

**Standards of Conduct Procedures**  
**Central Hudson Gas & Electric Corporation**  
**Non-Discriminatory Open Access Transmission Service**

(A) Applicability

These Standards of Conduct Procedures (“Standards”) are applicable to: 1) employees who engage in tasks, or have access to information, related to Transmission Functions; 2) employees who engage in tasks related to Marketing Functions; 3) officers; 4) members of the Board of Directors of Central Hudson Gas & Electric Corporation (“Central Hudson”); and 5) any other employee likely to become privy to Transmission Function information.

Transmission Function Employees are those employees, contractors, consultants or agents of Central Hudson who actively and personally engage on a day-to-day basis in Transmission Functions. Transmission Functions are the planning, directing, organizing or carrying out of day-to-day transmission operations, including, but not limited to, the granting and denying of transmission service requests and the performance of system impact studies.

Marketing Function Employees are employees, contractors, consultants or agents of Central Hudson or an affiliate of Central Hudson who actively and personally engage on a day-to-day basis in Marketing Functions. Marketing Functions, in the case of public utilities and their affiliates, include the sale (or offer to sell) for resale in interstate commerce of electric energy or capacity, demand response, virtual transactions, or financial or physical transmission rights except for bundled retail sales.

(B) Tariff Administration and OASIS

Central Hudson is a member of the New York Independent System Operator (“NYISO”). All transmission service in New York, including transmission service on Central Hudson’s transmission system, is provided pursuant to the NYISO OATT. The NYISO also maintains an Open Access Same Time Information System (“OASIS”) on Central Hudson’s behalf.

(C) Independent Functioning

(1) Except as provided in paragraph (C)(2) below, Transmission Functions Employees shall function independently of Marketing Function Employees. Central Hudson will post on the NYISO OASIS the job titles and job descriptions of its Transmission Function Employees. Central Hudson will also post the names and addresses of all its affiliates that employ or retain Marketing Function Employees. Any changes shall be posted on the NYISO OASIS within seven business days of the change.

(2) Notwithstanding any other provisions in these Standards, in emergency circumstances affecting system reliability, Central Hudson may take whatever steps are necessary to keep its transmission system operational. Central Hudson shall report to FERC, and on the NYISO OASIS, each emergency that resulted in any deviation from these Standards within 24 hours, or as soon as practicable after the fact, of such deviation. Central Hudson shall make and retain a record of all exchanges of non-public Transmission Function information between its Transmission Function Employees and Marketing Function Employees for five years.

(D) Employee Conduct

(1) Prohibitions:

Marketing Function Employees shall be prohibited from: (i) conducting Transmission Functions; and (ii) having access to the system control center or similar facilities used for Transmission Functions that differs in any way from the access available to other open access transmission customers.

Transmission Function Employees shall be prohibited from conducting Marketing Functions.

Transmission Function Employees and Marketing Function Employees shall not share building facilities and shall work in physically separate areas located in different buildings. Access to Transmission Function Employee work areas shall be physically restricted. Transmission Function Employees shall restrict access to Transmission Function information using appropriate measures, such as locked file rooms/drawers and password protection for computer files.

(2) Transfers:

Transmission Function Employees and Marketing Function Employees may transfer between such functions so long as such transfer is not used as a means to circumvent these Standards of Conduct. Notice of any such transfer shall be posted on the NYISO OASIS within seven business days of the change. Such information shall include: the name of the transferring employee, the respective titles held while performing each function (i.e., on behalf of Central Hudson as transmission provider and Central Hudson as marketer, or on behalf of a Central Hudson affiliate), and the effective date of the transfer. This information shall remain on the NYISO OASIS for 90 days.

(3) Information Access:

(i) Except as noted below in subparagraph 3(ii), Marketing Function Employees shall have access only to that Transmission Function information available to NYISO transmission customers (i.e., the information posted on the NYISO OASIS), and shall not have preferential access to any information about the transmission system that is not available to all users of the NYISO OASIS or that is not otherwise also available to the general public without restriction.

(ii) Transmission Function Employees and Marketing Function Employees may exchange the following non-public Transmission Function information (a) information pertaining to compliance with Reliability Standards approved by the Commission, and (b) information necessary to maintain or restore operation of the transmission system or generating units, or that may affect the dispatch of generation units. If any such information is exchanged, Central Hudson shall make a contemporaneous record of all such exchanges (notes, emails, text messages, recorded telephone exchanges, and the like) for five years. If such information is shared in emergency circumstances, Central Hudson shall make a record of the exchange as soon as practicable after the fact. In both cases, Central Hudson shall retain the record for a period of five years.

(4) No Conduit:

Central Hudson is prohibited from using anyone as a conduit for the disclosure of non-public Transmission Function information to its Marketing Function Employees. Any employee, contractor, consultant or agent of Central Hudson or its affiliates is prohibited from disclosing non-public transmission function information to any Marketing Function Employee of Central Hudson or its affiliates

(5) Transparency:

(i) Transmission Function Employees shall not disclose to (1) Marketing Function Employees of Central Hudson or its affiliates or 2) non-employees (except Transmission Function Employees of the NYISO, neighboring ISOs/RTOs or interconnected utilities) any information concerning the transmission system (including, but not limited to, information about current status of lines, scheduling of outages, available transmission capability, price, curtailments, ancillary services, etc.) through non-public communications conducted off the NYISO OASIS, through access to information not posted on the NYISO OASIS that is not at the same time available to the general public without restriction, or through information on the NYISO OASIS that is not at the same time publicly available to all NYISO OASIS users. (Note: The NYISO OASIS provides for posting of information relating to all bulk power system facilities and key underlying system facilities. For the remaining lower voltage facilities, where local area generation is impacted, the “same information, same time” principle is accomplished by providing e-mail notification to all local generators via e-mail in a simultaneous manner.)

(ii) If a Transmission Functioning Employee discloses information not posted on the NYISO OASIS in a manner contrary to the requirements of these Standards of Conduct, Central Hudson shall immediately post such information on the NYISO OASIS. If any such disclosed information is information that FERC by law has determined is to be subject to limited dissemination (such as critical energy infrastructure information), Central Hudson must immediately post that the information was disclosed.

(iii) Central Hudson shall not share any market information acquired from non-affiliated transmission customers or potential non-affiliated transmission customers, or developed in the course of responding to requests for transmission or ancillary services on the NYISO OASIS with its own Marketing Function Employees (or those of an affiliate), except to the limited extent that information is required to be posted on the NYISO OASIS in response to a request for transmission service or ancillary services; provided, however, that Central Hudson may share a transmission customer’s non-public information with its Marketing Function Employees only if the transmission customer voluntarily consents, in writing, to such disclosure. Central Hudson shall post on the NYISO OASIS notice of the transmission customer’s consent along with a statement that Central Hudson did not provide any preferences, either operational or rate-related, in exchange for that voluntary consent.

(6) Non-Discrimination in Implementing Tariffs:

(i) Transmission Function Employees of Central Hudson shall strictly enforce all tariff provisions relating to the sale or purchase of open access transmission service, if these provisions do not provide for the use of discretion.

(ii) Employees of Central Hudson engaged in transmission system operations shall apply all tariff provisions relating to the sale or purchase of open access transmission service in a fair and impartial manner that treats all customers (including Central Hudson and any of its affiliates) in a not unduly discriminatory manner, if these provisions involve discretion.

(iii) Central Hudson shall maintain a log, available for Commission audit, detailing the circumstances and manner in which it exercised its discretion under any terms of the tariff. The information contained in this log will be posted on the NYISO OASIS as provided in 18 C.F.R. § 37.6(g)(4) of the Commission's regulations, within 24 hours of when Central Hudson exercises such discretion.

(iv) Central Hudson may not, through tariffs or otherwise, give undue preference to any person in matters relating to the sale or purchase of transmission service (including issues of price, curtailments, scheduling, priority, ancillary services, balancing, etc.).

(7) Books and Records: Central Hudson shall maintain its books of accounts and records (as prescribed under Parts 101 and 125 of FERC's regulations) separately from those of its affiliates with Marketing Function Employees and shall make these available to FERC for inspection.

(8) Chief Compliance Officer: Central Hudson shall designate a Chief Compliance Officer. The name and contact information for the designee will be posted on the NYISO OASIS. The Chief Compliance Officer shall be responsible for employee training, answering employee questions regarding these Standards, coordinating audits with FERC staff, and taking all steps necessary to ensure compliance with these Standards, including initiating self-audits.

(E) Maintenance of Standards

Central Hudson shall maintain on the NYISO OASIS a copy of these Standards of Conduct. Central Hudson shall post on the NYISO OASIS the Standards of Conduct as well as all information required to be posted pursuant to these Standards. All postings to NYISO OASIS referenced in these Standards shall be on a publicly accessible portion of OASIS that can be reached from a link on Central Hudson's internet website.

(F) Discounts

Transmission service over Central Hudson's transmission facilities is currently offered exclusively through an open access transmission tariff that is administered by the NYISO. Nevertheless, to the extent Central Hudson provides such service, any offers to discount transmission service will be announced to all potential customers solely by posting the offer on the NYISO OASIS.

(G) Training

(1) Training for Standards of Conduct is included in the corporate Ethics & Legal Compliance Program. This program is offered bi-annually and attendance is mandatory for all employees, officers and directors.

Copies of the Standards of Conduct are distributed during this training session. Employees must acknowledge that they have received copies, and have been advised of the contents.

Any new employee, officer or director will be provided training within 30 days of joining Central Hudson.

(2) Additionally, a more detailed level of training is provided annually and is mandatory for:  
a) Transmission Function Employees; b) Marketing Function Employees; c) officers, directors, supervisory employees; and d) any other employee likely to become privy to Transmission Function information.

Copies of the Standards of Conduct are distributed during this training session.

Transmission Function Employees, Marketing Function Employees, officers and directors are required to sign an affidavit acknowledging that they have been trained and that they will not be conduits for sharing non-public Transmission Function information with Marketing Function Employees, except as may otherwise be permitted under these Standards of Conduct.