PASSAIC VALLEY WATER COMMISSION

12-MONTH CONTRACT FOR THE RENEWAL OF MAINTENANCE OF PVWC'S PROPRIETARY SOFTWARE SYSTEM

PVWC'S FINANCIAL CERTIFICATION SHEET

EXHIBIT B

OFFICE OF THE COMPTROLLER

CERTIFICATION OF AVAILABILITY OF FUNDS

It is hereby certified that subject to Commission approval of future Budgets, with respect to multi-budget year contracts, there are or will be sufficient available funds for expenditures to be incurred as result of any contract or commitment to be entered into by Passaic Valley Water Commission as follows:

Description of Project or Contract : Central Square (Formally **Superion)**

Amount of Project or Contract: $ 74,186.57

1. Acct: # 001-0901-419-95-02 Capital / Pre-Paid Service Contracts

Specific Appropriation to which expenditures will be charged: Capital Budget 2019

Other comments: Twelve (12) Month Contract Commencing: October 2019
System Software Semi-Annual Maintenance

Date of Certification: 09/06/2019 Certified: $74,186.57

Yitzchak Weiss
Comptroller and Chief Financial Officer

YW:gbl

RESOLUTION #19-97
RESOLUTION OF PASSAIC VALLEY WATER COMMISSION
UPGRADE OF PVWC'S EXISTING PROPRIETARY NIMS
FILTRATION CONTROL SOFTWARE
DATE OF ADOPTION: SEPTEMBER 18, 2019

Approved as to form and legality by Law Department on the basis of facts set forth by Executive Director, Purchasing, and Finance Departments.

Introduced by Commissioner: **VANNOY**

Seconded by Commissioner: **KOLODZIEJ**

WHEREAS, Passaic Valley Water Commission (PVWC) utilizes a proprietary Network Interface Manager System (NIMS) provided and maintained by Westlock Controls Corporation of Saddle Brook, New Jersey (Westlock Controls) for automated control of PVWC's thirty six (36) granular activated carbon biological filters at the Little Falls Water Treatment Plant; and

WHEREAS, the existing NIMS proprietary software, which is obsolete and nearing or at the end of its useful life, will be replaced by Westlock Controls with upgraded NIMS software which will not only address the above concerns, it will also provide operational enhancements to improve reliability, functionality, and operational efficiency of the NIMS filtration control system; and

WHEREAS, in response to PVWC's request, Westlock has provided a quotation dated May 8, 2019 (the Westlock Quotation) for proprietary software, which may be negotiated pursuant to N.J.S.A. 40A: 11-5 (dd), to provide necessary goods and services for implementation of the NIMS upgrade, and a copy of the Westlock Quotation is attached hereto and made a part hereof as an attachment to the Director of Purchasing's memorandum referenced and included in Exhibit A below; and

WHEREAS, implementation of the NIMS upgrade (and related invoicing) shall be in accordance with the schedule and breakdown,

and in the total not-to-exceed amount of $110,795.00; all as set forth in the Westlock Quotation; and

WHEREAS, a copy of PVWC's Purchasing Department's memorandum dated September 9, 2019 (along with a copy of the Westlock Quotation is attached hereto and made a part hereof as Exhibit A; and

WHEREAS, the Executive Director and the Director of Engineering (and the General Counsel as to form and legality) concur with the Purchasing Department's recommendations; and

WHEREAS, PVWC's Comptroller has certified, with respect hereto, that funds are currently available for said purpose and said certificate is attached hereto and made a part hereof as Exhibit B; and

WHEREAS, it is in the best interest of PVWC, its users and constituent municipalities for PVWC to approve implementation of the upgrade of PVWC's existing proprietary NIMS filtration control software;

NOW, THEREFORE, BE IT RESOLVED, by Passaic Valley Water Commission, in the County of Passaic, New Jersey:

1. That PVWC hereby authorizes and approves the Westlock Quotation in the total not-to-exceed amount of $110,795.00 for the upgrade of PVWC's existing proprietary NIMS filtration control software; all as described hereinabove and set forth therein; and
2. PVWC hereby authorizes an appropriate official of the PVWC, and such other officers, employees and officials of the PVWC, to perform such acts and execute such documents as are necessary to implement the terms and intentions of this Resolution; and
3. That this matter shall be advertised as required by New Jersey law, in accordance with an appropriate form of notice, and a copy of this Resolution shall be placed on file and made available

for public inspection at the office of the Administrative Secretary of Passaic Valley Water Commission.

RECORD OF COMMISSION VOTE ON FINAL PASSAGE

	AYE	NAY	ABSTAIN	ABSENT
FRIEND, G.	X			
VANNOY, R.	X			
LEVINE, J.	X			
KOLODZIEJ, J.	X			
VAN RENSALIER, R.	X			
RODRIGUEZ, I.	X			
SANCHEZ, R.	X			

Adopted at a meeting of Passaic Valley Water Commission.

President
RIGO SANCHEZ

Secretary
ROBERT VANNOY

This Resolution, when adopted, must remain in the custody of the Administrative Secretary.

CERTIFICATION

I, LOUIS AMODIO, Administrative Secretary of the Passaic Valley Water Commission in the County of Passaic, and the State of New Jersey do hereby certify that the foregoing Resolution is a true copy thereof of the foregoing Resolution duly passed and adopted by a majority of a legal quorum of the full membership of the Passaic Valley Water Commission at its duly noticed and convened meeting of the said Commission on September 18, 2019.

LOUIS AMODIO
Administrative Secretary

PASSAIC VALLEY WATER COMMISSION

UPGRADE OF PVWC'S EXISTING PROPRIETARY NIMS FILTRATION CONTROL SOFTWARE

PVWC'S PURCHASING DEPARTMENT'S MEMORANDUM DATED SEPTEMBER 9, 2019

WESTLOCK CONTROLS' QUOTATION DATED MAY 8, 2019

EXHIBIT A

PASSAIC VALLEY WATER COMMISSION

INTER-OFFICE MEMO

DATE: September 9, 2019

FROM: Purchasing Department

TO: Joseph A. Bella
George T. Hanley
Yitzchak Weiss

RE: Westlock Controls – Proprietary Software (NIMS System)

The Operations Department is requesting permission to Purchase Proprietary Software (NIMS System) $110,795.00, to replace obsolete granular activated carbon biological filters at the Little Falls Water Treatment Plant. (Certification of Funds Attached)

Respectfully submitted,

Gregg B. Lucianin
Buyer

cc: L. Amodio
J. Duprey

WESTLOCK
CONTROLS CORPORATION

280 Midland Avenue
Saddle Brook, NJ 07663

Tel: 201.794.7650
Fax: 201.794.0913

May 8, 2019

Passaic Valley Water Commission
Water Superintendent Wendy Simone

Dear Wendy;

This letter is to inform you regarding the current status of the Westlock Controls Network Interface Manager (NIM) for the Modbus systems. The NIM design is based on the industrial PC architecture and uses a proprietary communication to control the field devices. The NIM is a unique product only manufactured by Westlock Controls.

The main component of the NIM is the Single Board Computer (SBC). This component and the Network boards controlling communication to the field devices can't be manufactured or sold anymore because they contain obsolete electronic components.

Currently we can no longer supply or support the replacement of parts or whole NIM unts. As a proposed solution for the need of new NIMs we have committed to design a new NIM for Passaic Valley Water Commission as detailed on separate quote/proposal.

Please feel free to contact me with any question or concerns on this matter.

Thank you,

Kevin Connell | Regional Sales Manager | Westlock Controls Corporation | 280 N. Midland Ave., Ste. 258 |Saddle Brook, NJ 07663 | Mobile: (516) 647-0569 | E-mail: KConnell@westlockcontrols.com | www.westlockcontrols.com

NEWS! A business of Crane Co.

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5 Quotation No: 20180503

Westlock is committed to provide customers with excellent long lasting service and truly interested in the NIM redesign however needs user assurance/contract to make substantial financial investment that will be required to redesign product.
Such contract will be in form of placing an order to purchase two units of the next generation at the higher price. It will help Westlock offsetting part of the development cost. Without such commitment Westlock will be forced to obsolete product and due to the component obsolesce won't be able support product anymore.
After product is redesign the expected selling price of the new NIM will be about 60% lower so the initial investment will be recovered quickly. Modularity of the system will allow purchasing only required components further lowering cost of the ownership.

1	1	4 redesigned NIM's with 1 dual loop networking cards each.	8 months ARO	$103,800.00	$103,800.00
2	1	Updated system documentation	8 months ARO	$5,000.00	$5,000.00
3	1	Optional service: NIM Installation and commissioning. Standard service cost will apply.	1 Day- Day Rate Engineer	$1000.00	$1000.00
4	1	Telenetics Diagnostic Soft ware	In stock	$995.00	$995.00
		Total			$110795.00

Payment terms:
100% Purchase order Amount to be issued.
Down payment – 40% of the item 1 (Net 30)
60% Invoiced at time of Completion/Shipment. (Net 30)

CRANE

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Proposal to redesign Intellis System:
NIM,
Handheld,
Field Device - PAC.
Telanetics Software
Ver.2
March18, 2019 for PVWC

CRANE

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Table of contents:

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1 Introduction

1.1 Purpose

Purpose of this document is to address obsolesce concerns of the Westlock Intellis System and put forth proposal for a new, modular gateway that will replace NIM. There has been some discussion that new solution should have also new features. Addressing of the new features will be covered in the phase 2 design after such features are defined and approved.

2 Current state of the system and known issues

The Westlock Intellis System consists of the following components

- NIM (Network Interface Manager): Communication Gateway for field valves
- Handheld Communicator: Configuration and calibration tool
- Intells Network Controllers: Valve control monitors
- Telanetics: Configuration and Diagnostic software

2.1 Known Hardware Issues of the NIM

The NIM design is based on the industrial PC-AT architecture.

1. The AT architecture of the Industrial PC is outdated and vital components of that system are no longer available.
2. Due to the high power consumption of the NIM, is required to have enclosure cooling fans running 100 percent of the time. Fans seizes after few years of operation requiring repair.
3. 400W Power supply has its own cooling fan that seizes after few years of operation.
4. The main component of the NIM is the AT style Single Board Computer (SBC). This component can't be purchased anymore.
5. Network boards controlling communication to the field devices can't be made anymore as they contain obsolete components.
6. Cost of the solution based on the Industrial PC is very high and not justified anymore considering provided functionality. Product needs to be redesigned.

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2.2 Handheld communicator

Hardware of the handheld has been updated 5 years ago and doesn't need any changes at this time.

2.3 Field Device (PAC)

PAC's hardware is updated and can be manufactured

2.4 Known Software issues –Telanetics

Telanetics software is optional and not required for the NIM operation.
Currently up-to-date, doesn't require any update.

3 Summary of the current state and conclusion

All system components reached maturity level however still can be supplied for many years with exception to the NIM. At present time achieving NIM functionality doesn't require use of the complex industrial computers anymore. A design based on the latest low power processors will be much smaller and will consume much less energy therefore will not require cooling fans. The operational life will be extended drastically due to the lack of any moving parts. Further the enhanced processing power will increase communication speed between functional blocks of the NIM resulting in faster time of system response.
The new NIM will be fully backward compatible. Modbus address setup will be utilizing DIP switches so no additional training of the service personnel will be necessary.

4 Definitions of the new NIM

4.1 Main functional features of the new design

1. The new NIM will be a direct replacement for the old NIM, in particular identical setup method utilizing DIP switches.
2. Fully backward compatible replacement for the old NIM at lower cost and higher reliability.
3. Installation of the new NIM will reuse existing field wiring.
4. New design will eliminate problems of obsolete components for next 15-20 years.
5. NIM will have identical Modbus RTU ports with option of Modbus TCP port.
6. Compatible with existing installation of Telenatics software

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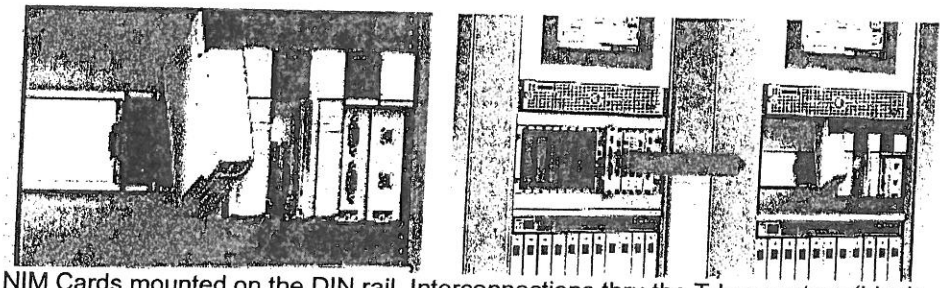
7. Additional diagnostic LED's will provide easy readable status of the NIM hardware and communication to the field devices (valves)
8. Additional USB port will provide diagnostic data for the service personnel. In the old NIM such data was accessible but required external keyboard and VGA monitor. In contrary to the current NIM diagnostic inquiry over that port won't be interfering with the NIM operation.
9. Due to the system modularity any replacement of the cards can be done without removing cover and will be "hot swappable". Cards will be identical reducing needed inventory.
10. In contrast to the current design the new NIM will be modular and can be mounted on DIN rail.
11. The adapter plate will be provided allowing mounting of the DIN rail to the to the 19" rack (mechanical backward compatibility).
12. The NIM will not contain internal power supply. An "off the shelf" DIN mounted 24VDC power supply from multiple vendors can be used.
13. Westlock can provide service personnel that will seamlessly replace outdated NIMs.

4.2 Mechanical features

Off the shelf customizable enclosures will be utilized for the new design greatly expediting time to market. Together with a large PCB (Printed Circuit Board) assembly area, this multi-functional enclosure system offers a high functionality. The din rail T-bus connectors will allow chained connections between three functional blocks of the system: Powers supply, Main controller and Networking cards.



NIM Cards mounted on the DIN rail. Interconnections thru the T-bus system (black piece mounted directly to the rail)

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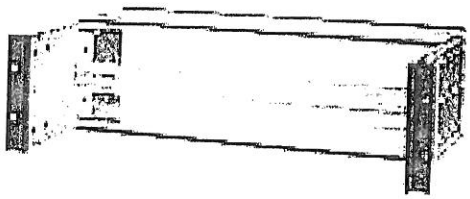
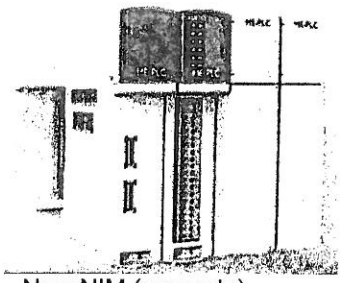
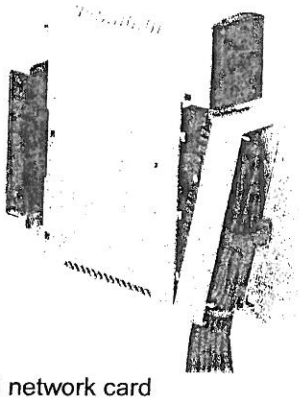


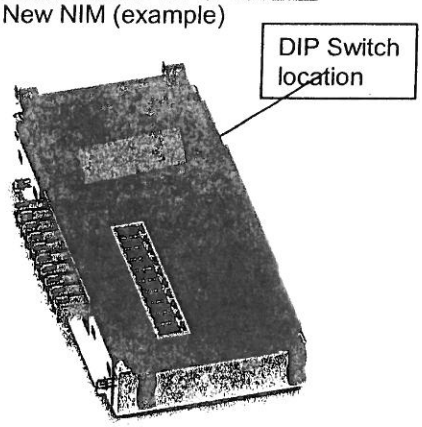
DIN to 19" rack adapter



New NIM (example)



NIM network card



DIN rail connector

- Connection technology positioned in the front of the housing
- Easy insertion and removal, thanks to lever technology
- Completely pre-assembled with quick push-in spring connection for up to 36 positions
- DIN rail connector for communication between modules.

50-pos. in DIN rail and 40-pos. in device (on the above picture)

- For fast and convenient NIM cards replacement the Dip switches will be located on the DIN rail connector (picture above). All NIM networking cards will be identical so replacing will not require setting. The card will read switch setting from the DIN rail connector.

CRANE

PASSAIC VALLEY WATER COMMISSION

UPGRADE OF PVWC'S EXISTING PROPRIETARY NIMS FILTRATION CONTROL SOFTWARE

PVWC'S FINANCIAL CERTIFICATION SHEET

EXHIBIT B

OFFICE OF THE COMPTROLLER

CERTIFICATION OF AVAILABILITY OF FUNDS

It is hereby certified that subject to Commission approval of future Budgets, with respect to multi-budget year contracts, there are or will be sufficient available funds for expenditures to be incurred as result of any contract or commitment to be entered into by Passaic Valley Water Commission as follows:

Description of Project or Contract: **Proprietary Software – Westlock Controls**

Amount of Project or Contract: $110,795.00

1. Acct: # 001-0901-419-95-07 Purchases /Computers & Software

Specific Appropriation to which expenditures will be charged: Budget 2019/2020

Other comments: One (1) Year Agreement Commencing: September 2019
Proprietary Software for Our NIMS System

Date of Certification: 09/09/2019 Certified: $110,795.00

Yitzchak Weiss
Comptroller and Chief Financial Officer

YW:gbl

RESOLUTION #19-98
PASSAIC VALLEY WATER COMMISSION
RESOLUTION AUTHORIZING A DEVELOPER'S AGREEMENT

Riverside Redevelopment Project, Located at Block 2507 Lot 13, City of Paterson, County of Passaic, New Jersey

DATE OF ADOPTION: SEPTEMBER 18, 2019

Approved as to Form and Legality by Law Department on basis of facts set forth by the Executive Director, Purchasing, Engineering, and Finance Departments.

Introduced by Commissioner: **VANNOY**

Seconded by Commissioner: **RODRIGUEZ**

WHEREAS, Passaic Valley Water Commission (herein "PVWC") is a public entity engaged in the business of operating a "Waterworks" pursuant to N.J.S.A. 40:62-109 et seq., and related statutes and performing functions generally associated with being a water purveyor; and

WHEREAS, Riverside Senior Associates 2017, LLC and Harris Townhouses Associates 2017, LLC (individually and collectively referred to herein as the "Developer") are limited liability companies of the State of New Jersey having principal offices at 832 Germantown Pike, Suite 5, Plymouth Meeting, Pennsylvania 19462; and

WHEREAS, the Developer is the collective ownership entity of a number of townhouses and other facilities to be built as part of the development known as the Riverside Redevelopment Project (herein, the "Development") situated within the boundaries of East 26th Street, New Jersey State Highway, Route 20, 7th Avenue, and 5th Avenue in certain real property situated along New Jersey State Highway Route 20 in the City of Paterson, Passaic County, New Jersey, and identified as Block 2507 Lot 13 as set forth on the Tax Assessment Maps of the City of Paterson, County of Passaic, New Jersey (hereinafter "Property"); and

WHEREAS, in conjunction with the ongoing assistance and cooperation of the Paterson Housing Authority, operating pursuant to N.J.S.A. 40A:12A et seq., PVWC has participated in discussions and negotiations with authorized representatives of the Developer regarding

PVWC's and the Developer's respective and agreed-to obligations and responsibilities associated with the Development; and

WHEREAS, PVWC and the Developer have negotiated and drafted an agreement setting forth their mutual promises, covenants, obligations, responsibilities and representations associated with the Development, with referenced attachments included therewith (collectively, the "Developer's Agreement") and a copy of a form of Developer's Agreement is attached hereto and made a part hereof as Exhibit B following the Director of Engineering's memorandum and attachments referenced below; and

WHEREAS, PVWC is in receipt of drawings entitled "Water Main Overall Plan View Study" and "Existing 42" Water Main Profile Study" (Sheets 1 of 2 and 2 of 2, respectively) dated June 18, 2019 prepared by Maser Consulting, P.A. ("Maser") for Developer, and updated by Maser and transmitted to PVWC July 25, 2019 (referred to herein as the "Updated Drawings"); and

WHEREAS, the Updated Drawings replace and supersede drawings previously presented by Developer which had depicted excessive overburdening of PVWC's existing 42" water transmission main and initial locations of Developer's pipe lines crossing same and now reflect a significantly reduced overburdening of PVWC's existing 42" water transmission main and modified locations of said pipe crossings than had been proposed in Developer's superseded drawings; and

WHEREAS, based on the reduction of proposed overburdening shown on the Updated Drawings, and adjusting for PVWC's required extension of its replacement transmission main piping to accommodate the Developer's revised pipe crossing locations, PVWC has since substantially reduced the overall length of the segment of its transmission main that will require replacement due to the Developer's activities; and

WHEREAS, to further address concerns regarding potential impacts of the Developer's demolition and construction activities in the area associated with the Development, PVWC has further agreed to replace a

portion of its existing 42" Pre-stressed Concrete Cylinder Pipe (PCCP) water transmission main traversing the Property with a 36" Ductile Iron Pipe (DIP) water transmission main, and also provide for installation of two (2) line-stops and isolation gate valves (one of which will be located near the Development and the other proximately to the South of the Development), including suitable couplings and adapters required for main improvements (collectively referred to herein as "PVWC's Transmission Main Improvements"), with a copy of the Updated Drawings, as modified by PVWC to superimpose and incorporate PVWC's Transmission Main Improvements and dated August 5, 2019, being referred to hereinafter as the "Improvement for Project Drawings", and attached to the Director of Engineering's memorandum included in Exhibit A referenced below; and

WHEREAS, a copy of PVWC's Director of Engineering's memorandum dated September 16, 2019 recommending approval of the Developer's Agreement and providing a breakdown of PVWC's total estimated construction costs for PVWC's Transmission Main Improvements (including referenced attachments), is attached hereto as Exhibit A and incorporated herein by reference; and

WHEREAS, the Developer, among other things, has agreed to provide a 25'-0" wide permanent easement for PVWC's Transmission Main Improvements traversing the Property, which easement shall be conveyed to PVWC as set forth in the Developer's Agreement and referenced attachments included therewith; and

WHEREAS, PVWC and the Developer have agreed to a cost sharing of PVWC's total estimated construction cost for PVWC's Transmission Main Improvements in the total updated amount of $823,000.00 with PVWC's negotiated and agreed-to contribution to be in the amount of $448,000.00, and the Developer's negotiated and agreed-to contribution being in the amount of $375,000.00, to be placed in an escrow account established for that purpose as set forth in the Developer's Agreement; and

WHEREAS, PVWC's Comptroller has certified, with respect hereto, that funds are currently available for said purpose and a copy of the Controller's certificate has been attached hereto;

NOW THEREFORE, BE IT RESOLVED, by Passaic Valley Water Commission, in the County of Passaic, New Jersey:

1. That the Commission hereby authorizes the Agreement between PVWC and the Developer; and

2. That appropriate officers and officials of PVWC are hereby authorized and directed to perform such acts and execute such documents as are necessary to implement the terms and intentions of this Resolution and the submissions provided in connection therewith, all as set forth hereinabove; and

3. That this matter shall be advertised as required by New Jersey law, in accordance with an appropriate form of notice, and a copy of this Resolution and Developer's Agreement shall be placed on file and made available for public inspection at the office of the Administrative Secretary of PVWC.

RECORD OF COMMISSION VOTE ON FINAL PASSAGE

	AYE	NAY	ABSTAIN	ABSENT
FRIEND, G.	X			
VANNOY, R.	X			
LEVINE, J.	X			
KOLODZIEJ, J.		X		
VAN RENSALIER, R.	X			
RODRIGUEZ, I.	X			
SANCHEZ, R.	X			

Adopted at a meeting of Passaic Valley Water Commission.

President
RIGO SANCHEZ

Secretary
ROBERT VANNOY

This Resolution, when adopted, must remain in the custody of the Administrative Secretary.

CERTIFICATION

I, LOUIS AMODIO, Administrative Secretary of the Passaic Valley Water Commission in the County of Passaic, and the State of New Jersey do hereby certify that the foregoing Resolution is a true copy thereof of the foregoing Resolution duly passed and adopted by a majority of a legal quorum of the full membership of the Passaic Valley Water Commission at its duly noticed and convened meeting of the said Commission on September 18, 2019.

LOUIS AMODIO
Administrative Secretary

PASSAIC VALLEY WATER COMMISSION

Riverside Redevelopment Project (Block 2507 Lot 13),
City of Paterson, County of Passaic, New Jersey

PVWC's Director of Engineering's
Memorandum with Referenced Attachments
Dated September 16, 2019

Form of Developer's Agreement

EXHIBIT A

PASSAIC VALLEY WATER COMMISSION
INTEROFFICE MEMORANDUM

Date: August 16, 2019

To: Hon. Commissioners

From: J. Duprey

C: J. Bella
G. Hanley
L. Amodio

Re: Recommended Approval of Developer's Agreement for Riverside Redevelopment Project (Block 2507 Lot 13), City of Paterson, County of Passaic, New Jersey

Summary
It is recommended that the Developer's Agreement and PVWC's Transmission Main Improvements, along with the cost sharing of the total estimated construction costs, be accepted and approved by the Commission, all as set forth in more detail below.

Background
Riverside Senior Associates 2017, LLC and Harris Townhouses Associates 2017, LLC (individually and collectively referred to herein as the "Developer") are limited liability companies of the State of New Jersey having principal offices at 832 Germantown Pike, Suite 5, Plymouth Meeting, Pennsylvania 19462.

The Developer is the collective ownership entity of a number of townhouses and other facilities to be built as part of the development known as the Riverside Redevelopment Project (herein, the "Development") situated within the boundaries of East 26th Street, New Jersey State Highway, Route 20, 7th Avenue, and 5th Avenue in certain real estate property situated along NJ State Highway Route 20 in the City of Paterson, Passaic County, New Jersey, and identified as Block 2507 Lot 13 as set forth on the Tax Assessment Maps of the City of Paterson, County of Passaic, New Jersey (hereinafter "Property").

In conjunction with the ongoing assistance and cooperation of the Paterson Housing Authority, PVWC has participated in discussions and negotiations with authorized representatives of the Developer regarding PVWC's and the Developer's respective and agreed-to obligations and responsibilities associated with the Development.

PVWC is in receipt of drawings entitled "Water Main Overall Plan View Study" and "Existing 42" Water Main Profile Study" (Sheets 1 of 2 and 2 of 2, respectively) dated June 18, 2019 prepared by Maser Consulting, P.A. ("Maser") for Developer, and updated by Maser and transmitted to PVWC July 25, 2019 (referred to herein as the "Updated Drawings").

The Updated Drawings replace and supersede drawings previously presented by Developer which had depicted excessive overburdening of PVWC's existing 42" water transmission main and initial locations of Developer's pipe lines crossing same, and now reflect a significantly reduced overburdening of PVWC's existing 42" water transmission main and modified locations of said pipe crossings than had been proposed in Developer's superseded drawings.

Based on the Developer's reduction of proposed overburdening shown on the Updated Drawings, and adjusting for PVWC's required extension of its replacement transmission main piping to accommodate the said revised pipe crossing locations, PVWC has since substantially reduced the overall length of the segment of its transmission main that will require replacement due to the Developer's activities.

To further address concerns regarding potential impacts of the Developer's demolition and construction activities in the area associated with the Development, PVWC has further agreed to replace a portion of its existing 42" Pre-stressed Concrete Cylinder Pipe (PCCP) water transmission main traversing the Property with a 36" Ductile Iron Pipe (DIP) water transmission main, and also provide for installation of two (2) line-stops and isolation gate valves (one of which will be located near the Development and the other proximately to the South of the Development), including suitable couplings and adapters required for main improvements (collectively referred to herein as "PVWC's Transmission Main Improvements"), with a copy of the Updated Drawings, as modified by PVWC to superimpose and incorporate PVWC's Transmission Main Improvements and dated August 5, 2019, being referred to hereinafter as the "Improvement for Project Drawings", and attached hereto as Exhibit A.

The Developer, among other things, has agreed to provide a 25'-0" wide permanent easement for PVWC's Transmission Main Improvements traversing the Property, which easement shall be conveyed to PVWC as set forth in the Developer's Agreement and referenced attachments included therewith.

PVWC and the Developer have agreed to a cost sharing of PVWC's total estimated construction cost for PVWC's Transmission Main Improvements in the total updated amount of $823,000.00. PVWC's construction cost breakdown of this total updated amount is also attached hereto (following the Improvement for Project Drawings referenced above) with PVWC's negotiated and agreed-to contribution to be in the amount of $_____, and the Developer's negotiated and agreed-to contribution being in the amount of $_____, to be placed in an escrow account established for that purpose as set forth in the form of Developer's Agreement (the "Developer's Agreement"), a copy of which is also attached hereto.

Subject to review and approval by PVWC's Law Department, it is recommended that the Developer's Agreement and PVWC's Transmission Main Improvements, along with the cost sharing agreement related to same, be authorized by the Commission.

EXHIBIT A:
ATTACHMENT TO DIRECTOR OF
ENGINEERING'S MEMORANDUM
DATED SEPTEMBER 16, 2019

PASSAIC VALLEY WATER COMMISSION

HARRIS TOWNHOMES ASSOCIATES
TRANSMISSION MAIN REPLACEMENT
BLOCK 2507, LOT 13

PATERSON, NEW JERSEY
CONTRACT # 19-B-30
AUGUST 2019

COMMISSIONERS

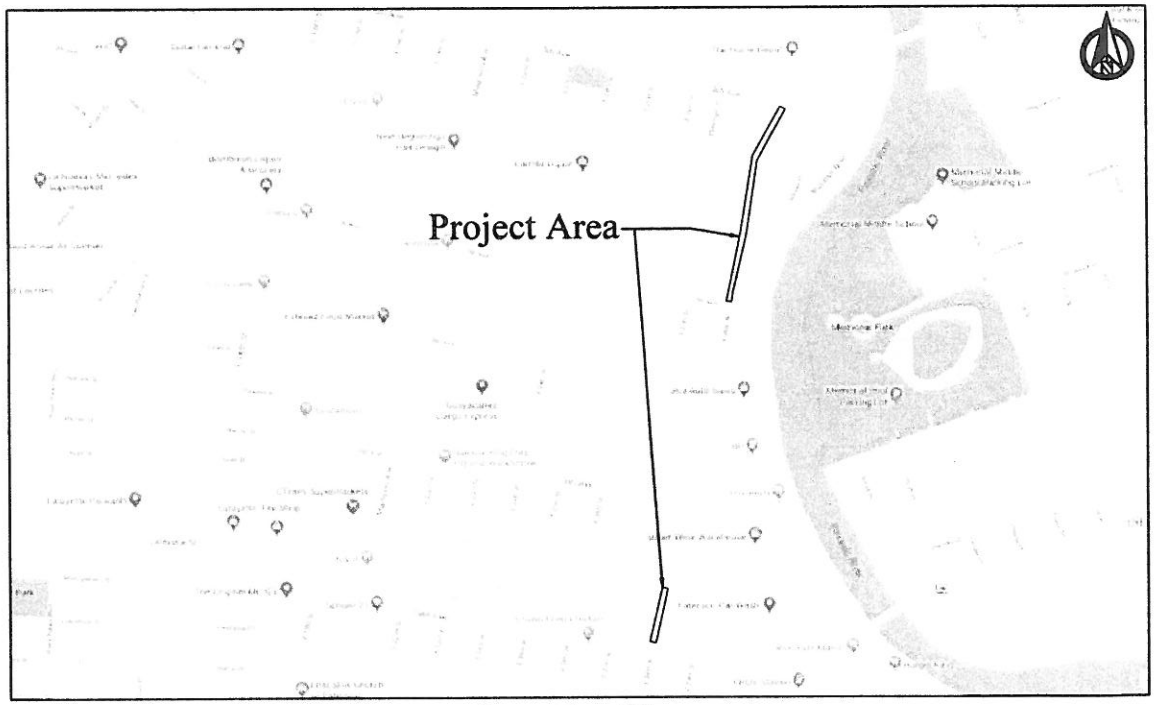
GERALD FRIEND	CLIFTON
JOSEPH KOLODZIEJ	CLIFTON
JEFFREY LEVINE	PATERSON
IDIDA RODRIGUEZ	PATERSON
RIGO SANCHEZ	PASSAIC
ROBERT VANNOY	PATERSON
RON VAN RENSALIER	PASSAIC

EXECUTIVE DIRECTOR
JOSEPH A. BELLA

DIRECTOR OF ENGINEERING
JAMES G. DUPREY

GENERAL COUNSEL
GEORGE T. HANLEY

ADMINISTRATIVE SECRETARY
LOUIS AMODIO



Location Plan