

FOR CONSIDERATION

November 12, 2025

TO: The Board of Trustees

FROM: Carrie Meek Gallagher

REQUEST: Authorizations Related to Letter(s) of Credit Supporting the Refinancing of Electric System General Revenue Bonds, Series 2023A-2, 2023B and 2023C

Requested Action

The Board of Trustees (the “Board”) of the Long Island Power Authority (“LIPA”) is requested to adopt a resolution authorizing the execution of a new reimbursement agreement with Bank of America, N.A. (“Bank of America”). The outstanding General Revenue Bonds, Series 2023A-2 and 2023C are directly placed with Wells Fargo Bank, N.A., and the outstanding General Revenue Bonds, Series 2023B are directly placed with Bank of America (together the “Direct Placement Bonds”). The Direct Placement Bonds are subject to mandatory tender for purchase on January 30, 2026 (Series 2023A-2 and Series 2023B) and on March 16, 2026 (Series 2023C). LIPA will be refinancing the Direct Placement Bonds with new publicly-issued, variable-rate debt. The new variable-rate debt will require Letter of Credit support to maximize investor demand. The Letter of Credit will be documented via the reimbursement agreement.

Background

LIPA is a party to certain interest rate hedge agreements (the “Swaps”) and is therefore required to maintain a certain amount of variable rate debt against those Swaps. Certain of the Direct Placement Bonds are currently associated with the Swaps and the variable rate indebtedness contemplated herein that refinances such Direct Placement Bonds is currently expected to also be associated with such Swaps.

LIPA issued a Request for Proposal for Letter of Credit Facilities (the “Bank Facility RFP”). A selection committee consisting of LIPA Staff, with the assistance of LIPA’s financial advisor, reviewed the responses. The selection committee recommends the selection of the proposal submitted by Bank of America for a total capacity of approximately \$250 million, subject to final negotiations of costs and terms. LIPA will enter into new bank agreement(s) with Bank of America – which agreement(s) will be substantially similar to existing bank agreements between LIPA and its other Bank counterparties relating to LIPA’s variable rate indebtedness, including those executed with Bank of America. The new agreement(s) may require the delivery of new offering document(s) or other disclosure document(s) and the execution of other instruments.

Recommendation

Based upon the foregoing, it is recommended that the Trustees adopt the resolution in the form attached hereto as **Exhibit “A”**.

Attachments

Exhibit “A” Resolution Approving the Selection of Bank of America and Approving Certain Related Agreements

RESOLUTION APPROVING THE SELECTION OF BANK OF AMERICA, N.A. AND APPROVING CERTAIN RELATED AGREEMENTS

WHEREAS, on May 13, 1998, the Long Island Power Authority (the “Authority”) adopted its Electric System General Revenue Bond Resolution (the “General Resolution”), which authorizes bonds, notes or other evidences of indebtedness of the Authority as special obligations of the Authority for any lawful purpose of the Authority; and

WHEREAS, the Authority has issued a Request for Proposal for Letter of Credit Facilities (the “Bank Facilities RFP”) requesting proposals from a number of banks to enter into one or more credit facilities or to issue letters of credit in support of refinancing its outstanding Electric System General Revenue Bonds, Series 2023A-2, Series 2023B and Series 2023C (the “Direct Placement Bonds”), and the staff selection committee has reviewed the responses and recommends the proposal submitted by Bank of America, N.A. (“Bank of America”) as the selected response, subject to final negotiations (such proposal being referred to hereinafter as the “Selected Proposal” and Bank of America referred to hereinafter as the “Selected Bank”);

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The Trustees hereby approve the Selected Proposal, subject to final negotiations, and the Chief Executive Officer, Chief Financial Officer, Controller and Secretary (the “Authorized Officers”) are each hereby authorized to enter into a new bank agreement or agreements with the Selected Bank (subject to final negotiations) in connection with the refinancing of the Direct Placement Bonds, which new agreement or agreements shall be substantially similar to the existing agreements related to similar Letter of Credit Facilities, with such changes and additions to and omissions from such prior agreements as such authorized executing officer deems in its discretion to be necessary or appropriate, such execution to be conclusive evidence of such approval.

2. Each Authorized Officer is hereby authorized and directed to execute and deliver any and all documents, including, but not limited to, the execution and delivery of one or more offering memorandums or other disclosure documents, Remarketing Agreements, Tender Agency Agreements, Custody Agreements, Bond Purchase Agreements, Continuing Disclosure Agreements, and other instruments, and to do any and all acts necessary or proper for carrying out and implementing this resolution and each of the documents authorized hereby, and each Authorized Officer shall be an Authorized Representative (as defined in the General Resolution) in connection with such matters.

3. This resolution shall take effect immediately.

Dated: November 12, 2025