

Executive Committee Meeting Minutes

February 7, 2012 (teleconference) - 9:00am PST

ATTENDEES:

- Executive Committee: James Goldstene (Chair), Robert Noel de Tilly (Vice Chair), Tim Lesiuk (Secretary) Jean-Yves Benoit (Treasurer)
- Directors: Michael Gibbs (alternate for Matthew Rodriguez), Jessica Verhagen (alternate for James Mack)
- Other Invited Participants: Jim Whitestone, Heather Pearson, Dave Tiffin, Mark Wenzel, Edie Chang, Chris Crook, Holly Stout, Patrick Cummins, Lydia Dobrovolny, Nathan Burror

1. Insurance Presentation from Aon Corporation

Nathan Burror, a representative from Aon Corporation, made a brief presentation to the Committee regarding insurance coverage for WCI, Inc:

- Mr. Burror identified the following insurance types for WCI, Inc consideration
 - Directors and Officers insurance
 - General Liability
 - Workers Compensation, which is required in California.
 - Errors and Omissions
- Mr. Burror noted that insurance costs will be dictated by the coverage limits WCI, Inc. needs, and recommends that WCI, Inc. carry limits equivalent to its expected assets. Mr. Burror provided an estimate for general liability, auto and property insurance and will obtain a cost estimate for Errors and Omissions, and Cyber Liability.
- Mr. Burror will prepare a standard application with WCI, Inc. information and submit it to multiple providers upon direction from WCI, Inc.
- Aon's process is transparent; all bids received and the percentage commission that is paid to Aon is fully disclosed to the customer.

DECISION:

- The Committee approved executing a non-disclosure agreement, once reviewed by WCI, Inc. legal counsel, and providing Aon with the information required to obtain insurance bids. Dave Tiffin will coordinate with RGGI Inc. to request information about their insurance types and limits.

2. Executive Session on Executive Director Search Process

The Committee convened an executive session to discuss personnel matters. The Executive Committee, Director Mr. Gibbs, Director Ms. Verhagen, Mr. Whitestone, Ms. Pearson, Ms. Chang, Mr. Cummins, and Ms.

Dobrovolny attended the session. Minutes related to personnel and human resource discussions are not posted publicly.

Meeting adjourned at 10:15 am PST.

Next Executive Committee meeting: Tuesday, February 21, 9:00 am PST