

**THE NEW YORK INDEPENDENT SYSTEM OPERATOR, INC.**  
**FINAL MINUTES OF ANNUAL BOARD OF DIRECTOR'S MEETING**  
**APRIL 16, 2019**

The Board of Directors of the New York Independent System Operator (NYISO) held the Annual Board meeting at NYISO headquarters in Rensselaer, NY on April 16, 2019. Chairman Bie chaired the Annual Board meeting, and all Board members were present. Ms. Egan, Ms. Gach, Ms. Hussey, Ms. Nelson, and Messrs. Chapman, Dewey, Fernandez, Gonzales, Jones, Lanahan, Mukerji, Smith, and Yeomans were in attendance.

Nominee for Election of Board Chairman

Mr. Hiney made a motion for Board approval to elect Ms. Ave Bie as Board Chairman for a term of one year, commencing on the date hereof. Ms. Bie recused herself from the vote. The Board approved the motion.

Nominee for Election of Board Vice Chairman

Ms. Bie made a motion for Board approval to elect Mr. Daniel Hill as Board Vice Chairman, for a term of one year, commencing on the date hereof. Mr. Hill recused himself from the vote. The Board approved the motion.

Membership on Board Committees

Mr. Bemis reported that the Governance Committee met on April 15, 2019 and approved the Board Committee structure, as presented. Mr. Bemis made a motion for Board approval of the Board Committee structure, effective on April 16, 2019. The Board approved the motion.

The Annual Board meeting was adjourned at 10:36 a.m.

Respectfully submitted,



Diane L. Egan

Corp. Secretary & Secretary to the Board