



MINUTES OF THE NEW YOR RENEWABLE ENERGEY DEVELOPMENT HOLDINGS CORPORATION GOVERNANCE COMMITTEE MEETING

October 14, 2025

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Minutes of the New York Renewables Energy Development Holdings Corporation Governance Committee held via videoconference at approximately 10:18 a.m.

Members present were:

Bethaida Gonzalez - Chair
Cecily Morris
Dennis Trainor

Members excused were:

John R. Koelmel
Lewis Warren, Jr.

Also in attendance were:

Justin E. Driscoll	President and Chief Executive Officer
Joseph Kessler	Executive Vice President and Chief Operating Officer
Adam Barsky	Executive Vice President and Chief Financial Officer
Lori Alesio	Executive Vice President and General Counsel
Karina Saslow	Senior Vice President - Human Resources
Daniella Piper	Executive Vice President and Chief Innovation Officer
Robert Piascik	Senior Vice President and Chief Information and Technology Officer
Alexis Harley	Senior Vice President and Chief Risk and Resiliency Officer
Charles Imohiosen	Senior Vice President - Communications and External Affairs
Salman Ali	Senior Vice President - Internal Audit
Paul DeMichele	Chief of Staff
John Canale	Senior Vice President Strategic Supply Management
Karen Delince	Vice President and Corporate Secretary
Christopher Vitale	Director - Projects
Chad Gholizadeh	Deputy General Counsel
Sheila Quatrocci	Manager, Corporate Secretary
Michele Stockwell	Associate Corporate Secretary
Fiona Khan	Senior Assistant Corporate Secretary

Chair Bethaida Gonzalez presided over the meeting. Vice President and Corporate Secretary Delince kept the Minutes.

Introduction

Chair González welcomed committee members and the Authority's senior staff to the meeting. She said that the meeting has been duly noticed as required by New York State's Open Meetings Law and called the meeting to order.

1. Adoption of the October 14, 2025 Proposed Meeting Agenda

On motion by member Trainor and seconded by member Morris the agenda for the meeting was adopted. (3-0)

2. CONSENT AGENDA:

On motion made by member Trainor and seconded by member Morris, all items on the Consent Agenda were unanimously approved. (3-0)

a. Approval of Guidelines for Procurement Contracts – Resolution

RESOLUTION

RESOLVED, that the Governance Committee of New York Renewable Energy Development Holdings Corporation ("NYRED") hereby recommends that the NYRED Board of Directors approve and recommend for adoption of the Procurement Guidelines for the use, awarding, monitoring and reporting of Procurement Contracts, as amended, be, and hereby are, approved; and be it further

RESOLVED, that the Governance Committee of NYRED hereby recommends that the NYRED Chair, the President, and all other officers of NYRED be authorized on behalf of NYRED to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution.

b. Approval of Expenditure Authorization Procedures for New York Renewable Energy Development Holdings Corporation – Resolution

RESOLUTION

RESOLVED, that the Governance Committee of New York Renewable Energy Development Holdings Corporation ("NYRED") hereby recommends that the NYRED Board of Directors adopt the Expenditure Authorization Procedures; and be it further

RESOLVED, that the Governance Committee of NYRED hereby recommends that the NYRED Chair, the President, and all other officers of NYRED be authorized on behalf of NYRED to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution.

3. Next Meeting

Chair Gonzalez said that the next NYRED Governance Committee Meeting is to be determined.

Adjournment

On motion made by member Morris and seconded by member Trainor the NYRED Governance Committee meeting was adjourned at 10:20 a.m. (3-0)



Karen Delince
Vice President & Corporate Secretary