

**NEW YORK CITY MUNICIPAL WATER
FINANCE AUTHORITY**

A meeting of the Board of Directors (the “Board”) of the New York City Municipal Water Finance Authority (the “Authority”) was held at 255 Greenwich Street, Room 6M4, New York, N.Y. 10007 at 2:40 p.m. on February 15, 2013.

The following Directors were present:

Alan Anders (by designation of Authority Director Mark Page);

Richard Carroll (by designation of Authority Director David M. Frankel);

Robert Elburn (by designation of Authority Director Joseph Martens);

Steven Lawitts (by designation of Authority Director Carter Strickland); and

Marc Shaw,

constituting a quorum of the Board of Directors. Mr. Anders chaired the meeting, and Albert F. Moncure, Jr. served as Secretary of the meeting.

Election of Acting Chair

The first item on the agenda was the election of an Acting Chair to chair the meeting in the absence of Board Chair, Mark Page.

Upon motion duly made and seconded, Alan Anders was unanimously elected as Acting Chair for the meeting.

Approval of Minutes of the Meeting of November 29, 2012

The next item on the agenda was approval of the minutes of the meeting of November 29, 2012. There being no discussion, upon motion duly made and seconded, the following resolution was unanimously adopted:

WHEREAS, the Board of Directors has reviewed the minutes of its meeting held November 29, 2012; it is therefore

RESOLVED, that the minutes of the meeting of November 29, 2012, be, and they hereby are, approved.

Approval of Fiscal 2013 Series CC Bonds

The next item on the agenda was the proposed approval and authorization of the Authority's Fiscal 2013 Series CC Second General Resolution Revenue Bonds for new money purposes, which had been recommended by the Finance Committee.

There being no discussion, upon motion duly made and seconded, Supplemental Resolution No. 95 to the Authority's Water and Sewer System Second General Revenue Bond Resolution authorizing the issuance of up to \$550 million Second General Resolution Revenue Bonds, Fiscal 2013 Series CC was unanimously adopted.

Approval of Re-Issuance of Fiscal 2008 Series B-1 Bonds (variable rate, tax-exempt)

The next item on the agenda was the approval of the Amended and Restated Seventy-Ninth Supplemental Resolution to the Authority's Water and Sewer System General Revenue Bond Resolution approving changes to the terms of the Water and Sewer System General Resolution Revenue Bonds, Adjustable Rate Fiscal 2008 Series B in order to facilitate re-issuing the bonds upon mandatory tender in connection with the substitution of the facility provider. Mr. Anders explained that the Finance Committee had recommended adoption of the resolution by the Board.

There being no discussion, upon motion duly made and seconded, the Amended and Restated Seventy-Ninth Supplemental Resolution to the Authority's Water and Sewer System General Revenue Bond Resolution was unanimously adopted.

Adjournment

There being no further business to come before the Board of Directors, upon motion duly made and seconded, the meeting was duly adjourned.


Assistant Secretary