



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

**December 12, 2017**

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Minutes of the regular meeting of the New York Power Authority's Governance Committee held at the Clarence D. Rappleyea Building, 123 Main Street, White Plains, New York, at approximately 8:32 a.m.

**The following Members of the Governance Committee were present:**

Trustee Anne M. Kress, Chair  
Trustee John R. Koelmel, Member  
Trustee Eugene L. Nicandri, Member

Trustee Tracy McKibben - Excused  
Trustee Anthony Picente, Jr. - Excused

**Also in attendance were:**

Michael Balboni	Trustee
Gil Quiniones	President and Chief Executive Officer
Justin Driscoll	Executive Vice President and General Counsel
Kristine Pizzo	Senior Vice President - Human Resources and Enterprise Shared Services
Karen Delince	Vice President and Corporate Secretary
Joseph Gryzlo	Vice President and Chief Ethics & Compliance Officer
Lorna Johnson	Senior Associate Corporate Secretary
Sheila Baughman	Senior Assistant Corporate Secretary
Jaiah Gottor	Lead Network Analyst – Infrastructure
Glen Martinez	Senior Network Analyst – Infrastructure

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Chairperson Kress presided over the meeting. Corporate Secretary Delince kept the Minutes.

**Introduction**

***Chairperson Kress welcomed committee members and Authority senior staff to the meeting. She 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 by Trustee Koelmel and seconded by Trustee Nicandri, the Agenda for the meeting was adopted.

2. **Motion to Conduct an Executive Session**

*I move that the Governance Committee conduct an executive session to discuss matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person.* Upon motion made by Trustee Nicandri and seconded by Trustee Koelmel the members held an executive session.

3. **Motion to Resume Meeting in Open Session**

*I move that the meeting resume in Open Session.* Upon motion made by Trustee Koelmel and seconded by Trustee Nicandri the members held an executive session.

Chairperson Kress said no votes were taken during the Executive Session.

**4. CONSENT AGENDA:**

Upon motion made by Trustee Nicandri and seconded by Trustee Koelmel, the Consent Agenda and Reports provided by staff to members of the Governance Committee were approved.

a. **Approval of the Minutes**

Upon motion made and seconded, the Minutes of the Committee's Regular Meeting of September 26, 2017 were approved.



**b. Procurement and Related Reports**

The Vice President of Procurement submitted the following report:

“SUMMARY

This report is to advise the Governance Committee of certain 2017 activities of the Procurement Division. Where applicable, Canal Corporation activity is included. This reporting includes: procurement contract activity, disposal of personal property (including Fleet-related transactions), Supplier Diversity Program activities and plant inventory statistics; as well as fossil fuels activities conducted by the Fuel Planning and Operations Group; corporate finance activities conducted by the Treasury Group; and transfers of interest in personal property to Canal Corporation.

BACKGROUND

Pursuant to Subsection C.5 of the Authority’s Governance Committee Charter relating to Reports, the Vice President – Procurement is required to report to the Committee at all regularly scheduled meetings and the Committee has the authority to require Procurement and other staff to prepare additional reports and to produce documents for the Committee’s 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 4a ii-1 – 4a ii-7, the Procurement Contract Report summarizes activity for procurements of \$5,000 or greater that were active in 2017, as identified by the Authority’s SAP Enterprise Resource Planning (‘ERP’) system. The Disposal of Personal Property Report lists all personal property disposal transactions over \$5,000 conducted during 2017. The Supplier Diversity Program Activity Report summarizes dollars awarded to New York State-certified Minority and Women-owned Business Enterprises (‘MWBES’) as well as to Service-Disabled Veteran-Owned Businesses (‘SDVOBs’) 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 Planning and Operations and Treasury work groups, respectively. The Transfer of Interest in Personal Property to Canal Corporation’s report identifies personal property transferred from the Authority to Canal Corporation deemed prudent by the Contracting Officer to facilitate the Canal Corporation’s obligations to operate, maintain, construct, reconstruct, improve and develop the canal system.

FISCAL INFORMATION

There will be no financial impact on the Authority.

RECOMMENDATION

The Governance Committee is requested to review and approve the Procurement, Fossil Fuels and Corporate Finance Reports (attached hereto as Exhibits 4b-1 through 4b-7).”

**c. Real Estate Report**

The Vice President of Enterprise Shared Services submitted the following report:

**SUMMARY**

This report is to advise the Governance Committee of certain 2017 activities of the Real Estate Division regarding the acquisition and disposal of real property.

**BACKGROUND**

Pursuant to Subsection C.5 of the Authority's Governance Committee Charter relating to Reports, the Vice President – Enterprise Shared Services, 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 Real Estate staff to prepare additional reports and to produce documents for the Committee's review. Due to recent staff reorganization, the Real Estate Division now reports to the Vice President – Enterprise Shared Services, who is submitting this report.

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

**DISCUSSION**

The Report of the Acquisition and Disposal of Real Property for the period January through November 13, 2017 is attached hereto as Exhibit 4c-A."

**d. Ethics and Compliance Program  
and NERC Reliability Standards Compliance**

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

**“ETHICS and COMPLIANCE**

**SUMMARY**

The Office of Ethics and Compliance (‘E & C Office’) 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 September 26, 2017 through December 12, 2017.

**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 September 26, 2017 include various requests to engage in outside activities and employment and issues concerning conflicts of interest, including familial relationships, post-employment analyses, policy reviews and gifts inquiries.

Cases by Location and Category for the Period September 26, 2017—December 12, 2017

Category	Albany	BG	Buffalo	CEC	Niagara	STL	WPO	Multiple Sites	Totals
Allegations						3	1		4
Conflict of Interest	1			1	1	1	4	(1)	8
General Inquiries						1	1		2
Gifts					2		13		15
Nepotism		3					1		4
Outside Activities				2	1	2	6		11
Outside Employment		3			3	1	9		16
Political Inquiries									0
Post-Employment	1	1					4		6
Unwarranted Privilege					1		6		7
Use of Assets							1		1
Totals	2	7	0	3	8	8	46	1	74

**DISCUSSION**

NYPA recently awarded contracts for Digital Utility Strategic Partnerships in support of the Authority’s Digital Transformation to ten of the most technically qualified bidders, including Siemens Industry, Inc. A member of the team in Siemens proposal is a current agency contractor (‘contingent worker’) providing services in the Energy Solutions group whose contract expires in February, 2018. This contingent worker was approached by his NYPA manager concerning his future plans and disclosed that he had entered into the partnership with Siemens to provide services through the Digital Utility Strategic Partnership competitive procurement opportunity. It was determined that the contingent worker could continue to fulfill his agency contractor

responsibilities until such time as a contract between NYPA and Siemens is fully executed and NYPA awards project work to Siemens after mini-bid evaluations with the other qualified bidders. Guidance has been provided to the contract manager and Procurement Department detailing the process that should be followed in the event this scenario occurs.

As a result of this occurrence, the E & C Office is working to strengthen the disclosures required of contingent workers and bidders to include any past work experience with NYPA and any relatives who may work for NYPA to evaluate and address conflicts of interest at the earliest feasible opportunity.

NYPA has established a process to vet candidates for employment who may be related to current NYPA employees. The process includes a review of the candidate's education and relevant experience, and required testing to fill bargaining unit roles and a vigorous interview process. If selected as the best candidate, the hiring manager provides a written justification to the E & C Office for review. The justification must clearly state that the relatives will have no supervisory or other employment relationship and establishes the expectation that there may be no such relationships in the future. These staffing decisions are approved by the Chief Ethics & Compliance Officer, the Senior Vice President of Human Resources and the President and CEO. Four relatives have been hired at three different facilities in the past reporting period.

NYPA has recently begun to offer guidance to employees who are serving on external boards and committees as part of their job functions. These positions come with a variety of challenges, such as whether to accept transportation, lodging, meals or complimentary registration fees for conference attendance. These employees may be influencing industry standards and asked to share their experiences at NYPA. The E & C Office provides guidance to these employees regarding acceptance of meals, transportation and registration fees and reminds them of confidentiality requirements, and against offering opinions that may reflect those of NYPA or endorsing any other individual, business, group or initiative.

The E & C Office reviewed 15 outside employment requests since the last report to the Governance Committee. The reviews included a family-owned farm for which the NYS Joint Commission on Public Ethics ('JCOPE') approval was required since the employee serves in a policy making position, providing services as a part time pilot, a LYFT driver, private and public security and police services, ownership of a 24-hour gym and a review of a prospective employee's personal solar services business.

The E & C Office reviewed a potential post-employment scenario wherein a NYPA employee who provides advisory services to a group of NYPA employees who participate in an external consortium on behalf of NYPA, would provide analogous services to the consortium through a personal services agreement with a consulting firm to the consortium. The employee believed that this would not constitute an appearance before NYPA, as contemplated by the NYS Public Officers Law post-employment restrictions since the services to be provided would be to the entirety of the consortium and not exclusively to NYPA. The E & C Office and the employee consulted JCOPE which opined that providing services to the consortium would likely have constituted an appearance before his former agency and a violation of the two-year post-employment restriction. Consequently, the employee did not pursue this post employment opportunity.

The proliferation of social media and its applications in the public sector remain a concern for the E & C Office. The E & C Office have been asked to assist in addressing the increased use of social media as it relates to the application of the Public Officers Law, particularly as social media may be used to announce success stories or initiative kick-offs at particular locations. The Public Officers Law speaks to a broad sense of 'unwarranted privilege'. Employees must be mindful to not endorse any particular customer, vendor or business partner while engaging in social media forms of communication. The E & C Office requested guidance from JCOPE regarding any policies or procedures that they may have implemented but they have not issued

any formal guidance concerning this medium of communication and cautioned against unwarranted privilege in communications. The E & C Office will work with the Digital Communications & Strategy Office to develop training to mitigate this area of risk for employees.

#### Collaboration with the New York State Inspector General's Office and Other External Agencies

NYPA continues to collaborate with the NYS Inspector General's Office and other external federal and state agencies in providing requested documentation or information related to ongoing investigations. The E&C Office is NYPA's liaison for coordinating compliance with investigations affecting NYPA and its business partners.

The E & C Office has been facilitating the Financial Disclosure Statement filings of employees in the JCOPE Financial Disclosure website. JCOPE has continued to enhance the capabilities of its electronic filing system, and after several years of building the system, it is addressing overdue participant filings. In most instances, employees had completed the filing but had inadvertently not attested to the accuracy of the statements made on the form. No employees have faced any administrative hearings or fines for having failed to complete their forms in a timely manner.

#### Training and Outreach

The E & C Office is facilitating the Comprehensive Ethics Training Course ('CETC') developed by JCOPE to NYPA Trustees, employees and members of external boards covered by the requirements of the Public Integrity Reform Act of 2011. These trainings are live, instructor-led trainings and will be reported to JCOPE in an annual compliance report at the end of January 2018.

A gifts and outside employment reminder was sent to all NYPA employees via email message requesting that any gifts be reported to the Ethics Office and returned to the sender if possible. Employees were asked to reflect upon any job duties or responsibilities that may have changed since prior approvals to engage in external employment opportunities or activities that were previously granted. NYPA's Code of Conduct requires its Trustees, officers and employees to disclose all outside employment and certain outside activities to ensure the absence of conflicts of interest.

### **RELIABILITY STANDARDS COMPLIANCE**

#### "SUMMARY

This report highlights important aspects of NYPA's NERC Reliability Standards compliance management program for the period September 26, 2017 to December 12, 2017. A brief background statement is followed by discussion of specific to Reliability Standards-related topics affecting the enterprise.

#### BACKGROUND

Background information related to the origin of the North American Electric Reliability Corporation ('NERC') mandatory standards for reliability and NYPA's obligations to demonstrate compliance with the standards has been presented in previous reports to the Governance Committee.

## DISCUSSION

### NERC Reliability Standards Compliance Enforcement Actions

During the reporting period, there were five (5) new possible violations of the NERC Reliability Standards reported to the Northeast Power Coordinating Council ('NPCC').

1. CIP-010 Cyber Security — Configuration Change Management and Vulnerability: The investigation determined that only NYPA validated Transient Cyber Assets and Removable Media were used by the vendor, ABB, during all configuration and maintenance activities that occurred after 4/1/2017. The investigation determined that no violations of any NERC Reliability Standards are associated with this incident.
2. CIP-010 Cyber Security — Configuration Change Management and Vulnerability: NYPA over-classified a desktop as a medium BES Cyber Asset instead of a Transient Cyber Asset at the St. Lawrence Power Project. Due to the limited usability of this asset, timely O/S and AV patching and physical security controls present in the switchyard, this potential violation was identified as a minimal risk to reliability. The investigation determined this event was a possible violation of NERC Reliability Standards and the event was self-reported to NPCC.
3. CIP-010 Cyber Security — Configuration Change Management and Vulnerability: NYPA is required to manage its Transient Cyber Assets to ensure compliance with requirements under CIP-010. User names and passwords were displayed on a label attached to the keyboard section of a laptop, which is visible when the unit was opened. The investigation determined this event as a possible violation of NERC Reliability Standards and the event was self-reported to NPCC.
4. CIP-007 Cyber Security - System Security Management: During internal pre-audit activities, several relay devices were chosen at random and reviewed for compliance with associated CIP Standards. For a relay tested at Massena substation, it was determined that the password was not set at its minimum requirement and does not meet the requirements identified in the Standard. The investigation is under review and pending a final determination.
5. PRC-001 System Protection Coordination: During a scheduled outage of Gilboa Unit 2, the protection system in the switchyard was taken out of service for switching and not immediately placed back into service. The investigation is under review and pending a final determination.

These possible violations were determined to be of minimal impact to the Bulk Electric System ('BES'). If confirmed by NPCC, these minimal impact violations will be processed as Compliance Exceptions and will not result in any penalties.

### Investigations of Possible Violations

During the reporting period, Technical Compliance reviewed five (5) investigations of possible violations of the NERC Reliability Standards. Two (2) of these were self-reported to the NPCC in October. Two (2) investigations are under review and pending a final determination and one (1) investigation resulted in a determination of no possible violation. This internal process is viewed by the regulator as evidence that NYPA has a strong internal compliance program.

### NERC Alerts

NERC disseminates information that it deems critical to ensuring the reliability of the bulk power system via 'alerts' designed to provide concise, actionable information to the electric industry. During the reporting period, there was one (1) NERC alert sent to the industry.

In October, NERC issued an alert for Supply Chain Risk, requesting NYPA to acknowledge receipt of the advisory, consider recommendations made to the industry and review and complete reporting instructions. A response was required and provided.

### Risk-Based Evidence Management Program

Effective in late 2015, NPCC revamped the self-certification process to a risk-based model. The new process is referred to as the Guided Self-Certification program. This program is being administered to entities in the NPCC region in lieu of the previous annual self-certification program. In response, Technical Compliance implemented a Risk-Based Evidence Management Program for identifying areas of risk and appropriate frequency for evaluation of and compliance evidence updates for the NERC Reliability Standards applicable to NYPA. This process ensures that NYPA's compliance program aligns with NERC's risk-based Compliance Monitoring and Enforcement Program and the NPCC guided self-certification process. In 2017, Technical Compliance will review and update the evidence for forty-three (43) NERC Reliability Standards that are applicable to NYPA's NERC registrations. Technical Compliance has reviewed and updated the evidence for twenty-six (26) NERC Reliability Standards. These reviews have been delayed due to NERC Critical Infrastructure Protection ('CIP') audit readiness efforts.

### Guided Self-Certification of Compliance

NYPA did not receive any Guided Self-Certification of Compliance notifications during the reporting period. Technical Compliance has established a rigorous process to ensure that compliance evidence is updated before NYPA self-certifies compliance with NPCC.

### Bulk Electric System (BES) Definition

As stated in earlier reports, the Federal Energy Regulatory Commission ('FERC') approved the new BES definition and that NYPA identified over 50 new BES elements that were subject to the NERC Reliability Standards in July 2016. The new definition applies essentially to any transmission assets operated at or above 100 kV.

The exclusion exception request for the Moses-Alcoa ('MAL') 115kV transmission line that has been reported in previous reports to the Governance Committee is still in process. In May a NERC-led Review Panel issued its determination and concluded that the MAL lines are BES facilities and that Alcoa is required to register as the Transmission Owner ('TO') and that NPCC needs to assign the Transmission Operator ('TOP') for the lines. NPCC has established an alternative time period for completing the review of the subject EER. The time period has been set to conclude on April 30, 2018. Alcoa is considering the acceptance of NERC's TO and TOP implementation plan. NYPA's objective is not to be a Transmission Operator.

### Critical Infrastructure Protection (CIP) Standards - Versions 5 and 6

During the reporting period, NYPA continued to effectively manage the implementation of CIP Versions 5 and 6 to include the Southeast New York ('SENY') region and the upstate Low Impact facilities and cyber system assets in the CIP Compliance Program. In parallel, Technical Compliance continues to engage the internal stakeholders to implement a work plan to establish a consistent and robust NERC CIP Compliance Program for NYPA's assets. The standardization of the program requires the implementation of certain controls that exceed, in some respects, the

CIP requirements. Such an approach, ensures program stability, enhances NYPA's security posture, and aligns with NYPA's enterprise-wide cyber security strategy.

NYPA received its CIP onsite audit notification from NPCC on September 5th, confirming the audit start date of December 11, 2017. The audit will be held at the Clark Energy Center. In addition to the notification, NPCC informed NYPA that the audit will be observed by FERC and NERC. Audit readiness efforts, in which the final phase of preparations were led by Technical Compliance, department subject matter experts, the Law Department, Internal Audit, Ethics and Compliance and Navigant Consulting, have concluded. As part of the CIP onsite audit, NPCC visited the St. Lawrence-FDR Power Project on November 15th. There were no findings or major recommendations from the NPCC audit team. This clearly demonstrates the strength of NYPA's compliance program, its integration with site operations and the strong culture of self-assessment and transparency with the regulators. NPCC was impressed with the implementation of physical and electronic controls at the St. Lawrence-FDR Power Project."



**e. Amendments to the Governance Committee Charter**

The Executive Vice President and General Counsel submitted the following report.

**“SUMMARY**

The Governance Committee is requested to adopt the Authority’s Governance Committee Charter as amended and set forth in Exhibits ‘4e-A’ and ‘4e-A-1’ of this report and to recommend its adoption to the Trustees.

**BACKGROUND & DISCUSSION**

The Authority’s Governance Committee Charter was last amended on July 26, 2011. The changes to the Authority’s Governance Committee are proposed to reflect best practices and to conform to the Canal Corporation’s Governance Committee Charter, which was adopted on January 31, 2017.

**FISCAL INFORMATION**

None.

**RECOMMENDATION**

The Executive Vice President and General Counsel recommend that the Governance Committee approve the proposed amendments and recommend its adoption to the Trustees.”

The following resolution, as submitted by the Executive Vice President and General Counsel, was approved by the Committee.

**RESOLVED, That the attached Authority Governance Committee Charter be adopted in the form proposed in Exhibit ‘4e-A;’ and be it further**

**RESOLVED, That the Governance Committee recommend the adoption of the Authority’s Governance Committee Charter to the Trustees.**

5. **DISCUSSION AGENDA:**

a. **Committee Appointments**

The Chairman of the Authority submitted the following report:

"SUMMARY

The Governance Committee is requested to review the committee appointments indicated below and to recommend its adoption to the Authority's Trustees and the Canal Corporation Board of Directors.

BACKGROUND and DISCUSSION

The following changes in committee composition are recommended for adoption (Change indicated in **bold**.)

Audit Committee

Eugene L. Nicandri (Chair), John R. Koelmel, Anne Kress, Anthony J. Picente, Jr., Tracy B. McKibben

Finance Committee

Tracy B. McKibben (Chair), John R. Koelmel, Anne M. Kress, Anthony J. Picente, Jr., **Michael A.L. Balboni**

Governance Committee

Anne M. Kress (Chair), John R. Koelmel, Eugene L. Nicandri, Anthony J. Picente, Jr., **Dennis G. Trainor**

**Cyber and Physical Security Committee**

**Michael A.L. Balboni (Chair), John R. Koelmel, Eugene L. Nicandri, Tracy B. McKibben, Dennis G. Trainor**

RECOMMENDATION

I recommend the above-requested action by adoption of the resolution below."

Upon motion made by Trustee Koelmel and seconded by Trustee Nicandri, the following resolution was adopted.

**RESOLVED, That the Governance Committee recommends that the Trustees and the Canal Board of Directors adopt the following Committee Appointments:**

**Audit Committee**

**Eugene L. Nicandri (Chair), John R. Koelmel, Anne Kress, Anthony J. Picente, Jr., Tracy B. McKibben**

**Finance Committee**

**Tracy B. McKibben (Chair), John R. Koelmel, Anne M. Kress, Anthony J. Picente, Jr., Michael A.L. Balboni**

**Governance Committee**

**Anne M. Kress (Chair), John R. Koelmel, Eugene L. Nicandri, Anthony J. Picente, Jr., Dennis G. Trainor**

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**Cyber and Physical Security Committee**

**Michael A.L. Balboni (Chair), John R. Koelmel, Eugene L. Nicandri,  
Tracy B. McKibben, Dennis G. Trainor**

6. **Next Meeting**

Chairperson Kress said that the next regular meeting of the Governance Committee is to be held on Tuesday, March 20, 2018 at a time to be determined.

**Closing**

Upon motion made by Trustee Nicandri and seconded by Trustee Koelmel, the meeting was adjourned by the Chair of the Committee at approximately 9:20 a.m.

*Karen Delince*

Karen Delince  
Corporate Secretary

December 12, 2017

# **EXHIBITS**

**For**

**December 12, 2017**

**Governance Committee**

**Meeting Minutes**

## **PROCUREMENT CONTRACTS SUMMARY** **January - September 2017**

In accordance with the Procurement Guidelines, “procurement contracts” are contracts for the acquisition of goods and/or services in the actual or estimated amount of \$5,000 or more. Such goods and/or services are those necessary to support the Authority’s White Plains office, facilities (including Canal Corporation), operations and maintenance (“O&M”) and capital projects, including but not limited to, goods and commodities, major electrical equipment, construction, maintenance work and other services.

The following is a summary of all procurement contracts including multi-year contracts awarded through September 30, 2017. These contracts have been active during 2017 and are \$5,000 or greater in value. There are 2,312 such contracts with a total estimated value of more than \$5.3 billion not including fossil fuel or corporate finance expenditures covered in Sections 2b-5 and 2b-6 of this report. Total expenditures thus far in 2017 have exceeded \$493 million for these contracts.

The following is a breakdown of the total number of active contracts, excluding fossil fuel and corporate finance contracts, by contract type:

- 11% of these contracts are for Construction Services;
- 44% are for the purchase of Equipment and Commodities;
- 2% are for Architectural and Engineering Services;
- 2% are for Legal Services;
- 15% are for Personal Service contracts such as professional consulting services;
- 26% are for Non-Personal Service contracts such as maintenance, technicians, contracted personnel and repairs.

Based on the total value of the contracts included in this summary (\$5.3 billion), approximately 99% of contracts were competitively bid. Thus far in 2017, approximately 1% of contracts (with a total contract value of approximately \$38.5 million), were sole/single-source awards, which included over \$2 million in Minority- and Women-owned Business Enterprises (MWBs), Service-Disabled Veteran-Owned Businesses (SDVOBs) and NYS Small Businesses contract awards. Sole/single-source awards also included, but were not limited to, the purchase of highly specialized spare parts and services from original equipment manufacturers, procurement of services on an emergency basis and proprietary sources.

## **DISPOSAL OF PERSONAL PROPERTY** **January – September 2017**

### **January through September 2017 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 in excess of \$5,000 in value that was disposed of during the reporting period. Furthermore, pursuant to Subsection C.5 of the Authority’s Governance Committee Charter relating to Reports, the Vice President of Procurement is required to report to the Committee at all regularly scheduled meetings. To that end, the 2017 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 2017 Annual Report of Disposal of Personal Property for review and approval by the full Board of Trustees at their March 2018 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 2017 Public Authorities Reporting Information System (“PARIS”) Annual Report of Personal Property Disposal for submittal to the ABO by March 31, 2018.

### **FACILITIES and WPO – Third Quarter 2017 Activity Summary**

During the reporting period, there were no personal property disposals in excess of \$5,000 in value. However, a refund for \$3,000 was paid to Ameritanx, Inc. for the reimbursement of fees paid to NYPA for CO2 cylinders with missing Kidde valves. Please see the footnote in the attached report.

### **FACILITIES and WPO – YTD September 2017 Summary and Subtotal**

**The January through September 2017 Total “Price Received by the Authority” for Personal Property Disposal transactions over \$5,000 conducted by or on behalf of the Property Disposal Coordinators (“PDCs”) at the Facilities was \$81,331.53.**

### **FLEET – Third Quarter 2017 Activity Summary**

During the reporting period, the Authority participated in one Fleet-related auction conducted on behalf of the Authority’s Fleet Operations Division by the firm J.J. Kane Associates, Inc. (DBA J.J. Kane Auctioneers (of Delran, NJ) on August 26, 2017. Of thirty vehicles sold for \$315,745, twelve vehicles had an assessed sale price or fair market value in excess of \$5,000 and these sales resulted in payment to the Authority of \$279,050. This value is net of transportation and other fees, as fully detailed in the attached report.

### **FLEET – YTD September 2017 Summary and Subtotal**

**In summary, the January through September 2017 YTD Fleet Total “Price Received by the Authority” for the sale of thirty-three vehicles with an assessed sale price or fair market value exceeding \$5,000 (less transportation and other fees) was \$471,150.00.**



**Grand Total as of 09/30/17**

**As summarized on page 2 of the attached Report, the YTD September 2017 Grand Total "Price Received by the Authority" for all Personal Property in excess of \$5,000 was \$552,481.53.**

**POWER AUTHORITY OF THE STATE OF NEW YORK**

**YTD SEPTEMBER 2017 REPORT OF DISPOSAL OF PERSONAL PROPERTY OVER \$5,000**

<b>DESCRIPTION</b>	<b>PURCHASER</b>	<b>SALE PRICE</b>	<b>PRICE RECEIVED by the Authority</b>
<b>REFRIGERANT TANKS AT NIAGARA AND ST LAWRENCE PROJECTS</b>	<b>AIRGAS USA LLC, DBA FOR AIRGAS, INC.</b>	<b>\$ 6,723.88</b>	<b>\$ 6,723.88</b>
<b>SCRAP METALS AT ST LAWRENCE PROJECT</b>	<b>CASELLA WASTE SYSTEMS, INC.</b>	<b>\$ 9,994.00</b>	<b>\$ 9,994.00</b>
<b>CO2 AND HYDROGEN CYLINDERS AT ST LAWRENCE PROJECT</b>	<b>AMERITANX, INC.</b>	<b>\$ 19,000.00</b>	<b>\$ 19,000.00</b>
<b>SCRAP METALS AT ST LAWRENCE PROJECT</b>	<b>CASELLA WASTE SYSTEMS, INC.</b>	<b>\$ 15,757.03</b>	<b>\$ 15,757.03</b>
<b>SCRAP METALS AT ST LAWRENCE PROJECT</b>	<b>CASELLA WASTE SYSTEMS, INC.</b>	<b>\$ 10,156.62</b>	<b>\$ 10,156.62</b>
<b>CO2 CYLINDERS AT NIAGARA PROJECT <sup>(1)</sup></b>	<b>AMERITANX, INC.</b>	<b>\$ 19,700.00</b>	<b>\$ 19,700.00</b>
	<b>SUBTOTAL:</b>	<b>\$ 81,331.53</b>	<b>\$ 81,331.53</b>

(1) NYPA received payment from Ameritanx, Inc. of \$22,700 as the winning bidder in an auction for CO2 cylinders. NYPA subsequently refunded \$3,000 for missing Kidde valves, resulting in a net price received of \$19,700.

**POWER AUTHORITY OF THE STATE OF NEW YORK**

**YTD SEPTEMBER 2017 REPORT OF DISPOSAL OF PERSONAL PROPERTY OVER \$5,000**

**FLEET OPERATIONS**

<b>DESCRIPTION</b>	<b>PURCHASER</b>	<b>SALE PRICE</b>	<b>Transportation and Other Fees</b>	<b>PRICE RECEIVED * by the Authority</b>
2000 HYSTER FORKLIFT	POWER & CONSTRUCTION GROUP INC	\$ 13,500.00	\$ 100.00	\$ 13,400.00
2004 JLG 450AJ MANLIFT	AMAZING MOTORS	\$ 21,000.00	\$ 100.00	\$ 20,900.00
2004 JLG 600S MANLIFT	NICHOLAS KRYWOSA	\$ 2,000.00	\$ 100.00	\$ 21,900.00
2005 YALE GLP06-TG FORKLIFT	DAN DIMOND EQUIPMENT INC	\$ 1,000.00	\$ 100.00	\$ 10,900.00
2008 CHEVY IMPALA	UPSTATE AUTO SALES INC	\$ 5,500.00	\$ 100.00	\$ 5,400.00
2008 FORD ESCAPE	UPSTATE AUTO SALES INC	\$ 5,100.00	\$ 100.00	\$ 5,000.00
2008 FORD ESCAPE	JULIAN PADUANA	\$ 5,200.00	\$ 100.00	\$ 5,100.00
2008 FORD ESCAPE	UPSTATE AUTO SALES INC	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2008 FORD ESCAPE	UPSTATE AUTO SALES INC	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2008 FORD ESCAPE	DILCIA BARROS	\$ 5,750.00	\$ 100.00	\$ 5,650.00
2008 FORD F350 PICKUP	UPSTATE AUTO SALES INC	\$ 1,000.00	\$ 100.00	\$ 10,900.00
2008 FORD F550 PICKUP	CNY SEALCOATING & CONCRETE LLC	\$ 3,750.00	\$ 100.00	\$ 13,650.00
2009 CHEVY IMPALA	THOMAS BROWN	\$ 6,250.00	\$ 100.00	\$ 6,150.00
2009 DODGE DURANGO	CHAMPION INTERNATIONAL	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2011 FORD F350 PICKUP	ICAR AUTO SALES LLC	\$ 1,000.00	\$ 100.00	\$ 10,900.00
2011 FORD F350 PICKUP	CHRIS ALBICKER	\$ 1,000.00	\$ 100.00	\$ 10,900.00
2011 FORD FUSION	UPSTATE AUTO SALES INC	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2011 FORD FUSION	UPSTATE AUTO SALES INC	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2011 TOYOTO HIGHLANDER	L&V DOM & IMPORTED AUTO SALES INC	\$ 2,500.00	\$ 100.00	\$ 12,400.00

\* Sale Price less transportation and other 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**

**YTD SEPTEMBER 2017 REPORT OF DISPOSAL OF PERSONAL PROPERTY OVER \$5,000**

**FLEET OPERATIONS (CONTINUED)**

<b>DESCRIPTION</b>	<b>PURCHASER</b>	<b>SALE PRICE</b>	<b>Transportation and Other Fees</b>	<b>PRICE RECEIVED * by the Authority</b>
2012 FORD FUSION	RWC ENTERPRISES	\$ 6,450.00	\$ 100.00	\$ 6,350.00
2012 FORD FUSION	CJ'S CAR AMERICA	\$ 6,950.00	\$ 100.00	\$ 6,850.00
2005 JD ATV	HYLAN DATACOM & ELECTRICAL LLC	\$ 7,750.00	\$ 100.00	\$ 7,650.00
2013 FORD FUSION	SUSAN M BUTTON	\$ 7,500.00	\$ 100.00	\$ 7,400.00
2012 FORD FUSION	CHICAGO AUTOPLEX INC	\$ 5,750.00	\$ 100.00	\$ 5,650.00
2012 FORD FUSION	CHICAGO AUTOPLEX INC	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2012 FORD FUSION	CHICAGO AUTOPLEX INC	\$ 5,250.00	\$ 100.00	\$ 5,150.00
2008 FORD ESCAPE	CONNIE BURNETT	\$ 6,000.00	\$ 100.00	\$ 5,900.00
2009 FORD F250	ICAR AUTO SALES LLC	\$ 10,750.00	\$ 100.00	\$ 10,650.00
2005 INTR 7400	ACE EQUIPMENT NORTH	\$ 13,000.00	\$ 100.00	\$ 12,900.00
2003 WORK VAN	LEHIGH AUTO SALES & SERVICE LLC	\$ 8,000.00	\$ 100.00	\$ 7,900.00
2007 INTR 5600	KT POWER	\$150,000.00	\$ 100.00	\$ 149,900.00
2006 CATE D5GL	VILLAGE TRUCK SALES	\$ 46,000.00	\$ 100.00	\$ 45,900.00
2004 JLG M6400J	INTEGRA SUPPLY	\$ 15,000.00	\$ 100.00	\$ 14,900.00
	<b>FLEET SUBTOTAL:</b>	<b>\$ 474,450.00</b>	<b>\$ 3,300.00</b>	<b>\$ 471,150.00</b>
	<b>+ SUBTOTAL Page 1:</b>	<b><u>\$ 84,331.53</u></b>	<b>--</b>	<b><u>\$ 84,331.53</u></b>
	<b>GRAND TOTAL:</b>	<b><u>\$ 555,781.53</u></b>	<b>\$ 3,300.00</b>	<b><u>\$ 552,481.53</u></b>

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

## **SUPPLIER DIVERSITY PROGRAM (SDP)** **January – September 2017**

At the end of New York State's 3rd reporting quarter (ending September 30, 2017), the Authority and the Canal Corporation expended a total of \$17.2 Million or 15.9% of reportable expenditures to New York State-certified Minority and Women-Owned Business Enterprises (MWBEs).

From January to September 2017, the Authority and the Canal Corporation expended approximately \$45 Million or 19.38% of reportable expenditures to New York State-certified MWBEs. Treasury transactions with NYS-certified MWBE financial dealers for the first nine months of calendar year 2017 resulted in \$499.3 Million or 31.3% in principal sales and purchases for the Authority.

Service-Disabled Veteran-Owned Business (SDVOB) utilization for the period January – September 2017 is approximately \$ 1.2 Million or 7.42% of designated spend. Additionally, SDVOB financial dealers transacted over \$482.5 Million or 30.3% in principal sales and purchases for the period January – September 2017.

The SDP program reached a milestone of \$1 billion in payments to MWBEs in the 3<sup>rd</sup> reporting quarter.

Although the Authority's 2017-2018 MWBE goal is 30%, the Authority remains challenged in meeting this aggressive goal due to numerous factors; onboarding of the Canal Corporation, the conclusion of multiple energy efficiency contracts and NYPA's unique position as an energy producing utility. We believe that the new procurement model, enhanced tracking and reporting of MWBEs and SDVOBs along with the revised approaches in determining MWBE goal participation, will collectively provide the Authority continued success in providing opportunities to diverse suppliers.

**INVENTORY STATISTICS**  
**September 30, 2017**

Facility	9/30/17	9/30/16	9/30/15
Niagara	18,269,500	18,159,883 <sup>(A)</sup>	20,389,843
St. Lawrence	15,536,139 <sup>(B)</sup>	14,362,966 <sup>(C)</sup>	12,273,884
Poletti Project	9,007,671	8,961,022	8,126,820
Flynn Project	7,646,737	7,108,529 <sup>(D)</sup>	14,288,459
Blenheim-Gilboa	9,059,699	8,910,319	8,629,964
500 MW Project	27,091,479 <sup>(E)</sup>	25,905,820	25,396,804
Clark Energy Center	6,976,277	6,394,163	5,630,072
Canal Corporation	734,436	N/A	N/A
Total Stock Value	\$ 94,321,938	\$ 89,802,702	\$ 94,735,846

(A) 2016 Includes \$2.0 million reduction for NIA Dual Voltage Transformer installed in RM Unit 5 to replace the fire damaged transformer.

(B) 2017 Includes \$1.1 million for STL net purchases of:  
765KV Disconnect Switches & Structure Supports \$1,131K

(C) 2016 Includes \$1.7 million for STL net purchases of:  
Headgate Motor Control Panels \$800K  
765KV Disconnect Switches & Lattice Structure Supports \$320K  
Potent Transformers \$213K  
Lubron Bushings \$200K  
Reinhausen Transducer \$172K

(D) 2016 Includes \$6.6 million reduction for Flynn 2015 Major Outage:  
Turbine Blades and Vanes \$4.588 million  
Turbine Inner Casing \$1.305 million  
Mixing Casing \$0.653 million

(E) 2017 Includes \$632K for 500MW net purchases of:  
Bull Gears \$194K  
Volutes & Gas Seal \$161K  
Worm Gear \$92K  
Diaphragms 1st & 2nd Stage, & parts \$96K  
Condensate Pump Motor \$62K  
Air Purge Valve \$27K

**POWER AUTHORITY OF THE STATE OF NEW YORK  
FOSSIL FUELS ACTIVITY  
JANUARY - SEPTEMBER 2017**

Exhibit 4b-5  
December 12, 2017

**REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879**

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O A	R A	O P A	M B E	B I D S	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 1Q & 2Q	AMOUNT EXPENDED 3Q	AMOUNT EXPENDED 2017	DATE OF CONTRACT	O C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
FD-1990-33	Northville Industries Corp. NIC 25 Melville Park Road Melville NY 117470398	Oil Storage Agreement	E	1		N	N		15,193,542	282,166	141,083	423,249	4/1/1994		3/31/2019	
FD-1990-34	Northville Industries Corp. NIC 25 Melville Park Road Melville NY 117470398	Oil Storage Agreement	E	1		N	N		4,613,644	70,542	35,270	105,812	10/1/1993		3/31/2019	
FD-2002-11	PSEG EnergyResourcesTrade 80 Park Plaza Floor T-19 Newark NJ 07102	NAESB Agreement for Natural Gas	E	B		F	N	32	11,017,721	0	0	0	11/1/2002		*	
FD-2003-09	J. Aron and Company 85 Broad Street New York NY 10004	NAESB Agreement for Natural Gas	E	B		N	N	32	83,241,402	0	0	0	4/22/2003		*	
FD-2003-10	BP Energy Company 201 Helios Way Houston TX 77079	NAESB Agreement for Natural Gas	E	B		F	N	32	210,472,430	1,232,438	0	1,232,438	10/1/2004		*	
FD-2003-12	Exelon Generation Company, LLC 1310 Point Street Baltimore MD 21231	NAESB Agreement for Natural Gas	E	B		F	N	32	55,860,651	0	0	0	6/9/2003		*	
FD-2003-13	Merrill Lynch Commodities, Inc. 20 East Greenway Plaza Houston TX 77046	NAESB Agreement for Natural Gas	E	B		F	N	32	159,931	0	159,931	159,931	11/1/2003		*	
FD-2003-14	Colonial Energy Inc. 3975 Fair Ridge Drive Fairfax VA 22033	NAESB Agreement for Natural Gas	E	B		F	N	32	513,454,016	5,063,264	1,233,672	6,296,935	7/1/2003		*	
FD-2003-15	Virginia Power Energy Mktg P.O. Box 25773 Richmond VA 23260	NAESB Agreement for Natural Gas	E	B		F	N	32	629,265,426	0	0	0	7/11/2003		*	
FD-2004-08	Shell Energy North America (US), L.P. 1000 Main Street Houston TX 77002	NAESB Agreement for Natural Gas	E	B		F	N	32	83,906,168	5,842,561	9,096	5,851,657	4/1/2004		*	
FD-2005-12	NJR Energy Services Co 1415 Wyckoff Road Wall NJ 07719	NAESB Agreement for Natural Gas	E	B		F	N	32	430,238,561	3,419,577	2,949,761	6,369,338	9/1/2005		*	
FD-2007-10	Eastern Generation, LLC 18-01 20th Avenue Astoria NY 11105	Oil Delivery Labor Fees	E	1		N	N		60,771	0	0	0	7/1/2006		*	
FD-2008-05	Sequent Energy Mgmt LP 1200 Smith Street Houston TX 77002	NAESB Agreement for Natural Gas	E	B		F	N	32	36,565,826	0	0	0	3/1/2008		*	
FD-2008-06	Macquarie Energy LLC 500 Dallas Street Houston TX 77002	NAESB Agreement for Natural Gas	E	B		F	N	32	47,096,447	0	0	0	7/1/2008		*	
FD-2008-09	Con Edison 4 Irving Place New York NY 10003	LDC Agreement	E	1		N	N		26,639,584	(534,558)	897,488	362,930	8/1/2008		6/30/2019	
FD-2008-10	United Energy Trading, LLC 215 Union Boulevard Lakewood CO 80228	NAESB Agreement for Natural Gas	E	B		F	N	32	158,345,320	0	0	0	11/19/2008		*	

**POWER AUTHORITY OF THE STATE OF NEW YORK  
FOSSIL FUELS ACTIVITY  
JANUARY - SEPTEMBER 2017**

Exhibit 4b-5  
December 12, 2017

**REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879**

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O A	R A	O P A	B E	M B I D S	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 1Q & 2Q	AMOUNT EXPENDED 3Q	AMOUNT EXPENDED 2017	DATE OF CONTRACT	O \n C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2009-07	Conoco Phillips Company 600 North Dairy Ashford Houston TX 77079	NAESB Agreement for Natural Gas	E	1		F	N	32	42,146,519	3,052,205	918,335	3,970,540	5/1/2009		*	
FD-2009-08	NextEra Energy Power Marketing, LLC 700 Universe Blvd Juno Beach FL 33408	NAESB Agreement for Natural Gas	E	B		F	N	32	8,663,416	5,383,054	614,602	5,997,656	12/1/2009		*	
FD-2010-02	ENSTOR Energy Services, LLC 20329 State Highway 249 Houston TX 77070	NAESB Agreement for Natural Gas	E	B		F	N	32	17,800,734	25,500	75,200	100,700	8/9/2010		*	
FD-2011-06	EDF Trading North America, LLC 4700 West Sam Houston Houston TX 77041	NAESB Agreement for Natural Gas	E	B		F	N	32	193,537,121	8,176,709	525,112	8,701,821	6/1/2011		*	
FD-2011-10	Tenaska Gas Storage, LLC 14302 FNB Parkway Omaha NE 68154	NAESB Agreement for Natural Gas	E	B		F	N	32	1,251,315	0	0	0	12/1/2011		*	
FD-2011-11	Statoil Natural Gas, LLC 120 Long Ridge Road Stamford CT 06902	NAESB Agreement for Natural Gas	E	B		F	N	32	18,075,752	1,169,746	724,796	1,894,542	4/18/2012		*	
FD-2012-02	Repsol Energy North America Corporation 2455 Technology Forest Rd The Woodlands TX 77381	NAESB Agreement for Natural Gas	E	B		F	N	32	38,198,810	24,160	0	24,160	11/13/2012		*	
FD-2013-06	Chesapeake Energy Marketing, LLC P.O. Box 18496 Oklahoma City OK 73154-0496	NAESB Agreement for Natural Gas	E	B		F	N	32	36,489,091	7,927,372	4,348,133	12,275,505	5/28/2013		*	
FD-2014-08	Spark Energy Gas, LLC 12140 Wickchester Lane Houston TX 77079	NAESB Agreement for Natural Gas	E	B		F	N	32	272,332,286	21,855,924	8,786,567	30,642,491	2/1/2014		*	
FD-2014-12	EQT Energy, LLC 625 Liberty Ave Pittsburgh PA 15222-3111	NAESB Agreement for Natural Gas	E	B		F	N	32	144,531	36,285	0	36,285	5/1/2014		*	
FD-2014-16	Pacific Summit Energy LLC 2010 Main Street Irvine CA 92614	NAESB Agreement for Natural Gas	E	B		F	N	32	42,540,210	2,887,892	1,505,390	4,393,282	8/11/2014		*	
FD-2015-03	Cabot Oil & Gas Corporation 840 Gessner Road Houston TX 77024-4152	NAESB Agreement for Natural Gas	E	B		F	N	32	2,439,304	0	0	0	3/2/2015		*	
FD-2015-05	DTE Energy Trading, Inc. 414 South Main Street Ann Arbor MI 48104	NAESB Agreement for Natural Gas	E	B		F	N	32	34,428,646	9,981,635	6,200,144	16,181,779	8/14/2015		*	
FD-2015-07	Definite Energy Group 575 Lexington Ave New York NY 10022	NAESB Agreement for Natural Gas	E	B		N	N	32	385,895	93,730	0	93,730	10/1/2015		*	
FD-2015-10	Direct Energy Business Marketing, LLC 194 Wood Ave South Iselin NJ 08830	NAESB Agreement for Natural Gas	E	B		F	3	32	1,059,278	131,250	118,530	249,780	12/14/2015		*	



**POWER AUTHORITY OF THE STATE OF NEW YORK  
FOSSIL FUELS ACTIVITY  
JANUARY - SEPTEMBER 2017**

Exhibit 4b-5  
December 12, 2017

**REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879**

CONTRACT NUMBER	PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O A	R A	O N A	P A	B E	B I D S	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 1Q & 2Q	AMOUNT EXPENDED 3Q	AMOUNT EXPENDED 2017	DATE OF CONTRACT	O \ C	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
FD-2016-01	Saybolt LP P.O. Box 844640 Dallas TX 752844640	Oil Inspection Agreement	P	B		N	N			6,008	5,599	410	6,008	1/1/2017	O	12/31/2019	
FD-2016-02	Astoria Energy II LLC 1710 Steinway Street Astoria NY 11105	AELL Demand Charges	E	1		N	N			9,399	3,233	1,576	4,809	5/1/2016		4/30/2019	
FD-2016-05	Transco P.O. BOX 201371 Houston TX 77216	Firm Gas Transportation Agreement	E	1		F	N			784,050	389,551	394,499	784,050	4/1/2017	O	3/31/2018	
FD-2016-07	National Grid - LI 100 East Old Country Road Hicksville NY 11801	LDC Agreement (Flynn)	E	1		N	N			657,248	176,187	481,061	657,248	4/1/2017	O	3/31/2018	
FD-2017-01	National Grid - NY 1 Metrotech Centre Brooklyn NY 11201	LDC Agreement	E	1		N	N			1,004,430	241,844	762,586	1,004,430.10	6/1/2017	O	5/31/2018	
FD-2017-02	National Grid - LI 100 East Old Country Road Hicksville NY 11801	LDC Agreement (Brentwood)	E	1		N	N			429,975	105,215	324,760	429,975	6/1/2017	O	5/31/2018	
FD-2006-09	Transco P.O. BOX 201371 Houston TX 77216	Firm Gas Transportation Agreement	E	1		F	N			16,642,323	384,809	0	384,809	8/4/2006	C	3/31/2017	3/31/2017
FD-2015-04	National Grid - LI 100 East Old Country Road Hicksville NY 11801	LDC Agreement (Flynn)	E	1		N	N			3,471,497	236,106	0	236,106	1/1/2015	C	3/31/2017	3/31/2017
FD-2014-14	National Grid - NY 1 Metrotech Centre Brooklyn NY 11201	LDC Agreement	E	1		N	N			5,386,764	926,994	0	926,994	5/30/2014	C	5/31/2017	5/31/2017
FD-2014-15	National Grid - LI 100 East Old Country Road Hicksville NY 11801	LDC Agreement (Brentwood)	E	1		N	N			1,200,619	72,463	0	72,463	5/30/2014	C	5/31/2017	5/31/2017
FS-1994-17	Merrill Lynch Commodities, Inc. 20 East Greenway Plaza Houston TX 77046	NAESB Agreement for Natural Gas	E	B		F	N	32		276,520,337	496,431	0	496,431	7/1/1994	C	6/30/2017	6/30/2017
<b>FUELS TOTALS</b>										<b>3,321,736,998</b>	<b>79,159,883</b>	<b>31,208,002</b>	<b>110,367,885</b>				

\* Contract continues until terminated by NYPA or counterparty upon specified notice

Note: This reporting is for the Authority only, as there are no similar fuel agreements for the Canal Corporation

POWER AUTHORITY OF THE STATE OF NEW YORK  
CORPORATE FINANCE ACTIVITY  
JANUARY THROUGH SEPTEMBER 2017  
REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879

Exhibit 4b-6  
December 12, 2017

PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O A	R O A	N P A	M W B E	B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2017	CONTRACT BALANCE	DATE OF CONTRACT	O C	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			515,231	515,231	13,157	-	2/24/1998	O	*	
Bank of New York (formerly JPMorgan) 101 Barclay Street New York, NY 10286	Trustee- Commercial Paper	S	C	9	N			225,392	225,392	14,592	-	10/2/2006	O	*	
Barclays Capital (assigned from Lehman Bros.) ** 745 Seventh Avenue New York, NY 10019	Re-marketing Agent CP-1	S	C	9	N			1,865,477	1,865,477	82,729	-	7/14/1994	O	*	
Barclays Capital (assigned from Lehman Bros.) 745 Seventh Avenue New York, NY 10019	Re-marketing Agent CP-3	S	C	9	N			10,775	10,775	-	-	6/26/2008	O	*	
Citigroup 390 Greenwich Street New York, NY 10013	Re-marketing Agent CP-2	S	C	9	N			1,080,870	1,080,870	55,810	-	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			1,096,813	1,096,813	27,069	-	12/4/1997	O	*	

POWER AUTHORITY OF THE STATE OF NEW YORK  
CORPORATE FINANCE ACTIVITY  
JANUARY THROUGH SEPTEMBER 2017  
REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879

Exhibit 4b-6  
December 12, 2017

PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O A	R O A	N P A	O P A	M W E	B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2017	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				940,670	940,670	4,758	-	3/4/2003	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Re-marketing Agent CP-2	S	C	9	N				316,442	316,442	32,527	-	6/28/2001	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Re-marketing Agent CP-3	S	C	9	N				638,776	638,776	8,152	-	12/4/1997	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Escrow Agent POCR/CASP & LMEI Funds	S	C	9	N				558,845	558,845	3,000	-	5/30/1996	O	*	
JPMorgan Chase 270 Park Avenue New York, NY 10017-2070	Revolving Line of Credit 2015	S	C	9	N		2		8,139,333	6,175,464	1,274,333	1,963,869	1/15/2015	O	1/19/2018	

POWER AUTHORITY OF THE STATE OF NEW YORK  
CORPORATE FINANCE ACTIVITY  
JANUARY THROUGH SEPTEMBER 2017  
REQUIRED BY N.Y. PUBLIC AUTHORITIES LAW, SECTION 2879

Exhibit 4b-6  
December 12, 2017

PROVIDER NAME	CONTRACT DESCRIPTION	T Y P E	M O N E Y	R O W S	O P E N	M O N E Y	B I D S	TOTAL CONTRACT AMOUNT	TOTAL EXPENDED TO DATE	AMOUNT EXPENDED 2017	CONTRACT BALANCE	DATE OF CONTRACT	O C C U R R E N C Y	PROJ COMPLETE DATE	DATE CONTRACT COMPLETE
Morgan Stanley 1221 Avenue of the Americas New York, NY 10020	Re-marketing Agent CP-1	S	C	8	N		7	442,996	442,996	24,233	-	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			715,247	715,247	38,631	-	7/14/1994	O	*	
CORPORATE FINANCE TOTALS								16,546,867	14,582,998	1,578,989	1,963,869				

NOTES:

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

\*\* Expense History only available from 1997

## **TRANSFER OF INTEREST IN PERSONAL PROPERTY TO CANAL CORPORATION**

**January – September 2017**

### **2017 YTD Report of Transfer of Interest in Personal Property to Canal Corporation**

Effective January 1, 2017, management and administration of the New York State Canal Corporation is an additional corporate purpose of the Authority. New York Public Authorities Law § 1005-b (2) authorizes the Authority to “transfer to the canal corporation any moneys, real, personal, or mixed property or any personnel in order to carry out the purposes of this section...” to the extent that the Authority’s Trustees deem it feasible and advisable. Under Public Authorities Law Title 5-A Disposition of Property by Public Authorities, the Trustees annually designate a contracting officer as part of their approval of the Guidelines for the Disposal of New York Power Authority Personal Property.

The Trustees’ authorized, on January 31, 2017, the Authority’s personal property Contracting Officer to transfer any interest in Authority personal property to the Canal Corporation, as the Contracting Officer deems prudent after balancing the respective needs of the Authority and the Canal Corporation, will facilitate the Canal Corporation’s obligations to operate, maintain, construct, reconstruct, improve and develop the canal system. The Contracting Officer will authorize the transfer of Authority personal property or any interest therein only at the request of Canal Corporation. The Contracting Officer will authorize the transfer to Canal Corporation any interest in Authority personal property, valued at up to \$500,000 per transaction, in parity with the authorization level and signing authority set forth in the Guidelines for the Disposal of New York Power Authority Personal Property. Additionally, the Contracting Officer will report to the Trustees or committee thereof regarding such property transfers. To that end, the 2017 YTD Report Transfer of Interest in Personal Property to Canal Corporation less than \$500,000 in value is attached.

### **FLEET – Third Quarter 2017 Activity Summary**

In response to a Canal Corporation request for certain Fleet assets, and subsequent to the demonstrating a need for these assets, the Contracting officer approved the transfer of two Fleet vehicles, valued at \$29,000, as described in the attached report in furtherance of Canal Corporation’s operation, maintenance, construction, reconstruction, improvement and development of the canal system.

### **FLEET – YTD September 2017 Activity Summary**

**In summary, the January through September 2017 Fleet Total “Value of Interest in Property Transferred to Canal Corporation”, for Fleet transactions less than \$500,000 authorized by the Contracting Officer was \$257,900.**

### **OTHER PERSONAL PROPERTY– Third Quarter 2017 Activity Summary**

During the reporting period, there were no other personal property transfers to Canal Corporation.

**OTHER PERSONAL PROPERTY– YTD September 2017 Activity Summary**

**The January through September 2017 Total “Value Transferred to Canal Corporation” for personal property transactions less than or equal to \$500,000 authorized by the Contracting Officer was \$0.**

**Grand Total as of 9/30/17**

**As summarized on the attached Report, the January through September 2017 Grand Total “Value of Interest in Personal Property Transferred to Canal Corporation” for all Personal Property less than or equal to \$500,000 authorized by the Contracting Officer was \$257,900.**

**POWER AUTHORITY OF THE STATE OF NEW YORK**

**2017 YTD SEPTEMBER REPORT OF TRANSFER OF INTEREST IN PERSONAL PROPERTY TO CANAL CORPORATION LESS THAN OR EQUAL TO \$500,000**

**FLEET OPERATIONS**

<b>DESCRIPTION</b>	<b>VIN</b>	<b>UNIT #</b>	<b>TRANSFER DATE</b>	<b>Transfer Value Recorded by the Authority</b>
2008 INT'L 5600i DMP TRUCK	1HTXGSBT08J688037	T620	3/24/17	\$ 60,000
2012 FORD ESCAPE	1FMCU9DG9CKA15338	12S23	5/09/17	\$ 7,425
2016 TRAILKING TK40LP	1TKC03322GR051624	16R98	5/09/17	\$ 13,000
2010 CHEVY IMPALA	2G1WA5EK9A1236031	10A34	5/19/17	\$ 4,825
2011 FORD FUSION	3FAHP0HG7BR322496	11A204	5/19/17	\$ 5,275
2012 FORD FUSION	3FADP0L33CR340806	12H48	5/19/17	\$ 7,550
2011 FORD FUSION	3FAHP0HG0BR322503	11A25	5/31/17	\$ 5,275
2011 FORD FUSION	3FAHP0HG7BR322501	11A7	5/31/17	\$ 5,275
2011 FORD FUSION	3FAHP0HG9BR322502	11A8	5/31/17	\$ 5,275
2008 CHEVY IMPALA	2G1WB58K881319808	08A20	5/31/17	\$ 5,000
2008 CHEVY IMPALA	2G1WB58K481319496	08A243	5/31/17	\$ 5,000
2008 CHEVY IMPALA	2G1WB58K881318383	08A263	5/31/17	\$ 5,000
2010 LTL GIANT 6430 CRANE	641002	10N9	6/27/17	\$ 100,000
2010 CHEVY IMPALA	2G1WA5EKXA1235616	10A23	7/26/17	\$ 5,000
2003 FORD F550	1FDAF57P03ED85291	MT33	8/25/17	\$ 24,000
<b>SUBTOTAL:</b>				<b>\$ 257,900</b>

POWER AUTHORITY OF THE STATE OF NEW YORK

2017 YTD SEPTEMBER REPORT OF TRANSFER OF INTEREST IN PERSONAL PROPERTY TO CANAL CORPORATION LESS THAN OR EQUAL TO \$500,000

OTHER PERSONAL PROPERTY

<u>DESCRIPTION</u>	Transfer Value Recorded by the Authority
	\$ 0
<b>SUBTOTAL:</b>	\$ 0
<b>+ SUBTOTAL Page 1:</b>	<u>\$ 257,900</u>
<b>GRAND TOTAL:</b>	<u><u>\$ 257,900</u></u>



**Interim Report**  
**ACQUISITION AND DISPOSAL OF REAL PROPERTY**  
**January 1– November 13, 2017**

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 – November 13, 2017.

I. ACQUISITIONS

1.) Acquisitions by Deed or Easement:

Greg and Karen Liesten – Acquisition of a permanent easement for an access road in the Town of Palmyra, County of Wayne (Map No. WP-1451, Parcel No. 1451) from Greg and Karen Liesten. The consideration for this transaction was \$550.00. The easement was recorded on January 10, 2017.

Emergency Energy Control Center- New Hartford – During this reporting period, NYPA Real Estate acquired 3.01 acres from New Hartford Office Park, L.L.C. in support of the new Emergency Energy Control Center in the Town of New Hartford, County of Oneida. The consideration for this transaction was \$90,300.00. The warranty deed was executed on February 15, 2017. This was approved by Authority's Board of Trustee's at their September 2016 meeting.

Thomas Maine – Acquisition of a permanent easement for an access road in the Town of Sullivan, County of Madison (Map No. MS-1450, Parcel No. 1450) from Thomas Maine. There was no consideration for this transaction. The permanent easement was recorded on May 25, 2017.

2.) Danger Tree Permits:

During this reporting period, the Authority acquired 79 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.

II. DISPOSITIONS

1.) Dispositions by Deed or Easement:

Transfer of Real Property to New York State Office of Parks, Recreation and Historic Preservation - Transferred .43 acres of surplus lands (Map No. 331-C, Parcel No. 3725A) to New York State Office of Parks, Recreation and Historic Preservation in the City of Niagara Falls, Niagara County. This transfer satisfies a Niagara Power Project relicensing commitment and was authorized by the Authority’s Board of Trustees at their July 30, 2015 meeting. The transfer of jurisdiction was executed by the New York State Office of General Services on January 31, 2017.

Conveyance of Real Property to New York State Office of Parks, Recreation and Historic Preservation – Conveyed 1.15 acres of surplus lands (Map No. 331-C, Parcel No. 3725B) to New York State Office of Parks, Recreation and Historic Preservation in the City of Niagara Falls, Niagara County. This conveyance satisfies a Niagara Power Project relicensing commitment and was authorized by the Authority’s Board of Trustees at their July 30, 2015 meeting. The quit claim deed was filed on June 8, 2017. There was no consideration for this transaction.

Transfer of Real Property to New York State Department of Environmental Conservation – Transferred 56.83 acres (Map No(s). 1121C, 1123C, 1124C, 1135C, 1139C, Parcel No(s). 8680, 8681, 8678, 8679, 8683) to NYS DEC for wildlife management purposes located in the Towns of Lisbon and Waddington, County of St. Lawrence. The transfer of jurisdiction was executed by the New York State Office of General Services on July 12, 2017.

2.) Land Use Permits:

During this reporting period, the real estate group issued 21 land use permits for use of the Authority’s real property, both fee-owned and held by easement:

<b>LAND USE PERMITS</b>			
<b>Permit No.</b>	<b>Town/ Issue Date</b>	<b>Permittee</b>	<b>Purpose</b>
CEC-15-159P-A1	Marcy 3-3-2017	National Grid	Installation, operation, and maintenance of a replacement microwave antenna on a 765kV tower at the Marcy Substation.
CEC-17-434P	Herkimer 2-9-2017	Adirondack Foothills Rotary	Host an ice fishing tournament and related events during the period February 18, 2017-February 25, 2017.
ICP-17-1P	Islip 9-14-2017	T-Mobile Northeast LLC	Perform a soil test boring located at Authority’s Brentwood Small Clean Power Plant.

MA-17-444P	Massena 3-30-2017	Massena Electric Department	Construct, install, and maintain a 13.8kV single phase overhead distribution line at the Authority's Barnhart-Adirondack 230kV Corridor.
MSU-16-348P	Grieg 5-25-2017	High Voltage Hills MX LLC	Operate and maintain a Motocross Track for recreational use and to hold semi-sanctioned racing events.
NATL-16-419P	Whitesboro 1-26-2017	Michael Mimassi	Maintain two existing dug wells supported with concrete tiles, together with 240V underground electric and black PVC water pipes.
NPP-16-422P	Niagara Falls 1-12-2017	Roswell Park Alliance Foundation	Access to Authority's Niagara Scenic Parkway Intake Park to host the "Ride for Roswell" charity bike race and related events on June 24, 2017.
NATL-17-2P	Chili 7-25-2017	Rochester Gas & Electric	Construct, install, operate and maintain a 24" diameter natural gas pipeline.
NATL-17-447P	Boonville 2-24-2017	National Grid	Deliver electric services on land under the jurisdiction of Authority.
NATL-17-448P	Henrietta, Chili 2-23-2017	Rochester Gas & Electric Corporation	Access to certain areas of the Authority's right-of-way for purposes of ingress and egress to perform soil boring investigations on property adjacent to the right-of-way in support of its Rochester Area Reliability Project.
NPP-17-465P	Lewiston 3-22-2017	Niagara Orleans Central Labor Council	Construct, install, operate, maintain and repair Permittee's Worker's Memorial Monument.
NPP-17-1P	Niagara Falls 5-31-2017	New York State Office of Parks, Recreation and Historic Preservation	Perform survey work and other related tests and samples for their proposed Robert Moses Parkway North project.
NPP-17-2P	Lewiston 5-31-2017	New York State Office of Parks, Recreation and Historic Preservation	Install exercise equipment at Reservoir State Park.

NPP-17-2P-A1	Lewiston 7-20-2017	New York State Office of Parks, Recreation and Historic Preservation	Install additional exercise equipment at Reservoir State Park.
NPP-17-3P	Niagara Falls 9-27-2017	Niagara Falls Firefighters Christmas Toy Fund	Access to certain areas of Authority property for the purpose of a 5K and 10K Walk and Run.
NPP-17-4P	Niagara Falls 7-21-2017	United States Department of Agriculture	Set and monitor traps for the European cherry fruit fly at various locations of the Niagara Power Project.
NPP-17-5P	Niagara Falls 9-12-2017	New York State Office of Parks, Recreation and Historic Preservation	Access to the Niagara Scenic Parkway for temporary storage and parking of a crane for a laydown and storage area for construction equipment and materials.
NPP-17-6P	Lewiston 9-12-2017	United States Coast Guard	Install and maintain two warning signs for a permanent safety zone in the lower Niagara River.
SLPP-17-2P	Waddington 6-23-2017	Majestic Fireworks LLC	Access to Ogden Island to set up and launch fireworks in the area on July 22, 2017 and August 5, 2017.
SLPP-17-3P	Waddington 7-20-2017	Village of Waddington	Access to Whittaker Park for the Party in the Park and 2017 BassMaster Elite Series Fishing Tournament
SLPP-17-4P	Waddington 8-17-2017	St. Lawrence County Chamber of Commerce	Host the 15 <sup>th</sup> Annual Jr. Carp Fishing Tournament on August 17- August 19, 2017.

### III. MISCELLANEOUS TRANSACTIONS

Sprint Spectrum L.P., a Delaware limited partnership - During this reporting period Authority amended a Transmission Structure Antenna Right of Occupancy Agreement which granted Sprint Spectrum, L.P. use of space on Authority transmission towers for communication services. This first amendment extended the term of the original agreement for an additional five (5) years, terminating on September 30, 2021. This was executed on January 30, 2017, and was approved by the Board of Trustees on July 26, 2016.

State University of New York - During this reporting period Authority entered into a Permit with the State University of New York College of Agriculture and Technology at Cobleskill for the use of University Facilities for the Annual Emergency Action Plan presentation. The fee for this Permit was \$262.50 and was for May 16, 2017.

Astoria Gas Turbine Power LLC – During this reporting period NYPA Real Estate entered into a License Agreement with Astoria Gas Turbine Power LLC to allow

Authority access to their property to perform soil borings. This agreement was executed on May 1, 2017.

WeWork Membership Agreement – On October 20, 2017, Authority entered into a 6-month membership agreement with WeWork for office space at 575 Fifth Avenue in New York City. This agreement will expire on May 1, 2018.

#### IV. LEASING

##### 1) Landlord Leases:

Beacon Associates LLC and Danziger & Markoff LLP – During this reporting period, tenants Danziger & Markoff LLP and Beacon Associates LLC terminated a lease for office space on the 9<sup>th</sup> floor of Authority's 123 Main Street Building in White Plains, New York. The lease ended on August 27, 2017. The tenants have vacated the building.

Berman, Frucco, Gouz, Mitchel & Schub P.C. – Tenant Berman, Frucco, Gouz, Mitchel & Schub P.C. advised of its intention to terminate its lease of office space on the 17<sup>th</sup> floor of Authority's 123 Main Street Building in White Plains, New York. The lease will terminate on February 28, 2018.

Canter Law Firm P.C. – During this reporting period, Canter Law Firm P.C. terminated its lease of office space on the 9<sup>th</sup> floor of Authority's 123 Main Street Building in White Plains, New York. The lease terminated on September 30, 2017.

Dahan & Nowick LLP – During this reporting period, Dahan & Nowick LLP elected to exercise a five year option for the extension of an existing lease for 2,675 square feet of office space on the 9<sup>th</sup> floor of Authority's 123 Main Street Building in White Plains, New York. The extension term will commence on July 1, 2018 and terminate on May 31, 2023 with a six-month right to terminate. The extension agreement was executed on September 7, 2017.

##### 2) Tenant Leases:

Seneca One Tower, ATC Managed Sites LLC – During this reporting period the Real Estate Department entered into a lease amendment with ATC Managed Sites, LLC for the installment, operation and maintenance of additional communications equipment at the Seneca One Tower in the City of Buffalo, County of Erie. The parties agreed to an increase of \$900.00 per month bringing the rent to \$2729.25 per month; in addition to one five-year renewal term. This amendment was executed on June 8, 2017 and approved by the Board of Trustees on March 21, 2017.

Town of Tonawanda Water Gauge Lease – On June 19, 2017, the Real Estate Department entered into a lease with the Town of Tonawanda for the lease of a portion of the Town's property to serve as the site for a new water gauging station in the County of Erie. The term of this lease is from September 1, 2017 through September 1, 2022, with two successive 5-year options, at a monthly fee of \$400.00. The Board of Trustees approved this transaction on March 21, 2017.

City of North Tonawanda Water Gauge Lease – The Real Estate Department entered into a lease with the City of North Tonawanda on August 18, 2017 for the lease of a portion of the City’s property to serve as the site for a water gauging station in the County of Niagara. This lease supersedes a previous Right of Entry agreement with the City of North Tonawanda. The term of this lease is for five years, with two successive 5-year options, at a monthly fee of \$400.00. The Board of Trustees approved this lease on July 25, 2017.

V. ST. LAWRENCE RELICENSING

1.) 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/FDR 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. Approximately 599 acres of the removed lands are intended to be conveyed either to adjoining landowners or to the affected local municipality, if interested. For all conveyed lands, the Authority retains flowage and access easements, to provide necessary rights to traverse conveyed lands for Project-related activities.

<b>DEEDS FILED</b>						
<b>NYPA Surplus Map No.</b>	<b>NYPA Surplus Parcel No.</b>	<b>Current Owner Name</b>	<b>Acreage</b>	<b>Appraisal Value</b>	<b>Filing Date</b>	<b>Town</b>
1179C	8538	M. Shawna Cecot and Catherine M. Cecot	.14	\$1,700.00	1-26-2017	Louisville
1153C	8264	Austin D. Hicks and Whitney L. Hicks	.05	\$50.00	1-26-2017	Waddington
1167C	8188	James J. and Alane L. Farrell	.15	\$2,550.00	2-17-2017	Waddington
1176C	8483	Daniel J. Miller	.16	\$2,400.00	2-17-2017	Louisville
1149C	8333	Mary Mayette	.78	\$15,600.00	2-17-2017	Waddington
1132C	8581	Richard and Nancy Scott	.04	\$600.00	2-17-2017	Louisville
1174C	8456	Kevin Bessy	.19	\$2,850.00	4-7-2017	Louisville

1178C	8514	Gill A. Viskovich, Ann J. Viskovich, Michael J. Viskovich, and Victoria G. Viskovich	.12	\$1,800.00	5-11-2017	Louisville
1155C	8281	Michael J. Whalen and Candace L. Riggs	.02	\$25.00	6-29-2017	Waddington
1148C	8373	Nancy Chamberlain	.07	\$1,050.00	6-29-2017	Waddington
1176C	8484	Anthony and Mary Jo O'Geen	.11	\$1,650.00	7-14-2017	Louisville
1148C	8376	Ed Rider	.23	\$3,450.00	8-2-2017	Waddington
1179C	8527	Lorraine Salamon and Thomas J. Tebo	.12	\$1,800.00	9-7-2017	Louisville

During this period 13 deeds were finalized and recorded in the County Clerk's office. To date, 534 of the 599 acres have been conveyed. Of the approximately 520 private parcels to be conveyed, approximately 483 transactions have been completed. In the majority of these cases the landowners or municipalities have indicated that they do not wish to acquire the properties in question.

GOVERNANCE COMMITTEE CHARTER

A. PURPOSE

The purpose of the Governance Committee (“Committee”) is to: keep the Board of Trustees informed of current best governance practices; review corporate governance trends; recommend updates to the Authority's corporate governance principles; advise appointing authorities on the skills and experiences required of potential Trustees; examine ethical and conflict of interest issues; perform Trustee self-evaluations; review and recommend by-laws which include rules and procedures for conduct of Trustee business; and perform such other responsibilities as the Trustees shall assign to it.

B. MEMBERSHIP AND ORGANIZATION

(1) Committee Composition

The Committee shall be comprised of not less than three independent members of the Board of Trustees. All members shall possess the necessary skills to understand the duties and functions of the Committee. Committee members and the Committee Chair shall be selected by a vote of the Board of Trustees.

(2) Term

Committee members shall serve for a period of five years subject to their term of office under Public Authorities Law § 1003. Committee members may be reelected to serve for additional periods of five years subject to their term of office. A Committee member may resign his or her position on the Committee while continuing to serve as a Trustee. In the event of a vacancy on the Committee due to death, resignation or otherwise, a successor will be selected to serve in the manner and for the term described above.

(3) Removal

A Committee member may be removed if he or she is removed as a Trustee for cause, subject to Public Authorities Law § 2827, or is no longer eligible to serve as a Committee member.



#### (4) Meetings and Quorum

The Committee shall hold regularly scheduled meetings at least twice per year. A Committee member may call a special meeting of the Committee individually, or upon the request of the Authority's Chair, President and Chief Executive Officer, Vice President and Chief Ethics and Compliance Officer, Executive Vice President and Chief Operating Officer, Executive Vice President and General Counsel, or Vice President Enterprise Shared Services.

In addition, the Committee shall meet at least twice per year with the Authority's Vice President and Chief Ethics and Compliance Officer to discuss the effectiveness of the organization's overall ethics and compliance program and reported instances of Code of Conduct violations. These meetings may be held as part of a regular or special meeting in the Committee's discretion.

An agenda shall be prepared and distributed to each Committee member prior to each meeting and minutes shall be prepared in accordance with the New York Open Meetings Law. A majority of the total Committee composition established pursuant to section B(1) of this Charter shall constitute a quorum for the purposes of conducting the business of the Committee and receiving reports.

Any meeting of the Committee may be conducted by video conferencing. To the extent permitted by law, the Committee may hold meetings or portions of meetings in executive session.

### C. FUNCTIONS AND POWERS

#### (1) Code of Conduct, Ethics, Compliance and Governance Practices

The Committee shall seek to: (1) ensure the effectiveness of management's monitoring of the Authority's compliance with the Authority's Code of Conduct and programs and Authority policies designed to ensure the Authority's compliance with legal and regulatory matters; and (2) promote honest and ethical conduct by Authority Trustees, officers and employees to enhance public confidence in the Authority. To accomplish these objectives the Committee shall:

- a. Review at least annually the Authority's Code of Conduct, and require the Corporate Secretary to coordinate revisions to the Code for consideration and approval by the Board of Trustees.
- b. Provide oversight and guidance to the Authority's Vice President and Chief Ethics and Compliance Officer relating to the programs and policies of the Authority designed to ensure compliance with applicable laws and regulations.

- c. Advise the Board of Trustees on current best governance practices and trends.
- d. Periodically review and as necessary recommend changes to the Authority's By-laws.
- e. Periodically review and as necessary recommend changes to the Authority's written corporate policies, including policies relating to conflicts of interest, corporate governance principles, equal opportunity employment, procurement of goods and services, acquisition and disposition of real and personal property or interests therein, record keeping and reporting of contacts by persons who attempt to influence the Authority's procurement process, regulations and rate proceedings, and the protection of whistleblowers.
- f. Report at least annually to the Board of Trustees on matters relating to the Authority's compliance with the Code of Conduct and applicable legal and regulatory matters, and make such recommendations as the Committee deems appropriate.

(2) Trustee Performance

The Committee shall advise Trustee appointing authorities on the skills and experiences required of Trustees, and perform Trustee self-evaluations.

(3) Investigations and Meetings

The Committee shall have the authority to authorize investigations into any matter within the Committee's purview. The Committee may retain independent counsel, accountants, or other professionals pursuant to the Authority's procurement and expenditure policies and procedures to assist it in the conduct of any such investigations. The Committee shall have the authority to meet with Authority staff on compliance issues.

(4) Hiring

The Committee shall review and make recommendations to the Board of Trustees concerning the election and compensation of all officers, consistent with the By-laws, the needs of the Authority, good organizational management practices and such other criteria the Committee deems appropriate.

(5) Reports

The Vice President and Chief Ethics and Compliance Officer, the Vice President Procurement, and the Vice President Enterprise Shared Services shall report to the Committee at all regularly scheduled meetings.

The Committee shall have the authority to require Ethics, Procurement and Real

Estate staff to prepare additional reports and to produce documents for Committee review.

GOVERNANCE COMMITTEE CHARTER

A. PURPOSE

The purpose of the Governance Committee (“Committee”) is to: keep the Board of Trustees informed of current best governance practices; review corporate governance trends; recommend updates to the Authority's corporate governance principles; advise appointing authorities on the skills and experiences required of potential Trustees; examine ethical and conflict of interest issues; perform Trustee self-evaluations; review and recommend by-laws which include rules and procedures for conduct of Trustee business; and perform such other responsibilities as the Trustees shall assign to it.

B. MEMBERSHIP AND ORGANIZATION

(1) Committee Composition

The Committee shall be comprised of not less than three ~~nor more than five members of the Board of Trustees. At least three members of the Committee shall be~~ independent members of the Board of Trustees. All members shall possess the necessary skills to understand the duties and functions of the Committee. Committee members and the Committee Chair shall be selected by a vote of the Board of Trustees.

(2) Term

Committee members shall serve for a period of five years subject to their term of office under Public Authorities Law § 1003. Committee members may be reelected to serve for additional periods of five years subject to their term of office. A Committee member may resign his or her position on the Committee while continuing to serve as a Trustee. In the event of a vacancy on the Committee due to death, resignation or otherwise, a successor will be selected to serve in the manner and for the term described above.

(3) Removal

A Committee member may be removed if he or she is removed as a Trustee for cause, subject to Public Authorities Law § 2827, or is no longer eligible to serve as a Committee member.

#### (4) Meetings and Quorum

The Committee shall hold regularly scheduled meetings at least ~~three times~~ twice per year. A Committee member may call a special meeting of the Committee individually, or upon the request of the Authority's Chair, President and Chief Executive Officer, Vice President ~~of Labor Relations~~ and Chief Ethics and Compliance Officer, Executive Vice President and Chief Operating Officer, Executive Vice President and General Counsel, or Vice President Enterprise Shared Services.

In addition, the Committee shall meet at least ~~twice~~ ~~three times~~ per year with the Authority's Vice President ~~of Labor Relations~~ and Chief Ethics and Compliance Officer to discuss the effectiveness of the organization's overall ethics and compliance program and reported instances of Code of Conduct violations. These meetings may be held as part of a regular or special meeting in the Committee's discretion.

An agenda shall be prepared and distributed to each Committee member prior to each meeting and minutes shall be prepared in accordance with the New York Open Meetings Law. A majority of the total Committee composition established pursuant to section B(1) of this Charter shall constitute a quorum for the purposes of conducting the business of the Committee and receiving reports.

Any meeting of the Committee may be conducted by video conferencing. To the extent permitted by law, the Committee may hold meetings or portions of meetings in executive session.

### C. FUNCTIONS AND POWERS

#### (1) Code of Conduct, Ethics, Compliance and Governance Practices

The Committee shall seek to: (1) ensure the effectiveness of management's monitoring of the Authority's compliance with the Authority's Code of Conduct and programs and Authority policies designed to ensure the Authority's compliance with legal and regulatory matters; and (2) promote honest and ethical conduct by Authority Trustees, officers and employees to enhance public confidence in the Authority. To accomplish these objectives the Committee shall:

a. Review at least annually the Authority's Code of Conduct, and require the Corporate Secretary to coordinate ~~make~~ revisions to the Code for consideration and approval by the Board of Trustees.

b. Provide oversight and guidance to the Authority's Vice President ~~of Labor Relations~~ and Chief Ethics and Compliance Officer relating to the programs and policies of the Authority designed to ensure compliance with applicable laws and regulations.

- c. Advise the Board of Trustees on current best governance practices and trends.
- d. Periodically review and as necessary recommend changes to the Authority's By-laws.
- e. Periodically review and as necessary recommend changes to the Authority's written corporate policies, including policies relating to conflicts of interest, corporate governance principles, equal opportunity employment, procurement of goods and services, acquisition and disposition of real and personal property or interests therein, record keeping and reporting of contacts by persons who attempt to influence the Authority's procurement process, regulations and rate proceedings, and the protection of whistleblowers.
- f. Report at least annually to the Board of Trustees on matters relating to the Authority's compliance with the Code of Conduct and applicable legal and regulatory matters, and make such recommendations as the Committee deems appropriate.

(2) Trustee Performance

The Committee shall advise Trustee appointing authorities on the skills and experiences required of Trustees, and perform Trustee self-evaluations.

(3) Investigations and Meetings

The Committee shall have the authority to authorize investigations into any matter within the Committee's purview. The Committee may retain independent counsel, accountants, or other professionals pursuant to the Authority's procurement and expenditure policies and procedures to assist it in the conduct of any such investigations. The Committee shall have the authority to meet with Authority staff on compliance issues.

(4) Hiring

The Committee shall review and make recommendations to the Board of Trustees concerning the election and compensation of all ~~statutory and non-statutory~~ officers, consistent with the By-laws, the needs of the Authority, good organizational management practices and such other criteria the Committee deems appropriate.

(5) Reports

The Vice President ~~of Labor Relations~~ and Chief Ethics and Compliance Officer, ~~and~~ the Vice President Procurement, and the Vice President Enterprise Shared Services ~~Director Real Estate~~ shall report to the Committee at all regularly scheduled meetings.

The Committee shall have the authority to require Ethics, Procurement and Real Estate staff to prepare additional reports and to produce documents for Committee review.