



**ENERGY IMPROVEMENT CORPORATION  
Governance Committee Meeting Minutes of September 8, 2022**

The EIC Governance Committee meeting was held on Thursday, September 8, 2022, at 08:30AM at 2875 Route 35, Katonah and via video conference using the Zoom application.

**ROLL CALL**

A roll call was taken, and the meeting was called to order at 08:33PM by Lucas Rogers who acted as Chair for the rest of the meeting.

**Board Members Present:**

Lucas Rogers, Board Member  
Alex Sutherland, Board Member  
Michael Raymond, Board Member

Susan Morth, EIC  
Alain Pierroz, EIC

**MINUTES**

So be it RESOLVED that it was unanimously agreed that the Committee Member's accept and approve the minutes of the June 14, 2022.

Motion: 1st: Lucas Rogers                      2nd: Michael Raymond                      Ayes: 3    Nays: 0

On a motion by Michael Raymond and seconded by Alex Sutherland, an Executive Session was opened at 08:36AM.

On a motion by Lucas Rogers and seconded by Michael Raymond, the Executive Session was closed at 08:49PM.

**Management future compensation structure:**

The Governance Committee developed a proposal regarding the incentive base compensation structure for the Management. This proposal will be introduced for a vote at the next Board Meeting.

**PUBLIC COMMENT** – None

There being no further business before the Governance Committee and on a motion by Michael Raymond, seconded by Alex Sutherland, and unanimously agreed upon the meeting concluded at 08:50AM.