

Presented and Approved: March 4, 2021

SUBJECT: Approval to Execute Funding for Contract No. 18-PR-DFS-29, Clean Team Janitorial Service

**#21-17
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a joint use matter, decided by a vote of eleven (11) in favor and none (0) opposed to execute funding for Contract No. 18-PR-DFS-29, Clean Team Janitorial Service.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to execute funding for Contract No. 18-PR-DFS-29, Clean Team Janitorial Service. The purpose of the funding for the contract renewal period is to continue providing janitorial and cleaning services throughout the Authority. The total funding amount is \$900,000.


Secretary to the Board of Directors

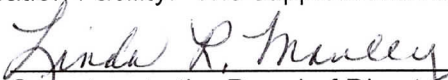
Presented and Approved: March 4, 2021
SUBJECT: Approval to Execute Supplemental Agreement No. 06,
Arcadis District of Columbia, PC

#21-18
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a joint use matter, decided by a vote of eleven (11) in favor and none (0) opposed to execute Supplemental Agreement No. 06, Arcadis District of Columbia, PC.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to execute Supplemental Agreement No. 06, Arcadis District of Columbia, PC. The purpose of the supplemental agreement is to continue providing onsite Construction Management Services for the Tunnel Dewatering Pumping Station and Enhanced Clarification Facility. The supplemental agreement amount is \$560,478.


Secretary to the Board of Directors

Presented and Approved: March 4, 2021

SUBJECT: Approval to Execute Option Year Eight (8) of Contract No. WAS-12-063-AA-RA, Allied Universal Security Services

**#21-19
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a joint use matter, decided by a vote of eleven (11) in favor and none (0) opposed to execute Option Year Eight (8) of Contract No. WAS-12-063-AA-RA, Allied Universal Security Services.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to execute Option Year Eight (8) of Contract No. WAS-12-063-AA-RA, Allied Universal Security Services. The purpose of the option is to continue providing protective services for all of DC Water's facilities and personnel. The option amount is \$5,500,000.


Secretary to the Board of Directors

Presented and Approved: March 4, 2021

SUBJECT: Approval to Execute Supplemental Agreement No. 2 of Contract No. DCFA #481, Greeley and Hansen/O'Brien & Gere Joint Venture

**#21-20
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a joint use matter, decided by a vote of eleven (11) in favor and none (0) opposed to execute Supplemental Agreement No. 2 of Contract No. DCFA #481, Greeley and Hansen/O'Brien & Gere Joint Venture.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to execute Supplemental Agreement No. 2 of Contract No. DCFA #481, Greeley and Hansen/O'Brien & Gere Joint Venture. The purpose of the supplemental agreement is to continue providing engineering services and specialized technical services necessary to develop, manage, and implement capital improvement projects within DC Water sewer service areas. The supplemental agreement amount is \$1,500,000.


Secretary to the Board of Directors

Presented and Adopted: March 4, 2021

Subject: Authorizing the Execution and Delivery of the First Amendment to the Master Letter of Credit Agreement with TD Bank, N.A for the Authority's ROCIP and the Twenty-Eighth Supplemental Indenture of Trust which extends the security of the Indenture to the Master Letter of Credit Agreement

#21-21
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
DISTRICT OF COLUMBIA WATER AND SEWER AUTHORITY

The members of the Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("Authority"), at the Board meeting held on March 4, 2021, upon consideration of a joint use matter, decided by a vote of eleven (11) in favor and none (0) opposed, to authorize and approve the Master Letter of Credit Agreement, as amended ("Master Letter of Credit Agreement"), with TD Bank N.A. supporting the Authority's Rolling Owner Controlled Insurance Program ("ROCIP") and the Twenty-Eighth Supplemental Indenture of Trust ("Twenty-Eighth Supplemental Indenture") pursuant to which the Authority's Reimbursement Obligations (as such term is defined in the Twenty-Eighth Supplemental Indenture) under the Master Letter of Credit Agreement, as amended, are designated as Subordinate Debt for purposes of the Indenture (as defined below), on the following terms and details. Unless otherwise defined herein and unless the context indicates otherwise, the terms used herein and defined in the Indenture (including the Twenty-Eighth Supplemental Indenture as hereby approved) shall have the meanings assigned to them therein.

WHEREAS, in accordance with the *Water and Sewer Authority Establishment and Department of Public Works Reorganization Act of 1996*, as amended, codified at D.C. Code Section 34-2201.01 *et seq.* (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"); and

WHEREAS, the Amended and Restated Master Letter of Credit Agreement, dated as of March 28, 2014, between the Authority and TD Bank, N.A. supports the Authority's ROCIP; and

WHEREAS, the Authority wishes to clarify the treatment of its Reimbursement Obligations under the Master Letter of Credit Agreement for purposes of the Indenture; and

WHEREAS, the Authority now intends to enter into (i) the First Amendment to the Master Letter of Credit Agreement, and (ii) the Twenty-Eighth Supplemental Indenture pursuant to which the Authority's Reimbursement Obligations under the Master Letter of Credit

Agreement, as amended, shall be treated as Subordinate Debt for purposes of the Indenture; and

WHEREAS, there have been presented at this meeting drafts of the substantially final forms of the following documents that the Authority proposes to execute to carry out the transactions described above, copies of which documents shall be filed with the records of the Authority:

(a) the First Amendment to the Master Letter of Credit Agreement between the Authority and TD Bank, N.A., dated as of March 5, 2021, or such other date as authorized by an Authorized Official; and

(b) the Twenty-Eighth Supplemental Indenture of Trust between the Authority and the Trustee, dated as of March 5, 2021, or such other date as authorized by an Authorized Official; and

WHEREAS, the Finance and Budget Committee met on March 3, 2021, to review the First Amendment to the Master Letter of Credit Agreement and the Twenty-Eighth Supplemental Indenture and has recommended approval of this Resolution by the Board.

NOW, THEREFORE BE IT RESOLVED THAT:

1. The Chairman of the Board (the "Chairman"), the CEO and General Manager, Chief Financial Officer and Executive Vice President, Finance and Procurement, Controller, Budget Director, Finance Director and Rates and Revenue Director of the Authority (the "Authorized Officials"), including any of the foregoing who are in an interim, acting or similar capacity; 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, are individually authorized to execute the First Amendment to the Master Letter of Credit Agreement and the Twenty-Eighth Supplemental Indenture, and the Secretary or Assistant Secretary is authorized and directed to affix the Seal of the Authority on such documents as required and to attest to the same.
2. The First Amendment to the Master Letter of Credit Agreement and the Twenty-Eighth Supplemental Indenture shall be in substantially the forms submitted to the Board at this meeting, which hereby are approved, with such completions, omissions, insertions and changes as otherwise may be approved by the persons executing them, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes.
3. The Authorized Officials are, and each of them is, authorized and directed, in their official capacities, to execute and deliver to such certificates, documents and instruments required by First Amendment to the Master Letter of Credit Agreement to be executed on behalf of the Authority and to do all other things required of them or the Authority pursuant

to the Master Letter of Credit Agreement, as amended, the Indenture, the Twenty-Eighth Supplemental Indenture and this Resolution.

4. The maximum aggregate amount of the letters of credit issued and outstanding in support of the Authority's ROCIP shall not exceed twenty-five million dollars (\$25,000,000.00) at any one time.

5. This Resolution is effective immediately.


Secretary to the Board of Directors

Presented and Approved: March 4, 2021

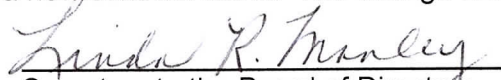
SUBJECT: Approval to Execute Change Order No. 001 of Contract No. 170170, Capitol Paving of DC

**#21-22
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a non-joint use matter, decided by a vote of six (6) in favor and none (0) opposed to execute Change Order No. 001 of Contract No. 170170, Capitol Paving of DC.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to execute Change Order No. 001 of Contract No. 170170, Capitol Paving of DC. The purpose of the change order is to continue executing Public Space Restoration until a new contract starts. The change order amount is \$5,500,000.


Secretary to the Board of Directors

Presented and Approved: March 4, 2021

SUBJECT: Approval to Execute Contract No. 190040, Anchor Construction Corporation

**#21-23
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a non-joint use matter, decided by a vote of six (6) in favor and none (0) opposed to execute Contract No. 190040, Anchor Construction Corporation.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to execute Contract No. 190040, Anchor Construction Corporation. The purpose of the contract is to implement rehabilitation and replacement of pipe segments identified with structural defects to extend the service life of the N Street NW and NE PCCP (Prestressed Concrete Cylinder Pipe) transmission main. The contract amount \$2,913,020.


Secretary to the Board of Directors

Presented and Approved: March 4, 2021

SUBJECT: Approval to Participate in DDOT's Pennsylvania Avenue NW Streetscape Project Phase 1 under the Terms of the 2002 MOA between DDOT and DC Water.

**#21-24
RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
D.C. WATER AND SEWER AUTHORITY**

The Board of Directors ("Board") of the District of Columbia Water and Sewer Authority ("the Authority") at its meeting on March 4, 2021 upon consideration of a non-joint use matter, decided by a vote of six (6) in favor and none (0) opposed to participate in DDOT's Pennsylvania Avenue NW Streetscape Project Phase 1 under the terms of the 2002 MOA between DDOT and DC Water.

Be it resolved that:

The Board of Directors hereby authorizes the CEO/General Manager to participate in DDOT's Pennsylvania Avenue NW Streetscape Project Phase 1 under the Terms of the 2002 MOA between DDOT and DC Water. The purpose of DC Water's participation is to replace small diameter water mains that have experienced failures, or have a history of low water pressure, or water quality issues within the District of Columbia in conjunction with DDOT project. The total amount is \$3,500,000.


Secretary to the Board of Directors