

NEW YORK CITY MUNICIPAL WATER FINANCE AUTHORITY, FINANCE
COMMITTEE BOARD OF DIRECTORS MEETINGS, MAY 25, 2021

GOOD AFTERNOON, EVERYONE. I'M DAVID WOMACK, DELEGATE FOR BUDGET DIRECTOR, JACQUES JIHA, AND CHAIR OF THE FINANCE COMMITTEE OF THE NEW YORK CITY MUNICIPAL WATER FINANCE AUTHORITY. I'D LIKE TO ASK ALL PARTICIPANTS TO KEEP THEIR PHONES ON MUTE UNLESS THEY'RE SPEAKING. I'LL NOW CONVENE THE FINANCE COMMITTEE MEETING. DEBORAH, PLEASE CALL THE ROLL FOR ATTENDANCE.

>> CONDUCTING THE ROLL CALL.

>> JACQUES JIHA.

>> DAVID WOMACK FOR DIRECTOR JIHA.

>> BASIL SEGGOS. SELVIN, YOU MIGHT BE MUTED. SELVIN?

>> OK. SEVEN SOUTHWELL FOR BASIL SEGGOS.

>> GREAT. THANK YOU. VINCENT SAPIENZA.

>> JOE MURIN FOR COMMISSIONER SAPIENZA.

>> SHERIF SOLIMAN.

>> ROBIN LEE FOR COMMISSIONER SOLIMAN.

>> MAX VON HOLLWEG.

>> I'M HERE.

>> AND HAS MARC SHAW JOINED?

>> WE HAVE A QUORUM, DAVID.

>> THANK YOU, DEB. OK. THE FIRST ITEM ON THE AGENDA IS A RESOLUTION APPROVING. THE MINUTES OF THE LAST FINANCE COMMITTEE MEETING FEBRUARY 10, 2021. I'D LIKE TO ASK FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION.

>> SO MOVED. THIS MAX VON HOLLWEG.

>> ROBIN LEE, SECOND.

>> THANK YOU. THE MINUTES OF THE COMMITTEE'S LAST MEETING HAVE BEEN CIRCULATED FOR THE COMMITTEE'S REVIEW. ARE THERE ANY CHANGES OR CORRECTIONS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVED.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVED.

>> MS. LEE, HOW DO YOU VOTE?

>> APPROVED.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> I APPROVE.

>> IS MR. SHAW NOT HERE?

>> OK. MR. SHAW'S ABSENT, AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION, THE RESOLUTION APPROVING THE MINUTES IS HEREBY APPROVED. SECOND ITEM IS A RESOLUTION TO RECOMMEND TO THE BOARD OF DIRECTORS APPROVAL OF SUPPLEMENTAL RESOLUTIONS NUMBERS 163 AND 164 AUTHORIZING THE ISSUANCE OF FISCAL 2021 SERIES 2 AND 3 WATER AND SEWER SYSTEM SECOND GENERAL RESOLUTION REVENUE BONDS ISSUED TO

THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION. I'D LIKE TO TAKE THE NEXT TWO RESOLUTIONS TOGETHER AS THEY ARE RELATED. LET'S SEE. LET'S SEE. THE TOTAL AUTHORIZED--DA DA DA DA DA. LIKE TO ASK FOR A MOTION AND A SECOND ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTIONS.

>> SO MOVED.

>> SO MOVED JOE MURIN. SECOND JOE MURIN.

>> THANK YOU. THE TOTAL AUTHORIZED ISSUANCE OF THE FISCAL 2021 SERIES TWO BONDS IS 300.25 MILLION. THE TOTAL AUTHORIZATION WENT TO THE FISCAL SERIES 2021 SERIES 3 BONDS IS 51.815 MILLION ISSUED AS A DIRECT LOAN TO EFC. WE EXPECT TO ISSUE A TOTAL OF 350 MILLION BETWEEN SERIES 2 AND SERIES 3 IN AGGREGATE BUT HAVE BUILT IN, A COULD TO ACCOMMODATE FLUCTUATING MARKET CONDITIONS AND COUPON STRUCTURING OPTIONS. THE EXPECTED PRESENT VALUE SAVINGS IS APPROXIMATELY 97 MILLION OR 27.8% OF REFUNDED BONDS. THE NOT-TO-EXCEED TRUE INTEREST COST IS 2.75%, AND THE CURRENTLY ESTIMATED TRUE INTEREST COST IS APPROXIMATELY 2%. THE EXPECTED INSTITUTIONAL PRICING DATE IS JUNE 15, 2021. EXPECTED CLOSING IS JUNE 30, 2021. THE LEAD BOOK RUNNING MANAGER WILL BE RAMIREZ AND COMPANY. ARE THERE ANY QUESTIONS REGARDING PROPOSED RESOLUTION? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE.

>> MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVED.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVED

> MS. LEE, HOW DO YOU VOTE?

>> APPROVED.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> I APPROVE.

>> MR. SHAW. MR. SHAW'S, ABSENT, AND I VOTE IN FAVOR OF THE PROPOSED. RESOLUTION. THE RESOLUTIONS ARE HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE RECOMMENDATION TO THE BOARD OF DIRECTORS THAT THEY APPROVE THE ISSUANCE OF FISCAL 2022 SERIES AA WATER AND SEWER SYSTEM SECOND GENERAL RESOLUTION REVENUE BONDS. I'D LIKE TO ASK FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION.

>> SO MOVED.

>> SECOND.

>> THANK YOU. THE TOTAL AUTHORIZED AMOUNT IS 500 MILLION OF FIVE FIXED-RATE NEW MONEY BONDS. THE AUTHORITY EXPECTS TO ISSUE 450 MILLION BUT HAS BUILT IN A CUSHION. THE NOT-TO-EXCEED TRUE INTEREST COST IS 4.25%. THE PRELIMINARY ESTIMATE OF TRUE INTEREST COST BASED ON CURRENT MARKET CONDITIONS IS APPROXIMATELY 3%. THE EXPECTED INSTITUTIONAL PRICING DATE IS JUNE 30, 2021. EXPECTED CLOSING IS JUNE 14, 2021. THE LEAD BOOK RUNNING MANAGER WILL BE UBS FINANCIAL SERVICES. ARE THERE ANY QUESTIONS REGARDING THE PROPOSED RESOLUTION? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE.

>> MR. SOUTHWELL, HOW DO YOU VOTE?
>> TO APPROVE.
>> MR. MURIN, HOW DO YOU VOTE?
>> APPROVE.
>> MS. LEE, HOW DO YOU VOTE?
>> APPROVED.
>> MR. VON HOLLWEG, HOW DO YOU VOTE?
>> I APPROVE.
>> MR. SHAW--NOTE HIS ABSENCE, AND I ALSO VOTE IN FAVOR OF THE PROPOSED. RESOLUTION, THE RESOLUTION IS HEREBY APPROVED. IF THERE'S NO FURTHER BUSINESS BEFORE THE COMMITTEE, I WOULD LIKE TO ENTERTAIN DISCUSSION OF ADJOURNMENT. MAY WE HAVE A MOTION AND A SECOND.
>> SO MOVED.
>> THANK YOU, MS. LEE.
>> SECOND.
>> SECOND BY MR. SOUTHWELL.
>> VON HOLLWEG.
>> MR. VON HOLLWEG, THANK YOU. I'LL NOW CALL THE ROLL FOR ADJOURNMENT. MR. SOUTHWELL, HOW DO YOU VOTE?
>> IN FAVOR.
>> MR. MURIN, HOW DO YOU VOTE?
>> IN FAVOR.
>> MS. LEE, HOW DO YOU VOTE?
>> IN FAVOR.
>> MR. VON HOLLWEG, HOW DO YOU VOTE?
>> IN FAVOR.
>> MR. SHAW IS ABSENT, AND I WILL VOTE IN FAVOR OF ADJOURNMENT. THANK YOU. THE FINANCE COMMITTEE IS NOW ADJOURNED, AND WE MOVE ON TO THE BOARD OF DIRECTORS MEETING, WHICH I ALSO CHAIR.
ALL RIGHT. I'D LIKE TO CALL IT ORDER THE MEETING OF THE BOARD OF DIRECTORS OF THE NEW YORK CITY MUNICIPAL WATER FINANCE AUTHORITY. I ASK THAT EVERYONE KEEP THEIR PHONES ON MUTE UNLESS SPEAKING.
DEBORAH, WOULD YOU PLEASE CALL THE ROLL?
>> CONDUCTING THE ROLL, CALL. JACQUES JIHA.
>> DAVID WOMACK. FOR DIRECTOR JIHA.
>> BASIL SEGGOS.
>> SELVIN SOUTHWELL FOR BASIL SEGGOS.
>> VINCENT SAPIENZA.
>> JOE MURIN FOR COMMISSIONER SAPIENZA.
>> SHARIF SOLIMAN.
>> ROBIN LEE FOR COMMISSIONER SOLIMAN.
>> MAX VON HOLLWEG.
>> I'M HERE.
>> WE HAVE A QUORUM.
>> THANK YOU, DEB. FIRST ITEM ON THE AGENDA IS APPROVAL OF MINUTES OF THE PREVIOUS BOARD OF DIRECTORS MEETING ON MARCH, 15, 2021. CAN I ASK

FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION?

>> SO MOVED.

>> MOTION. A SECOND?

>> SECOND.>> MS. LEE, THANK YOU. THE MINUTES OF THE MEETING HAVE BEEN CIRCULATED FOR THE BOARD'S REVIEW. ARE THERE ANY COMMENTS OR CHANGES? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVED.

>> MISS LEE, HOW DO YOU VOTE?

>> APPROVED.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVE.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> I APPROVE.

>> MR. SHAW IS ABSENT, AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE MINUTES ARE HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS A RESOLUTION WHICH WOULD APPROVE THE ISSUANCE OF UP TO 325 MILLION FISCAL 2021 SERIES TWO SECOND GENERAL RESOLUTION REVENUE BONDS TO THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION. I'D LIKE TO ASK FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION.

>> SO MOVED.

>> A MOTION.

>> SECOND.

>> AND SECOND. THANK YOU. JOE. THE FINANCE COMMITTEE HAS RECOMMENDED THE BOARD APPROVE. THIS RESOLUTION. ARE THERE ANY QUESTIONS OR COMMENTS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVE.

>> MS. LEE, HOW DO YOU VOTE?

>> APPROVED.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVE.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> APPROVE.

>> MR. SHAW IS ABSENT. I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS A RESOLUTION WHICH WOULD APPROVE THE ISSUANCE OF UP TO 51.815 MILLION OF FISCAL 2021 SERIES. 3 SECOND GENERAL RESOLUTION REVENUE BONDS TO THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AS A DIRECT LOAN. I'D LIKE TO ASK FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION.

>> SO MOVED.

>> SECOND.

>> AND SECOND. THANK YOU. THE FINANCE COMMITTEE HAS RECOMMENDED

THE BOARD APPROVE THIS RESOLUTION. ARE THERE ANY QUESTIONS OR COMMENTS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE, MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVE.

>> MS. LEE.

>> APPROVE.

>> MR. MURIN.

>> APPROVE.

>> MR. VON HOLLWEG.

>> I APPROVE.

>> MR. SHAW IS ABSENT, AND I WILL VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY ADOPTED. NEXT ITEM ON THE AGENDA IS A RESOLUTION, WHICH WOULD APPROVE THE ISSUANCE OF UP TO 500 MILLION FISCAL 2022 SERIES AA SECOND GENERAL, RESOLUTION REVENUE BONDS. I'D LIKE TO ASK FOR A MOTION AND A SECOND ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION.

>> SO MOVED.

>> I HAVE A MOTION.

>> SECOND. I HAVE A SECOND. THANK YOU. THE FINANCE COMMITTEE HAS RECOMMENDED THE BOARD APPROVE. THIS RESOLUTION. ARE THERE ANY QUESTIONS OR COMMENTS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVE.

>> MS. LEE, HOW DO YOU VOTE?

>> APPROVE.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVE.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> I APPROVE.

>> MR. SHAW IS ABSENT, AND I WILL VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY ADOPTED. ITEM 5. THE NEXT ITEM ON THE AGENDA IS A RESOLUTION, WHICH WOULD AUTHORIZE THE AUTHORITY TO PROCURE DIRECTORS AND OFFICERS INSURANCE POLICIES. I'D LIKE TO ASK FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF THE PROPOSED RESOLUTION.

>> SO MOVED.

>> HAVE A MOTION AND A SECOND?

>> SECOND.

>> OK. THANK YOU. THE AUTHORITY'S. BROKER USI IS CURRENTLY SOLICITING BIDS FOR THE INSURANCE POLICIES. THE PROPOSED, RESOLUTION WOULD ALLOW THE AUTHORITY TO PROCURE POLICIES FOR THE UPCOMING YEAR BEGINNING JUNE 25, 2021, FOR A NOT-TO-EXCEED CAP OF \$320,000. THIS INCLUDES A HEALTHY CUSHION WITH THE EXPECTATION. THAT THE ACTUAL COSTS WILL BE LOWER. LAST YEAR, WE PAID JUST OVER \$200,000, BUT OUR BROKER HAS ADVISED US THAT DUE TO THE VOLATILITY IN THE INSURANCE MARKETPLACE, IT WOULD BE SAFER TO BUILD IN A CUSHION. DO OUR BOARD

MEMBERS HAVE ANY QUESTIONS? ARE THERE ANY QUESTIONS OR COMMENTS?
HEARING NONE, I'LL CALL THE ROLL FOR A VOTE.

>> MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVE.

>> MS. LEE, HOW DO YOU VOTE?

>> APPROVE.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVE.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> I APPROVE, TOO.

>> THANK YOU. MR. SHAW IS ABSENT. I VOTE IN FAVOR OF THE PROPOSED.
RESOLUTION. THE RESOLUTION IS HEREBY ADOPTED. THE NEXT ITEM ON THE
AGENDA IS A RESOLUTION WHICH WOULD AUTHORIZE THE AUTHORITY TO
ENTER INTO AGREEMENTS FOR CONSULTING ENGINEER SERVICES. I'D LIKE TO
ASK FOR A MOTION AND A SECOND TO ENTERTAIN DISCUSSION OF PROPOSED
RESOLUTION.

>> SO MOVED.

>> THANK YOU. SECOND.

>> SECOND.

>> I HAVE A SECOND. THANK YOU. THE AUTHORITY ISSUED A COMPETITIVE
REQUEST FOR PROPOSALS FOR CONSULTING ENGINEER SERVICES AND
RECEIVED ONE JOINT PROPOSAL FROM THE AUTHORITY'S CURRENT
CONSULTING ENGINEER, AECOM AND A STATE-CERTIFIED, WOMEN-OWNED
BUSINESS ENTERPRISE MACAN DEVE ENGINEERS. THE PROPOSED RESOLUTION
WILL AUTHORIZE THE AUTHORITY TO ENTER INTO AGREEMENTS WITH AECOM
AND MACAN DEVE FOR AN INITIAL TERM FROM JULY 1, 2021, WHEN OUR
CURRENT CONTRACT WITH AECOM EXPIRES, THROUGH JUNE 30, 2026. AT THAT
POINT, THE AUTHORITY WOULD EITHER CHOOSE TO UTILIZE AN OPTIONAL
RENEWAL THROUGH FEBRUARY 28, 2029, OR IF THE AUTHORITY DOES NOT WISH
TO UTILIZE THE OPTIONAL RENEWAL, THE CONTRACT WOULD AUTOMATICALLY
BE EXTENDED THROUGH FEBRUARY 28, 2027. THESE DATES ARE BUILT AROUND
THE REQUIRED DUE DATE FOR THE ANNUAL REPORT THE CONSULTING
ENGINEERS PROVIDE TO THE AUTHORITY IN MARCH OF EACH YEAR. IF THE
AUTHORITY DOES NOT EXERCISE TO THE OPTIONAL RENEWAL, THE AUTOMATIC
EXTENSION WOULD COVER THE STUB PERIOD BETWEEN THE END OF THE
FISCAL YEAR AND THE TIME AT WHICH A NEW REPORT IS DUE. THE PROPOSED
HOURLY RATES PROVIDED IN THE RESOLUTION CORRESPOND TO THOSE TERM
OPTIONS. DO THE BOARD MEMBERS HAVE ANY QUESTIONS? ARE THERE ANY
QUESTIONS OR COMMENTS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE.
MR. SOUTHWELL, HOW DO YOU VOTE?

>> APPROVE.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. MURIN, HOW DO YOU VOTE?

>> APPROVE.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> APPROVE.

>> MR. SHAW IS ABSENT. I ALSO VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS A PRESENTATION BY THE AUTHORITY'S JOINT AUDIT COMMITTEE CHAIR. MAX VON HOLLWEG, WHO WILL PROVIDE THE AUTHORITY WITH THE RESULTS OF THE COMMITTEE'S SELF-EVALUATION. MR. VON HOLLWEG.

>> SURE. AT A MEETING OF THE JOINT AUDIT COMMITTEE OF THE AUTHORITY AND THE WATER BOARD ON MAY 11 PURSUANT TO THE AUDIT COMMITTEE'S CHARTER WE'RE REQUIRED ANNUALLY TO REVIEW OUR PERFORMANCE IN THE PAST CALENDAR YEAR AND ASSESS WHETHER WE HAVE CONDUCTED RESPONSIBILITIES SATISFACTORILY. WE DID THAT AT THE MEETING OF THE JOINT AUDIT COMMITTEE. WE MET TWICE IN 2020, AS IS OUR USUAL PRACTICE, IN MAY TO AMONG OTHER THINGS APPROVE THE AUDIT PLAN AND IN OCTOBER TO APPROVE AND SIGN OFF ON THE AUDIT. WE DID THAT IN 2020. WE REVIEWED OUR PERFORMANCE AND DEEMED IT TO BE SATISFACTORY IN COMPLIANCE WITH OUR CHARTER, AND A REPORT TO THAT EFFECT HAS BEEN CIRCULATED IN THE MATERIALS FOR THIS MEETING. THAT'S ESSENTIALLY MY REPORT.

>> THANK YOU. THANK YOU VERY MUCH. IF THERE'S NO FURTHER BUSINESS BEFORE THE BOARD, I'LL ASK FOR A MOTION AND A SECOND TO ENTERTAIN A RESOLUTION TO ADJOURN. DO WE HAVE A MOTION AND A SECOND?

>> SO MOVED.

>> SECOND.

>> AND A SECOND. I'LL NOW CALL THE ROLL FOR A VOTE TO ADJOURN. MR. SOUTHWELL, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. MURIN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. VON HOLLWEG, HOW DO YOU VOTE?

>> I APPROVE.

>> MR. SHAW IS ABSENT, AND I ALSO VOTE IN FAVOR OF ADJOURNMENT. THANK YOU FOR YOUR PARTICIPATION. THE BOARD OF DIRECTORS MEETING IS NOW ADJOURNED. THANK YOU ALL.

>> THANK YOU.

>> THANK YOU.

>> THANK YOU.