

## Friday, December 17, 2021

The Western Climate Initiative, Inc. Board of Directors (the “Board”) held a meeting on December 17, 2021, via teleconference. The meeting was called to order in open session by the Chair, Jason Hollett, at approximately 11:00 a.m. Pacific / 2:00 p.m. Eastern / 3:00 p.m. Atlantic Time. One member of the public attended the meeting via teleconference.

### Attendance

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

- Jason Hollett (Chair)
- Liane Randolph (Vice Chair)
- Jean-Yves Benoit (Treasurer)
- Lilani Kumaranayake (Secretary)
- Kim Ricard

Also present were:

- Shereen D’Souza, State of California
- Rajinder Sahota, State of California
- Nancy Rondeaux, Province of Nova Scotia
- Brittany White, Province of Nova Scotia
- Greg Tamblyn, WCI, Inc.
- Eric Turcotte, WCI, Inc.
- Chris Delfino, Delfino Madden
- Bryan Lopuck (Translator)

### I. Approve October 26, 2021 Board Meeting Minutes

A copy of the October 26, 2021 Board of Directors public session meeting minutes was distributed to the Board prior to the meeting.

Upon a motion by Ms. Kumaranayake and seconded by Ms. Randolph, the Board unanimously approved the following resolution:

***RESOLVED*** that the English and French versions of the October 26, 2021 Board Meeting Minutes, as presented and attached to the minutes of this meeting, are hereby ratified, approved and adopted.

### II. Approve California Funding Agreement

A copy of the proposed California Funding Agreement was distributed to the Board prior to the meeting. Mr. Tamblyn reviewed with the Board the Funding Agreement.

Upon a motion by Ms. Ricard and seconded by Ms. Kumaranayake, the Board unanimously approved the following resolution:

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

### III. Approve Washington Funding Agreement and Addition of Washington as a Participating Jurisdiction

A copy of the proposed Washington State Funding Agreement and of the amendment to the WCI, Inc. By-laws were distributed to the Board prior to the meeting. Mr. Tamblyn reviewed both documents with the Board.

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

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

***RESOLVED** that the English and French versions of the By-laws amending Exhibit A to add the State of Washington as a Participating Jurisdiction, as presented and attached to the minutes, are hereby ratified, approved, and adopted contingent upon: (a) the execution of the Washington Funding Agreement by both WCI, Inc. and the State of Washington, and (b) the State of Washington appointing its two Class A Directors to the WCI, Inc. Board of Directors.*

### IV. Adjourn Open Session

There being no other business, the public session adjourned at 11:13 a.m. Pacific / 2:13 p.m. Eastern / 3:13 p.m. Atlantic Time.

Respectfully submitted,

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Lilani Kumaranayake, Secretary