

**THE NEW YORK INDEPENDENT SYSTEM OPERATOR, INC.**  
**FINAL MINUTES OF BOARD OF DIRECTOR'S MEETING**  
**REGULAR SESSION – OCTOBER 19, 2021**

The Board of Directors of the New York Independent System Operator (NYISO) met at Hunton Andrews Kurth offices in NYC on October 19, 2021. Chairman Dan Hill chaired the meeting, and all Board members were present. Ms. Egan, Ms. Hussey, Ms. Nelson, and Messrs. Jones, Lanahan, and Mukerji, were also present. Messrs. Fernandez and Gonzales participated via teleconference. Mr. Adam Evans of the Public Service Commission also participated via teleconference.

**I. Approval of Board Meeting Minutes**

Upon motion duly made and seconded, the Board approved the August 17, 2021 Board meeting minutes, and deferred approval of the September 21, 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 November 16, 2021 Board meetings will be held at Hunton Andrews Kurth offices. Mr. Kevin Jones will work with our medical advisors to seek their counsel on whether it is reasonable to meet again in person and report back to Chairman Dan Hill.

**IV. Committee Reports**

**A. Audit & Compliance**

Ms. Marrinan reported that the Audit & Compliance Committee met on October 18, 2021 and discussed/approved the following:

1. July 19, 2021 Audit & Compliance Committee minutes – approved.
2. External Financial Audit 2021 Plan (KPMG) – The A&C Committee met in person with Mr. Mark Holtzman of KPMG, and Ms. Grace Kachigian, Lead Audit Senior Manager and Ms. Allie Steckel, Audit Manager, via teleconference to discuss the 2021 Audit Plan.
3. Executive Session with KPMG.

4. Internal Audit 2022 Internal Audit Plan (January-January) – Mr. Martin Silverman introduced Greg Marcincuk, Technical Specialist-Internal Audit at the NYISO, who provided a summary of the Internal Audit Plan for 2022 and related audit planning processes, including a recommendation to the A&C Committee for approval of the 2022 Internal Audit Plan. The A&C Committee reviewed and approved the 2022 Internal Audit Plan (January-January). The A&C Committee also discussed the results to date of the 2021 Internal Audit activities.
5. Cyber & Physical Security Update – Mr. Chapman briefed the Board on the following:
  - NERC Critical Infrastructure Protection (CIP) Self Report
  - Microsoft Windows Desktop Operating System Support Status
  - Apple IOS Vulnerability

## **B. Commerce & Compensation**

Mr. David Hill reported that the Commerce & Compensation Committee met on October 18, 2021 and discussed and approved the following:

1. NYISO 401k & 457b Plan Recordkeeper Change – Mr. David Hill made a motion for Board approval of NYISO management’s recommendation to retain Empower as Prudential’s successor. The Board approved the motion.
2. NYISO Draft 2022 Budget Overview.
3. Draft 2022 Annual Incentive Goals.
4. 2022 Business Plan – Board members asked to review the 2022 Business Plan and submit any comments to Mr. Dewey, Ms. Nelson, or Mr. Mukerji.
5. Met in Executive Session.

## **C. Governance**

Mr. Bemis reported that the Governance Committee did not meet this month.

## **D. Reliability & Markets**

Mr. Lynch reported that the Reliability & Markets Committee met on October 18, 2021 and discussed and approved the following:

1. Tariff Revision-Meteorological Data Reporting Exemption for Small Solar Generators – Mr. Lynch made a motion for Board approval of the proposed Services Tariff revisions and to authorize NYISO management to file the proposed changes with the Federal Energy Regulatory Commission pursuant to Section 205 of the Federal Power Act. The Board approved the motion.
2. Draft Comprehensive Reliability Plan Key Findings.

3. FERC ANOPR Update.
4. Long Island Export Public Policy Transmission Need – Status Update.
5. NYISO Response to Dr. Patton’s State of the Market Report.

**Report of the President & CEO**

Mr. Dewey provided an update on the COVID-19 Return to Office Process and Schedule and reported that NYISO employees are returning to the office on November 1, 2021. All NYISO employees and visitors will be required to be vaccinated to be allowed onsite. Mr. Dewey also reported that the NYISO will start holding in-person meetings with the market participants on November 17, 2021.

**VI. Report of the COO**

Mr. Gonzales briefed the Board on items outlined in the COO Report included in the Board package, as follows:

1. Draft FERC/NERC Report on 2021 Cold Weather Event in Texas and the South-Central US, released on September 23, 2021. NYISO management will provide the Board and the stakeholders with a summary of the expected impacts of the applicable recommendations identified in the final report, as well as other key lessons learned from the 2021 Cold Weather Event.
2. Long Island Area Transmission Infrastructure Outages.

**VII. Other Business**

The Board, in Executive Session, approved the 2022-2032 Strategic Plan which will be published sometime in November.

**VIII. Next Meeting**

The next meeting of the Board is being held on November 16, 2021.

Respectfully submitted,



Diane L. Egan

Corp. Secretary & Secretary to the Board