

**Minutes of the Compensation & Governance Committee Meeting**

of

**The Natomas Basin Conservancy**

August 4, 2020

Offices of the Natomas Basin Conservancy  
(Meeting held via gotowebinar.com)

4:30 p.m.

**COMMITTEE  
MEMBERS  
PRESENT:**

Chandra Chilmakuri  
 Steve Cohn

= attended  
 = did not attend

**STAFF PRESENT:** Kim Burns and John Roberts

**OTHERS PRESENT:** Laura Fowler with Best, Best and Krieger

**CALL TO ORDER**

Chilmakuri called the meeting to order at 4:35 p.m., noting a quorum was present.

**PUBLIC COMMENT**

There was no public comment.

**ACTION**

Approval of Minutes. Chilmakuri requested approval of the minutes of the February 3, 2020 Compensation & Governance Committee meeting and committee Executive Session meeting of June 1, 2020.

On a motion by Cohn and a second by Chilmakuri, the committee approved by unanimous vote the minutes of the February 3, 2020 Compensation & Governance Committee and the June 1, 2020 committee Executive Session meeting. Roll call:

Committee members

Chandra Chilmakuri  
 Steve Cohn

Vote symbols

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

Employee Handbook Update. The Conservancy's Employee Handbook was last updated on August 7, 2019. The Employee Handbook was presented for committee review and recommendation to the Board with minor changes and adjustments as suggested by legal counsel with regards to COVID-19.

On a motion by Cohn and a second by Chilmakuri, the committee agreed by unanimous vote to recommend Board approval of the updated Employee Handbook. Roll call:

Committee members

- Chandra Chilmakuri
- Steve Cohn

Vote symbols

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

Audit Committee Charter Update. The Conservancy's Audit Committee Charter was presented with minor updates for committee review and recommendation to the Board. The policy was last updated October 2, 2019.

On a motion by Cohn and a second by Chilmakuri, the committee agreed by unanimous vote to recommend Board approval of the updated Audit Committee Charter. Roll call:

Committee members

- Chandra Chilmakuri
- Steve Cohn

Vote symbols

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

**ADJOURNMENT**

On a motion by Cohn and a second by Chilmakuri, the committee by unanimous vote adjourned the meeting of the Compensation & Governance Committee at 5:00 p.m.

Committee members

- Chandra Chilmakuri
- Steve Cohn

Vote symbols

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

**ATTEST:**

\_\_\_\_\_  
*Committee member*

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