

**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