

LTC Adam Czekanski
District Engineer
U.S. Army Corps of Engineers, Buffalo District
1776 Niagara Street
Buffalo, New York 14207-3199

RE: Letter of Intent
Novation Agreement
Lorain Harbor Contained Spoil Disposal Facility

Dear LTC Czekanski:

The City of Lorain ("City") has completed its review of the draft Novation Agreement related to the transfer of responsibilities under the Agreement for Local Cooperation between the City of Lorain ("City") and the Department of the Army ("the Government") for the Lorain Harbor Contained Spoil Disposal Facility ("the Project").

The City understands that, pursuant to the Novation Agreement, all rights, responsibilities, and obligations of the City, as stated in the Agreement for Local Cooperation, shall be transferred to and assumed fully by the Lorain Port Authority ("Port Authority"), subject to the exceptions provided in the Novation Agreement. The City understands that it shall continue to hold and save the Government harmless under the save and hold harmless provisions of the Agreement for Local Cooperation to the extent that any claim for damages concerning the Lorain Harbor Contained Spoil Disposal Facility relate to events that occurred prior to the date of execution of the Novation Agreement. Further, the City understands that, in the event the Port Authority fails to perform the obligations under the Agreement for Local Cooperation, the City shall undertake such obligations.

The City has determined that the draft Novation Agreement contains terms which are acceptable. The City intends to sign the Novation Agreement as currently drafted.

It is understood that the purpose of this letter is to establish the intent and ability of the City to execute the proposed Novation Agreement, and does not financially or legally obligate the City or the Federal Government.

Chase Ritenauer
Mayor
City of Lorain, Ohio