NYSERDA'S 47TH GOVERNANCE COMMITTEE MEETING
October 21, 2026
Clean Copy of Transcript

Dale Bryk:
Good morning, everyone. This is a call to order for the Governance Committee meeting. A notice of the meeting was forwarded to Committee Members on October 13th, 2026 and to the press on October 14th, 2026. This meeting is being conducted in person and by video conference. The Authority will post a video and a transcript of this meeting on the web. To confirm that we have a quorum, I'd like to ask the Committee Members to introduce themselves. I'm Dale Bryk, Chair of the Committee.

Charles Bell:
Chuck Bell, Committee Members of the Board.

Audrey Zibelman:
I'm Audrey Zibelman, Chair of NYSERDA.

Dale Bryk:
All right. Oh yes. Okay. Sorry. Okay. Then the next order is approval. I'd like to note for the record that we have a quorum, but Shere Abbott is participating by video conference as per the extraordinary circumstances exception under the Open Meetings Law and our By-laws. Shere's participation will count for votes, but will not be included in the count for quorum. Thank you. All right. Now we can move on to approval of the minutes of the 46th meeting. The first item of the agenda is for approving those minutes for the last meeting that was held on April 29th, 2026. Does anybody have comments on the minutes? All right. May I have a motion to approve the minute?

Charles Bell:
So moved.

Dale Bryk:
Second?

Audrey Zibelman:
Second.

Dale Bryk:
Thank you. Everyone in favor?

Members of the Committee:
Aye.

Dale Bryk:
Opposed? All right. The minutes approved. The next item in the agenda is review and approval of the Governance Committee Charter pursuant to the Public Authorities Accountability Act of

2005. Each of the Authority's Committees adopted Charters setting forth each Committee's responsibilities. One of those responsibilities is to periodically review its Charter and determine what, if any, amendments need to be made. These recommendations are then presented to the full Board for consideration and approval. A copy of the current Committee Charter was included in your meeting package. Counsel's office continually monitors relevant guidance from the Authority's Budget Office, the Controller's Office, legislation, and other Authority practices to determine whether to recommend any modifications. Other Authority's reviewed include the New York Power Authority, Long Island Power Authority, Dormitory Authority, and the Environmental Facilities Corporation. Management is not recommending any changes to the Governance Committee Charter at this time. Are there any questions or suggested changes to the charter? None. All right. Me either. All right. Then may I have a motion recommending approval of the Governance Committee Charter?

Charles Bell:
So moved.

Audrey Zibelman:
Second.

Dale Bryk:
Excellent. All in favor?

Members of the Committee:
Aye.

Dale Bryk:
Any opposed? All right. The Committee Charter has been recommended for approval. Next on the agenda is consideration of amendments to the Authority's By-laws. This item will be presented by General Counsel Secretary Kathleen O'Brien.

Kathleen O'Brien:
Good morning. The Members are requested to adopt a resolution approving amendment to Article VI, Section 5 of the By-laws to streamline and improve the transactional process of NY Green Bank, a division of NYSERDA. Under the current NYSERDA By-laws, the NY Green Bank president, except during periods of absence, disability or accusal, must execute all NY Green Bank contracts, agreements, and financial instruments regardless of materiality. This lack of delegation is not a financial industry standard nor efficient for execution of common non-material documentation. Accordingly, NYSERDA believes that it is appropriate and timely to better streamline the process for executing certain non-material documentation relating to its transactions and free up the NY Green Bank President's time to better focus on strategic issues.

Proposed By-laws change would authorize the President of the NY Green Bank to delegate signing Authority for certain non-material documentation of NY Green Bank Managing Directors of risk and legal and regulatory affairs. The scope approved in writing by mixer by President and CEO would include non-material labors, amendments, consent and other similar agreements. In other words, non-material documents that do not increase investments risk profile

in good standing as well as non-material administrative or routine documents. Examples of such non-material documents might be NY Green Bank consenting to a borrower's new accounting firm or waiving a default to a borrower submitting a report a few days late. If approved, the NY Green Bank could implement several internal controls to properly implement and ensure compliance with this bylaw change. As noted above, the scope of such proposed delegation would be pre-approved in writing by the NYSERDA President and CEO in consultation with the NY Green Bank President.

In addition, to ensure compliance with such agreed upon scope, the NY Green Bank would trade its teams at this delegation scope to its operations and procedures manual. And lastly, the NY Green Bank president would continue to be aware of any such non-material documentation to be executed via NY Green Bank's operational processes and could intervene at any time. We appreciate your consideration and I'm happy to address any questions you may have.

Dale Bryk:
Anybody have questions? Sounds prudent. All right. So in that case, can I have a motion to approve the recommendation for the change to the By-laws?

Charles Bell:
So moved.

Dale Bryk:
Second. All in favor? Aye. Any opposed? All right. So now we have the amendments to the By-laws are recommended for approval. Thank you so much, Kathleen. That was very clear and very sensible. Okay. The next item on the agenda is a report on the Authority's Diversity, Equity and Inclusion work. Michelle Andry, the Authority's Diversity, Equity and Inclusion Officer is going to discuss this item with us. Sorry. Michelle?

Dale Bryk:
Michelle, I think you guys are muted.

Michelle Andry:
There we go. Good morning. It's a pleasure to be with the Governance Committee today for this update on NYSERDA's Diversity, Equity and Inclusion initiatives. As you'll hear in this presentation, we are at an important point in the life of NYSERDA's current DEI Strategic Plan. As we approach the close of the plan's five-year cycle, we have this opportunity to reflect on the progress we've made and to begin looking ahead to the next phase of this work. This update will share some brief background on the current Strategic Plan, highlight key activities and accomplishments to date, share some of what we're continuing to learn from employee feedback and summarize at high level our approach to developing the next DEI Strategic Plan. Next slide, please.

So NYSERDA's Diversity, Equity, and Inclusion efforts to date have been guided by our first five-year DEI Strategic Plan, which was created in 2021 and developed in alignment with New York State's broader commitment to advancing Diversity, Equity, and Inclusion across state entities and the state workforce. The plan was developed through a collaborative and internal

process led by our DEI Counsel with the input of contributors from across NYSERDA and in close partnership with NYSERDA Executive and Human resources leaders. While this first plan was initiated based on NYSERDA's own priorities, it also fulfilled requirements to prepare and submit a DEI Strategic Plan to the state in 2022. This first Strategic Plan was intentionally ambitious.

It included a number of objectives and sub-goals across culture, internal practices, accountability, and external impact. Over the course of five years, many of those actions have either been completed or meaningfully advanced and they have become an important foundation for the next phase of work. Over the past several years, implementation of the plan has involved many parts of the organization. The work has been led by functional owners of relevant processes, the DEI team and cross-team collaborators with regular review by a Counsel team and an annual external feedback process on our activities and impacts. This has helped ensure that diversity and inclusion is a priority appropriately embedded into organizational practices and employee experience. Importantly, the plan also led to establishing a regular engagement with this Governance Committee, which has helped provide Board level visibility into our priorities, progress, and areas of continued focus. Next slide, please.

So building on that background, here's a brief overview of the four broad goal areas that have organized the work of NYSERDA's DEI Strategic Plan over this five-year period. The first goal area is engagement, cultivating a work culture that sustains strong employee engagement. The focus of this work has been to ensure that all Members of the NYSERDA team can feel connected to our mission, supported in their roles and able to contribute successfully. The second goal area is policies and procedures, ensuring that our practices support clarity, fairness, and inclusion. This has included attention to the systems and processes that shape the employee experience, including areas such as hiring, onboarding, performance management, professional development, and other key workplace practices. The third goal area is accountability, and this means integrating skills that build an inclusive organizational environment as well as evaluation of impact into ongoing systems. This includes the work of embedding DEI principles into performance management through job responsibilities, behavioral competencies, and tools that help us assess progress and identify where continued improvement is needed.

And finally, the fourth goal is industry impact, and that's about affirming NYSERDA's commitment using our voice and presence. This reflects the connection between our internal DEI efforts and NYSERDA's broader role in advancing an inclusive and equitable energy transition for New York State. So these four areas have provided the structure for our implementation efforts since 2021. Next slide, please.

With that framework in mind, I'd like to highlight at a high level what implementation activity has looked like across the organization over the course of the current plan. Across the employee experience, the human resources team, now known as our people team, have advanced at least six major process and procedure updates, helping to support greater consistency, clarity, and inclusion in how team Members experience the workplace. Learning and development has also been a significant area of focus over the five-year period. The DEI team alone has delivered more than 90 workshops on skill building for inclusive practices across our entire staff, which is complimenting several other internal professional development opportunities and senior leaders

The meeting transcript was created with the assistance of an Artificial Intelligence (AI) transcription tool.

have participated in assessments to support their leadership development. We have also continued to build our approach to evaluation that has included completing five annual reports, summarizing our efforts relative to best organizational practices and engagement with multiple teams across the organization to develop meaningful indicators of impact.

We have also conducted five annual organization-wide surveys with an average response rate of 80%, giving us a strong base of staff feedback over time, and we have also advanced major organizational practice improvements informed by that feedback. Our employee resource groups and their leaders have continued to provide meaningful opportunities for connection, learning and feedback across the organization, including staff engagement events and convenings between senior leadership and staff. And as part of our work on organizational culture, we have developed a focus set of core values, clarifying what we want to consistently reinforce and how we work together. Finally, a number of our annual clean energy industry reports have included studies on diversity and access with respect to employment in the industry more broadly. So overall work in alignment with the Strategic Plan has been broad and practical. It has touched employee experience, leadership development, evaluation, staff engagement, organizational culture, and NYSERDA's broader industry facing work.

Next slide, please. One of the most important sources of insight for us throughout the Strategic Plan has been our Annual Employee Engagement survey. As we have shared in prior Committee updates, our focus on engagement is rooted in the understanding that a strong inclusive culture supports our effectiveness as individuals, as teams, and as an organization. NYSERDA conducted its fifth annual engagement survey in Q4 of 2025. Participation was once again strong and insights from the survey were shared with leadership and staff in the first and second quarters of 2026. Team member feedback identified several important strengths. Staff continue to recognize NYSERDA's strong organizational values, a clear sense of purpose and commitment to our mission. Feedback also reflected the value of supportive Direct Supervisors and the importance of hybrid work options in supporting work-life balance. The survey also identified areas where continued focus is needed. These include the need for clear and uniform internal guidance, stronger cross-functional collaboration and continued improvement in the efficiency of our processes, systems and practices.

Several operational improvements have been implemented or are ongoing to address these insights and examples include a more centralized and cohesive internal communication strategy, sharing priorities via transparent annual unit and team goal setting and improving workload by streamlining organizational structure processes and systems. Employee feedback continues to serve as a practical assessment tool for our inclusion efforts. Looking forward, the insights from this most recent survey will help inform both the integration of NYSERDA's people strategy and the development of the future DEI Strategic Plan. Next slide, please.

Turning now to the next phase of this work, NYSERDA is beginning the process of developing the future DEI Strategic Plan. As we move from the current plan into the next Strategic Plan cycle, our intent is to build on accomplishments and lessons learned from the past several years while also aligning our goals with durable objectives as guidance for our planning. The future Strategic Plan is expected to transition to an even more focused structure with one to three smart goals for each statewide objective. Those statewide diversity and inclusion objectives are to

The meeting transcript was created with the assistance of an Artificial Intelligence (AI) transcription tool.

develop strategic leaders, foster an inclusive culture, recruit and retain talent and deliver effective programs and services. This evolution gives us the opportunity to streamline and clarify the Strategic Plan structure while maintaining the core intent of the work, which is to support workplace culture, systems and practices that are inclusive, equitable, and effective. This will also allow us to continue appropriately integrating diversity and inclusion within NYSERDA's people strategy and with the work of other internal partners.

That integration is important because many of the areas most central to an inclusive organizational climate such as leadership development, employee experience, recruitment, retention, learning and development and performance systems are influenced by the coordinated work of key teams. As we think about the future plan, we are also grounding the work in NYSERDA's own principles and organizational context that includes our mission, our core values, organization-wide goals, and the assessment and feedback we have gathered through employee engagement surveys, implementation experience, annual reporting and stakeholder input. The next phase is about carrying forward what has been effective, refining where needed and developing an even more integrated and sustainable structure for these efforts in the years ahead. Next slide please. So in closing, to summarize the estimated timeline for developing the future DEI Strategic Plan, the development process that we have begun will continue through 2026 and 2027. In the near term, the focus is on shaping the future plan's goal areas, aligning the work with people strategy priorities and engaging internal partners on what we have learned from the current plan period.

That current state assessment and stakeholder engagement will help inform the draft Strategic Plan as well as an enhanced operating model for implementation. In 2027, we expect to move through review and refinement with the Officers, Partner teams, the Executive team, staff and the Board before submitting the final plan to the Department of Civil Service. As we move through this process, our focus will be on ensuring that the future plan is practical, aligned with statewide expectations, connected to NYSERDA's mission and values and structured in a way that supports the continuation of shared accountability and implementation across the organization. Next slide please. So with that, I will conclude today's update. I'm looking forward to continuing to share progress with this Committee as we move through the development of the next DEI Strategic Plan, and I'm happy to take any questions that you have. Thank you.

Dale Bryk:
Thanks,

Audrey Zibelman:
Michelle. That was great.

Dale Bryk:
Yeah.

Audrey Zibelman:
I have no questions. No, it was a really good report. Thanks, Michelle.

The meeting transcript was created with the assistance of an Artificial Intelligence (AI) transcription tool.

Charles Bell:
Thank you. I would just comment that I'm pleased to see that the staff stakeholders have input into the strategic DEI plan through multiple channels as you've laid out here, and I think that's really positive that there's a lot of different points of information informing the plan, including the staff survey assessments and resource groups. So kudos to you for having an inclusive planning process for this.

Dale Bryk:
Yeah, and thanks for sharing the content of the feedback. I'm sure it's hard to digest it into an organized way. Do you have a sense of just the sense of the staff about how we're doing from before and after? Is it reflected in the feedback that people feel like we're improving on all of these factors? I mean, I understand the strengths and the opportunities, but just kind of overall.

Michelle Andry:
Yeah, I'd say so. I think people, in the feedback, we're seeing that folks recognize that the efforts are being made and that progress is being made. I think the reason we continue to see certain focus areas come up repeatedly in surveys is because we're not always quite there yet in terms of full impact, best case results. So folks, I think in the feedback, we're saying that they recognize the efforts are moving forward and see incremental progress, but we still have work ahead. Yeah.

Dale Bryk:
Great. Thanks. Any other thoughts, comments? All right. Thank you. This was only for information, so we don't have to do anything. Okay, excellent. Okay. Last item is other business. Any other things that people want to raise for this Committee?

Audrey Zibelman:
I have none.

Dale Bryk:
All right. Should I have a motion to adjourn?

Charles Bell:
So moved.

Audrey Zibelman:
And I'll second.

Dale Bryk:
All in favor?

Members of the Committee:
Aye.

Dale Bryk:
Excellent. Any opposed? All right. Our meeting is adjourned. Thanks everyone. One minute early.

The meeting transcript was created with the assistance of an Artificial Intelligence (AI) transcription tool.