

NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY  
Minutes of the 39<sup>th</sup> Governance Committee Meeting  
Held on October 4, 2023

Pursuant to a notice and agenda dated September 21, 2023, the thirty-ninth (39<sup>th</sup>) meeting of the Governance Committee (the “Committee”) of the NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (the “Authority”) was convened at 10:30 a.m. on Wednesday, October 4, 2023 at the Authority’s Albany Office located at 17 Columbia Circle, Albany, New York and the NY Green Bank (“NYGB”) Office located at 1333 Broadway, Suite 300, New York, New York. The two locations were connected by videoconference.

The following Members of the Committee were present:

Arturo Garcia-Costas, *Committee Chair* attended from Albany  
Richard Kauffman, *Chair of the Authority* attended from NYGB  
Charles Bell, *Vice Chair of the Authority* attended from Albany  
Sherburne Abbott attended from NYGB  
Frances Resheske attended from NYGB

Member, Jay Koh was unable to attend.

Also present were Doreen Harris, President and CEO; John Williams, Executive Vice President for Policy and Regulatory Affairs; Peter J. Costello, General Counsel and Secretary to the Authority; Pam Poisson, Chief Financial Officer; Anthony J. Fiore, Chief Program Officer; Sara L. LeCain, Senior Counsel and Secretary to the Committee and various other staff of the Authority.

Committee Chair Garcia-Costas called the meeting to order and noted the presence of a quorum. Notice of this meeting was provided to the Committee Members on September 21, 2023 and to the Press on September 25, 2023.

Committee Chair Garcia-Costas indicated that the first item on the agenda concerned the approval of the minutes of the thirty-eighth (38<sup>th</sup>) meeting of the Committee, held on June 26, 2023.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote of the Committee Members present, the minutes of the thirty-eighth (38<sup>th</sup>) meeting of the Committee, held on June 26, 2023 were approved.

Committee Chair Garcia-Costas indicated that the next item on the agenda was to receive a report on the Authority's Diversity, Equity and Inclusion ("DEI") work from DEI Officer Michelle Andry. DEI Officer Andry provided the Committee with an update on the Authority's DEI Strategic Plan focusing on areas such as: engagement; policies and procedures; and accountability.

In response to an inquiry from Member Abbott regarding enforcing DEI to all contractors and suppliers, General Counsel Costello indicated that the Authority could include DEI performance metrics into its agreements, however, it is grappling with how to define and enforce with respect to third parties within the industry.

In response to an inquiry from Member Resheske regarding the Supreme Court's recent decision, General Counsel Costello recommended that the Committee discuss this topic in the private session.

In response to an inquiry from Member Abbott, DEI Officer Andry confirmed that the Authority tracks changes to one of the DEI performance indicators and could build a database to track the DEI performance indicators.

In response to an inquiry from the Chair, DEI Officer Andry explained that the Authority is establishing benchmarks to see how it compares to other data sets and use this information to review the Authority's systems and processes.

In response to an inquiry from the Chair, DEI Officer Andry indicated that the Authority is working with a team focused on energy and climate equity to better understand the synergy between and provide support for DEI and energy and climate equity.

In response to an inquiry from Committee Chair Garcia-Costas, DEI Officer Andry stated that the Authority has not received feedback on the Authority's DEI statement included in the Doing Business with NYSERDA statement.

In response to an inquiry from Vice Chair Bell, DEI Officer Andry explained that the Authority's Strategic Plan contains a significant number of actions ensure DEI is included in program activities and goals.

At this time General Counsel Costello suggested that the Committee enter into private session for the purpose of discussing Member Resheske's inquiry and any underlying legal issues that were raised.

Committee Chair Garcia-Costas called for a motion to enter into private session.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote of the Committee Members present, the Committee entered into private session.

Following the private session, Committee Chair Garcia-Costas reconvened the meeting in open session and confirmed that no formal action was taken during the private session.

Committee Chair Garcia-Costas indicated that the next item on the agenda was a discussion on the process for appointing Members of the Board and asked General Counsel and Secretary to the Authority Peter Costello to discuss this item.

General Counsel Costello stated that pursuant to Section 1852 of the Authority's enabling statute, the Board is comprised of 13 Members, four (4) of whom serve ex-officio and nine (9) of whom are appointed by the Governor with the advice and consent of the Senate. Of the nine (9)

Members, two serve at-large, and the others must come from various backgrounds pursuant to Public Authorities Law section 1852. General Counsel Costello further explained that the Governor's appointments are made by finding individuals who would fit in the classifications set forth in the Public Authorities Law and have an interest in the Authority's mission and work.

Next, General Counsel Costello explained that the names for consideration are derived from a variety of ways such as: individuals identified by the Governor's Office that could fill the role; and recommendations by the Authority to the Governor's Office. The appointment discussions begin once the legislative session begins. Once the Governor decides on an appointment, the appointee appears before the Senate Committee, and then is presented to the Senate for confirmation.

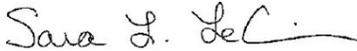
Lastly, General Counsel Costello indicated that Members of this Committee or any Board Member may submit any individuals they have in mind to the Chair of the Authority, or the Authority's President and CEO Harris, and President and CEO Harris can pass any suitable candidates along to the Governor's Office.

In response to an inquiry from Member Garcia-Costas, General Counsel Costello explained that any legislative changes on appointing Members of the Board would have to originate with the Authority and then go to the Governor's Office for its consideration.

Committee Chair Garcia-Costas indicated that the last item on the agenda was other business. There being no other business, Committee Chair Garcia-Costas called for a motion to adjourn.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote of the Committee, the meeting was adjourned.

Respectfully submitted,

  
Sara L. LeCain  
Secretary to the Committee



**NYSERDA**

**KATHY HOCHUL**  
Governor

**RICHARD L. KAUFFMAN**  
Chair

**DOREEN M. HARRIS**  
President and CEO

**NOTICE OF MEETING AND AGENDA**

September 22, 2023

TO THE MEMBERS OF THE GOVERNANCE COMMITTEE:

PLEASE TAKE NOTICE that the thirty-ninth (39<sup>th</sup>) meeting of GOVERNANCE COMMITTEE of the New York State Energy Research and Development Authority (“Authority”) will be held at 17 Columbia Circle, Albany, New York, and at the NY Green Bank Office located at 1333 Broadway, New York, New York, on Wednesday, October 4, 2023, commencing at 10:30am., for the following purposes:

1. To consider and act upon the Minutes of the 38<sup>th</sup> meeting of the Governance Committee held on June 26, 2023.
2. To receive a report on the Authority’s Diversity, Equity, and Inclusion program.
3. To discuss the process for appointing Members of the Board.
4. To transact such other business as may properly come before the Committee.

Members of the public may attend the meeting at any of the above locations or via the video conference which can be accessed at <https://www.nyserdera.ny.gov/About/Board-Governance/Board-and-Committee-Meetings>.

The Authority will be posting a video and a transcript of the meeting to the web as soon as practicable after the meeting. The video and transcript will be posted at <http://www.nyserdera.ny.gov/About/Board-Governance/Board-and-Committee-Meetings>.

Sara L. LeCain  
Secretary to the Governance Committee

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