



## POLITICAL ENGAGEMENT POLICY

July 13, 2022

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### 1.0 OBJECTIVE

- 1.1 Central Hudson Gas & Electric Corporation (“Central Hudson”, the “Corporation”, “our” or “we”) supports the democratic process. We may engage in public policy discussions that are relevant to our operations and beneficial to our stakeholders, including our employees and customers. We may also contribute to political parties, campaigns or candidates. This Political Engagement Policy (the “Policy”) describes how Central Hudson may engage in the political process, subject to compliance with applicable laws.
- 1.2 This Policy should be read in conjunction with our *Code of Business Conduct and Ethics* (“Code of Conduct”). Reference should also be made to our *Anti-Corruption Policy* and *Anti-Corruption Procedures*, which set out internal procedures to be followed regarding lobbying activity on behalf of Central Hudson.

### 2.0 APPLICATION

- 2.1 This Policy applies to all Central Hudson directors, officers and employees (“Central Hudson Personnel”).

### 3.0 GUIDING PRINCIPLES AND PROHIBITED ACTIVITIES

- 3.1 Central Hudson political activities shall be conducted in accordance with applicable laws.
- 3.2 Central Hudson supports parties, candidates and organizations that are generally aligned with our corporate purpose and reflect our values, including acting ethically, and with honesty and integrity.
- 3.3 Political spending or contributions to trade associations or other tax-exempt organizations that engage in the political process shall reflect the Corporation's values, and not those of its individual directors, officers, or employees.

- 3.4 No corporate contribution may be given in anticipation of, in recognition of, or in return for an official act or anything that has the appearance of a gratuity, bribe, trade or *quid pro quo* of any kind.
- 3.5 Central Hudson will not pressure or coerce Central Hudson Personnel to make personal political expenditures, and will not reimburse, directly or indirectly, personal political contributions or expenses.
- 3.6 The corporate risks and impacts related to political spending shall be periodically assessed by the Corporation.
- 3.7 Central Hudson Personnel who are considering seeking an elected or appointed government position must advise the General Counsel of the Corporation beforehand and review their obligations under the *Code of Conduct*.
- 3.8 Central Hudson Personnel who engage in political activity in their personal capacity must clearly express that their views are their own, and not those of Central Hudson.
- 3.9 No Central Hudson Personnel shall:
- (a) use or associate their Central Hudson position or office with any political activity or donation or in any manner through which any such association could be reasonably inferred;
  - (b) use or donate Central Hudson property, including business premises, for a political activity; or
  - (c) engage in campaigning for or promoting any political party or candidate in the workplace or seek to pressure or influence co-workers to vote for any political party or candidate.
- 3.10 Any Central Hudson Personnel who is aware of any actual, potential or suspected violation of this Policy should report such matter in accordance with the Corporation's *Policy on Reporting Allegations of Suspected Improper Conduct and Wrongdoing (Speak Up Policy)*.
- 3.11 Any questions regarding the interpretation of this Policy should be referred to an employee's supervisory or the General Counsel of the Corporation.

#### **4.0 POLITICAL CONTRIBUTIONS**

- 4.1 Corporate political contributions must be approved in advance by the President and Chief Executive Officer.

- 4.2 Central Hudson may contribute to any political party and participate in fund-raising initiatives by such parties provided that any such activity is (i) approved in accordance with Section 4.1 and (ii) conducted in accordance with all applicable law and the Code of Conduct.
- 4.3 The officer of the Corporation who has responsibility for governmental affairs will be responsible for the review of the general policy positions of any political party, candidate or organization to which Central Hudson proposes to contribute in advance to determine whether there is any material misalignment with our values and policies.

## **5.0 TRADE ASSOCIATIONS AND POLICY ADVOCACY**

- 5.1 Central Hudson may participate in trade associations and other tax-exempt organizations that conduct lobbying and public policy-related activities of relevance to our business. We may also engage directly in public policy discussions, including with public officials. When engaging in such activities, Central Hudson will comply with applicable lobbying laws, and maintain records of such activities as required under our *Anti-Corruption Policy* and *Anti-Corruption Procedures*.
- 5.2 The officer of the Corporation who has responsibility for governmental affairs shall be responsible for the review of proposed contributions to trade associations and other tax-exempt organizations that conduct lobbying and other public policy-related activities in advance to determine whether there is any material misalignment with our values and policies.
- 5.3 When considered necessary or appropriate, the officer of the Corporation who has responsibility for governmental affairs may request that organizations receiving contributions confirm how such funds are being used.

## **6.0 OVERSIGHT**

- 6.1 Management will annually report to the Central Hudson Board of Directors on political contributions and contributions to trade associations and tax-exempt organizations that conduct lobbying or public policy-related activities with an assessment of whether there is any material misalignment with our values and policies.
- 6.2 The Governance and Human Resources Committee of the Central Hudson Board of Directors, which is composed of a majority of independent directors, is responsible for oversight of our political activity, and shall periodically:
  - (a) review Management’s reports under section 6.1;

- (b) review policies and procedures on political expenditures, including this Policy; and
- (c) provide guidance on political engagement as needed.

## **7.0 DISCLOSURE**

7.1 Central Hudson is committed to transparency and, when deemed appropriate by the President and Chief Executive Officer, will provide periodic disclosure regarding:

- (a) political contributions;
- (b) contributions to trade associations and tax-exempt organizations that conduct lobbying or public policy-related activities; and
- (c) any findings of material misalignment between the lobbying and policy-related activities of those entities referred to in section 7.1(b) and our corporate values and policies, and any steps taken as a result of such findings.

7.2 Disclosures under section 7.1 made by Central Hudson may include:

- (a) the name of the recipient (candidate, party, campaign, political organization trade association or other tax-exempt organization);
- (b) the amount contributed; and
- (c) a general description of the purposes for which the contributions were made.

7.3 The Corporation may use materiality thresholds and other criteria to make its disclosure relevant and insightful.

7.4 In addition to the disclosures described in this section 7, Central Hudson will comply with all legal requirements for public disclosure of political contributions and lobbying activities.

## **8.0 EFFECTIVE DATE**

8.1 This Policy shall be dated and effective July 13, 2022.

## **9.0 POLICY REVIEW AND DISSEMINATION**

9.1 This Policy will be reviewed periodically.

9.2 This Policy will be disseminated to Central Hudson Personnel and will be posted on our corporate website.

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Governance & Human Resources Committee: July 13, 2022  
Board of Directors: July 13, 2022