

Exhibit “2d-5”

SUBJECT: CONTRIBUTIONS AND SPONSORSHIPS

SCOPE

The Authority has a significant role in providing electric energy in New York State. As a consequence of the Authority having extensive facilities and activities throughout the State, various organizations approach the Authority seeking financial support for their programs. The Authority’s ability to make a financial contribution or undertake a sponsorship is limited to those requests which directly relate to a power, duty or purpose of the Authority as expressed in the Authority’s enabling legislation, the Power Authority Act, which is interpreted by the courts of the state and subject to the state’s oversight authorities. Such support may take the form of a sponsorship or a financial contribution to not-for-profit organizations and state and local governmental units which conduct activities in the categories outlined below and which relate to the Authority’s statutory powers, duties or purposes. This Policy provides rules governing Authority financial support and procedures assuring proper allocation and use of the Authority’s resources. This Policy does not address activities undertaken in conjunction with the licensing and construction of generating and/or transmission facilities or activities that are otherwise provided for by law.

In general and for illustrative purposes, Authority support may be provided for projects, programs and activities in the following five major categories:

- Economic Development – to study means of attracting and expanding industry in New York state
- Energy Services – to advance and promote the development and implementation of new energy technologies and services
- Emergency Services – such as first responders, including but not limited to, rescue squads, hospitals, police and fire departments that benefit and support Authority Projects
- Community, Local and State Government –where there is a direct nexus to the Authority’s powers, duties or purposes to generate, transmit energy and provide energy-related projects, programs and services in a safe and reliable manner for the benefit of our customers and all New Yorkers
- State Assistance – such as departments responsible for energy and environmental research, parks and agriculture

Religious, private-for-profit and political organizations are not eligible for support. Payments and services provided solely to foster goodwill for the Authority and the well-being of a community are not permitted.

1.0 IMPLEMENTATION

All Authority officers and employees shall adhere to this Policy. Further implementing procedures may be prepared as necessary to provide appropriate guidance in meeting the management controls described. Recommendations for changes to this Policy or a new corporate policy shall be processed in accordance with CP1-1 "Corporate Policy Program Administration".

2.0 DISCLOSURE OF CONFLICT OF INTEREST

2.1 Requesting Organization

The Authority requires the reporting of any conflicts of interest in conjunction with all applications. Requesting Organizations must disclose on the application form any Authority Trustees, officers and/or employees that are affiliated with their organizations.

2.2 Authority Officers and Employees

All Authority officers and employees who are affiliated with the Requesting Organization shall abstain from any involvement in the process outlined in this Policy.

3.0 MANAGEMENT CONTROLS

3.1 Responsibilities

The Senior Vice President – Public and Governmental Affairs, or his or her designee, will be responsible for the implementation and maintenance of this Policy and for recommending additional policies and procedures to implement it. The Policy shall apply to all Authority departments, business groups, business units and other functional areas of the Authority.

3.2 Procedures

3.2.1 Support Application and Certification

- a) Except as set forth in Section 4.2.1(b), Requesting Organizations must complete the Support Application Form A (Appendix A) including the required certification set forth in the form. This form is available on the Authority's Web Site (www.nypa.gov). An application that does not contain the information required in the Support Application Form A will be deemed incomplete and the requesting organization will be advised as such.

- b) Requesting Organizations seeking \$2500 or less in support and that are engaged in Emergency Services (as defined in Section 1.0) that benefit and support Authority Projects must complete the Support Application Form B (Appendix B) including the certification set forth in that form to be considered for support.

3.2.2 Management Approval and Oversight

- a) All support applications must be reviewed by the Senior Vice President - Public and Governmental Affairs, or his or her designee, for completeness in accordance with this Policy. In addition, once having determined an application complete, the Senior Vice President - Public and Governmental Affairs, or his or her designee, shall recommend in writing the approval or denial of the application.
- b) If the Senior Vice President - Public and Governmental Affairs, or his or her designee, recommends that an application be approved and an award be made, then a representative of the Authority's Law Department shall review the application for compliance with this Policy and provide his or her conclusion in writing
- c) The Executive Vice President and Chief Financial Officer or his or her designee shall review the application to determine whether the request is in the budget and/or if there are sufficient funds in the budget for the award.
- d) All support awards are to be approved or denied by the President and CEO, or person acting in such capacity.
- e) All Support Application Forms received by the Authority will be reviewed on a quarterly basis in accordance with Section 4.2.2(a) above.
- f) Requesting Organizations must submit Support Application Forms to the Authority no later than March 15th, June 15th, September 15th or December 15th for consideration during the next quarter.
- g) A Funding Request Form (Appendix C) must be completed by the Senior Vice President – Public and Governmental

Affairs, in accordance with Section 4.2.2(a) for all qualified applicants seeking support awards and submitted to the President and CEO or person acting in such capacity. The President and CEO or person acting in such capacity will make the final determination as to whether such request for approval will be granted or denied.

- i) The following information must be provided on the form: support amount, account codes, recipient information and review and approval signatures.
- ii) Each support payment is to be charged only to the Cost Elements and WBS Codes approved by the Budget Division. The authorized codes appear on the drop down menu of the Funding Request Form.

3.2.3 Reports

- a) Except as set forth in Section 4.2.1(b), organizations requesting support must submit an accounting report on the form provided by the Authority (See Support Application Accounting Report attached hereto) and such organizations must acknowledge that the reports submitted are subject to audit by the Authority.
- b) A member of the Authority business unit which initiated the support application must independently confirm that the financial contribution was in fact used by the applicant for the purpose(s) stated in the application. Verification may be made in any manner sufficient to confirm the appropriate use of Authority funds, including without limitation attendance at events, inspection of purchased equipment or materials. A written memorandum to that effect shall be placed in the file for the application.

4.0 RESTRICTIONS

- 4.1 Corporate credit cards of any type may not be used for any support payments associated with this Policy.
- 4.2 All support payments are to be made only to the Requesting Organization and Authority payments to third-party vendors of that organization are prohibited.



5.0 REFERENCES

- 5.1 CP 1-1 Corporate Policy Program Administration
- 5.2 Attorney General Formal Opinion No. 2007-F4

President and Chief Executive Officer

New York Power Authority

Support Program

Application

INTRODUCTION

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- Community, Local and State Government –where there is a direct nexus to the Authority's powers, duties or purposes to generate, transmit energy and provide energy-related projects, programs and services in a safe and reliable manner for the benefit of our customers and all New Yorkers
- State Assistance – such as departments responsible for energy and environmental research, parks and agriculture

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**NEW YORK POWER AUTHORITY
SUPPORT APPLICATION
ACCOUNTING REPORT**

Organization _____

Support Time Period _____

INCOME

<u>Source</u> <i>Support</i>	<u>Amount</u>
1. _____	\$ _____
2. _____	\$ _____
3. _____	\$ _____
Total Income	\$ _____

EXPENSES

<u>Item</u> (Please be specific and add lines as needed including payees)	<u>Amount</u>
1. _____	\$ _____
2. _____	\$ _____
3. _____	\$ _____
4. _____	\$ _____
5. _____	\$ _____
6. _____	\$ _____
7. _____	\$ _____
8. _____	\$ _____
9. _____	\$ _____
10. _____	\$ _____
11. _____	\$ _____
12. _____	\$ _____
13. _____	\$ _____
14. _____	\$ _____
15. _____	\$ _____
Total Expenses	\$ _____

Difference (Income Less Expenses) \$ _____

By signing this report, I confirm that the funds were spent only for which the support was approved, and that all of the information contained herein is true and accurate.

Certification

I hereby certify and agree, on behalf of the organization making this request, that:

- A. Any funds awarded will be used solely for the purpose for which the grant was approved.
- B. A detailed report on the use of the funds (See Report form attached hereto) will be submitted to the Authority no later than 90 days after the organization's expenditure of the funds awarded, and such report is subject to audit by the Authority's Internal Audit Office.
- C. Any funds not used will be returned to the Authority no later than thirty days after the Authority requests the return of those funds.
- D. The information contained in the application and accompanying documents is true and complete in every respect.

*Signature of Authorized Representative _____

Name (type or print) _____ Title _____

Date _____

*The application must be signed by highest ranking representative of the organization or person acting in that capacity.

Certification

I hereby certify and agree, on behalf of the organization making this request, that:

- A. Any funds awarded will be used solely for the purpose for which the grant was approved.
- B. Any funds not used will be returned to the Authority no later than thirty days after the Authority requests the return of such funds.
- C. The information contained in the application and accompanying documents is true and complete in every respect.

*Signature of Authorized Representative _____

Name (type or print) _____ Title _____

Date _____

*The application must be signed by the highest ranking representative of the organization or person acting in that capacity.

**NEW YORK POWER AUTHORITY
FUNDING REQUEST FOR SUPPORT**

Cost Information

Cost Center:

Cost Element:

WBS Code:

Amount: _____

RECIPIENT INFORMATION

Please make check payable to: _____

Federal ID #: _____

Mail to: _____

Contact Person: _____ Phone: _____

Describe Type of Request: _____

(Include NYPA Program Supported): _____

Attachments:

Date of Request:

Reviewed & Recommended by: _____
SVP – Public and Governmental Affairs Date

Reviewed by: _____
Law Department Representative Date

Reviewed by: _____ - Date _____ -
EVP & Chief Financial Officer

Support Application: _____ Approved _____ Denied

Approval Signature: _____ (Date)
President & CEO

Support Application: _____ Approved _____ Denied

Approval Signature: _____ (Date)
President and Chief Executive Officer