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The State of New Hampshire
Department of Environmental Services

Robert R. Scott, Commissioner

February 3, 2026

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Her Excellency, Governor Kelly A. Ayotte
and the Honorable Council
State House
Concord, New Hampshire 03301

REQUESTED ACTION

Authorize the New Hampshire Department of Environmental Services (NHDES) to **RETROACTIVELY** amend an American Rescue Plan Act grant (PO#1094630) to the Spruce Valley Cooperative, Inc. of Danville, NH (VC# 424394 B002), by extending the completion date to August 31, 2026, from February 28, 2026, effective **retroactively** to March 1, 2026, upon Governor & Council approval through August 31, 2026. This is a no-cost amendment. The original grant agreement was approved by the Governor and Council on August 2, 2023, Item #48 and amended on October 16, 2024, Item #93. 100% federal funds.

EXPLANATION

We are requesting **RETROACTIVE** approval of this amendment to provide additional time to the Spruce Valley Cooperative, Inc. to complete the agreed-upon scope of services. This request is **retroactive** due to a delay in receiving the grant paperwork that prevented us from meeting the deadline for the February Governor and Executive Council meeting. The Cooperative is conducting water and wastewater system improvements. These improvements include replacing and upgrading the existing aging water distribution system components, constructing a new well house, addressing source capacity improvements, replacing and upgrading septic system components, and constructing new individual leach fields. The project is currently under construction, and significant progress has been made regarding infrastructure improvements. Unfortunately, the current construction phase has encountered delays, and there is still additional work that remains under the original project that needs to be completed. The Cooperative is small and cannot accommodate multiple contractors onsite simultaneously, the next phase of construction cannot be performed until the current work is completed, as a different contractor is needed to perform the work. The time extension will allow the Cooperative to utilize the entire grant toward completing the current construction contract and completing the remainder of the original scope of work. This is an allowable use of ARP FRF funds under Section 602 (c)(1)(D) to make necessary investments in water, sewer, or broadband infrastructure. To date, \$702,899.64 of the original \$1,409,450 grant has been spent.

In the event federal funds become no longer available, general funds will not be requested to support this program. This grant amendment has been approved by the Attorney General's Office as to form, substance and execution. We respectfully request your approval of this item.

Robert R. Scott, Commissioner

**Grant Agreement with the Spruce Valley Cooperative, Inc.
American Rescue Plan Act (ARPA) Grant (CW-334426-01)
Amendment No. 2**

This Agreement (hereinafter called the Amendment) is by and between the State of New Hampshire, acting by and through its Department of Environmental Services (hereinafter referred to as the State) and the Spruce Valley Cooperative, Inc. acting by and through its Operations Manager, Michele Clark (hereinafter referred to as the Grantee).

WHEREAS, pursuant to an Agreement (hereinafter called the Agreement) approved by the Governor and Council on August 2, 2023 and amended on October 16, 2024, the Grantee agreed to perform certain services upon the terms and conditions specified in the Agreement and in consideration of payment by the State of certain sums as specified therein; and

WHEREAS, The Grantee and the State have agreed to amend the Agreement in certain respects;

NOW THEREFORE, in consideration of the foregoing, and the covenants and conditions contained in the Agreement and set forth herein, the parties hereto do hereby agree as follows:

1. Amendment and Modification of Agreement: The Agreement is hereby amended as follows:
 - (A) The Grant Completion Date as set forth in sub-paragraph 1.7 of the Agreement shall be changed to August 31, 2026 from February 28, 2026.
 - (B) Delete Exhibit C and replace with Exhibit C – Amendment 1. Exhibit C – Amendment 1 is attached hereto and incorporated into this amendment and agreement by reference.
2. Effective Date of Amendment: This Amendment shall take effect upon the date of approval of this Amendment by the Governor and Executive Council of the State of New Hampshire.
3. Continuance of Agreement: Except as specifically amended and modified by the terms and conditions of this Amendment, the Agreement, and the obligations of the parties thereunder, shall remain in full force and effect in accordance with the terms and conditions set forth therein.

Accepted by:

Michele Clark

Michele Clark, Operations Manager
Spruce Valley Cooperative, Inc.

12/15/25

Date

Robert R. Scott

Robert R. Scott, Commissioner
Department of Environmental Services

11/15/26

Date

[Signature]

Assistant Attorney General
Department of Justice

1/20/26

Date

Approved as to form, substance and execution.

EXHIBIT C – Amendment 1
METHOD OF PAYMENT

The NHDES shall pay to the Grantee the total reimbursable program costs not to exceed the Grant Limitation of \$1,409,450 in accordance with the following requirements:

Disbursement requests for program costs shall be made no more than once per calendar month by the Grantee using the American Rescue Plan Act (ARPA) Disbursement form as supplied by the NHDES, which shall be completed and signed by the Grantee. The disbursement form shall be accompanied by proper supporting documentation based upon direct costs. The Grantee will maintain adequate documentation to substantiate all Program related costs. All work shall be performed to the satisfaction of the NHDES before payment is made.

Changes to the Scope of Services require NHDES approval in advance. All work must be completed prior to the completion date (section 1.7) in this Grant Agreement to be eligible for reimbursement.

Grantee Initials MC
Date 12/15/25

State of New Hampshire

Department of State

CERTIFICATE

I, David M. Scanlan, Secretary of State of the State of New Hampshire, do hereby certify that SPRUCE VALLEY COOPERATIVE, INC. is a New Hampshire Consumer Cooperative registered to transact business in New Hampshire on August 13, 2021. I further certify that all fees and documents required by the Secretary of State's office have been received and is in good standing as far as this office is concerned.

Business ID: **878503**

Certificate Number: **0007343687**



IN TESTIMONY WHEREOF,

I hereto set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 11th day of December A.D. 2025.

A handwritten signature in black ink, appearing to read "D. Scanlan", is written over a faint circular outline.

David M. Scanlan
Secretary of State

Spruce Valley Cooperative, Inc.
5 Hemlock Drive, Danville, NH 03819

CERTIFICATE OF VOTE

I, Michael Robinson, do hereby certify that:

1. I am the President of the Spruce Valley Cooperative, Inc.
2. At a meeting held on December 15, 2025, the board members voted to apply to submit an amendment request to modify a certain American Rescue Plan Act Fund (ARPA) grant agreement with the **State of New Hampshire Department of Environmental Services** for a water and wastewater system improvement project, as approved by the Governor and Council on August 2, 2023 and amended on October 16, 2024.
3. The Spruce Valley Cooperative, Inc. further authorized the Operations Manager, Michele Clark, to execute any documents necessary to effectuate this Grant Agreement.
4. This authority has not been revoked, superseded, or amended as of the date of this certification.

IN WITNESS WHEREOF, I have hereunto set my hand as the President, Michael Robinson of the Spruce Valley Cooperative, Inc.

Signature: Michael Robinson

Date: Dec. 15, 2025



Spruce Valley Cooperative, Inc.
Danville, NH 03819

December 16, 2025

To Whom it May Concern,

Please be advised that Spruce Valley Cooperative, Inc. does not currently have any employees. Our Cooperative is governed by a volunteer Board of Directors. All water and wastewater system operations are currently contracted. For these reasons, we do not carry a Workman's Compensation Policy.

Please do not hesitate to reach out with any additional questions or concerns.

Sincerely,

Michele Clark
Operations Manager

Spruce Valley Cooperative, Inc.

5 Hemlock Drive, Danville, NH 03819 - Email: sprucevalleyboard@gmail.com

Billing Address: Spruce Valley Cooperative, % First Choice Property Management, 48 Hamlet Avenue, Woonsocket, RI 02895