

**NYSERDA 254<sup>th</sup> Board Meeting**  
**October 5, 2021**  
Clean Copy Transcript

**Unknown Speaker:**

The recording is started. We are all set.

**Doreen Harris:**

Thank you. Good afternoon, everyone. I call this meeting to order. This is the 254th meeting of the New York State energy research and development authority. Notice of the meeting was mailed to the members on September 24, 2021. And to the press on September 27, 2021. I direct that a copy of the notice and agenda be annexed to the minutes of this meeting. And welcome to the meeting. This meeting is being conducted by video conference. The authority will post a video and a transcript of this meeting on the web. I'd like to start with a brief explanation of my role here today. Again, Doreen Harris President and CEO of NYSERDA, both the Chair and Vice Chair were unable to attend today's meeting. And in such event, the bylaws authorized me to exercise the powers of the Authority's Chair, and as such, I will Chair today's meeting. To confirm that we have a quorum I would like to ask the Authority's Secretary, Peter Costello to conduct a roll call of each member in attendance, Peter.

**Peter Costello:**

Thank you, Doreen. What I call your name, please indicate present. Shere Abbott.

**Shere Abbott:**

Present.

**Peter Costello:**

Chuck Bell.

**Chuck Bell:**

Present.

**Peter Costello:**

Arturo Garcia-Costas.

**Arturo Garcia-Costas:**

Yeah.

**Peter Costello:**

PSC Chair Christian.

**PSC Chair Christian:**

Present.

**Peter Costello:**

Jay Koh.

**Jay Koh:**

Present.

**Peter Costello:**

Sadie McKeown.

**Sadie McKeown:**

Present.

**Peter Costello:**

Frances Resheske.

**Frances Resheske:**

Present

**Peter Costello:**

And Commissioner Seggos.

**Commissioner Seggos:**

Present.

**Peter Costello:**

Thank you all. Doreen there are eight members in attendance, therefore we have a quorum.

**Doreen Harris:**

Thank you. Before turning to the formal agenda, I would like to personally welcome our newest member Rory Christian, as many of you know, Rory was recently named the Chair of The Public Service Commission and as such, he will be serving on our Board and as Governor Hochul noted last week in making this designation, Chair Christian's deep expertise on utility operations and regulation, environmental policy and community engagement, make him uniquely qualified to help the State address the climate crisis while of course achieving the PSEs core mission. I know I am personally really excited to be working with you in this expanded role Chair Christian, and I very much share her excitement regarding this opportunity. So, I want to welcome you to the NYSERDA Board, and we are very much looking forward to working with you in this new capacity.

**PSC Chair Christian:**

Thank you. I'm happy to be here in as roundabout a way as possible. Thank you.

**Doreen Harris:**

Thank you. And thank you all for being here. I am pleased to pivot to the first item on today's discussion agenda, which is the President and CEOs report on the Authority's recent activities. So, if I could ask the team to please pull up the slides for the President's report, I will get started.

Great. Next slide please. So, again, good afternoon to each of you. I'm pleased to provide a report. My President's report here by starting and starting with some important comings and goings here across the authority from our, specifically from our executive team's perspective on this slide, you actually see NYSERDA's organizational chart, which is largely complete from the perspective of our executive team with some new additions that I want to make sure you're all aware of. First, we have Cheryl Glanton has filled the role of NYSERDA's President Vice President for Operations, Jason Doling, who many of you just met at the PPC meeting earlier today is our Vice President for Communities and Partnerships.

Georges Sassine is our Vice President for Large-Scale Renewables and Michelle Andry, who you'll hear from later in this meeting is NYSERDA's first DE&I Officer and Pam Poisson who presented today at the audit and finance committee meeting has joined NYSERDA as our acting Chief Financial Officer replacing Jeff Pitkin, who retired earlier this year. Her permanent appointment is on the agenda today for your consideration. And on the going side, I want to sincerely thank and acknowledge Suzanne Baker, Executive Administrator to the President and CEO, who is retiring this month from NYSERDA after 31 years of State service. So, if you have a chance to say all the best to Suzanne, I know she would very much appreciate it. As I know we're all going to miss her, but overall, I am pleased to report that the NYSERDA organization is strong and executing effectively on all fronts. And I hope you see this in action every day, including today. Next slide please.

So certainly, extreme weather and climate fueled storms continue to wreak havoc and destruction nationwide. Nearly one in three Americans have experienced a weather disaster this year alone, certainly close to home here in New York. You can see on the slide images of Ida flooding in New York City on the top and tropical storm, Fred in Steuben County on the bottom, a photo by Board member Commissioner Seggos. The combined effects of rising temperatures and residential booms means exposure to deadly heat conditions has tripled since the mid-1980s, according to a Columbia university study in the proceedings of the National Academy of Sciences released Monday. And as we all know in August the IPCC a body of scientists convened by the United Nations, released a report that showed that the world is warming faster than scientists previously thought. And that slashing greenhouse gas emissions by at least half this decade is crucial to staving off the more catastrophic impacts of this climate crisis on the plus side.

We certainly see news today alone three scientists received the Nobel prize in physics today for work that actually laid the foundation of our knowledge of the Earth's climate and how humanity influences it. It was actually a critical contributor to some of these studies that we are reviewing today. And I think it's important to note that our knowledge about the climate rests on a solid scientific foundation, again, based in a rigorous analysis of observations. So certainly, as we head into November and the COP26 international climate talks in Glasgow later this fall, I look carefully and I know all of you do too at the progress we would expect to be made at that. At those talks and notably the Statements made by a U.S. climate Envoy, John Kerry earlier this week, certainly seeing the ability to slash these emissions as doable, but there are challenges in our midst.

Nevertheless, and certainly those continue both with respect to natural gas and power prices, but also electricity shortages and limitations, which are impacting manufacturing hubs and supply chain activities globally. So certainly, challenging times in many respects. Next slide, please, closer to home, Democratic leaders in Congress are doubling down in their commitment to pass a massive social spending package that invests heavily in fighting climate change. And we look carefully in our State at both the infrastructure bill and the reconciliation package that we are now hearing should be finalized by the end of October. So certainly, critical movement needed in Washington together, but it is exciting to see some progress in other respects. I think notably the announcement from Ford recently to bring electric zero emission vehicles to scale and here in the U.S. with the largest, most advanced and most efficient auto production complex in its 118-year history was really telling as to where we are heading globally and nationally.

This facility is actually called Blue Oval City, and it will be constructed on a nearly six square mile site in west Tennessee and build next generation electric F series pickups and advanced batteries and a brand new battery park to be built in central Kentucky consisting of twin battery plants that will power these vehicles as well. So that's good progress. We want to bring that progress here to New York from an economic development perspective. You'll be hearing a little bit about that today, in fact, but we certainly do also need technology breakthroughs to reach the deep de-carbonization growth goals established by the climate act. So, it is encouraging to see progress in this regard, as you can see here first with SS advancing iron flow battery technology and seeing our first batch of fossil free steel from a Swedish facility. So, a progress in all in all respects and interesting milestones here in our country as well, but zooming in a little more, if we turn to the next slide, I would be remiss if I didn't observe that the week before last was climate week, New York City, and it was action packed.

I hope you enjoyed the summary email that I sent to the members at the end of the week, but certainly many of us were part of a dramatic and exciting series of announcements by Governor Hochul first announcing her climate agenda, including a new resilient New York agenda. She announced major investments in water infrastructure for resiliency and flood protection and the \$4 billion clean water, clean air and green jobs, Environmental Bond Act. And I was pleased to join the Governor and Commissioner Seggos to announce the launch of the Community Air Monitoring Program and the other initiatives in New York City. There certainly were many more announcements that week, and I think closest to our energy agenda, Governor Hochul also announced the establishment of a new distributed solar goal for New York State expanding our six gigawatt goal to 10 gigawatts by 2030, and directing the department of public service and NYSERDA to work together in developing a roadmap for its achievement, including a strong focus on benefits and capacity to target disadvantaged communities and low to moderate income, New Yorkers Statewide.

So great momentum to see on the distributed side and two other exciting proposals from NYSERDA that we were fortunate to announce alongside Lieutenant Governor Brian Benjamin first \$36 million for the regional green regional clean energy hubs initiative, which is designed to improve community engagement and ensure disadvantaged communities benefit from our transition in all regions of the State and a \$59 million investment in new clean green schools, an initiative to bring clean energy, energy efficiency, and improved air quality to P to 12 schools in disadvantaged communities across the State. And I am hopeful that these initiatives are creating

a platform to expand our impact, certainly with federal funding when, and if it becomes available next slide please.

But certainly, I am increasingly convinced that this decade that we are living in will be looked back on as the decade in which New York massively ramped up its renewable energy supply and met its strong climate ambitions head-on. And certainly, when historians look back the first day of climate week will stand out as particularly momentous indeed a step change in New York's actions. One that puts the State and the city of New York in tandem into the most ambitious, renewable energy trajectory that we can see. So, on the first day of climate week, Governor Hochul announced the award of two major green energy infrastructure projects to power New York City with wind solar and hydro power resources from upstate New York and Canada, a whopping 2,550 megawatts combined. Combined there are two projects that were awarded The Clean Path, New York project developed by Forward Power, which is a joint venture of Invenegy and Energy and the New York Power Authority and the Champlain Hudson Power Express project developed by Transmission Developers, Inc. which is backed by Blackstone and Hydro-Quebec.

But combined, these projects will deliver 18 terawatt hours a year, which is 12% of New York State's load. Certainly, jaw-dropping numbers and more power than the full annual output of Indian Point greater than the three largest fossil fuel plant serving the State just to give you some metrics and where we sit today, I'm pleased to report that we now have enough renewable and clean electricity operating under development and recommended for award to fulfill 60% of the expected Statewide electricity needs in 2030, and with a strong focus on New York City. I'm pleased to also report that when combined with our offshore wind projects, delivering into zone, J I E New York City together, these projects will deliver renewables to power 50% of New York City's electricity. So, this announcement was bolstered by New York City's confirmation that they will join in these landmark awards. And this makes the scale of the awards possible while certainly creating the opportunity for billions of dollars of savings for consumers in New York City and Statewide.

So, the logistics are that these projects were selected for contract negotiation as part of NYSERDA's Tier 4 Renewable Energy Solicitation, which was issued in January and once finalized. NYSERDA will submit the negotiated contracts for these awarded projects to New York's public service commission for and approval. So therefore, I want to note that these awards today have been included in the contracts report as anticipated contracts. And I want to further note the recusals by NYPA President Gil Quiniones with respect to the clean path New York project and PSC Chair, Ray Christian, with respect to both projects. And once we finalize the contracts and file with the public service commission, we will again, place these contracts within this contract report, which will have finalized details at that time. So, we often see climate pathways presented as either-or choices, small versus large distributed versus transmission.

And I think what I want to take you to take away from this past say three weeks of activities is that New York has demonstrated that we are taking an all of the above approach. One that says, yes, we will build new transmission arteries to bring large scale clean power to where it is needed. And we will set forth a new multi gigawatt distributed solar goal that will keep New York among the nation's leading markets for smaller scale solar. And we will work directly in

our communities to advance work and our schools, homes. And beyond frankly, we will need all of the above on the road and moving forward to reach these goals of a clean, resilient future. So, with that, I will pause to see if there are any questions.

All right. Thank you. So, with that, I will move into the consent agenda. We are making one change in the order of the agenda today to meet some of the members scheduling concerns. So therefore, we are now going to turn to the consent agenda. And after that, we will return to the discussion agenda. Next slide, please. There is one resolution to be considered information on this item was included in the meeting package resolution number 1641 would approve the periodic contracts report council's office has compared the list provided by members of entities with which each member is associated, which he or she believes may enter into contracts with NYSERDA to the list of contracts in the periodic contracts report council's office reports just a few potential conflicts. Specifically, the Authority has entered into or anticipates entering into contracts with the Tier 4 selected proposers identified by PSC Chair, Christian, the Cadmus Group identified by Jay Koh, Clean Path New York identified by Gill Quiniones and Consolidated Edison Company identified by Frances Resheske. Can we assume that each of you present here today notably Jay, let's see, Jay, Francis and Chair Christian wishes to abstain from the vote to approve contracts with these specified entities.

**Jay Koh:**

Yes.

**Frances Resheske:**

Yes.

**PSC Chair Christian:**

Yes.

**Doreen Harris:**

Thank you. Are there any questions on this item hearing? None. May I have a motion approving resolution number 1641?

**Chuck Bell:**

So moved.

**Jay Koh:**

So moved. Second

**Doreen Harris:**

Thank you. When Peter calls your name, please indicate whether you're in favor by saying aye, or opposed by stating no, Peter. Peter, are you there?

**Peter Costello:**

Sorry. Few problems. Thank you, Doreen. Shere Abbott.

**Shere Abbott:**

Yes, aye. Sorry, here.

**Peter Costello:**

Okay. Thank you, Shere. Chuck Bell.

**Chuck Bell:**

Aye.

**Peter Costello:**

Arturo Garcia-Costas.

**Arturo Garcia-Costas:**

Aye.

**Peter Costello:**

PSC Chair Christian.

**PSC Chair Christian:**

Aye.

**Peter Costello:**

Thank you, Chair Christian. Jay Koh.

**Jay Koh:**

Aye.

**Peter Costello:**

Sadie McKeown.

**Sadie McKeown:**

Aye.

**Peter Costello:**

Francis Resheske. Francis Resheske.

**Frances Resheske:**

Can you hear me?

**Peter Costello:**

Yes.

**Frances Resheske:**

This is the one I'm abstaining from, right?

**Peter Costello:**

You're abstaining only with respect to, contracts identify for consolidated Edison Company, but you are going to vote on the remainder of the contracts.

**Frances Resheske:**

So, Aye. Thank you.

**Peter Costello:**

Thank you and Commissioner Seggos.

**Commissioner Seggos:**

Aye.

**Peter Costello:**

Thank you, all Doreen resolution number 1641 has been, approved.

**Doreen Harris:**

Thank you. We will now return to the discussion agenda. The next agenda item concerns an executive session section 108 of The Public Officer's Law authorizes the members to convene an executive session in order to discuss the employment history of a particular person. May I have a motion for resolution number 1642 to enter into executive session for the purpose of discussing the employment history of a particular person.

**Arturo Garcia-Costas:**

So moved.

**Jay Koh:**

So moved.

**Doreen Harris:**

Second?

**Chuck Bell:**

Second.

**Doreen Harris:**

Thank you. When Peter calls, your please indicate whether you are in favor by stating aye or opposed by stating no. Peter.

**Peter Costello:**

Thanks, Doreen. And just one small change for the record. It's section 105 of The Public Officer's Law in this case when I call each name, please indicate your vote. Shere Abbott.



**Shere Abbott:**

Aye.

**Peter Costello:**

Chuck Bell.

**Chuck Bell:**

Aye.

**Peter Costello:**

Arturo Garcia-Costas.

**Arturo Garcia-Costas:**

Aye.

**Peter Costello:**

PSC Chair Christian.

**PSC Chair Christian:**

Aye.

**Peter Costello:**

Jay Koh.

**Jay Koh:**

Aye.

**Peter Costello:**

Sadie McKeown.

**Sadie McKeown:**

Aye.

**Peter Costello:**

Francis Resheske.

**Francis Resheske:**

Aye.

**Peter Costello:**

And Commissioner Seggos.

**Commissioner Seggos:**

Aye.

**Peter Costello:**

Thank you all. Doreen the executive session resolution has been approved.

**Doreen Harris:**

Thank you. So, the members will now enter into executive session. During that time, the webcast will remain up upon the return. We will reconvene the meeting. So, members you should have links to access that executive session. The rest of us will remain here. Thank you. Thank you. So, I now reconvene the meeting and open session. I would ask to like I would like to ask board member Jay Koh, if any formal action was taken during the executive session.

**Jay Koh:**

There was no formal action taken during the executive session. Thank you, Doreen.

**Doreen Harris:**

Thank you, Jay. So, the next item on the discussion agenda is consideration of proposed amendments to the Authorities, bylaws and internal control manual. Peter Costello, the Authority's General Council will discuss this item. Peter.

**Peter Costello:**

Thank you, Doreen.

**Doreen Harris:**

I think we in the wrong slide, but okay. Yes, please give.

**Peter Costello:**

Yeah, I'll start. The members are requested to adopt the resolution approving amendments to the internal control manual and the bylaws. The majority of the amendments relate to NY Green Bank and are designed to improve strategic alignment without negatively affecting internal controls. While at the same time improving transaction execution efficiencies, the remaining amendments would bring the authorities financial titles in line with current corporate convention and provide a designee with signing authority. In the absence of the Director of Contract Management, turning first to NY Green Bank under the current operational documents of NYSERDA and NY Green Bank, a proposed transaction is submitted to NY Green Bank scoring community for transactions that receive a passing score. And I served as President and CEO provides her approval in two subsequent steps. First, the NYSERDA President approves the transaction upon review and recommendation by NY Green Bank's Greenlight Committee, after which the transaction moves from preliminary to full due diligence and from term sheet to definitive documentation.

Second, the NYSERDA President as the approving member of NY Green Bank's Investment and Risk Committee called the IRC approves the transaction for closing upon review and recommendations made by the IRC after which the NY Green Bank President executes the closing documents for the transaction. In addition, post-closing, the NYSERDA President approves any subsequent material modification of the closed transaction upon review and recommendations made by the IRC. Since its inception in 2013, NY Green Bank has achieved the successful track record as a responsible steward of repair capital while advancing the clean energy goals of New York State. Accordingly, NYSERDA believes that it is appropriate and timely to streamline the process for approving transactions, for closing and modifications by retaining the approval. The NYSERDA President early in the transaction site cycle, but

following such approval, allowing NY Green Bank to independently conduct the remainder of its transaction structuring analysis and execution so long as the transaction remains within the parameters established by the NYSERDA President's approval. To effectuate this, the amendments to the term internal control manual would remove the NYSERDA President together with a NYSERDA treasurer from the IRC.

Instead of the NYSERDA President, the NY Green Bank President would be granted responsibility for approving transactions for closing after review, by the IRC, in order to ensure that the NYSERDA President retains sufficient oversight of transactions, however, NY Green Bank's operations and procedures manual would be revised to require the NYSERDA President approved transactions reviewed by NY Green Bank scoring committee. Moving the NYSERDA President's approval forward to this critical preliminary step of a transaction is the most efficient way of establishing. And I served as parameters for transactions for the rest of NY Green Bank's approval process. As an additional check, the amended internal controls manual would still require the NYSERDA President to approve transactions recommended by NY Green Bank's Greenlight Committee, which is the interim step in a transactions approval process. The NYSERDA President's approval would only be subsequently required if the IRC reviews a transaction for closing or modification, there's outside the parameters set by the NYSERDA President and CEO at the scoring committee or Greenlight Committee.

However, if the IRC reviews a transaction for closing or modification, that is within the parameters set by the NYSEDA President and CEO, the NY Green Bank President will have the power to approve the transaction. As a member of the IRC, the amended internal control manual would also retain the NYSERDA President and CEO's right to approve NY Green Bank's business plan operations and procedures manual and the solicitations. This will ensure that the NYSERRDA President and CEO maintain strategic oversight over NY Green Bank. Even though the NYSERDA President and CEO would no longer be a member of the IRC. To reflect transaction approval changes as discussed above the amended bylaws were replaced the reference to the IRC to instead require transactions meet parameters by NYSERDA's President and CEO or her designee from among the other NYSERDA Officers. The amended bylaws would also clarify that upon recusal, the NY Green Bank President can assign his or her power to execute documents to a non-sponsoring managing director of NY Green Bank's, investment and portfolio management division.

Finally, the current bylaws authorized the NY Green Bank President and managing directors to execute agreements unrelated to a financial investment, less than \$250,000 and \$50,000. Respectively, the bylaw amendments clarify that this authorization extends to amendments waivers and consents. Turning now to other amendments. The bylaw currently uses the title Treasurer to refer to the officer responsible for the financial condition of the Authority. However, modern convention uses the title, Chief Financial Officer and bylaws will be amended to bring it in line with this modern corporate convention. In addition to the description of the Chief Financial Officer's duties were revised to reflect that the Authorities Information Security Officer reports to the CFO, and to remove the disposition of real property as that function has been assigned to the authorities Vice-President for Operations or reports to the Authority's, President and CEO. Lastly, section four bylaw six of the bylaws authorizes the Director of Contract Management to execute contracts, agreements, and other instruments not to exceed \$100,000.

The bylaws are being amended to provide the Vice-President for Operations with this authority in the absence of vacancy, disability, or recusal of the director of contract management. And I'm happy to address any questions you may have.

**Doreen Harris:**

Thank you, Peter. Are there any questions?

**Jay Koh:**

Internally, just to one is in terms of the green bank the involvement of the CEO of NYSERDA continues in the setting of the program prior to the program, guidelines, as well as sort of setting out some of the standards in the IRC process, is that

**Peter Costello**

Correct? That is correct. Yes.

**Jay Koh:**

And, if we make these amendment in the context of the green bag, nothing prevents us from revisiting this in a year's time or several years' time on a periodic basis, determining whether or not this tool remains the most efficient and therefore, and or effective way of having providing oversight of the green bank's operations.

**Peter Costello:**

Yes, absolutely. Correct.

**Jay Koh:**

Thank you.

**Doreen Harris:**

Thank you, Jay. So, with that, may I have a motion for resolution number 1643, approving the proposed amendments to the Authority's bylaws and internal control manual?

**Jay Koh:**

So, moved.

**Doreen Harris:**

Second?

**Commissioner Seggos:**

Second.

**Doreen Harris:**

When Peter calls your name, please indicate whether you're in favor by stating aye, or opposed by stating no.

**Peter Costello:**

Thank you, Doreen. Shere Abbott.

**Shere Abbott:**

Aye. Thank you.

**Peter Costello:**

Thank you. Chuck Bell.

**Chuck Bell:**

Aye.

**Peter Costello:**

And has Arturo Garcia-Costas has joined us? Okay. Moving to PSC Chair, Christian.

**PSC Chair Christian:**

Aye.

**Peter Costello:**

Thank you, Chair. Jay Koh.

**Jay Koh:**

Aye.

**Peter Costello:**

Sadie McKeown.

**Sadie McKeown:**

Aye.

**Peter Costello:**

Francis Resheske.

**Frances Resheske:**

Aye.

**Peter Costello:**

And Commissioner Seggos.

**Commissioner Seggos:**

Aye.

**Peter Costello:**

Thank you, Commissioner, Doreen and the bylaws and internal control manual amendments have been approved.

**Doreen Harris:**

Thank you. The next item on the discussion agenda is the appointment of Pam Poisson as the Authority's, Chief Financial Officer and Internal Control Officer succeeding Jeff Pitkin, who retired in July of this year, Pam joined the authority in July of 2021 and comes to us with extensive experience in the public and private sectors. Pam began her career in government at the U.S. Department of Labor, then spent more than two decades working in the housing and financial market arena at Freddie Mac, Pam then shifted intentionally to clean energy and climate change. When she was hired as CFO of the American Wind Energy Association in 2010 later, being promoted to CFO and Senior Vice President of Operations, just prior to joining the authority, Pam managed financial and operational components of a we as merger into American Clean Power. Pam is a graduate of the American Universities, Kogod school, College of Business with a concentration in finance. She is certified in diversity equity and inclusion in the workplace and is completed a component of the Sloan School Management Strategic Leadership Program. And as a Toastmasters International Competent Communicator. I know I speak for the NYSERDA officers when I say how very pleased, we are to have been able to work with Pam over the past months in her acting capacity, she has already added great value to NYSERDA and the State of New York in this time, and we are thrilled to bring her candidacy forward for your consideration. Are there any questions?

**Jay Koh:**

I just wanted to add as a Chair of the Audit and Finance Committee that welcome Pam to the role of CFO. We are very proud of the on broken history of unqualified audits by external auditors of the agency's operations and continue to believe that would the quality of the staff and the leadership here, won't be able to continue to be a good shepherd of the resources of New York State rate payers, but really appreciate your joining us in your service to the State.

**Doreen Harris:**

Thank you, Jay. May I have a motion for resolution number 1644, reporting Pam Poisson as Chief Financial Officer and Internal Control Officer?

**Jay Koh:**

So, Moved.

**Doreen Harris:**

Second?

**Chuck Bell:**

Second.

**Doreen Harris:**

When Peter calls your name please indicate whether you are in favor by stating aye or opposed by stating no.

**Peter Costello:**

Thank you, Doreen. Shere Abbott.

**Shere Abbott:**

Aye.

**Peter Costello:**

Chuck Bell.

**Chuck Bell:**

Aye.

**Peter Costello:**

Arturo Garcia-Costas.

**Arturo Garcia-Costas:**

Aye.

**Peter Costello:**

PSE Chair Christian.

**PSC Chair Christian:**

Aye.

**Peter Costello:**

Jay Koh.

**Jay Koh:**

Aye.

**Peter Costello:**

Sadie McKeown.

**Sadie McKeown:**

Aye.

**Peter Costello:**

Francis Resheske.

**Frances Resheske:**

Aye.

**Peter Costello:**

And Commissioner Seggos.

**Commissioner Seggos:**

Aye.

**Peter Costello:**

Thank you all. Doreen, the appointment of Pam Poisson as Chief Financial Officer and Internal Control Officer has been approved.

**Doreen Harris:**

Well, thank you. And congratulations, Pam. Would you like to address the members?

**Pam Poisson:**

Thanks Doreen. Thanks everyone. Very briefly just wanted to say how honored I am to have been selected for this position. It's a very capable team and I have been following NYSERDA for quite a number of years. And I'm thrilled to have an opportunity to be part of this team really leading, not just the State, but the nation and even on the global agenda forward. As Jay noted, I have been fortunate to start with an excellent foundation set by my predecessor, Jeff Pitkin. And while I'm sure I cannot replicate his 30 years of knowledge, I will do my darndest to build on his great legacy and help us move forward into the next stage of our work here. So, thank you so much for the opportunity I'm looking forward to serving you and really every person in New York State, make sure we make every dollar count. Thanks, Doreen.

**Doreen Harris:**

Thank you. Great news in virtual applause from all of us to you. The next item on the discussion agenda is a report from the Audit and Finance Committee. The Committee's Chair Jay Koh will provide the report. Jay.

**Jay Koh:**

Thank you, Doreen. The committee met earlier today in a quorum was present throughout. The Committee received a report from the authorities, Chief Financial Officer than acting now actual Chief Financial Officer Pam Poisson responding to questions about the NYSERDA OPEB trust that raised by the Committee at its June 2021, meeting. The Committee discussed the responses and was pleased with the authorities work next to the Committee. Next the Committee received a status report on the authorities work with LoanStreet. The Committee was able to ask questions and it was satisfied with the response. Lastly, Mary Peck, the director of internal audit provided the Committee with a report on internal audits, recent activities. The Committee had concerns with result of the recent audits. This concludes my report.

**Doreen Harris:**

Thank you, Jay. Are there any questions for Jay? Okay, well thank you for that report and no action is required on this item. The next item on the discussion agenda is a report from the Program Planning Committee from the Committee's Chair, Shere Abbott, Shere.

**Shere Abbott:**

Thank you, Doreen. The Program Planning Committee met just before this meeting, the Committee received a presentation on the development of the strategic outlook from Senior Vice President for Strategy and Market Development, Janet Joseph Director of Performance Management, Jennifer Meisner, Vice President for Communities and Partnerships, Jason Doling, and Vice President of Innovation, John Lochner. The presentation included a discussion of the Authority's mission outcomes and focus areas and included discussion of the policy, the broad



policy goals and strategic goals of the Authority and the Committee was able to ask questions and was pleased with the discussion broadly. This completes my report on the Program Planning Committee meeting.

**Doreen Harris:**

Thank you. Are there any questions for Shere? Okay, well thank you, Shere and no formal action is required on this item as well. I'm looking at the clock and looking at our agenda, the two are not equating. So, we are planning to cover just one of the remaining items on the discussion agenda. And that is the item, the presentation on the Authority's, Diversity Equity and Inclusion, strategic plan. And I will say it is with tremendous excitement and gratitude that we're able to share with you all the outputs of the critical work NYSERDA has been conducting related to Diversity Equity and Inclusion over the last two plus years. Just as equity has risen in prominence for society at large and for NYSERDA as external market facing activities. So too must equity be elevated as an internal priority, promoting, and sustaining an equitable engaging environment and a diverse inclusive workplace.

This prioritization reflects the implicit intrinsic importance of DEI on its own, but also as a catalyst to allow NYSERDA to meet the charge of New York's climate act and to best serve the people of New York State. So, to make this happen over the past two or so years, dozens of the NYSERDAians have stepped up in a variety of capacities to guide us through a structured strategic planning process for DEI coordinated by an external consultant. And the output of that month's long effort is what we will hear about now and what you can read about in greater depth in the accompanying strategic plan document. I want you to know the implementation of the strategic plan is a top priority for me personally, as President and CEO and for the full NYSERDA leadership team. While we have a long road ahead, I have thorough confidence and enthusiasm for this work owing largely to our people, our newly formed DEI team and to the rising importance of our vision and mission.

And as part of that newly formed DEI team, I am happy to share with you all, as I described earlier, that Michelle Andry has been named NYSERDA's first ever DEI Officer as of August this year after 6 plus years of service at NYSERDA, working with our solar and energy affordability and equity teams. Michelle has been the leading voice of our DEI strategic planning efforts for the last year plus and assuming, and in assuming the role of DEI Officer Michelle has now taken on elevated responsibilities for and leadership of our efforts moving forward, forming a new internal team and spearheading the execution of our plans and tactics to promote enduring diversity, equity and inclusion across the authority. So, I could say a lot more, but for now, Michelle, welcome. Congratulations again, and please take it away.

**Michelle Andry:**

Thank you very much Doreen and good afternoon, everyone. It's great to be back to share and discuss our DEI initiative or thoroughly with the board since the brief update that I provided earlier this year to you all. So today I'm providing an overview of the strategic plan as detailed in the report that was shared with you all. Next slide, please. Thank you. So first I'd like to review our approach to developing the strategic plan. We began by compiling insights and data from a limited survey of NYSERDA staff last year. Focus groups of staff from a range of roles, responsibilities, and backgrounds in the organization, many recommendations from our

employee resource groups and human resources data, the strategic planning team then use these insights to help develop our guiding principles, core values, which guide development of our DEI goals, both now and into the future as we progress, iterate and expand. And finally, as Doreen mentioned over 50 colleagues from across all levels and areas of NYSERDA organized into teams, focused on each goal, collaborated to draft the extensive and detailed tactics in the plan that you've seen. Next slide, please.

So, the guiding principles or DEI that we developed represent five key values, essentially that we understand the importance of DEI to effectively achieving our ambitious climate goals. We have a strong desire to be a model on DEI within the clean energy industry. We intend to hold ourselves accountable at all levels to achieve our goals, our DEI goals, we are striving to build an organizational culture in which all are seen, heard, respected, and valued, and that we expect continuous learning and readiness to change and grow to be foundational to our progress in diversity, equity, and inclusion with that foundation, let's review the plan goals. Next slide please. Goal one is our employee engagement goal, and it contains a very robust set of actions. Engagement is often defined as a measurement of employees experiences with critical elements of workplace culture, which impacts their connection to their work and the organization without strong engagement in an existing organizational culture among current staff, a simple focus on achieving diversity through recruiting is not enough to ensure new staff, particularly those from historically underrepresented or marginalized groups are going to have an experience at an organization that incentivizes them to stay.

We've identified three primary objectives for goal one, establishing stronger leadership and management relationships with staff, including a commitment to individuals, professional growth, breeding spaces, and processes to support all staff to contribute creativity and innovation to our work and challenge the status quo as needed and providing more support for workload and work-life balance. There were many tactics under goal one, and we can go to the next slide. Themes of immediate priorities emerged to be, first and foremost, implementing an annual authority wide engagement survey. We will use the survey for benchmarking targeting and monitoring of the impact of the DEI initiative on engagement across hall staff. Other things of tactics have included work analysis around job postings and existing job descriptions, workload prioritization, and distribution solving for inequities and inefficiencies in those areas, professional development, mainly growth and advancement and culture and training, which go hand in hand and priority top tactics and those areas range from continuing to improve our onboarding process.

Ensuring our policies, supporting schedule flexibility and work-life balance are utilized across the Authority and training on inclusive meeting planning and facilitation standardizing across team interaction, relationship building, and a really important one is training and guidance on communication and action within working relationships, including training to address, address microaggressions with that we'll go to goal to please. Goal two is designed to provide a thorough analysis of what challenges or hurdles to DEI exists within current policies and systems at NYSERDA, we've identified two objectives for goal two, ensuring internal policy and process provides institutionalized infrastructure and support for our DEI goals and assessing and aligning our operational systems to ensure the effectiveness of our work with the communities it serves

through our programs, pay close attention to solve for any adverse impacts and historical barriers to equity. Next slide please.

So, priority tactics are really focused on themes that include integrating DEI into our mission, vision and business goals, reviewing and updating our operations policies. The same with our personnel policies, establishing DEI training and educational systems and assessing our marketing and communications for accessibility. Next slide, please, goal three is focused on and NYSERDA holding ourselves accountable and tangible ways for achieving our DEI goals. We've identified two objectives for establishing accountability at both individual and the organizational scale at the individual level DEI will be integrated and evaluated as a competency and the performance management system for all staff, including managers and leaders, and because NYSERDA just gets all its programs to routine and performance evaluation. The DEI strategic plan implementation will be subjected to the same level of evaluation. Next slide please.

So, the themes of priority tactics for goal three include defining that DEI competency that I just mentioned training to support, develop a skill building in that competency and performance evaluation around that competency, establishing the means of benchmarking and measuring our DEI planned tactics, establishing targets and monitoring, and finally reporting and transparency around our progress. Next slide please. So along with goal three focused on metrics I thought I'd include a slide here to give some examples of metric categories that we may establish in some sources of data for those metrics, those include, engagement across NYSERDA and within teams, retention, demographics inclusion as a function of the impact of our training and professional development employee growth and advancement and supplier in program participant diversity.

The next slide, please. Goal four identify as two objectives, directing NYSERDA to be engaged in advancing DEI, beyond our own organizational walls, integrating our commitment to DEI structurally and expressively into our externally facing marketing and communications on programs and other initiatives. And NYSERDA will be a partner and leader in DEI within New York State government communities and critically within the clean energy industry, which historically has shown limited progress in DEI efforts to date. Next slide please. So, some themes, four priority tactics under goal four included, an assessment and update on public facing materials, strategies for DEI within our marketing and communications. I look at our events and sponsorships and incorporating DEI goals there, an industry survey on DEI progress and survey review and reporting on our success with DEI within procurement and contracting. Next slide please.

So, to summarize the priorities of our immediate work, our focus for the next several months will be on improving employee engagement and building organizational capacity for DEI and importantly establishing, tracking, measuring, and reporting mechanism mechanisms, including quarterly benchmarks and adjustments against the strategic, the strategic plan. Next slide, please. I wanted to briefly mention our DEI council as a part of the DEI infrastructure, I mentioned earlier intended to support enduring diversity equity and inclusion across NYSERDA. The DEI council is a part of the infrastructure providing a platform to support and inform a dedicated focus on DEI priorities throughout the authority. It includes representation from our staff resource groups whose critical function is to support, to provide support advocacy and visibility

awareness and other staff representation together these two groups alone provide representation, perspectives, contributions, and influence from at least six individuals from any teams or roles across the authority to compliment the executive DEI Officer and HR membership on the council. Next slide please.

Oh, sorry. If we could go back. Thank you. Just to quickly touch on resources and considerations for the board around, uh, around a plan. So, we've anticipated the budgetary needs for the strategic plan implementation will primarily be based on staff time with some additional direct costs for access to external services and resources. So, the categories you see here give a sense for what resources or general work stream areas we've identified as requiring funding or other support again through staff time or procurement. And lastly, but certainly importantly, we'd like to establish how we engage with you, the Board on our updates and progress reporting again, as an important part of our accountability to this plan and its goals. So, we'd like to begin a discussion, which we may need to continue at another Board meeting potential formal touchpoints with the Board, with some internal exploration, we found identifying some potential pathways through charters, other governing documents, and so forth, which the Board has oversight into. So, with that's the conclusion of my review and we can open up for questions or discussion with any remaining time we have, or if we need to move on to other topics, that's fine as well.

**Doreen Harris:**

Thank you, Michelle, for that great overview and for your leadership on these topics, I do want to reinforce the fact that I see this as a series of regular engagements with the board on this topic, much like it is with our own teams. Michelle, is a fixture in our monthly staff meetings, and really, integrating this into the fabric that is NYSERDA that's really our job and certainly with the board as well. So, with that said, we do have a few minutes for questions and discussion, so I'm glad to open it up to the members to see what questions you might have.

**Michelle Andry:**

And while we take a moment for that, I just wanted to add that I'm more than happy, we are happy to certainly talk offline, with any members of the board who are interested to do so about the plan, and work that we have in progress now, you know, immediately or in the future. And of course, you know, as Doreen just mentioned, we will be coming back to you, at other Board meetings, but certainly happy to talk with anyone offline.

**Jay Koh:**

Doreen, if I've made, I just want to congratulate Michelle on the role here. And it's great to get the overview on the DEI strategic plan, particularly given the feedback that's been put into it and the work that's been done in preparing it. So, you know, obviously the key to success is going to be implementation and, you know, really applaud the effort of laying out a blueprint to move forward here. I also think that a number of the board members would be happy to understand the way that other strategies like this and played out at either other agencies or good practices that have been established for implementation of DEI particular, with regard to the Board's role in getting feedback or setting priority or having engagement than to the extent that there's ways that the Board itself can reflect on DEI priorities. Then I think we'd be open to a discussion about that and how that's been done in other good practice examples or other New York State agencies. So,

thank you for your overview here. And, we'll look forward to hearing more on the updates as the plan gets executed going forward.

**Arturo Garcia-Costas:**

And I will, Michelle, I will join in the, what it's going to be a chorus of. Thank you. And congratulations on this. I have read many of these and I found this one to be thoughtful, thorough, and really a pleasure to read. And I particularly appreciated the focus on accountability and metrics that you incorporated into it. The issue of co of accountability and how accountability plays out in the implementation of these sorts of plans is absolutely critical. And I, at the end of reading this, I felt quite confident that you guys had hit the right notes and had thought through that. I look forward to working with you and with the other members of NYSERDA to make this thing happen.

**Michelle Andry:**

That's great to hear. Thank you.

**Sadie McKeown:**

I completely agree. I thought the plan was really well done. Congratulations.

**Michelle Andry:**

Thank you. And I also just wanted to note that we launched, uh, just today a landing page for our DEI strategic plan on NYSERDA's website. I don't think I have an easy to share verbally you are all addressed for that but look out for that on NYSERDA's website. Okay. Well, thank you so much for these comments and thank you for your attention. I'm looking forward to working with all of you and seeing you all again.

**Doreen Harris:**

Yes. Thank you, Michelle. Certainly, much more to come, but a big milestone, nevertheless. So more, more to come soon enough. So, this was an informational item and requires no formal action. So, we will move on. Again, the two-program report, the NY Green Bank update and the program report we had planned apologies to both Andrew and Amanda for running tight on time, but we will slot those in certainly as soon as possible, certainly at our next meeting. So, the last item on the agenda for the day is other business. Does anyone have any other matter they wish to discuss? All right, may I have a motion to adjourn the meeting, please?

**Jay Koh:**

So, moved.

**Doreen Harris:**

Second?

**Shere Abbott:**

Second.

**Doreen Harris:**

Great. All in favor?

**NYSERDA Board Members:**

Aye.

**Doreen Harris:**

Opposed? The meeting is adjourned. Thank you all for coming. Thank you for a great afternoon.