

**LOBBYING POLICIES OF THE
NEW YORK STATE HOUSING FINANCE AGENCY,
STATE OF NEW YORK MORTGAGE AGENCY,
NEW YORK STATE AFFORDABLE HOUSING CORPORATION,
STATE OF NEW YORK MUNICIPAL BOND BANK AGENCY, AND
TOBACCO SETTLEMENT FINANCING CORPORATION**
(effective as of January 1, 2013, revised as of December 12, 2013)

ARTICLE I - LOBBYING LAW POLICES

1. STATEMENT OF PURPOSE AND APPLICABILITY

- a. Statement of Purpose. These Policies are written pursuant to and, in accordance with, the provisions of the Lobbying Procurement Law, the Lobbying Contact Law, and the Project Sunlight Law, as guidelines for the New York State Housing Finance Agency, State of New York Mortgage Agency, New York State Affordable Housing Corporation, State of New York Municipal Bond Bank Agency and Tobacco Settlement Financing Corporation (individually, “Agency” and collectively, “Agencies”).
- b. Applicability. These Policies apply to (i) the procurement by any Agency of goods or services as they relate to the Lobbying Procurement Law (“LPL”), (ii) certain rules or regulations and the outcome of any rate making proceeding by any Agency as they relate to the Lobbying Contact Law (“LCL”), and (iii) the online database that provides the public with an opportunity to see the role played in governmental decision making by any Agency and individual as it relates to the Project Sunlight Law (“PSL”).
- c. Title. Outside of this document, these Policies may be referred to as the “Lobbying Policies” and herein may be referred to as the “Policies.”

2. DEFINITIONS OF TERMS

- a. Definitions. The following terms shall, for purposes of these Policies, have the following meanings unless the context shall clearly indicate some other meaning:
 - i. “Act” or “Acts” shall mean, either individually, or collectively, the Acts of each of the New York State Housing Finance Agency, State of New York Mortgage Agency, New York State Affordable Housing Corporation, State of New York Municipal Bond Bank Agency and Tobacco Settlement Financing Corporation.
 - ii. “Agency” or “Agencies” shall mean, either individually or collectively, each of the New York State Housing Finance Agency, State of New York Mortgage Agency,

New York State Affordable Housing Corporation, State of New York Municipal Bond Bank Agency and Tobacco Settlement Financing Corporation.

- iii. “By-Laws” shall mean the By-Laws adopted by the Directors and Members of each Agency.
- iv. “Contract” shall mean a written agreement whereby any Agency undertakes Procurement, and shall include, but not be limited to, accepted Purchase Orders and Procurement Contracts.
- v. “Contractor” shall mean a supplier of goods or services to an Agency pursuant to a written Contract.
- vi. “Counsel” shall mean the Senior Vice President and Counsel of the Agencies.
- vii. “Director(s)” shall mean the Directors of each of the State of New York Mortgage Agency and the State of New York Municipal Bond Bank Agency and collectively, both of them.
- viii. “Employee” shall mean an employee of any Agency, whether full or part time.
- ix. “Ethics Officer” shall mean the person the Agency appoints to such position for purposes of administering matters in connection with the State Ethics laws, or any other State law which requires the existence of such an officer to review, monitor and impose sanctions related to lobbying and procurement matters including, but not limited to, Lobbying Policies.
- x. “Formal Contract” shall mean a Contract which is required to be in writing and formally executed by the Contractor or Vendor and by any Agency.
- xi. “Governmental Procurement” shall mean: (i) the public announcement, public notice, or public communication to any potential vendor of a determination of a need for a Procurement, which shall include, but not be limited to, the public notification of the specifications, bid documents, request for proposals, or evaluation criteria for a Procurement Contract, (ii) solicitation for a Procurement Contract, (iii) evaluation of a Procurement Contract, (iv) award, approval, denial or disapproval of a Procurement Contract, or (v) approval or denial of an assignment, amendment (other than amendments that are authorized and payable under the terms of the Procurement Contract as it was finally awarded or approved by the comptroller, as applicable), renewal or extension of a Procurement Contract, or any other material change in the Procurement Contract resulting in a financial benefit to the Offerer.

- xii. “Lobbying Contact Law” or “LCL” shall mean the provisions of Title 12-A of Article 9 of the Public Authorities Law enacted on December 11, 2009, as they relate to certain rules or regulations and the outcome of any rate making proceeding by any Agency.
- xiii. “Lobbying Procurement Law” or “LPL” (formerly referred to as the “Lobbying Reform Law”) shall mean the provisions of the Legislative Law and the State Finance Law enacted on August 23, 2005, Chapter 1 of the laws of 2005 and amended on March 10, 2010, and Chapter 4 of the laws of 2010, as they relate to the procurement by the Agencies of goods of services.
- xiv. “Member(s)” shall mean the Members of each of the New York State Housing Finance Agency, the New York State Affordable Housing Corporation, and the Tobacco Settlement Financing Corporation and collectively, all of them.
- xv. “Officer” shall mean any person so defined in the By-Laws of the Agencies.
- xvi. “Personal Services” shall mean any services performed for fee, commission or other compensation by persons or organizations who are not providing such services as Officers or Employees of any Agency or any State agency or public corporation.
- xvii. “Policies” shall mean these Lobbying Policies, as they may be amended from time to time.
- xviii. “President and Chief Executive Officer” or “President/CEO” shall mean the Senior Officer having such title in accordance with each Agency’s By-Laws.
- xix. “Procurement” shall mean the acquisition of goods, materials and services including, but not limited to, Personal Services, by any Agency. The term goods shall include, but not be limited to, personal property including furniture, fixtures, stationery and supplies. Services shall include, but not be limited to, the performance of legal, accounting, management, consulting, investment banking, planning, training, statistical, research, public relations, architectural, engineering, surveying or other Personal Services of a consulting, professional or technical nature for a fee, commission or other compensation by a person or persons who are not providing such service as Officers or Employees of any Agency or any State agency or public corporation.
- xx. “Procurement and Contract Guidelines” shall mean the guidelines adopted by the Agencies’ Directors and Members on December 15, 2005 and revised as of September 14, 2010, pursuant to the provisions of the Acts and Section 2879 of the Public Authorities Law, as guidelines of the New York State Housing Finance

Agency, State of New York Mortgage Agency, New York State Affordable Housing Corporation, State of New York Municipal Bond Bank Agency and Tobacco Settlement Financing Corporation, of the Procurement by the Agencies of goods or services in the actual or estimated amount of \$5,000 or more.

- xxi. “Procurement Contract(s)” shall mean any Contract, including an amendment, extension, renewal, or change order to an existing Contract (other than amendments, extensions, renewals, or change orders that are authorized and payable under the terms of the Contract as it was finally awarded), for a Governmental Procurement involving actual or anticipated annualized expenditures in excess of \$5,000.
- xxii. “Procurement Contract Officer” shall mean the person appointed by the President/CEO to such position, as described in Article II herein.
- xxiii. “Procurement Record” shall mean documentation of the decisions made and the approach taken in the procurement process together with other documentation with respect to Contracts and Contractors and Vendors, as set forth in these Policies.
- xxiv. “Project Sunlight Law” or “PSL” shall mean the provisions of the Public Officers Law enacted on August 15, 2011 and effective on January 1, 2013, as they relate to any one of the Five Subject Areas, as described in Article IV herein.
- xxv. “Purchase Order(s)” shall mean, in the case of situations where there is not a “Formal Contract”, written authorization to a Vendor to deliver specified goods or services at a stipulated price.
- xxvi. “Request for Proposal or “RFP” shall mean the solicitation, by way of a detailed description of services and/or related work required by any Agency, of a comprehensive response, from qualified potential Contractors or Vendors, indicating the manner in which each would perform the tasks involved and the compensation requested, which response would be the basis for a contractual agreement. (It is generally expected that a qualifying response to an RFP would be sufficiently comprehensive to supply all essential information necessary to enter into a Contract.)
- xxvii. “Senior Officer” shall mean a Senior Officer as defined in the By-Laws.
- xxviii. “Senior Vice President and Counsel” shall have the same meaning as the term “Counsel” as described herein.
- xxix. “State” shall mean the State of New York.
- xxx. “Vendor” shall mean a supplier of goods or services to any Agency.

- b. Construction of Language. Except where the context otherwise requires, words importing the singular number shall include the plural number and vice versa.

ARTICLE II – LOBBYING PROCUREMENT LAW

1. STATEMENT OF APPLICABILITY

- a. Applicability. This Article II applies to the Procurement by any Agency of goods or services as they relate to the Lobbying Procurement Law.

2. DEFINITIONS OF TERMS

- b. Definition of Terms. The following terms shall, for purposes of the Lobbying Procurement Law, have the following meaning unless the context shall clearly indicate some other meaning:
 - i. “Contact” or “LPL Contact” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, any oral, written or electronic communication from a Contractor or Vendor, or their representatives, with any Agency, under circumstances where a reasonable person would infer that the communication was intended to influence any Agency’s conduct or decision regarding an Agency Governmental Procurement.
 - ii. “Designated Contact” or “LPL Designated Contact” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, a Contact made between an Offerer and an Agency LPL Officer.
 - iii. “Designated Contact Officer” or “LPL Officer” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, the person(s) the Agency appoints to such position, in accordance with the provisions of the Lobbying Procurement Law, who may be the recipient of LPL Designated Contacts.
 - iv. “Determination of Responsibility” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, a final determination required to be made by the Agency of the proposed Contractor or Vendor to whom the Contract is to be awarded in accordance with Public Authorities Law Section 2879 (3) (b) (iii). For Determinations of Responsibility hereunder, the Lobbying Procurement Law requires that proposed Contractors and

Vendors disclose findings of non-responsibility against them within the previous four years by any other governmental agency.

- v. “Impermissible Contact” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, any Contact that is not a LPL Designated Contact.
- vi. “Lobbying Procurement Law” or “LPL” shall mean the term defined in Article I., Section 2.a. of these Policies.
- vii. “Lobbying Procurement Law Directives” or “LPL Directives” shall mean the requirements of the provisions of the Lobbying Procurement Law as described in Section 3 of this Article II.
- viii. “LPL” shall have the same meaning as the term “Lobbying Procurement Law” as defined herein.
- ix. “LPL Contact” shall have the same meaning as the term “Contact” as defined herein.
- x. “LPL Designated Contact” shall have the same meaning as the term “Designated Contact” as defined herein.
- xi. “LPL Directives” shall have the same meaning as the term “Lobbying Procurement Law Directives” as defined herein.
- xii. “LPL Officer” shall have the same meaning as the term “Designated Contact Officer” as defined herein.
- xiii. “Offerer” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, an individual or entity, or any employee, agent or consultant or person acting on behalf of such individual or entity, that contacts any Agency about an Agency Governmental Procurement during the Restricted Period of such Agency Governmental Procurement, whether or not the caller has a financial interest in the outcome of the Governmental Procurement.
- xiv. “Permissible Contact” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, a Designated Contact.

- xv. “Permissible Subject Matter Communication” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, the communications set forth as such in Section 3 of this Article II.
- xvi. “Restricted Period” shall mean, for purposes of applying the Lobbying Procurement Law in relation to any Agency Governmental Procurement with actual or anticipated annualized expenditures in excess of \$15,000, the period of time commencing with the earliest determination of a Procurement need by any Agency to any potential Contractor or Vendor, including, but not limited to, any oral or written communication, notice, advertisement or solicitation of a RFP, invitation for bids, or solicitation of proposals, or any other method for soliciting a response from Contractors or Vendors intending to result in a Procurement Contract with the Agency and ending with the Agency’s approval of the final Contract award.

3. REQUIRED DESIGNATIONS AND DESIGNATIONS AND DISCLOSURE UNDER Lobbying Procurement Law (“LPL”) DIRECTIVES.

LPL Contacts shall be regulated in accordance with LPL Directives as follows:

- a. LPL Restrictions and Contact Designation. For any Procurement or Procurement Contract subject to the LPL, the Agency shall notify every potential Contractor or Vendor that the Agency has a LPL Officer who is the only Agency representative permitted to receive LPL Designated Contacts from Contractors or Vendors, or their representatives, during the Restricted Period with respect to such Governmental Procurement (effective June 10, 2010, the Agencies have designated the Vice President and Deputy Counsel or, when appropriate, an Agency Senior Officer or designee of such Senior Officer with technical knowledge of the Governmental Procurement, as the LPL Officer(s), for all Governmental Procurement for which such appointment is required). During the Restricted Period, a Contractor or Vendor is restricted from making LPL Contacts to anyone other than the LPL Officer, unless such communication is any one of the following Permissible Subject Matter Communications:
 - i the submission of written proposals in response to a RFP, invitation for bids or any other method for soliciting a response from Offerers intending to result in a Procurement Contract;
 - ii the submission of written questions by a method set forth in a RFP, or invitation for bids, or any other method for soliciting a response from Offerers intending to result in a Procurement Contract, when all written questions and responses are to be disseminated to all Offerers who have expressed an interest in the RFP, or invitation for bids, or any other method for soliciting a response from Offerers intending to result in a Procurement Contract;

- iii participation in a demonstration, conference or other means for exchange of information in a setting open to all potential bidders provided for in a RFP, invitation for bids, or any other method for soliciting a response from Offerers intending to result in a Procurement Contract;
- iv complaints by an Offerer regarding the failure of the person or persons designated by the Agency, pursuant to this Article II, to respond in a timely manner to authorized Offerer contacts made in writing to the office of the Agency's Counsel, provided that any such written complaints shall become a part of the Procurement Record;
- v Offerers who have been tentatively awarded a Contract and are engaged in communications with the Agency solely for the purpose of negotiating the terms of the Procurement Contract after being notified of a tentative award;
- vi contacts between designated staff of the Agency and an Offerer to request the review of a Procurement Contract award;
- vii contacts by Offerers in protests, appeals or other review proceedings (including the apparent successful bidder and his or her representatives) before the Agency conducting the Governmental Procurement seeking a final administrative determination, or in a subsequent judicial proceeding; or
- viii communications between Offerers and governmental entities that solely address the determination of responsibility by a governmental entity of an Offerer.

Unless the communication(s) is any one of the above Permissible Subject Matter Communications, the Agencies' Vice President and Deputy Counsel or when appropriate, a Senior Officer, or Senior Officer designee, with technical knowledge of the Governmental Procurement, are the only representative(s) of the Agencies permitted to receive LPL Contacts from bidders, potential Contractors or Vendors, or their representatives, during the Restricted Period.

All Agency solicitations for proposals, bid documents and specifications for Procurement Contracts shall incorporate a summary of the Agencies' policies and prohibitions regarding LPL Contacts pursuant to the provisions of the LPL. All potential Contractors or Vendors must complete and return to the Agency, with their proposal or bid response to an Agency solicitation, the *Affirmation of Understanding of and Agreement* and *Potential Contractor or Vendor Disclosure of Prior Non-Responsibility Determinations*, LPL Forms 1 and 2, respectively. Form 1 is a written affirmation of a Contractor's or Vendor's understanding of the Governmental Procurement LPL procedures of the Agency and Form 2 requires the potential Contractor or Vendor to certify that all information provided to the Agencies with respect to the Lobbying Procurement Law is complete, true and accurate. Prior to awarding

a Procurement Contract to which these provisions apply, the Agency shall make a final Determination of Responsibility. All solicitations for proposals by the Agency shall require that potential Contractors or Vendors disclose to the Agency any findings of non-responsibility against them within the previous four years by any other governmental agency and must contain certifications that the same are complete, true and accurate.

4. VENDORS FAILING TO COMPLY WITH LPL DIRECTIVES.

The Agencies shall not enter into Contracts with Contractors or Vendors when:

- a. a proposed Vendor or Contractor has failed to timely disclose accurate and complete information or otherwise cooperate with any Agency in administering these requirements; or
- b. there has been a finding that an Offerer has knowingly and willfully violated the provisions of Section 3 of this Article II. This finding shall also result in a determination of non-responsibility against the Offerer. (Violations of Lobbying Procurement Law are expected to typically involve LPL Contacts made to persons at the Agency other than the LPL Officer).

The Agencies shall not enter into Contracts in the case of either a. or b. of Section 4 of this Article II, unless the Agency determines that the award of the Procurement Contract:

- i. is necessary to protect public property or public health or safety, and
- ii. that the Contractor or Vendor is the only source capable of supplying the required goods or services within the necessary time frame.

Any subsequent determination of non-responsibility due to violations of the requirements of the Lobbying Procurement Law, if such determinations are separated by less than four years, shall result in the proposed Vendor or Contractor being rendered ineligible to submit a proposal on or be awarded any Procurement Contract for a period of four years from the date of the second final determination of non-responsibility.

5. FALSE OR INACCURATE LPL DIRECTIVE CERTIFICATIONS.

Every Procurement with an actual or anticipated annualized expenditure in excess of \$15,000 shall contain:

- a. certifications that the representations required by the LPL Directives, if applicable, are complete, true and accurate, and
- b. a provision authorizing the Agency to immediately terminate such Contract in the event that any certification in accordance with the provisions of the LPL Directives is found to be intentionally false or intentionally inaccurate.

6. PROCUREMENT RECORD.

With respect to the LPL Directives, the Procurement Record shall include complete information related to: (1) written certifications by the Contractors or Vendors with respect to affirmations (i) that the Contractor or Vendor understands the LPL Directives and (ii) that the Contractor or Vendor has informed the Agency, in writing, of prior determinations of non-responsibility over the previous four years, and that this information is complete, true and accurate; (2) Determinations of Responsibility by the Agency; (3) findings of non-responsibility, whether by the Agency or by other governmental entities; (4) a record of all LPL Contacts during the Restricted Period, including the name of the person and organization, address, telephone number, place of principal employment, occupation, and whether the person/organization making the LPL Contact was the Offerer or was retained, employed or designated by or on behalf of the Offerer to appear before or communicate with the Agency; (5) if applicable, a statement regarding the basis for any required finding that the Agency may enter into a Contract with a Contractor or Vendor who has previously been the subject of any determinations of non-responsibility; and (6) any determination to terminate a Procurement Contract pursuant to the LPL Directives.

7. PROCUREMENT CONTRACT OFFICER.

The Procurement Contract Officer's responsibilities shall include, but are not limited to, monitoring compliance and adherence to the policies of this Article II, determining when certain portions of these LPL policies shall apply by virtue of aggregating expenditures reaching applicable thresholds stated herein, and notifying the State's Office of General Services of all Contractors or Vendors who have been the subject of determinations of non-responsibility by the Agency or who have been debarred. The Procurement Contract Officer should not be directly involved with the receipt of LPL Contacts.

8. DESIGNATED CONTACT OFFICER(S) OR "LLP OFFICER(S)".

The Agencies have designated the Vice President and Deputy Counsel, or when appropriate, an Agency Senior Officer (or Senior Officer designee) with technical knowledge of the Governmental Procurement, as the LPL Officer(s) for all Governmental Procurement for which such appointment is required. In accordance with the provisions of the LPL Directives, the LPL Officer for any given Governmental Procurement or Procurement Contract is intended to be, by virtue of his or her designation as such, the recipient of any LPL Contacts with respect to the Governmental Procurement for which he or she has been designated. The LPL Officer shall have ready access to, and shall refer to, as appropriate, the Contractors' and Vendors' written affirmations of their understanding of the Governmental Procurement LPL procedures of the Agency along with all disclosures Contractors or Vendors have provided of any findings of any determinations of non-responsibility against them under the Lobbying Procurement Law. Prior to the awarding of a Procurement Contract by any Agency to which these

provisions apply, it shall be the LPL Officer's responsibility to consult with the Ethics Officer and to likewise consult at any appropriate time thereafter.

9. ETHICS OFFICER.

The Ethics Officer's responsibilities shall include, but not be limited to, reviewing, investigating, monitoring and imposing sanctions relating to any noncompliance with LPL Directives. Agency Officers and Employees including, but not limited to, the LPL Officer and Procurement Contract Officer, shall report to the Ethics Officer any allegations of violations of the LPL Directives that come to their attention. If the Ethics Officer determines that sufficient cause exists to believe that an allegation concerning a violation of the LPL Directives is true, the Ethics Officer shall give the respective Contractor or Vendor reasonable notice that an investigation is ongoing and an opportunity to be heard in response to the allegation.

Prior to awarding a Procurement Contract by any Agency to which the LPL Directives apply, and any time thereafter, it shall be the Ethics Officer's responsibility to make the findings as to whether there were any certifications in relation to the provisions of the LPL Directives that were intentionally false or intentionally inaccurate so that the Agency would have rights to terminate such Contracts. If the Agency terminates a Procurement Contract under these termination provisions, the Ethics Officer shall provide the statement describing the basis for such action for inclusion in the Procurement Record.

In order to comply with the LPL Directives, all Employees must cooperate and participate in the recording of LPL Contact information as specified in this Article II.

ARTICLE III – LOBBYING CONTACT LAW

1. STATEMENT OF APPLICABILITY

a. Applicability. This Article III applies to certain rules or regulations and the outcome of any rate making proceeding by any Agency.

2. DEFINITIONS OF TERMS

a. Definition of Terms. The following terms shall, for purposes of the Lobbying Contact Law, have the following meaning unless the context shall clearly indicate some other meaning:

- i. "LCL" shall mean the term "Lobbying Contact Law" as defined in Article I.2.a. of these Policies.
- ii. "LCL Client" shall mean every person or organization who retains, employs or designates any person or organization to carry on Lobbying or Lobbying Activities on behalf of such client.

- iii. “LCL Contact” shall mean, for the purposes of applying the Lobbying Contact Law, any conversation, in person or by telephonic or other remote means, or correspondence between any Lobbyist engaged in the act of LCL Lobbying Activities, and any person with any Agency who can make or influence a decision on the subject of the LCL Lobbying Activities on behalf of any Agency, and shall include, at a minimum, all Members and Directors of the Agencies.
- iv. “LCL Directives” shall mean the requirements of the provisions of the Lobbying Contact Law.
- v. “LCL Lobbying” or “LCL Lobbying Activities” shall mean and include any attempt to influence: (a) the adoption or rejection or any rule or regulation having the force and effect of law by the Agencies; or (b) the outcome of any rate making proceeding by the Agencies.
- vi. “LCL Lobbyist” shall mean every person or organization retained, employed or designated by any LCL Client to engage in LCL Lobbying. The term "lobbyist" shall not include any Officer, Member, Director, trustee, Employee, Counsel or agent of any Agency, the State, or any municipality or subdivision thereof of New York when discharging their official duties; except those officers, directors, trustees, employees, counsels, or agents of colleges, as defined by section two of the education law.
- vii. “LCL Officer” shall mean the person appointed by the President and Chief Executive Officer or other designated Senior Officer, to such position as described herein.
- viii. “LCL Record” shall mean the documentation of any LCL Contact that contains the day and time of the LCL Contact, the identity of the LCL Lobbyist and a general summary of the substance of the LCL Contact as set forth in this Article III.

3. REQUIREMENTS UNDER THE LCL DIRECTIVES.

- a. LCL Contacts. Every Agency Member, Director, Officer or Employee who is contacted by a Lobbyist should make a contemporaneous record of such LCL Contact containing the day and time of the LCL Contact, the identity of the LCL Lobbyist (name, address, telephone number, place of principal employment, occupation), and a general summary of the substance of the LCL Contact.
- b. LCL Officer. The President and Chief Executive Officer, or other designated Senior Officer, shall appoint a LCL Officer. The responsibilities of the LCL Officer shall include, but are not limited to, monitoring compliance and adherence to the policies in this Article III, determining when certain portions of these LCL policies shall apply, and maintaining LCL Records.

- c. LCL Record. With respect to the LCL Directives, the LCL Record shall contain a record of all LCL Contacts that includes (i) the day and time of the LCL Contact, (ii) the identity of the LCL Lobbyist including the name, address, telephone number, place of principal employment and occupation, and (iii) a general summary of the substance of the LCL Contact. The LCL Record shall be maintained for a period of not less than seven years, in a filing system designed to organize such records in a manner so as to make such records useful to determine whether the decisions of the Agency were influenced by LCL Contacts.

- d. The Ethics Officer. It shall be the responsibility of the LCL Officer and the Ethics Officer to ensure that LCL Lobbying matters are administered ethically with due regard for all State ethics laws and Agency LCL Directives. Determinations respecting ethical LCL Lobbying administration matters shall be made by the Ethics Officer, to whom any allegations of impropriety or unethical administration may be reported. The Ethics Officer shall also be responsible for reviewing, investigating, monitoring and imposing sanctions relating to any noncompliance with LCL Directives. The LCL Officer shall report to the Ethics Officer such allegations of impropriety or unethical administration of LCL Lobbying Activities, or violations of the LCL Directives, as may come to the LCL Officer's attention. Agency Officers and Employees including, but not limited to, the LCL Officer, shall report to the Ethics Officer any allegations of impropriety or unethical administration of LCL Lobbying matters or violations of the LCL Directives that come to their attention. If the Ethics Officer determines that sufficient cause exists to believe that an allegation concerning a violation of the LCL Directives is true, the Ethics Officer may give the respective LCL Lobbyist reasonable notice that an investigation is ongoing and an opportunity to be heard in response to the allegation and/or refer the matter to appropriate authorities.

If there is a violation of LCL Directives, it shall be the LCL Officer's responsibility to provide the statement describing the basis for such action for inclusion in the LCL Record.

In order to comply with the LCL Directives, all Employees must cooperate and participate in the recording of LCL Contact information as specified in this Article III.

ARTICLE IV – PROJECT SUNLIGHT LAW

1. STATEMENT OF APPLICABILITY

Applicability. This Article IV applies to the requirements of the Agencies to provide a list of all individuals, firms, or other entities that appear in a representative capacity before them in accordance with the provisions of this Article IV and the Project Sunlight Law.

2. DEFINITIONS OF TERMS

Definition of Terms. The following terms shall, for purposes of the Project Sunlight Law, have the following meaning unless the context shall clearly indicate some other meaning:

- (a) “Appearance(s)” shall mean a substantive interaction that is an in-person meeting or a video conference between (y) Covered Individuals at the Agencies and (z) Covered Individuals Outside the Agencies (and collectively, “Covered Individuals”), related to one of the Covered Categories. The location and formality of the interaction is irrelevant as to whether it constitutes an Appearance, and it is irrelevant who initiates the interaction. There can be numerous Appearances related to a single matter.

Appearance shall NOT mean:

- (i) Ministerial or informational appearances, such as communications to schedule meetings or requests for information;
 - (ii) Written communications such as letters, faxes, or emails;
 - (iii) Telephonic conversations;
 - (iv) Appearances regarding legislation or the budget;
 - (v) Any appearance related to individuals or matters that are treated by the Agencies as confidential pursuant to federal or State statute, rule or regulation;
 - (vi) Any appearance that if disclosed could endanger the life or safety of any person;
 - (vii) Participation in meetings which are open to the public, such as conferences or meetings subject to the Open Meetings Law or where a record of the meeting is otherwise publicly available;
 - (viii) Appearances between a Covered Individual at the Agencies and an agent of the Agencies, such as a consultant; or
 - (ix) Any appearance that if disclosed could subject an individual to a risk of retaliation or adverse employment action.
- (b). “Covered Categories” shall mean (1) procurement of real property, goods and services, (2) rate making, (3) regulatory matters, (4) Agency-based judicial or quasi-judicial proceedings; and/or (5) adoption or repeal of a rule or regulation.
- (c). “Covered Individuals” shall mean both Covered Individuals at the Agencies and Covered Individuals Outside of the Agencies, as defined below.
- (d). “Covered Individuals at the Agencies” shall mean. an individual at the Agencies who has the power to exercise Agency discretion in one of the Covered Categories, or advises someone who has such discretion.

Covered individuals at the Agencies shall NOT mean outside agents of the Agencies, such as retained outside counsel.

- (e). “Covered Individuals Outside of the Agencies shall mean Appearances by both “external” (e.g., a lobbyist) and “internal” (e.g. the Agencies’ Senior Vice President and Counsel”) representatives of the Agencies, Appearances by an individual appearing on behalf of him/herself, and Appearances by advocacy groups or organizations or entities representing the interests or concerns of the organization or entity or of its members.

Covered Individuals Outside the Agencies shall NOT mean:

- (1) State and local governmental employees and elected officials as well as those of tribal governments and federal government representatives;
 - (2) Judges or employees of the judiciary;
 - (3) Individual inmates and parolees and their representatives before any Agency regarding their supervision and/or conditions of confinement;
 - (4) Representatives of the media; or
 - (5) Persons under the age of 18.
- (f). “PSL” or “Public Sunlight Law” shall mean the term defined in Article I.2.a. of these Policies
 - (g). “PSL Database” shall mean the on-line database that provides the public with an opportunity to see what entities and individuals are playing a role in government decision making.
 - (h). “PSL Directives” shall mean the requirements of the provisions of the Project Sunlight Law as set forth as such in Section 3 of this Article IV.
 - (i). “Reporting” shall mean the act of transmitting information covered by the Public Sunlight Law into the PSL Database.
 - (j). Restricted Period shall have the term defined in Article I.2.a. of these Policies.

3. REQUIREMENTS UNDER THE PROJECT SUNLIGHT LAW (“PSL”) DIRECTIVES.

In order for an interaction to be subject to the PSL Directives, the interaction must (x) be an Appearance, (y) between Covered Individuals that (z) concerns one of the Covered Categories covered under the Project Sunlight Law.

3.1 Covered Categories

As Covered Categories relates to the Agencies, the PSL will impact the Agencies primarily in procurement activities and possibly in the adoption or repeal of a rule or regulation. Since the Agencies are not involved in rate making, regulatory matters or Agency-based judicial or quasi-judicial proceedings, these areas are not covered by these PSL Directives.

(a) **Appearances Related to the Procurement of Real Property, Goods and Services**

- (1) PSL reporting requirement for Appearances related to the Procurement of real property, goods and services applies to those Appearances between Covered Individuals that are for the purpose of procuring a contract by any Agency, irrespective of whether there is an Agency procurement planned. Thus, reporting is required for Appearances relating to contracts by any Agency for which a Restricted Period under Lobbying Procurement Law (“LPL”) has not been established and without regard to whether any Agency Procurement is anticipated.
- (2) Appearances during the Restricted Period (whether they are bid clarification meetings or bid interviews or any other Permissible Contact under the LPL) do not need to be reported.
- (3) Appearances for the purpose of advocating for the receipt of discretionary State funds that have already been appropriated must be reported.
- (4) Appearances related to revenue contracts (under which revenue will be received by any Agency in exchange for real property, goods, or services,) must be reported. Gifts, donations, or grants to any Agency that are not in exchange for real property, goods, or services do not need to be reported.
- (5) Unsolicited Appearances by Vendors to attempt to influence a Covered Individual to purchase the Vendor’s products, even if not associated with a specific Agency Procurement, must be reported.
- (6) Participation in widely-attended industry or professional conferences, including attending panels, participating in training or educational programs, or visiting booths on a show floor or exhibit hall is not an appearance.
- (7) Appearances that are purely informational and occur at the request of any Agency (e.g., the conducting of market research by any Agency, seeking information of any Agency’s own accord to inform a policy decision, or any Agency reaching out to an M/WBE firm to determine interest in and availability to provide goods or services) need not be reported.

- (8) Appearances related to Procurements under \$25,000 do not need to be reported.
- (9) Appearances related to Emergency Procurements do not need to be reported.
- (10) Appearances related to public auctions do not need to be reported.

b. Appearances Related to the Adoption or Repeal of a Rule or Regulations

- (1) An Appearance must be reported only if a Covered Individual is advocating for the repeal or adoption or amendment of a rule or regulation subject to the State Administrative Procedures Act (“SAPA”), and the Appearance is before a Covered Individual at any Agency.
- (2) This reporting category is limited to Agency rules and regulations. Appearances regarding the repeal or adoption or amendment of a statute, including an appropriation bill, are exempted.
- (3) This category does not contemplate appearances related to the application or interpretation of rules and regulations that are in effect. Such appearances are covered by Section 3.c. above (i.e., “appearances related to regulatory matters”) of this Article IV.

3.2 Reporting

- (a) Appearances should be timely entered into the database within five business days after they occur, where feasible.
- (b) Each Appearance need only be entered into the PSL Database once. If multiple Covered Individuals from any Agency attend a meeting, only one entry need be made. The PSL Database allows for the reporting of the names of multiple Covered Individuals.
- (c) The Agencies are responsible for internally assigning those staff members who will be responsible for reporting the Appearances.
- (d) All inquiries regarding the PSL Database should be directed to the Agencies’ Vice President and Deputy Counsel.

ARTICLE V – MISCELLENOUS PROVISIONS

1. SUPPLEMENTATION WITH PROCEDURAL HANDBOOK, PRACTICE MANUELS, AND OTHER DIRECTIVES.

These Policies are only intended to provide the general framework for Agency lobbying practices with respect to the directives of the Lobbying Procurement Law, the Lobbying Contact Law, and the Project Sunlight Law. These Policies are not intended to preclude supplementation of these Policies through the promulgation of more specific procedural handbooks, practice manuals, or other directives and guidance as may be issued from time to time. It is also not intended that the existence of these Policies should prevent or supplant the issuance of additional Agency policies, guidelines or regulations to deal specifically with LPL Directives, LCL Directives and PSL Directives, if appropriate.

2. NO RECOURSE UNDER THESE POLICIES.

No provision of these Policies shall be the basis for any claim based upon these Policies against any Director, Member, Officer or Employee of any Agency or any Agency itself.

3. EFFECT UPON EXISTING AGENCY MATTERS RELATING TO THE LOBBYING PROCUREMENT LAW, LOBBYING CONTACT LAW, AND PROJECT SUNLIGHT LAW.

These Policies shall not abrogate the rights and duties of Agency (i) Contracts, (ii) rules, regulations or the outcome of rate making proceedings, and/or (iii) matters relating to any one of the Five Covered Areas with third parties prior to the effective date of these Policies.