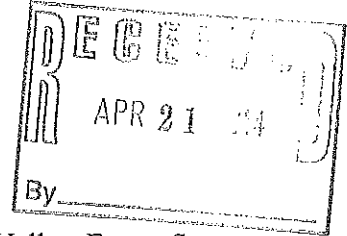

EXHIBIT F8

AMENDMENT TO EAST WHITELAND TRUNKLINE
AGREEMENT, DATED APRIL 18, 2014, BY AND BETWEEN EAST
WHITELAND TOWNSHIP, EAST WHITELAND MUNICIPAL
AUTHORITY, AND VALLEY FORGE SEWER AUTHORITY

AMENDMENT TO EAST WHITELAND TRUNK LINE AGREEMENT

This Amendment to East Whiteland Trunk Line Agreement is made this 18 day of April, 2014, between EAST WHITELAND TOWNSHIP ("East Whiteland"), a township of the second class, EAST WHITELAND MUNICIPAL AUTHORITY ("East Whiteland Authority"), a municipal authority organized by East Whiteland and VALLEY FORGE SEWER AUTHORITY, a municipal authority organized by Charlestown, East Pikeland and Schuylkill Townships.

BACKGROUND



A. On December 27, 1978, East Whiteland Authority and Valley Forge Sewer Authority entered into a cost sharing agreement for the Sidley Road Trunk Line repairs as indicated on Schedule A attached thereto to provide sewer service to the southern portion of Charlestown Township through the East Whiteland Trunk Line (and the Valley Creek Trunk Line) to the Valley Forge Sewage Treatment Plant.

B. On December 12, 1979, the parties hereto among others entered in an Amendment to the East Whiteland Trunk Line Agreement dated as of February 1, 1971, as amended by Composite Amendment No. 1, dated as of December 1, 1974, to reserve for the Valley Forge Sewer Authority 300,000 gallons per day of reserved capacity in the East Whiteland Trunk Line (as extended to the boundary to Charlestown Township via the "Great Valley Line") and the Mill Lane Pumping Station, to transmit sewage from Charlestown Township through the East Whiteland Trunk Line (and the Valley Creek Trunk Line) to the Valley Forge Sewage Treatment Plant.

C. The purpose of this Agreement Amendment is to establish a new and increased reserve capacity for the Valley Forge Sewer Authority within and through the East Whiteland sewer system. This Agreement Amendment shall also serve to establish the cost sharing between East Whiteland and the Valley Forge Sewer Authority.

D. This Agreement Amendment hereby declares that Valley Forge Sewer Authority shall have a reserved capacity within and through the East Whiteland system as apportioned below.

E. This Agreement Amendment also amends Article VI Section 6.01 of the East Whiteland Trunk Line Agreement to include the use of Tele-metering devices for transmitting flow signals from certain VFSA Sewage Discharge points into the East Whiteland system.

F. For purposes of this Agreement, the various portions of the East Whiteland Township sewer system are defined as follows:

1. East Whiteland Trunk Line (A) - The Trunk Line (A) shall include the gravity line through the Mill Lane Pump Station, the Mill Lane Pump Station force main, and gravity lines from the force main through the point at which the force main turns to gravity and then south and east to the point at which the East Whiteland gravity sewer leaves East Whiteland and then enters the Tredyffrin System.

2. East Whiteland Trunk Line (B) - The Trunk Line (B) shall include the gravity line from Charlestown Township along Conestoga Road through the Hillbrook Pump Station, the Hillbrook Pump Station force main, and gravity lines from the force main to the discharge point at the Mill Lane Pump Station.

3. Great Valley Line – The Great Valley Line shall include the existing gravity line to the Mill Lane Pump Station from the East Whiteland/Charlestown Township line to the terminal manhole at the east end of the James Thomas Road cul-de-sac thence along and/or through James Thomas Road, Aston Road, Phoenixville Pike, Hayes Road, Sidley Road, Moores Road, across the Aegon property, under Rt 202 to the Mill Lane Pump Station. The portion of sewer line along Sidley Road is also known as the Sidley Road Trunk Line. The portion of Great Valley Line in Sidley Road from manhole 67-24 at Lee Boulevard to manhole 67-13 in Moores Road will be abandoned and replaced with the New Sidley Road Trunk Line described in Section F.6.

4. Lee Boulevard Force Main – The Lee Boulevard Force Main shall include the force main from the Lee Boulevard Pump Station to the force main discharge point in Sidley Road.

5. Mill Lane Trunk Line – The Mill Lane Trunk Line shall include the gravity line as detailed on design plans prepared by ARRO Consulting, Inc. entitled Mill Lane Sewer Main Replacement, Phase 1. The Mill Lane Trunk Line shall extend from Manhole ML8 in Sidley Road approximately two-hundred (200) feet north of the intersection of Sidley Road and Lapp Road, thence south in and/or along Sidley Road, Mill Lane, under Rt 202 to an existing portion of the Great Valley Line which drains to the Mill Lane Pump Station.

6. New Sidley Road Trunk Line – The New Sidley Road Trunk Line shall include the gravity line as detailed on design plans prepared by ARRO Consulting, Inc. entitled Sidley Road Sewer Main Replacement, Phase 2. The New Sidley Road Trunk Line shall extend south in Sidley Road from the intersection of Sidley Road and Lee Boulevard to Manhole ML8 in Sidley Road which is the terminal end of the Mill Lane Sewer Main Replacement, Phase 1.

7. Mill Lane Pump Station – The pump station shall include the existing/new facility located north west of the intersection of Route 401 and Mill Lane.

8. Lee Boulevard Pump Station – The pump station shall include the existing facility located adjacent to Lee Boulevard.

9. Hillbrook Pump Station – The pump station shall include the existing facility located on Conestoga Road adjacent to Hillbrook Circle.

10. In summary, the various systems described in Sections F1 through F9 include all the pipelines through which Valley Forge Sewer Authority wastewaters drain in East Whiteland Township.

G. The various portions of the sanitary sewer system noted in Section F of this Agreement are outlined in Schedule C.

H. East Whiteland and East Whiteland Authority, at the request of Valley Forge Sewer Authority, are willing to reserve additional capacity for Valley Forge Sewer Authority, for a total reserved capacity of 432,302 gallons per day Annual Average Daily Flow as provided herein.

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

1. Sidley Road Trunk Line Cost Sharing Agreement. The December 27, 1978 Agreement between East Whiteland Authority and Valley Forge Sewer Authority establishing the cost sharing agreement for the Sidley Road Trunk Line is amended by eliminating Schedule A attached thereto and substituting therefore Schedule B attached hereto and incorporated herein. It is noted that some of the construction costs noted in Schedule B are estimates. The final cost sharing shall be based upon actual construction contract prices, subject to the prior review and approval of the Valley Forge Sewer Authority.

2. Reserved Capacity. Following the 2013 replacement and enlargement of the Mill Lane Pump Station and the construction of the Mill Lane and New Sidley Road Trunk Lines (as described in Section C of this Agreement and in the East Whiteland Special Study of 2013 prepared by ARRO Consulting, Inc.), reserved capacity for Valley Forge Sewer Authority and East Whiteland Township based on capacity needs analysis to the year 2035 in the East Whiteland Trunk Line the Annual Average Daily Flow shall be as follows:

a. The reserved capacity for the Valley Forge Sewer Authority in the East Whiteland Trunk Line (A) shall be 432,302 gallons per day. The reserve capacity for East Whiteland Township and Malvern Borough in the East Whiteland Trunk Line (A) shall be 3,882,698 gallons per day. The amount of reserve capacity for each of these municipalities is defined by separate agreement between East Whiteland Township and Malvern Borough. Since the East Whiteland Township and Malvern Borough flow enters at several locations along this trunk line the weighted average of each party's flow shall be used to calculate cost sharing for any project that may occur in the future on this trunk line. Weighted average is defined as the average of each party's percent of flow in each pipe section weighted by the length of each pipe section compared to the total length of pipe sections included in a future project.

b. The reserved capacity for the Valley Forge Sewer Authority in the New Sidley Road Trunk Line and Mill Lane Trunk Line shall be 412,302 gallons per day. The reserve capacity for East Whiteland Township in the New Sidley Road

Trunk Line and Mill Lane Trunk Line shall be 552,803 gallons per day. Since the East Whiteland Township flow enters at several locations along these two sewer line segments the weighted average for cost sharing of each shall be 57.37 % VFSA and 42.63 % EWT in New Sidley Road Trunk Line and 44.63 % VFSA and 55.37 % EWT in Mill Lane Trunk Line up to manhole MH 59.4. The cost sharing for any improvements from manhole MH 59.4 to the Mill Lane Pump Station shall be based upon the weighted average concept outlined in Section 2.a.

c. The reserved capacity for the Valley Forge Sewer Authority in the Lee Boulevard Pump Station and Lee Boulevard Force Main shall be 373,673 gallons per day. The reserve capacity for East Whiteland Township in the Lee Boulevard Pump Station and Lee Boulevard Force Main shall be 22,265 gallons per day.

d. The reserved capacity for the Valley Forge Sewer Authority in the Mill Lane Pump Station and the Mill Lane Pump Station Forcemain shall be 432,302 gallons per day. The reserve capacity for East Whiteland Township in the Mill Lane Pump Station and the Mill Lane Pump Station Forcemain shall be 1,872,503 gallons per day.

e. The reserved capacity for the Valley Forge Sewer Authority in the East Whiteland Trunk Line (B) shall be 20,000 gallons per day. The reserve capacity for East Whiteland Township in the East Whiteland Trunk Line (B) is undefined at this time due to various development possibilities and connections points to the Mill Lane Pump Station, Great Valley Line, and Trunk Line B. Since the East Whiteland Township flow enters at several locations along this trunk line the weighted average of each party's flow shall be used to calculate cost sharing for any project that may occur in the future on this trunk line.

3. Flow Meters or Measuring Devices. The Valley Forge Sewer Authority shall be responsible for all costs of the installation and maintenance of the equipment and the monthly costs for transmission of flow data to East Whiteland Township via cell phone technology from the Lee Boulevard Pump Station, the Charlestown Meadows Pump Station, and the

Charlestown Oaks metering station to the Remote Terminal Unit (RTU) located in the new Mill Lane Pump Station.

If there are future locations requiring flow monitoring of Valley Forge Sewer Authority flows into the East Whiteland System, the Valley Forge Sewer Authority will be responsible for all costs of installation and maintenance of equipment and the monthly charges for transmission of required flow data to East Whiteland system. The cell phone technology shall be updated by the Valley Forge Sewer Authority as required.

4. Rehabilitation of Manholes 67-13 (at intersection of Moores Road and Ashlawn Road) to ML-1 of the Great Valley Trunk Line. Within six (6) months following substantial completion of replacement of the New Sidley Road Trunk Line replacement, East Whiteland Township shall engage an engineer to conduct an evaluation of those portions of the Great Valley Trunk Sewer Line that will no longer carry flows from the Valley Forge Sewer Authority, (identified as Manholes 67-13 on design drawings prepared by Roy F. Weston, Inc. to Manhole ML-1 on drawings prepared by ARRO Consulting, Inc. entitled Mill Lane Sewer Main Replacement Phase 1) but will remain in service for East Whiteland Township. Cost of the evaluation shall be shared in accordance with Schedule B, attached to this Agreement Amendment. Included in the evaluation shall be a television inspection of all sections of the sewer line. Based on the results of the inspection(s) of the sewer line, a conceptual report shall be prepared by the engineer that includes concept level descriptions of all practical alternatives to repair (line, slipline, grout or spot repairs) the sections of the gravity sewer line that require repair according to the opinion of the engineer. In addition, the report shall include conceptual level total project cost estimates (plus or minus 25%) for the alternatives presented in the report. The study shall include the engineers' recommended alternative(s) for each section of sewer line that requires repair. The conclusions of the study shall be subject to the approval of the Valley Forge Sewer Authority (which approval may be withheld only for sound engineering reasons), after consultation with the consulting engineers of the Valley Forge Sewer Authority. If there shall be disagreement regarding selected alternatives, and the parties cannot otherwise promptly resolve said disagreement, the disagreement shall be submitted for arbitration in accordance with ARTICLE IX of the East Whiteland Trunk Line Agreement of 1971.

The implementation of the selected Alternative(s) shall be completed by East Whiteland Township within six (6) years of the engagement of the engineer to perform the study. Costs to implement the selected alternative(s) shall be shared in accordance with Schedule B, attached to this Agreement Amendment.

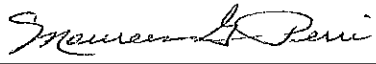
Following six years after completion of the study, the Valley Forge Sewer Authority's obligation to share in any cost associated with repair, upgrade, enlargement or replacement of any portion of the Great Valley Sewer Trunk Line shall cease to exist.

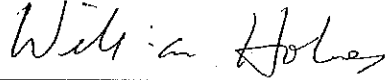
5. Future Capital Projects. Following completion of the Mill Lane Pump Station, the Mill Lane Trunk Line, and the New Sidley Road Trunk Line replacement and enlargement projects, if any additional expansion, enlargement, repair or construction of any portions of any of the sewer system entities defined in Section F of this Agreement – with the exception of the rehabilitation of the Great Valley Line from manhole 67-13 to manhole ML-1 shall be required, Valley Forge Sewer Authority shall pay its pro rata share of such expansion, enlargement, repair or construction on the basis of its reserved capacity as detailed in Section H.2 Reserved Capacity of this Agreement Amendment, and subject to all provisions of the East Whiteland Trunk Line Agreement.

6. Effective Date. This Amendment shall be effective upon the approval by the governing body of the last party to approve.

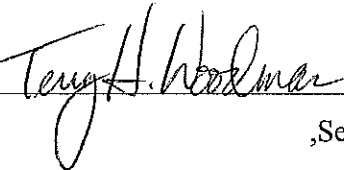
IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be duly executed as of the day and year first above written.

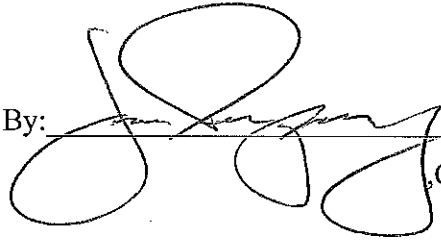
EAST WHITELAND TOWNSHIP

ATTEST: 
Secretary

By: 
Chairman

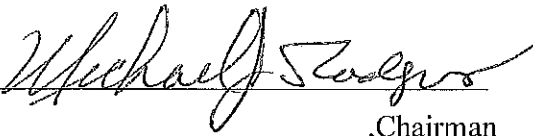
**EAST WHITELAND MUNICIPAL
AUTHORITY**

ATTEST: 
Secretary

By: 
Chairman

**VALLEY FORGE SEWER
AUTHORITY**

ATTEST: 
Secretary

BY: 
Chairman

Schedule A

Schedule A intentionally left blank in keeping with paragraph 1.
on page 4 of this Agreement.

Schedule B

SCHEDULE B

page 1 of 1

SHARED PROJECT COSTS

10/8/2013

rev 12-31-13

Project Number	Project Name	Total Cost	East Whiteland Township		Valley Forge Sewer Authority		Source of Estimate
			% Share	Cost Portion	% Share	Cost Portion	
1	Mill Lane Pump Station	\$3,479,343	81.24	\$2,826,618	18.76	\$652,725	*
2	Mill Lane Sewer Main Replacement- Phase 1	\$668,830	55.37	\$371,803	44.63	\$297,027	construction base bid received 7-1-13
3	Phase 1 Construction Administration	\$49,422	55.37	\$27,474	44.63	\$21,948	actual ARRO services through 11-1-13
4	Sidley Road Sewer Main Replacement - Phase 2	\$857,230	42.63	\$366,123	57.37	\$491,107	construction base bid received 11-4-13
5	Phase 2 Construction Administration	\$85,723	42.63	\$36,612	57.37	\$49,111	10% of base bid received 11-4-13
6	Lee Boulevard Pump Station - Phase 3	\$111,000	5.61	\$6,371	94.39	\$104,629	EE dated 12-14-12, rev. 1-10-13
7	Phase 3 Construction Administration	\$11,100	5.61	\$637	94.39	\$10,463	10% of engineer's estimate
8	Corrective Action/Connection Management Plan	\$9,207	n.a.	\$408	n.a.	\$8,799	actual ARRO services through 12-1-13
9	Mill Lane/Sidley Road design costs	\$190,380	n.a.	\$87,550	n.a.	\$102,830	actual ARRO services through 12-1-13
10	Act 537 Special Study	\$90,251	0.00	\$0	100.00	\$90,251	actual ARRO services through 11-1-13
11	Rehabilitation of the Great Valley Line**	t.b.d.***	72.24	t.b.d.***	27.76	t.b.d.***	EE^ dated xx-yy-zz
12	Upgrade of 14" force main from Mill Lane PS	t.b.d.***	81.24	t.b.d.***	18.76	t.b.d.***	EE^ dated aa-bb-cc
13	Upgrade of gravity line downstream from Mill Lane PS	t.b.d.***	w.a.^	t.b.d.***	w.a.^	t.b.d.***	EE^ dated cc-dd-ee
14	Fourth Pump at Mill Lane Pump Station	t.b.d.***	81.24	t.b.d.***	18.76	t.b.d.***	EE^ dated ff-gg-hh
Totals		\$5,552,486		\$3,723,596		\$1,828,890	

Note: The Lee Boulevard force main is adequately sized to handle the 374,599 gpd allocation for Charlestown. Charlestown flows exceeding 374,599 gpd through the Lee Blvd pump station may require an upgrade to the Lee Boulevard force main.

EAST WHITELAND TOWNSHIP

By: William Hols, Chairman

ATTEST: Maureen G. Peni, Secretary

*actual construction base bid, changes orders through 11-20-13, & engineering services through start-up
**from MH ML 67-13 to MH ML 1 - 1960 l.f. +/-
***to be determined
^EE = Engineer's Estimate
^w.a. = weighted average

EAST WHITELAND MUNICIPAL AUTHORITY

By: [Signature], Chairman

ATTEST: Terry H. Woodman, Secretary

VALLEY FORGE SEWER AUTHORITY

By: Michael J. Kozlowski, Chairman

ATTEST: [Signature], Secretary

Schedule C

