

**NEW YORK CITY MUNICIPAL WATER
FINANCE AUTHORITY – GOVERNANCE COMMITTEE**

A meeting of the Governance Committee (the “Committee”) of the Board of Directors of the New York City Municipal Water Finance Authority (the “Authority”) was held at 75 Park Place, New York, N.Y. at 2:00 p.m. on March 20, 2009.

The following Committee members were present:

Peter J. Kenny,

Arthur Hill, and

Marc Shaw;

constituting a quorum. Mr. Kenny chaired the meeting, and Albert F. Moncure, Jr., served as secretary of the meeting.

Adoption of Minutes

The first item on the agenda was the approval of the Minutes of the Committee’s Meeting of October 7, 2008. There being no discussion, upon motion duly made and seconded, the following resolution was unanimously adopted:

WHEREAS, the Governance Committee of the New York City Municipal Water Finance Authority has reviewed the minutes of the previous meeting of the Governance Committee held on October 7, 2008; it is therefore

RESOLVED, that the minutes of the Governance Committee meeting of October 7, 2008, are hereby approved.

Recommendation to Board: Approval of Amended Policy on the Procurement of Goods and Services

The next item on the agenda was the recommendation to the full Board of Directors of the Amended Policy on the Procurement of Goods and Services. Mr. Kenny explained that the proposed amendment provides that purchases of less than \$7,500 do not require Board of Directors approval. A brief discussion ensued. There being no further discussion, upon motion duly made and seconded, the following resolution was unanimously adopted;

WHEREAS, pursuant to Section 2824(e) of the Public Authorities Law of the State of New York, the New York City Municipal Water Finance Authority (the "Authority") adopted a Policy on the Procurement of Goods and Services (the "Policy") on June 6, 2006; and

WHEREAS, pursuant to subsection III(a)(viii) of the Governance Committee Charter, the Governance Committee of the Authority shall periodically review the Policy; and

WHEREAS, the Officers of the Authority have recommended that the Policy be amended to add an existing Authority practice, clarifying that contracts for goods and services the value of which is less than \$7,500 shall not require Board of Directors approval; and

WHEREAS, the Governance Committee has reviewed the Policy, as amended and attached hereto¹, and found it to be reasonable and appropriate; it is therefore

RESOLVED, that the Governance Committee hereby recommends that the Board adopt the Policy on the Procurement of Goods and Services, as amended and attached hereto.

Adjournment

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



Assistant Secretary

¹ Filed with Minutes of the Meeting.