

NEW YORK CITY WATER BOARD

February 26, 2007

RESOLUTION

WHEREAS, the City of New York (the “City”) acting by and through the New York City Department of Environmental Protection (“DEP”) entered into an agreement with the Village of Brewster (the “Village”), in Putnam County, dated July 24, 2000 (the “Agreement”), for the design, reconstruction and upgrade of the Brewster Wastewater Treatment Plan (“WWTP) which is owned and operated by the City; and,

WHEREAS, the City desires to relocate and reconstruct the Brewster WWTP from its present location at Railroad Avenue and Morningthorpe Avenue, identified as the “Site”, for the purpose of removing the Brewster WWTP from the flood plain of the East Branch of the Croton River, to another parcel of City owned property located at Marvin Avenue and Park Street, identified as the “Property”; and

WHEREAS, there is a potential threat to water quality posed by failing septic systems throughout the Village that could be eliminated by the establishment of a sewer collection system that includes, where necessary, the repair or replacement of the existing sewers and the construction of new sewers that together will collect sewage from throughout the Village and convey and treat it at the Brewster WWTP (Sewer System); and,

WHEREAS, the Village sought financial assistance to design and construct the Sewer System to collect sewage from the entire Village and to have the Brewster WWTP treat all sewage received from the Sewer System; and,

WHEREAS, in exchange for financial assistance from the City to the Village for the design and construction of the Sewer System, the Village has offered to relocate and reconstruct the Brewster WWTP on the Property, upgrade it to meet the “Watershed Regulations” pursuant to the “Rules and Regulations for the Protection from

Contamination, Degradation and Pollution of the New York City Water Supply and its Sources”, and thereafter to own and operate the Sewer System and Brewster WWTP and the underlying property in perpetuity; and,

WHEREAS, the planning, design and reconstruction of the Brewster WWTP includes the design for the reconstruction of the Brewster WWTP on the Property, the upgrade of the Brewster WWTP on the Property to meet the requirements of the Watershed Regulations, the demolition of the existing Brewster WWTP on the site, the removal of the impervious surfaces to grade at the site, and the conversion of the site to a previous passive recreation area; and,

WHEREAS, the Village will include in the design of the Brewster WWTP a seven thousand five hundred square foot laboratory for the exclusive use by DEP that meets laboratory facility plans and specifications provided by DEP and the Village will include in the design of such laboratory facility water, gas and electric utility services, the cost of which will be included in the Operation and Maintenance of the WWTP; and,

WHEREAS, the conveyance of a WWTP and the property beneath it constitutes a disposition of real property subject to the Agreement of Lease, dated as of July 1, 1985, as amended (as so amended, the “Lease”) between the City and the New York City Water Board (the “Board”); and,

WHEREAS, pursuant to Section 11.1 (d) (ii) of the Lease, the City may, with the prior written consent of the Board, dispose of certain portions of the Leased property which, in the reasonable judgment of the Board, do not interfere with the operation and maintenance of the sewer systems and the collection of revenues from such system; and,

WHEREAS, by letter dated January 18, 2007, William Pfang, P.E., Project Director, Metcalf & Eddy of New York, Inc. confirmed that they have evaluated the property transfer from the City of New York to the Village of Brewster, and have

concluded that such transfer provides benefits to the City, and that it will have no adverse impact on the operation of the water and wastewater system serving the City of New York, and

WHEREAS, the New York State General Municipal Law, Article 5 Section 72H authorizes the transfer of real property between municipalities; and,

WHEREAS, the Board, at its meeting on January 19, 2007 requested additional information be provided before consenting to the dispositions contemplated and such additional information has been provided to the Board in the form of a memorandum dated January 29, 2007, from Mark Hoffer, DEP General Counsel, it is therefore,

RESOLVED, that the Board hereby gives its consent to convey the Brewster WWTP and the parcel of land underlying it to the Village in fee simple; and be it further

RESOLVED, that the Board hereby gives its consent to convey the Parking Garage premises to the Village with the City retaining a right of reverter in the event that the premises is required for water quality purposes; and be it further

RESOLVED, that the officers of the Board be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Board to execute such agreements and other instruments, and to take such other actions, as they or any of them deem necessary or appropriate to effectuate the foregoing resolution.