

MINUTES OF THE FOURTEENTH MEETING OF THE
GOVERNANCE COMMITTEE
HELD ON APRIL 23, 2013

Pursuant to notice dated April 9, 2013, the fourteenth (14th) meeting of the Governance Committee (“Committee”) of the NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (“Authority”) was convened in the Authority’s New York City office at 485 Seventh Avenue, 10th floor, New York, New York and by video conference in the Authority’s Albany office at 17 Columbia Circle, Albany New York, and by video conference in the Authority’s Buffalo Office at 726 Exchange Street, Suite 821, Buffalo, New York, on Tuesday, April 23, 2013, at 10:00 a.m.

The following members of the Committee were present in New York City unless otherwise indicated:

David D. Elliman, Chair

George F. Akel, Jr. (by video conference from Albany)

Mark A. Willis

Also present were Francis J. Murray, Jr., President and CEO; Janet Joseph, Vice President for Technology and Strategic Planning; Jeffrey J. Pitkin, Treasurer; Hal Brodie, Esq., General Counsel; Laura Khoury, Esq., Assistant Counsel and Secretary to the Governance Committee; and various other staff of the Authority.

Mr. Elliman called the meeting to order and noted the presence of a quorum.

The first item on the agenda concerned the approval of the minutes of the thirteenth (13th) meeting of the Governance Committee held on June 12, 2012.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote, the minutes of the thirteenth (13th) meeting of the Governance Committee were approved.

The Chair indicated that the next item on the agenda concerned a resolution to convene in private session to discuss the results of the Annual Confidential Board Member Performance Evaluation. Section 108 of the Public Officers Law authorizes the Members to convene in private session in order to review a matter made confidential by State law. Since Section 2800 of the Public Authorities Law states that the annual Board Member Performance Evaluation is confidential; therefore, it may be discussed by the Members in private session.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote of the Committee members, the following resolution was adopted:

Resolution No. 21

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 23, 2013 for the purpose of reviewing the Annual Confidential Board Member Performance Evaluation of the Authority.

At the conclusion of the private session, Mr. Elliman reconvened the meeting in open session. Mr. Elliman announced that no formal action was taken during the private session.

Mr. Elliman stated that the last agenda item concerned other business. There being no further business, upon motion duly made and seconded, and by unanimous voice vote of the Committee members, the meeting was adjourned.

Respectfully submitted,



Laura B. Khoury
Secretary to the Committee

NOTICE OF MEETING AND AGENDA

April 9, 2013

TO THE MEMBERS OF THE GOVERNANCE COMMITTEE:

PLEASE TAKE NOTICE that the fourteenth (14th) meeting of the GOVERNANCE COMMITTEE of the New York State Energy Research and Development Authority will be held in the Authority's New York City Office at 485 Seventh Avenue, 10th floor, New York, New York, and by video conference in the Authority's Albany Office at 17 Columbia Circle, Albany, New York, and by video conference in the Authority's Buffalo Office at 726 Exchange Street, Suite 821, Buffalo, New York, on Tuesday April 23, 2013, commencing at 10:00 a.m., for the following purposes:

1. To consider the Minutes of the 13th meeting held on June 18, 2012.
2. 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.
3. 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. The Authority will be posting a video of the meeting to the web within two business days of the meeting. The video will be posted at <http://www.nyserda.ny.gov/en/About/Board-Governance/Board-and-Committee-Meetings.aspx>.



Laura B. Khoury
Secretary to the Committee

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