FIRST AMENDMENT TO

PLANNING AGREEMENT

BY AND AMONG

THE PARTIES TO THE PLANNING AGREEMENT

REGARDING THE

THE BAY DELTA CONSERVATION PLAN
This First Amendment ("Amendment") to the Planning Agreement regarding the Bay Delta Conservation Plan ("Planning Agreement") is made and entered into by and between the California Natural Resources Agency, California Bay Delta Authority, State Water Resources Control Board, U.S. Army Corps of Engineers, California Department of Water Resources, U.S. Bureau of Reclamation, the Kern County Water Agency, Metropolitan Water District, Mirant Delta, San Luis and Delta-Mendota Water Authority, The Santa Clara Valley Water District, Westlands Water District, Alameda County Flood Control and Water Conservation District Zone 7, American Rivers, Defenders of Wildlife, Environmental Defense Fund, Natural Heritage Institute, the Nature Conservancy, the Bay Institute, California Farm Bureau Federation, Contra Costa Water District, Friant Water Authority, North Delta Water Agency, California Department of Fish and Game, U.S. Fish and Wildlife Service, National Oceanic and Atmospheric Administration. These entities are referred to collectively as "Parties" and each individually as a "Party." This Agreement is made with reference to the following Recitals.

Recitals

A. The Parties have entered into a Planning Agreement, dated October 6, 2006, regarding the Bay Delta Conservation Plan.

B. The terms used in this Amendment will have the meanings set forth in Section 1 of the Planning Agreement.

C. The Effective Date of the Planning Agreement is December 6, 2006. Pursuant to Section 9.5 of the Planning Agreement, the Planning Agreement will automatically terminate three (3) years from the Effective Date, unless extended by an amendment or terminated pursuant to Section 9.7.

D. The Parties agree by this Amendment to extend the Duration of the Planning Agreement by two (2) years.

Terms and Conditions

1. The Duration of the Planning Agreement is hereby extended for two (2) years beyond the original termination date of December 6, 2009. This additional two-year term shall be referred to as the "Extension Period."

2. All other terms and conditions of the Planning Agreement shall remain in full force and effect during the Extension Period.

3. This Amendment will take effect on the date that it is fully executed by the Parties.

4. This Amendment can be amended only by written agreement of all Parties.
IN WITNESS THEREOF, the Parties have executed this Amendment on the dates set forth below.

SIGNATURES:

Dated: 10/27, 2009

THE CALIFORNIA RESOURCES AGENCY

By: Mike Callaway
Title: Secretary for Natural Resources

Dated: Oct. 5, 2009

CALIFORNIA BAY DELTA AUTHORITY

By: [Signature]
Title: Director

Dated: 12/3, 2009

CALIFORNIA DEPARTMENT OF WATER RESOURCES

By: [Signature]
Title: Director

Dated: December 3, 2009

NATIONAL OCEANIC AND ATMOSPHERIC ADMINISTRATION

By: Rodney D. Mikkelsen
Title: Regional Administrator

Dated: December 3, 2009

FISH AND WILDLIFE SERVICE

By: [Signature]
Title: Regional Director
Pacific Southwest Region
SIGNATURES:

Dated: Oct 5, 2009

CALIFORNIA DEPARTMENT OF FISH AND GAME
By: 
Title: Chief Deputy Director

Dated: October 30, 2009

U.S. BUREAU OF RECLAMATION
By: 
Title: Regional Director

Dated: 1/29, 2010

THE KERN COUNTY WATER AGENCY
By: 
Title: JAMES M. BECK

Dated: 12/3, 2009

METROPOLITAN WATER DISTRICT
By: 
Title: Assistant General Manager

Dated: Nov 30, 2009

THE SANTA CLARA VALLEY WATER DISTRICT
By: 
Title: Chief Operating Officer
SIGNATURES:

Dated: **Nov 30, 2009**

ALAMEDA COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT, ZONE 7

By: 

Title: *General Manager*

Dated: **Dec 6, 2009**

THE SAN LUIS & DELTA MENDOTA WATER AUTHORITY

By: 

Title: *Executive Director*

Dated: December 1, 2009

THE WESTLANDS WATER DISTRICT

By: 

Title: *General Manager/General Counsel*

Dated: **10/5, 2009**

MIRANT DELTA

By: 

Title: *PRESIDENT*

Dated: **1/21, 2010**

AMERICAN RIVERS

By: 

Title: *Attorney*
SIGNATURES:

**ENVIRONMENTAL DEFENSE FUND**

Dated: _January 21, 2010_

By: Bar Hagen
Title: Senior Water Resources Analyst

**THE NATURAL HERITAGE INSTITUTE**

Dated: _3 Nov, 2009_

By: Gregory A. Thomas
Title: President

**THE NATURE CONSERVANCY**

Dated: _Dec. 1, 2009_

By: [Signature]
Title: Director, CA Water Program

**DEFENDERS OF WILDLIFE**

Dated: _129, 2010_

By: [Signature]
Title: California Program Director

**THE BAY INSTITUTE**

Dated: _7 Dec, 2009_

By: [Signature]
Title: Program Director
SIGNATURES:

Dated: Nov 11, 2009
CALIFORNIA FARM BUREAU FEDERATION
By: 
Title: PRESIDENT

Dated: January 9, 2010
CONTRA COSTA WATER DISTRICT
By: 
Title: Assistant General Manager

Dated: November 15, 2009
FRIANT WATER AUTHORITY
By: 
Title: General Manager

Dated: 10/5, 2009
NORTH DELTA WATER AGENCY
By: 
Title: Manager