

Memorandum of Understanding

This Memorandum of Understanding (the “MOU”) is made as of this ___ day of ____, 2023, by and between the Town of Seneca Falls, a municipal corporation organized under the laws of the State of New York, 130 Ovid Street, Seneca Falls, New York 13148 (the “Town”) and Seneca Meadows, Inc., a corporation duly organized and existing under the laws of the State of New York, with offices at 1786 Salcman Road, Waterloo, New York 13165 (“SMI”).

WITNESSETH:

WHEREAS, SMI owns and operates a private solid waste landfill and associated facilities in the Town of Seneca Falls known as the Seneca Meadows Landfill (the “Landfill”), which is permitted by the New York State Department of Environmental Conservation (the “DEC”) and the Town for the disposal of certain wastes; and

WHEREAS, SMI and the Town entered into a Host Community Agreement dated May 16, 2007 relative to a 178-acre expansion of the Landfill, which replaced a 1998 Host Community Agreement between the parties; and

WHEREAS, on July 20, 2020, SMI applied to the DEC for a permit to further expand the Landfill (the “Valley Infill Expansion”); and

WHEREAS, the Valley Infill Expansion application is currently being considered by the DEC; and

WHEREAS, in the event that the permit application for the Valley Infill Expansion is granted by the DEC, SMI and the Town desire to agree to the terms of a new Host Community Agreement (“HCA”); and

WHEREAS, SMI and the Town desire to set forth their understanding with respect to the continued operation of the Landfill in the Town and to set forth certain terms to ensure its proper

operation and the availability of disposal capacity for solid waste generated by Town and its residents; and

WHEREAS, it is premature to execute an HCA between the Town and SMI until the DEC has completed its permitting process, including its review of potential environmental impacts pursuant to the State Environmental Quality Review Act ("SEQRA"); and

WHEREAS, notwithstanding the above, representatives of the Town and SMI have met to discuss potential terms of the HCA and have created a draft agreement in order to be prepared to move forward in the event that SMI obtains all necessary approvals to construct the Valley Infill Expansion; and

WHEREAS, the Town and SMI acknowledge that this MOU is nonbinding.

NOW, THEREFORE, subject to: (1) the final approval by the Town Board and SMI of the terms of the HCA; (2) ~~the issuance of all necessary permits to SMI for the Valley Infill Expansion project by the DEC; and (3) the completion of the DEC's environmental review of the potential environmental impacts of the Valley Infill Expansion project pursuant to SEQRA; and~~ (3) the issuance of all necessary permits to SMI for the Valley Infill Expansion project by the DEC; the parties hereby state their intention to enter into the HCA attached as Exhibit A to this nonbinding MOU.

IN WITNESS WHEREOF, the parties hereto have hereunder set their hands and seals the day and year first above written.

Seneca Meadows, Inc.

By: