

MEMORANDUM OF AGREEMENT

AGREEMENT made this 26th day of March, 2009 by and among the Towns/Cities of Bristol, Barrington, East Providence, Little Compton, Middletown, Newport, Portsmouth, Tiverton, and Warren, all Rhode Island municipal corporations (the "Towns").

WITNESSETH:

WHEREAS, the Towns desire to form a consortium to be called the "East Bay Energy Consortium" (the "Consortium"); and

WHEREAS, the purpose of the Consortium is to explore the feasibility of locating a wind farm in the geographic area commonly referred to as the "East Bay"; and

WHEREAS, the Town of Bristol shall take the lead in applying for a grant for this purpose to Rhode Island Economic Development Corporation on behalf of the Towns.

NOW, THEREFORE, in consideration of mutual covenants and agreements herein contained, the Towns hereby agree as follows:

1. The Town of Bristol shall be responsible for filing a grant to fund a wind farm feasibility study on behalf of the Towns to the Rhode Island Economic Development Corporation, Rhode Island Renewable Energy Fund.
2. The grant will be used to hire a consultant to conduct a feasibility study to determine where a wind farm in the East Bay is feasible including the economic viability of a wind farm, the potential number of turbines to be located thereon, the legal framework to support the Consortium, as well as the regulatory framework necessary to the mission of the Consortium.
3. Each of the Cities/Towns agree to make available matching funds at a minimum amount of \$2,000 to be provided at the option of the respective cities and towns either with cash or bona fide in-kind services.
4. It is hereby acknowledged and agreed that the Towns agree to participate in the feasibility study, but nothing herein commits any of the Towns to participate in the construction of an actual wind farm or be responsible for any of the costs and/or benefits associated therewith.

IN WITNESS WHEREOF, the Towns have caused this agreement to be executed in their corporate names by their respective duly authorized representatives.

TOWN OF MIDDLETOWN
By: _____

Shawn J. Brown
Town Administrator
Town of Middletown, RI