NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY
Minutes of the 46TH Governance Committee Meeting
Held on April 29, 2026

Pursuant to a notice and agenda dated April 17, 2026, the forty-sixth (46th) meeting of the Governance Committee (the "Committee") of the NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (the "Authority") was convened at 11:00 a.m. on Wednesday, April 29, 2026 at the NY Green Bank ("NYGB") Office located at 1333 Broadway, Suite 300, New York, New York and at the Authority's Albany Office located at 17 Columbia Circle, Albany, New York. The two locations were connected by videoconference.

The following Members of the Committee were present:

Dale Bryk, *Committee Chair,* attended from NYGB
Charles Bell, *Vice Chair (Acting Chair) of the Authority,* attended from NYGB
Jay Koh attended from NYGB

Member Sherburne Abbott was unable to attend.

Also present were Doreen Harris, President and CEO; John Williams, Chief Policy Officer; Pam Poisson, Chief Financial Officer; Anthony J. Fiore, Chief Program Officer; Peter J. Costello, Chief Operating Officer and Secretary to the Authority; Kathleen O'Brien-NeJame, General Counsel; Emily Jamieson, Senior Vice President; Sara L. LeCain, Senior Counsel and Secretary to the Committee; and various other staff of the Authority.

Committee Chair Bryk called the meeting to order and noted the presence of a quorum. Notice of this meeting was provided to the Committee Members and to the press on April 17, 2026.

Committee Chair Bryk indicated that the first item on the agenda concerned the approval of the minutes of the forty-fifth (45th) meeting of the Committee, held on June 24, 2025.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote of the Committee Members present, the minutes of the forty- fifth (45th) meeting of the Committee, held on June 24, 2025 were approved.

Committee Chair Bryk indicated that the next item on the agenda was to consider proposed amendments to the Authority's Conflict of Interest Policies ("COI"). The Authority's Ethics Officer Colleen Dawson stated that the Committee had been provided with the updated Employee Conflict of Interest Policy and the updated Board Member Conflict of Interest Policy.

Ethics Officer Dawson explained that the first proposed amendment affected both the Employee and Member COI policies. On April 22, 2026, Governor Hochul issued Executive Order 60 ("EO 60") Prohibiting State Employees from Profiting on Insider Information. Specifically, EO 60 prohibits Members and employees from using any non-public or confidential information for the purpose of participating in prediction markets or similar service or assisting any other person in seeking profit or avoiding loss from participation in a prediction market or similar service. Additionally, the Authority must adopt policies or rules applying the restrictions of EO 60.

Ethics Officer Dawson continued stating that the second proposed amendment affects the Employee COI policy and prohibits employees from giving or raising monetary contributions for the Governor's political campaign. Ethics Officer Dawson noted that this provision is already in the Member COI Policy and is included in annual communication sent to all employees and Members regarding political activities in the workplace.

In response to an inquiry from Acting Chair Bell, Ethics Officer Dawson explained that the Authority keeps its policies current with other authorities by reviewing their policies, guidance from the Authorities Budget Office and guidance from the Ethics Commission.

Member Koh commended the Authority for its regular updates to its ethics policies.

In response to an inquiry from Committee Chair Bryk, Ethics Officer Dawson indicated that six weeks prior to each Board meeting the Authority contacts its Board Members to confirm whether there are any updates to their conflicts of interest.

Whereafter, upon motion duly made and seconded and by unanimous voice vote of the Committee Members present, the following resolution was adopted.

Resolution No. 95

RESOLVED, that the Employee Conflict of Interest policy and Board Member Conflict of Interest policy submitted to the Members for consideration at this April 29, 2026 meeting with such non-substantive and editorial changes, are recommended to be adopted and approved by the Board.

Committee Chair Bryk indicated that the next item on the agenda was a resolution to meet in private session to review the results of the Annual Confidential Board Member Performance Evaluation.

Whereafter, upon motion duly made and seconded and by unanimous voice vote of the Committee Members present, the following resolution was adopted.

Resolution No. 96

RESOLVED, that pursuant to Section 108 of the Public Officers Law and Section 2800 of the Public Authorities Law, the Members of the Governance Committee shall convene in private session on April 29, 2026, for the purpose of reviewing the Annual Confidential Board Member Performance Evaluation of the Authority.

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

Committee Chair Bryk indicated that the next item on the agenda was a resolution recommending the approval of the Annual Confidential Board Member Performance Evaluation.

Whereafter, upon motion duly made and seconded and by unanimous voice vote of the Committee Members present, the following resolution was adopted.

Resolution No. 97

RESOLVED, that the Authority's Annual Confidential Board Member Performance Evaluation Report as presented at this April 29, 2026 meeting is hereby recommended for approval by the Board to be submitted pursuant to Section 2800 of the Public Authorities Law.

Committee Chair Bryk indicated that the last item on the agenda was other business. There being no other business, Committee Chair Bryk 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

NEW YORK STATE | NYSERDA
New York State Energy Research and Development Authority

KATHY HOCHUL
Governor
CHARLES BELL
Acting Chair
DOREEN M. HARRIS
President and CEO

NOTICE OF MEETING AND AGENDA

April 17, 2026

TO THE GUESTS OF THE GOVERNANCE COMMITTEE:

PLEASE TAKE NOTICE that the forty-sixth (46th) meeting of the GOVERNANCE COMMITTEE of the New York State Energy Research and Development Authority ("Authority") will be held at the NY Green Bank Office located at 1333 Broadway, Suite 300, New York, New York and at 17 Columbia Circle, Albany, New York on Wednesday, April 29, 2026, commencing at 11:00 a.m., for the following purposes:

1. To consider the Minutes of the 44th meeting held on June 24, 2025.

2. To consider and act upon a resolution approving the Authority's Conflict of Interest Policies.

3. To consider and act upon a motion to enter into private session for the purpose of reviewing the results of the Annual Confidential Board Member Performance Evaluation.

4. To consider and act upon a resolution recommending approval of the Annual Confidential Board Member Performance Evaluation Report.

1. To transact such other business as may properly come before the meeting.

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.nyserda.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.nyserda.ny.gov/About/Board-Governance/Board-and-Committee-Meetings.

Sara L. LeCain
Secretary to the Committee