

SECOND AMENDMENT AND SUPPLEMENT TO CORPORATION AGREEMENT

between

THE COUNTY OF PUTNAM

and

EAST OF HUDSON WATERSHED CORPORATION

THIS SECOND AMENDMENT AND SUPPLEMENT TO CORPORATION AGREEMENT ("Amendment"), dated the 28th day of September, 2026, by and between THE COUNTY OF PUTNAM, a municipal corporation of the State of New York, having an office and place of business at 40 Gleneida Avenue, Carmel, New York 10512, (hereinafter referred to as the "County") and the EAST OF HUDSON WATERSHED CORPORATION (hereinafter referred to as the "Corporation"), an independent locally-based and locally administered not-for-profit corporation, organized and existing under Section 1411 of the New York State Not-For-Profit Corporation Law and having its principal office at 2 Route 64, Patterson, New York 12563 (the County and the Corporation being collectively referred to as the "Parties");

WHEREAS, the Corporation is a not-for-profit corporation established to, among other things, administer, coordinate and implement the East of Hudson regional stormwater retrofit plans approved by the New York State Department of Environmental Conservation ("NYSDEC"), as more fully described herein; and

WHEREAS, the County is a regulated municipal separate storm sewer system community and is obligated to develop a Stormwater Management Program which includes, but is not limited, to a stormwater retrofit plan; and

WHEREAS, the County, a member of the Corporation, together with the other members of the Corporation, are municipalities which lie wholly or partially within that part of the New York City watershed lying east of the Hudson River ("EOH Watershed"); and

WHEREAS, all of the municipalities who are members of the Corporation are subject to the terms and requirements of the Municipal Separate Storm Sewer Systems ("MS4") SPDES General Permit No. GP-0-24-001 issued by the NYSDEC ("the MS4 Permit"), which, among other things, requires MS4s located in watersheds that exceed their Total Maximum Daily Load (TMDL) to address watershed specific additional requirements to achieve specified pollutant load reductions and to implement stormwater retrofit projects; and

WHEREAS, pursuant to the MS4 Permit, the Corporation expects to submit a third five-year regional stormwater retrofit plan to be approved by NYSDEC for compliance with the applicable MS4 Permit (hereinafter said plans and any NYSDEC-approved revisions, amendments or extensions thereof should be referred to as the "Regional Stormwater Retrofit Plans"); and

WHEREAS, the New York City Department of Environmental Protection ("NYCDEP") previously provided funds to the County in connection with the execution of the 1997 Watershed Memorandum of Agreement ("Watershed MOA"), including without limitation, the certain agreement by and between NYCDEP and the County, dated January 21, 1997, annexed to the Watershed MOA ("Program Agreement"), to create the East of Hudson Water Quality Investment Program ("EOH WQIP Funds"); and

WHEREAS, the County and the Corporation entered into an agreement dated June 12, 2012 (the "Original Corporation Agreement") pursuant to which the County transferred to the Corporation the sum of Eight Million Two Hundred Thousand Dollars (\$8,200,000.00) (the "2012 WQIP Funds") to facilitate the administration, design, construction management, construction, and operation and maintenance of certain eligible projects included in the Regional Stormwater Retrofit Plans, as defined in the Corporation Agreement; and

WHEREAS, the County and the Corporation entered into an Amendment to Corporation Agreement dated as of May 10, 2016 ("the "Amendment to Corporation Agreement", and together with the Original Corporation Agreement, the "Corporation Agreement") pursuant to which the parties agreed to authorize the use of 2012 WQIP Funds by the Corporation for the second five year stormwater retrofit plan as referred to therein; and

WHEREAS, the members of the Corporation formed the Corporation in order to assist them in complying with their obligations to implement their respective Regional Stormwater Retrofit Plans as required by the MS4 Permit; and

WHEREAS, the members of the Corporation agree to, among other things, cooperate in achieving their shared goal of meeting the heightened requirements under the MS4 Permit; and

WHEREAS, the Corporation is nearing completion of implementation of the second five-year stormwater retrofit plan and wishes to use remaining 2012 WQIP Funds toward the administration, design, construction, implementation, operation and maintenance of stormwater retrofit projects, including administrative expenses associated therewith, identified within the third five-year stormwater retrofit plan to be approved by NYSDEC for compliance with the MS4 Permit, and the Corporation has requested and the County has agreed to amend the Corporation Agreement to authorize the Corporation to do so; and

WHEREAS, the purposes of this Amendment are (1) to authorize the use of 2012 WQIP Funds by the Corporation; and (2) distribute \$1,500,000 in additional EOH WQIP Funds to the Corporation, in each case to be used toward the administration, design, construction, implementation, operation and maintenance of stormwater retrofit projects, including administrative expenses associated therewith, identified within the third five-year stormwater retrofit plan to be approved by NYSDEC to achieve compliance by Putnam County municipalities in the New York City Watershed with the applicable MS4 Permit;; and

WHEREAS, the County, the County of Westchester ("Westchester") and the NYCDEP have agreed to execute a letter agreement approving the transfer of the reporting requirements and obligations related to the funds disbursed from the County to the Corporation ("DEP Letter Agreement"), as provided herein; and

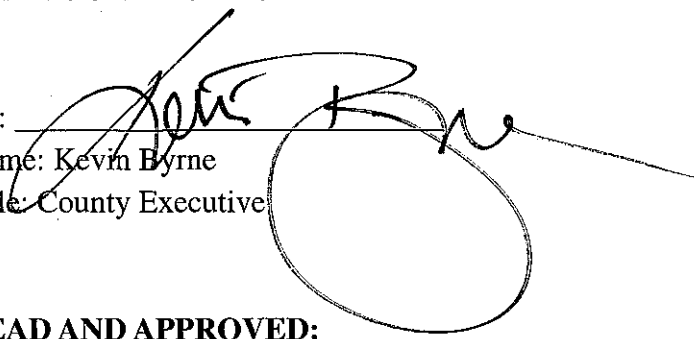
WHEREAS, NYCDEP has agreed that the surviving clauses of the Program Agreement will be amended to permit the transfer of the County's reporting requirements and related obligations thereunder, including without limitation, Section 4 "Right to Audit and Records", to the Corporation for so long as it has control of the funds, which shall become effective upon execution of the DEP Letter Agreement.

NOW, THEREFORE, in consideration of the terms and conditions herein contained, the parties agree as follows:

1. The Corporation Agreement is hereby further amended and supplemented to authorize the use of 2012 WQIP Funds by the Corporation toward the administration, design, construction, implementation, operation and maintenance of stormwater retrofit projects, including administrative expenses associated therewith, identified within the third five-year stormwater retrofit plan to be approved by NYSDEC to achieve compliance by Putnam County municipalities in the New York City Watershed with the applicable MS4 Permit.
2. The Corporation Agreement is hereby further amended and supplemented to provide for distribution to the Corporation of an additional amount of \$1,500,000 ("Additional WQIP Funds") in WQIP Funds available to Putnam County pursuant to the Program Agreement, and to authorize the use of such Additional WQIP Funds by the Corporation toward the administration, design, construction, implementation, operation and maintenance of stormwater retrofit projects, including administrative expenses associated therewith, identified within the third five-year stormwater retrofit plan to be approved by NYSDEC to achieve compliance by Putnam County municipalities in the New York City Watershed with the applicable MS4 Permit.
3. The Corporation shall provide updated insurance certificates to the County in accordance with the terms of the Corporation Agreement.
4. All other provisions of the Corporation Agreement remain in full force and effect in all respects and are applicable, without limitation, to the use of WQIP Funds as authorized by this Amendment.

IN WITNESS WHEREOF, the parties have caused this Amendment to be executed as of the day and year first above written by their duly authorized representatives.

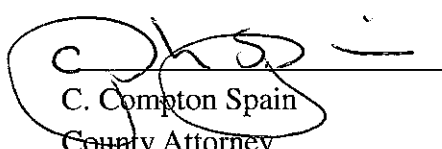
THE COUNTY OF PUTNAM:

By: 

Name: Kevin Byrne

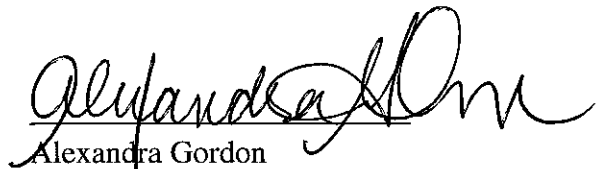
Title: County Executive

READ AND APPROVED:


C. Compton Spain

County Attorney

County of Putnam


Alexandra Gordon

Acting Commissioner of Finance

County of Putnam

EAST OF HUDSON WATERSHED CORPORATION

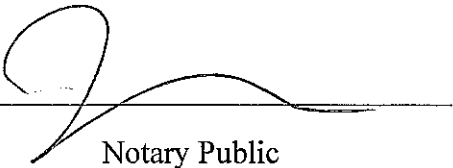
By: 

Name: Richard Williams, Sr.

Title: President

STATE OF NEW YORK)
)SS:
COUNTY OF PUTNAM)

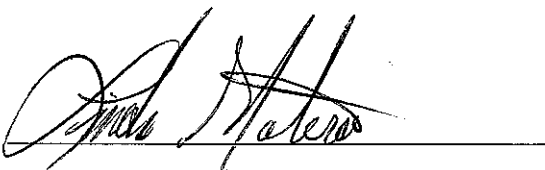
On this 28th day of September, 2026, before me, the undersigned, a Notary Public in and for said State, personally appeared Kevin Byrne, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

JENNIFER L CARUSO
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 02CA6395487
Qualified in Putnam County
My Commission Expires Sept. 15, 2027

STATE OF NEW YORK)
)SS:
COUNTY OF PUTNAM)

On this 27 day of August, 2026, before me, the undersigned, a Notary Public in and for said State, personally appeared Richard Williams, Sr., personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

LINDA MATERA
Notary Public - State of New York
No. 01MA6381157
Qualified in Dutchess County
My Commission Expires Sept. 24, 2030