

Meeting of the Board of Directors

980 9th Street
2nd Floor, Conference Room A-B
Sacramento, California

Teleconference Information: 1-877-876-9174; Conference ID: WCI

Note: Members of the public may comment on items on the agenda 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.

TUESDAY, MAY 14, 2019

Times shown are Pacific Standard Time

1:00 PM 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. Approve Board Meeting Minutes

Attachment 1a: November 14th Board Meeting Minutes_English
Attachment 1b: November 14th Board Meeting Minutes_French

II. 2018 Audit Report and Audited Year End Financial Statements

Presentation by the Audit Committee and Crowe Horwath of the 2018 Audit Report for Board acceptance.

Attachment 2a: Audit Report_English
Attachment 2b: Audit Report_French
Attachment 2c: Financial Statements_English
Attachment 2d: Financial Statements_French

III. 2018 Federal, State and Provincial Tax Returns for Board Approval

CPA Corporation will present WCI, Inc.'s 2018 US federal and state tax filings for final review and approval by the Board. Mallette will present WCI, Inc.'s 2018 Canadian federal and provincial tax filings for final review and approval by the Board.

Attachment 3a: US Form 990, CA Forms RRF-1 and 199
Attachment 3b: Canadian Forms T1044 and T2, QC Form CO-17.SP

- IV. Consideration of amendments to the WCI, Inc. Employee Handbooks**
Attachment 4a: Recommendation Memo for WCI, Inc. Employee Handbooks_English
Attachment 4b: Recommendation Memo for WCI, Inc. Employee Handbooks_French
Attachment 4c: WCI, Inc. Employee US Handbook_English
Attachment 4d: WCI, Inc. Employee Quebec Handbook_English
Attachment 4e: WCI, Inc. Employee Quebec Handbook_French
- V. Consideration of amendments to the Funds Management Policy**
Attachment 5a.: Funds Management Policy_English
Attachment 5b: Funds Management Policy_French
- VI. Consideration of amendments to the Nova Scotia funding agreement with WCI, Inc.**
Attachment 6: Nova Scotia Funding Agreement
- VII. Compensation review**
Attachment 7a: Compensation Memo to the Board_English
Attachment 7b: Compensation Memo to the Board_French
Attachment 7c: Draft WCI, Inc. Compensation Philosophy_English
Attachment 7d: Draft WCI, Inc. Compensation Philosophy_French
Attachment 7e: Draft WCI, Inc. Compensation Committee Charter English
Attachment 7f: Draft WCI, Inc. Compensation Committee Charter French
- VII. Presentation of the 2018 Annual Report for Board Approval**
Attachment 8a: WCI, Inc. 2018 Annual Report_English
Attachment 8b: WCI, Inc. 2018 Annual Report_French

Executive (Closed) Session to Discuss Procurement, Personnel and Jurisdiction Matters