

**Minutes of Compensation & Governance Committee Meeting
of
The Natomas Basin Conservancy**

June 3, 2024

Offices of the Natomas Basin Conservancy
(Meeting held via Zoom and in person)

3:00 p.m.

Notice of meeting posted on Conservancy website.

Compensation & Governance Committee Meeting

Committee Members Present: Steven Cohn (Zoom attendance), Doug Libby and Ethan Valburg.

Staff and Others Present: John Roberts, Kimberli Burns, Jennifer Skupic and Paulina Lu.

1. Call to Order. Cohn called the Compensation & Governance Committee meeting to order at 3:03 p.m., noting a quorum was present.

2. Public Comments. Cohn called for public comments. None were heard.

Action Items

3. Approval of minutes. Cohn requested a motion to approve the regular session and executive session minutes of the March 25, 2024 Compensation & Governance Committee meeting.

Action: Moved/Seconded: Libby/Cohn

Yes: Steven Cohn and Doug Libby

Absent: Ethan Valburg

Passed: Resolution No. CGC 24.06.01.

Valburg arrived at 3:06 p.m.

4. Bylaws Update. The Conservancy's Bylaws were last updated and approved by the Board of Directors on December 7, 2016. The Bylaws were presented for Committee review and approval with minor changes and adjustments as suggested by legal counsel.

Request: Committee review and recommendation to the full Board for approval of the Bylaws.

Action: Moved/Seconded: Valburg/Libby

Yes: Steven Cohn, Doug Libby and Ethan Valburg.

Passed: Resolution No. CGC 24.06.02.

5. Compensation & Governance Committee Charter. The Conservancy's Compensation & Governance Committee Charter (Charter) was last reviewed by the Board of Directors on December 7, 2022. The Charter was presented for Committee review and approval with minor changes and adjustments as suggested by legal counsel.

Request: Committee review and recommendation to the full Board for approval of the Compensation & Governance Committee Charter.

Action: Moved/Seconded: Libby/Valburg

Yes: Steven Cohn, Doug Libby and Ethan Valburg.

Passed: Resolution No. CGC 24.06.03.

6. Land Dedication Checklist. The Conservancy's Land Dedication Checklist was last updated on October 6, 2021. This checklist was presented for Committee review and approval with minor changes.

Request: Committee review and recommendation to the full Board for approval of the Land Dedication Checklist.

Action: Moved/Seconded: Libby/Valburg

Yes: Steven Cohn, Doug Libby and Ethan Valburg.

Passed: Resolution No. CGC 24.06.04.

Adjournment

7. Adjournment. Cohn called for a motion to adjourn the Compensation & Governance Committee meeting at 3:25 p.m.

Action: Moved/Seconded: Libby/Valburg

Yes: Steven Cohn, Doug Libby and Ethan Valburg.

Passed: Resolution No. CGC 24.06.05.

Attest:



Committee member

11/21/2024

Date