checked="" type="checkbox"/> Danelle Stylos |
| <input checked="" type="checkbox"/> David Christophel | <input checked="" type="checkbox"/> Steven Willey  |
| <input checked="" type="checkbox"/> William Edgar     |                                                    |

Vote symbols

- = "aye" vote  
 = "no" vote  
 = not present  
 = abstain or recuse

(Res. AM14.03.05) On a motion by Willey and a second by Silva the Board unanimously voted for Christophel to be the secretary and Roberts to be Assistant Secretary.

Board members

- |                                                       |                                                    |
|-------------------------------------------------------|----------------------------------------------------|
| <input checked="" type="checkbox"/> Kay Backer        | <input checked="" type="checkbox"/> Kevin McRae    |
| <input type="checkbox"/> Mike Bradbury                | <input checked="" type="checkbox"/> Dan Silva      |
| <input checked="" type="checkbox"/> George Carpenter  | <input checked="" type="checkbox"/> Danelle Stylos |
| <input checked="" type="checkbox"/> David Christophel | <input checked="" type="checkbox"/> Steven Willey  |
| <input checked="" type="checkbox"/> William Edgar     |                                                    |

Vote symbols

- = "aye" vote  
 = "no" vote  
 = not present  
 = abstain or recuse

The new slate of officers for 2014 is as follows:

- President: Danelle Stylos  
 Vice President: Mike Bradbury  
 Secretary: David Christophel  
 Chief Financial Officer: William Edgar  
 Assistant Secretary: John Roberts

Stylos asked Christophel to Chair the rest of the meetings for March 5, 2014 (Annual Meeting, Regular Meeting and Executive Session) and the Board agreed by acclamation that she would assume her position as Board President at the next Board meeting. Christophel agreed to that.

Christophel discussed with Board members their thoughts regarding committee assignments for the year. After a short discussion, committee assignments were agreed upon with the exception of one vacancy on the Compensation and Governance Committee that would be filled by Carpenter until Sutter County appoints its fifth Conservancy Board member.

1 Audit	Compensation 2 & Governance	3 Finance
Bradbury	Backer	Carpenter
McRae	Carpenter	Edgar
Willey	Christophel	Silva

The Board asked that a note be made to these minutes that at such time as real estate acquisition re-starts, the Conservancy's practice is to have the then-current President, Vice President and Secretary serve as a real estate committee.

--The Technical Advisory Committee liaison is open to any Board member who wishes to serve, except that the total number cannot constitute a Board quorum. The Technical Advisory Committee is not a committee of the Board.

--The Board President serves as ex-officio on all committees of the Board.

Establish time, date and location of regular Board meetings

(Res. AM14.03.06) On a motion by Carpenter and a second by Stylos, the Board voted unanimously to approve the regular meeting time and place for the coming year's meetings, unless otherwise noted.

**Location**

Offices of the Conservancy  
2150 River Plaza Dr., Suite 160  
Large, downstairs Conference Room  
Sacramento, CA 95833

**Date and time**

First Wednesday of each month  
4:00 p.m.

Board members

- |                                                       |                                                    |
|-------------------------------------------------------|----------------------------------------------------|
| <input checked="" type="checkbox"/> Kay Backer        | <input checked="" type="checkbox"/> Kevin McRae    |
| <input type="checkbox"/> Mike Bradbury                | <input checked="" type="checkbox"/> Dan Silva      |
| <input checked="" type="checkbox"/> George Carpenter  | <input checked="" type="checkbox"/> Danelle Stylos |
| <input checked="" type="checkbox"/> David Christophel | <input checked="" type="checkbox"/> Steven Willey  |
| <input checked="" type="checkbox"/> William Edgar     |                                                    |

Vote symbols

- = "aye" vote
- = "no" vote
- = not present
- ◆ = abstain or recuse

**Public Comment**

Christophel called for public comments. None were heard.

**Adjournment**

There being no further business, the meeting was adjourned by unanimous consent.

(Res. AM14.03.07) On a motion by Carpenter and a second by Willey, the Board adjourned the Annual Meeting of the Corporation at 4:30 PM.

Board members

- |                                                       |                                                    |
|-------------------------------------------------------|----------------------------------------------------|
| <input checked="" type="checkbox"/> Kay Backer        | <input checked="" type="checkbox"/> Kevin McRae    |
| <input type="checkbox"/> Mike Bradbury                | <input checked="" type="checkbox"/> Dan Silva      |
| <input checked="" type="checkbox"/> George Carpenter  | <input checked="" type="checkbox"/> Danelle Stylos |
| <input checked="" type="checkbox"/> David Christophel | <input checked="" type="checkbox"/> Steven Willey  |
| <input checked="" type="checkbox"/> William Edgar     |                                                    |

Vote symbols

- = "aye" vote
- = "no" vote
- = not present
- ◆ = abstain or recuse

**ATTEST:**

\_\_\_\_\_  
*David Christophel, Secretary*

\_\_\_\_\_  
*Date*