

**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 Chrusman

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 R. McManis

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: [Signature]

Title: Chief Deputy Director

Dated: October 30, 2009

U.S. BUREAU OF RECLAMATION

By: [Signature]

Title: Regional Director

Dated: 1/29, 2010

THE KERN COUNTY WATER AGENCY

By: [Signature]

Title: JAMES M. BECK

Dated: 12/3, 2009

METROPOLITAN WATER DISTRICT

By: [Signature]

Title: ASSISTANT GENERAL MANAGER

Dated: Nov 30, 2009

THE SANTA CLARA VALLEY WATER DISTRICT

By: [Signature]

Title: Chief Operating Officer

SIGNATURES:

Dated: Nov 30, 2009

ALAMEDA COUNTY FLOOD CONTROL AND
WATER CONSERVATION DISTRICT, ZONE 7

By: [Signature]

Title: General Manager

Dated: Dec 6, 2009

THE SAN LUIS & DELTA MENDOTA WATER
AUTHORITY

By: [Signature]

Title: Executive Director

Dated: December 1, 2009

THE WESTLANDS WATER DISTRICT

By: [Signature]

Title: General Manager/General Counsel

Dated: 10/5, 2009

MIRANT DELTA

By: [Signature]

Title: PRESIDENT

Dated: 1/21, 2010

AMERICAN RIVERS

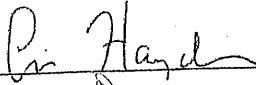
By: [Signature]

Title: Attorney

SIGNATURES:

Dated: January 21, 2010


ENVIRONMENTAL DEFENSE FUND

By: 

Title: Senior Water Resource Analyst

Dated: 3 Nov., 2009

THE NATURAL HERITAGE INSTITUTE

By:  GREGORY A. THOMAS

Title: PRESIDENT

Dated: Dec. 1, 2009

THE NATURE CONSERVANCY

By: 

Title: Director, CA Water Program

Dated: 1/29, 2010

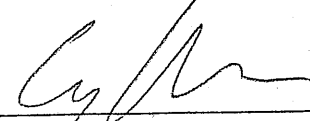
DEFENDERS OF WILDLIFE

By: 

Title: California Program Director

Dated: 7 Dec, 2009

THE BAY INSTITUTE

By: 

Title: Program Director

SIGNATURES:

Dated: Nov. 21, 2009

CALIFORNIA FARM BUREAU FEDERATION

By: [Signature]

Title: PRESIDENT

Dated: January 4, 2010

CONTRA COSTA WATER DISTRICT

By: [Signature]

Title: Assistant General Manager

Dated: November 18, 2009

FRIANT WATER AUTHORITY

By: [Signature]

Title: General Manager

Dated: 10/5, 2009

NORTH DELTA WATER AGENCY

By: [Signature]

Title: Manager