



# ERIE COUNTY WATER AUTHORITY

## INTEROFFICE MEMORANDUM

August 31, 2020

To: Jerome D. Schad, Chair  
Mark S. Carney, Vice Chair  
Peggy A. LaGree, Treasurer

From: Karen A. Prendergast, Chief Financial Officer

Subject: Amendment to Investment Guidelines

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At its meeting of March 24, 2020, the Board reviewed and approved the Erie County Water Authority Investment Guidelines as required under §2925 of the Public Authorities Law, as amended. The Guidelines were approved for the ensuing year or until such time as it is deemed necessary to amend the Guidelines.

The Authority's Cash Manager, Susan Rinaldo, has recommended amending Section 9 of the Guidelines – Collateralizing of Deposits. In the attached memo, Ms. Rinaldo outlines the opportunity to improve money market rates offered by Evans Bank by allowing them to collateralize our deposits with an irrevocable letter of credit from the Federal Home Loan Bank (FHLB), in which the Erie County Water Authority would be named beneficiary. The Office of the New York State Comptroller (OSC) allows such letters of credit to be used as collateral.

The attached amendment to the Guidelines includes the addition of a letter of credit as defined in the OSC Local Government Management Guide – Investing and Protecting Public Funds and the deletion of references to the 1998D Series Bonds which matured in October of 2019. A resolution approving the amendment has been included for your consideration at the September 10<sup>th</sup> meeting.

cc T. McCracken  
M. Murphy  
R. Stoll



**ERIE COUNTY WATER AUTHORITY**  
**INTEROFFICE MEMORANDUM**

August 27, 2020

To: Karen A. Prendergast, CFO

From: Susan L. Rinaldo, Cash Manager *SR*

Subject: Amendment to the Investment Guidelines

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Marc O'Hearn of Evans Bank has requested that the Authority add an irrevocable letter of credit to its collateral options. It is less costly to the bank, which in turn, enables the bank to offer the Authority higher interest rates.

Attached please find the red lined version of the amendment to the Authority's Investment Guidelines. The only change is on page 3 to add an irrevocable letter of credit. The language is from the New York State Comptrollers Guide for Investing and Protecting Public Funds, which I have also attached.

I discussed the procedures required to begin using the FHLB irrevocable letter of credit with Marc. He said once we notify him that it has been approved by the Board, he will initiate an agreement with the FHLB NY. He stated that the agreement is between the FHLB NY and Evans Bank.

Marc also stated that the Authority's current Third-Party Custody Agreement between the Authority, Evans Bank and Manufacturers and Traders Trust Company will remain in effect as is.

Every 35 days Evans Bank will decide the allocation of collateral between the irrevocable letter of credit and securities held by Manufacturers and Traders Trust Company. Any time the amount of the irrevocable letter of credit is changed a renewal letter will be sent to the Authority. I have attached a sample copy of the letter from the FHLB NY.

Let me know if you require any additional information.

**INVESTMENT GUIDELINES  
FOR THE ERIE COUNTY WATER  
AUTHORITY PURSUANT TO ARTICLE 9,  
SECTION 2925  
OF THE PUBLIC AUTHORITIES LAW**

**I. SCOPE**

These investment guidelines apply to all moneys and other financial resources available for investment on its own behalf or on behalf of any other entity or individual.

These guidelines have been constructed pursuant to the laws detailed in Exhibit I.

**II. OBJECTIVES**

The primary objectives of the Authority's investment activities are, in priority order,

- to conform with all applicable federal, state and other legal requirements (legal);
- to adequately safeguard principal (safety);
- to provide sufficient liquidity to meet all operating requirements (liquidity); and
- to obtain a reasonable rate of return (yield).

**III. DELEGATION OF AUTHORITY**

The governing board's responsibility for administration of the investment program is delegated to the Chief Financial Officer, who shall establish written procedures for the operation of the investment program consistent with these investment guidelines. Such procedures shall include an adequate internal control structure to provide a satisfactory level of accountability based on a data base or records incorporating description and amounts of investments, transaction dates, and other relevant information and regulate the activities of subordinate employees.

**IV. PRUDENCE**

All participants in the investment process shall seek to act responsibly as custodians of the public trust and shall avoid any transaction that might impair public confidence in the Erie County Water Authority to operate effectively.

Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the safety of the principal as well as the probable income to be derived.

All participants involved in the investment process shall refrain from personal business activity that could conflict with proper execution of the investment program, or which could impair their ability to make impartial investment decisions.

## **V. DIVERSIFICATION**

It is the policy of the Erie County Water Authority to diversify its deposits and investments by financial institution, by investment instrument, and by maturity scheduling.

## **VI. LIQUIDITY**

Per the current Board of Commissioners Guidelines, unrestricted cash will be maintained at 20% of the Authority's budgeted gross revenues. These funds will be invested in accordance with the Authority's Investment Guidelines.

The Authority will maintain operating cash of \$4 million, which will be available on a daily basis. These funds should be in the Authority's NOW accounts or money market accounts for easy access. If the Authority is aware of an event for which additional operating funds will be required, this amount can be adjusted.

The remaining unrestricted cash may be invested until it is needed for operating expenditures. A cash flow schedule should be reviewed to determine how long the funds may be invested. Depending on the economic environment, it may be advantageous to invest these funds on a short-term basis. They can then be reinvested periodically until the funds are required.

## **VII. INTERNAL CONTROLS**

The Chief Financial Officer is responsible for establishing and maintaining an internal control structure to provide reasonable, but not absolute, assurance that deposits and investments are safeguarded against loss from unauthorized use or disposition, that transactions are executed in accordance with management's authorization and recorded properly, and are managed in compliance with applicable laws and regulations.

## **VIII. DESIGNATION OF DEPOSITORIES**

The banks and trust companies authorized for the deposit of monies are:

Depository Name:

Key Bank of New York  
Evans Bank, NA  
JP Morgan Chase Bank  
JPMorgan Securities LLC  
M&T Bank  
Manufacturers & Traders Trust Company/Wilmington Trust, NA  
UBS Financial Services Inc.

## **IX. COLLATERALIZING OF DEPOSITS**

In accordance with the provisions of General Municipal Law, §10, all deposits of the Erie County Water Authority, including certificates of deposit and special time deposits, in excess of the amount insured under the provisions of the Federal Deposit Insurance Act shall be secured:

1. By a pledge of “eligible securities” with an aggregate “market value” as provided by GML §10, equal to the aggregate amount of deposits from the categories designated in Appendix A to the guidelines.
2. By an “irrevocable letter of credit” issued in favor of the Erie County Water Authority by a federal home loan bank whose commercial paper and other unsecured short-term debt obligations are rated in the highest rating category by at least one nationally recognized statistical rating organization, as security for the payment of 100 percent of the aggregate amount of deposits and the agreed-upon interest, if any.
- ~~2~~3. At the time investments are made collateral requirements are established to protect the underlying investments. The collateral is monitored daily until the extinguishment of the investments.
- ~~3~~4. At ~~C~~current market values which shall be ~~will be~~ reviewed monthly.

## **X. SAFEKEEPING AND COLLATERALIZATION**

Eligible securities used for collateralizing deposits shall be held by a third party, bank or trust company subject to written security and custodial agreements.

The security agreement shall provide that eligible securities are being pledged to secure the Authority's deposits together with agreed upon interest, if any, and any costs or expenses arising out of the collection of such deposits upon default. It shall also provide the conditions under which the securities may be sold, presented for payment, substituted or released and the events which will enable the Authority to exercise its rights against the pledged securities. In the event that the securities are not registered or inscribed in the name of the Authority, such securities shall be delivered in a form suitable for transfer or with an assignment in blank to the Erie County Water Authority or its custodial bank.

The custodial agreement shall provide that securities held by the bank or trust company, as agent of and custodian for, the Authority, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement should also describe that the custodian shall confirm the receipt, substitution or release of the securities. The agreement shall provide for the frequency of revaluation of eligible securities and for the substitution of securities when a change in the rating of a security may cause ineligibility. Such agreement shall include all provisions necessary to provide the Authority a perfected interest in the securities.

Securities issued in the Authority's name, for example commercial paper, will also be held by the custodian. These securities may not be released without prior written approval of the Authority.

## **XI. PERMITTED INVESTMENTS**

All investments of the Erie County Water Authority shall comply with:

1) The Authority's bond covenants contained in the following:

- Fourth General Water Revenue Bond Resolution dated July 9, 1992
- First Supplemental Resolution dated July 9, 1992 (Series 1992)
- 2003 Supplemental Resolution dated October 31, 2002 (Series 2003F)
- 2016 Supplemental Resolution dated August 30, 2016 (Series 2016)
- 2018 Supplemental Resolution dated June 28, 2018 (Series 2018)

2) Existing Statutory Law

3) Recommendations of the New York State Comptroller and other applicable government agencies

Per the above, the Erie County Water Authority authorizes the Chief Financial Officer to invest moneys not required for immediate expenditure for terms not to exceed its projected cash flow needs as follows:

a) Moneys held in the Funds and Accounts in respect of the Series ~~1998D~~, 2003F, 2016 and 2018 bonds shall only be invested in the following obligations:

1) Direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America.

2) Obligations of any agency, subdivision, department division or instrumentality of the United States of America; or obligations fully guaranteed as to interest and principal by any agency, subdivision, department, division or instrumentality of the United States of America.

3) New Housing Authority Bonds issued by public agencies or municipalities and fully secured as to the payment of both principal and interest by a pledge of annual contributions under an annual contributions contract or contracts with the United States of America or any agency thereof; or Project Notes issued by public agencies or municipalities and fully secured as to the payment of both principal and interest by a requisition or payment agreement with the United States of America or any agency thereof;

4) Direct obligations of, or obligations guaranteed as to principal and interest by, any state or direct obligations of any agency or public authority thereof, provided such obligations are rated, at the time of purchase, in one of the two highest rating categories by at least two nationally recognized Bond Rating Agencies;

5) Bank time deposits evidenced by certificates of deposit and bankers' acceptances issued by any bank or trust company (which may include the Trustee with respect to any series of the Authority's bonds) which is a member of the Federal Deposit Insurance Corporation, provided that such time deposits and bankers' acceptance (a) do not exceed at any one time in the aggregate five percent (5%) of the total of the capital and surplus of such bank or trust company, or (b) are secured by obligations described in items (1), (2), or (3) above, which such obligations at all times have a market value (exclusive of accrued interest) at least equal to such time deposits so secured;

6) Repurchase agreements with any bank or trust company (which may include the Trustee with respect to any series of the Authority's bonds), which is a member of the Federal Deposit Insurance Corporation, which such agreements are secured by securities which are obligations described in items (1), (2) or (3) above provided that each such repurchase agreement (a) is in commercially reasonable form and is for a commercially reasonable period, and (b) results in transfer to the Trustee for the Authority's bonds or the Authority of legal title to, or the grant to the Trustee for the Authority's bonds or the Authority of a prior perfected security interest in, identified securities referred to in items (1), (2) or (3) above which are free and clear of any claims by third parties and are segregated in a custodial or trust account held by a third party (other than the repurchaser) as the agent solely of, or in trust solely for the benefit of, the Trustee for the Authority's bonds or the Authority; provided that such securities



acquired pursuant to such repurchase agreements shall be valued at the lower of the then current market value of such securities or the repurchase price thereof set forth in the applicable repurchase agreement; and provided that such repurchase agreements comply with the restrictions specified in Section XIV of these guidelines.

7) Obligations consisting of notes, bonds and debentures which are direct obligations of a solvent corporation existing under the laws of the United States or any state thereof, provided that such investments shall be rated in the two highest rating categories established by at least two nationally recognized bond rating agencies;

8) Commercial paper which is rated at the time of purchase in the single highest classification, "A-1+" by Standard & Poor's and "P-1" by Moody's Investor Services, and which matures not more than 270 days after the date of purchase. ~~However, funds held with respect to the 1998D Series may not be invested in commercial paper;~~

9) Certificates or other obligations that evidence ownership of the right to payments of principal of or interest on obligations of the United States of America or any state of the United States of America or any political subdivision thereof or any agency or instrumentality of the United States of America or any state or political subdivision, provided that such obligations shall be held in trust by a bank or trust company or a national banking association meeting the requirements for a Trustee under the Authority's Bond Resolutions, and provided further that, in the case of certificates or other obligations of a state or political subdivision, the payments of all principal of and interest on such certificates or such obligations shall be fully insured or unconditionally guaranteed by, or otherwise unconditionally payable pursuant to a credit support arrangement provided by, one or more financial institutions or insurance companies or associations which shall be rated in the highest rating category by Moody's Investors Service, Inc. and Standard & Poor's Corporation, or, in the case of an insurer providing municipal bond insurance policies insuring the payment, when due, of the principal of and interest on municipal bonds, such insurance policy shall result in such municipal bonds being rated in the highest rating category by Moody's Investors Service, Inc. and Standard & Poor's Corporation;

10) Investment agreements rated, or the issuer of which is rated, in one of the two highest rating categories by at least two nationally recognized rating agencies and if rated by Moody's Investors Service or Standard & Poor's Corporation such investment agreements or the long term unsecured debt obligations of the issuer thereof must be rated in one of the two highest rating categories by the respective agency rating such investment agreements; and

11) Bonds, notes or other evidences of indebtedness rated "AA+" by Standard and Poor's Corporation and "Aaa" by Moody's Investor Services issued by the Federal National Mortgage Association (FNMA) or the Federal Home Loan Mortgage Corporation (FHLMC) with remaining maturities not exceeding three years. ~~However, funds held with respect to the 1998D Series may not be invested in bonds, notes or other evidences of indebtedness issued by FNMA or FHLMC;~~



12) Investments in a money market fund rated “AAAm” or “AAAm-G” or better by Standard & Poor’s Corporation;

13) Such other investments with respect to any Series of Bonds as shall be specified in the supplemental resolution pursuant to which such Series of Bonds was issued.

All investment obligations shall be payable or redeemable at the option of the Erie County Water Authority within such times as the proceeds will be needed to meet expenditures for purposes for which the moneys were provided and, in the case of obligations purchased with the proceeds of bonds or notes, shall be payable or redeemable at the option of the Erie County Water Authority within two years of the date of purchase.

## **XII. AUTHORIZED FINANCIAL INSTITUTIONS AND DEALERS**

The Erie County Water Authority shall maintain a list of financial institutions and dealers approved for investment purposes and establish appropriate limits to the amount of investments which can be made with each financial institution or dealer. All financial institutions with which the Authority conducts business must be credit worthy. Banks shall provide their most recent Consolidated Report of Condition (Call Report) at the request of the Erie County Water Authority. Security dealers not affiliated with a bank shall be required to be classified as reporting dealers affiliated with the New York Federal Reserve Bank, as primary dealers. The Chief Financial Officer is responsible for evaluating the financial position and maintaining a listing of proposed depositories, trading partners and custodians. Such listing shall be evaluated at least annually.

If the Authority deems it advisable to retain an investment banker, broker, agent, dealer or other investment advisor or agent to transact business with the Authority, it shall establish criteria for said individuals or firms covering the quality, reliability, experience, capitalization, size and any other factors that at the time the Authority feels pertinent before qualifying said firm to transact business with the Authority.

The Authority must have discretion over all investment transactions and must be supplied with adequate documentation for each transaction. All agreements must comply with the Investment Advisor’s Act of 1940 and applicable New York State and Federal laws. In addition, a separate agreement will be entered into with a third party custodian to hold all securities purchased by the investment advisor.

See Exhibit II for Authorized Financial Institutions and Dealers.

## **XIII. PURCHASE OF INVESTMENTS**

The Authority shall enter into a written contract covering each investment made by the Authority unless it shall determine by resolution that a written contract is not practical or that written contracts are not a regular business practice with respect to any specific investment or transaction.

The Chief Financial Officer is authorized to contract for the purchase of investments:

1. Directly, including through a repurchase agreement, from an authorized trading partner.
2. By participation in a cooperative investment program with another authorized governmental entity pursuant to Section 1054 of the Public Authorities Law where the specific program has been authorized by the governing board.
3. By utilizing an ongoing investment program with an authorized trading partner pursuant to a contract authorized by the governing board.

All investments in U.S. Government Securities shall be kept in “Book-Entry” form, and the securities may be retained by the banking institution involved. In such instances, the Authority shall have a duly executed agreement passing title to said securities to the Authority.

The written contract shall fully secure the Authority’s financial interest in each investment except where these guidelines describe circumstances where the Authority’s financial interest in any investment may be less than fully secured or collateralized.

Said contract shall recite the type and amount of collateral or insurance for each investment.

It shall establish a method of valuation of the collateral at not less than market value. The Chief Financial Officer, or someone delegated to act in his behalf, shall monitor the valuation of the collateral security not less than once every six (6) months and keep a record setting forth the valuation of said collateral security.

All purchased obligations, unless registered or inscribed in the name of the Authority, shall be purchased through, delivered to and held in the custody of a bank or trust company. Such obligations shall be purchased, sold or presented for redemption or payment by such bank or trust company only in accordance with prior written authorization from the officer authorized to make the investment. All such transactions shall be confirmed in writing to the Erie County Water Authority by the bank or trust company. Any obligation held in the custody of a bank or trust company shall be held pursuant to a written custodial agreement as described in General Municipal Law, §10.

The custodial agreement shall provide that securities held by the bank or trust company, as agent of and custodian for, the Authority, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities.

The agreement shall describe how the custodian shall confirm the receipt and release of the securities. Such agreement shall include all provisions necessary to provide the Authority a perfected interest in the securities.

#### **XIV. REPURCHASE AGREEMENTS**

Repurchase agreements are authorized subject to the following restrictions:

- All repurchase agreements must be entered into subject to a Master Repurchase Agreement.
- Trading partners are limited to banks or trust companies authorized to do business in New York State and primary reporting dealers.
- Obligations shall be limited to obligations of the United States of America and obligations guaranteed by agencies of the United States of America.
- No substitution of securities will be allowed.
- The custodian shall be a party other than the trading partner.

Maximum dollars to be invested with each bank or Trust Company is \$30 million except for proceeds received from a banking institution or state authority in relation to issuance of Authority bonds.

#### **XV. LOCKBOX**

1. A written contract must be entered into for lockbox services.
2. Customer water bill payments processed by a lockbox will be deposited into a Water System Revenue Account. This account will be collateralized in accordance with Section IX of these guidelines.

#### **XVI. ON-LINE BANKING SERVICE AGREEMENTS**

1. The customer water bill payments made on-line with a service organization acting on behalf of the paying bank will be electronically transferred into the Water System Revenue Account. In addition, customer deposits will be transferred into the Customer Deposit Account. These accounts will be collateralized in accordance with Section IX of these guidelines.

2. A written contract must be entered into for the transmission of customer payments made on-line.

## **XVII. REPORTING**

1. The Chief Financial Officer of the Authority shall report to the Authority's Board on the investments of the Authority not less than once each month.

2. The independent accounting firm retained by the Authority to perform the yearly audit of the Authority's books and records shall audit the investments of the Authority and make its report available to the members of the Authority at the time the members conduct the annual review and approval of these investment guidelines.

3. The Chief Financial Officer shall annually prepare for approval by resolution of the Authority an investment report which shall include these investment guidelines, any amendments to such guidelines since the last investment report, an explanation of these guidelines and amendments, the results of the annual independent audit of the schedule of investments, the investment income records of the Authority and a list of the total fees, commissions or other charges paid to each investment banker, broker, agent, dealer or advisor rendering investment associated services to the Authority since the last investment report. This investment report may be made a part of the Authority's annual report to the Authorities Budget Office.

**APPENDIX A**

Schedule of Eligible Securities  
for Collateralization of Deposits

- \_\_\_\_\_ (i) Obligations issued, or fully insured or guaranteed as to the payment of principal and interest, by the United States of America, an agency thereof or a United States government sponsored corporation.
  
- \_\_\_\_\_ (ii) Obligations issued or fully guaranteed by the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank, and the African Development Bank.
  
- \_\_\_\_\_ (iii) Obligations partially insured or guaranteed by any agency of the United States of America, at a proportion of the Market Value of the obligation that represents the amount of the insurance or guaranty.
  
- \_\_\_\_\_ (iv) Obligations issued or fully insured or guaranteed by the State of New York, obligations issued by a municipal corporation, school district or district corporation of such State or obligations of any public benefit corporation which under a specific State statute may be accepted as security for deposit of public moneys.
  
- \_\_\_\_\_ (v) Currency of the United State of America which constitutes legal tender.

## **EXHIBIT I**

The Erie County Water Authority Investment Guidelines have been constructed pursuant to the following laws:

General Municipal Law 10, 11 and 39

Banking Law 107a

Public Authorities Law 1055, 2824, 2890 and 2925

New York Office of the State Comptroller's Investment Guidelines  
for Public Authorities (Advisory Only)

New York Office of the State Comptroller's Financial Management Guide

Erie County Water Authority Bond Covenants

Investment Advisor's Act of 1940

## EXHIBIT II

### Authorized Financial Institutions and Dealers:

Bank of New York Mellon  
Capital Markets Advisors, LLC  
Evans Bank, N.A.  
Federal Home Loan Bank of New York  
Fitch Ratings  
Jefferies LLC  
JPMorgan Chase Bank  
JPMorgan Securities LLC  
Key Bank of New York  
M&T Bank  
Manufacturers & Traders Trust Company/Wilmington Trust, NA  
Moody's Investors Service  
New York State Environment Facilities Corporation  
Paymentus Corporation  
Standard & Poor's Rating Services  
UBS Financial Services Inc.  
United States Treasury