

# Exhibit to Agenda Item #4

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

Board Policy Committee and Special SMUD Board of Directors Meeting  
Tuesday, April 7, 2026, immediately following the Strategic Development  
Committee meeting 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 \$341.00 (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 2025 to \$325.00 per event and meeting attendance (max of \$3,250 per calendar month)

# Compensation Options

<b>Option: Max Adjustment (\$341 cap)</b>		
	<b>5% Adj</b>	<b>\$325.00 Start</b>
2026	5.00%	\$341.00

<b>Option: Adjustment Based on 2025 CPI</b>		
	<b>CPI Annual</b>	<b>\$325.00 Start</b>
2026	2.7%	\$334.00

# GP-12: Process Recommendation from the Board