

DRAFT Minutes of Governance & Compensation Committee Meeting held by Teleconference on September 07, 2018.

The meeting was called to order at 9:00 am with the following Committee members in attendance:

Jesse Biter
Belinda Keiser

Also in attendance:

Rhonda Rosa
Howard Haug
Denise Swanson
Emma Newsham
Frank DiBello
William Dymond

Howard Haug thanked all for participating and stated that this meeting is being conducted according to the Sunshine and Public Record laws.

Mr. Haug reviewed the items on the agenda: review and approval of the minutes of the meeting held on May 18, 2017, an overview of the performance & compensation package for the President & the EVP Treasurer & CIO and performance & compensation for the President & the EVP, Treasurer & CIO.

The first is the approval of the minutes and the motion to approve the minutes of the May 18, 2017. The motion was made by Belinda Keiser and seconded by Jesse Biter, and passed unanimously by the committee to approve the minutes of the May 18, 2017 meeting.

The second item is the review of the performance and compensation package for the President and EVP, Treasurer & CIO. No edits to the documents were suggested by the committee members.

The third item is the performance and compensation for the President and EVP, Treasurer & CIO. A motion was made by Jesse Biter and seconded by Belinda Keiser to recommend the full board approve that the President and the EVP, Treasurer & CIO compensation be adjusted to 91% of the maximum of their reflected grades and amend the language in section 5.2 of the Presidents contract to remove any reference to the dollar amount of the bonus.

The meeting ended at 9:50 am.