

**COOPERATION AGREEMENT**

**BY AND BETWEEN**

**ArtsQuest and WLVT/PBS 39**

**AND**

**The City of Bethlehem**

THIS COOPERATION AGREEMENT, entered into as of this \_\_\_\_\_ day of \_\_\_\_\_, 2009, by and between ArtsQuest and WLVT/PBS 39 (hereinafter referred to as "ArtsQuest and WLVT/PBS 39"), and the CITY OF BETHLEHEM, a municipal corporation of the Third Class, domiciled by law in the County of Northampton, Commonwealth of Pennsylvania (hereinafter referred to as "City").

WHEREAS, ArtsQuest and WLVT/PBS 39 has a site that they would like to restore and would like to develop a cultural resource center that would strengthen the educational and cultural programs of the City; and

WHEREAS, ArtsQuest and WLVT/PBS 39 desires to utilize Pennsylvania Redevelopment Assistance Funding to finance a portion of the project and requires the cooperation of City; and

WHEREAS, City is willing to assist ArtsQuest and WLVT/PBS 39 in obtaining Pennsylvania Redevelopment Assistance Funding.

NOW, THEREFORE, intending to be mutually bound hereby, the parties agree as follows:

1. ArtsQuest and WLVT/PBS 39, through various sources, will contribute a minimum of Twelve Million Two Hundred Fifty Thousand Dollars (\$12.25 million)

toward the project which will be assisted by an additional Twelve Million Two Hundred Fifty Thousand Dollars (\$12.25 million) from the Commonwealth of Pennsylvania.

2. The City will act as the applicant for the state funds and will disburse the funds to ArtsQuest and WLVT/PBS 39.

3. ArtsQuest and WLVT/PBS 39 will reimburse the Commonwealth of Pennsylvania, through the City of Bethlehem, for any expenditures found by the Department of Community Affairs to be ineligible; provided, if ArtsQuest and WLVT/PBS 39 shall fail to do so, the City of Bethlehem will reimburse the Commonwealth of Pennsylvania for such expenditures.

4. Before submitting any invoices for reimbursement by the Commonwealth of Pennsylvania, ArtsQuest and WLVT/PBS 39 agrees to submit, in writing, to the City of Bethlehem Department of Community and Economic Development an itemization, with explanations, of each proposed submittal that will be sufficient and adequate for the City to ascertain if the expenditures are eligible and within the Commonwealth of Pennsylvania guidelines and restrictions for use of such funds and, if deemed not sufficient or adequate by the City, shall submit any additional information requested by the City. ArtsQuest and WLVT/PBS 39 agrees to give such written notice at least five (5) business days in advance of the proposed submittal being made. If the City objects to any one or more of the expenditures as non-eligible, ArtsQuest and WLVT/PBS 39 agrees that it shall accompany its submittal to the Commonwealth of Pennsylvania with the City's objections to the expenditures. ArtsQuest and WLVT/PBS 39 agrees to provide any and all information needed by the City for the City to comply with the Commonwealth of Pennsylvania reporting and filing rules and regulations and agrees to

provide a certified true and correct final accounting for the expenditure of all  
Commonwealth of Pennsylvania funds, after the same have been fully expended.

IN WITNESS WHEREOF, the parties hereto have executed this Cooperation  
Agreement on the day and year first above written.

ATTEST:

ArtsQuest and WLVT/PBS 39

\_\_\_\_\_  
Secretary

By: \_\_\_\_\_  
Title:

ATTEST:

CITY OF BETHLEHEM

\_\_\_\_\_  
City Controller

By: \_\_\_\_\_  
Mayor

The within Agreement is certified to be  
Needed, necessary and appropriate.

By: \_\_\_\_\_  
City of Bethlehem Department Head  
Print Name: Tony Hanna