Annual Meeting of the Board of Directors Minutes
March 23, 2022

A meeting of the EIC Board of Directors was held on Wednesday, March 23, 2022, at 2875 Route 35, Katonah, NY 10536 and via Zoom.

ROLL CALL

A roll call was taken and the meeting was called to order at 5:30pm by Susan Morth, who acted as Chair for the remainder of the meeting.

Board Members Present:

Susan Morth, EIC
Aundre Oldacre, AoRa (joined 5:37pm)
Alain Pierroz, EIC
Michael Raymond, Prime Companies
Lucas Rogers, Albany County
Steven Strichman, City of Troy
Alex Sutherland, City of Schenectady

Absent: Eric Ennis
Kathryn Hoenig

Others Present:

Kim Kowalski, EIC Secretary
Sean Matthews, Rockland County
Sarah Smiley, EIC

MEETING MINUTES

It was unanimously agreed to accept and approve the February 9, 2022, Board of Directors meeting minutes. All in favor, so be it **RESOLVED** that the EIC Board of Directors meeting minutes of 2/9/22 is approved.

***Motion**: 1st: Lucas Rogers* *2nd: Steven Strichman* *Ayes: 6 Nays: 0*

ELECTION OF CHIEF EXECUTIVE OFFICER

It was unanimously agreed to appoint Susan Morth, Chief Executive Officer. All in favor, so be it **RESOLVED** that Susan Morth will serve as Chief Executive Officer of EIC until the next Annual Meeting of the Board or until an earlier resignation or removal.

***Motion**: 1st: Steven Strichman* *2nd: Lucas Rogers* *Ayes: 6 Nays: 0*

ELECTION OF CHIEF OPERATING OFFICER

It was unanimously agreed to appoint Alain Pierroz, Chief Operating Officer. All in favor, so be it **RESOLVED** that Alain Pierroz will serve as Chief Operating Officer of EIC until the next Annual Meeting of the Board or until an earlier resignation or removal.

Motion: 1st: Alex Sutherland *2nd: Steven Strichman* *Ayes: 6 Nays: 0*

ABO ACKNOWLEGEMENT OF FIDUCIARY DUTY

All Board members are required to sign the ABO Acknowledgement of Fiduciary Duty annually which will be kept in the Corporation's files.

ELECTION OF BOARD COMMITTEE MEMBERS AND COMMITTEE CHAIRS

It was unanimously agreed to approve the committee members and chairs as discussed and agreed to at this meeting. All in favor, so be it **RESOLVED** that the following individuals and Chairpersons will serve on each of the committees as named:

Audit Committee: Kathryn Hoenig as Chair, Michael Raymond and Steven Strichman
***Motion**: 1st: Alain Pierroz 2nd: Steven Strichman Ayes: 6 Nays: 0*

Finance Committee: Eric Ennis as Chair, Aundre Oldacre and Steven Strichman
***Motion**: 1st: Alain Pierroz 2nd: Steven Strichman Ayes: 6 Nays: 0*

Governance Committee: Lucas Rogers as Chair, Michael Raymond and Alex Sutherland
***Motion**: 1st: Steven Strichman 2nd: Alain Pierroz Ayes: 6 Nays: 0*

Nominating Committee: Kathryn Hoenig as Chair, Eric Ennis and Alain Pierroz
***Motion**: 1st: Alex Sutherland 2nd: Lucas Rogers Ayes: 6 Nays: 0*

2021 AUDITED FINANCIAL STATEMENTS

Alain Pierroz stated this is an unqualified report and it is final.

BOARD MEETINGS FOR 2022 AND 2023

- June 15, 2022
- September 14, 2022
- December 14, 2022
- February 8, 2023
- March 22, 2023 (Annual Meeting) to begin at 4:30pm and Annual Meeting of the Board to follow

PUBLIC COMMENT - None

There being no further business before the Board and on a motion by Steven Strichman and seconded by Alain Pierroz, the meeting concluded at 5:43pm.

The next meeting of the EIC Board of Directors will be on June 15, 2022, at 8:30am and will be held at the EIC's offices in Katonah.

These minutes were approved by the Board at its meeting held June 15, 2022.