



Regional Greenhouse Gas Initiative, Inc.
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**Regional Greenhouse Gas Initiative, Inc.
Minutes of a Special Board of Directors' Meeting
December 2, 2010**

A special meeting of the Directors of the Regional Greenhouse Gas Initiative, Inc., a Delaware non-profit corporation (the "Corporation"), was held on December 2, 2010, via teleconference, pursuant to written notice sent to each Director.

The meeting was called to order by the Chair, David Littell, at approximately 1:45 PM.

Persons in Attendance

The following Directors, constituting a quorum, were present via-teleconference for the meeting:

- Tracy Babbidge for Amey Marrella, CT
- John Betkoski, CT
- Philip Cherry for Collin O'Mara, DE
- Beth Nagusky, ME
- David Littell, ME
- Shari T. Wilson, MD
- Miles Mitchell for Susanne Brogan, MD
- Phil Giudice, MA
- Clifton Below, NH
- Thomas Burack, NH
- Nancy Wittenberg for Bob Martin, NJ
- Peter Iwanowicz, NY
- Garry A. Brown, NY
- W. Michael Sullivan, RI
- Mary Jo Krolewski for James Volz, VT

In addition, consulting Agency Head
Francis J. Murray, NY

Tracy Babbidge was appointed to serve as an alternate director on behalf of Ms. Marrella; Philip Cherry was appointed to serve as an alternate director on behalf of Mr. O'Mara; Miles Mitchell was appointed to serve as an alternate director on behalf of Ms. Brogan; Nancy Wittenberg was appointed to serve as an alternate director on behalf of Mr. Martin; Mary Jo Krolewski was appointed to serve as an alternate director on behalf of Mr. Volz.

The written designations of the alternates were duly received and are attached to the minutes of this meeting.

Also present via-teleconference by invitation were state agency staff, Lisa DeVito, RGGI, Inc. and Jonathan Schrag as Executive Director.

Quorum of Directors

The Chair, David Littell, convened the meeting at 2:00 p.m. and stated that a quorum of the Directors was present. Mr. Sullivan and Ms. DeVito kept the minutes of the meeting.

New Business

Peter Iwanowicz was nominated to join the Executive Committee as a Member at Large. After a brief discussion, a motion to close the nomination was duly made by Mr. Sullivan and seconded by Mr. Cherry, it was unanimously

RESOLVED that Peter Iwanowicz shall join the Executive Committee as a Member at Large.

There being no other business before the Directors, upon a motion duly made and seconded, it was resolved to adjourn the Directors' meeting at 2:11 p.m.

Respectfully submitted,

A handwritten signature in black ink that reads "W. Michael Sullivan". The signature is written in a cursive, flowing style.

W. Michael Sullivan