

ROAD USE AGREEMENT ¹

This Road Use Agreement (“Agreement”) is entered into this ____ day of _____, 20____ between [Name of Company] a [corporation/limited liability company created under the laws of the State of ____] with offices at [address] (“Company”) and the [County/Town/Village] of [Name of County/Town/Village], a municipal corporation organized under the laws of the State of New York, with offices at [address] (“County/Town/Village”), each of whom may be referred to herein as a “Party” or together as the “Parties.”

RECITALS

WHEREAS, [County/Town/Village] agreed to participate in the Broome County Road Use and Preservation Program (“Program”) on _____ by [Local Law #/Resolution # _____] of the Year ____] which requires that any Person, individually or in concert with another Person, undertakes any Activity that will at any time during such Activity result in Concentrated Traffic upon Roads must, among other things, enter into a road use agreement with the [County/Town/Village];

WHEREAS, Company is a private entity which intends to undertake, or cause to be undertaken, Activity which will result in Concentrated Traffic;

WHEREAS, [County/Town/Village] seeks guarantees and assurances from Company that Company will pay and/or otherwise indemnify the [County/Town/Village] for any distress or Damage to Roads caused by Concentrated Traffic;

WHEREAS, Company and [County/Town/Village] have discussed this matter and come to a mutual understanding, which the Parties desire to memorialize as set forth herein, which will provide for Company's responsibility for any Damage to Roads caused by Concentrated Traffic; and

¹ Prepared by Coughlin & Gerhart, LLP, Binghamton, NY, for Cooperative Agreement with Broome County re Use of County, Town and Village Roads Undertaking Activity Resulting in Concentrated Traffic (i.e. which could involve any type of development, not just natural gas development).