

THE NEW YORK INDEPENDENT SYSTEM OPERATOR, INC.
FINAL MINUTES OF BOARD OF DIRECTOR'S MEETING
REGULAR SESSION – DECEMBER 5, 2019

The Board of Directors of the New York Independent System Operator (NYISO) met at Hunton Andrews Kurth in NYC on December 5, 2019. Chairman Bie chaired the meeting, and all Board members were present, with the exception of Mr. Hiney. Ms. Egan, and Messrs. Fernandez, Jones, and Lanahan were also present.

I. Approval of Board Meeting Minutes

Upon motion duly made and seconded, the Board approved the October 15, 2019 Board meeting minutes, and deferred approval of the November 19, 2019 Board meeting minutes until the next meeting.

II. Consent Agenda

There were no items on the Consent Agenda for approval this month.

III. Report of the Board Chair

No items to report on this month.

IV. Committee Reports

A. Audit & Compliance

The Audit & Compliance Committee did not meet this month.

B. Commerce & Compensation

Mr. Hill reported that the Commerce & Compensation Committee met on December 5, 2019 and reviewed/approved the following:

- 1) CEO 2020 Goals – Motion for Board approval of the CEO 2020 Goals, as amended, was approved by the Board.
- 2) VP 2020 Goals were provided for information.

C. Governance

Mr. Bemis reported that the Governance Committee met in Executive Session on December 5, 2019 and received a status update on the Board member search.

D. Reliability & Markets

Mr. Lynch reported that the Reliability & Markets Committee met on December 5, 2019 and discussed/approved the following:

- 1) Tariff Revision – Class Year & Interconnection Process Redesign – Motion for Board approval of the tariff revisions, and to authorize NYISO management to file these changes with FERC, pursuant to Section 205 of the Federal Power Act, was approved, if no appeals are received.
- 2) Tariff Revision – Competitive Entry Exemption (CEE) Enhancements & Rules to Facilitate Repowering – Motion for Board approval of the proposed changes to the NYISO’s Market Administration and Control Area Services Tariff to enhance the CEE rules for Buyer-Side Mitigation determinations, and to authorize NYISO management to file these changes with FERC, pursuant to Section 205 of the Federal Power Act, was approved, if no appeals are received..
- 3) 2020 Planning Studies.
- 4) Grid in Transition Report.

V. Report of the President & CEO

Mr. Dewey provided his report in Executive Session.

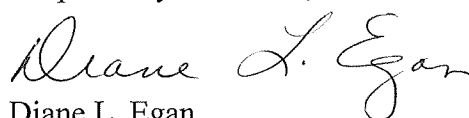
VI. Other Business

There were no other topics for discussion.

VII. Next Meeting

The next meeting of the Board is being held on January 14, 2020 at Hunton Andrews Kurth offices in NYC.

Respectfully submitted,



Diane L. Egan

Corp. Secretary & Secretary to the Board