

DRAFT – FOR REVIEW ONLY – 12/4/08

MEMORANDUM OF UNDERSTANDING

AMONG

THE CITY OF CHARLOTTESVILLE

THE COUNTY OF ALBEMARLE

THE ALBEMARLE COUNTY SERVICE AUTHORITY

AND

THE RIVANNA WATER AND SEWER AUTHORITY

This **Memorandum of Understanding** (“MOU”) is made this ___ day of December, 2008 by and among the **City of Charlottesville** (the “City”), the **County of Albemarle** (the “County”) the **Albemarle County Service Authority** (“ACSA”) and the **Rivanna Water and Sewer Authority** (the “Authority” or “RWSA”), together referred to as the “Parties.”

WHEREAS, the City Council, the County Board of Supervisors, the ACSA Board of Directors and the RWSA Board of Directors have approved a community water supply plan (the “Plan”) calling for, among other things, RWSA to obtain permits from the Army Corps of Engineers and the Virginia Department of Environmental Quality (the “Permits”) for the construction of a new Ragged Mountain Reservoir Dam (the “RMRD”);

WHEREAS, RWSA has obtained the Permits;

WHEREAS, the City Council, the County Board of Supervisors, the ACSA Board of Directors and the RWSA Board of Directors held a joint meeting on November 25, 2008, the purpose of which was to review a Scope of Work Outline (the “SOW Outline”) approved by the City Council on November 3, 2008 with respect to the Plan; and

WHEREAS, as of a result of the joint meeting, the City Council, the County Board of Supervisors, the ACSA Board of Directors and the RWSA Board of Directors reached several understandings with respect to certain components of the SOW Outline and desire to memorialize those understandings herein.

NOW, THEREFORE, the Parties agree as follows:

1. Ragged Mountain Dam Design Review. RWSA will retain a team of dam experts from multiple firms to review geotechnical data, preliminary design and foundation design for the proposed RMRD and related Interstate 64 embankment, and other data appropriate to the purpose as set forth in the scope of work identified in the draft Request For Proposals dated October 27, 2008 prepared by RWSA. The purpose of the review will be to obtain the recommendations of experts toward the direction of design of the dam and embankment, consistent with regulations and safety practices, at the lowest expected reasonable value or cost.

2. Water Conservation Study. Each of the City and ACSA, as the “retailers” of treated water to the community, will determine how water is being used by their customers, review conservation programs and incentives, review rate structures, and develop alternatives for more aggressive water conservation and water use efficiency measures.

3. Dredging Feasibility Study. If the South Fork Rivanna Reservoir Stewardship Task Force recommends dredging as a means of maintaining the reservoir, and those recommendations are then approved, or amended and approved by each the City Council, the County Board of Supervisors, the ACSA Board of Directors, and the RWSA Board of Directors, or approved by a consensus of the chairmen of each of those four boards, RWSA will in a timely manner retain an engineering firm with specialization and experience in dredging engineering and operations practices to evaluate the feasibility and opinion of cost of maintenance dredging of the reservoir, consistent with the purposes of dredging as defined in the approval..

4. Pipeline to Ragged Mountain Study. RWSA will retain a firm to review the reasonableness of the methodology and opinion of cost used by Gannett Fleming in 2005 in its conceptual design of the pipeline from the South Fork Rivanna Reservoir to the Ragged Mountain Reservoir. This review will be within the context of the objectives established in 2005, to include the operating rules for the South Fork Rivanna Reservoir and the expanded Ragged Mountain Reservoir and the desire to control sediment transfer between the reservoirs. The cost of this review will not exceed \$25,000, and will not require the review of other pipeline alternatives.

5. No Board of Consultants. RWSA will not retain or engage a Board of Consultants made up of senior executive level engineers to assist it with development of the scope of work for the studies outlined above, or to meet with regulatory agencies, or provide quality control review of the studies outlined above or prepare any final recommendations to RWSA.

6. Time Frames. RWSA agrees to promptly and expeditiously make arrangements for the Ragged Mountain Dam Design Review, the Dredging Feasibility Study (if such study is recommended as provided in paragraph 3, above) and the Pipeline to Ragged Mountain Study outlined in Paragraphs 1, 3 and 4 above, with the understanding that obtaining such studies shall minimize, to the extent practicable, the expected delay in the scheduled time-frame for construction of the new Ragged Mountain Reservoir Dam. At the request of the Parties, the City and ACSA agree to promptly and expeditiously make arrangements for the Water Conservation Study outlined in Paragraph 2 above.

7. Authority. The City Council, the County Board of Supervisors, the ACSA Board of Directors and the RWSA Board of Directors understand that in the interest of time, the studies described herein will be implemented and supervised by the City's Public Works Director, the ACSA's Executive Director and the RWSA's Executive Director, and such individuals are hereby given the authority to obtain such studies and to exercise reasonable discretion in connection therewith within the parameters set forth herein without the requirement for further consultation with the Parties hereto.

8. This MOU shall be governed in all respects by the laws of the Commonwealth of Virginia.

9. This MOU, and any amendment or modification that may hereafter be agreed to in accordance with the provisions herein, constitute the entire understanding between the Parties with respect to the matters addressed, and supersede any and all prior understandings and agreements, oral or written, relating hereto.

WHEREAS these terms are agreeable to the City of Charlottesville, the County of Albemarle, the Albemarle County Service Authority and the Rivanna Solid Waste Authority, each party offers its signature this ___ day of December, 2008.

CITY OF CHARLOTTESVILLE:

Gary B. O'Connell
City Manager

Date

BOARD OF COUNTY SUPERVISORS
OF ALBEMARLE COUNTY:

Robert W. Tucker, Jr.
County Executive

Date

ALBEMARLE COUNTY SERVICE AUTHORITY

Gary W. Fern
Executive Director

Date

RIVANNA WATER AND SEWER AUTHORITY:

Thomas L. Frederick, Jr.

Date

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