

**MINUTES OF THE MEETING
OF THE
GOVERNANCE COMMITTEE**

July 23, 2013

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July 23, 2013

Minutes of the regular meeting of the New York Power Authority's Governance Committee held at the Authority's offices at 123 Main Street, White Plains, New York at approximately 8:30 a.m.

The following Members of the Governance Committee were present:

Eugene L. Nicandri, Chairperson
Chairman John R. Koelmel
Trustee Terrance P. Flynn
Trustee Joanne M. Mahoney

Also in attendance were:

Gil Quiniones	President and Chief Executive Officer
Judith McCarthy	Executive Vice President and General Counsel
Edward Welz	Chief Operating Officer
Joan Tursi	Senior Vice President – Corporate Support Services
Patricia Leto	Vice President – Procurement
Joseph Gryzlo	Vice President and Chief Ethics and Compliance Officer
Karen Delince	Corporate Secretary
Dennis Eccleston	Chief Information Officer
Debra White	Director – Supplier Diversity Program
Gary Schmid	Manager – Network Services
Lorna Johnson	Associate Corporate Secretary
Sheila Baughman	Assistant Corporate Secretary

Chairman Eugene Nicandri presided over the meeting. Corporate Secretary Delince kept the Minutes.

Introduction

Chairman Eugene Nicandri welcomed committee members and Authority senior staff to the meeting. He said the meeting had been duly noticed as required by the Open Meetings Law and called the meeting to order pursuant to Section B(4) of the Governance Committee Charter.

1. Adoption of the Proposed Meeting Agenda

Upon motion made and seconded the agenda for the meeting was adopted.

2. CONSENT AGENDA:

Upon motion made and seconded, the Consent Agenda and Reports provided to members of the Governance Committee were approved.

a. Approval of the Minutes

The Minutes of the Committee's Regular Meeting of March 21, 2013 were approved.

b. Procurement and Real Estate Reports

The Senior Vice President of Corporate Support Services submitted the following report:

"SUMMARY

This memorandum is to advise the Governance Committee of certain 2013 YTD activities of the Corporate Support Services/Enterprise Shared Services ('CSS/ESS') Business Unit, including: procurement contract activity, disposal of personal property, acquisition and disposal of real property, Supplier Diversity Program activities and plant inventory statistics, as well as fossil fuels and corporate finance activities of the Energy Resource Management and Business Services Business Units, respectively.

BACKGROUND

Pursuant to Subsection C.5 of the Authority's Governance Committee Charter relating to Reports, the Vice President –Procurement and the Director – Real Estate are required to report to the Committee at all regularly scheduled meetings and the Committee has the authority to require Procurement and Real Estate staff to prepare additional reports and to produce documents for Committee review.

The reported activities are governed by various State laws and regulations and are set forth in the attached Reports.

DISCUSSION

As more fully described in the individual reports attached hereto as Exhibits ‘2b-A’ thru ‘2b-G,’ the Procurement Contract Report summarizes activity for procurements of \$5,000 or greater awarded since January 1, 1990 that were active in 2013, as identified by the Authority’s SAP computer system. The Disposal of Personal Property Report lists all personal property disposal transactions over \$5,000 conducted during 2013. The Real Estate Report includes all transactions over \$15,000 for the acquisition or disposal of real property by the Authority. The Supplier Diversity Program Activity Report summarizes dollars awarded to New York State-certified Minority and Women-owned Business Enterprises (‘MWBES’) based on reportable expenditures. The Plant Inventory Analysis lists current stock value and compares it to that of the previous year, with a brief explanation for any significant increase or decrease, where applicable. The Fossil Fuels and Corporate Finance Reports list the fuel- and finance-related transactions conducted by the Fuel Operations and Treasury work groups, respectively.”

c. Recent Developments and Status of NYPA’s Ethics and Compliance Program

The Vice President and Chief Ethics and Compliance Officer submitted the following report:

“ETHICS and COMPLIANCE

SUMMARY

The Office of Ethics and Compliance advises NYPA’s trustees, officers and employees on the legal, regulatory and NYPA Code of Conduct ethics and compliance standards relating to NYPA’s employees and operations. It coordinates the investigation of allegations and concerns involving NYPA’s assets and employees. This report highlights significant developments in NYPA’s ethics and compliance program for the period March 1, 2013 to July 1, 2013.

BACKGROUND

The principal substantive issues arising under the NYS ethics laws and NYPA’s Code of Conduct investigated or researched since the most recent Governance Committee report on March 21, 2013 include various requests to engage in outside activities and employment and issues concerning conflicts of interest, gifts inquiries, post-employment restrictions and re-hire reviews related to former employees.

The Office of Ethics and Compliance provides annual training to all trustees, officers and employees to reaffirm NYPA’s commitment to prevailing ethics principles and raise awareness of the laws and regulations with which all NYS public employees are required to comply. Annual review of and certification to the NYPA Ethics Code of Conduct is implemented as an additional measure to reinforce acceptable business and professional conduct. The Office also coordinates required training for designated employees to comply with the Federal Energy Regulatory Commission’s (‘FERC’) Standards of Conduct relating to its transmission and energy marketing functions and FERC Rules designed to prevent manipulation of energy markets.

DISCUSSION

Ethics Caseload

The Ethics and Compliance Office reviewed 61 cases since the last report to the Governance Committee. This level of activity represents an upward trend in case volume and included reviews in the following categories: 3 appearances of impropriety; 1 conflict of interest; 2 general inquiries; 2 Financial Disclosure questions; 9 gifts questions; 12 outside activities and 12 outside employment reviews; 1 political activity inquiry; 11 post-employment questions; 6 issues related to unwarranted privilege and 2 assessments relating to appropriate use of NYPA assets. These cases originated from all NYPA facilities, with a concentration from the White Plains Office. There has been a steady increase in ethics inquiries from employees at the operations' facilities, including those represented by bargaining units.

Cases of interest since the last report to the Governance Committee include the re-hire on a temporary basis of several former NYPA employees in the Operations business unit to support major capital work at the projects, including the Transmission Life Extension and Modernization initiatives. The Office evaluates these employment recommendations to ensure compliance with the NYS and NYPA Code of Conduct post-employment restrictions, as well as the statutory limits on earnings contained in the NYS Retirement & Social Security Law. In all instances, the re-hiring of former NYPA employees is justified by those individuals' unique expertise, knowledge and skills, as well as the short term duration of their specialized engagement.

The Office facilitated an outside employment request with the NYS Joint Commission on Public Ethics ('JCOPE') for a designated policy maker who serves as an adjunct professor at Columbia University.

In recent months, NYPA has undertaken several new initiatives regarding social media, including an internal blog, Facebook and Twitter accounts. The Office has required that certain disclaimers be added to the internal employee blog to ensure that employees are aware of the rules regarding not providing unwarranted privileges to any parties through endorsements of their products or services. NYPA employees who are authorized to engage in social media forums should remain cautious in the manner in which they utilize social media to avoid any conflicts with the Public Officers Law and restrict their communications to official NYPA business.

Collaboration with the New York State Inspector General's Office

The Office of Ethics and Compliance continues to collaborate with the NYS Inspector General's Office on investigations of allegations and complaints involving NYPA employees and business partners. Issues of corruption, fraud, criminal activity, conflicts of interest or abuse by state officers and employees relating to their office or employment, or by anyone having business dealings with covered agencies, are included within the Inspector General's Office jurisdiction. Details of pending cases will be provided during the Governance Committee Executive Session upon request.

Training and Outreach

The Public Integrity Reform Act of 2011 requires that all Trustees and employees who participate in the Financial Disclosure Program administered by the JCOPE receive a live, two-hour comprehensive ethics training by August 15, 2013. NYPA's Chief Ethics and Compliance Officer, Joseph Gryzlo, was certified to conduct the training for the approximately 400 NYPA trainees. Multiple training sessions have been held and others are scheduled, which will ensure compliance with the August 15 deadline. NYPA will submit a compliance training report to JCOPE listing all NYPA required trainees and their training completion dates.

In addition to fulfilling this compliance training requirement, the Office will provide this ethics training to all NYPA employees to satisfy the NYPA annual ethics training commitment. Non-Financial Disclosure filers will be invited to attend the live training sessions and will also have the option to complete the training electronically.

The Office is also using these training sessions to facilitate the annual Code of Conduct Certification process. In recent years, the Code Certification process has been completed electronically. NYPA has been encouraged to return to a paper process which includes employees' signatures. Employees have been asked to read the newly amended Code of Conduct and submit their signed certification acknowledging their understanding of the Code's provisions and commitment to comply with them.

Financial Disclosure

Annual Financial Disclosure Forms were due at JCOPE on May 15, 2013. On several occasions, the Office facilitated the resolution of questions between employees and Commission staff.

Compliance with this requirement is the responsibility of the individual required to file the form. Employees who knowingly fail to file the Financial Disclosure Form shall be subject to a hearing and escalating fines not to exceed \$40,000.

Honoraria

NYPA filed its annual report on Honoraria with JCOPE on May 31, 2013. There were no instances of Honoraria reported.

'Project Sunlight' Update

Project Sunlight is a component of the Governor's 2011 Public Integrity Reform Act. Effective January 1, 2013, it requires NYPA to record in a database maintained by the NYS Office of General Services ('OGS') all individuals, firms or other entities (excluding other State and local governmental agencies and elected officials) that appear before NYPA on their own behalf or in a representative capacity on behalf of a client or customer for certain purposes.

The covered 'appearances' category was altered in the second quarter to eliminate telephone calls from the reporting requirement. Current covered appearances include live, in-person meetings and video conferences. E-mails, letters and other written communications remain excluded from reporting. The removal of telephone calls from the database reduced NYPA's entries from approximately 200 to 137. NYPA had submitted various clarification and exception requests to the Governor's Counsel's Office and received favorable determinations which will enable it to continue to efficiently conduct its business while complying with the purpose and expectations for Project Sunlight.

RELIABILITY STANDARDS COMPLIANCE

SUMMARY

This report highlights important aspects of NYPA's reliability standards compliance program for the period March 04, 2013 to July 23, 2013. A brief background statement is followed by discussion of specific reliability standards-related topics affecting the enterprise.

BACKGROUND

Following the 2003 Northeast blackout, the Energy Policy Act of 2005 was passed and gave the Federal Energy Regulatory Commission ('FERC') the power to establish mandatory standards for electric reliability. FERC named the North American Electric Reliability Corporation ('NERC') as its Electric Reliability Organization ('ERO') and charged it with developing and enforcing reliability standards. The Northeast Power Coordinating Council ('NPCC') is NERC's enforcement agent for the Northeast U.S. NERC established an organization and processes for developing, implementing and enforcing standards. The initial set of standards became enforceable on June 18, 2007. Since then, the standards have continued to be expanded and revised to address known gaps in the standards or gaps discovered from lessons learned from analyses of more recent system disturbances and blackout events.

NYPA is currently registered, under the NERC functional registration model, as a Transmission Owner, Generator Owner, Generator Operator, Purchasing and Selling Entity, and Load Serving Entity. Recently, NYPA requested de-registration as a Load Serving Entity. Under these registrations, NYPA is subject to 115 standards containing 379 requirements. The standards cover a wide range of NYPA's operation and maintenance activities and processes. In addition, NYPA is subject to some more stringent standards and reliability requirements established by NPCC.

DISCUSSION

NERC Reliability Standards Compliance Enforcement Actions

During the reporting period, NYPA staff managed compliance enforcement actions related to several of the NERC Reliability Standards that are applicable to NYPA's NERC registrations. There are currently nine (9) active enforcement actions related to self-report of possible violations of the standards. One of these was submitted to the Northeast Power Coordination Council ('NPPC') in 2011, one in 2012, four (4) in January 2013, two (2) in February 2013 and one (1) in June 2013. For those submitted in 2011, 2012 and June 2013, NYPA reached favorable settlement agreements with NPCC with final closure anticipated within the next few months. For the remaining self-reports submitted in 2013, three (3) mitigation plans have been completed and are currently under review by NPCC, and three (3) mitigation plans are in progress.

Possible Violation Concern Investigations

During the reporting period, Technical Compliance initiated investigations of seven (7) possible NERC Reliability Standards compliance concerns identified by the staff pursuant to an internal procedure entitled 'Possible NERC Reliability Standards Compliance Violation.' Five (5) of the investigations are still ongoing; one (1) was reported as a possible violation and processed by NPCC via its Find, Fix, and Track ('FFT') process with no penalty; and one (1) resulted in a recommended possible violation self-report. These compliance concerns were associated with the Voltage and Reactive ('VAR'), Critical Information Protection ('CIP'), and Protection and Control ('PRC') NERC Reliability Standards. This internal process is viewed by the regulator as evidence that NYPA has a strong internal compliance program.

Self-Certifications of Compliance

During the reporting period, NYPA successfully completed three (3) self-certifications of compliance for the Communications ('COM') and PRC NERC Reliability Standards pursuant to NYPA's NERC registrations. Technical Compliance has established a rigorous process to ensure that compliance evidence is updated before NYPA self certifies compliance.

BULK ELECTRIC SYSTEM DEFINITION (BES)

The relevant background on this topic is contained in the July 31, 2012 report to the Governance Committee.

FERC approved the new Bulk Electric System ('BES') definition on December 20, 2012. The new definition will provide greater clarity and ensure consistency in identifying system elements across the nation's reliability regions and will require transmission assets above 100kV to be subject to the NERC Reliability Standards. NYPA staff continued to work to identify any compliance gaps for 40 newly identified BES elements under NYPA's current NERC registrations.

As stated in the last report, the adoption of the new BES definition may require NYPA to register as a Transmission Operator ('TOP') and/or a Transmission Planner ('TP'), which would require NYPA to demonstrate compliance with additional reliability standards. During the reporting period, NYPA continued to participate in meetings with the NYISO and the other NY Transmission Owners to assess new state-wide functional registration and compliance management impacts and actions pursuant to the new BES definition. NYPA staff having knowledge of these matters also met several times internally during the reporting period to further clarify the impacts on NYPA with respect to functional responsibility and compliance accountability for the TOP and TP Standards.

In addition, NYPA staff continued to assess and resolve identified Transmission Owner ('TO') registration compliance gaps for its 40 newly identified BES elements. During the reporting period, NYPA held bi-lateral meetings with National Grid and New York State Electric and Gas to address projected gaps in compliance for the TO standards for newly identified NYPA BES assets located within their substations. Similar meetings with Consolidated Edison and LIPA were held. In addition, NYPA engaged in bi-lateral discussions with other Transmission Owners to discuss the TOP and Transmission Planning ('TP') responsibilities and the impacts of Version 5 of NERC's Critical Infrastructure Protection ('CIP') reliability standards on NYPA's newly identified BES assets located within their substations.

NERC RECOMMENDATIONS TO INDUSTRY – Facility Ratings for Transmission Lines

During the reporting period, NYPA continued to implement its work plan for responding to NERC's October 7, 2010 'NERC Alert – Recommendation to Industry' requiring NYPA to review its current Facility Ratings Methodology for its solely- and jointly-owned transmission lines to verify that the methodology is based on actual field conditions (in particular, line clearances). As stated in the last Governance Committee report, the assessment discovered about 260 line clearance discrepancies in NYPA's 1,400 miles of transmission lines; about 50 of which are on lines rated as high priority. All of the discrepancies on the high priority lines have been corrected. The remediation of discrepancies on the medium priority lines is planned for completion in 2013. Design packages are being finalized by Quanta Technology / Realtime Utility Engineers and CT Main for mitigating the discrepancies on the medium and low priority transmission lines. A status update was submitted to NERC in July 2013.

CYBER SECURITY DEVELOPMENTS

During the reporting period, NYPA staff continued to monitor the progress toward implementation of Version 5 of NERC's CIP reliability standards. NERC filed the CIP Version 5 Reliability Standards with FERC for approval on January 31, 2013. FERC issued a Notice of Proposed Rule ('NOPR') regarding CIP Version 5 standards on April 18, 2013 with industry comments due in June 2013. Based on the NOPR, Version 4 of the CIP standards will not be enforced. Version 3 will be replaced with Version 5, which will become effective July 1, 2015. The pending approval and adoption of Version 5 of the CIP standards will have substantive impacts on NYPA's CIP compliance program. Staff is in the process of performing a

classification assessment of those assets that will be affected by the revised standards to determine the scope and costs of the implementation plan that will ensure NYPA's compliance with the revised standards. Expenditure estimates for implementation of Version 5 have been included in the Operations budget plan for 2014-2015."

DISCUSSION AGENDA

3. Minority and Women-Owned Business Enterprise Statistics

Ms. Debra White, Director of Supplier Diversity Program, provided an overview of the Authority's supply diversity efforts. She said as of the quarter ended June 30, the Authority awarded approximately \$16 million or 22.27% of its expenditures to New York State Certified Minority and Women-Owned Business Enterprises ("MWBEs"); from the beginning of the year through June, expenditures totaled \$38.9M or 23.8%. Overall, the Authority remains on track to meet the NYS mandated goal of 20% expenditures to MWBEs. She said the goals have been aggressive but the Authority continues to meet them. Also, to date, the Authority has tripled its original goals over the last 18 months. She ended by saying that because the Authority achieved 20.87% expenditures to MWBEs, it will be included in the 2012-2013 publication which reports to the Governor the achievements of all state agencies and authorities MWBEs expenditures.

In response to a question from Chairman Nicandri, Ms. White said prior to the NYS mandate of 20% expenditures to MWBEs, the Authority's goal was 6% expenditures to MWBEs; however, it usually surpasses that goal.

In response to a question from Authority Chairman Koelmel, Ms. White said the majority of the MWBEs compliance activities are from the Authority's energy efficiency initiatives, for which a significant amount of Authority funds are expended. She said staff has been working with the Energy Efficiency staff to develop additional compliance measures and tracking procedures and this has yielded significant results in achieving the Authority's MWBE goals.

Responding to a question from Chairman Nicandri, Ms. White said the Implementation Contractors, which are the prime contractors, work with subcontractors who may further subcontract

the jobs, and it is at that level MWBEs are utilized. She said the larger MWBEs have worked with other agencies and authorities such as the Port Authority, and therefore have the experience necessary to do the type of jobs the Authority offers. Also, as a form of introduction, Authority staff invites the MWBEs to meetings with the Implementation Contractors and follow-up with the Implementation Contractors to make sure the connections are made. She said these activities also yield positive results in achieving the Authority's MWBEs goals.

President Quiniones added that the type of work available include lighting, retrofitting, HVAC, boilers and chillers, the types of projects which can benefit MWBEs. He said the Authority's energy efficiency programs have been growing – last year the Authority set another record of \$179 million in expenditures, and projects a growth of up to \$250 million in expenditures to contractors and sub-contractors over the next few years. Therefore, energy efficiency projects have been its focus in terms of volume of work to MWBEs, and the Authority has been very successful in getting technically-qualified MWBE firms to participate.

Responding to a question from Trustee Flynn, Ms. White said the larger MWBEs are aware of the compliance concerns since many of them have worked with other state agencies and are familiar with the program. They are, however, not aware of the opportunities for projects, since projects at their level are not advertised in the Contract Reporter. Staff therefore tries to introduce them to the Implementation Contractors and sub-contractors through different means in order to let them know of the job opportunities available for their skill-set.

Responding to further questioning from Trustee Flynn, Ms. White said since she is aware of the projects as they become available and meet with the Implementation Contractors on a regular basis, she work with them to extend opportunities to MWBEs to participate in the program.

Responding to a question from Authority Chairman Koelmel, Ms. White said it is a challenge to maintain the mandated 20% goal for MWBEs expenditures because there are not many MWBEs capable of performing that type of jobs required in the contracts, and they are also in demand by other state agencies and authorities. She said NYS has a mentoring program to help MWBEs develop the capacity to participate in these projects. The Authority anticipates that, as opportunities present themselves, other MWBEs capable of providing the type of services that the Authority requires, will join in the program.

Responding to further questioning from Authority Chairman Koelmel, Ms. White said the MTA has a very strong mentoring program and the Authority plans to work with them to develop a similar program to stimulate the development of MWBEs capable of participating in its projects. This will be discussed with them in the near future.

4. Motion to Conduct an Executive Session

Mr. Chairman, I move that the Authority conduct an executive session pursuant to the Public Officers Law of the State of New York section §105 to discuss matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation. Upon motion made and seconded an Executive Session was held

5. Motion to Resume Meeting in Open Session

Mr. Chairman, I move to resume the meeting in Open Session. Upon motion made and seconded the meeting resumed in Open Session.

6. Next Meeting

Chairman Nicandri said the next regular meeting of the Governance Committee will be held on Tuesday, December 17, 2013, at the Authority's White Plains Office.

July 23, 2013

Closing

Upon motion made and seconded, the meeting was adjourned by the Chairman at approximately 9:12 a.m.

A handwritten signature in black ink, appearing to read "Karen Delince". The signature is fluid and cursive, with a prominent initial "K" and a long, sweeping tail.

Karen Delince
Corporate Secretary

July 23, 2013

EXHIBITS

TO

July 23, 2013

Meeting Minutes

PROCUREMENT CONTRACTS SUMMARY
June 30, 2013

The following is a summary of all procurement contracts including multi-year contracts awarded prior to June 30, 2013. These contracts have been active during 2013 and are \$5,000 or greater in value. There are 1,687 such contracts with a total estimated value of more than \$3.6 billion not including fossil fuel or corporate finance expenditures covered in Sections 2b-6 and 2b-7 of this report. The total expenditures thus far in 2013 have exceeded \$223 million for these contracts.

- 13% of these contracts are for construction work;
- 41% are for the purchase of equipment and commodities;
- 14% are for personal service contracts such as professional consulting services
- 1% are for architectural and engineering services
- 2% are for legal services
- 29% are for other services, such as maintenance, technicians, contracted personnel, maintenance and repairs.

Based on the total value of the contracts included in this summary, approximately 98% of the total dollars expended were for contracts that were competitively bid. The basis for the sole source awards included the purchase of highly specialized spare parts and services from original equipment manufacturers, procurement of services on an emergency basis and proprietary sources.

On March 21, 2013, the “2012 Annual Report of Procurement Contracts” was certified by the Authority’s Chief Financial Officer and reviewed and approved by the Trustees.

In accordance with Section 2879 of the Public Authorities Law (PAL) requirement the Annual Report of Procurement Contracts was filed with the Director of the Division of the Budget, the Department of Audit and Control, the Department of Economic Development, the Senate Finance Committee, the Assembly Ways and Means Committee and the Authorities Budget Office. The Annual Report consisted of particular information concerning procurement contracts as well as a copy of the Authority’s current Guidelines including the Guidelines for Procurement Contracts, the Guidelines & Procedures for the Disposal of Personal Property, and the Guidelines & Procedures for the Disposal of Real Property.

The Annual Report of Procurement Contracts was submitted to the NYS Comptroller’s Public Authorities Reporting Information System (PARIS) in accordance with Section 2879 of the PAL by the March 31, 2013 deadline.

**ACQUISITION AND DISPOSAL OF REAL PROPERTY
JANUARY 1 – JUNE 30, 2013**

Section 2896 of the Public Authorities Law (PAL) requires a report setting out all real property transactions of the Authority over a given reporting period. Such report shall consist of a list and full description of all real property disposed of during such period. The report shall contain the price received by the Authority and the name of the purchaser. There is no monetary threshold so all disposals regardless of value need to be reported. In addition, acquisitions and leasing transactions are also included in this report. All acquisitions and dispositions reported herein were approved by the Authority's Trustees and/or are consistent with current Trustee approved Expenditure Authorization Procedures. The reporting period is January 1 – June, 30, 2013.

I. ACQUISITIONS

Alcoa Power Generating, Inc. Acquired from Alcoa Power Generating, Inc. on behalf of Long Sault, Inc. permanent easements of 5.99 acres (Map No. SMA-501) and 7.06 acres (Map No. MSA-503). The deed was recorded on May 2, 2013, and the consideration was \$1.00.

Reynolds Metals Company Acquired from Reynolds Metals Company a permanent easement for construction of a transmission line consisting of 21.85 acres. The deed was recorded on June 12, 2013 and the consideration was \$1.00.

Russell Acquired from Edwin O. and Gloria Russell an off right-of-way access road consisting of 0.217 of an acre. The Grant of Easement was recorded on June 20, 2013.

Danger Tree Permits/Land Use Permits – Danger tree permits acquired and land use permits issued along NYPA's transmission system.

During this reporting period, the Authority acquired 36 danger tree permits. These rights allow the Authority to eliminate dangerous vegetation which is critical to the safe operation of the New York State transmission grid. The transmission facilities covered by these danger tree permits include the Niagara-Adirondack, Fitz-Edic, Moses-Willis, and Gilboa-New Scotland. This is an on-going effort.

In addition, the real estate group issued 19 land use permits for use of the Authority's easement areas. These permits, with their accompanying insurance requirements, assure the use of the Authority's easement consistent with the operation of our transmission lines. In addition, these permits can be used to allow other State and municipal entities use of NYPA facilities. A listing of these permits and their respective purposes is set out below.

Permit No.

NATL-12-2P

Permittee

Sam's Auto Body and Service Center

Type of Permit**Permit Requiring Insurance****Purpose**

Maintain, repair, replace and remove an existing fenced parking area for vehicles together with the necessary accessories and appurtenances thereto.

Date Issued

1/14/2013

Expiration Date

Indefinite

Permit No.

MW-12-1P

Permittee

Massena Electric Department

Type of Permit**Permit Requiring Insurance****Purpose**

Construct, operate, maintain, repair, replace and remove a 23 kV distribution line under the Moses-Willis 1 & 2 and the Moses-Massena Transmission lines.

Date Issued

2/6/2013

Expiration Date

Indefinite

Permit No.

NATL-12-8P

Permittee

Mirsad Puskar

Type of Permit**Special Use****Purpose**

Maintain, repair, and remove an existing 10 x 12 shed which is partially into the Authority's easement.

Date Issued

2/4/2013

Expiration Date

Indefinite

Permit No.

NATL-12-9P

Permittee

Daniel L. Soulier

Type of Permit**Special Use****Purpose**

Maintain, repair, and remove an existing garage which is partially in the Authority's easement.

Date Issued

1/7/2013

Expiration Date

Indefinite

Permit No.

NATL-12-13P

Permittee

Thomas and Carmella LaRoche

Type of Permit**Special Use****Purpose**

Maintain, repair, and remove an existing shed 10 x 12 feet which is on the Authority's easement.

Date Issued

1/7/2013

Expiration Date

Indefinite

Permit No.

NATL-12-14P

Permittee

Wayside Garden Center

Type of Permit**Permit Requiring Insurance****Purpose**

Install a nursery center and will store pallets, mulches, soils, bagged stone, concrete pavers and blocks, natural fieldstone, landscape equipment, i.e. skid steer loader and implements, equipment trailers, live plants on wooden tables and shelves, use of herbicide, i.e. round-up or round-up type glyosate, insecticides, i.e. over the counter as licensed by the State of New York, i.e. seven, malathion merit, and the construction of a wooden 8 feet high fence with a gate and paved and gravel walking paths.

Date Issued

1/21/2013

Expiration Date

Indefinite

Permit No.

MS-12-2P

Permittee

New York City Dept. of Environmental Protection

Type of Permit**Entry and Access****Purpose**

Authority shall provide DEP and their contractors and subcontractors access to the Premises as shown on Exhibits A and B outlined in red which are attached hereto and made a part hereof for the sole purpose of boundary surveys, appraisals and inspection on the Premises. Placement of stakes and any digging shall not be allowed within 50 feet of the centerline of the Authority's 345 kV buried cable as defined on Drawing No. MSSC-01A-003 Rev. 5 on the said premises.

Date Issued

4/15/2013

Expiration Date

06/30/2013

Permit No.

SLPP-13-1P

Permittee

Massena Chamber of Commerce

Type of Permit**Site Access Agreement****Purpose**

Authority shall provide MCOC access to the Site (Hawkins Point) for the sole purpose of the Massena Chamber of Commerce's Winter Carnival on February 1, 2, and 3, 2013.

Date Issued

1/31/2013

Expiration Date

2/4/2013

Permit No.

NATL-13-2P

Permittee

Christine Woods

Type of Permit**Special use****Purpose**

Maintain, repair, and remove an existing wooden shed 10 x 12 x 12 and is 10 feet into the Authority's easement. Also a wooden fence which is 6 to 6.5 feet high and is partially within the easement.

Date Issued

4/15/2013

Expiration Date

Indefinite

Permit No.

FE-13-1P

Permittee

James Gilbert

Type of Permit**Special Use Permit****Purpose**

Maintain, repair, and remove an existing 20 x 24 foot horse pole barn with metal roof, a 3 x 3 foot wooden bus shelter, a 6 x 8 x 8 foot wooden garden shed, and a tank or well casing 3 foot in diameter with concrete top (existing structures) all within the 250 foot unused portion of the Authority's transmission line easement.

Date Issued

3/27/2013

Expiration Date

Indefinite

Permit No.

SLPP-13-2P

Permittee

Glory in our Hearts Foundation & Road Runners Club

Type of Permit**Site Access Agreement****Purpose**

Provide Foundation and Road access to the site for the sole purpose of the 5K walk/run from the Robert Roses State Park, more particularly the Barnhart Island Picnic Area to the intersection of Robinson Bay/Campground Road as shown on the said Exhibit A on April 27, 2013.

Date Issued

4/9/2013

Expiration Date

4/28/2013

Permit No.

NPP-13-4P

Permittee

Niagara Falls Bridge Commission

Type of Permit**Special Use Permit****Purpose**

Allow Permittee to lower a man cage by use of a crane and cable with geologists contained therein for inspection of any loose rock along a cliff overhanging the Authority's fee owned property.

Date Issued

4/16/2013

Expiration Date

07/01/2013

Permit No.

NPP-13-5P

Permittee

Office of Parks, Rec. & Historic Preservation

Type of Permit**Permit Requiring Insurance****Purpose**

Use, operate, maintain, repair, replace, and remove a 30' x 40' pole barn structure to be used as a Family Activity Center on a portion of Authority fee-owned property known as Artpark.

Date Issued

4/9/2013

Expiration Date

12/31/2014

Permit No.

SLPP-13-3P

Permittee

Dr. Tom Langen and Kinga Stryszowska, Clarkson Univ

Type of Permit**Site Access Agreement****Purpose**

Access to the Wetland Sites as shown on Exhibit A and B attached hereto and made a part hereof for the sole purpose of Biodiversity sampling of the wetlands as described in the Applicants Information dated December 20, 2011 which is also attached hereto and made a part hereof as Exhibit C.

Date Issued

4/9/2013

Expiration Date

11/15/2013

Permit No.

NPP-13-1P-RII

Permittee

Maid of the Mist Corporation & NYSOPR&HP

Type of Permit**Permit Requiring Insurance****Purpose**

Clearing, grubbing, and removal of overburden soils, implementing erosion and sediment control measures, constructing concrete slabs, walkways, gangways, and riprap, drilled micro piled, and restoring the area all as described in Package 3 dated March 15, 2013.

Date Issued

5/7/2013

Expiration Date

See Remarks

Permit No.

SLPP-13-4P

Permittee

Lee Harper/Riveredge Associates

Type of Permit**Special use****Purpose**

Collect at least 1 egg from 4 osprey nests on osprey platforms located at Whitehouse Point, West, Coles Creek Tiernan Road, Wilson Hill Causeway North and Route 131 S-Curves and as more particularly shown on Exhibit A.

Date Issued

5/7/2013

Expiration Date

5/31/2013

Permit No.

SLPP-13-5P

Permittee

Majestic Fireworks

Type of Permit**Site Access****Purpose**

Fireworks display for a wedding to be held at the Massena Country Club.

Date Issued

5/23/2013

Expiration Date

6/9/2013

Permit No.

NPP-13-1P-RII-A1

Permittee

Maid of the Mist Corporation & NYSOPR&HP

Type of Permit**Permit Requiring Insurance****Purpose**

This Amendment I amends Permit NPP-13-1P-RII by the granting of permission to Maid of the Mist Corporation and NYSOPR&HP as Co-Permittee to do clearing, grubbing and removal of overburden soils, implementing erosion and sediment control measures, constructing concrete slabs, walkways, gangways and riprap, drill micro piles and restoring the area.

Date Issued

6/12/2013

Expiration Date

See Remarks

Permit No.

NPP-13-6P

Permittee

Norampac Industries, Inc. and Midtown Little League, Inc.

Type of Permit**Permit Requiring Insurance****Purpose**

Construct, install, operate, maintain, repair, replace, and remove 2 temporary combination little league/T-ball fields with steel mesh backstops and 1 modified baseball field with steel mesh backstops, nylon fences, 10' x 20' temporary storage shed, 10' x 20' temporary concession shed, 2 portable toilets, benches and bleachers and a gravel parking area together with the necessary accessories and appurtenances thereto.

Date Issued

6/27/2013

Expiration Date

12/25/2013

II. DISPOSITIONS – None this reporting period.

III. LEASINGHeadquarters Leasing

The Authority maintains facilities which it leases or subleases out to various tenants. The space is currently listed with our broker, CBRE, Inc., which has been actively marketing and showing the space.

Our total inventory of landlord leases, which generates more than \$1.7M in annual revenue, is set out in the table below.

FACILITY	TENANT	PURPOSE	EXPIRATION	ANNUAL RENTAL
WPO	Berman Bavero	Office Space	9/30/2014	\$201,211.00
WPO	Danziger & Markhoff	Office Space	3/31/2017	\$310,227.00
WPO	Hodagaya Chemical	Office Space	5/31/2015	\$69,817.00
WPO	Federal Bar	Office Space	7/31/2016	\$63,817.00
WPO	Thomas M. Bona, PC	Office Space	12/31/2016	\$290,376.00
WPO	SKCG Group , Inc.	Office Space	3/31/2023	\$440,713.00
WPO	Community Mutual	Office Space	4/30/2015	\$173,491.00
WPO	Westchester Philharmonic	Office Space	12/31/2014	\$10,875.00
WPO	West. Co. Narcotics Initiative	Office Space (Permit for Temporary Use)	12/31/2014	\$45,780.00
WPO	West. Co. District Attorney	Office Space (Permit for Temporary Use)	12/31/2014	\$22,590.00
WPO	NY State Police	Office Space (Permit for Temporary Use)	12/31/2011	\$47,250.00
WPO	Empire State Development Corp.	Office Space (Permit for Temporary Use)	OPEN	\$5,361.00
WPO	NYS Retirement System	Office Space - part time	12/31/2012	\$6,900.00
WPO	Canter Law Firm	Office Space	10/31/2017	\$60,225.48
SL/FDR	Lake St. Lawrence Yacht	Lease of Land	4/30/2013	\$2,225.00
SL/FDR	Massena Country Club	Lease of Land	11/30/2015	\$2,000.00
SL/FDR	Twin Brooks Golf Club	Lease of Land	N/A	\$220.00
SL/FDR	ALCOA	Lease of Land		\$10,000.00
SL/FDR	Town of Waddington	Agricultural Lease	60 days notice	\$300.00
NPP	Great Lakes Towing	Dock Space for 2 Tugboats	7/31/2015	\$9,600.00
		TOTAL ANNUAL REVENUES		\$1,772,978.48

Leasing Support for Operating Projects and Transmission Facilities:

During the reporting period, and at the request of Project Management, Real Estate successfully negotiated and finalized the terms of a five year extension for the Gramuglia warehouse at St. Lawrence. The annual rental is \$48,000 which represents a significant reduction in annual rental from the existing lease.

IV. ST. LAWRENCE RELICENSING

St. Lawrence Lands Program

On October 31, 2001, the Authority filed an application for a new license, pursuant to Sections 4(e) and 15 of the Federal Power Act for the continued operation and maintenance of the 912 megawatt (MW) St. Lawrence F.D.R. Power Project. On February 6, 2003, the Authority filed a "Comprehensive Accord" (Settlement Agreement). On October 23, 2003,

the Federal Energy Regulation Commission (hereinafter "FERC") issued an "Order Approving Settlement Agreements, Dismissing Complaint and Issuing New License" in which FERC *inter alia* approved the Settlement Agreement.

As part of the Settlement Agreement, the Authority agreed to several changes to the Project boundary. These proposed changes removed approximately 1,340 acres from the Project. With these changes, the Authority intends to transfer jurisdiction over approximately 741 acres at Galop Island State Park and environmentally sensitive lands in Lisbon and Waddington to other state agencies. The remaining approximately 599 acres of removed lands are in the process of being conveyed either to the affected local municipality or to adjoining landowners, if interested. For all conveyed lands, the Authority would retain a flowage easement and access easements where appropriate to provide necessary rights to traverse conveyed lands for Project-related activities.

Deeds Filed						
NYPA Surplus Map No	NYPA Surplus Parcel No	Surplus Parcel Acres	Current Owners name	Appraisal Value	Deed Filed in County Clerk	Name of Town
1154C	8268	0.18	Barry G. Coulton and Ann M. Coulton and George Coulton, Jr.	\$300.00	5/3/2013	Waddington
1173C	8439	0.17	J. Patrick Reagan	\$2,550.00	5/3/2013	Louisville
1179C	8533	0.12	TODD LAVIGNE AND MISSIE HASTINGS-LAVIGNE	\$1,800.00	4/15/2013	Louisville
1170C	8712	0.3	Shawn B. Rowe	\$900.00	1/4/2013	Waddington
1173C	8432	0.16	John G. Smith	\$2,400.00	5/14/2013	Louisville

During this period, five deeds were finalized and recorded in the County Clerk's office. This brings the total to 505 of the 599 acres have been conveyed. Of the approximately 520 private parcels to be conveyed, approximately 426 parcels have been completed.

DISPOSAL OF PERSONAL PROPERTY
January – June 2013

2013 YTD Report of Disposal of Personal Property

Public Authorities Law (“PAL”) § 2896, enacted as part of the Public Authorities Accountability Act of 2005 (“PAAA”), as amended by the Public Authorities Reform Act of 2009 (“PARA”), requires the Authority to prepare a report, not less frequently than annually, listing all Personal Property disposed of during the reporting period. To that end, the 2013 YTD Report of Disposal of Personal Property over \$5,000 in value is attached. The description of the property, purchaser’s name and price received by the Authority, as required by PAL § 2896, will be presented in the official 2013 Annual Report of Disposal of Personal Property for review and approval by the full Board of Trustees at their March 2014 meeting, referenced in the Authority’s § 2800 Annual Report and included in other filings with various State entities, in compliance with applicable law. The sale price and other additional data (such as fair market value, date of transaction, full address of purchaser, etc.) required by the Authorities Budget Office (“ABO”) will be included in the 2013 Public Authorities Reporting Information System (“PARIS”) Annual Report of Personal Property Disposal for submittal to the ABO by March 31, 2014.

FACILITIES – First and Second Quarter Activity, YTD Summary and Subtotal

During the reporting period, there were three (3) Personal Property Disposal transactions over \$5,000 in value, conducted by the Property Disposal Coordinators (“PDCs”), as further set forth on page 1 of the attached Report. Of this number, two were for the disposal / sale of scrap metals at the Niagara Project, conducted under an existing competitively bid contract with Niagara Metals, resulting in payments to the Authority totaling \$57,537.85; the third was for the disposal of a failed generator step-up transformer at the Blenheim-Gilboa Project (“B-G”), which was competitively bid through a Request for Quotations from firms pre-qualified by the Authority’s Environmental Division for such work and resulted in payment to the Authority by TCI of NY, LLC of \$106,106.68 for the scrap metal value.

The **2013 YTD Total “Price Received by the Authority” for these three Personal Property Disposal transactions over \$5,000 conducted by the Property Disposal Coordinators (“PDCs”) at the Facilities and WPO was \$163,644.53.**

FLEET – First and Second Quarter Activity, YTD Summary and Subtotal

During the reporting period, the Authority participated in a Fleet-related auction conducted on behalf of the Authority’s Fleet Operations Division by the firm Auctions International, Inc. (of Buffalo, NY) on June 1, 2013 at the State Fair Grounds in Syracuse, NY. Such auction, which consisted of both a physical presence as well as an online component, resulted in the sale of a total of 20 units or lots comprising light duty vehicles, heavy duty trucks and special equipment, of which there were 13 with a Sale Price over \$5,000, as set forth on page 2 of the attached

Report. The auction "Sale Price" (Gross) for these 13 units was \$172,050, which resulted in a "Price Received by the Authority" (Net Amount) of \$170,400 after any applicable commission/transportation costs were deducted.

Additionally, at their meeting of June 26, 2012, the Authority's Trustees approved the transfer of ten (10) Authority fleet vehicles to the New York State Office of General Services ("OGS") without charge for use by OGS in furtherance of its strategic goal to minimize state expenditures and become as efficient as possible in the use of all resources at their disposal. Nine (9) such transfers were completed as of 12/31/12 and were reported previously; the tenth and final transfer was completed during the First Quarter 2013 and therefore is listed on the attached Report (p. 3).

In summary, the **2013 YTD Fleet Total "Price Received by the Authority" (Net Amount) for the 13 auction transactions over \$5,000 was \$170,400.**

Grand Total as of 06/30/13

As summarized on page 3 of the attached Report, the **2013 YTD Grand Total "Price Received by the Authority" (Net Amount) for all Personal Property in excess of \$5,000 was \$334,044.53** [Sale Price (Gross) \$335,694.53 less \$1,650 (commission / transportation fees, where applicable)]. (It should be noted that an additional \$12,515 was received for the sale of 7 Fleet units with a value less than or equal to \$5,000, which are not included in the attached Report.)

POWER AUTHORITY OF THE STATE OF NEW YORK
2013 YTD REPORT OF DISPOSAL OF PERSONAL PROPERTY OVER \$5,000

DESCRIPTION	PURCHASER	SALE PRICE	PRICE RECEIVED by the Authority
GENERATOR STEP-UP TRANSFORMER AT B-G PROJECT	TCI OF NY LLC	\$ 106,106.68	\$ 106,106.68
SCRAP METALS AT NIAGARA PROJECT	NIAGARA METALS LLC	\$ 10,956.00	\$ 10,956.00
SCRAP METALS AT SCRAP PROJECT	NIAGARA METALS LLC	\$ 46,581.85	\$ 46,581.85
	SUBTOTAL:	\$ 163,644.53	\$ 163,644.53

POWER AUTHORITY OF THE STATE OF NEW YORK
2013 YTD REPORT OF DISPOSAL OF PERSONAL PROPERTY OVER \$5,000
FLEET OPERATIONS

DESCRIPTION	PURCHASER	SALE PRICE	Commission/ Transportation Fees	PRICE RECEIVED * by the Authority
1994 YALE FORK FORKLIFT	WILLIAM WEAVER	\$ 8,600.00	\$ 250.00	\$ 8,350.00
2000 FONTAINE TRAILER	CHRIST RECYCLING LLC	\$ 6,500.00	\$ 200.00	\$ 6,300.00
2001 TRAILING LOWBOY TRAILER	SCOTT SMITH 24 HR TOWING	\$ 24,500.00	\$ 200.00	\$ 24,300.00
2002 FORD F350 PICKUP	WILLIAM JUNE	\$ 7,700.00	\$ 100.00	\$ 7,600.00
2003 FORD F550 STAKE RACK TRUCK	VILLAGE TRUCK SALES	\$ 10,500.00	\$ 100.00	\$ 10,400.00
2004 FORD F550 TOW TRUCK	DAVE'S SERVICE CENTER	\$ 19,750.00	\$ 100.00	\$ 19,650.00
2005 CHEVY K250 PICKUP W/ PLOW	BJ MOTORS & DETAILING	\$ 9,100.00	\$ 100.00	\$ 9,000.00
2005 CHEVY SUBURBAN	WILLIAM WEAVER	\$ 8,400.00	\$ 100.00	\$ 8,300.00
2007 CHEVY TAHOE	ERIC CHAPMAN	\$ 11,250.00	\$ 100.00	\$ 11,150.00
2007 FORD F350 PICKUP	BJ MOTORS & DETAILING	\$ 18,500.00	\$ 100.00	\$ 18,400.00
2008 FORD F250 PICKUP	BJ MOTORS & DETAILING	\$ 16,800.00	\$ 100.00	\$ 16,700.00
2008 FORD F250 PICKUP	BJ MOTORS & DETAILING	\$ 15,700.00	\$ 100.00	\$ 15,600.00
2008 FORD F250 PICKUP	BJ MOTORS & DETAILING	\$ 14,750.00	\$ 100.00	\$ 14,650.00

FLEET SUBTOTAL: \$ 172,050.00 \$ 1,650.00 \$ 170,400.00

* Sale Price less commission/transportation costs. Includes items where the Sale Price and/or the estimated Fair Market Value exceeded \$5,000.

POWER AUTHORITY OF THE STATE OF NEW YORK
2013 YTD REPORT OF DISPOSAL OF PERSONAL PROPERTY OVER \$5,000
FLEET OPERATIONS

DESCRIPTION	PURCHASER	SALE PRICE	Commission/ Transportation Fees	PRICE RECEIVED * by the Authority
<u>TRANSFERRED to NYS OGS w/o charge:</u>				
2005 FORD ESCAPE	NYS OGS - FLEET MANAGEMENT	N/A	N/A	N/A
FLEET SUBTOTAL Page 2:		\$ 172,050.00	\$ 1,650.00	\$ 170,400.00
+ SUBTOTAL Page 1:		<u>\$ 163,644.53</u>	---	<u>\$ 163,644.53</u>
GRAND TOTAL:		<u>\$ 335,694.53</u>	\$ 1,650.00	<u>\$ 334,044.53</u>

* Sale Price less commission/transportation costs. Includes items where the Sale Price and/or the estimated Fair Market Value exceeded \$5,000.

GOVERNANCE
SUPPLIER DIVERSITY PROGRAM
January – June 2013

In the last quarter ending June 30, 2013, NYPA awarded approximately \$ 16.7 million or **22.27%** of our reportable expenditures to New York State Certified Minority and Women-Owned Business Enterprises (M/WBEs). From January 2013 thru June 2013, the Authority awarded approximately \$38.9 Million or **23.8 %** of our reportable expenditures to New York State Certified M/WBEs. NYPA remains on track to achieve the 20% state mandated goal for fiscal year 2012-2013. Reportable expenditures continue to exclude specialty procurements (such as transformers, circuit breakers, turbine runners and other major electrical generating equipment) and commodities such as natural gas, where no M/WBEs are available to provide such goods or services.

M/WBE utilization percentages for Fiscal Year 2012-2013 will be submitted to the Governor for his review and will be made public upon his discretion. These figures will include NYPA's goal attainment of 20.87 %.

We are currently assessing the additional mandates of the New York State Contract System requirements with respect to our supplier diversity program.

In June of 2013, Mr. Damon Williams, Supplier Diversity Program Analyst I, joined the Supplier Diversity team as a new hire.

The Authority continues to actively participate in outreach programs with various M/WBE entities.

INVENTORY STATISTICS

As of June 30, 2013

Facility	2013	2012
Niagara	17,329,684	17,311,073
St. Lawrence	11,184,755	10,624,322
Blenheim-Gilboa	8,504,302	8,121,604
Clark Energy Center	5,131,568	5,098,199
Poletti Project ¹	8,181,227	6,534,564
Flynn Project	11,071,828	13,301,589
500 MW Project	25,317,308	24,728,148
Total Stock Value	86,720,672	\$85,719,499

¹ Poletti Project inventory increased due to spare part purchased for Astoria Substation.

3. POWER AUTHORITY OF THE STATE OF NEW YORK
 PROCUREMENT CONTRACTS
 JANUARY THROUGH JUNE
 2013
 PAL 2879-a

FACILITY: WPO FOSSIL FUELS

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	Y E	M A	R A	O A	P A	B E	D S	M B	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O / C	PROJ / COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2008-10	UNITED ENERGY TRADING, LLC 215 Union Blvd. Suite 425 Lakewood CO 80228	Natural Gas Purchase	E	B	F	F				39	\$70,884,370	\$70,884,370	\$15,525,467	\$0	11/19/2008	O	*	
FD-2007-09	INUPIAT ENERGY (Formerly ENJET, INC) 5373 West Alabama- Suite 502 Houston, TX 77056	Natural Gas Purchase	E	B	F	F				39	\$148,511,468	\$148,511,468	\$0	\$0	3/21/2007	O	*	
FD-2001-23	SEMPRA 58 Commerce Road Stamford, CT 06902	Natural Gas Purchase	E	B	F	F				39	\$168,290,671	\$168,290,671	\$0	\$0	12/01/01	O	*	
FD-2009-03	nationalgrid -LI (Flynn) 100 E Old County Rd Hicksville, NY 11801	Balancing Service	E	S	O	F					\$4,950,000	\$4,950,000	\$550,000	\$0	01/01/09	O		12/31/14
FD-2009-04	nationalgrid -LI (Flynn) 100 E Old County Rd Hicksville, NY 11801	Transport Service	E	S	O	F					\$11,052,910	\$11,052,910	\$1,370,575	\$0	01/01/09	O		12/31/14
FD-2009-05	nationalgrid-NY(GKP) One Metrotech Center Brooklyn, NY 11201	Transport Service	E	S	O	F					\$6,278,434	\$6,278,434	\$622,240	\$0	03/01/09	O		03/31/14
FD-2009-06	nationalgrid -LI(Brentwood) 100 E Old County Rd Hicksville, NY 11801	Transport Service	E	S	O	F					\$645,857	\$645,857	\$15,345	\$0	03/01/09	O		03/31/14
FD-2009-07	CONOCO PHILLIPS COMPANY 600 North Dairy Ashford Houston, TX 77079	Natural Gas Purchase	E	B	F	F				39	\$31,365,498	\$31,365,498	\$2,443,028	\$0	05/01/09	O	*	
FD-2010-01	JLA ENERGY LLC Two Riverway, Suite 730 Houston, Tx 77056	Natural Gas Purchase	E	B	F	F				39	\$1,286,927	\$1,286,927	\$276,500	\$0	02/01/10	O	*	
FD-2010-02	IBERDROLA RENEWABLES 1125 N.W. Couch St, Suite 700 Portland, OR 97209	Natural Gas Purchase	E	B	F	F				39	\$14,775,294	\$14,775,294	\$754,320	\$0	08/09/10	O		
FD-2002-11	PSEG ENERGY RESOURCES 80 Park Plaza Fl T19 Newark, NJ 07102	Natural Gas Purchase	E	B	F	F				39	\$11,017,721	\$11,017,721	\$0	\$0	11/01/02	O	*	
FD-2003-09	J. ARON 85 Broad Street New York, NY 10004	Natural Gas Purchase	E	B	F	F				39	\$83,241,402	\$83,241,402	\$0	\$0	04/22/03	O	*	
FD-2003-10	BP ENERGY COMPANY 501 WestLake Park Houston, TX 77253	Natural Gas Purchase	E	B	F	F				39	\$205,598,782	\$205,598,782	\$0	\$0	10/01/04	O	*	
FD-2003-12	CONSTELLATION POWER SOURCE 111 MARKET Place BALTIMORE, MD 21202	Natural Gas Purchase	E	B	F	F				39	\$55,860,651	\$55,860,651	\$0	\$0	06/09/03	O	*	

3. POWER AUTHORITY OF THE STATE OF NEW YORK
PROCUREMENT CONTRACTS
JANUARY THROUGH JUNE
2013

FACILITY: WPO FOSSIL FUELS

PAL 2879-a

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M R O P I A A I E S	M I B O W I P I B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O / C	PROJ / COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2003-15	VIRGINIA POWER ENERGY MARKETING P. O. Box 25773 Richmond, VA. 23360	Natural Gas Purchase	E B	F	39	\$626,795,390	\$626,795,390	\$36,394,920	\$0	07/11/03	O	.	
FD-2004-08	SHELL ENERGY NA (formerly) CORAL ENERGY 909 Fannin Plaza Houston, TX 77070	Natural Gas Purchase	E B	F	39	\$72,242,055	\$72,242,055	\$7,924,172	\$0	04/01/04	O	.	
FD-2004-09	SOUTHWEST ENERGY LP Two Greenway Plaza Houston, TX 77046	Natural Gas Purchase	E B	F	39	\$180,117,537	\$180,117,537	\$0	\$0	06/01/04	O	.	
FD-2004-14	ONEOK ENERGY SERVICES CO. 100 West Fifth Street Tulsa, OK 74103	Natural Gas Purchase	E B	F	39	\$95,732,355	\$95,732,355	\$0	\$0	11/01/04	O	.	
FD-2005-02	BOSS ENERGY LTD 20445 State Hwy 249 Houston, TX 77070	Natural Gas Purchase	E B	F	39	\$73,839,766	\$73,839,766	\$0	\$0	01/25/05	O	.	
FD-2005-12	NJR ENERGY SERVICES CO. 1415 Wyckoff Road Wall, NJ 07719	Natural Gas Purchase	E B	F	39	\$232,078,601	\$232,078,601	\$26,085,489	\$0	09/01/05	O	.	
FD-2006-03	UBS AG / UBS ENERGY LLC 677 Washington Blvd Stamford, CT 06901	Natural Gas Purchase	E B	F	39	\$126,500,213	\$126,500,213	\$0	\$0	07/28/06	O	.	
FD-2006-05	PETROCOM VENTURES LTD 1616 S Voss Suite 945 Houston, TX 77057	Natural Gas Purchase	E B	F	39	\$44,715,916	\$44,715,916	\$0	\$0	07/21/06	O	.	
FD-2006-07	TEXAS GAS TRANSMISSION 3900 Frederica Street Owensboro, KY 42301	Firm Gas Transport/Demand Agreement	S S	F		\$24,702,067	\$24,702,067	\$1,614,335	\$0	07/01/06	O	10/31/17	
FD-2006-08	DOMINION TRANSMISSION 120 Tredegar Street Richmond, VA. 23219	Firm Gas Transport/Demand Agreement	S S	F		\$18,316,332	\$18,316,332	\$1,237,105	\$0	07/01/06	O	10/31/17	
FD-2006-09	TRANSCONTINENTAL GAS PIPELINE (TGPL- 5316) 2800 Post Oak Blvd Houston, TX 77056	Firm Gas Transport/Demand Agreement	S S	F		\$10,674,304	\$10,674,304	\$827,825	\$0	08/04/06	O	03/31/17	
FD-2006-12	TENASKA MARKETING VENTURES 11718 Nicholas Street Omaha, NE 68154	Natural Gas Purchase	E B	F	39	\$23,092,518	\$23,092,518	\$8,235,595	\$0	10/01/06	O	.	
FD-2007-08	ASSOCIATED ENERGY SERVICES (Formerly Spark Energy Gas) 3010 Briorpark Dr. Suite 550 Houston, TX 77042	Natural Gas Purchase	E B	F	39	\$118,017,908	\$118,017,908	\$14,446,987	\$0	02/14/07	O	.	
FD-2007-10	ASTORIA GENERATING COMPANY, LP 18-01 20th Avenue Astoria, New York 11105	Oil Delivery Labor Fees	S S	F		\$41,335	\$41,335	\$7,033	\$0	7/17/2006	O	.	

3. POWER AUTHORITY OF THE STATE OF NEW YORK
PROCUREMENT CONTRACTS
JANUARY THROUGH JUNE
2013

PAL_2879-a

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O D E	R O U T E	I D E N T I F I C A T I O N	B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O / C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2008-01	eCORP ENERGY MARKETING TEN THOUSAND MEMORIAL Houston, TX 77024-3410	Natural Gas Purchase	E	B	F		39	\$72,450	\$72,450	\$0	\$0	02/01/08	O	.	
FD-2008-02	CIMA-ENERGY LTD. 1221 McKinney Houston, TX 77010	Natural Gas Purchase	E	B	F		39	\$14,597,304	\$14,597,304	\$0	\$0	03/01/08	O	.	
FD-2008-05	SEQUENT ENERGY MGT 1200 Smith Street Houston, TX 77010	Natural Gas Purchase	E	B	F		39	\$36,067,470	\$36,067,470	\$0	\$0	03/01/08	O	.	
FD-1990-33	NORTHVILLE INDUSTRIES CORP (Formerly TOSCO PIPELINE COMPANY) 25 Melville Park Rd Melville, NY 11747	Oil Storage Agmt (SETAJUKET)	E	S	F			\$12,739,771	\$12,739,771	\$270,544	\$0	04/01/94	O	09/30/13	
FD-1990-34	NORTHVILLE INDUSTRIES CORP (Formerly TOSCO PIPELINE COMPANY) 25 Melville Park Rd Melville, NY 11747	Oil Storage Agmt. (HOLTSVILLE)	E	S	F			\$4,008,203	\$4,008,203	\$67,636	\$0	10/01/93	O	09/30/13	
FS-1994-17	MERRILL LYNCH (Formerly ENTERGY-KOCH TRADING (FORMERLY KOCH)) 20 E Greenway Plaza Houston, TX 77046	Natural Gas Purchase	E	B	F		39	\$270,316,269	\$270,316,269	\$686,572	\$0	07/01/94	O	.	
FS-1997-22	COLONIAL ENERGY 2 Riverway Suite 2000 Houston, TX 77056	Natural Gas Purchase	E	B	F		39	\$441,990,172	\$441,990,172	\$11,628,841	\$0	05/01/97	O	.	
FD-2008-09	CON EDISON, INC. (Balancing & Demand) 4 Irving Place New York, NY 10003	Transport & Balancing Service	E	S	F			\$20,930,016	\$20,930,016	\$1,268,553	\$0	08/01/08	O	04/30/16	
FD-2008-06	MACQUARIE COOK ENERGY 10100 Santa Monica Blvd los Angeles, CA 90067	Natural Gas Purchase	E	B	F		39	\$47,096,447	\$47,096,447	\$572,075	\$0	07/01/08	O	.	
FD-2008-12	eSERVICES, LLC 4461 Cox Road, Suite 113, Glenn Allen, Virginia 23060	Natural Gas Purchase	E	B	F		39	\$520,725	\$520,725	\$0	\$0	12/01/08	O	.	
FD-2011-01	BG ENERGY MERCHANTS, LLC 5444 Westheimer Suite 1200 Houston, TX 77056	Natural Gas Purchase	E	B	F		39	\$54,989,519	\$54,989,519	\$22,411,153	\$0	03/01/11	O	.	
FD-2011-02	YAKA ENERGY, LLC 46411 Timine Way Pendleton, OR 97801	Natural Gas Purchase	E	B	F		39	\$12,272,233	\$12,272,233	\$1,788,133	\$0	03/01/11	O	.	
FD-2011-06	EDF Trading N. America, LLC 4700 West Sam Houston Pky North Suite 25 Houston, TX 77041	Natural Gas Purchase	E	B	F		39	\$6,813,406	\$6,813,406	\$3,060,245	\$0	06/01/11	O	.	

FACILITY: WPO FOSSIL FUELS

3. POWER AUTHORITY OF THE STATE OF NEW YORK
PROCUREMENT CONTRACTS
JANUARY THROUGH JUNE
2013
PAL 2879-a

FACILITY: WPO FOSSIL FUELS

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M R O P I	R O P I	A A I E S	M I B	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O / C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2012-02	REPSOL ENERGY NORTH AMERICA 2001 Timberloch Place Suite 3000 The Woodlands, Tx 77380	Natural Gas Purchase	E B	F			39	\$8,808,667	\$8,808,667	\$7,411,007	\$0	11/13/12	O		
FD-2011-04	SAYBOLT LP Core Laboratories 6316 Windfern Rd, Houston Texas 77040	Oil Inspectors	S B	F				\$46,812	\$46,812	\$15,494	\$0	01/01/11	O	12/31/13	
FD-2013-01	GEORGE E WARREN CO 3001 Ocean Drive Beach, FL 32963	OIL PURCHASE	S B	F			11	\$2,608,818	\$2,608,818	\$2,608,818	\$0	01/25/13	C		01/30/13
FD-2013-02	PHILLIP 66 CO 600 N. Dairy Ashford Houston, TX 77079	OIL PURCHASE	S B	F			11	\$2,833,242	\$2,833,242	\$2,833,242	\$0	01/25/13	C		02/06/13
FD-2013-03	NORTHVILLE INDUST. CORP NIC 25 Melville Park Road Melville, NY 11747	OIL PURCHASE	S B	F			11	\$985,223	\$985,223	\$985,223	\$0	01/25/13	C		01/31/13
FD-2013-04	NORTHVILLE INDUST. CORP NIC 25 Melville Park Road Melville, NY 11748	OIL PURCHASE	S B	F			11	\$2,565,873	\$2,565,873	\$2,565,873	\$0	02/14/13	C		02/28/13
FD-2013-05	APEX OIL CO INC 8235 Forsyth Blvd Suite 400 Louis, Mo 63105	OIL PURCHASE	S B	F			11	\$4,336,946	\$4,336,946	\$4,336,946	\$0	02/20/13	C		03/04/13
FUELS TOTALS									\$3,407,225,848	\$3,407,225,848	\$180,841,291				

NOTE:

* Contract continues until terminated by NYPA or Counterparty upon specified notice.

(1) Natural gas purchase transactions are effected, as needed, based on current prices and requirements, using the previously agreed upon general terms and conditions.

3. POWER AUTHORITY OF THE STATE OF NEW YORK
 PROCUREMENT CONTRACTS
 JANUARY THROUGH DECEMBER
 2012
 PAL 2879-a

FACILITY: WPO FOSSIL FUELS

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O N E T A R Y	R O W I D	M I B I	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED GAS 2013	AMOUNT EXPENDED GAS OIL	CONTRACT BALANCE	DATE OF CONTRACT	O / C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2008-10	UNITED ENERGY TRADING, LLC 215 Union Blvd. Suite 425 Lakewood CO 80228	Natural Gas Purchase	E B	F	39		\$70,884,370	\$70,884,370	\$15,525,467		\$0	11/19/2008	O	.	
FD-2007-09	INUPIAT ENERGY (Formerly ENJET, INC) 5373 West Alabama- Suite 502 Houston, TX 77056	Natural Gas Purchase	E B	F	39		\$148,511,468	\$148,511,468	\$0		\$0	3/21/2007	O	.	
FD-2001-23	SEMPRA 58 Commerce Road Stamford, CT 06902	Natural Gas Purchase	E B	F	39		\$168,290,671	\$168,290,671	\$0		\$0	12/01/01	O	.	
FD-2009-03	nationalgrid -LI (Flynn) 100 E Old County Rd Hicksville, NY 11801	Balancing Service	E S O F				\$4,950,000	\$4,950,000	\$550,000		\$0	01/01/09	O	12/31/14	
FD-2009-04	nationalgrid -LI (Flynn) 100 E Old County Rd Hicksville, NY 11801	Transport Service	E S O F				\$11,052,910	\$11,052,910	\$1,370,575		\$0	01/01/09	O	12/31/14	
FD-2009-05	nationalgrid-NY(GRP) One Metrotech Center Brooklyn, NY 11201	Transport Service	E S O F				\$6,278,434	\$6,278,434	\$622,240		\$0	03/01/09	O	03/31/14	
FD-2009-06	nationalgrid -LI(Brentwood) 100 E Old County Rd Hicksville, NY 11801	Transport Service	E S O F				\$645,857	\$645,857	\$15,345		\$0	03/01/09	O	03/31/14	
FD-2009-07	CONOCO PHILLIPS COMPANY 600 North Dairy Ashford Houston, TX 77079	Natural Gas Purchase	E B	F	39		\$31,365,498	\$31,365,498	\$2,443,028		\$0	05/01/09	O	.	
FD-2010-01	JLA ENERGY LLC Two Riverway, Suite 730 Houston, Tx 77056	Natural Gas Purchase	E B	F	39		\$1,286,927	\$1,286,927	\$276,500		\$0	02/01/10	O	.	
FD-2010-02	IBERDROLA RENEWABLES 1125 N.W. Couch St. Suite 700 Portland, OR 97209	Natural Gas Purchase	E B	F	39		\$14,775,294	\$14,775,294	\$754,320		\$0	08/09/10	O	.	
FD-2002-11	PSEG ENERGY RESOURCES 80 Park Plaza Fl T19 Newark, NJ 07102	Natural Gas Purchase	E B	F	39		\$11,017,721	\$11,017,721	\$0		\$0	11/01/02	O	.	
FD-2003-09	J. ARON 85 Broad Street New York, NY 10004	Natural Gas Purchase	E B	F	39		\$83,241,402	\$83,241,402	\$0		\$0	04/22/03	O	.	
FD-2003-10	BP ENERGY COMPANY 501 WestLake Park Houston, TX 77253	Natural Gas Purchase	E B	F	39		\$205,598,782	\$205,598,782	\$0		\$0	10/01/04	O	.	
FD-2003-12	CONSTELLATION POWER SOURCE 111 MARKET Place BALTIMORE, MD 21202	Natural Gas Purchase	E B	F	39		\$55,860,651	\$55,860,651	\$0		\$0	06/09/03	O	.	

3. POWER AUTHORITY OF THE STATE OF NEW YORK
 PROCUREMENT CONTRACTS
 JANUARY THROUGH DECEMBER
 2012

FACILITY: WPO FOSSIL FUELS

PAL 2879-a

Contract ID	Contract Description	Contract Type	Contract Status	Contract Value	Contract Start Date	Contract End Date	Contract Value	Contract Start Date	Contract End Date	Contract Value	Contract Start Date	Contract End Date	Contract Value
FD-2003-15	VIRGINIA POWER ENERGY MARKETING P. O. Box 25773 Richmond, VA 23360	Natural Gas Purchase	E B	39	\$626,795,390	\$36,394,320	\$626,795,390	07/11/03	0	\$0	07/11/03	0	\$0
FD-2004-08	SHELL ENERGY NA (formerly) CORAL ENERGY 909 Fannin Plaza Houston, TX 77010	Natural Gas Purchase	E B	39	\$72,242,055	\$7,924,172	\$72,242,055	04/01/04	0	\$0	04/01/04	0	\$0
FD-2004-09	SOUTHWEST ENERGY LP Two Greenway Plaza Houston, TX 77046	Natural Gas Purchase	E B	39	\$180,117,537	\$0	\$180,117,537	06/01/04	0	\$0	06/01/04	0	\$0
FD-2004-14	ONEOK ENERGY SERVICES CO. 100 West Fifth Street Tulsa, OK 74103	Natural Gas Purchase	E B	39	\$95,732,355	\$0	\$95,732,355	11/01/04	0	\$0	11/01/04	0	\$0
FD-2005-02	BOSS ENERGY LTD 20445 State Hwy 249 Houston, TX 77070	Natural Gas Purchase	E B	39	\$73,839,766	\$0	\$73,839,766	01/25/05	0	\$0	01/25/05	0	\$0
FD-2005-12	NJR ENERGY SERVICES CO. 1415 Wyckoff Road Wall, NJ 07719	Natural Gas Purchase	E B	39	\$232,078,601	\$26,085,489	\$232,078,601	09/01/05	0	\$0	09/01/05	0	\$0
FD-2006-03	UBS AG / UPS ENERGY LLC 677 Washington Blvd Stamford, CT 06901	Natural Gas Purchase	E B	39	\$126,500,213	\$0	\$126,500,213	07/28/06	0	\$0	07/28/06	0	\$0
FD-2006-05	PETROCOM VENTURES LTD 1616 S Voss Suite 945 Houston, TX 77057	Natural Gas Purchase	E B	39	\$44,715,916	\$0	\$44,715,916	07/21/06	0	\$0	07/21/06	0	\$0
FD-2006-07	TEXAS GAS TRANSMISSION 3800 Frederica Street Owensboro, KY 42301	Firm Gas Transport/Demand Agreement	S S	F	\$24,702,067	\$1,614,335	\$24,702,067	07/01/06	0	\$0	07/01/06	0	\$0
FD-2006-08	DOMINION TRANSMISSION 120 Tredegar Street Richmond, VA 23219	Firm Gas Transport/Demand Agreement	S S	F	\$18,316,332	\$1,237,105	\$18,316,332	07/01/06	0	\$0	07/01/06	0	\$0
FD-2006-09	TRANSCONTINENTAL GAS PIPELINE (TGPL 5316) Post Oak Blvd Houston, TX 77056	Firm Gas Transport/Demand Agreement	S S	F	\$10,674,304	\$927,825	\$10,674,304	08/04/06	0	\$0	08/04/06	0	\$0
FD-2006-12	TENASKA MARKETING VENTURES 11718 Nicholas Street Omaha, NE 68154	Natural Gas Purchase	E B	39	\$23,092,518	\$8,235,595	\$23,092,518	10/01/06	0	\$0	10/01/06	0	\$0
FD-2007-08	ASSOCIATED ENERGY SERVICES (Formerly Spark Energy Gas) 3010 Briarpark Dr. Suite 550 Houston, TX 77042	Natural Gas Purchase	E B	39	\$118,017,908	\$14,446,987	\$118,017,908	02/14/07	0	\$0	02/14/07	0	\$0
FD-2007-10	ASTORIA GENERATING COMPANY, LP 18-01 20th Avenue Astoria, New York 11105	Oil Delivery Labor Fees	S S	F	\$41,335	\$0	\$41,335	7/17/2006	0	\$0	7/17/2006	0	\$0
FD-2008-01	eCORP ENERGY MARKETING TEN THOUSAND MEMORIAL Houston, TX 77024-3410	Natural Gas Purchase	E B	39	\$72,450	\$0	\$72,450	02/01/08	0	\$0	02/01/08	0	\$0
FD-2008-02	CIMA-ENERGY LTD. 1221 McKinney Houston, TX 77010	Natural Gas Purchase	E B	39	\$14,597,304	\$14,597,304	\$14,597,304	03/01/08	0	\$0	03/01/08	0	\$0

3. POWER AUTHORITY OF THE STATE OF NEW YORK
 PROCUREMENT CONTRACTS
 JANUARY THROUGH DECEMBER
 2012

FACILITY: WPO FOSSIL FUELS

PAL 2879-2

Contract ID	Contract Description	Contract Type	Contract Status	Contract Number	Contract Value	Contract Start Date	Contract End Date	Contract Value	Contract Start Date	Contract End Date
FD-2008-05	SEQUENT ENERGY MGT 1200 Smith Street Houston, TX 77010	E B	F	39	\$36,067,470	\$0	\$0	\$0	03/01/08	0
FD-1990-33	NORTHVILLE INDUSTRIES CORP (Formerly TOSCO PIPELINE COMPANY) 25 Melville Park Rd Melville, NY 11747	E S	F		\$12,739,771	\$0	\$270,544	\$0	04/01/94	09/30/13
FD-1990-34	NORTHVILLE INDUSTRIES CORP (Formerly TOSCO PIPELINE COMPANY) 25 Melville Park Rd Melville, NY 11747	E S	F		\$4,008,203	\$0	\$67,636	\$0	10/01/93	09/30/13
FS-1994-17	MERRILL LYNCH (Formerly ENTERGY-KOCH TRADING (FORMERLY KOCHI)) 20 E Greenway Plaza Houston, TX 77046	E B	F	39	\$270,316,269	\$686,572		\$0	07/01/94	0
FS-1997-22	COLONIAL ENERGY 2 Riverway Suite 2000 Houston, TX 77056	E B	F	39	\$441,990,172	\$11,628,841		\$0	05/01/97	0
FD-2008-09	CON EDISON, INC. (Balancing & Demand) 4 Irving Place New York, NY 10003	E S	F		\$20,930,016	\$1,268,553		\$0	08/01/08	04/30/16
FD-2008-06	MACQUARIE COOK ENERGY 10100 Santa Monica Blvd los Angeles, CA 90067	E B	F	39	\$47,096,447	\$572,075		\$0	07/01/08	0
FD-2008-12	eSERVICES, LLC 4461 Cox Road, Suite 113, Glenn Allen, Virginia 23060	E B	F	39	\$520,725	\$0		\$0	12/01/08	0
FD-2011-01	BG ENERGY MERCHANTS, LLC 5444 Westheimer Suite 1200 Houston, TX 77056	E B	F	39	\$54,989,519	\$22,411,153		\$0	03/01/11	0
FD-2011-02	YAKA ENERGY, LLC 46411 Timine Way Pendleton, OR 97801	E B	F X	39	\$12,272,233	\$1,788,133		\$0	03/01/11	0
FD-2011-06	EDF Trading N. America, LLC 4700 West Sam Houston Pky North Suite 25 Houston, TX 77041	E B	F	39	\$8,813,406	\$3,060,245		\$0	06/01/11	0
FD-2012-02	REPSOL ENERGY NORTH AMERICA 2001 Timberloch Place Suite 3000 The Woodlands, Tx 77380	E B	F	39	\$8,808,667	\$7,411,007		\$0	11/13/12	0
FD-2011-04	SAYBOLT LP Core Laboratories 6316 Windfern Rd, Houston Texas 77040	E B	F	39	\$46,812	\$0		\$0	01/01/11	12/31/13
FD-2013-01	GEORGE E WARREN CO 3001 Ocean Drive Vero Beach, FL 32963	S B	F		\$46,812	\$0		\$0	01/01/11	12/31/13
	OIL PURCHASE JETES-CON-BURNANCE TO MINIMIZE ENVIRONMENTAL IMPACTS-2013-2014-2015-2016-2017-2018-2019-2020-2021-2022-2023-2024-2025-2026-2027-2028-2029-2030-2031-2032-2033-2034-2035-2036-2037-2038-2039-2040-2041-2042-2043-2044-2045-2046-2047-2048-2049-2050-2051-2052-2053-2054-2055-2056-2057-2058-2059-2060-2061-2062-2063-2064-2065-2066-2067-2068-2069-2070-2071-2072-2073-2074-2075-2076-2077-2078-2079-2080-2081-2082-2083-2084-2085-2086-2087-2088-2089-2090-2091-2092-2093-2094-2095-2096-2097-2098-2099-2100-2101-2102-2103-2104-2105-2106-2107-2108-2109-2110-2111-2112-2113-2114-2115-2116-2117-2118-2119-2120-2121-2122-2123-2124-2125-2126-2127-2128-2129-2130-2131-2132-2133-2134-2135-2136-2137-2138-2139-2140-2141-2142-2143-2144-2145-2146-2147-2148-2149-2150-2151-2152-2153-2154-2155-2156-2157-2158-2159-2160-2161-2162-2163-2164-2165-2166-2167-2168-2169-2170-2171-2172-2173-2174-2175-2176-2177-2178-2179-2180-2181-2182-2183-2184-2185-2186-2187-2188-2189-2190-2191-2192-2193-2194-2195-2196-2197-2198-2199-2200-2201-2202-2203-2204-2205-2206-2207-2208-2209-2210-2211-2212-2213-2214-2215-2216-2217-2218-2219-2220-2221-2222-2223-2224-2225-2226-2227-2228-2229-2230-2231-2232-2233-2234-2235-2236-2237-2238-2239-2240-2241-2242-2243-2244-2245-2246-2247-2248-2249-2250-2251-2252-2253-2254-2255-2256-2257-2258-2259-2260-2261-2262-2263-2264-2265-2266-2267-2268-2269-2270-2271-2272-2273-2274-2275-2276-2277-2278-2279-2280-2281-2282-2283-2284-2285-2286-2287-2288-2289-2290-2291-2292-2293-2294-2295-2296-2297-2298-2299-2300-2301-2302-2303-2304-2305-2306-2307-2308-2309-2310-2311-2312-2313-2314-2315-2316-2317-2318-2319-2320-2321-2322-2323-2324-2325-2326-2327-2328-2329-2330-2331-2332-2333-2334-2335-2336-2337-2338-2339-2340-2341-2342-2343-2344-2345-2346-2347-2348-2349-2350-2351-2352-2353-2354-2355-2356-2357-2358-2359-2360-2361-2362-2363-2364-2365-2366-2367-2368-2369-2370-2371-2372-2373-2374-2375-2376-2377-2378-2379-2380-2381-2382-2383-2384-2385-2386-2387-2388-2389-2390-2391-2392-2393-2394-2395-2396-2397-2398-2399-2400-2401-2402-2403-2404-2405-2406-2407-2408-2409-2410-2411-2412-2413-2414-2415-2416-2417-2418-2419-2420-2421-2422-2423-2424-2425-2426-2427-2428-2429-2430-2431-2432-2433-2434-2435-2436-2437-2438-2439-2440-2441-2442-2443-2444-2445-2446-2447-2448-2449-2450-2451-2452-2453-2454-2455-2456-2457-2458-2459-2460-2461-2462-2463-2464-2465-2466-2467-2468-2469-2470-2471-2472-2473-2474-2475-2476-2477-2478-2479-2480-2481-2482-2483-2484-2485-2486-2487-2488-2489-2490-2491-2492-2493-2494-2495-2496-2497-2498-2499-2500-2501-2502-2503-2504-2505-2506-2507-2508-2509-2510-2511-2512-2513-2514-2515-2516-2517-2518-2519-2520-2521-2522-2523-2524-2525-2526-2527-2528-2529-2530-2531-2532-2533-2534-2535-2536-2537-2538-2539-2540-2541-2542-2543-2544-2545-2546-2547-2548-2549-2550-2551-2552-2553-2554-2555-2556-2557-2558-2559-2560-2561-2562-2563-2564-2565-2566-2567-2568-2569-2570-2571-2572-2573-2574-2575-2576-2577-2578-2579-2580-2581-2582-2583-2584-2585-2586-2587-2588-2589-2590-2591-2592-2593-2594-2595-2596-2597-2598-2599-2600-2601-2602-2603-2604-2605-2606-2607-2608-2609-2610-2611-2612-2613-2614-2615-2616-2617-2618-2619-2620-2621-2622-2623-2624-2625-2626-2627-2628-2629-2630-2631-2632-2633-2634-2635-2636-2637-2638-2639-2640-2641-2642-2643-2644-2645-2646-2647-2648-2649-2650-2651-2652-2653-2654-2655-2656-2657-2658-2659-2660-2661-2662-2663-2664-2665-2666-2667-2668-2669-2670-2671-2672-2673-2674-2675-2676-2677-2678-2679-2680-2681-2682-2683-2684-2685-2686-2687-2688-2689-2690-2691-2692-2693-2694-2695-2696-2697-2698-2699-2700-2701-2702-2703-2704-2705-2706-2707-2708-2709-2710-2711-2712-2713-2714-2715-2716-2717-2718-2719-2720-2721-2722-2723-2724-2725-2726-2727-2728-2729-2730-2731-2732-2733-2734-2735-2736-2737-2738-2739-2740-2741-2742-2743-2744-2745-2746-2747-2748-2749-2750-2751-2752-2753-2754-2755-2756-2757-2758-2759-2760-2761-2762-2763-2764-2765-2766-2767-2768-2769-2770-2771-2772-2773-2774-2775-2776-2777-2778-2779-2780-2781-2782-2783-2784-2785-2786-2787-2788-2789-2790-2791-2792-2793-2794-2795-2796-2797-2798-2799-2800-2801-2802-2803-2804-2805-2806-2807-2808-2809-2810-2811-2812-2813-2814-2815-2816-2817-2818-2819-2820-2821-2822-2823-2824-2825-2826-2827-2828-2829-2830-2831-2832-2833-2834-2835-2836-2837-2838-2839-2840-2841-2842-2843-2844-2845-2846-2847-2848-2849-2850-2851-2852-2853-2854-2855-2856-2857-2858-2859-2860-2861-2862-2863-2864-2865-2866-2867-2868-2869-2870-2871-2872-2873-2874-2875-2876-2877-2878-2879-2880-2881-2882-2883-2884-2885-2886-2887-2888-2889-2890-2891-2892-2893-2894-2895-2896-2897-2898-2899-2900-2901-2902-2903-2904-2905-2906-2907-2908-2909-2910-2911-2912-2913-2914-2915-2916-2917-2918-2919-2920-2921-2922-2923-2924-2925-2926-2927-2928-2929-2930-2931-2932-2933-2934-2935-2936-2937-2938-2939-2940-2941-2942-2943-2944-2945-2946-2947-2948-2949-2950-2951-2952-2953-2954-2955-2956-2957-2958-2959-2960-2961-2962-2963-2964-2965-2966-2967-2968-2969-2970-2971-2972-2973-2974-2975-2976-2977-2978-2979-2980-2981-2982-2983-2984-2985-2986-2987-2988-2989-2990-2991-2992-2993-2994-2995-2996-2997-2998-2999-3000-3001-3002-3003-3004-3005-3006-3007-3008-3009-3010-3011-3012-3013-3014-3015-3016-3017-3018-3019-3020-3021-3022-3023-3024-3025-3026-3027-3028-3029-3030-3031-3032-3033-3034-3035-3036-3037-3038-3039-3040-3041-3042-3043-3044-3045-3046-3047-3048-3049-3050-3051-3052-3053-3054-3055-3056-3057-3058-3059-3060-3061-3062-3063-3064-3065-3066-3067-3068-3069-3070-3071-3072-3073-3074-3075-3076-3077-3078-3079-3080-3081-3082-3083-3084-3085-3086-3087-3088-3089-3090-3091-3092-3093-3094-3095-3096-3097-3098-3099-3100-3101-3102-3103-3104-3105-3106-3107-3108-3109-3110-3111-3112-3113-3114-3115-3116-3117-3118-3119-3120-3121-3122-3123-3124-3125-3126-3127-3128-3129-3130-3131-3132-3133-3134-3135-3136-3137-3138-3139-3140-3141-3142-3143-3144-3145-3146-3147-3148-3149-3150-3151-3152-3153-3154-3155-3156-3157-3158-3159-3160-3161-3162-3163-3164-3165-3166-3167-3168-3169-3170-3171-3172-3173-3174-3175-3176-3177-3178-3179-3180-3181-3182-3183-3184-3185-3186-3187-3188-3189-3190-3191-3192-3193-3194-3195-3196-3197-3198-3199-3200-3201-3202-3203-3204-3205-3206-3207-3208-3209-3210-3211-3212-3213-3214-3215-3216-3217-3218-3219-3220-3221-3222-3223-3224-3225-3226-3227-3228-3229-3230-3231-3232-3233-3234-3235-3236-3237-3238-3239-3240-3241-3242-3243-3244-3245-3246-3247-3248-3249-3250-3251-3252-3253-3254-3255-3256-3257-3258-3259-3260-3261-3262-3263-3264-3265-3266-3267-3268-3269-3270-3271-3272-3273-3274-3275-3276-3277-3278-3279-3280-3281-3282-3283-3284-3285-3286-3287-3288-3289-3290-3291-3292-3293-3294-3295-3296-3297-3298-3299-3300-3301-3302-3303-3304-3305-3306-3307-3308-3309-3310-3311-3312-3313-3314-3315-3316-3317-3318-3319-3320-3321-3322-3323-3324-3325-3326-3327-3328-3329-3330-3331-3332-3333-3334-3335-3336-3337-3338-3339-3340-3341-3342-3343-3344-3345-3346-3347-3348-3349-3350-3351-3352-3353-3354-3355-3356-3357-3358-3359-3360-3361-3362-3363-3364-3365-3366-3367-3368-3369-3370-3371-3372-3373-3374-3375-3376-3377-3378-3379-3380-3381-3382-3383-3384-3385-3386-3387-3388-3389-3390-3391-3392-3393-3394-3395-3396-3397-3398-3399-3400-3401-3402-3403-3404-3405-3406-3407-3408-3409-3410-3411-3412-3413-3414-3415-3416-3417-3418-3419-3420-3421-3422-3423-3424-3425-3426-3427-3428-3429-3430-3431-3432-3433-3434-3435-3436-3437-3438-3439-3440-3441-3442-3443-3444-3445-3446-3447-3448-3449-3450-3451-3452-3453-3454-3455-3456-3457-3458-3459-3460-3461-3462-3463-3464-3465-3466-3467-3468-3469-3470-3471-3472-3473-3474-3475-3476-3477-3478-3479-3480-3481-3482-3483-3484-3485-3486-3487-3488-3489-3490-3491-3492-3493-3494-3495-3496-3497-3498-3499-3500-3501-3502-3503-3504-3505-3506-3507-3508-3509-3510-3511-3512-3513-3514-3515-3516-3517-3518-3519-3520-3521-3522-3523-3524-3525-3526-3527-3528-3529-3530-3531-3532-3533-3534-3535-3536-3537-3538-3539-3540-3541-3542-3543-3544-3545-3546-3547-3548-3549-3550-3551-3552-3553-3554-3555-3556-3557-3558-3559-3560-3561-3562-3563-3564-3565-3566-3567-3568-3569-3570-3571-3572-3573-3574-3575-3576-3577-3578-3579-3580-3581-3582-3583-3584-3585-3586-3587-3588-3589-3590-3591-3592-3593-3594-3595-3596-3597-3598-3599-3600-3601-3602-3603-3604-3605-3606-3607-3608-3609-3610-3611-3612-3613-3614-3615-3616-3617-3618-3619-3620-3621-3622-3623-3624-3625-3626-3627-3628-3629-3630-3631-3632-3633-3634-3635-3636-3637-3638-3639-3640-3641-3642-3643-3644-3645-3646-3647-3648-3649-3650-3651-3652-3653-3654-3655-3656-3657-3658-3659-3660-3661-3662-3663-3664-3665-3666-3667-3668-3669-3670-3671-3672-3673-3674-3675-3676-3677-3678-3679-3680-3681-3682-3683-3684-3685-3686-3687-3688-3689-3690-3691-3692-3693-3694-3695-3696-3697-3698-3699-3700-3701-3702-3703-3704-3705-3706-3707-3708-3709-3710-3711-3712-3713-3714-3715-3716-3717-3718-3719-3720-3721-3722-3723-3724-3725-3726-3727-3728-3729-3730-3731-3732-3733-3734-3735-3736-3737-3738-3739-3740-3741-3742-3743-3744-3745-3746-3747-3748-3749-3750-3751-3752-3753-3754-3755-3756-3757-3758-3759-3760-3761-3762-3763-3764-3765-3766-3767-3768-3769-3770-3771-3772-3773-3774-3775-3776-3777-3778-3779-3780-3781-3782-3783-3784-3785-3786-3787-3788-3789-3790-3791-3792-3793-3794-3795-3796-3797-3798-3799-3800-3801-3802-3803-3804-3805-3806-3807-3808-3809-3810-3811-3812-3813-3814-3815-3816-3817-3818-3819-3820-3821-3822-3823-3824-3825-3826-3827-3828-3829-3830-3831-3832-3833-3834-3835-3836-3837-3838-3839-3840-3841-3842-3843-3844-3845-3846-3847-3848-3849-3850-3851-3852-3853-3854-3855-3856-3857-3858-3859-3860-3861-3862-3863-3864-3865-3866-3867-3868-3869-3870-3871-3872-3873-3874-3875-3876-3877-3878-3879-3880-3881-3882-3883-3884-3885-3886-3887-3888-3889-3890-3891-3892-3893-3894-3895-3896-3897-3898-3899-3900-3901-3902-3903-3904-3905-3906-3907-3908-3909-3910-3911-3912-3913-3914-3915-3916-3917-3918-3919-3920-3921-3922-3923-3924-3925-3926-3927-3928-3929-3930-3931-3932-3933-3934-3935-3936-3937-3938-3939-3940-3941-3942-3943-3944-3945-3946-3947-3948-3949-3950-3951-3952-3953-3954-3955-3956-3957-3958-3959-3960-3961-3962-3963-3964-3965-3966-3967-3968-3969-3970-3971-3972-3973-3974-3975-3976-3977-3978-3979-3980-3981-3982-3983-3984-3985-3986-3987-3988-3989-3990-3991-3992-3993-3994-3995-3996-3997-3998-3999-4000-4001-4002-4003-4004-4005-4006-4007-4008-4009-4010-4011-4012-4013-4014-									

3. POWER AUTHORITY OF THE STATE OF NEW YORK
 PROCUREMENT CONTRACTS
 JANUARY THROUGH DECEMBER
 2012

FACILITY: WPO FOSSIL FUELS

PAL 2879-a

Contract ID	Supplier Name & Address	S	B	F	11	\$2,833,242	\$2,833,242	\$0	\$2,833,242	01/25/13	C	02/06/13
FD-2013-02	PHILLIP 66 CO 600 N. Dairy Ashford Houston, TX 77079											
FD-2013-03	NORTHVILLE INDUST. CORP NIC 25 Melville Park Road Melville, NY 11747	S	B	F	11	\$985,223	\$985,223	\$0	\$985,223	01/25/13	C	01/31/13
FD-2013-04	NORTHVILLE INDUST. CORP NIC 25 Melville Park Road Melville, NY 11748	S	B	F	11	\$2,565,873	\$2,565,873	\$0	\$2,565,873	02/14/13	C	02/28/13
FD-2013-05	APEX OIL CO INC 8235 Forsyth Blvd 400 Saint Louis, Mo 63105	S	B	F	11	\$4,336,946	\$4,336,946	\$0	\$4,336,946	02/20/13	C	03/04/13
FUELS TOTALS						\$3,407,225,848	\$3,407,225,848	\$167,150,482	\$13,690,809			

NOTE:
 * Contract continues until terminated by NYPA or Counterparty upon specified notice.
 (†) Natural gas purchase transactions are effected, as needed, based on current prices and requirements, using the previously agreed upon general terms and conditions.

CORPORATE FINANCE ADDENDUM

PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O N E Y	R O U N D	A M O U N T	M I B I D E S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O C C U R R E N C Y	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
Bank of New York (formerly JPMorgan) 101 Barclay Street New York, NY 10286	Trustee/Paying Agent Services on Bonds	S	C	9	N		421,801.54	421,801.54	-	-	2/24/1998	O	*	
Bank of New York (formerly JPMorgan) 101 Barclay Street New York, NY 10286	Trustee- ARTN	S	C	9	N		211,598.00	211,598.00	-	-	9/2/2003	O	3/1/2020	
Bank of New York (formerly JPMorgan) 101 Barclay Street New York, NY 10286	Trustee- Commercial Paper	S	C	9	N		121,591.02	121,591.02	-	-	10/2/2006	O	*	
Bank of Nova Scotia One Liberty Plaza, 26th Fl. New York, NY 10006	Revolving Line of Credit for ARTN	S	C	9	N	6	1,300,900.83	1,023,460.54	71,123.78	277,440.29	9/4/2007	O	9/1/2015	
Barclays Capital (assigned from Lehman Bros.) ** 745 Seventh Avenue New York, NY 10019	Re-marketing Agent CP-1	S	C	9	N		1,352,358.62	1,352,358.62	61,539.20	-	7/14/1994	O	*	
Barclays Capital (assigned from Lehman Bros.) 745 Seventh Avenue New York, NY 10019	Re-marketing Agent CP-3	S	2	9	N		10,775.00	10,775.00	-	-	6/26/2008	O	*	
Citigroup 390 Greenwich Street New York, NY 10013	Re-marketing Agent CP-2	S	C	9	N		461,166.63	461,166.63	7,383.37	-	12/4/1997	O	*	
Goldman, Sachs & Co. 85 Broad Street New York, NY 10004-2456	Re-marketing Agent CP-2 and 3	S	C	9	N		951,172.63	951,172.63	16,613.17	-	12/4/1997	O	*	

CORPORATE FINANCE ADDENDUM

PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M A I N	R I P P I N G	M I B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O \ C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
Goldman, Sachs & Co. 85 Broad Street New York, NY 10004-2456	Re-marketing EMCP	S	C	9	N	762,546.71	762,546.71	41,803.90	-	3/4/2003	O	*	
Goldman, Sachs & Co. ** 85 Broad Street New York, NY 10004-2456	ART Notes Remarketing	S	C	9	N	2,076,440.00	2,076,440.00	71,005.00	-	5/15/1985	O	3/1/2020	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Re-marketing Agent CP-2	S	C	9	N	222,333.77	222,333.77	7,308.43	-	6/28/2001	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Re-marketing Agent CP-3	S	C	9	N	594,728.09	594,728.09	5,645.37	-	12/4/1997	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Escrow Agent POCR/CASP & LMEI Funds	S	C	9	N	512,432.70	512,432.70	12,063.55	-	5/30/1996	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Revolving Line of Credit 2011	S	C	9	N	10,928,886.89	8,912,986.12	1,812,430.56	2,015,902.77	1/20/2011	O	1/20/2014	

CORPORATE FINANCE ADDENDUM

PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O N E Y	R O U N D	O P E N	A A A	M I B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2013	CONTRACT BALANCE	DATE OF CONTRACT	O V E R C O M P L E T E	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE		
Morgan Stanley 1221 Avenue of the Americas New York, NY 10020	Re-marketing Agent CP-1	S	C	9	N		7	199,596.83	199,596.83	31,668.03	-	3/31/2009	O	*			
RBC Capital Markets ** 1211 Avenue of the Americas New York, NY 10036	Re-marketing Agent CP-1	S	C	9	N			324,479.62	324,479.62	54,422.49	-	7/14/1994	O	*			
CORPORATE FINANCE TOTALS											20,452,810.88	18,159,467.82	2,193,006.85	2,293,343.06			

NOTES:

* Contract continues until terminated by NYPA or Counterparty upon specified notice

** Expense History only available from 1997

POWER AUTHORITY OF THE STATE OF NEW YORK
 2012 ANNUAL REPORT OF PROCUREMENT CONTRACTS
 REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879

CORPORATE FINANCE: WPO

TOTAL NUMBER OF CONTRACTS	16
TOTAL CONTRACT VALUE	\$20,452,811
TOTAL EXPENDED TO DATE	\$18,159,468
TOTAL EXPENDED IN REPORT YEAR	\$2,193,007
TOTAL CONTRACT BALANCE	\$2,293,343

STATUS SUMMARY

TOTAL NUMBER OPEN CONTRACTS	16
TOTAL NUMBER CLOSED CONTRACTS	0

METHOD OF AWARD SUMMARY

TOTAL NUMBER COMP BID	1
TOTAL NUMBER SOLE SOURCE/SINGLE SOURCE	15
TOTAL NUMBER COMP SEARCH	
TOTAL NUMBER MWBE/SBE	

COMMITMENT TYPE SUMMARY

TOTAL NUMBER ARCHITECTURAL & ENGINEERING SERVICES	
TOTAL NUMBER CONSTRUCTION	
TOTAL NUMBER EQUIP/GOODS/COMMODITY	0
TOTAL NUMBER LEGAL SERVICES	
TOTAL NUMBER PERSONAL SERVICES	
TOTAL NUMBER OTHER NON PERSONAL SERVICES	16