

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

October 26, 2023

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 26, 2023, 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, Cassandra Carver, and Lauren Gillett, all 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 15, 2023 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 2023 – 2024 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’ 2023 – 2024 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 future hiring and related benefits plans, as well as career pathing and related salary adjustment practices. 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