



**MINUTES OF THE JOINT SPECIAL MEETING
OF THE
POWER AUTHORITY OF THE STATE OF NEW YORK AND
NEW YORK STATE CANAL CORPORATION**

September 19, 2023

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Minutes of the Joint Special Meeting of the New York Power Authority’s Trustees and Canal Corporation’s Board of Directors held at the New York Power Authority’s White Plains office at approximately 8:30 a.m.

Members of the Board present were:

- John R. Koelmel, Chairman
- Dennis T. Trainor
- Laurie Wheelock
- Lewis Warren
- Cecily Morris
- Michael Cusick

Bethaida González – Excused

Justin Driscoll	President and Chief Executive Officer
Philip Toia	President – NYPA Development
Lori Alesio	Interim Executive Vice President and General Counsel
Adam Barsky	Executive Vice President and Chief Financial Officer
Joseph Kessler	Executive Vice President and Chief Operating Officer & Chief Engineer
Karen Delince	Vice President and Corporate Secretary
Elizabeth Beaty	Vice President – Technology Business Management Office
John Cabral	Vice President – Digital Architecture/Eng & Operations
Carley Hume	Vice President – Policy Communication & Chief of Staff – Executive Office
Jesse Scott	Interim Chief of Staff – Executive Office
Eric Fernstein	Director – Labor Relations
Christopher Vitale	Financial Performance & Reporting Manager
Lorna Johnson	Senior Associate Corporate Secretary
Sheila Quatrocci	Senior Associate Corporate Secretary
Michele Stockwell	Senior Assistant Corporate Secretary

Chair Koelmel presided over the meeting. Corporate Secretary Delince kept the Minutes.

Introduction

Chair John Koelmel welcomed the Trustees/Directors and NYPA and Canal staff members who were present at the meeting. He said that the meeting had been duly noticed as required by the Open Meetings Law and called the meeting to order pursuant to the Authority's Bylaws, Article III, Section 3.

1. Adoption of the September 19, 2023 Proposed Meeting Agenda

On motion made by Trustee Laurie Wheelock and seconded by Trustee Lewis Warren, the members adopted the meeting Agenda.

2. DISCUSSION AGENDA:

a. Committee Appointments

Chair Koelmel provided the recommendations for the Authority's and the Canal Corporation's joint committee appointments.

On motion made by member Laurie Wheelock and seconded by member Lewis Warren, the following resolution, as recommended by the Chairman, was unanimously adopted.

RESOLVED, That the members of the Governance Committee shall be: Bethaida Gonzalez (Chair), John R. Koelmel, Cecily Morris, Lewis M. Warren Jr., Laurie Wheelock; and be it further

RESOLVED, That the members of the Audit Committee shall be: Michael Cusick, John R. Koelmel, Dennis G. Trainor (Chair), Lewis M. Warren Jr., Laurie Wheelock; and be it further

RESOLVED, That the members of the Finance Committee shall be: Michael Cusick, Bethaida Gonzalez, John R. Koelmel (Chair), Cecily Morris, Dennis G. Trainor, Lewis M. Warren Jr., Laurie Wheelock; and be it further

RESOLVED, That the members of the Risk and Resiliency Committee shall be: Michael Cusick, Bethaida Gonzalez, John R. Koelmel (Chair), Cecily Morris, Dennis G. Trainor

3. NEXT MEETING

The next meeting of the New York Power Authority's Trustees and the Canal Corporation's Board of Directors will be held on September 26, 2023 unless otherwise designated by the Chairman with the concurrence of the Trustees.

CLOSING

On motion made by member Laurie Wheelock and seconded by member Lewis Warren, the meeting was adjourned at approximately 8:44 a.m.

Karen Delince

Karen Delince
Corporate Secretary