

Exhibit to Agenda Item #2

Discuss, with possible amendment, **Governance Process GP-12, Board Compensation and Benefits.**

Board Policy Committee and Special SMUD Board of Directors Meeting
Wednesday, March 12, 2025, scheduled to begin at 6:00 p.m.
Auditorium, SMUD Headquarters Building

GP-12: Board Compensation & Benefits

GP -12 Sets forth Board's policy for Board member compensation and benefits

- Based on MUD Act section 11908.1 "...annual adjustment of not more than five percent for each calendar year following the operative date of the last adjustment."
- Ability to increase amount no greater than \$349.00 (not to exceed 10 days of service per month)
- Prohibited from automatically adjusting compensation every year

Current Compensation:

Board last updated per day compensation in July 2023 to \$317.00 per event and meeting attendance (max of \$3,170 per calendar month)

Compensation Options

Option: Percent Adjustment (\$349 cap)		
	5% Adj	\$317.00 Start
2023	5.00%	\$333.00
2024	5.00%	\$349.00

Option: Adjustment Based on 2023 & 2024 CPI		
	CPI Annual	\$317.00 Start
2023	3.1%	\$327.00
2024	2.9%	\$337.00

Option: Adjustment Based on 2024 CPI		
	CPI Annual	\$317.00 Start
2024	2.9%	\$326.00

GP-12: Board Discussion