

E-12
V-E-4

AGREEMENT

THIS AGREEMENT made the _____ day of _____, 2022 by and among the following:

THE VILLAGE OF MAMARONECK, a municipal corporation of the State of New York having an office and place of business at 123 Mamaroneck Avenue, Mamaroneck, New York (the "Village"); and

THE TOWN OF MAMARONECK, a municipal corporation of the State of New York, having an office and place of business at 740 West Boston Post Road, Mamaroneck, New York 10543 (the "Town"); and

THE TOWN/VILLAGE OF HARRISON, a municipal corporation of the State of New York, having an office and place of business at 1 Heineman Place, Harrison, New York 10538 ("Harrison", and together with the Village and Town, the "Parties"); and

WESTCHESTER JOINT WATER WORKS, a public benefit corporation of the State of New York formed by an act of the NYS Legislature (Chapter 654 of the Laws of New York, 1927) having an office and principal place of business at 1625 Mamaroneck Avenue, Mamaroneck, New York 10543 ("WJWW").

WHEREAS, the Parties are the three member municipalities of the WJWW ("Member Municipalities"); and

WHEREAS, on November 26, 2019, the United States Environmental Protection Agency ("EPA") issued an Administrative Order (SDWA-02-2020-8001) which, in addition to a previously ordered Corrective Action Plan, included an obligation to commence design of a filtration plant to treat the surface water drawn from WJWW's Rye Lake water source, and as a result, WJWW has proposed to construct and operate a 30-MGD Dissolved Air Flotation/Filtration (DAFF) water filtration facility (the "Project") as a means to comply with the EPA Administrative Order, comply with all standards for clean drinking water and maintain the health and safety of its water consumers; and

WHEREAS, the Project is subject to and is undergoing a comprehensive review under the State Environmental Quality Review Act ("SEQRA"), which must be completed before WJWW and the Parties may undertake, fund or approve the Project; and

WHEREAS, on behalf of its Member Municipalities, WJWW is preparing to submit an application to the Water Infrastructure Improvement Act (WIIA) Grant and the Intermunicipal Water Infrastructure Grant programs administered by the NYS Environmental Facilities Corporation for potential grant funding of \$30 million (the "Grant") which, if awarded, would be a benefit to the public and applied to defray the cost of the Project; and

WHEREAS, the purpose of this Agreement is to facilitate the aforementioned application for the Grant, the submission deadline for which will pre-date the anticipated completion of the SEQRA process for the Project and does not commit WJWW or the Parties to undertake, fund or approve the Project.

NOW, THEREFORE, THE PARTIES DO HEREBY AGREE AS FOLLOWS

1. The Parties agree that the preparation and submission of the Grant application for review and consideration does not commit the Parties to undertake, fund or approve the Project prior to the completion of the SEQRA process and is in the best interest of the public since it has the potential to result in an award of funding at a significant level.
2. The Parties agree that the Project represents a Joint Capital Project and, as with all such projects, the cost of which is to be shared based upon the structure of the WJWW as set forth in its enabling legislation.
3. Upon final approval of the Project, the Village, the Town and Harrison will each be responsible for its respective share of the cost of the Project as determined by each Party's percentage share of the total gallons of water sold within the three (3) member municipalities. Based on the 2018 audited financial statement referenced in WJWW's December 17, 2019 resolution relating to the proposed Project, the percentages are as follows:

- (a) Village of Mamaroneck – 27.7%;
- (b) Town of Mamaroneck – 16.7%; and
- (c) Town/Village of Harrison – 55.6%

4. Each Party is prepared to adopt a Bond Resolution to provide funding for its entire share of the Project should it be necessary.
5. If the application results in an award of the Grant, upon compliance with SEQRA, WJWW may enter into an agreement on behalf of the Parties for acceptance and processing of the Grant, with all Grant proceeds to be used toward the Project, through reimbursement of costs directly incurred by WJWW related to the Project and/or for costs related to the Project charged directly to the WJWW Member Municipalities.

THIS AGREEMENT shall be approved by each Party's governing board and shall be executed by the Chief Executive Officer of each Member Municipality.

THIS AGREEMENT may be executed simultaneously in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the below listed parties have caused this Agreement to be executed as of the date first written above.

THE VILLAGE OF MAMARONECK

By _____

Name:

Title:

Authorized by action of the Village Board dated : _____

THE TOWN OF MAMARONECK

By _____

Name:

Title:

Authorized by action of the Village Board dated : _____

TOWN/VILLAGE OF HARRISON

By _____

Name:

Title:

Authorized by action of the Harrison Board dated : _____

WESTCHESTER JOINT WATER WORKS

By _____

Name: Paul Kutzy, P.E.

Title: WJWW Manager