

**JOINT AUDIT COMMITTEE OF
THE NEW YORK CITY MUNICIPAL WATER FINANCE AUTHORITY
AND
NEW YORK CITY WATER BOARD
October 7, 2024**

A meeting of the Joint Audit Committee (the “Committee”) of the New York City Municipal Water Finance Authority (the “Authority”) and the New York City Water Board (the “Water Board”) was held at 9:30 a.m. in Conference Room 6-M4, 255 Greenwich Street, New York, NY 10007, on October 7, 2024. The following members of the Committee were present in person:

Max Von Hollweg;

Alfonso L. Carney, Jr.;

James McSpiritt; and

Adam Freed¹;

constituting a quorum of the Committee. Mr. Von Hollweg served as Chair of the meeting, and Deborah Cohen served as Secretary of the meeting.

Approval of Minutes of Previous Committee Meeting

The first item on the agenda was approval of the minutes of the meeting of June 3, 2024.

There being no discussion, the following resolution was adopted by majority Committee vote:

WHEREAS, the Joint Audit Committee has reviewed the minutes of its meeting held on June 3, 2024; it is therefore

RESOLVED, that the minutes of the meeting of June 3, 2024 be, and they hereby are, approved.

¹ Mr. Freed arrived at approximately 9:33 a.m. and began participating in the meeting by the second item on the agenda. See “Presentation by management and independent auditors regarding the audited annual financial statements of the Water and Sewer System of the City of New York (the “System”) for Fiscal Year 2024” below.

Presentation by management and independent auditors regarding the audited annual financial statements of the Water and Sewer System of the City of New York (the “System”) for Fiscal Year 2024²

The second item on the agenda was a presentation by management and the System’s independent auditors, Grant Thornton, regarding the audited annual financial statements of the System for Fiscal Year 2024. Mr. Von Hollweg introduced Raymond Lee, the Authority’s Comptroller, who briefly discussed the System’s audited financial statements, and introduced Nicholas Lazzaruolo from Grant Thornton. Mr. Lazzaruolo provided the required communications related to the independent audit of the System’s financial statements for the fiscal years ended June 30, 2024 and June 30, 2023. Discussion ensued.

Recommendation to the Authority Board of Directors and the Water Board the acceptance of the independent auditors’ report on the audited financial statements of the System for the fiscal years ended June 30, 2024 and June 30, 2023, and the issuance of such financial statements

The third item on the agenda, Mr. Von Hollweg explained, was a resolution which would recommend to the Board of Directors of the Authority and the Water Board approve of the audited financial statements, subject to non-material changes acceptable to the Comptroller of the Authority. The following resolution was approved by unanimous vote of the members present.

WHEREAS, the Joint Audit Committee of the New York City Municipal Water Finance Authority (the “Authority”) and the New York City Water Board (the “Water Board”) has met with the independent auditors of the water and sewer system of the City of New York (the “System”) and has reviewed the independent auditors’ report on the audited financial statements of the Authority for the fiscal years ended June 30, 2024 and June 30, 2023 and such financial statements, as submitted to the Committee; and

WHEREAS, the Joint Audit Committee believes the independent auditors’ report and the financial statements are reasonable and appropriate; it is therefore

² Mr. Freed began participating in the meeting at this time and continued to participate through the conclusion of the meeting.

RESOLVED, that the Joint Audit Committee recommends to the Board of Directors of the Authority and the Water Board the acceptance of the independent auditors' report and the authorization of the release of the audited financial statements of the System for the fiscal years ended June 30, 2024 and June 30, 2023; provided that both the independent auditors' report and the audited financial statements may be amended to reflect non-material changes acceptable to the Comptroller of the Authority.

Review of Internal Controls Policies

The fourth item on the agenda was the review of the Authority and Water Board's respective Internal Controls Policies. Mr. Von Hollweg explained that the Audit Committee is required to review these policies annually, and that the most recently updated drafts of the Policies had been provided to the Committee. He noted changes were proposed to both the Water Board and Authority's Policy to reflect current practices in place. Discussion ensued and the Water Board's Treasurer, Omar Nazem, and the Authority's Executive Director and Comptroller responded to questions regarding the changes to the respective policies.

Review and Approval of the Audit Committee Charter

The fifth item on the agenda, Mr. Von Hollweg noted, was the review and approval of the Committee's Charter, as required annually by Section III(r) of the Charter. Mr. Von Hollweg noted that no changes were proposed at this time. There being no discussion, upon unanimous vote of the members present, the following resolution was approved.

WHEREAS, the Joint Audit Committee Charter was adopted by the New York City Water Board (the "Water Board") on January 28, 2008 and by the Board of Directors of the New York City Municipal Water Finance Authority (the "Authority") on February 4, 2008 and amended on October 7, 2009 by the Authority and October 30, 2009 by the Water Board; and

WHEREAS, pursuant to the Joint Audit Committee Charter, section III(s), the Joint Audit Committee of the Water Board and the Authority is required annually to review the Audit Committee Charter, reassess its adequacy, and recommend any proposed changes to the Authority and the Water Board; and

WHEREAS, the Audit Committee has reviewed the Audit Committee Charter, as amended and attached hereto³, and finds it to be reasonable and appropriate; it is hereby

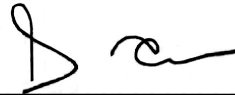
RESOLVED, that the Audit Committee hereby approves the Audit Committee Charter as adopted and attached hereto.

Review of Audit Committee Schedule of Dates

The final item on the Agenda was a review of the Audit Committee's Schedule of Dates. Mr. Von Hollweg explained the Schedule of Dates provide a guideline for items the Committee will review throughout the year. He noted no changes were proposed to the previously established Schedule of Dates. He also noted that this was a review only, and no vote was necessary.

Adjournment

There being no further business before the Committee, upon unanimous vote, the Joint Audit Committee meeting was adjourned.



Assistant Secretary of the Authority



Secretary of the Water Board

³ Filed with the meeting minutes.