

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

June 12, 2025

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 12, 2025, 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 and Cassandra Carver 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 October 31, 2024 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 new benefits broker and benefits administration platform; (d) NYCEEC’s 401(k) plan; and (e) 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 2025 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 and Ms. Lajoie then left the meeting following which the topic of officer compensation was discussed in executive session. 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

mc