

**MEMORANDUM OF AGREEMENT BETWEEN THE CITY OF VALDEZ AND
VALDEZ FISHERIES DEVELOPMENT ASSOCIATION, INC.**

1. Valdez Fisheries Development Association, Inc. (VFDA) is a 501(c)(3) Alaska private nonprofit corporation dedicated to rearing salmon for common property fisheries within the City of Valdez (City).
2. VFDA has been working with the U.S. Army Corp of Engineers (Corps) on a project to attempt to improve the hydrology of Robe Lake, which is also located within the City.
3. At VFDA's request, the Corps initiated a Robe Lake Section 206 Ecosystem Restoration Project (P2# 478434) (Project). The primary purpose of the Project will be to attempt to restore the Robe Lake ecosystem to the condition that existed before human-related impacts.
4. The sponsors of the Project are the Corps, VFDA, and the City, with the City acting as the primary point of contact for the Project.
5. The Native Village of Tatitlek and the Tatitlek Corporation (Tatitlek) have been approached by the City and VFDA to be a co-sponsor of the Project in order to benefit Tatitlek's members. Tatitlek has agreed to be a co-sponsor of the Project.
6. The Corps completed a Federal Interest Determination for the Project and the Corps is working with the three co-sponsors of the Project (City, VFDA, and Tatitlek) to negotiate a Feasibility Cost Sharing Agreement (FCSA).
7. The City and VFDA agree that the City, in addition to being the primary point of contact for the Project, will be the lead party on the Project and be the signatory on the FCSA and any other Project documents required by the Corps and the primary party responsible for the Project.
8. The City and VFDA agree that while VFDA would not be a signatory on the FCSA or other Corps documents related to the Project, VFDA would enter into such agreements and commit such obligations as necessary to reach finalization of all reasonably necessary documents the Corps needs to undertake the Project and work collaboratively with the City to attempt to successfully secure the Project.
9. Among other things, VFDA would sign necessary documents with the City and Tatitlek to obtain the Project, and contribute such funds it can to secure the Project because it is in VFDA's interests as the primary originator of the Project with the Corps and because VFDA is keenly interested in insuring the success of the Project as set out in the Corps' October 2021 Robe Lake Ecosystem Restoration Section 206 Project Fact Sheet to improve, among other things, the Robe Lake salmon habitat and ecosystem.

10. At the time of this Agreement, VFDA has agreed to commit \$91,250.00 toward obtaining the Project, which is 25.0% of the non-federal portion of the Project's FCSA, the City will pay any remainder amount to secure the Project, and the City and VFDA will work together to obtain the funds necessary to complete the Project and a cost waiver from the Corps, which is available for the Project because Tatitlek is a federally recognized tribe and will be involved in the Project.

11. VFDA and the City will work and collaborate closely and cooperatively on such things as Project management, financing, design, implementation and timing of activities associated with the Project, and any other decision processes in order to ensure, among other things, that the Project does not create unnecessary negative impacts and to ensure that the design, implementation, management, and staffing of the Project is carried out and implemented as effectively as possible.

12. The City and VFDA understand that additional documents may have to be drafted and signed in order to successfully obtain and implement the Project and they agree to work closely together to finalize and execute those documents in a timely, good faith manner.

13. The City and VFDA may amend this Agreement as necessary.

CITY OF VALDEZ

_____ Dated: _____
By: Sharon Scheidt
Its: Mayor

VALDEZ FISHERIES DEVELOPMENT ASSOCIATION, INC.

_____ Dated: _____
By: Michael H. Wells
Its: Executive Director