

CSEP SEPARATION PROJECT PARTICIPATION AGREEMENT
The Sinclair Location

THIS AGREEMENT is entered into by and between GTOM West End, LLC, hereinafter known as "Developer", and The Metropolitan Government of Nashville and Davidson County acting through the Metropolitan Department of Water and Sewerage Services, hereinafter known as "**METRO**".

WHEREAS, METRO owns and operates a combined sewer system located in the Kerrigan basin with combined flow directed to the Central Wastewater Treatment Plant and the Kerrigan outfall during heavy rain conditions; and,

WHEREAS, METRO desires to separate the stormwater and sewer flow in a 56 acre portion of the Kerrigan basin, thereby directing stormwater flow to the Cumberland River and the sewage flow to the Central Waste Water Treatment Plant; and,

WHEREAS, by separating the stormwater and sewage, METRO has an opportunity to reduce the overall volume load in the Kerrigan basin combined sewer resulting in a reduction in the potential for localized storm flooding, surcharging sewer, and odor. Furthermore, separating the stormwater and sewage will improve overall water quality in the Cumberland River; and,

WHEREAS, Developer has been approved to construct a 27-story mixed use residential tower on a 0.87-acre site; known as Project No. 2022066576 which is located in the Combined Sewer System for the Kerrigan Basin, and,

WHEREAS, METRO is developing the design and construction of dedicated storm infrastructure consistent with the Combined Sewer Master Plan, and,

WHEREAS, the Developer agrees to provide on-site stormwater control measures and pay fees towards off-site public infrastructure improvements to the Current Stormwater System and construction of a New Stormwater System that has a direct benefit to both parties; and,

WHEREAS, the provision of such storm and sanitary sewer service improvement will directly benefit both parties and the general community of Nashville and Davidson County, Tennessee; and,

NOW, THEREFORE, DEVELOPER AND METRO AGREE AS FOLLOWS:

I. SCOPE OF WORK:

The design and construction of the new stormwater system shall be completed by Metro. All materials and methods used to construct the proposed infrastructure shall be in keeping with Metro Water Services, Nashville Department of Transportation, and/or Tennessee Department of Transportation standard drawings, construction specifications and approved materials. If there are any conflicts during construction, Metro will address them with the owner of the utility. Metro will provide on-site inspections during the construction of the new stormwater system to ensure that work is proceeding in accordance with approved plans.

II. PAYMENT TERMS AND CONDITIONS:

- A. **DEVELOPER** agrees to provide **METRO** the amount of \$200,000.00 (hereinafter, the "Payment"), to fund the design and construction of the current and new stormwater systems identified on Exhibit A. As part of Exhibit A, an overall location map for the Combined Sewer Elimination Program (CSEP) is included with the location of the **DEVELOPER'S** project identified.
- B. **METRO** agrees to begin design and construction of the project within timeframes set forth by Metro Water Services upon receiving the funds.
- C. **METRO** will inspect the construction and will be responsible for ongoing operation and maintenance.
- D. **DEVELOPER** acknowledges and agrees that under no circumstances will the **DEVELOPER** be entitled to receive or will **METRO** be required to provide a refund of any portion of the payment regardless of the final cost of construction.
- E. Upon acceptance of the \$200,000.00 of funding for the project, **METRO** may not withhold the **DEVELOPER'S** permits under the authority of Metro due to sewer, water or stormwater concerns for this project including but not limited to the use and occupancy permits. **METRO** may provide the **DEVELOPER** temporary access to the current combined sewer and water system if the stormwater infrastructure is not constructed when the use and occupancy permit is applied for.
- F. This agreement is subject to the approval through Resolution (one reading) of The Metropolitan Council of Nashville and Davidson County.

III. FUTURE AMENDMENTS:

Any future amendments to this agreement shall be approved by resolution of the Metropolitan Council.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed.

RECOMMENDED BY:

DocuSigned by:

Scott Potter

Director of Metropolitan Department of Water and Sewerage Services

APPROVED AS TO AVAILABILITY OF FUNDS:

DocuSigned by:

Kelly Flannery/mjw

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Director of Finance

APPROVED AS TO FORM AND LEGALITY:

DocuSigned by:

Tara Ladd

E355FC378EF2427...

Metropolitan Attorney

THE METROPOLITAN GOVERNMENT OF
NASHVILLE AND DAVIDSON COUNTY:

Metropolitan Mayor

ACCEPTED BY:

[Signature]

Developer

Sworn to and subscribed to before me, a Notary Public,

28th day of Feb 2023

by Geran Moore of

Developer and duly authorized to execute this instrument
on Developer's behalf.

[Signature]

Notary Public

My Commission Expires: 1/28/26

ATTEST:

Metropolitan Clerk

Date: _____





**METROPOLITAN GOVERNMENT OF NASHVILLE
AND DAVIDSON COUNTY**

Metro Office Building
800 President Ronald Reagan Way
P.O. Box 196300
Nashville, TN 37219-6300

March 20, 2023

To: Peggy Deaner Metro Water Services

**Re: CSEP SEPARATION PROJECT PARTICIPATION AGREEMENT
Planning Commission Mandatory Referral # 2023M-012AG-001
Council District #21 Brandon Taylor, Council Member**

On behalf of the Metropolitan Planning Commission, the following item, referred to the Commission as required by the Metro Charter, has been recommended for *approval* to the Metropolitan Council:

A resolution approving a participation agreement between the Metro Water Services and GTOM West End LLC for CSEP Separation Project - The Sinclair location for properties located at 2410, 2412, & 2416 West End Ave. and 2413 Elliston Place, Nashville, Tennessee (Proposal No. 2023M-012AG-001).

The relevant Metro agencies (Metro Parks, Metro Public Works, Metro Water Services, Metro Emergency Communications, the Nashville Electric Service, Metro Finance – Public Property and the Metro Historical Commission) have reviewed the proposal and concur in the recommendation for approval. This request must be approved by the Metro Council to become effective. A sketch showing the location of the request is attached to this letter.

Conditions that apply to this approval: none

This recommendation for approval is given as set forth in the Metropolitan Planning Commission Rules and Procedures. If you have any questions about this matter, please contact Delilah Rhodes at delilah.rhodes@nashville.gov or 615-862-7208.

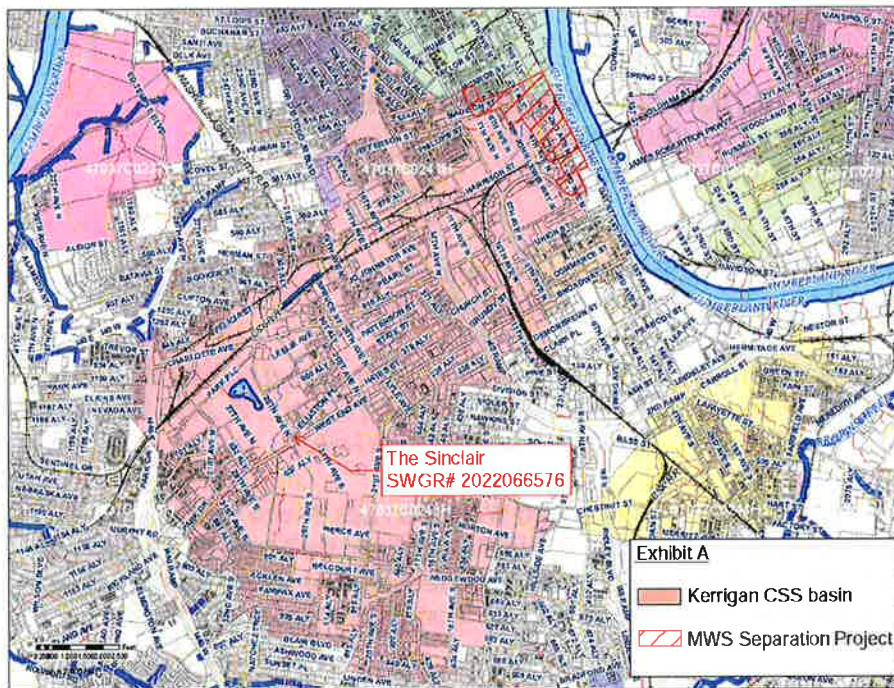
Sincerely,

A handwritten signature in blue ink, appearing to read "Lisa Milligan".

Lisa Milligan
Land Development Manager
Metro Planning Department
cc: Metro Clerk

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The Sinclair
SWGR# 2022066576

Exhibit A

 Kerrigan CSS basin

 MWS Separation Project

