

transition has been completed and to state that the operational transfer date was July 1, 2017¹. More specifically, the following subsection (E) will be inserted:

E. Completion of Transition and Reorganization

The foregoing subsections (A) – (D) have no future operational effect as of [December 13, 2017] the effective date of this Agreement. They remain in this Agreement as a placeholder and for historical context. The operational transfer date was July 1, 2017^{FN}. On that date, the Cape Light Compact JPE became the legal and operational successor to the Compact.

¹ On April 12, 2017, the Governing Board voted to establish the operational transfer date as July 1, 2017.

3. Certain scriveners/typographical errors in the JPA will corrected and other clarifying edits will be made. More specifically:

- (i) After the reference to G.L. c. 40, § 4A½ in the last recital, the following words “(as may be amended from time to time, the “Joint Powers Statute”)” will be inserted.
- (ii) In last sentence of Article I(E), the word “Municipal” will be deleted and replaced with “County.”
- (iii) In the third sentence of Article V(C), the words “Board of Directors” will be deleted and replaced with “Governing Board.”
- (iv) In the third sentence of the second paragraph of Article V(G)(2), the word “Board” will be inserted after the word “Governing.”
- (v) In the third sentence of Article VI(E), the words “or County Representative” will be inserted after the word “Directors.”
- (vi) In the second sentence of second paragraph of Article XI, the words “the Members” will be replaced with the words “each Member’s.”
- (vii) In Article XIX(D), the Compact’s mailing address will be changed to 261 Whites Path, Unit 4, South Yarmouth, MA 02664.
- (viii) In the third sentence of Article XIX(E), the punctuation error in the word “shall” will be corrected.
- (ix) In the first sentence of Article XIX(I), the word “more” will be inserted after the words “which may be one or.”

4. In order to effectuate the foregoing amendments, the JPA will be replaced with the First Amended and Restated dated as of [December 13, 2017] and the recitals will be amended to reflect the second iteration of the JPA.

A redline of the proposed First Amended and Restated JPA is attached for your review and consideration.

¹ Compact counsel notes that the JPA does not need to be formally amended in order for the operational transfer date to be effective as of July 1, 2017 as the original language in the JPA vested the power in the Governing Board to establish the date. However, going forward, for administrative convenience and clarity, it makes sense to officially amend the JPA to incorporate the Governing Board vote. To be clear, the operational transfer date was established as of July 1, 2017 effective as of the April 12, 2017 Governing Board vote on the matter.