

Presented and Adopted: October 7, 2010

**SUBJECT: Approval to Execute Supplemental Agreement No. 6 of
Contract No. DCFA #409-WSA, PEER Consultants, P.C.**

**#10-90
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Supplemental Agreement No. 6 of Contract No. DCFA #409-WSA, PEER Consultants, P.C.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Supplemental Agreement No. 6 of Contract No. DCFA #409-WSA, PEER Consultants. The purpose of the Agreement is to review service manuals, update Standard Operating Procedures, and develop preventive maintenance procedures for the Nitrification/Denitrification Phase III and Area Substation 6 Projects. The agreement amount is \$388,882.21.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute the Option Year Four of Contract No.
WAS-06-012-AA-JW, First Vehicle Services

#10-91
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Option Year Four of Contract No. WAS-06-012-AA-JW, First Vehicle Services.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Option Year Four of Contract No. WAS0-06-012-AA-JW, First Vehicle Services. The purpose of the option is to provide mobile equipment, fleet management, maintenance and repair services throughout the DC Water. The option amount is \$1,413,888.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Option Year Four of Contract No.
WAS-06-030-AA-ND, Allied Barton Security Services

#10-92
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve the Option Year Four of Contract No. WAS-06-030-AA-ND, Allied Barton Security Services.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Option Year Four of Contract No. WAS-06-030-AA-ND, Allied Barton Security Services. The purpose of the option is to provide professional armed and unarmed Special Police Officers (SPO) at various DC Water facilities. The option amount is \$3,751,500.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Option Year Two of Contract No.
WAS-08-035-AA-GA, EMH Environmental

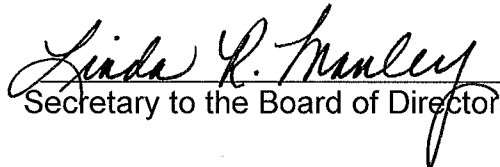
#10-93
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Option Year Two of Contract No. WAS-08-035-AA-GA, EMH Environmental.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Option Year Two of Contract No. WAS-08-035-AA-GA, EMH Environmental. The purpose of the option is to provide technical expertise, supervision and labor for the repair, maintenance and other related work to DC Water's Dentrification Facility methanol equipment. The option amount is \$381,837.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010

**SUBJECT: Approval to Execute Option Year One of Contract No.
WAS-09-032-AA-GA, C&E Services, Inc. of Washington**

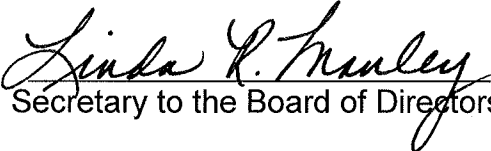
**#10-94
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Option Year One of Contract No. WAS-09-032-AA-GA, C&E Services, Inc. of Washington

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Option Year One of Contract No. WAS-09-032-AA-GA, C&E Services, Inc. of Washington. The purpose of the option is to provide annual maintenance, repair, testing and calibration services of instrumentation and telemetry equipment, process control equipment, and other related equipment for the Blue Plains Wastewater Treatment Plant. The option amount is \$1,452,870.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
**SUBJECT: Approval to Execute Contract No. 100010, Pizzagalli
Construction Company**

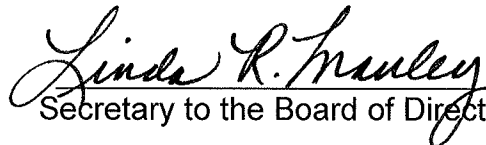
**#10-95
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Contract No. 100010, Pizzagalli Construction Company.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Contract No. 100010, Pizzagalli Construction Company. The purpose of the contract is to build tankage for Enhanced Nitrogen Removal Facilities required by the NPDES permit. The contract amount is \$69,502,000.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Contract No. 100230
Anchor Construction Corporation

#10-96
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Contract No. 100230, Anchor Construction Corporation.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Contract No. 100230, Anchor Construction Corporation. The purpose of the contract is to provide emergency repairs to the East Influent Sewer near South Capitol Street. The contract amount is \$1,501,927.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Option Year One of Contract No.
WAS-09-038-AA-MB SC&H Group

#10-97
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) oppose to approve Option Year One of Contract No. WAS-09-038-AA-MB, SC&H Group.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Contract No. WAS-09-038-AA-MB, SC&H Group. The purpose of the contract is to retain a Certified Public Accounting or Auditing/Consulting firm to be DC Water's sole outsourced Internal Audit function. The option amount is \$783,800.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010

SUBJECT: Approving the Final Form of Certain Documents,
Authorizing the Sale and Setting Terms and Details of the
Series 2010 Subordinated Bonds

**#10-98
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("Authority"), at the Board meeting held on October 7, 2010 upon consideration of a joint-use matter decided by a vote of nine (9) in favor and none (0) opposed, decided to approve the following:

WHEREAS, the Authority is authorized pursuant to the *Water and Sewer Authority Establishment and Department of Public Works Reorganization Act of 1996*, as amended, D.C. Code Section 34-2201.01 et seq. (the "WASA Act"), and the *District of Columbia Water and Sewer Authority Act of 1996*, Public Law 104-184; 110 Stat. 1696, to issue revenue bonds for undertakings authorized by the WASA Act, including to finance or refinance any cost, as defined in the WASA Act, D.C. Code Section 34-2202.01(2); and

WHEREAS, in accordance with the WASA Act, the Authority and Wells Fargo Bank, National Association, as trustee (the "Trustee") (its predecessors in that capacity having been Norwest Bank Minnesota, N.A. and Wells Fargo Bank Minnesota, N.A.), entered into the Master Indenture of Trust, dated as of April 1, 1998 (the "Master Indenture" and, as supplemented and amended, the "Indenture"), to provide for financing or refinancing the acquisition, construction, operation, maintenance and extension of the System (as defined in the Master Indenture) by the issuance of bonds, notes and other obligations payable solely from Net Revenues (as such terms are defined in the Master Indenture); and

WHEREAS, the Authority has heretofore entered into eleven (11) supplemental indentures of trust with the Trustee in connection with the issuance of Senior Debt and Subordinate Debt (as defined in the Indenture) or to clarify provisions of the Master Indenture; and

WHEREAS, the Authority now intends (i) to issue Public Utility Subordinate Lien Revenue Bonds, Series 2010 (the "Series 2010 Subordinate Bonds") to finance certain Costs of the System, retire Series C Notes, fund a Series 2010 Debt Service Reserve Requirement (as defined herein), fund capitalized interest on Series 2010 Subordinate Bonds subject to specified limitations, and pay certain costs of issuance, (ii) to designate the Series 2010 Subordinate Bonds as Subordinate Debt for purposes of the Indenture, (iii) to secure the Series 2010 Subordinate Bonds by a pledge of Net Revenues subordinate to the pledge of Net Revenues that secures Senior Debt and on a parity with the pledge of Net Revenues that secures other Subordinate Debt, including, without limitation, other Subordinate Debt that the Authority may issue from time to time in the future, and (iv) make certain revisions to the Indenture related to potential Direct Payments (as defined herein) to be received by the Authority; and

WHEREAS, the General Manager, the Chief Financial Officer, the Chief Engineer and the General Counsel of the Authority have informed the Board that their offices have established "due diligence" procedures for reviewing the documents authorized by this Resolution with the Authority's bond counsel, financial advisors, underwriters and other consultants and advisors, with a view to ensuring the accuracy of disclosure; and

WHEREAS, the Board has adopted and approved "Internal Management Policies Related to Build America Bonds," with which any Direct Payment BABs (as defined herein) will comply; and

WHEREAS, the Finance and Budget Committee met on September 23, 2010, to review the issuance of the Series 2010 Subordinate Bonds and has recommended approval of this Resolution by the Board.

NOW, THEREFORE, BE IT RESOLVED, that:

Section 1. Definitions and Interpretations. Unless otherwise defined herein and unless the context indicates otherwise, the terms used herein and defined in the Indenture (including the Twelfth Supplemental Indenture as hereby approved) shall have the meanings assigned to them therein. In addition, the following terms used as defined terms in this Resolution shall have the meaning ascribed to them in this Section:

"Authorized Officials" means the Chairman and Vice Chairman of the Board and the General Manager and Chief Financial Officer of the Authority, provided that any official other than the Chairman shall be designated by the Chairman as his designee for the purpose of executing and delivering any document authorized hereunder.

"Bond Purchase Agreement" means one or more Bond Purchase Agreements between the Authority and the Series 2010 Original Purchasers, dated as of the same date as the Certificate of Award.

"Certificate of Award" means the certificate of an Authorized Official awarding the Series 2010 Subordinate Bonds to the Series 2010 Original Purchasers and

specifying terms of the Series 2010 Subordinate Bonds, as provided for in Section 4 of this Resolution.

“Continuing Disclosure Agreement” means the Continuing Disclosure Agreement executed by the Authority and the Trustee, dated as of the same date as the date of issuance and delivery of the Series 2010 Subordinate Bonds, as originally executed and as it may be amended from time to time in accordance with its terms.

“Direct Payment” means a credit payment allowed pursuant to Section 54AA(g) of the Code with respect to Direct Payment BABs that is payable to the Authority by the U.S. Treasury, as provided in Section 6431 of the Code, or any other payment by the U.S. Treasury to the Authority to subsidize or reimburse the Authority for all or a portion of the interest cost that the Authority may incur on Indebtedness that qualifies for such payment under any successor or substantially similar program to Direct Payment BABs.

“Direct Payment BABs” means Indebtedness that constitutes “Build America Bonds” within the meaning of Section 54AA(d) of the Code and that are qualified bonds within the meaning of Section 54AA(g) of the Code, the interest on which is includible in gross income for federal income tax purposes and with respect to which the Authority shall have made an irrevocable election to receive one or more Direct Payments.

“Financial Advisor” means Public Financial Management and P.G. Corbin & Company, Inc.

“Interest Payment Dates” for the Series 2010 Subordinate Bonds means each April 1 and October 1, commencing on the April 1 or October 1 specified in the Certificate of Award as the first Interest Payment Date, and thereafter during the time the Series 2010 Subordinate Bonds are outstanding.

“Series 2010 Debt Service Reserve Requirement” means a required fund balance, if any, in the Series 2010 Debt Service Reserve Account established under the Twelfth Supplemental Indenture, the amount of which shall be specified in the Certificate of Award, but which shall not exceed either: (i) the maximum Annual Debt Service on all Series 2010 Subordinate Bonds outstanding, or (ii) the maximum amount permitted to constitute a “reasonably required reserve or replacement fund” under Section 1.148-2(f)(2) of the Code (taking into account any moneys in any other fund or account that may be required to be included in such computation) unless the Authority furnishes to the Trustee the opinion of nationally recognized bond counsel to the effect that the existence of a balance in the Series 2010 Debt Service Reserve Account greater than such maximum amount will not cause the interest on any Series 2010 Subordinate Bonds that had been excluded from gross income for federal income tax purposes to cease to be so.

“Series 2010 Direct Payment BABs” means Series 2010 Subordinate Bonds that are Direct Payment BABs.

“Series 2010 Original Purchasers” for the Series 2010 Subordinate Bonds means the purchasers identified as such in the Bond Purchase Agreement for the Series 2010 Subordinate Bonds, represented by J.P Morgan LLC.

“Series 2010 Tax-Exempt Bonds” means Series 2010 Subordinate Bonds that are Tax-Exempt Bonds.

“Tax-Exempt Bonds” means Indebtedness that constitutes obligations to which Section 103 of the Code applies, the interest on which is excluded from gross income for federal income tax purposes.

“Tax Status” means the status of Series 2010 Subordinate Bonds as Tax-Exempt Bonds or Direct Payment BABs.

“Twelfth Supplemental Indenture” means the Twelfth Supplemental Indenture of Trust by and between the Authority and the Trustee, dated as of the same date as and relating to the Series 2010 Subordinate Bonds.

Any reference to the Authority or the Board, or to their members or officers, or to other public officers, boards, commissions, departments, institutions, agencies, bodies or entities, shall include those which succeed to their functions, duties or responsibilities by operation of law and also those who at the time may legally act in their place.

Section 2. Authorization, Designation and Purposes of Series 2010 Subordinate Bonds. The Authority is authorized to issue, sell and deliver, as provided in this Resolution and the Certificate of Award, not to exceed (except as provided below) Three Hundred Million Dollars (\$300,000,000) principal amount of bonds of the Authority, which shall be designated “Public Utility Subordinate Lien Revenue Bonds, Series 2010,” and constituting Subordinate Debt for purposes of the Indenture, for the purpose of: (i) financing certain Costs of the System, including, without limitation, capitalized interest on a portion of the Series 2010 Subordinate Bonds to be specified in the Certificate of Award and for a period to be specified in the Certificate of Award, but subject to such restrictions as may apply under the Code to cause such capitalized interest to be consistent with the status of the Series 2010 Tax-Exempt Bonds and the Series 2010 Direct Payment BABs, respectively, as such; (ii) retiring a portion of the Series C Notes specified in the Certificate of Award; (iii) funding a Series 2010 Debt Service Reserve Requirement, if any; and (iv) paying issuance costs of the Series 2010 Subordinate Bonds. For those purposes the proceeds from the sale of the Series 2010 Subordinate Bonds shall be allocated and deposited, as provided in the Twelfth Supplemental Indenture. If and to the extent that any Series 2010 Subordinate Bonds are issued for the purpose of funding a Series 2010 Debt Service Reserve Requirement, then the aggregate principal amount of Series 2010 Subordinate Bonds hereby authorized may exceed \$300,000,000 by the aggregate principal amount of the Series 2010 Subordinate Bonds to be issued for that purpose.

Section 3. Terms and Provisions Applicable to Series 2010 Subordinate Bonds.

(a) Form, Numbering, Transfer and Exchange. The Series 2010 Subordinate Bonds shall be issued, unless otherwise subsequently provided pursuant to the Twelfth Supplemental Indenture, only in fully registered form and substantially in the form attached as Exhibits A and B to the Twelfth Supplemental Indenture. The Series 2010 Subordinate Bonds shall be issued only to a Depository for holding in a book entry system and: (i) the Series 2010 Subordinate Bonds shall be registered in the name of the Depository or its nominee, as Holder, and immobilized in the custody of the Depository, and (ii) the Series 2010 Subordinate Bonds shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository as referenced in the Twelfth Supplemental Indenture.

(b) Denominations and Dates. The Series 2010 Subordinate Bonds shall be dated as of the date of issuance and delivery, but in no event later than December 31, 2010, and there shall be a single Series 2010 Bond representing each interest rate for each maturity of the Series 2010 Subordinate Bonds of the same Tax Status provided for in subsection (c) of this Section 3. Each Series 2010 Bond shall have only one principal maturity.

(c) Principal Maturities and Interest Rates. The Series 2010 Subordinate Bonds shall bear interest on their unpaid principal amount payable on each Interest Payment Date, commencing on the first Interest Payment Date specified in the Certificate of Award, at such fixed rates per annum as set forth in the Certificate of Award as provided in Section 4(c) hereof, provided, however, that the "true interest cost" (i.e., interest cost on bonds defined as the rate, compounded semiannually, necessary to discount the amounts payable on the respective interest and principal payment dates to the purchase price received for the bonds, taking into account any Direct Payments that the Authority has elected to receive) on the Series 2010 Subordinate Bonds shall not exceed seven and one half percent (7.50%) per annum. The principal of the Series 2010 Subordinate Bonds shall be paid in such amounts on each principal retirement date (whether at stated maturity date or a mandatory redemption date) as set forth in the Certificate of Award, provided that the final principal retirement date shall be no later than December 31, 2044.

(d) Optional and Mandatory Redemption.

(i) *Conventional* - The Series 2010 Subordinate Bonds of either Tax Status (as determined in the Certificate of Award), maturing on or before any date specified in the Certificate of Award as the Earliest Optional Redemption Date (which shall be no later than December 1, 2020), are not subject to prior optional redemption, except pursuant to subsections (ii) and (iii) below. Any Tax-Exempt Bond (and any Series 2010 Direct Payment BABs, if so designated in the Certificate of Award) maturing after the Earliest Optional Redemption Date shall be subject to redemption at the option of the Authority, prior to their stated maturities on or after the Earliest Optional Redemption Date in whole or in part (in whole multiples of \$5,000) on any date, at

redemption prices specified in the Certificate of Award, provided that no such redemption price (not including accrued interest) shall exceed 102% of the principal amount of the Series 2010 Subordinate Bonds to be redeemed.

(ii) *Make Whole* – If so designated in the Certificate of Award, the Series 2010 Direct Payment BABs shall also be subject to redemption at the option of the Authority prior to their stated maturities at any time in whole or in part (in whole multiples of \$5,000) on any date, at a redemption price which will make the Holders of such Series 2010 Direct Payment BABs whole for the early redemption.

(iii) *Extraordinary Optional* - If any of the Series 2010 Subordinate Bonds are designated in the Certificate of Award as Series 2010 Direct Payment BABs, the officer or officers executing the Certificate of Award are hereby authorized to determine in the Certificate of Award that such Series 2010 Direct Payment BABs shall be subject to extraordinary optional redemption in accordance with this paragraph. Any such Series 2010 Direct Payment BABs identified in the Certificate of Award as being subject to redemption under this paragraph shall be subject to extraordinary optional redemption prior to maturity, by and at the sole option of the Authority, in whole or in part in integral multiples of \$5,000, at a price (plus accrued interest to the redemption date) and on such date or dates to be determined in the Certificate of Award, in the event that the government of the United States of America evidences to the Authority, by action or failure to act that it will not provide for direct payments to be made to the Authority in an amount equal to or greater than thirty-five percent (35%) of the interest payable on those Series 2010 Direct Payment BABs on any Interest Payment Date. Series 2010 Direct Payment BABs to be redeemed pursuant to this paragraph shall be redeemed only upon written notice from the Authority to the Trustee. That notice shall specify the redemption date and the principal amount of each maturity (and interest rate within a maturity) of the Series 2010 Direct Payment BABs to be redeemed, and shall be given at least 45 days prior to the redemption date or such shorter period as shall be acceptable to the Trustee.

(iv) *Mandatory Sinking Fund Redemption* - The Series 2010 Subordinate Bonds may be designated in the Certificate of Award as Term Bonds and be subject to mandatory sinking fund redemption by lot on specified principal retirement dates at a price equal to 100% of the principal amount to be redeemed, plus accrued interest to the date of redemption.

(e) Redemption Provisions. Redemption of Series 2010 Subordinate Bonds shall be effected in accordance with Article IV of the Master Indenture, provided, however, that notices of redemption of Series 2010 Subordinate Bonds sent pursuant to Section 402 of the Master Indenture may specify that the redemption is conditional upon the Authority's obtaining the funds needed to effect that redemption prior to the specified redemption date.

(f) Places and Manner of Payment, and Paying Agents. The principal of and the interest and any redemption premium on the Series 2010 Subordinate Bonds shall be payable as specified in the Twelfth Supplemental Indenture.

(g) Execution. The Authorized Officials are, and each of them is, authorized and directed to execute the Series 2010 Subordinate Bonds, and the Secretary of the Board is authorized and directed to affix the seal of the Authority to the Series 2010 Subordinate Bonds and to deliver them to the Trustee for authentication in accordance with the Indenture.

Section 4. Sale of Series 2010 Subordinate Bonds.

(a) General. The Series 2010 Subordinate Bonds shall be awarded and sold to the Series 2010 Original Purchasers in accordance with the Bond Purchase Agreement and the Certificate of Award, at a purchase price of not less than ninety-five percent (95%) of the aggregate of the products from multiplying the principal amount of each Series 2010 Bond times the percentage of such principal amount at which such Series 2010 Bond shall be initially offered to the public, after subtracting from the aggregate of such products the premium payable for any municipal bond insurance policy applicable to the Series 2010 Subordinate Bonds.

(b) Bond Purchase Agreement. The Authorized Officials are, and each of them is, authorized and directed to execute and deliver the Bond Purchase Agreement between the Authority and the Series 2010 Original Purchasers, substantially in the form presented to this Authority, but with such changes not inconsistent with the Indenture and this Resolution and not substantially adverse to the Authority as may be approved by the Authorized Official executing the same on behalf of the Authority. The approval of any such changes by such Authorized Official and the determination by such Authorized Official that no such change is substantially adverse to the Authority shall be conclusively evidenced by the execution of the Bond Purchase Agreement by such Authorized Official. The price for and terms of the Series 2010 Subordinate Bonds and the sale thereof, all as provided in this Resolution, the Bond Purchase Agreement, the Certificate of Award, and the Twelfth Supplemental Indenture, are hereby approved and determined to be in the best interests of the Authority.

(c) Certificate of Award. Such sale and award shall be further evidenced by the Certificate of Award executed by an Authorized Official. The terms of the Series 2010 Subordinate Bonds approved in the Certificate of Award shall be incorporated into the Twelfth Supplemental Indenture. The Certificate of Award, subject to the restrictions set forth herein, shall: (i) identify which, if any, of the Series 2010 Subordinate Bonds shall be designated "Series 2010 Tax-Exempt Bonds" or "Series 2010 Direct Payment BABs," (ii) state, with respect to the Series 2010 Subordinate Bonds of each Tax Status, the aggregate principal amount, the purchase price, the Interest Payment Dates, the interest rates, the principal retirement dates, the mandatory sinking fund requirements (if any), the redemption dates, and the redemption prices thereof; (iii) specify whether a municipal bond insurance policy, letter of credit, or other credit or liquidity facility shall be obtained with respect to the Series 2010 Subordinate Bonds and, if so, from whom and on what terms; (iv) specify the amount, if any, of the Series 2010 Debt Service Reserve Requirement and determine whether it shall be met entirely with (X) cash and Permitted Investments; (Y) a Qualified Reserve Credit Facility (as defined in the Twelfth Supplemental Indenture); or (Z) a specified combination of (X)

and (Y); and (v) include any additional information that may be required or permitted to be stated therein by the terms of this Resolution and the Bond Purchase Agreement.

(d) Authorization of Bond Insurance and Qualified Reserve Credit Facilities. The submission of applications to: (i) recognized providers of municipal bond insurance requesting the issuance of one or more municipal bond insurance policies to insure the Authority's obligation to make payments of principal of and interest on the Series 2010 Subordinate Bonds, and (ii) potential providers of Qualified Reserve Credit Facilities, is hereby ratified and approved. The Authorized Officials are, and each of them is, hereby authorized to specify in the Certificate of Award that the Authority shall accept one or more commitments for insurance from such providers, and one or more commitments for a Qualified Reserve Credit Facility. There is hereby authorized to be paid from the moneys deposited in the Series 2010 Costs of Issuance Subaccount such amount as is required to pay the premium and expenses for such insurance policies and Qualified Reserve Credit Facilities relating to the Series 2010 Subordinate Bonds. The Authorized Officials are, and each of them is, hereby further authorized to enter into a reimbursement agreement with the provider of any Qualified Reserve Credit Facility to provide for the Authority's reimbursement of the provider for any amounts drawn under the Qualified Reserve Credit Facility in a manner consistent with the Indenture. Any determination of the Authorized Officials under this paragraph shall be based on the written advice of the Financial Advisor.

(e) Certificates. The General Manager and Chief Financial Officer of the Authority are authorized and directed, in their official capacities, and only in those capacities, to execute and deliver to the Series 2010 Original Purchasers the certificates required by the Bond Purchase Agreement to be executed on behalf of the Authority.

(f) Delivery of Bonds. The Authorized Officials are, and each of them is, authorized and directed to make the necessary arrangements with the Series 2010 Original Purchasers to establish the date, location, procedure and conditions for the delivery of the Series 2010 Subordinate Bonds to the Series 2010 Original Purchasers. The Authorized Officials are, and each of them is, further authorized and directed to make the necessary arrangements for the printing of the Series 2010 Subordinate Bonds, and the execution, authentication and delivery of the Series 2010 Subordinate Bonds to DTC for the accounts of the Series 2010 Original Purchasers in accordance with this Resolution and the Indenture, and upon the receipt of payment of the purchase price, to cause such amount to be applied in accordance with the terms and provisions of this Resolution and the Indenture.

Section 5. Allocation of Proceeds of the Series 2010 Subordinate Bonds; Tax Covenants.

(a) Allocation of Proceeds of the Series 2010 Subordinate Bonds. The proceeds from the sale of the Series 2010 Subordinate Bonds, including any accrued interest, shall be allocated, deposited and credited for the purposes approved in this Resolution and as specified in the Twelfth Supplemental Indenture.

(b) Tax Covenants. The Board authorizes the Authorized Officials to approve the tax covenants, authorizations and agreements necessary to achieve and maintain the status of the Series 2010 Subordinate Bonds as Tax-Exempt Bonds and/or Direct Payment BABs.

Section 6. Twelfth Supplemental Indenture and Other Documents. The Authorized Officials are, and each of them is, authorized in connection with the issuance of the Series 2010 Subordinate Bonds, to execute, acknowledge and deliver in the name of and on behalf of the Authority, the Twelfth Supplemental Indenture, substantially in the form thereof submitted to the Authority at or prior to this meeting, but with such changes therein as may be permitted by the Indenture and approved by the Authorized Officer executing the document on behalf of the Authority. The approval of those changes shall be conclusively evidenced by the execution of the document by an Authorized Official. Without limiting the generality of the foregoing, the Twelfth Supplemental Agreement shall include provisions (some of which may require the consent of Bondholders under the Master Indenture) regarding the deposit and crediting of Direct Payments and the treatment of Direct Payments for purposes of the Rate Covenant and the conditions of the Indenture for the issuance of Bonds, Other System Indebtedness or Subordinate Debt.

The Authorized Officials and any other member, officer or employee of the Authority are each authorized to execute and deliver, on behalf of the Authority, such other certificates, documents and instruments related to the Series 2010 Subordinate Bonds as are necessary in connection with the transactions authorized in this Resolution, and to do all other things required of them or the Authority pursuant to the Indenture, the Twelfth Supplemental Indenture, the Bond Purchase Agreement and this Resolution.

No covenant, agreement or obligation contained herein shall be deemed to be a covenant, agreement or obligation of any present or future member of the Board or officer, employee or agent of the Authority in his or her individual capacity, and neither the members of the Board nor any officer of the Authority executing the Series 2010 Subordinate Bonds shall be liable personally thereon or be subject to any personal liability or accountability by reason of the issuance thereof. No member of the Board or officer, employee, agent or advisor of the Authority shall incur any personal liability with respect to any other action taken by him pursuant to this Resolution or the Indenture or any other document authorized by this Resolution, provided such member, officer, employee, agent or advisor acts in good faith.

Section 7. Official Statement; Continuing Disclosure. The Authorized Officials shall cause to be prepared and issued on behalf of the Authority, an official statement (the "Official Statement") relating to the original issuance of the Series 2010 Subordinate Bonds. The Authorized Officials are, and each of them is, authorized to execute the Official Statement on behalf of the Authority, which shall be in substantially the form of the Official Statement submitted to the Authority at this meeting, with such changes as the Authorized Official who executes it may approve, the execution thereof on behalf of the Authority by an Authorized Official to be conclusive evidence of such authorization and approval (including approval of any such changes), and copies thereof

are hereby authorized to be prepared and furnished to the Series 2010 Original Purchasers for distribution to prospective purchasers of the Series 2010 Subordinate Bonds and other interested persons. The preliminary Official Statement shall be "deemed substantially final" by the Authority within the meaning of Rule 15c2-12 of the Securities Exchange Commission, subject to completion as provided below.

The distribution by the Authority and by the Series 2010 Original Purchasers of the preliminary Official Statement and the Official Statement, in such form and with any changes as may be approved in writing by an Authorized Official, is hereby authorized and approved.

The Authority shall make sufficient copies of the Official Statement, with any supplements, available to the Series 2010 Original Purchasers to sell book entry interests in the Series 2010 Subordinate Bonds, and will provide copies as appropriate to the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access.

The Authorized Officials are each hereby authorized to furnish such information, to execute such instruments and to take such other action in cooperation with the Series 2010 Original Purchasers as may be reasonably requested to qualify the Series 2010 Subordinate Bonds for offer and sale under the Blue Sky or other securities laws and regulations and to determine their eligibility for investment under the laws and regulations of such states and other jurisdictions of the United States of America as may be designated by the Series 2010 Original Purchasers; provided, however, that the Authority shall not be required to register as a dealer or broker in any such state or jurisdiction or become subject to the service of process in any jurisdiction in which the Authority is not now subject to such service.

The Series 2010 Original Purchasers are hereby authorized to supplement such Official Statement by affixing thereto or inserting therein a statement identifying such Series 2010 Original Purchasers, setting forth the interest rates of the Series 2010 Subordinate Bonds, the price of the Series 2010 Subordinate Bonds to the general public, any credit enhancement provisions with respect to the Series 2010 Subordinate Bonds, and any change in ratings of the Series 2010 Subordinate Bonds as a result of such credit enhancement, and making such other changes as are, in the judgment of an Authorized Official and the Series 2010 Original Purchasers necessary in order to make the statements therein contained not materially misleading, all in compliance with applicable securities laws.

The Authority hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Agreement. Notwithstanding any other provision of this Resolution or the Indenture, failure of the Authority to comply with the Continuing Disclosure Agreement shall not be considered an Event of Default; however, any Holder of Series 2010 Subordinate Bonds may, and the Trustee may (and, at the request of the Holders of at least 25% in aggregate principal amount of Outstanding Series 2010 Subordinate Bonds, shall) take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by

court order, to cause the Authority to comply with its obligations under this paragraph. The Authorized Officials are, and each of them is, hereby authorized and directed to execute and deliver the Continuing Disclosure Agreement in substantially the form submitted to the Authority at or prior to this meeting with such changes therein as may be approved by the officer executing the Continuing Disclosure Agreement. The approval of those changes shall be conclusively evidenced by the execution of the Continuing Disclosure Agreement by an Authorized Official.

Section 8. General. The appropriate officers and employees of the Authority will do all things necessary and proper to implement and carry out the orders and agreements set forth or approved in this Resolution for the proper fulfillment of the purposes thereof. The Authority shall furnish to the Series 2010 Original Purchasers of the Series 2010 Subordinate Bonds a true and certified transcript of all proceedings relating to the authorization and issuance of the Series 2010 Subordinate Bonds along with other information as is necessary or proper with respect to the Series 2010 Subordinate Bonds.

Section 9. Multiple Series. Notwithstanding anything herein to the contrary, the Series 2010 Subordinate Bonds may be issued in one or more separate series, each bearing a distinctive designation, provided that each Series 2010 Subordinate Bonds of each series, and the Series 2010 Subordinate Bonds of all series in the aggregate, must satisfy the requirements and comply with the restrictions of this Resolution and the Indenture. Separate series of Series 2010 Subordinate Bonds may be issued at the same or different times and so may have different dates of issuance. The Series 2010 Subordinate Bonds of each series shall be designated as provided in the applicable Certificate of Award. A separate Certificate of Award may be delivered for each series, and each reference in this Resolution to the Certificate of Award shall refer to each and all such Certificates of Award. A separate Supplemental Trust Indenture may be entered into for each series, and each reference in this Resolution to the Twelfth Supplemental Indenture shall refer to each and all such Supplemental Trust Indentures, but any Supplemental Trust Indenture subsequent to the Twelfth Supplemental Indenture may bear a different designation. A separate Bond Purchase Agreement and Continuing Disclosure Agreement may be entered into for each series, and each reference in this Resolution to the Bond Purchase Agreement or to the Continuing Disclosure Agreement shall refer to each and all such Bond Purchase Agreements or Continuing Disclosure Agreements, respectively. A separate Official Statement may be prepared for each series, and each reference in this Resolution to the Official Statement shall refer to each and all such Official Statements.

Section 10. Effective Date. This Resolution shall take effect immediately.



Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval of Build America Bonds (BABS) Policy

#10-99
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("Authority"), at its meeting on October 7, 2010 upon consideration of a joint-use matter decided by a vote of nine (9) in favor and none (0) opposed, decided to approve the following:

WHEREAS, the Authority is authorized pursuant to the *Water and Sewer Authority Establishment and Department of Public Works Reorganization Act of 1996*, as amended, D.C. Code Section 34-2201.01 et seq. (the "WASA Act"), and the *District of Columbia Water and Sewer Authority Act of 1996*, Public Law 104-184; 110 Stat. 1696, to issue revenue bonds for undertakings authorized by the WASA Act, including to finance or refinance any cost, as defined in the WASA Act, D.C. Code Section 34-2202.01(2); and

WHEREAS, Build America Bonds ("BABs") were created by the American Recovery and Reinvestment Act of 2009 as an alternative to tax-exempt governmental bonds. The BABs referred to herein are tax-advantaged bonds issued as described in Section 54AA(g) of the Internal Revenue Code of 1986, as amended (the "Code"). Issuers of BABs are eligible to receive a refundable credit (direct subsidy) payment equal to a percentage of the interest payable on such bonds on each interest payment date. If all applicable federal tax laws are satisfied while the BABs are outstanding, the tax-advantaged status of BABs remains throughout the life of the BABs.

WHEREAS, In order to qualify to receive the direct subsidy payments from the U.S. Treasury, the Authority must comply with federal tax rules; and

WHEREAS, the Finance and Budget Committee met on September 23, 2010, and recommended that the Board adopt the attached Build America Bonds (BABs) Policy.

NOW, THEREFORE, BE IT RESOLVED, that:

The Board hereby approves the attached District of Columbia Water and Sewer Authority Build America Bonds (BABs) Policy and authorizes the General Manager to implement the policy.

1. This resolution shall take effect immediately.


Secretary to the Board of Directors

**DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY
BUILD AMERICA BONDS POLICY**

I. BACKGROUND.

A. General. Build America Bonds (“BABs”) were created by the American Recovery and Reinvestment Act of 2009 as an alternative to tax-exempt governmental bonds. The BABs referred to herein are tax-advantaged bonds issued as described in Section 54AA(g) of the Internal Revenue Code of 1986, as amended (the “Code”). Issuers of BABs may receive a refundable credit payment equal to a percentage of the interest payable on such bonds on each interest payment date. The tax-advantaged status of BABs remains throughout the life of the BABs if all applicable federal tax laws are satisfied while the BABs are outstanding.

B. Unique Requirements. BABs have special requirements that must be followed, in addition to other requirements under the Code and the Treasury Regulations (the “Regulations”) which apply generally to tax-exempt governmental bonds, including specifically:

- De Minimis Premium Rule. The issue price of BABs must not have more than a de minimis amount (determined under rules similar to the rules of Section 1273(a)(3)) of premium over the stated principal amount of the bond.
- 2% Costs of Issuance Limitation. Costs of issuance financed by the issue must not exceed 2% of the proceeds of sale.
- Correct Calculation of “Available Project Proceeds.” The term “Available Project Proceeds” means sale proceeds, less not more than two percent of such proceeds used to pay bond issuance costs, plus investment proceeds thereon.
- Capital Expenditure Requirement. All proceeds of BABs, other than proceeds deposited in a reasonably required reserve fund, if any, or used to pay costs of issuance, must be spent on capital expenditures.
- Irrevocable Election. The issuer of BABs is required to make an irrevocable election to have section 54AA(g) of the Code apply.
- Correct and Timely 8038-CP Filing. The Issuer must timely file a correctly completed Form 8038-CP in order to receive payment of the credit.

C. Continued Compliance. To comply with all applicable federal tax requirements, issuers of BABs must ensure that the rules are met at the time the BABs are issued and throughout the term of the BABs. Generally this includes continued maintenance of records sufficient to establish compliance with all applicable federal tax requirements, including records related to periods before the BABs are issued (e.g., in

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BUILD AMERICA BONDS POLICY**

the case of reimbursement of prior expenditures) until three years after the final maturity date of the BABs.

II. PURPOSE.

DC Water and Sewer Authority ("DC Water") intends to issue BABs in October 2010 for its general capital program and may elect to issue additional BABs, should the program be extended in 2011 and beyond.

These Internal Management Policies are designed to set forth procedures to ensure that DC Water (a) applies for each interest subsidy payment with respect to the 2010 BABs and any future BABs in an accurate and timely manner, (b) utilizes the proceeds of the 2010 BABs and any future BABs in accordance with all applicable federal tax guidelines, and (c) complies with all other applicable federal guidelines with respect to the 2010 BABs and any future BABs.

DC Water's Chief Financial Officer will identify the officer or other employee(s) who will be responsible for each of the procedures listed below, notify the current holder of that office of the responsibilities, and provide that person a copy of these procedures. Upon employee or officer transitions, DC Water's Chief Financial Officer will advise the new personnel of their responsibilities under these procedures and ensure they understand the importance of these procedures. If employee or officer positions are restructured or eliminated, DC Water's Chief Financial Officer will reassign responsibilities as necessary to ensure that all procedures hereunder have been appropriately assigned.

III. PROCEDURES.

A. Issuance of BABs.

Documentation of Tax Requirements. The federal tax law requirements affecting BABs will be set forth in the Tax Certificate executed in connection with each issue of BABs, which is included in the closing transcript for each issue of BABs.

De Minimis Premium. In order to comply with the requirement in Section 54AA(d)(2)(C) that the issue price of a BAB not have more than a de minimis amount (determined under rules similar to the rules of Section 1273(a)(3)) of premium over the stated principal amount of the bond, DC Water should adhere to the following procedures in connection with the issuance of its BABs.

First, the amount of the de minimis premium limitation with respect to each maturity of the BABs to be issued (the "de minimis premium cap") will be calculated by DC Water's Financial Advisor and/or its lead underwriter in consultation with DC Water's Bond Counsel. The de minimis premium cap for each maturity of the BABs is determined by multiplying 0.0025 (0.25%) by the number of complete years to maturity (or, in the case of term bonds subject to mandatory sinking fund redemptions, the

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number of complete years to the weighted average maturity of such bonds, and, if a maturity is subject to an optional par call, the number of complete years to the optional par call date).

Second, DC Water's Bond Counsel shall advise the Financial Advisor and/or the lead underwriter of the BABs that the issue price of each maturity of the BABs may not exceed the de minimis premium cap for such maturity.

Third, to establish the issue price of each maturity of the BABs and to ensure that the issue price of each maturity of the BABs does not exceed the de minimis premium cap, DC Water should obtain on or before the date of issuance of the BABs an issue price certificate from the underwriter (including the successful bidder in a competitive sale of the bonds) in which the underwriter certifies, among other things, (1) that the underwriters of the BABs made a bona fide public offering of the BABs to the general public, (2) the price at which it (and the other underwriters) first sold for cash at least 10% of each maturity of the BABs to the general public (the "Issue Price"), and (3) that each such Issue Price does not exceed the de minimis premium cap for the particular maturity.

Secondary Market Trading. The Internal Revenue Service (the "IRS") has brought special attention to the sale of BABs, including the calculation of premium and secondary market trades relating to BABs. Therefore, DC Water should obtain and keep in its records pricing reports and analyses relating to such topics, including any explanation or interpretation by the underwriter or Financial Advisor if trades after the sale date or secondary market trades reflect higher prices than those initially reoffered by the underwriter to the public, or those at which the purchaser (in a competitive sale) purchased from DC Water. DC Water finance staff will review publicly available records and records provided by the underwriter or Financial Advisor regarding secondary market trades that occur between the period of sale and the issue date of DC Water's BABs. In the Bond Purchase Agreement for any BABs, DC Water should require the lead underwriter to provide the relevant secondary market trading data for the purposes identified above.

2% Costs of Issuance Limitation. Closing documents relating to the BABs prepared by DC Water's Bond Counsel, requisitions for costs of issuance, and pricing numbers provided by the underwriter or DC Water's Financial Advisor should verify that costs of issuance financed by the issue do not exceed 2% of the proceeds of sale. DC Water will ensure that no more than 2% of proceeds from the issuance of BABs will be used for costs of issuance.

Correct Calculation of "Available Project Proceeds." The term "Available Project Proceeds" means sale proceeds of an issue of BABs, less not more than two percent of such proceeds used to pay issuance costs of the BABs, plus investment proceeds thereon. DC Water's Bond Counsel prepares the Tax Certificate based on pricing numbers and representations by the underwriter or DC Water's Financial Advisor relating to the amount of sale proceeds and issuance costs of the BABs.

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BUILD AMERICA BONDS POLICY**

Information Reporting. DC Water will work with its Bond Counsel to ensure that Internal Revenue Service (IRS) Form 8038-B is timely filed with respect to the 2010 BABs and subsequent issue of BABs, including the required debt service schedule and other required schedules and attachments. As part of the filing of the Form 8038-B, a date-stamped copy of the filed form from the IRS will be requested and maintained as part of the transcript for the given issue of BABs.

B. Application of Bond Proceeds.

Timely Expenditure of Bond Proceeds. At the time of issuance of the BABs, DC Water must reasonably expect to spend at least 85% of all proceeds that were expected to be used to finance improvements (which proceeds would exclude proceeds in the reserve fund or for any non-project purpose) within three years of issuance. Other limitations or adjustments may be set out in the Tax Certificate. Generally, DC Water expects that it has incurred or within six months after bond issuance will incur an expenditure of not less than 5% of such amount of proceeds, and that completion of the project and allocations of proceeds to costs would proceed with due diligence. Meeting all these requirements allows DC Water to invest these project-related proceeds at an unrestricted yield for three years. See below for rebate and rebate exceptions.

DC Water finance personnel will monitor the appropriate capital project accounts and make certain that BABs proceeds are spent in the time period required under federal tax law.

100% of Proceeds Must Be For Capital Expenditures. All proceeds of BABs, other than proceeds deposited in a reasonably required reserve fund (if any, as defined in the Tax Certificate), or used to pay costs of issuance are to be spent on capital expenditures. Such amount includes earnings on the original proceeds of the BABs. Capital expenditures may be defined in the Tax Certificate but generally means:

“a cost of a type properly chargeable to the capital account of a project under general federal income tax principles. Generally, Capital Expenditures are costs to acquire, construct, or improve property, or to adapt the property to a new or different use. The property must have a useful life longer than one year. Capital Expenditures include design and planning costs related to the Project, and include architectural, engineering, surveying, soil testing, environmental, and other similar costs incurred in the process of acquiring, constructing, improving or adapting the property. Capital Expenditures do not include operating expenses of the projects or incidental or routine repair or maintenance of the Project, even if the repair or maintenance will have a useful life longer than one year. This definition of Capital Expenditures may differ from state law definitions of capital costs or capital expenditures.”

DC Water finance staff will ensure that proceeds from BABs, including investment earnings generated from such proceeds, will be used solely for capital expenditures.

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BUILD AMERICA BONDS POLICY**

C. Investment Restrictions; Arbitrage Yield Calculation; Rebate.

Investment Restrictions. Investment restrictions generally are set forth in the Tax Certificate. DC Water finance staff will monitor the investment of any BAB proceeds and DC Water will comply with yield restriction rules.

Arbitrage Yield Calculation. The yield on the BABs must be calculated net of the expected subsidy.

Rebate. DC Water retains an arbitrage rebate consultant to perform rebate calculations that may be required to be made from time to time with respect to DC Water's bonds. DC Water is responsible for providing the arbitrage rebate consultant with requested documents and information upon request on a prompt basis, reviewing applicable rebate reports and other calculations and generally interacting with the arbitrage rebate consultant to ensure the timely preparation of rebate reports and payment of any rebate.

Arbitrage rebate services are monitored to assure compliance with required rebate payments, if any, which need to be paid no later than the fifth year after issuance and each 5-year period thereafter through the term of the BABs. A final rebate payment must be made within 60 days of the final maturity or redemption date of the issue.

The arbitrage rebate consultant is consulted to determine whether DC Water is meeting any spending exception. Available spending exceptions are in periods of 6 months, 18 months and two years (for construction only), with the 18-month and 2-year exception subject to six-month internal benchmarks. See the Tax Certificate or consult the rebate consultant for more details regarding the spending exceptions.

Copies of all arbitrage reports, related return filings with the IRS, copies of cancelled checks with respect to any rebate payments and information statements must be retained as described below.

DC Water finance staff will follow the procedures set forth in the Tax Certificate entered into with respect to any BABs that relate to the compliance with the rebate requirements.

D. Federal Subsidy.

Primary Responsibility. DC Water's [Chief Financial Officer] will be the primary person responsible for applying for the federal subsidy reimbursement. DC Water recognizes that the IRS does not guarantee that the subsidy will be received prior to the debt service payment dates on the 2010 BABs or any other BABs.

Application Process; Accurate Completion. DC Water finance staff, in coordination with the bond trustee, will apply for the semi-annual federal subsidy by filing the Form 8038-CP (Return for Credit Payments to Issuers of Qualified Bonds) in accordance with the applicable IRS guidelines (see attached Instructions for Form

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8038-CP). In completing the Form 8038-CP, including the determination of the amount of the requested subsidy payment, reference should be made to the Form 8038-B that was filed for the 2010 BABs or Form 8038-B filed for any future BABs issued. DC Water will verify with DC Water's Financial Advisor and the bond trustee the proper determination of the amount of interest payable on each interest payment date and the proper amount of refundable credit reported on the Form 8038-CP to ensure the accurate completion thereof.

DC Water will elect in each Form 8038-CP that the payment of the federal subsidy be deposited directly into the 2010 BABs interest subaccount as an offset to debt service, or to the appropriate future BAB interest subaccount, as applicable.

Timely Filing. The Form 8038-CP will be submitted semi-annually each January 1st and July 1st (or the first business day thereafter), which is 90 days prior to the April 1st and October 1st interest payment dates on the 2010 BABs. DC Water acknowledges that applications must be submitted no later than 45 days prior to the interest payment dates on the 2010 BABs, or February 15th and August 15th. If any additional BABs are issued, DC Water will follow similar timing guidelines that will depend on the interest payment dates on such BABs.

DC Water finance staff will establish a system to remind DC Water of these filing dates.

Record Retention. DC Water will maintain copies of each Form 8038-CP that is submitted. The forms will be maintained for at least six years past the retirement of the applicable issue of BABs.

In addition, copies of all relevant documents and records sufficient to support that the requirements relating to the status of the BABs have been satisfied will be maintained by DC Water for the term of the BABs plus three years, including the following documents and records:

- Bond closing transcript and other relevant documentation;
- All records of investments, investment agreements, arbitrage reports, return filings with the IRS and underlying documents;
- Construction contracts, purchase orders, invoices and payment records;
- Documents relating to costs reimbursed with bond proceeds;
- All contracts and arrangements involving private use of the bond financed assets;
- All reports relating to the allocation of bond proceeds and private use of bond financed assets; and
- Assets or portions of assets that are financed with bond proceeds.

Records will be kept in a combination of paper and electronic form.

**DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY
BUILD AMERICA BONDS POLICY**

Treatment of Subsidy. In the annual budget, DC Water will treat the subsidy payment as an offset to debt service on the 2010 BABs, or as an offset to future BAB issues.

IV. POST ISSUANCE COMPLIANCE.

A. In General.

DC Water will conduct periodic reviews of compliance with these procedures and with the terms of the Tax Certificate to determine whether any violations have occurred so that such violations can be remedied through the “remedial action” regulations (Treas. Reg. 1.141-12) or the Voluntary Closing Agreement Program described in IRS Notice 2008-31 (or successor guidance).

If any changes to the terms of a given BABs issue are contemplated, DC Water will consult its Bond Counsel. Such modifications could result in a reissuance, i.e., a deemed refunding, of the BABs and thereby jeopardize the ability of DC Water to claim the subsidy payment in respect of the BABs.

B. Private Business Use.

BAB-financed assets are limited in the amount of private business use such assets may have.

DC Water will monitor the use of the BAB-financed assets to ensure that there is no more than the permitted amount of private business use described in the Tax Certificate or otherwise conveyed to DC Water in connection with the BABs. In general, the permissible amount of private business use is no more than the lesser of (i) 10% or (ii) \$15 million of the sale proceeds of an issue of BABs used in any trade or business carried on by any natural person or any activity carried on by anyone other than a natural person or a state or local governmental unit. For purposes of the above, the 10% limit shall be reduced to 5% for any non-governmental use which is either unrelated or disproportionate to the governmental use financed by the issue of BABs.

Records are and will continue to be maintained by DC Water identifying the assets or portion of assets that are financed with BAB proceeds, the uses and the users (including terms of use and type of use).

In the event the use of proceeds or the financed assets are different from the covenants and representations in the Tax Certificate, DC Water will contact Bond Counsel to ensure that there is no adverse effect on the status of the BABs and, where appropriate, will work with Bond Counsel to remedy any violations through the “remedial action” regulations (Treas. Reg. 1.141-12) or the Voluntary Closing Agreement Program described in IRS Notice 2008-31 (or successor guidance).

**DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY
BUILD AMERICA BONDS POLICY**

V. EFFECTIVE APPLICATION OF PROCEDURES; MODIFICATION.

The procedures set forth herein, as they may be amended from time to time, will be effective so long as the U.S. Treasury continues to provide subsidy payments on BABs. DC Water will work with its Bond Counsel and Financial Advisor to monitor changes from the IRS relating to the subsidy reimbursement process and any other guidelines applicable to BABs. If and when the IRS revises the process for receiving the subsidy, DC Water will modify these procedures, as appropriate and responsive, to ensure continued compliance with the federal tax requirements applicable to BABs.

Presented and Adopted: October 7, 2010
Subject: Amendment to the By- Laws of the District of
Columbia Water and Sewer Authority

#10-100
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors (“the Board”) of the District of Columbia Water and Sewer Authority (“the Authority”) at its meeting on October 7, 2010, upon consideration of a joint use matter decided by a vote of nine (9) in favor and none (0) opposed, to take the following action with respect to amending the By-laws of the Authority’s Board of Directors.

WHEREAS, the Board and various Board committees have discussed the further restructuring of the Board’s committees to transfer consideration of ground water and stormwater matters from the Water Quality and Retail Services Committee to the Environmental Quality and Sewer Services Committee; and

WHEREAS, such further restructuring would require an Amendment to the By-laws; and

WHEREAS, the Governance Committee was requested to address this proposed Amendment to the By-laws; and

WHEREAS, the Governance Committee, during its September 30, 2010 regularly scheduled meeting, considered the proposed Amendment; and

WHEREAS, the Governance Committee concluded that this change would better reflect the operational activities of the Authority as stormwater impacts the Authority’s sewerage and treatment systems; and

WHEREAS, neither groundwater nor stormwater matters involve drinking water quality issues; and

WHEREAS, the Governance Committee was informed that the Chairpersons of both the Water Quality and Retail Services Committee and the Environmental Quality and Sewer Services Committee are in favor of the Amendment; and

WHEREAS, the Governance Committee recommends adoption of the proposed Amendment to the By-laws set out in Attachment 1 to this Resolution;

NOW THEREFORE BE IT RESOLVED THAT:

1. The Board hereby approves the Amendment to the By-laws set out in Attachment 1 to this Resolution.
2. The Board authorizes the General Manager to take all steps necessary effectuate the Amendment.

This resolution is effective immediately.


Secretary to the Board of Directors

**BY-LAWS
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY**

**Adopted - October 17, 1996; Resolution 96-11
Amended - February 4, 1999; Resolution 99- 10
Amended - February 1, 2001; Resolution 01-16
Amended – September 12, 2002; Resolution 02-75
Amended – December 4, 2003; Resolution 03-86
Amended-July 5, 2007; Resolution 07-64
Amended – October 2, 2008: Resolution 08-07
Amended – April 1, 2010: Resolution 10-42
Amended – October 7, 2010; Resolution 10-100**

**ARTICLE I
General**

These By-Laws and the Water and Sewer Authority Establishment and Department of Public Works Reorganization Act of 1996 (the "Act"), as the Act shall be amended from time to time, govern the function and operation of the District of Columbia Water and Sewer Authority (the "Authority") and in the event of any conflict between these By-Laws and the Act, the Act shall control to the extent of the conflict. Terms defined in the Act shall have the same meaning when used in these By-Laws. References in these By-Laws to the Act, or any provision thereof, shall include a reference to any amendment to the Act which takes effect after the adoption of these By-Laws.

**ARTICLE II
Board of Directors**

§ 2.01 Composition

(a) The Board of Directors of the Authority (the "Board") shall consist of 11 principal Board members ("principal members") and 11 alternate Board members ("alternate members").

(b) Alternate members may participate in discussion at Board meetings, at the Chairperson's discretion, but may vote at Board meetings only when their corresponding principal Board member is absent. An alternate member permitted by this subsection to vote at a meeting shall do so as a representative of their corresponding principal member except that if the principal's position is vacant the alternate shall vote in her or his own right.

(c) Principal members shall attend all Board meetings and meetings of those committees upon which they serve.

(d) Alternate members shall attend any meeting which their corresponding principal is required to, but cannot attend. Alternates shall either attend all other meetings or familiarize themselves with the discussions and determination made at such meetings.

(e) Alternate members may be appointed by the Chairperson to committees established by the Board and may fully participate in committee functions.

§ 2.02 Duties

The Board shall develop policies for the management, maintenance, and operation of water distribution and sewage collection and treatment, disposal systems and other devices and facilities under the control of the Authority, and shall perform such other duties as are specified in or otherwise required by the Act and these By-Laws.

§ 2.03 Removal, Suspension, and Termination

(a) The Board may recommend that the Mayor remove, suspend, or terminate a principal or alternate member for misconduct or neglect of duty. The Mayor may remove a principal or alternate pursuant to section 204(g) of the Act (D.C. Code § 34-2202.04(a)(4)(g)).

(b) The Board may recommend that the Mayor remove, suspend, or terminate a principal or alternate member for misconduct if the Board finds that the member or alternate committed any act involving moral turpitude. The Mayor may remove a principal or alternate pursuant to section 204(g) of the Act (D.C. Code § 34-2202.04(a)(4)(g)).

(c) The Board may recommend that the Mayor remove, suspend, or terminate a principal or alternate member for neglect of duty if the Board finds that:

- (i) The principal or alternate member committed any act or omission which constitutes a breach of the Board member's or alternate's fiduciary duty to the Board or the Authority;
- (ii) A principal member failed to attend two or more Board meetings, or three or more meetings of a committee to which such member is appointed, within a twelve-month period, without providing a business or personal reason which the Board determines is legitimate; or
- (iii) An alternate member, having received notice from his or her corresponding principal member of that member's inability to attend

a meeting (as required by § 3.04 (c)), failed to attend two or more such Board meetings, or three or more committee meetings, within a twelve-month period, without providing a business or personal reason which the Board determines is legitimate.

(d) A principal or alternate member who is indicted for the commission of a felony shall be automatically suspended from serving on the Board. Upon a final determination of guilt, the term of the principal or alternate member shall be automatically terminated. Upon a final determination of innocence, the Mayor may reinstate the Board member.

§ 2.04 Resignation

Any principal or alternate member may resign by giving notice of resignation to the Mayor and a copy of the notice to the Secretary to the Board. A non-District member shall also notify the official authorized to recommend a successor. The member's resignation shall take effect on the date specified in the notice.

§ 2.05 Compensation

Principal and alternate members of the Board of Directors shall be compensated and reimbursed for expenses as provided in the Act and in accordance with the Authority's reimbursement procedures for executive officers.

ARTICLE III Meetings

§ 3.01 Meetings to be Open to Public; Availability of Transcripts

All meetings (including hearings) at which any official action is taken shall be open to the public, and a written transcript or transcription, including (at a reasonable cost) copies thereof, shall be made available to the public upon request in accordance with section 742 of the Self-Government and Governmental Reorganization Act (D.C. Code §1-207.42).

§ 3.02 Regular Meetings

Regular meetings of the Board shall be held on the first Thursday of each month, or if such day is a legal holiday in the District of Columbia, then on the next weekday following such day unless an alternate date is determined to be appropriate by the Chairperson. All meetings shall be held at the Blue Plains Wastewater Treatment Plant, 5000 Overlook Avenue, S.W., Washington, D.C., or as otherwise specified in the notice of such meeting.

§ 3.03 Special Meetings

Special meetings of the Board may be called by the Chairperson on his or her own initiative, or upon the written request of not less than three members of the Board entitled to vote on the matter or matters to be considered at the special meeting (which request shall specify such proposed matter or matters and shall be delivered to the Chairperson and the Secretary to the Board).

§ 3.04 Notice to the Board of Meetings

(a) Before any meeting of the Board, the Secretary to the Board shall notify principal and alternate members of the meeting by:

- (i) Mailing a notice by first class mail, postage prepaid at least five days (Saturdays, Sundays and legal holidays excluded) before the date of such meeting to the principal and alternate members' addresses appearing on the Authority's records; or
- (ii) Delivering a notice by hand facsimile or e-mail transmission at least one day (Saturdays, Sundays and legal holidays excluded) before the date of such meeting to the principal and alternate members' respective addresses, facsimile numbers or e-mail addresses appearing on the record.

(b) The notice shall state the date, time, and place of the meeting and shall be accompanied by a proposed agenda, prepared in accordance with § 3.06(a), except that where a special meeting is called, and time does not allow for the preparation of an agenda prior to the issuance of notice, the notice shall include a brief description of the matters to be considered.

(c) A member who is unable to attend a meeting due to legitimate personal or business reasons shall notify the designated alternate and the Secretary to the Board.

If the member's corresponding alternate is also unable to attend, the alternate shall notify the Secretary to the Board of these circumstances and the reason for his or her absence.

(d) Satisfaction of the notice requirements of this Section may be waived by a majority of the members of the Board at a meeting at which a quorum is present, provided that the Secretary to the Board shall have made reasonable efforts to comply with such requirements. The attendance of a principal or

alternate member at a Board meeting shall constitute such a waiver unless specific objection is made before the presence of a quorum is determined.

§ 3.05 Notice of Meetings to the Public

The Secretary to the Board shall inform the public of any Board meeting, regular and special, at which official action is to be taken, by posting notice of the meeting on the Authority's website and in a public area at the Blue Plains Wastewater Treatment Plant at the same time as notice of the meeting is issued to Board members, except that notice of a hearing to consider the establishment or adjustment of retail water and sewer rates, or of a Board meeting to establish or adjust such rates, shall also be published in a newspaper of general circulation at least ten days prior to the date of the hearing or meeting.

§ 3.06 Agenda

(a) The Secretary to the Board shall prepare a proposed agenda under the Chairperson's direction, including a consent agenda, for each regularly scheduled meeting of the Board and, where time permits, for any special meeting of the Board. The agenda shall be attached to the notices provided for in §§ 3.04 and 3.05, and shall designate, by an asterisk or other mark, those items which do not involve "joint-use sewerage facilities" within the meaning of Section 201(4) of the Act (a "non joint-use" matter).

(b) A motion to change the designation or non-designation of an agenda item as non joint-use must be made and acted on prior to discussion of the item. In the event that the Board is to consider a matter not listed on the proposed agenda or matters at a special meeting for which no agenda was prepared, such matters are presumed to be joint use items unless a motion to redesignate the item is made and acted on prior to discussion of the item.

§ 3.07 Quorum

Six (6) principal members shall constitute a quorum for the transaction of Board business, except that an alternate member may be counted towards a quorum in the absence of their corresponding principal member.

§ 3.08 Conduct of Business

(a) The Chairperson shall preside over Board meetings.

(b) Board actions shall be presented for a vote in the form of a resolution.

(c) The Board may postpone consideration of an agenda item by a majority vote of those members authorized to participate in the decision.

(d) Physical attendance at Board meetings is the preferred method of participation. However, Board members may participate telephonically and via videoconferencing in both Board and Committee meetings. Members participating in Board meetings telephonically or via videoconferencing may both be considered for purposes of determination of a quorum and vote. Members participating in committee meetings telephonically or via videoconferencing may voice their recommendations to the Board. However, such telephonic and videoconferencing participation is to occur only when the following conditions are met: (i) neither the principal nor the principal's alternate can attend the meeting in person; and (ii) the Chairman determines that the telephonic and/or videoconferencing communication is in the best interest of the Authority. In order for the Chairman to make this determination, the Board member wishing to participate telephonically or via videoconferencing must notify the Chairman as soon as he/she is aware of the need to participate in this manner or the day before the meeting, whichever occurrence is earlier in time.. .

(e) The Board may establish rules governing the conduct and procedure of Board and committee meetings. Questions of procedure for meetings of the Board or committee meetings that are not determined by these By-Laws or any rules adopted by the Board shall be governed by Robert's Rules of Order as interpreted by the Chairperson.

ARTICLE IV Officers of the Board

§ 4.01 Appointment

(a) The officers of the Board shall consist of the Chairperson, who shall be selected as provided for in the Act and a Vice-Chairperson. The Vice-Chairperson and all other Board officers established by these By-Laws, shall be selected by the Board from among persons nominated by the Nominating Committee.

(b) The Board may, by resolution, create or abolish any officer position (other than the Chairperson).

(c) The Board may, by resolution, delegate the duties of the officer position (other than the Chairperson) to any alternate member.

§ 4.02 Duties

(a) The Chairperson's duties shall include but are not limited to calling special meetings of the Board in accordance with § 3.03, determining the agenda of a meeting for purposes of § 3.06, presiding over Board meetings in accordance with § 3.08, establishing ad-hoc committees of the Board, appointing members and chairpersons of the standing and ad-hoc committees of the Board and carrying out such other duties as are specified in these By-Laws or delegated to the Chairperson by resolutions of the Board that are in accordance with the Act and these By-Laws.

(b) The Vice-Chairperson shall fulfill the duties of the Chairperson if the Chairperson is absent or otherwise unavailable to do so.

§ 4.03 Term of Office

An officer of the Board shall serve a one-year term or until a successor assumes office, unless the officer resigns or is removed.

§ 4.04 Resignation and Removal of Officers

(a) Officers of the Board shall serve the full term provided in these By-Laws unless such term is terminated earlier by resolution of the Board for cause.

(b) An officer may resign by written notice to the Chairperson and the Secretary to the Board. The resignation shall take effect on the date the notice is received, unless the notice specifies a later effective date, which is acceptable to the Chairperson.

(c) The Board may appoint a successor to fill the unexpired term of a resigned or removed officer (other than the Chairperson), or for a new term, as the Board considers appropriate.

ARTICLE V Committees

§ 5.01 Establishment

(a) The following shall be standing committees of the Board, with such other responsibilities as are specified by the Chairperson or appropriate resolution of the Board, including but not limited to the review of contracts that are material to the committee's assigned duties. The Board may create additional standing committees as it deems necessary. The committees shall receive detailed information in their areas of responsibility and make recommendations to the Board. Only formal actions of the Board through resolution can bind the Authority. The chairperson of a standing or ad-hoc

committee, with the concurrence of the Chairperson of the Board, may designate an acting chairperson for the purposes of chairing a particular standing or ad-hoc committee meeting.

- (i) Finance and Budget Committee: Shall make recommendations to the Board regarding actions required of or desired by the Board of Directors which have a significant and material fiscal effect as a result of operations, including by way of example and not limitation, adoption of the budget, borrowings, investments, grants, acquisitions, accounting, sales, insurance, adjustments to charges due for services or commodities furnished by the Authority, appropriations and the settlement of claims.
- (ii) District of Columbia Retail Water and Sewer Rates Committee: Shall be composed of the six members of the Board representing the District and shall make recommendations to the Board regarding actions required of or desired by the Board of Directors with respect to the establishment of rates and fees for services or commodities furnished by the Authority.
- (iii) Environmental Quality and Sewerage Services Committee: Shall make recommendations to the Board regarding actions required of or desired by the Board of Directors with respect to the safety of operations, emergency planning and the operation, repair, replacement, rehabilitation, modernization and extension of the sewage disposal and its treatment, transmission, pumping and storage systems, groundwater and stormwater collection systems and other assets and property available to the Authority's use.
- (iv) Human Resources and Labor Relations Committee: Shall make recommendations to the Board regarding actions required of or desired by the Board of Directors with respect to the terms, requirements and conditions of employment for all employees including the General Manager, to include, by way of example and not limitation, matters involving compensation, pension and other benefits, awards and collective bargaining agreements.
- (v) Audit Committee: Shall make recommendations to the Board regarding actions required of or desired by the Board of Directors with respect to the independent appraisal of internal controls, operations and procedures utilized by the Authority in its financial and other operations, shall make

recommendations to the Board regarding the selection of the Authority's independent outside auditors, and shall meet as appropriate with such auditors with or without the presence of the Authority's management.

- (vi) Governance Committee: Shall make recommendations to the Board regarding the policies and procedures to be followed by the Board, matters of internal governance of the Board, resolution of ethical questions, the discharge of the Board's duties, including any modifications of these By-Laws, and policy level oversight of the Authority's legislative and governmental relations activities. The Committee may also consider other matters involving the conduct of members, which may be referred by the Chairperson.
- (vii) Water Quality and Water Services Committee: Shall be composed of Board members representing the District and shall make recommendations to the Board regarding actions required of or desired by the Board of Directors with respect to drinking water quality, the safety of operations, emergency planning and the operation, repair, replacement, rehabilitation, modernization and extension of the water distribution, pumping and storage systems, and regarding communications with ratepayers and customers without regard to the medium employed, including by way of example and not limitation, responses to customer inquiries, customer education initiatives and customer assistance programs.
- (viii) Strategic Planning Committee: Shall make recommendations to the Board regarding both long and short term strategic planning.

§ 5.02 Appointment

Members of the Board's standing committees and ad-hoc committees, and the chairpersons of these committees, shall be selected by the Chairperson of the Board. Only District Board members may serve on committees or subcommittees with jurisdiction over non joint-use matters or the rates charged to District retail water and sewer customers.

§ 5.03 Duties

The principal duty of any committee shall be to recommend proposed action to the Board of Directors. No committee or individual member shall have the power to bind the Board or the Authority to any matter or obligation or to authorize any act by the Authority.

ARTICLE VI Administration

§ 6.01 General Manager

The Board shall hire a General Manager upon the affirmative vote of eight voting members. The General Manager shall be the chief administrative officer of the Authority and, subject to the direction and supervision of the Board, shall have such supervisory and management responsibilities concerning the Authority's business, affairs, property, agents, and employees as the Board expressly determines by resolution. The General Manager may only be terminated upon an affirmative vote of eight voting members.

§ 6.02 Delegation

The Board may by resolution delegate to the General Manager any of its authority to the extent permitted by the Act, including, but not limited to procurement authority in such amounts as are specified by the Board.

§ 6.03 Secretary to the Board

(a) There is hereby established the Office of Secretary to the Board. The Secretary to the Board shall not be an officer of the Board and may not vote, but may be an employee of the Authority.

(b) The Secretary shall:

- (i) In addition to the responsibility established in section 3.06, coordinate under the direction of the General Manager, all Board meetings and other business activities of the Board
- (ii) Prepare meeting minutes from Board meetings and other business activities when appropriate and prepare agendas in accordance with § 3.06.
- (iii) Keep a written transcript or transcription of the proceedings of the Board and any hearings in one or more books kept for

that purpose. The Secretary shall have custody of all books, records and papers of the Board;

- (iv) Make available to the public any transcripts or transcription prepared pursuant to § 3.01 of these By-Laws and furnish copies to the public in accordance with that section;
- (v) Maintain the annual reports required by law and approved by the Board. The Secretary shall transmit copies of the approved report to the Mayor and the Council, and shall make the report available to the public;
- (vi) Have custody of the seal of the Authority and shall have authority to affix, impress or reproduce such seal on copies of resolutions and other official actions of the Authority and on all documents, the execution and delivery of which has been duly authorized by the Board; and
- (vii) Perform all duties and have all powers incident to the Office of the Secretary and shall perform such other duties and have such other powers as may be assigned by these By-Laws, the Board, its Chairperson, or the General Manager.

ARTICLE VII Amendment

These By-Laws may be amended by a majority vote of the Board at a meeting which is open to the public in accordance with section 742 of the District of Columbia Self-Government and Governmental Reorganization Act (D.C. Code § 1-207.43).

ARTICLE VIII Miscellany

§ 8.01 Offices

- (a) The principal office of the Authority and of the Board shall be located at the Blue Plains Wastewater Treatment Plant, 5000 Overlook Avenue, S.W., Washington, D.C.
- (b) The Board may maintain other offices at such other places in the District as the Board may establish from time to time.

§ 8.02 Seal

The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and its year of establishment.

§ 8.03 Fiscal Year

The Fiscal Year of the Authority shall end on the last day of September of each year.

§ 8.04 Sureties and Bonds

The Board may require any officer, employee, or agent of the Authority to execute, as a condition of employment or continued employment, a bond in such sum, with such surety or sureties as the Board may direct, conditioned upon the faithful performance of such person's duties to the Authority, including responsibility for negligence and of the accounting of all property, funds, or securities of the Authority as may come into such person's control.

§8.05 Joint Use Sewerage Facilities

Section 34-2202.01(4) of the DC Official Code, designates the following facilities as joint use:

Little Falls Trunk Sewer; Upper Potomac Interceptor Sewer; Upper Potomac Interceptor Relief Sewer; Rock Creek Main Interceptor Sewer; Rock Creek Main Interceptor Relief Sewer;(duplicate deleted) Potomac River Sewage Pumping Station; Potomac River Force Mains; Watts Branch Trunk Sewer; Anacostia Force Main (Project 89 Sewer); Anacostia Force Main & Gravity Sewer; Outfall Sewers (Renamed Potomac River Trunk Sewers); Outfall Relief Sewers (Renamed Potomac River Trunk Relief Sewers); Upper Oxon Run Trunk Sewer; Upper Oxon Run Trunk Relief Sewer; Lower Oxon Run Trunk Sewer; Lower Oxon Run Trunk Relief Sewer; Blue Plains Wastewater Treatment Plant (Blue Plains); and Potomac Interceptor Sewer.

§ 8.06 Captions

The captions of the articles and sections of these By-Laws are provided solely for convenience of reference and shall not affect the meaning thereof.


Secretary, Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Contract No. DCFA-433-WSA
Camp Dresser & McKee, a Partnership

#10-101
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a non-joint use matter decided by a vote of four (4) in favor and none (0) oppose to approve Contract No. DCFA-433-WSA, Camp Dresser & McKee, a Partnership.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Contract No. DCFA-433-WSA, Camp Dresser & McKee, a Partnership. The purpose of the contract is to address Consent Decree requirements to control overflows from CSO and to consolidate CSOs 016 and 017 to the Anacostia River. The contract amount is \$3,128,677.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Contract No. 100100
Goel Services, Inc.

#10-102
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a non-joint use matter decided by a vote of four (4) in favor and none (0) oppose to approve Contract No. 100100, Goel Services, Inc.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Contract No. 100100, Goel Services, Inc. The purpose of the contract is to provide cleaning and CCTV inspection, combined CCTV/Sonar inspection, and Sonar inspection of Sanitary, Storm, & Combined Sewers. The contract amount is \$1,257,600.

This resolution is effective immediately.


Secretary to the Board of Directors

Presented and Adopted: October 7, 2010
SUBJECT: Approval to Execute Contract No. 100030
Nastos Construction, Inc.

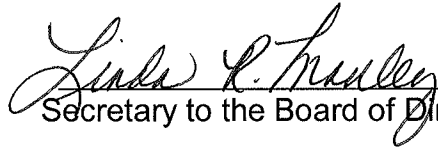
#10-103
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority, ("the Authority"), at the Board meeting held on October 7, 2010 upon consideration of a non-joint use matter decided by a vote of four (4) in favor and none (0) oppose to approve Contract No. 100030, Nastos Construction, Inc.

Be it resolved that:

The Board of Directors hereby authorizes the General Manager to execute Contract No. 100030, Nastos Construction, Inc. The purpose of the contract is to replace defective and older model type fire hydrants throughout the District. The contract amount is \$1,229,800.

This resolution is effective immediately.


Secretary to the Board of Directors