



**MINUTES OF THE JOINT MEETING
OF THE FINANCE COMMITTEE
July 16, 2024**

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Minutes of the joint meeting of the New York Power Authority and Canal Corporation's Finance Committee held via videoconference at approximately 8:30 a.m.

Members of the Finance Committee present were:

John Koelmel - Chair
Dennis Trainor
Michael Cusick
Cecily Morris
Lewis M. Warren, Jr.
Laurie Wheelock
Bethaida González

Also, in attendance were:

Justin E. Driscoll	President and Chief Executive Officer
Adam Barsky	Executive Vice President and Chief Financial Officer
Joseph Kessler	Executive Vice President and Chief Operating Officer
Daniella Piper	Executive Vice President and Chief Innovation Officer
Lori Alesio	Executive Vice President & General Counsel – Legal Affairs
Yves Noel	Senior Vice President and Chief Strategy Officer
Robert Piascik	Senior Vice President and Chief Information & Technology Officer
Alexis Harley	Senior Vice President and Chief Risk and Resiliency Officer
Joseph Leary	Senior Vice President and Senior Advisor – Executive Office
David Mellen	Senior Vice President and Regional Manager
John Canale	Senior Vice President – Strategic Supply Management
Patricia Lombardi	Senior Vice President – Project Delivery
Angela Gonzalez	Senior Vice President – Internal Audit
Karina Saslow	Senior Vice President – Human Resources
Charles Imohiosen	Senior Vice President, Communications and External Affairs
John Canale	Senior Vice President Strategic Supply Management
Andrew Boulais	Vice President of Project and Construction Management
Girish Behal	Vice President of Project and Business Development
Karen Delince	Vice Present and Corporate Secretary
Carley Hume	Chief of Staff and Vice President of Policy
Victor Costanza	Vice President Chief Information Security Officer
Andrew Negro	Director Corporate Insurance
Thomas Savin	Senior Director Enterprise Resilience
Christopher Vitale	Director – Projects
Meghan Blank	Director Implementation
John Raudenbush	Senior Director Program Implementation
Cindy Bradford	Senior Program Director Project Management
James Levine	Assistant General Counsel
Lorna Johnson	Senior Associate Corporate Secretary
Sheila Quatrocci	Senior Associate Corporate Secretary
Michele Stockwell	Senior Assistant Corporate Secretary

Chair John Koelmel presided over the meeting. Corporate Secretary Delince kept the Minutes.

Introduction

Chair John Koelmel welcomed committee members and the Authority's senior staff to the meeting. He said that the meeting has been duly noticed as required by New York State's Open Meetings Law and called the meeting to order pursuant to Section B(4) of the Finance Committee Charter.

1. Adoption of the July 16, 2024 Proposed Meeting Agenda

On motion made by member Bethaida González and seconded by member Cecily Morris the agenda for the meeting was adopted.

Conflicts of Interest

Chair Koelmel and members Trainor, Morris, Wheelock, Warren and Cusick declared no conflicts of interest based on the list of entities previously provided for their review.

2. Motion to Conduct an Executive Session

On motion made by member Laurie Wheelock and seconded by member Cecily Morris, an Executive Session was held to discuss the financial and credit history of a particular corporation pursuant to §105(f) of the New York State Public Officers Law.

3. Motion to Resume Meeting in Open Session

On motion made by member Dennis Trainor and seconded by member Lewis Warren Jr., the meeting resumed in Open Session.

Chair Koelmel stated that no votes were taken during the Executive Session.

4. DISCUSSION AGENDA:

a. Financial Operations

i. Chief Financial Officer Report

Mr. Adam Barsky, Executive Vice President and Chief Financial Officer, provided an update on the report to the members.

Year-to-Date Actuals through May 31, 2024

Through the second quarter of 2024, the Authority continues to trend ahead of its budget targets.

- Generation remains strong despite the lower than anticipated prices. This is due mainly to the Authority's Hedging Program which helped mitigate the downside associated with lower prices.
- Transmission is behind schedule. This is mostly because the HTP line that runs across New York and New Jersey did not perform as well as originally forecasted. However, overall, transmission revenues are strong and is expected to be significantly ahead of the budget at the end of the year.
- Non-Utility revenues are in line with the budget schedule.
- Operating Expenses, although currently slightly low, are in line with budget forecast. Staff will continue to monitor and update this expense through the end of the year.

2024 Year-End Projection

The Year-End projection is ahead of the budget by \$32 million dollars. This is approximately 25% ahead of the target.

Margins - Generation revenues are projected to be higher than planned.

Margins - Transmission revenues are projected to be above the target to the end of year.

Margins Non-Utility and Operating Expenses – No major deviations of a material nature to report.

Mr. Barsky ended that the members will be provided financial statements for the six months' results which will also be provided to the banks and other financial institutions as part of the requirements for the Authority's bank lines of credit.

ii. New York Power Authority Green Bond Framework Update

Mr. Adam Barsky, Executive Vice President and Chief Financial Officer, provided highlights of staff's recommendation to the members. He said that, in keeping with the Governor's State-of-the-State initiative for authorities to issue Green Bonds where possible, staff is requesting that the Finance Committee recommends the Board of Trustees' approval of the Green Bond Framework to finance the Authority's clean transmission and energy efficiency projects and the issuance of Green Bonds and Green Commercial Paper.

On motion made by member Dennis Trainor and seconded by member Lewis Warren, Jr., the following resolution, as recommended by the President and Chief Executive Officer, was unanimously adopted.

RESOLVED, that the Finance Committee hereby recommends that the Trustees adopt the updated Green Bond Framework to support the Authority's clean transmission and energy efficiency projects and the issuance of Green Bonds and Green Commercial Paper as discussed in the report of the President and Chief Executive Officer; and be it further

RESOLVED, that the Chair, the President and Chief Executive Officer, and all other officers of the Authority be, and each of them hereby is, authorized on behalf of the Authority and Canal Corporation to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution, subject to the approval of the form thereof by the Executive Vice President and General Counsel.

b. Utility Operations

i. Direct Install Lighting Program Recommendation for Contract Award

Ms. Megan Blank, Director of Implementation, provided highlights of staff's recommendation to the members. She said that the Finance Committee is requested to recommend the Board of Trustees' approval of a five-year Non-Personal Services contract for Direct Install Lighting services to Brightcore Energy, LLC, LaBella Associates D.P.C., Pearl Street Systems, Tri-State Lighting and Energy Inc. and Wendel Energy Services, LLC in the aggregate amount of \$500 million.

On motion made by member Bethaida Gonzalez and seconded by member Dennis Trainor, the following resolution, as recommended by the President and Chief Executive Officer, was unanimously adopted.

RESOLVED, that the Finance Committee recommends that the Trustees approve, pursuant to the Guidelines for Procurement Contracts adopted by the Authority and the Authority's Expenditure Authorization Procedures, the award of a five-year Non-Personal Service contract to Brightcore Energy, LLC., LaBella Associates D.P.C., Pearl Street Systems, Tri-State Lighting and Energy Inc. and Wendel Energy Services LLC in the aggregate amount of \$500 million; and be it further

RESOLVED, that the Finance Committee recommends that the Trustees approve the Authority's use of Capital Funds, which may include proceeds of debt issuances, to finance the costs of the projects; and be it further

RESOLVED, that the Finance Committee recommends that the Trustees declare in accordance with Treasury Regulation Section 1.150-2, the Authority's official intent to finance as follows: The Authority intends to reimburse to the maximum extent permitted by law with the proceeds of tax-exempt obligations to be issued by the Authority, all expenditures made and which may be made in accordance with the Project described in the report of the President and Chief Executive Officer; and be it further

RESOLVED, that the Chair, the President and Chief Executive Officer, and all other officers of the Authority be, and each of them hereby is, authorized on behalf of the Authority and Canal Corporation to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution, subject to the approval of the form thereof by the Executive Vice President and General Counsel.

ii. Induction Stove Challenge Recommendation for Contract Award

Mr. John Raudenbush, Senior Director Program Implementation, provided highlights of staff's recommendation to the members. He said staff is requesting that the Finance Committee recommend the Board of Trustees' approval of the award of an equipment contract to Channing St. Copper Company located in Berkeley, CA in the aggregate amount of \$32 million for a term of seven years.

On motion made by member Laurie Wheelock, and seconded by member Michael Cusick, the following resolution, as recommended by the President and Chief Executive Officer, was unanimously adopted.

RESOLVED, that the Finance Committee recommends that the Trustees approve the Authority's use of Capital Funds, which may include proceeds of debt issuances, to finance the costs of projects; and be it further

RESOLVED, that the Finance Committee recommends that the Trustees declare in accordance with Treasury Regulation Section 1.150-2, the Authority's official intent to finance as follows: The Authority intends to reimburse to the maximum extent permitted by law with the proceeds of tax-exempt obligations to be issued by the Authority, all expenditures made and which may be made in accordance with the Project described in the report of the President and Chief Executive Officer; and be it further

RESOLVED, that the Chair, the President and Chief Executive Officer, and all other officers of the Authority be, and each of them hereby is, authorized on behalf of the Authority and Canal Corporation to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution, subject to the approval of the form thereof by the Executive Vice President and General Counsel.

iii. **Joint Works – Massena Canal Dam Project Contract Award and Capital Expenditure Authorization**

Ms. Cindy Bradford, Senior Program Director Project Management, provided highlights of staff's recommendation to the members. She said staff is requesting that the Finance Committee recommend the Board of Trustees' approval the release of additional capital Planning and Budgeting Procedures, the release of additional capital expenditures in the amount of \$40,521,953 for the Massena Canal Dam Project.

The Trustees are also requested to approve the award of a four-year construction services contract to Luck Brothers Inc. located in Plattsburgh, New York in the amount of \$53,048,172 to implement the aforementioned project.

In addition, the Trustees are requested to approve the Authority's use of Capital Funds, which may include proceeds of debt issuances, to finance the costs of the project. The Trustees will declare in accordance with Treasury Regulation Section 1.150-2, the Authority's official intent to finance as follows: The Authority intends to reimburse to the maximum extent permitted by law with the proceeds of tax-exempt obligations to be issued by the Authority, all expenditures made, and which may be made in accordance with the Project described in the report of the President and Chief Executive Officer.

On motion made by member Bethaida Gonzalez and seconded by member Laurie Wheelock, the following resolution, as recommended by the President and Chief Executive Officer, was unanimously adopted.

RESOLVED, that the Finance Committee recommends that the Trustees approve, pursuant to the Authority's Capital Planning and Budgeting Procedures, the release of additional capital expenditures in the amount of \$40,521,953 for the Massena Canal Dam Project; and be it further

RESOLVED, that the Finance Committee recommends that the Trustees approve, pursuant to the Guidelines for Procurement Contracts adopted by the Authority and the Authority's Expenditure Authorization Procedures, the award of a four-year construction services contract to Luck Brothers Inc.

located in Plattsburgh, New York in the amount of \$53,048,172 to implement the aforementioned project; and be it further

RESOLVED, that the Finance Committee recommends that the Trustees approve the Authority's use of Capital Funds, which may include proceeds of debt issuances, to finance the costs of the Project; and be it further

RESOLVED, that the Finance Committee recommends that the Trustees declare in accordance with Treasury Regulation Section 1.150-2, the Authority's official intent to finance as follows: The Authority intends to reimburse to the maximum extent permitted by law with the proceeds of tax-exempt obligations to be issued by the Authority, all expenditures made and which may be made in accordance with the Project described in the report of the President and Chief Executive Officer; and be it further

RESOLVED, that the Chair, the President and Chief Executive Officer, and all other officers of the Authority be, and each of them hereby is, authorized on behalf of the Authority and Canal Corporation to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution, subject to the approval of the form thereof by the Executive Vice President and General Counsel.

5. CONSENT AGENDA:

On a motion made by member Dennis Trainor and seconded by member Lewis Warren, Jr., the Consent Agenda was unanimously adopted.

a. Innovation Office

i. Electric Power Research Institute (EPRI) Membership – Contract Award

RESOLVED, that the Finance Committee hereby recommends that the New York Power Authority Board of Trustees approve the expenditure of up to \$20 million for an up to 5-year Electric Power Research Institute Membership; and be it further

RESOLVED, that the Chair, the President and Chief Executive Officer, and all other officers of the Authority be, and each of them hereby is, authorized on behalf of the Authority and Canal Corporation to do any and all things, take any and all actions and execute and deliver any and all agreements, certificates and other documents to effectuate the foregoing resolution, subject to the approval of the form thereof by the Executive Vice President and General Counsel.

b. Governance

i. Approval of the Joint Meeting Minutes held on May 7, 2024

On motion made and seconded the Minutes of the joint meeting held on May 7, 2024, were unanimously adopted.

6. Next Meeting

Chair John Koelmel stated that the next regular meeting of the Finance Committee will be held on Tuesday, September 17, 2024.

Closing

On a motion made by Member Dennis Trainor and seconded by Member Lewis Warren, Jr., the meeting was adjourned at approximately 9:45 a.m.

Karen Delince

Karen Delince
Corporate Secretary