

JOINT AUDIT COMMITTEE

**THE NEW YORK CITY MUNICIPAL WATER FINANCE AUTHORITY
AND
NEW YORK CITY WATER BOARD**

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 255 Greenwich Street, Room 6M4, New York, N.Y. 10007 on Friday, October 11, 2019 at 8:30 a.m.. The following members of the Committee were present:

Max Von Hollweg;

Alfonso Carney, Jr;

Robert Elburn (by designation of Authority Director Basil Seggos);

Jonathan Goldin¹; and

Marc Shaw

constituting a quorum of the Committee. Mr. Carney served as Chair pro tem in Max Von Hollweg’s absence, and Deborah Cohen served as Secretary of the meeting.

Approval of Minutes

The first item on the agenda was approval of the minutes of Committee’s previous meeting. There being no discussion, upon motion duly made and seconded, the following resolution was unanimously adopted:

WHEREAS, The Audit Committee has reviewed the minutes of its meeting held on June 14, 2019; it is therefore

RESOLVED, that the minutes of the meeting of June 14, 2019 be, and they hereby are, approved.

Presentation by Management and Independent Auditors Regarding the Annual Audited Financial Statements of the System

¹ Mr. Goldin arrived at 8:38 a.m., subsequent to the approval of the minutes of the previous Committee meeting.

The next item on the agenda was a presentation by the Authority's management and independent auditors relating to the New York City Water and Sewer System's (the "System") Fiscal Year 2019 and 2018 financial statements, which had been distributed to the Committee. The Authority's Comptroller, Robert Balducci, presented an overview of the financial statements. Mr. Balducci described new standards to be implemented pursuant to GASB, specifically GASB 88 and 89, and answered Committee member questions regarding the new standards.

Mr. Balducci then introduced the Authority's independent auditors, Warren Ruppel and Dan McElwee from Marks Paneth. Mr. Ruppel proceeded to discuss the requirement communications with the Committee and noted that Marks Paneth had essentially completed their audit. Members of the Committee requested additional information regarding an audit of the System's cybersecurity. Mr. Joseph Murin, Executive Director of the Water Board, noted that the Department of Environmental Preservation

Recommendation to the Authority Board of Directors and Water Board of the acceptance of the independent auditors' report on the audited financial statements of the System for the Fiscal Years ended June 30, 2019 and June 30, 2018, and the issuance of such financial statements

Following the presentation by management and independent auditors regarding the annual audited financial statements of the System, upon motion duly made and seconded, the following resolution was unanimously adopted by the Committee:

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, 2019 and June 30, 2018 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

RESOLVED, that the Joint Audit Committee recommends 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, 2019 and June 30, 2018; 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 and Approval of the Audit Committee Charter

The next item on the agenda was the review and approval of the Audit Committee Charter. Mr. Von Hollweg said no changes to the existing Charter are proposed at this time. Brief discussion ensued regarding specific duties of the Audit Committee as enumerated in the Committee Charter. Then, upon motion duly made and seconded, the following resolution was unanimously adopted:

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 attached hereto, and finds it to be reasonable and appropriate; it is hereby

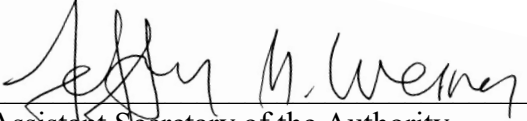
RESOLVED, that the Audit Committee hereby approves the Audit Committee Charter as adopted and attached hereto.²

Review of Audit Committee's Schedule of Dates

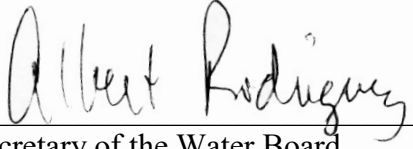
The next item on the agenda was a review of the Audit Committee's Schedule of Dates. Mr. Von Hollweg noted that there were changes proposed to reflect updated practices in place. There was no discussion from the Committee.

Adjournment

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



Assistant Secretary of the Authority



Secretary of the Water Board

² Filed with Minutes of the meeting.