

**MEMORANDUM OF AGREEMENT
AMONGST
THE EVESHAM MUNICIPAL UTILITIES AUTHORITY,
EVESHAM TOWNSHIP
AND
THE NEW JERSEY PINELANDS COMMISSION**

I. PURPOSE

This Memorandum of Agreement (MOA) is entered into amongst the Evesham Municipal Utilities Authority (“Utilities Authority”), Evesham Township (“Evesham”) and the New Jersey Pinelands Commission (“Commission”). The Utilities Authority’s Kings Grant Wastewater Treatment Facility currently discharges treated wastewater both through groundwater recharge basins and spray irrigation on a parcel of land designated on the official tax map of the Township of Evesham, County of Burlington as Block 47, Lot 1; Block 52, Lot 1; Block 53, Lots 1 & 2; Block 54, Lots 1, 1.01, & 2; Block 57, Lot 1.01 and Block 48, Lot 17.01 (commonly referred to as “Kings Grant, Phase II”). This parcel is located within a Pinelands Rural Development Area. This MOA is intended to allow for the discharge of treated wastewater generated from the Kings Grant Wastewater Treatment Facility to three additional groundwater recharge basins proposed to be constructed on Block 57, Lots 1 & 2 (commonly referred to as the “Aerohaven” parcel). The Aerohaven parcel is also located in a Pinelands Rural Development Area. Groundwater recharge basins are considered centralized wastewater treatment and collection facilities pursuant to the Pinelands Comprehensive Management Plan (the “CMP”). Strict application of the Pinelands CMP, with limited exceptions, which are not applicable to the proposed development, would not permit the development of centralized wastewater treatment and collection facilities within a Pinelands Rural Development Area. This MOA is required in order to permit the proposed use in the Pinelands Rural Development Area. An application for the proposed development will need to be submitted to the Pinelands Commission and that application will need to demonstrate the proposed project’s consistency with the minimum environmental standards of the Pinelands CMP.

II. BACKGROUND

A. The Kings Grant Planned Unit Development

The Kings Grant planned unit development, located in the Pinelands Area, originally received approvals from Evesham for the development of 9,000 dwelling units and associated commercial development. This approval was prior to creation of the Pinelands Commission in 1979. In reliance on those municipal approvals, the developer built significant infrastructure, including the existing Kings Grant wastewater treatment plant and two wastewater recharge basins, all prior to 1979. However, less than 200 dwelling units were built prior to creation of the Commission. An application was then filed with the Commission for a Waiver of Strict Compliance (Waiver) to allow for completion of the remainder of the development. A Waiver was approved (Exhibit A) limiting

development to a maximum of 4,500 dwelling units (pre-existing and proposed) and associated commercial development on the overall Kings Grant parcel. The Waiver precluded significant portions of the overall parcel from development because of environmental constraints. Approvals were ultimately received for development of less than 3,500 dwelling units and commercial development on what is commonly known as, and will be referred to in this MOA, as Kings Grant, Phase I. Kings Grant, Phase I is the currently built out portion of the planned unit development.

An approximate 300 acre portion of the Kings Grant parcel which was also subject of the Waiver received approvals to develop 244 dwelling units. This approximate 300 acres is commonly known as, and will be referred to in this MOA, as Kings Grant, Phase II. The concerned 244 dwelling units have not been built. The portion of the Commission's Waiver applicable to Kings Grant, Phase II will expire on October 9, 2006.

B. The Evesham Municipal Utilities Authority

During development of Kings Grant, Phase I, the Utilities Authority purchased the Kings Grant Wastewater Treatment Facility (Treatment Facility), including the groundwater recharge basins. Because of inadequate recharge capacity of those basins, the Utilities Authority obtained approval from the Commission for a third recharge basin. The Utilities Authority has represented that the recharge basin was not constructed because it would not provide significant additional capacity. Based on the previously approved Waiver, the Utilities Authority then received approval from the Commission and built a wastewater spray irrigation facility on a developable portion of the Kings Grant, Phase II parcel.

A lawsuit was brought by the Utilities Authority against the developer of Kings Grant concerning the wastewater facilities. As a result of that lawsuit, the developer conveyed approximately 400 acres of Kings Grant, Phase I, that was precluded from development by the Waiver, and the approximate 300 acre Kings Grant, Phase II parcel to the Utilities Authority. In total, the Utilities Authority owns approximately 700 acres contiguous to the built out portion of the Kings Grant planned unit development. (See Appendix B for a complete list of tax map blocks and lots comprising the approximate 700 acre parcel.)

The Kings Grant Wastewater Treatment Plant

The Utilities Authority's Treatment Facility is intended to provide service only to the Kings Grant planned unit development. The Treatment Facility has a design capacity of 700,000 gallons per day. The Utilities Authority's New Jersey Department of Environmental Protection (NJDEP) New Jersey Pollution Discharge Elimination System (NJPDES) permit number 0029203 for the Treatment Facility authorizes a maximum discharge of 600,000 gallons per day. The Treatment Facility currently processes approximately 450,000 gallons per day of wastewater.

Some of the treated wastewater generated by the Treatment facility is currently disposed of in two groundwater recharge basins located on the Kings Grant, Phase II parcel. Each recharge basin is approximately 2.5 acres in size. The two existing recharge basins have a

total recharge capacity of approximately 225,000 gallons per day. The remainder of the treated wastewater is spray irrigated on the Kings Grant, Phase II parcel. The existing NJPDES permit for the Treatment Facility specifies the level of treatment that must occur prior to discharge of treated wastewater to the recharge basins or through spray irrigation.

C. The Aerohaven Parcel

Evesham owns a 192 acres parcel commonly referred to as the Aerohaven Airport parcel (designated on the official tax map of the Township of Evesham, County of Burlington as Block 57, Lots 1 & 2) The Aerohaven Airport parcel and the Kings Grant acreage are contiguous. Portions of the Aerohaven parcel appear to constitute critical habitat for the Northern Pine Snake, a state threatened species. In addition, portions of the Aerohaven parcel may constitute critical habitat for other threatened or endangered flora or fauna. Furthermore, portions of the Aerohaven are within the watershed boundaries of the Black Run basin. Consequently, the three recharge basins to be constructed on the Aerohaven parcel will need to be sited on the parcel to limit irreversible adverse impacts on habitat critical to the survival of the local population of threatened and endangered species that utilize the site and as far away from the watershed boundaries of the Black Run, as is possible. As this MOA is only intended to permit the following use, installation of centralized wastewater treatment and collection facilities in a Pinelands Rural Development Area, which is not permitted by the Pinelands CMP, a public development application for the proposed construction of the three recharge basins must be completed. In addition, that application must demonstrate that the proposed development is consistent with the environmental standards of the Pinelands CMP in order for it to be approved by the Commission

III. THE UTILITY AUTHORITY'S AND EVESHAM'S PROPOSALS

A. The Utilities Authority Proposal

The Utilities Authority is proposing to construct three additional wastewater recharge basins and necessary infrastructure, which will occupy a maximum area of approximately 35 acres, on the Aerohaven parcel. The precise surface area and location for these basins has not been determined as of yet and would be dependent upon the recharge capacity of the site. The Utilities Authority will likely require approval from the NJDEP, through modification of its NJPDES permit, to discharge into the additional recharge basins.

The two existing wastewater recharge basins on the Kings Grant, Phase II parcel will continue in operation. The existing spray irrigation facility on the Kings Grant, Phase II parcel will be abandoned once the new recharge basins on the Aerohaven parcel are fully operational. The recharge basins proposed to be constructed on the Aerohaven parcel will not increase the capacity of the plant or accommodate development that could not otherwise occur.

In order to conserve Pinelands groundwater resources and ease hydraulic loading of the existing and proposed recharge basins, the Utilities Authority has agreed to take all

reasonable steps to maximize beneficial reuse of treated wastewater generated by the Kings Grant Wastewater Treatment Plant, including applying to reuse treated wastewater at the Links and Little Mills golf courses, provided appropriate financial agreements can be reached with the golf courses, as part of any pilot program that may be initiated by the Pinelands Commission and the Department of Environmental Protection regarding application of beneficial reuse water at golf courses.

B. Evesham Township's Proposal

Evesham Township is under an existing agreement of sale to purchase approximately 700 acres from the Utilities Authority, more fully described above and consisting of the approximately 400 acres adjacent to the developed portion of Kings Grant I and the approximate 300 acre King's Grant Phase II property. (A copy of this agreement of sale is attached hereto as Exhibit B.) As indicated in the agreement of sale, said purchase is contingent upon funding from the New Jersey State Green Acres program and Burlington County Open Space program (collectively referred to herein as "the Funding Programs.") The Township's open space plan targeting these 700 acres is approved under the New Jersey Green Acres "Plan Incentive Program." This MOA requires that these 700 acres, once acquired, be further subject to a conservation easement that limits recreational facilities to low intensive recreational facilities as opposed to active recreational facilities. The Township represents that it is unable to acquire the property without funds from the Funding Programs, and it is the intent of this MOA to facilitate the Township's acquisition and preservation of the property through the Funding Programs.

Upon acquisition, Evesham agrees to only use the Aerohaven and Kings Grant, Phase II parcels for low intensive recreational facilities, as defined at N.J.A.C. 7:50-2.11 of the Pinelands CMP, and to construct a small parking area, subject to submission of a future application to and approval of the same by the Pinelands Commission, to provide access to such low intensive recreational facilities. Evesham intends to execute a conservation easement for the Aerohaven parcel. (A proposed form of Deed of Conservation Easement is attached hereto as Exhibit E.) This conservation easement would prohibit development of the site with the exception of, and subject to the approval of the Commission, the three recharge basins discussed above, necessary infrastructure to convey treated wastewater from the Utility Authority's treatment facility, and low intensive recreational facilities, including the small parking area referenced above.

With regard to the approximately 400 acres adjacent to Kings Grant, Phase I. Evesham agrees to impose a conservation easement, which would prohibit all development of this property, with the exception of the construction and maintenance of piping and other infrastructure that, subject to Commission approval, is necessary to convey treated wastewater from the Utility Authority's Treatment Facility to the proposed recharge basins to be constructed on the Aerohaven parcel. The conservation easement will also allow use of the parcel for low intensity recreational facilities.

With regard to the 300 acre Kings Grant, Phase II parcel, Evesham agrees to impose a conservation easement on this parcel, which would prohibit all development, including

the previously approved 244 single family dwellings, with the exception of the following: (a) the construction and maintenance of piping and other infrastructure that, subject to Commission approval, is necessary to convey treated wastewater from the Utility Authority's Treatment Facility to the proposed recharge basins to be constructed on the Aerohaven parcel; (b) the construction and maintenance of a portion of the Phase IV Water Main depicted on the plan survey entitled "Survey of Property, Kings Grant II", prepared by Dennis S. DiBlasio, Pennoni, dated February 2, 2002 and last revised on July 15, 2002, attached hereto as Exhibit D; (c) the construction and maintenance of piping and other infrastructure that, subject to Commission approval, is necessary to convey treated wastewater from the Utility Authority's Treatment Facility to the Links and/or Little Mills Golf Courses; (d) the continued use of the Utilities Authority's two existing recharge basins; and (e) use of the parcel for low intensity recreational facilities.

IV. THE BASIS OF THE MOA

The Pinelands CMP (N.J.A.C. 7:50-4.52(c)2) authorizes the Commission to enter into intergovernmental memoranda of agreement with any agency of the Federal, State or local government which authorize such agency to carry out specified development activities that may not be fully consistent with the provisions of the Pinelands CMP. The agency must demonstrate and the Commission must find that any proposed development that may not be fully consistent with the provisions of the Pinelands CMP is accompanied by measures that will, at a minimum, afford a level of protection to the resources of the Pinelands equivalent to that provided through strict application of the standards of the Pinelands CMP.

As part of this MOA, both the Utility Authority and Evesham are proposing measures that will afford, at a minimum, equivalent levels of protection to the resources of the Pinelands. Specifically, as discussed above, the Utilities Authority intends to convey the approximate 700 acres it owns in Kings Grant, both Phase I and Phase II, to Evesham. Evesham, in turn, in addition to Green Acres restrictions, is proposing to impose a conservation easement on the 300 acre Kings Grant Phase II parcel, which, with limited exceptions, prohibits the development of this parcel and limit its use to low intensive recreational facilities. This parcel was previously approved pursuant to the Commission's Waiver for the development of 244 single family dwellings.

In addition, Evesham, is also proposing to impose a conservation easement on the 192 acre Aerohaven parcel and limit the development of this parcel as a low intensive recreational facility and the proposed recharge basins and necessary infrastructure for those basins. The Aerohaven parcel is located in Evesham's Environmental Protection (EP) zoning district. This zoning district allows a residential density of one dwelling unit per 10 acres. Thus, Evesham is proposing to eliminate the potential development of up to 21 dwelling units on the Aerohaven parcel¹.

¹ Evesham had previously acquired Block 90, Lot 11 as part of the Settlement in the matter entitled Pachoango Associates et al. v. The Pinelands Commission, BUR-L-3401-98 ("The Sanctuary - Rattlesnake

Furthermore, in order to conserve Pinelands groundwater resources and ease hydraulic loading of the existing and proposed recharge basins, the Utilities Authority has agreed to take all reasonable steps to maximize beneficial reuse of treated wastewater generated by the Kings Grant Wastewater Treatment Plant, including applying to reuse treated wastewater at the Links and Little Mills golf courses, provided appropriate financial agreements can be reached with the golf courses, as part of any pilot program that may be initiated by the Pinelands Commission and the Department of Environmental Protection regarding application of beneficial reuse water at golf courses.

The Utilities Authority's and Evesham's proposals would result in the elimination of the development of a total of 265 dwellings (244 single family dwellings on Kings Grant, Phase II and the 21 potential dwelling units on the Aerohaven parcel). In addition, approximately 912 acres of uplands, wetlands, wetland buffers, and critical threatened and endangered species habitat in the Rural Development Area (with the exceptions of the area occupied by the two existing recharge basins and associated infrastructure located on the Kings Grant, Phase II parcel and the proposed recharge basins and associated infrastructure to be constructed on the Aerohaven site) will be preserved in their natural state. Moreover, the reuse of treated wastewater generated by the Kings Grant Treatment Plant at the Links and Little Mills golf courses, as part of a pilot program regarding the application of beneficial reuse water at golf courses, would conserve the valuable groundwater resources of the Pinelands. These measures will afford an equivalent level of protection to the resources of the Pinelands as would have been provided through strict application of the land use and environmental standards of the Pinelands CMP, to allow the Utilities Authority to construct and maintain two recharge basins and discharge treated wastewater from the Treatment Facility on the Aerohaven parcel.

V. AGREEMENTS


A. The Utilities Authority agrees:

1. In accordance with the conditions of the Agreement of Sale dated December 19, 2000 and entered into between the Utilities Authority and Evesham, the Utilities Authority intends to convey to Evesham the approximate 400 acres adjacent to Kings Grant, Phase I that was precluded from development by the Commission's Waiver, and the approximate 300 acres referred to in this MOA as Kings Grant, Phase II. Evesham is acquiring the same through the Funding Programs. (See Exhibit B attached.)
2. This MOA is expressly contingent upon the transfer by the Utilities Authority to Evesham under the Funding Programs of the

Settlement"), and permanently deed restricted it as open space. This 133 acre lot is located in Evesham's RD-2 zoning district and had the potential for development of an additional 33 dwelling units on this lot.

approximately 400 acres adjacent to Kings Grant, Phase I that was precluded from development by the Commission's Waiver and the approximate 300 acres referred to in this MOA as Kings Grant, Phase II, and the imposition of further conservation easements by the Township thereon, as set forth in paragraphs V.B.1-3 herein and Exhibit E. Consequently, the Utilities Authority agrees, in accordance with N.J.A.C. 7:50-4.4(a), to waive the time limits imposed by the Pinelands CMP on the processing of any public development application that it submits for a wastewater recharge facility on the Aerohaven parcel. The Utilities Authority understands and agrees that the Pinelands Commission staff will issue a draft recommendation report. However, the Pinelands Commission will not take any action regarding such application until the next Commission meeting following conveyance of the above referenced acreage to Evesham and the imposition of the requisite conservation easements. If the acreage has not been transferred to Evesham and/or the requisite conservation easements have not been imposed within 1 and ½ years of the date of execution of this MOA by the last party to this agreement, this MOA is terminated by mutual consent of all signatories to the MOA unless this provision of the MOA has been amended in accordance with VI.B.

3. The use of the existing wastewater spray irrigation field on the Kings Grant, Phase II parcel will be terminated when the proposed recharge facility on the Aerohaven parcel has been constructed and is operational in accordance with the requirements of any NJPDES Discharge to Ground Water ("DGW") permit issued for such facility.
4. That the proposed wastewater recharge facility to be constructed on the Aerohaven parcel shall only be utilized to serve the Kings Grant Planned Unit Development and shall not be utilized to accommodate, either directly or indirectly, flows from lands not currently approved to be serviced by the Utilities Authority's Kings Grant Wastewater Treatment Facility
5. That the proposed wastewater recharge facility to be constructed on the Aerohaven parcel shall be consistent with all standards contained in the Pinelands CMP.
6. That the proposed wastewater recharge facility shall be sited on the parcel to limit irreversible adverse impacts on habitat critical to the survival of the local population of threatened and endangered species that utilize the site and as far away from the watershed boundaries of the Black Run, as is possible.

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7. To take all reasonable steps to maximize beneficial reuse of treated wastewater generated by the Kings Grant Wastewater Treatment Plant, including applying to reuse treated wastewater at the Links and Little Mills golf courses, provided that appropriate financial arrangements can be reached with the golf courses, as part of any pilot program that may be initiated by the Pinelands Commission and the Department of Environmental Protection regarding application of beneficial reuse water at golf courses.
 8. That no development of the wastewater recharge facility shall be initiated prior to:
 - a. All parties signing this MOA;
 - b. The Utilities Authority securing approval for the proposed development of a wastewater recharge facility on the Aerohaven parcel from the Pinelands Commission in accordance with the provisions of the Pinelands CMP;
 - c. The Utilities Authority transferring to Evesham the approximate 400 acres adjacent to Kings Grant, Phase I that was precluded from development by the Commission's Waiver and the approximate 300 acres referred to in this MOA as Kings Grant, Phase II; and
 - d. The recordation by Evesham of the conservation easements referred to in paragraph III.B. above, in a form approved by the Commission, pursuant to paragraphs V.B.1-3.
 9. That the Commission's approval of this MOA shall not be construed, interpreted or implied as an endorsement by or approval of any an application for the development of the proposed wastewater recharge facility or any associated and necessary infrastructure at the Aerohaven parcel.
 10. That the treated wastewater to be discharged to the recharge basins to be constructed on the Aerohaven parcel, shall meet the discharge limitations of any NJPDES DGW permit issued for such basins.
 11. That, within three months of the construction and operation of the proposed wastewater recharge facility in accordance with the requirements of any NJPDES DGSW permit issued for such facility, it will vacate the Easement as to Spray Fields granted in

the June 26, 2002 Reservation of Easement and Right of Way by filing a written instrument with the Clerk of Burlington County.

12. That, within three months of the construction and operation of the proposed wastewater recharge facility in accordance with the requirements of any NJPDES DGW permit issued for such facility, it will vacate the Easement as to Additional Basins on Block 54, Lots 1 and 2 granted in the June 26, 2002 Reservation of Easement and Right of Way by filing a written instrument with the Clerk of Burlington County.
13. Notwithstanding the terms of the Easement as to Recharge Basins granted in the June 26, 2002 Reservation of Easement and Right of Way, the Utilities Authority agrees that it will not seek to expand or increase the footprint of the existing Recharge Basins, pipe or pipes, necessary appurtenances, attached facilities or facilities for other utility services located within designated rights of way on the Kings Grant, Phase II parcel as depicted on the Survey attached hereto as Exhibit D.
14. Notwithstanding the terms of the Easement as to Force Main granted in the July 23, 2002 Reservation of Easement and Right of Way, the Utilities Authority agrees that it will not seek to expand or increase the footprint of the Force Main, pipe or pipes, necessary appurtenances, attached facilities or facilities for other utility services located within designated rights of way on the Kings Grant, Phase II parcel as depicted on the Survey attached hereto as Exhibit D.

B. Evesham Township agrees:

1. Upon acquiring ownership under the Funding Programs of the approximately 400 acres adjacent to Kings Grant, Phase I, that was precluded from development by the Commission's Waiver, to record a conservation easement prohibiting all development of that acreage, with the exception of the area necessary for the continued operation of the Utilities Authority's two existing recharge basins, access thereto, and to allow the construction and maintenance of any infrastructure that may be necessary, and is approved by the Commission, to convey the Utilities Authority's treated wastewater to the proposed recharge basins to be constructed on the Aerohaven parcel. The conservation easement will also allow for use of the parcel for low intensive recreational facilities.
2. Upon acquiring ownership under the Funding Program of the approximate 300 acres referred to in this MOA as Kings Grant,



Phase II, to record a conservation easement prohibiting all development on the parcel, with the exception of the following: . (a) the construction and maintenance of piping and other infrastructure that, subject to Commission approval, is necessary to convey treated wastewater from the Utility Authority's Treatment Facility to the proposed recharge basins to be constructed on the Aerohaven parcel; (b) the construction and maintenance of a portion of the Phase IV Water Main depicted on the plan survey entitled "Survey of Property, Kings Grant II", prepared by Dennis S. DiBlasio, Pennoni, dated February 2, 2002 and last revised on July 15, 2002, attached hereto as Exhibit D; (c) the construction and maintenance of piping and other infrastructure that, subject to Commission approval, is necessary to convey treated wastewater from the Utility Authority's Treatment Facility to the Links and/or Little Mills Golf Courses; (d) the continued use of the Utilities Authority's two existing recharge basins; and (e) use of the parcel for low intensity recreational facilities.

3. That it will impose a conservation easement on the entire Aerohaven parcel prohibiting all development of the parcel, with the exception of use of the parcel for low intensive recreational facilities and a parking area subject to submission of a future application to and approval of the same by the Pinelands Commission, to provide access to such low intensive recreational facilities, and the construction and maintenance of the proposed recharge basins, and any infrastructure that may be necessary, and is approved by the Commission, to convey the Authority's treated wastewater to the recharge basins to be constructed on the Aerohaven parcel.
4. No development of low intensive recreational facilities shall be initiated at the Aerohaven parcel prior to securing approval for such development in accordance with the provisions of the Pinelands CMP.
5. That the Commission's approval of this MOA shall not be construed, interpreted or implied as an endorsement by or approval of any an application for the development of low intensive recreational facilities, including the parking area, at the Aerohaven parcel.
6. This MOA is expressly contingent upon the transfer by the Utilities Authority to Evesham under the Funding Programs of the approximately 400 acres adjacent to Kings Grant, Phase I, that was precluded from development by the Commission's Waiver and the

approximate 300 acres referred to in this MOA as Kings Grant, Phase II, and the imposition of further conservation easements by the Township thereon, as set forth in paragraphs V.B.1-3 herein and Exhibit E. In accordance with paragraph V.A.2, the Utilities Authority has agreed herein to waive the time limits imposed by the Pinelands CMP on the processing of any public development application that it submits for a wastewater recharge facility on the Aerohaven parcel. The Pinelands Commission staff will issue a draft recommendation report concerning such application. However, the Pinelands Commission will not take any action regarding any application submitted by the Utilities Authority for a wastewater recharge facility on the Aerohaven parcel until the next Commission meeting following conveyance of the above referenced acreage to Evesham and the imposition of the requisite conservation easements. If the acreage has not been transferred to Evesham and/or the requisite conservation easements have not been imposed within 1 and ½ years of the date of execution of this MOA by the last party to this agreement, this MOA is terminated by mutual consent of all signatories to the MOA unless this provision of the MOA has been amended in accordance with VI.B.

C. The Pinelands Commission agrees:


1. To allow for the use of the Aerohaven parcel by the Utilities Authority to discharge treated wastewater from the Kings Grant Wastewater Treatment Facility to the proposed wastewater recharge facilities notwithstanding the limitation against centralized wastewater treatment and collection facilities in a Pinelands Rural Development Management Area contained in N.J.A.C. 7:50-5.26 (b) 10. of the Pinelands CMP provided:
 - a. The required conservation easements are imposed on the Kings Grant and Aerohaven acreages in accordance with the provisions of V. 2A, B and C of this MOA; and
 - b. Upon completion of a development application with the Pinelands Commission that demonstrates the proposed developments compliance with the standards of the Pinelands CMP, in particular Subchapter 6.
2. This MOA is expressly contingent upon the transfer by the Utilities Authority to Evesham under the Funding Programs of the approximately 400 acres adjacent to Kings Grant, Phase I, that was

precluded from development by the Commission's Waiver and the approximate 300 acres referred to in this MOA as Kings Grant, Phase II, and the imposition of further conservation easements by the Township thereon, as set forth in paragraphs V.B.1-3 herein and Exhibit E. In accordance with paragraph V.A.2, the Utilities Authority has agreed herein to waive the time limits imposed by the Pinelands CMP on the processing of any public development application that it submits for a wastewater recharge facility on the Aerohaven parcel. The Pinelands Commission staff will issue a draft recommendation report. However, the Pinelands Commission will not take any action regarding any application submitted by the Utilities Authority for a wastewater recharge facility on the Aerohaven parcel until the next Commission meeting following conveyance of the above referenced acreage is conveyed to Evesham and the imposition of the requisite conservation easements. If the acreage has not been transferred to Evesham and or the requisite conservation easements have not been imposed within 1 and ½ years of the date of execution of this MOA by the last party to this agreement, this MOA is terminated by mutual consent of all signatories to the MOA unless this provision of the MOA has been amended in accordance with VI.B.

VI. EFFECTIVE DATE AND DURATION

- A. In accordance with N.J.S.A. 13:18A-5 (h), this MOA shall take effect subsequent to the Governor's review and approval of the Pinelands Commission minutes authorizing entry of this MOA and then upon approval and signature by the authorizes representative of all parties.
- B. This MOA shall remain in effect unless amended by written consent of all parties.
- C. Prior to closing of the Agreement of Sale referenced in V.A.1, this MOA may be terminated with cause by any of the parties hereto upon sixty (60) days written notice. After the closing, but prior to Commission approval of a public development application for the construction of any wastewater recharge basins and any public service infrastructure that is necessary to convey the Utilities Authority's treated wastewater to the recharge basins on the Aerohaven parcel, this MOA may only be terminated if it is determined that the proposed development cannot be developed consistent with the standards of the Pinelands CMP. After Commission approval of a development application for the proposed development, the conditions of any such Commission approval shall govern the development and operation of those facilities.

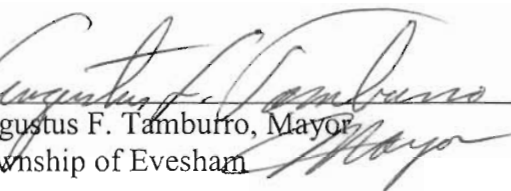
VII. SIGNATURES



John C. Stokes, Executive Director
New Jersey Pinelands Commission

5/21/06

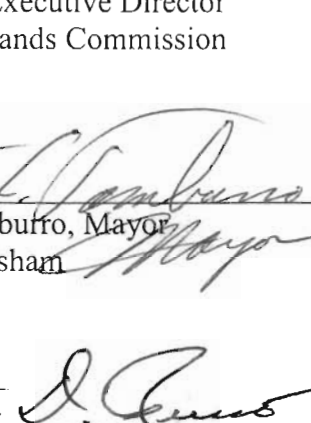
Date



Augustus F. Tamburro, Mayor
Township of Evesham

1/24/06

Date

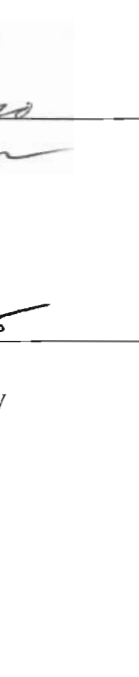


Louis D. Russo, Executive Director
Evesham Municipal Utilities Authority

2/9/06

Date

Approved as to form by:



Valerie Haynes, Deputy Attorney General
State of New Jersey

6/9/06

Date

APPENDIX A

Pinelands Commission Waiver of Strict Compliance