

THE NEW YORK INDEPENDENT SYSTEM OPERATOR, INC.
FINAL MINUTES OF BOARD OF DIRECTOR'S MEETING
REGULAR SESSION – NOVEMBER 16, 2021

The Board of Directors of the New York Independent System Operator (NYISO) met at Hunton Andrews Kurth offices in NYC on November 16, 2021. Chairman Dan Hill chaired the meeting, and all Board members were present. Ms. Egan, Ms. Hussey, Ms. Nelson, and Messrs. Fernandez, Gonzales, Jones, Lanahan, and Mukerji, were also present. Mr. Adam Evans of the Public Service Commission participated via teleconference.

I. Approval of Board Meeting Minutes

Upon motion duly made and seconded, the Board approved the September 21, 2021 Board meeting minutes, and deferred approval of the October 19, 2021 Board meeting minutes until the next meeting.

II. Consent Agenda

There were no items on the Consent Agenda this month.

III. Report of the Board Chair

Chairman Dan Hill reported that the December 2, 2021 Board meetings will be in person and will be held at Hunton Andrews Kurth offices. The Board members and staff will follow the same COVID-19 protocols.

IV. Committee Reports

A. Audit & Compliance

Ms. Marrinan reported that the Audit & Compliance Committee met on November 15, 2021 and discussed/approved the following:

1. October 18, 2021 Audit & Compliance Committee minutes – approved.
2. 2021 SOC 1/SSAE 18 Update (KPMG) – The A&C Committee met in person with Mr. Mark Brennan of KPMG. Mr. Brennan provided a 2021 SOC 1 Audit Report summary and reported that KPMG examined the NYISO's description of its Bid-to-Bill System for bidding, accounting, billing and settlements of energy, regulation, capacity, transmission reserves, and related market services for user entitled transactions, and will issue their report no later than November 19, 2021. KPMG's examination included procedures to determine, based on criteria described in the NYISO management assertion

included in the report that: (1) The description fairly presents how the Bid-to-Bill System made available to user entities of the system was designed and implemented throughout the period of October 1, 2020 to September 30, 2021; (2) the controls related to the control objectives stated in the description were suitably designed and operating effectively throughout the period October 1, 2020 to September 30, 2021 to achieve those control objectives if user entities applied the complementary controls assumed in the design of the NYISO's controls.

The Audit & Compliance Committee thoroughly reviewed and accepted the 2021 SOC 1 Audit Report, and the auditor's unqualified opinion, and made a motion for Board acceptance of the 2021 SOC 1 Audit Report and KPMG's unqualified opinion. The Board approved the motion.

3. Met in Executive Session with KPMG.
4. Cyber & Physical Security Update – Mr. Chapman briefed the Board on the following:
 - NERC CIP Audit scheduled for December 6-10, 2021
 - Implementation of the IT Service Management Platform
 - GridEx VI being held on November 16 & 17, 2021
 - New Transmission Owner Participation in NYS Cyber Security Functions
 - Department of Homeland Security Cyber Performance Goals
5. Annual State of Compliance – Mr. Fernandez provided a very thorough summary of the NYISO corporate compliance program and the company's performance over the past year.

B. Commerce & Compensation

Mr. David Hill reported that the Commerce & Compensation Committee met on November 15, 2021 and discussed and approved the following:

1. NYISO 2022 Budget – Motion for Board approval of the 2022 Budget in the amount of \$169.2M and a Rate Schedule 1 charge of \$1.128/MWh was approved by the Board
2. Draft 2022 Annual Incentive Goals – will be presented to the C&C Committee for approval in December 2021
3. 2022 Business Plan – Motion for Board approval of the 2022 Business Plan was approved by the Board
4. Lessons Learned – COVID-10 Pandemic

C. Governance

Mr. Bemis reported that the Governance Committee met on November 15, 2021 and discussed the following:

1. NYISO Board Governance Principles & Guidelines – Motion for Board approval of the NYISO Board Governance Principles & Guidelines was approved by the Board
2. NYISO Culture
3. Board Self-Assessment Process

D. Reliability & Markets

Mr. Lynch reported that the Reliability & Markets Committee met on November 15, 2021 and discussed and approved the following:

1. Tariff Revision - Co-Located Storage Resources – Mr. Lynch made a motion for Board approval to file the proposed tariff revisions under FPA Section 205, and to authorize NYISO management to request a flexible effective date from the Federal Energy Regulatory Commission for the incremental tariff revisions that is prior to December 31, 2021. The Board approved the motion
2. Tariff Revision-Uneconomic Production and Uneconomic Withdrawal – Mr. Lynch made a motion for Board approval of the proposed Services Tariff revisions and to authorize NYISO management to file these revisions with the Federal Energy Regulatory Commission pursuant to Section 205 of the Federal Power Act. The Board approved the motion
3. Market Monitoring Unit Statement of Work Renewal – Mr. Lynch made a motion for Board approval of the three-year Statement of Work for market monitoring services, as presented. The Board approved the motion
4. Review of External MMU Performance & Summary of MMU Feedback from MP's, etc.
5. 2021-2030 Comprehensive Reliability Plan (CRP) – NYISO management will present the 2021-2030 CRP to the Management Committee for approval on November 17, 2021 and will bring the CRP and Market Monitoring Unit memo back to the R&M Committee for action in December 2021
6. Long Island Export Public Policy Transmission Need – Status Update
7. Buyer-Side Mitigation Update
8. 2021-2022 Winter Capacity Assessment

Report of the President & CEO

Mr. Dewey provided an update on the COVID-19 Return to Office Process and Schedule and reported that the NYISO initiated the Interim Hybrid Work Plan on November 1, 2021, and that

the NYISO will have an in-person Management Committee meeting on November 17, 2021. The NYISO will continue to monitor the infection rates.

VI. Report of the COO

Mr. Gonzales briefed the Board on items outlined in the COO Report included in the Board package.

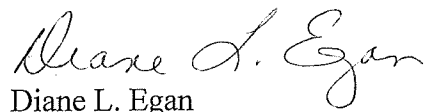
VII. Other Business

There were no other items for discussion.

VIII. Next Meeting

The next meeting of the Board is being held on December 2, 2021.

Respectfully submitted,



Diane L. Egan

Corp. Secretary & Secretary to the Board