



Regional Greenhouse Gas Initiative, Inc.  
90 Church Street, 4th Floor  
New York, NY 10007  
212-417-7329

**Regional Greenhouse Gas Initiative, Inc.  
Minutes of Board of Directors' Meeting  
September 30, 2013**

A Special Meeting of the Directors of the Regional Greenhouse Gas Initiative, Inc., a Delaware non-profit corporation (the "Corporation"), was held on September 30, 2013 via teleconference, pursuant to written notice sent to each Director.

The meeting was called to order by Chair Collin O'Mara at approximately 5:04 pm.

**Persons in Attendance**

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

Tracy Babbidge for Daniel Esty, CT  
Collin O'Mara, DE  
Robert Howatt for Dallas Winslow, DE  
Patricia Aho, ME  
David Littell, ME  
Robert Summers, MD  
Kelly Speakes-Backman, MD  
Ken Kimmell, MA  
Mark Sylvia, MA  
Thomas Burack, NH  
Robert Scott, NH  
Jared Snyder for Joseph Martens, NY  
Audrey Zibelman, NY  
James Volz, VT

Tracy Babbidge was appointed to serve as an alternate on behalf of Mr. Esty. Robert Howatt was appointed to serve as an alternate director on behalf of Mr. Winslow. Jared Snyder was appointed to serve as an alternate director on behalf of Mr. Martens. The written designations of the alternates were duly received and are attached to the minutes of this meeting.

Also present by invitation were the following people: Morgan Ellis (DE), Valerie Gray (DE), Diane Franks (MD), Kathy Kinsey (MD), Marissa Paslick (MD), Rachel Evans (MA), Bill Lamkin (MA), Craig Wright (NH), Dave Coup (NY), Lois New (NY), Frank Stevenson (RI), Kevin Fink (VT), Dick Valentinetti (VT); Anna Ngai (RGGI, Inc.); and Nicole Singh as Executive Director.

**Call to Order and Board of Directors Roll Call**

Chair O'Mara opened the meeting and thanked all participants for joining. A roll call was conducted and it was confirmed that a quorum of the Directors was present. He also welcomed new Board member Audrey Zibelman, Chair of the NY Public Service Commission.

**Proposed Draft Guidelines on RGGI, Inc. Board of Directors Meetings**

Ms. Singh presented a proposed draft *Guidelines on RGGI, Inc. Board of Directors Meetings*. After a period of questions and discussion that followed, Chair O'Mara asked for a motion to approve the document.

Mr. Burack moved to approve the *Guidelines on RGGI, Inc. Board of Directors Meetings*. Mr. Kimmell seconded this motion. The motion was approved.

**RESOLVED**, that the *Guidelines on RGGI, Inc. Board of Directors Meetings* are adopted as presented.

**RGGI, Inc. Finance Committee**

Chair O'Mara presented the nomination of Mr. Sylvia to replace Garry Brown on the RGGI, Inc. Finance Committee, following Mr. Brown's exit from the Board.

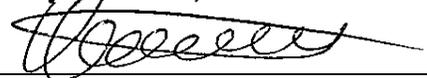
Mr. Kimmell moved to approve the nomination. Mr. Burack seconded this motion. The motion was approved.

**RESOLVED**, that Mark Sylvia is elected to serve on the RGGI, Inc. Finance Committee.

**Adjournment**

There being no further business of the Board, the Board agreed upon consensus to adjourn at 5:36 pm.

Respectfully submitted,



\_\_\_\_\_  
Kenneth Kimmell

**Regional Greenhouse Gas Initiative, Inc.**

**Appointment of Alternate Director**

I, the undersigned, appoint Tracy Babbidge, as the alternate director to act in my place as a director of the Regional Greenhouse Gas Initiative, Inc. at the RGGI, Inc. Board of Directors Conference Call on Monday, September 30, 2013.

A handwritten signature in black ink that reads "Daniel Esty". The signature is written in a cursive style with a large initial "D".

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Name: Daniel Esty

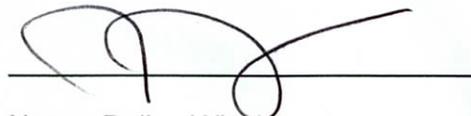
Title: Commissioner

Connecticut Department of Energy and  
Environmental Protection

**Regional Greenhouse Gas Initiative, Inc.**

**Appointment of Alternate Director**

I, the undersigned, appoint Robert Howatt, as the alternate director to act in my place as a director of the Regional Greenhouse Gas Initiative, Inc. at the RGGI, Inc. Board of Directors Conference Call on Monday, September 30, 2013.

A handwritten signature in black ink, appearing to read 'Dallas Winslow', is written over a solid horizontal line.

Name: Dallas Winslow

Title: Chairman

Delaware Public Service Commission

ANDREW M. CUOMO  
GOVERNOR



JOE MARTENS  
COMMISSIONER

STATE OF NEW YORK  
DEPARTMENT OF ENVIRONMENTAL CONSERVATION  
ALBANY, NEW YORK 12233-1010

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Regional Greenhouse Gas Initiative, Inc.  
90 Church Street, 4th Floor  
New York, New York 10007

Dear Chair of the Board of Directors:

I, the undersigned, appoint J. Jared Snyder, Assistant Commissioner for the Office of Air Resources, Climate Change & Energy, to act in my stead whenever I am unavailable to fulfill my role as a director of the Regional Greenhouse Gas Initiative, Inc.

Sincerely,

A handwritten signature in black ink that reads 'Joseph J. Martens'. The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

Joseph J. Martens

cc: Jared Snyder  
Jonathan Schrag

