

EXECUTIVE COMMITTEE RESOLUTION CODE OF CONDUCT

In order to better ensure compliance with the NYSRC Code of Conduct, the Executive Committee hereby establishes the following procedures:

1. Annual Certification by Council Personnel

All Council Personnel, as defined in the Code of Conduct, shall certify annually that they have read the NYSRC Code of Conduct and agree to comply with its provisions. This certification will be made on a form to be prepared and distributed to all Council Personnel by the Executive Secretary by no later than the Executive Committee meeting in January of each year. The signed certifications will be returned to the Executive Secretary by no later than the Executive Committee meeting in February of each year. The Executive Secretary will report to the Executive Committee on compliance with this requirement at its February meeting.

2. Annual Disclosure Requirement

All Unaffiliated members of Executive Committee, as defined in the Code of Conduct, the NYSRC Treasurer, Executive Secretary and Counsel, all consultants retained by the NYSRC, and any party appointed by the Executive Committee to serve on an NYSRC subcommittee, working group or task force, shall provide to the Executive Committee a list of his or her business or commercial relationships with the NYISO or any Market Participant, and any relationship with any other entity that may present a potential conflict or interfere with the duties owed to the NYSRC. The annual disclosure will be made on a form prepared and distributed by the Executive Secretary at or before the January meeting of the Executive Committee and will be returned to the Executive Secretary by the February meeting of the Executive Committee each year. The Executive Secretary will report to the Executive Committee on compliance with this disclosure requirement at its February meeting. Any change in the information provided in the annual disclosure report shall be promptly reported to the Executive Committee. The updated disclosure information will be placed on the agenda for the next Executive Committee meeting and noted in the meeting minutes.

Approved by the Executive Committee on May 14, 2010.