

STUDENT ASSESSMENT AGREEMENT

THIS AGREEMENT made this 16 day of September, 1994, by
and between:

The City of Elmira
317 East Church Street
Elmira, New York 14891
(hereinafter "City")

and
Elmira College
Park Place
Elmira, New York 14901
(hereinafter "College")

WHEREAS, the City and the College have endeavored to work
collaboratively on issues of mutual concern and benefit; and

WHEREAS, the College is cognizant that its full time resident
student enrollment places certain demands on the resources of the City
of Elmira in connection with its buildings and grounds and public safety
issues; and

WHEREAS, the City and the College have entered into a contract
by which the City has agreed to convey to the College, subject to State
legislative approval, certain lands commonly known as Arnot Park; and

WHEREAS, in conjunction with the sale of said lands the
College has agreed to make to the City an annual payment based upon
student enrollment.

NOW, THEREFORE, in consideration of the mutual promises and
agreements hereafter set forth, it is agreed as follows:

mi.
31st day of July
1. Commencing in 1994 and annually thereafter, on or before the 1st day of May of each calendar year, the College will remit to the City a student assessment fee.

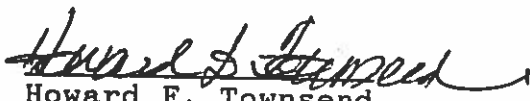
2. The assessment fee shall be based upon the fixed rate of Five (\$5.00) dollars per full time resident student, determined by the College's enrollment census as of April 1st of each year.

3. The annual student assessment fee shall not be less than Five Thousand Dollars (\$5,000.00) in any single year.

IN WITNESS WHEREOF this Agreement has been signed this 16 day of September, 1994.

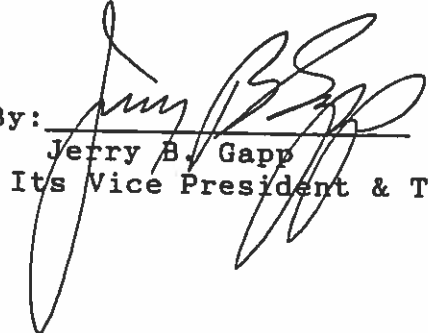
CITY OF ELMIRA

By:


Howard F. Townsend
Its Mayor
Res. No. 93-700

COLLEGE

By:


Jerry B. Gapp
Its Vice President & Treasurer