

MINUTES OF THE SIXTEENTH MEETING OF THE  
GOVERNANCE COMMITTEE  
HELD ON MAY 5, 2014

Pursuant to notice dated April 22, 2014, the sixteenth (16<sup>th</sup>) meeting of the Governance Committee (“Committee”) of the NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (“Authority”) was convened in the Authority’s Albany office at 17 Columbia Circle, Albany New York, and by video conference in the Authority’s Buffalo Office at 726 Exchange Street, Suite 821, Buffalo, New York, and by video conference at the office of the New York State Division of Housing & Community Renewal at 641 Lexington Avenue, 4<sup>th</sup> Floor (conference rooms B and C), New York, New York, on Monday, May 5, 2014, at 10:30 a.m.

The following members of the Committee were present in Albany unless otherwise indicated:

David D. Elliman, Chair (by video conference from New York City)

George F. Akel, Jr.

Richard Kauffman

Mark A. Willis (by video conference from New York City)

Also present were John Rhodes, President and CEO, Jeffrey J. Pitkin, Treasurer; Hal Brodie, Esq., General Counsel; Tom Barone, Acting Vice President for Energy Services; Laura Rowe, Esq., Assistant Counsel and Secretary to the Governance Committee; and various other staff of the Authority.

Mr. Elliman called the meeting to order and noted the presence of a quorum.

The first item on the agenda concerned the approval of the minutes of the fifteenth (15<sup>th</sup>) meeting of the Governance Committee held on June 17, 2013.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote, the minutes of the fifteenth (15<sup>th</sup>) meeting of the Governance Committee were approved.

The Chair indicated that the next item on the agenda concerned a resolution to convene in private session to discuss the results of the Annual Confidential Board Member Performance Evaluation. Section 108 of the Public Officers Law authorizes the Members to convene in private session in order to review a matter made confidential by State law. Since Section 2800 of the Public Authorities Law states that the annual Board Member Performance Evaluation is confidential; therefore, it may be discussed by the Members in private session.

Whereafter, upon motion duly made and seconded, and by unanimous voice vote of the Committee members, the following resolution was adopted.

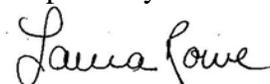
Resolution No. 24

RESOLVED, that pursuant to Section 108 of the Public Officers Law and Section 2800 of the Public Authorities Law, the Members of the Governance Committee shall convene in private session on May 5, 2014 for the purpose of reviewing the Annual Confidential Board Member Performance Evaluation of the Authority.

At the conclusion of the private session, Mr. Elliman reconvened the meeting in open session. Mr. Elliman announced that no formal action was taken during the private session. Mr. Elliman stated that the results of the Confidential Board Member Performance Evaluation will be discussed with the full Board at the June meeting. Mr. Elliman also requested a phone conference with Hal Brodie to discuss personnel procedures.

Mr. Elliman stated that the last agenda item concerned other business. There being no further business, upon motion duly made and seconded, and by unanimous voice vote of the Committee members, the meeting was adjourned.

Respectfully submitted,



Laura Rowe  
Secretary to the Committee

**NOTICE OF MEETING AND AGENDA**

April 22, 2014

TO THE MEMBERS OF THE GOVERNANCE COMMITTEE:

PLEASE TAKE NOTICE that the sixteenth (16<sup>th</sup>) meeting of the GOVERNANCE COMMITTEE of the New York State Energy Research and Development Authority will be held in the Authority's Albany Office at 17 Columbia Circle, Albany, New York, and by video conference at the office of the New York State Division of Housing & Community Renewal at 641 Lexington Avenue, 4<sup>th</sup> Floor (conference rooms B and C), New York, New York, and by video conference in the Authority's West Valley Office at 9030-B Route 219, West Valley, New York, on Monday, May 5, 2014, commencing at 10:30 a.m., for the following purposes:

1. To consider the Minutes of the 15<sup>th</sup> meeting held on June 17, 2013.
2. To consider and act upon a motion to enter into private session for the purpose of reviewing the results of the Annual Confidential Board Member Performance Evaluation.
3. To transact such other business as may properly come before the meeting.

Members of the public may attend the meeting at any of the above locations. The Authority will be posting a video of the meeting to the web within two business days of the meeting. The video will be posted at <http://www.nysesda.ny.gov/About/Board-Governance/Board-and-Committee-Meetings.aspx>.



Laura B. Rowe  
Secretary to the Committee

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