

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

June 13, 2024

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 June 13, 2024 the following Directors and Officers of NYCEEC were present:

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

Also present by invitation were Naeemah Lajoie, NYCEEC Director of Operations, and Jennifer Loftus and Cassandra Carver of Astron Solutions. Jeff Brodsky, a Director of NYCEEC, was unable to attend the meeting, but submitted his input via e-mail on June 11, 2024. It was noted that a quorum existed and the meeting was called to order.

Reference was made to the minutes to the Committee’s October 26, 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 staffing plan; (b) the Oxford health insurance plan and premium rate changes in the industry; (c) NYCEEC’s 401(k) plan; (d) the non-officer proposed salary increases and bonuses. A conversation was had in connection with such updates and several questions were asked and answered.

A presentation was made concerning the disqualified persons market analysis process and results from the 2024 study. It was noted that currently, no NYCEEC officers are in an over-compensation situation with respect to the IRS Intermediate Sanctions. A robust conversation was had and questions were asked and answered. Mr. Probst then left the meeting following which the topic of officer compensation was discussed. A certain proposal was made regarding officer salary increases and bonuses. A motion was made to approve such proposal, which was seconded and unanimously approved.

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

Respectfully submitted,

Jennifer Loftus
Secretary of the Meeting