

Draft Minutes of the Board of Directors
Subject to Review and Adoption by the WCI, Inc. Board of Directors

Wednesday, December 17, 2025

The Western Climate Initiative, Inc. Board of Directors (the “Board”) held a meeting on December 17, 2025, via teleconference. The meeting was called to order by the Chair, Jean-Yves Benoit, at approximately 12:07 p.m. Pacific Time / 3:07 p.m. Eastern Time. Three members of the public attended the meeting.

Attendance

The following Directors were present, constituting a quorum pursuant to the By-Laws:

- Jean-Yves Benoit (Chair)
- Joel Creswell (Treasurer)
- Casey Sixkiller
- Lauren Sanchez
- Jocelyn Savoie

Also present were:

- Greg Tamblyn, WCI, Inc.
- Eric Turcotte, WCI, Inc.
- Chris Delfino, Delfino Madden
- Rajinder Sahota, State of California
- Sarah Izant, State of California
- Kim Ricard, Province of Québec
- Ridouan El Kadiri, Province of Québec

Mr. Benoit welcomed Ms. Sanchez and Mr. Savoie to the Board.

I. Approve September 24, 2025 Board Meeting Minutes

A copy of the September 25, 2025 WCI, Inc. Board of Directors public session meeting minutes was distributed to the Board prior to the meeting.

Upon a motion by Mr. Creswell and seconded by Ms. Sanchez, the Board unanimously approved the following resolution:

RESOLVED that the English and French versions of the September 25, 2025 Board Meeting Minutes, as presented and attached to the minutes of this meeting, are hereby ratified, approved, and adopted.

II. Elect Officers and Appoint Standing Committee Members for 2025-2026

a) Officers

As provided for in the By-Laws, the Board elects officers and appoints members to standing committees for next year.

Upon a motion by Mr. Benoit and seconded by Mr. Sixkiller, the Board unanimously approved the following resolution:

RESOLVED that the following-named persons are elected to the offices set forth beside their respective names, to serve until the next annual meeting of the Directors and until their successors are duly elected and qualified:

- **Chair:** Jean-Yves Benoit
- **Vice Chair:** Casey Sixkiller
- **Treasurer:** Joel Creswell
- **Secretary:** Jocelyn Savoie

b) Appointment of Standing Committee Members

i. Executive Committee

The membership of the Executive Committee is established in the By-Laws, and consists of the four corporate officers and additional Class A directors as approved by the Board. The Chair of the Board also serves as chairperson of the Executive Committee.

ii. Audit Committee

The Audit Committee shall consist of no fewer than two and no more than six independent, non-compensated, Class A directors. This Committee shall oversee the quality and integrity of the Corporation's accounting, auditing and reporting practices. The specific powers and responsibilities of the Audit Committee shall be specified in an Audit Committee Charter, which shall be adopted and reviewed from time to time by the Board.

Upon a motion by Mr. Benoit and seconded by Mr. Savoie, the Board unanimously approved the following resolution:

RESOLVED that the Audit Committee shall comprise the following Directors or Designees:
Casey Sixkiller, Sarah Izant, and Kim Ricard.

iii. Finance Committee

The Finance Committee shall advise the Treasurer and the Board as to the investments, budget, and general fiscal policy of the Corporation. The Finance Committee shall consist of at least two Class A directors, one of whom shall be the Treasurer, who shall serve as chairperson of such Committee.

Upon a motion by Mr. Benoit and seconded by Ms. Sanchez, the Board unanimously approved the following resolution:

RESOLVED that in addition to Treasurer who shall serve as the Chair of the Finance Committee per the By-Laws, the Finance Committee shall also comprise the following Directors or Designees: Joel Creswell (Chair of the Committee), Jean-Yves Benoit, and Rajinder Sahota.

III. Approve the New York Funding Agreement

A copy of the proposed Funding Agreement amendment for New York was distributed to the Board before the meeting. Mr. Tamblyn reviewed the Funding Agreement amendment with the Board.

Upon a motion by Mr. Benoit and seconded by Mr. Sixkiller, the Board unanimously approved the following resolution:

RESOLVED that the New York Funding Agreement Amendment, as presented and attached to the minutes of this meeting, is hereby approved, and the Executive Director is authorized to execute this Agreement Amendment on behalf of WCI, Inc.

IV. Adjourn Open Session

There being no other business, the public session adjourned at 12:20 p.m. Pacific Time / 3:20 p.m. Eastern Time.

Respectfully submitted,

Jocelyn Savoie, Secretary