

**MINUTES OF MEETING  
OF GOVERNANCE AND HUMAN RESOURCE COMMITTEE OF  
NEW YORK CITY ENERGY EFFICIENCY CORPORATION**

**October 27, 2022**

At a meeting of the Directors of the New York City Energy Efficiency Corporation (“NYCEEC”) comprising the Governance and Human Resource Committee of NYCEEC (the “Committee”), held electronically via Zoom, at approximately 8:30 a.m. on October 27, 2022, the following Directors and Officers of NYCEEC were present:

- Jeff Brodsky, a Director of NYCEEC      – Curtis Probst, President / CEO of NYCEEC
- Greg Hale, a Director of NYCEEC      –
- Bruce Schlein, a Director of NYCEEC

Also present by invitation were Naeemah Lajoie, NYCEEC Director of Operations, and Jennifer Loftus of Astron Solutions. It was noted that a quorum existed and the meeting was called to order.

Reference was made to the minutes to the Committee’s June 23, 2022 meeting. A motion was made to approve such minutes, which was seconded and unanimously approved.

Updates were provided on various topics including (a) NYCEEC’s benefits package offerings for the 2022 – 2023 plan year; (b) anticipated cost changes in NYCEEC’s benefits package for the coming plan year; and (c) medical plan cost sharing approaches. A conversation was had in connection with such updates and several questions were asked and answered.

A review was provided concerning the impact of the anticipated benefits plan changes on the disqualified persons’ 2022 – 2023 total compensation levels. It was noted that with the updated benefits package, no NYCEEC officers will be in an over-compensation situation with respect to the IRS Intermediate Sanctions.

Additional updates were shared with the committee regarding NYCEEC’s use of Flare® for automated job descriptions and performance appraisals, the overall *War for Talent*, and NYCEEC’s future hiring plans. A conversation was had in connection with such updates and several questions were asked and answered.

Upon a motion duly made, seconded and unanimously approved, the meeting was adjourned.

Respectfully submitted,

Jennifer Loftus  
Secretary of the Meeting