

## **AGREEMENT**

THIS AGREEMENT made the \_\_\_\_\_ day of \_\_\_\_\_, 2023 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 having an office and principal place of business at 1625 Mamaroneck Avenue, Mamaroneck, New York 10543 (“WJWW”).

WHEREAS, the Parties are the member municipalities of the WJWW (“Member Municipalities”); and

WHEREAS, on behalf of its Member Municipalities, the WJWW has submitted/will be submitting applications for various funding programs -Water Infrastructure Improvement Act (WIIA) Grant, Intermunicipal Grant (IMG), New York State Drinking Water State Revolving Fund (DWSRF) Subsidized Loans, all three programs administered by the NYS Environmental Facilities Corporation (NYS EFC) - as well as applications for other potential sources of Federal or New York State funding for its Rye Lake Filter Plant Project (“Project”); and

WHEREAS, the Parties have agreed to share the cost and debt related to the project based upon the structure of the WJWW as set forth in its enabling legislation.

NOW, THEREFORE, THE PARTIES DO HEREBY AGREE AS FOLLOWS

1. The Village, the Town and Harrison will each be responsible for its respective share of the cost of the project and related financing as determined by each Party's percentage share of the total gallons of water sold within the three (3) member municipalities for the most recent year for which there is an audited financial statement (2018) relative to the date the project was initially approved (December 17, 2019) by the WJWW Board of Trustees. Based on the 2018 audited financial statement, 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%
  
2. Each Party will adopt a Bond Resolution to provide funding should it be necessary, for its entire share of the project. Based on a \$138,000,000.00 total currently estimated project cost, the shares are as follows:
  - (a) Village of Mamaroneck \$38,226,000.00;
  - (b) Town of Mamaroneck \$23,046,000.00; and
  - (c) Town/Village of Harrison \$76,728,000.00
  
3. WJWW shall disburse all proceeds it receives in connection with the Project from any Federal or New York State funding programs, including but not limited to WIIA Grant, IMG Grant or DWSRF, to the Member Municipalities proportionately using the same percentages by which the Member Municipalities will fund the Project and each Member Municipality shall account for the amounts it receives based upon the applicable accounting rules for grant or subsidized financing proceeds.

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 following listed parties have caused this Agreement to be executed as of the date first written above.

WESTCHESTER JOINT WATER WORKS

By \_\_\_\_\_

Name: Paul Kutzy, P.E.

Title: WJWW Manager

By \_\_\_\_\_

Name: Thomas A. Murphy

Title: WJWW Trustee

By \_\_\_\_\_

Name: Jaine Elkind Eney

Title: WJWW Trustee

By \_\_\_\_\_

Name: Richard Dionisio

Title: WJWW Trustee

(Continued)

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 : \_\_\_\_\_