

AMENDMENT TO INTERLOCAL AGREEMENT FOR
QUINEBAUG REGIONAL TECHNOLOGY PARK DEVELOPMENT

This Amendment to Interlocal Agreement for Quinebaug Regional Technology Park Development ("Amendment") is hereby made as of the ____ day of _____, 2021, by and among the Town of Putnam ("Putnam" or "Sponsoring Town"), and the Towns of Brooklyn, Pomfret and Scotland (the "Investing Towns") (each individually may be referred to as, "Town" and collectively the four towns may be referred to as "Towns"). Each Town is a municipal corporation with its territorial limits within the County of Windham and State of Connecticut.

WHEREAS, the Towns entered into a certain Interlocal Agreement for Quinebaug Regional Technology Park Development dated as of January 28, 2016 (the "Agreement") pursuant to which the Towns agreed to cooperate in connection with the development of the Quinebaug Regional Technology Park (the "Project" or "QRTP"); and

WHEREAS, because of changes in circumstances since the date of the Agreement, the Investing Towns have determined that they wish to withdraw from the Agreement while retaining their rights to rejoin it subject to certain terms and conditions, and to amend certain provisions of the Agreement in order to do so; and

WHEREAS, Putnam has agreed to the Investing Towns' requests to withdraw and the terms and conditions for their withdrawals; and

WHEREAS, it is necessary to amend the Agreement to allow these actions to occur.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained in this Agreement, the Towns hereby agree:

1. Article VIII of the Agreement is amended to allow each Investing Town, by vote of its legislative body approving this Amendment, to withdraw from the Agreement with the right to rejoin as prescribed below. This right to withdraw shall be in addition to the rights to terminate and withdraw in Art. VI of the Agreement. A Town that withdraws per this Amendment shall retain its right to convey its economic interest in the project as provided by Art. VII of the Agreement. The purpose of this Amendment is to terminate an Investing Town's involvement in and responsibilities for planning, maintenance and operation of the Project, subject to each Town's rights to rejoin.

2. The Towns acknowledge that, as of the date this Amendment was approved by all of the Towns, the following contributions have been made pursuant to Article II of the Interlocal Agreement – Scotland - \$80,000; Pomfret - \$21,700.00; and Brooklyn - \$53,500.00.

3. Within thirty (30) days of the execution of this Amendment by all of the Towns, Putnam shall pay each other Town those amounts set forth in Section 2 hereof. Time is of the essence. Such payments shall be subject to reimbursement to Putnam without interest by any Town whose action to make this Amendment is overturned by a court of competent jurisdiction and all appeals are exhausted.

7. This Amendment shall become effective as to an Investing Town at the time it shall have been approved by the legislative bodies of all Investing Towns and of Putnam. This is the first amendment to the Agreement.

8. Except as specifically or necessarily modified by this Amendment, the provisions of the Agreement remain in full force and effect, including without limitation Art. I (15) and Art. IX (6).