

WCI, Inc. Annual Meeting of the Board of Directors

980 9TH STREET
2ND Floor, Conference Room A-B

SACRAMENTO, CALIFORNIA

Teleconference Information for Directors and Staff: 1-844-369-2390; Conference ID: 96644374

Note: The Board will enter into executive (closed) session at 9:00 a.m. Pacific Time / 12:00 p.m. Eastern Time to discuss procurement, personnel and participating jurisdiction matters. The Board will then convene a public (open) session beginning around 10:30 a.m. Pacific Time / 1:30 p.m. Eastern Time. Members of the public may comment on items on the agenda of the public meeting prior to Board consideration of the item. The Chair may limit the amount of time allocated for comment on a particular issue and/or for each individual speaker. Members of the public who provide comment shall be asked to provide their name and affiliation to ensure transparency and for proper recording in the minutes of the meeting.

THURSDAY, OCTOBER 12, 2017 – 10:30 AM PACIFIC / 1:30 PM EASTERN

Convene Meeting of the Board of Directors and Establish a Quorum

- Welcome and call to order
- Roll call and establish a quorum of Directors
- Review agenda and approve any modifications

Note: The following agenda items may be heard in a different order at the Board meeting.

- I. Announcement of Actions Taken by the Board in Executive Session**
- II. Approve Board Meeting Minutes**
Attachment: April 20 Board Meeting Minutes_English
Attachment: April 20 Board Meeting Minutes_French
- III. Corporate Policies**
 - a. Review the WCI, Inc. Ethical Guidelines and Conflict of Interest Policy and the requirement for renewal annually by each Director.
Attachment: Ethical Guidelines and Conflict of Interest Policy_English
Attachment: Ethical Guidelines and Conflict of Interest Policy_French
 - b. Discuss proposed Amendment to the WCI, Inc. By-laws and Procurement Policy.
Attachment: Amendment to WCI, Inc. By-laws and Procurement Policy_English
Attachment: Amendment to WCI, Inc. By-laws and Procurement Policy_French

IV. Elect Officers and Appoint Standing Committee Members for 2018

a. Officers

Nominations for Officers, followed by the adoption of the following resolution:

RESOLVED that the following-named persons are elected to the offices set forth beside their respective names, to serve until the next annual meeting of the Directors and until their successors are duly elected and qualified:

Chair:

Vice Chair:

Treasurer:

Secretary:

b. Appoint Standing Committee Members

i. Executive Committee

Discussion of the purpose of the Executive Committee and its powers under the By-Laws, followed by adoption of the following resolution:

RESOLVED that the Executive Committee shall comprise the following Directors: [Names: Per the By-Laws, membership shall consist of the 4 officers and additional Class A directors if needed to ensure at least one Class A director from each Participating Jurisdiction]

ii. Audit Committee

Discussion of the purpose of the Audit Committee and its powers under the By-Laws, followed by adoption of the following resolution:

RESOLVED that the Audit Committee shall comprise the following Directors: [Names: At least 2-6 Directors per the By-laws]

iii. Finance Committee

Discussion of the purpose of the Finance Committee and its powers under the By-Laws, followed by adoption of the following resolution:

RESOLVED that the Finance Committee will be chaired by the Treasurer and shall comprise the following Directors: [Names: At least 2 Directors per the By-laws]

V. Discuss and Approve Grant to Support Carbon Pricing Discussions for the State of Oregon

Attachment: Ross Strategic Grant to Support Carbon Pricing Discussions for the State of Oregon_English

Attachment: Ross Strategic Grant to Support Carbon Pricing Discussions for the State of Oregon_French

VI. Discuss and Approve the California Carbon Info Agreement

Attachment: California Carbon Info Agreement_English_English

Attachment: California Carbon Info Agreement_English_French

VII. Finance Committee Report

- a. Treasurer's Evaluation of Compliance with Funds Management Policy.
Presentation of Treasurer's annual evaluation of compliance with Funds Management Policy.
Attachment: Treasurer's report on Compliance with the Funds Management Policy_English
Attachment: Treasurer's report on Compliance with the Funds Management Policy_French

- b. Finance Committee presentation of the 2018 budget and projected expenses for 2019 and 2020 for Board approval, followed by adoption of the following resolution:
RESOLVED that the budget for the fiscal year of the Corporation beginning January 1, 2018 and ending December 31, 2018, as presented and attached to the minutes of this meeting, is hereby ratified, approved and adopted.
Attachment: 2018 Budget and Projected Expenses for 2019-2020_English
Attachment: 2018 Budget and Projected Expenses for 2019-2020_French
Attachment: Financial Status Report_English
Attachment: Financial Status Report_French