

**FIRST AMENDMENT TO  
JOINT POWERS AGREEMENT  
FOR  
WESTSIDE DISTRICT WATER AUTHORITY**

THIS FIRST AMENDMENT is made as of February 5, 2014 by and among BELRIDGE WATER STORAGE DISTRICT, a California water storage district, BERRENDA MESA WATER DISTRICT, a California water district, and LOST HILLS WATER DISTRICT, a California water district (the "Members").

**RECITALS**

A. The Members entered into a joint powers agreement (the "Joint Powers Agreement") as of January 1, 2012 to create the Westside District Water Authority. Section 14.00 of the Joint Powers Agreement provides that the agreement can be amended by the concurrence of the Members.

B. The Members desire to amend the Joint Powers Agreement as set forth in this First Amendment.

**AGREEMENT**

The Members agree as follows:

1. **Deletion of Paragraph (5) of Article I.**

Paragraph (5) of Article I of the Joint Powers Agreement is deleted in its entirety.

2. **Addition of Paragraph (21) of Article I.**

Paragraph (21) is added to Article I of the Joint Powers Agreement to read as follows:

(21) "Bakersfield Office Lease" means the lease pursuant to which Berrenda Mesa leased the offices located at 1405 Commercial Way, Suite 125, Bakersfield for the benefit of all three Districts and the Authority.

3. **Amendment of Section 7.01.**

Section 7.01 of the Joint Powers Agreement is amended in its entirety to read as follows:

7.01 Allocation of Personnel and Equipment Costs for General Manager, Administrator, Controller and Office Staff.

Personnel and Equipment Costs of the General Manager, Administrator, Controller and Office Staff will be shared equally among the Districts. This equal allocation may be adjusted from time to time by the Authority Board to reflect unequal allocation of General Management Services, or the services provided by the Administrator, Controller or Office Staff among the Districts for particular periods of time. Each Member shall contribute to the employing District on the first day of each calendar quarter one-third of 25 percent of the annual Personnel and Equipment Costs for the General Manager, Administrator, Controller and Office Staff it employs. The employing District shall then disburse funds as necessary from the contributions to pay the Personnel Costs of the General Manager, Administrator, Controller and Office Staff which it employs. The employing District shall create a separate fund for Personnel and Equipment Costs to account for receipts of contributions and disbursements to satisfy its Personnel and Equipment Costs.

4. Amendment of Section 7.02.

Section 7.02 of the Joint Powers Agreement is amended in its entirety to read as follows:

7.02. Allocation of Bakersfield Office Lease Costs.

The costs of the Bakersfield Office Lease will be shared equally among the Districts. This equal allocation may be adjusted from time to time by the Authority Board. Each Member shall contribute to the leasing District on the first day of each calendar quarter one-third of 25 percent of the annual Bakersfield Office Costs.

5. Change of Addresses Under Section 14.04.

The addresses of BELRIDGE WATER STORAGE DISTRICT and LOST HILLS WATER DISTRICT for purposes of providing notice under section 14.04 of the Joint Powers Agreement are amended as follows:

Belridge Water Storage District  
21908 Seventh Standard Road  
McKittrick, CA 93251

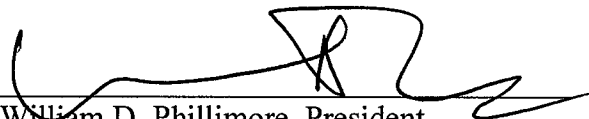
Lost Hills Water District  
800 East Aqueduct Street  
Lost Hills, CA 93249

**6. Scope of First Amendment.**

All of the provisions of the Joint Powers Agreement will remain in full force and effect except as expressly amended by this First Amendment.

IN WITNESS WHEREOF, the Members have caused this Agreement to be executed as of the day and year first hereinabove written.

BELRIDGE WATER STORAGE DISTRICT

By:   
William D. Phillimore, President

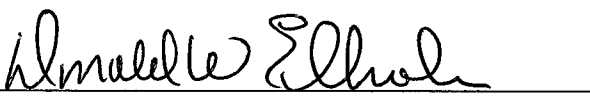
Executed September 3, 2014

BERRENDA MESA WATER DISTRICT

By:   
Joseph C. MacIlvaine, President

Executed September 3, 2014

LOST HILLS WATER STORAGE DISTRICT

By:   
Donald W. Elholm, President

Executed September 4, 2014