

OPERATIONS, COMPLIANCE AND CAPITAL COMMITTEE CHARTER

Section I. Purpose

The Operations, Compliance and Capital Committee (the “**Committee**”) is established by the Board Members (each individually, a “**Member**” and collectively, the “**Board**”) of the New York City Housing Authority (“**NYCHA**”) for the primary purpose of assisting the Board by:

- Reviewing the ongoing operations and capital work of NYCHA;
- Reviewing that operations of NYCHA are in compliance with statutory and regulatory requirements;
- Reviewing periodic performance reports;
- Provide advice and guidance to the Board regarding policy and strategy setting;
- Providing recommendations to the Board for development strategies towards the creation, preservation and sustainability of the NYCHA portfolio; and
- Providing recommendations to the Board for effective short and long term environmental and energy policy decisions.

The Committee will pursue these objectives primarily by fulfilling the responsibilities described in Section IV of this Charter.

Section II. Membership

The Committee shall consist of at least two (2) Members. NYCHA’s Chair may, at his or her option, serve on the Committee. NYCHA’s Chair may annually appoint, with the approval of a majority of the Board, those other Members who will serve on the Committee. NYCHA’s Chair will designate the chair of the Committee. A majority of the Committee’s members shall constitute a quorum. At all meetings of the Committee, each member will have one (1) vote. All questions to be determined by vote of at least a majority of the whole number of members of the Committee. At any meeting where an even number of votes are cast in favor and against a resolution, the resolution will not

pass but will be carried over for further consideration by the members of the Committee until a majority acts on the resolution. No voting by proxy will be permitted.

Section III. Frequency of Meetings

The Committee shall meet up to four (4) times per year or at the request of the Chair, as needed. Minutes of each meeting shall be taken by the Corporate Secretary. The Committee shall report to the Board on any matters as needed. The chair of the Committee, in coordination with NYCHA's Chair and the Corporate Secretary, shall establish the agenda, which will be prepared by the Corporate Secretary and sent to each Committee member in advance of such meeting. NYCHA's senior Executive Management or their respective designees will be invited by NYCHA's Chair, the Committee's Chair or the Chief Operating Officer.

Section IV. Responsibilities and Duties

To fulfill its responsibilities and duties the Committee will:

- a) Advise the Board of proposed changes and updates to operational policy, including information related to the Annual Plan and amendments thereto, Section 8 Administrative Plan, Section 8 Management Assessment Program, Capital Plan, Public Housing Assessment System measures and their equivalent or successor programs;
- b) Provide input and feedback on the development strategy towards the creation, preservation and sustainability of NYCHA's portfolio;
- c) Provide recommendations for NYCHA's best practices in connection with climate change practices, building science and energy conservation.
- d) Provide feedback on compliance-related matters including progress operations consistent with action plans and review of regulatory reporting;
- e) Assist with promoting compliance through communications and special initiatives;

- f) Review performance data from operations and capital in order to inform the Board on the status of existing initiatives and property based improvements; and
- g) Periodically report to the Board regarding the results of its oversight, recommendations and other activities.