

Meeting of the Board of Directors

980 9TH STREET, SUITE 280, SACRAMENTO, CA 95814

TELECONFERENCE: 1-800-977-8002 (DIRECT: 1-404-920-6650), CODE 4213724

Note: Members of the public will be given an opportunity to comment on any item on the agenda during the open session prior to or during Board consideration of the item. The Chair may limit the total 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.

MAY 8, 2013

9:00 am PDT

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.

I. Approve Board Meeting Minutes

Attachment: Dec 11, Dec 20 and Feb 13 Board Meeting Minutes

II. WCI, Inc. Open Meeting Policy

Board will discuss and consider adopting an Open Meeting Policy for WCI, Inc.

Attachment: Draft WCI, Inc. Open Meeting Policy

III. Discussion of Proposed By-Laws Revisions

Following up on discussions at the last meeting, the Board will discuss and consider potential revisions to the Purposes section of the By-Laws

Attachment: Proposed By-Laws Revisions

IV. 2012 Audit Report and Audited Year End Financial Statement

Presentation by the Audit Committee and Crowe Horwath of the final 2012 Audit Report for Board acceptance.

Attachment: Audit Report, Financial Statements, and Representation Letter

V. 2012 Tax Filings for Board Approval

CPA Corporation will present the corporation's 2012 federal and state tax filings for final review and approval by the Board.

Attachment: US IRS Form 990, CA 199, CA RRF-1

VI. Audit Committee Presentation of Internal Controls

Presentation by the Audit Committee of the Accounting Policies and Procedures Manual for Board approval.

Attachment: Accounting Policies and Procedures Manual

VII. Finance Committee Report

Presentation by the Finance Committee:

- 2013 budget narrative for Board approval
- Cash Flow Projection for Board review

Attachment: Budget Narrative and Cash Flow Projection

VIII. Update on Cap-and-Trade Program Services

Informational presentation by staff on the status of cap-and-trade program services being provided through WCI, Inc. contracts. Includes allowance tracking system and help desk, auction platform, and market monitoring.

IX. Next Meeting

The Board will discuss dates and locations for its next meeting.

12:30 pm PDT

Executive (Closed) Session to Discuss Procurements and Personnel Matters