AMENDMENT NO. 3

PROJECT AGREEMENT

between

The VIRGIN ISLANDS HOUSING FINANCE AUTHORITY

and

the VIRGIN ISLANDS WATER AND POWER AUTHORITY

This Amendment No. 3 ("Amendment") is made this 29th day of September, 2020 by and between the Virgin Islands Housing Finance Authority ("VIHFA") and the Virgin Islands Water and Power Authority ("VIWAPA").

WHEREAS, on August 8, 2019, the Virgin Islands Housing Finance Authority ("VIHFA") and the Virgin Islands Water and Power Authority ("VIWAPA") entered into a project agreement ("Agreement") (Project Agreement No.: I-EPSEI-WAPA-HARLEY PLANT UNITS-STT) for the Community Development Block Grant Disaster Recovery ("CDBG-DR") program; and

WHEREAS, the VIWAPA desires to amend the Project Budget.

NOW THEREFORE, in consideration of the mutual covenants herein contained and intending to be legally bound by this Agreement, the parties hereto do covenant and agree as follows:

Section 1: The Budget Amendment 1 is attached hereto and made a part of the Project Agreement.

Section 2: This Amendment may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document.

Section 3: All other requirement and provisions of the Subrecipient Agreement between the VIHFA and VIWAPA shall remain in full force and effect.

WITNESS:

[Signature]
(Print Name)
DATE: 9/29/2020

VIRGIN ISLANDS WATER & POWER AUTHORITY

[Signature]
Lawrence J. Kupfer, Executive Director
DATE: 9/29/2020
Project Agreement between V.I.H.F.A and V.I.H.F.A.
Amendment No. 3.
Page 2 of 2.

WITNESS:

(Date)

Reviewed for Legal Sufficiency:
Denise Rhymer, Esq.
Dated: 28th day of September, 2020

WITNESS:

(Date)

WITNESS:

(Date)

VIRGIN ISLANDS HOUSING FINANCE AUTHORITY

(Dated)

Daryl Griffith, Executive Director

(Date) 9/29/2020
**SECTION II – BUDGET INFORMATION**

<table>
<thead>
<tr>
<th>CATEGORY</th>
<th>CDBG-DR BUDGET</th>
<th>OTHER SOURCES OF FUNDS</th>
<th>TOTAL COST</th>
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</thead>
<tbody>
<tr>
<td><strong>Project Cost (Direct)</strong></td>
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<tr>
<td>Civil/Structural/Laydown Area Preparation</td>
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<td>Electrical/Controls</td>
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<tr>
<td>Mechanical</td>
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<tr>
<td>9MW/18MWh Battery Energy Storage System (DESS)</td>
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<tr>
<td>Project Management (EPC)</td>
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<tr>
<td>Engineering</td>
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<tr>
<td>Commission/Startup</td>
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<tr>
<td>Transportation (DAP) Site</td>
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<tr>
<td>Construction Management (EPC)</td>
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<tr>
<td>Installation (EPC)</td>
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<tr>
<td>Training (20 persons)</td>
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<td>Warranty (12 month)</td>
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<td>Demo Tank 10 &amp; IDEF Foundation, PW Pump Construction</td>
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<td>Third Party Project Management</td>
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<td><strong>Subtotal Project Cost (Direct)</strong></td>
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<tr>
<td><strong>Project Cost (Activity Delivery Cost)</strong></td>
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<tr>
<td>WAPA Internal</td>
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<tr>
<td><strong>Subtotal Project Cost (Activity Delivery Cost)</strong></td>
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<td><strong>TOTAL PROJECT COST</strong></td>
<td>$44,775,000.00</td>
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<td>$44,775,000.00</td>
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Organizational Head Initials  

VIHFA Initials
SECTION III - AUTHORIZATION

The applicant agrees to substantially abide by the above budget in the utilization of funds provided under the Subrecipient Agreement.

<table>
<thead>
<tr>
<th>Role</th>
<th>Name</th>
<th>Signature</th>
<th>Date</th>
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<tbody>
<tr>
<td>Organizational Head:</td>
<td>Lawrence J. Kupfer, Executive Director</td>
<td></td>
<td>9/29/2020</td>
</tr>
<tr>
<td>Reviewed by CDBG-DR Program Head:</td>
<td>David Martin, CDBG-DR, Chief Disaster Recovery Officer</td>
<td></td>
<td>09/29/2020</td>
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<tr>
<td>Reviewed by CDBG-DR Senior Manager:</td>
<td>Mario Leonard, Senior Infrastructure Manager</td>
<td></td>
<td>9/29/2020</td>
</tr>
<tr>
<td>Reviewed by CDBG-DR Finance Director:</td>
<td>Cherise Tucker, CDBG-DR, Finance Director</td>
<td></td>
<td>09/29/2020</td>
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<tr>
<td>Approved / Rejected by CDBG-DR Director:</td>
<td>Antoinette Fleming, CDBG-DR Director</td>
<td></td>
<td>9/29/2020</td>
</tr>
<tr>
<td>Approved / Rejected by VIHFA Executive Director:</td>
<td>Daryl Griffith, Executive Director</td>
<td></td>
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</tr>
</tbody>
</table>
SECTION III - AUTHORIZATION

The applicant agrees to substantially abide by the above budget in the utilization of funds provided under the Subrecipient Agreement.

Organizational Head: Lawrence J. Kupfer, Executive Director
Print Name and Official Title

Signature

Date 9/29/2020

Reviewed by CDBG-DR
Program Head:

David Martin, CDBG-DR, Chief Disaster Recovery Officer
Print Name and Official Title

Signature

Date

Reviewed by CDBG-DR Senior Manager:

Mario Leonard, Senior Infrastructure Manager
Print Name and Official Title

Signature

Date

Reviewed by CDBG-DR
Finance Director:

Cherise Tucker, CDBG-DR, Finance Director
Print Name and Official Title

Signature

Date

Approved / Rejected by
CDBG-DR Director:

Antoinette Fleming, CDBG-DR Director
Print Name and Official Title

Signature

Date

Approved / Rejected by
VIHFA Executive Director:

Daryl Griffith, Executive Director
Print Name and Official Title

Signature

Date 9/29/2020