

**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 11:00 a.m. on May 10, 2013.

The following Directors were present:

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);

Marc Shaw, and

Max Von Hollweg,

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

**Approval of Minutes of the Meeting of March 28, 2013**

The first item on the agenda was approval of the minutes of the meeting of March 28, 2013. 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 March 28, 2013; it is therefore

**RESOLVED**, that the **minutes** of the meeting of March 28, 2013, be, and they hereby are, approved.

### **Approval of Amended Derivatives Policy**

The next item on the agenda concerned amendments to the Authority's Derivatives Policy. Mr. Page said the amendment, mandated by the Dodd Frank Act, requires the Authority to have a SWAP Advisor which, he noted, the Authority already has. There being no discussion, upon motion duly made and seconded, the following resolution was unanimously adopted:

**WHEREAS**, the Authority is authorized pursuant to the New York City Municipal Water Finance Authority Act to enter into interest rate or similar agreements with counterparties; and

**WHEREAS**, the Board of Directors believes that it is in the best interests of the Authority to enter into such agreements in certain circumstances and wishes to define the parameters within which the Authority should enter into such agreements; and

**WHEREAS**, the Board of Directors adopted a Derivatives Policy on June 20, 2002 and amended such policy on October 3, 2002 and February 24, 2003; and

**WHEREAS**, the Board of Directors now wishes to further amend such policy to reflect compliance with current standards under the Dodd-Frank Act; and

**WHEREAS**, the Board of Directors has reviewed the Authority's amended Derivatives Policy, which shall be attached as an exhibit to the minutes, and believes that such amended policy is appropriate and in the best interests of the Authority; it is therefore

**RESOLVED**, that the amended Derivative Policy is hereby adopted.

### **Approval of Mission Statement and Measurement Report**

The next item on the agenda was the annual approval of the Authority's Mission Statement and Measurement Report, as required by the Public Authorities Accountability Act. Mr. Page explained that the Mission Statement and Measurement Report are unchanged from last year.

There being no discussion, upon motion duly made and seconded, the following resolution was unanimously adopted:

**WHEREAS**, pursuant to Section 2800 of the Public Authorities Law (the “PAL”), the Board of Directors (the “Board”) of the New York City Municipal Water Finance Authority (the “Authority”) previously adopted a mission statement on October 1, 2007 and amended it on March 29, 2010 to add a list of measurements by which performance of the Authority and the achievement of its goals may be evaluated; and

**WHEREAS**, the Authority is required to annually review and approve its Mission Statement; and

**WHEREAS**, the Authority is also required to issue an annual Measurement Report based on its mission statement and list of measurements; and

**WHEREAS**, the Board has reviewed its mission statement, as attached, and finds it to be reasonable; and

**WHEREAS**, the Board has reviewed the attached Measurement Report and finds it to be reasonable; it is hereby

**RESOLVED**, that the Mission Statement and Measurement Report as attached hereto<sup>1</sup> are hereby approved and adopted.

### **Report of Audit Committee Chair**

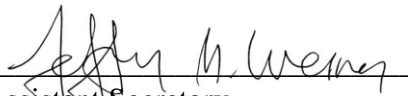
The next item on the agenda was the report of the Chair of the Joint Audit Committee of the Authority and the New York City Water Board. Mr. Von Hollweg, the Chair of the Audit Committee, explained that the Joint Audit Committee of the Authority and the New York City Water Board is required to meet every year and to review its functioning. He explained that the Committee met on May 10, 2013. Mr. Von Hollweg noted that the Annual Report of the Joint Audit Committee is in the packet provided to the Directors.

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<sup>1</sup> Filed with Minutes of the Meeting.

**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