

**TASK ORDER NO. 1 – INITIAL PMA SERVICES**

**REGIONAL DESALINATION PROJECT MANAGEMENT AGREEMENT**

In accordance with the Project Management Agreement (“Agreement”) dated \_\_\_\_\_ between RMC WATER AND ENVIRONMENT (“Project Manager”) and MARINA COAST WATER DISTRICT (“MCWD”), MONTEREY COUNTY WATER RESOURCES AGENCY (“MCWRA”) and CALIFORNIA-AMERICAN WATER COMPANY (“CAW”), (together the “WPA Parties”), the Project Manager and WPA Parties agree as follows:

- A. Project Manager Scope of Services: Project Manager is authorized to perform Services under the Agreement as identified in the Task Order Description below. No services are authorized beyond the Task Order Limit noted in paragraph C of this Task Order.
- B. WPA Parties Responsibilities: as called for under the Agreement.
- C. Compensation and Task Order Amount: Project Manager shall be compensated for PMA Services provided under this Task Order as described in Article 12 of the Agreement, up to a maximum amount of \$5 million for Task Order No. 1.
- D. Times of Performance: Initiation of services provided under this Task Order No. 1 shall be commencing January 11, 2011. Completion of services provided under this Task Order shall be June 30, 2011.

**Task Order Description**

- 1. Overview: Task Order No. 1 covers PMA Services performed by the Project Manager during the initial months of the project prior to securing additional financing by the WPA Parties necessary for design and implementation of Project Facilities. PMA Services included under this Task Order include limited Pre-Construction and Construction Phase services covered under Articles 7 and 8 of the Agreement and as more specifically described in Exhibit A of the Agreement, with the level of effort subject to a limit based on the Task Order No. 1 budget limitation of \$5 million, and subject to the priorities determined by the Advisory Committee during the course of the work.
- 2. Scope of Services: Project Manager will perform work under the following Tasks described in Exhibit B of the Agreement, consistent with the Task Order No. 1 objectives and limitations noted below:

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<b>Task</b>	<b>Task Order Objectives/Limitations</b>
Task 1 – Program Management	Develop and implement PM framework for project; begin work under all subtasks.
Task 2 – Funding	Assist PAC in securing funding; work under all subtasks.
Task 3 – Environmental Coordination	Coordinate NEPA documentation and identify mitigation requirements; work under all tasks.
Task 4 – Permitting	Prepare permit applications for Test Wells and for overall Coastal Development Permit; work under all subtasks.
Task 5 – System-Wide Engineering	Preliminary design support only.
Task 6 – Brackish Wells	Test well implementation, and preliminary design support for production wells.
Task 7 – MCWRA Brackish Water Pipeline	Preliminary design support only.
Task 8 – MCWD Brackish Water Pipeline	Preliminary design support only.
Task 9 – Desalination Plant	Preliminary design support only.
Task 10 – Product Water Pipeline	Preliminary design support only.
Task 11 – CAW Coordination	Preliminary design support only.
Task 12 - MCWD Tie-In Pipeline	Preliminary design support only.
Task 13 – Construction Management	Support for test well construction and monitoring only.

3. **Budget Allocation:** The maximum allowable budget under Task Order No. 1 shall be \$5 million. Actual allocation of budget to each of the PMA tasks shall be as agreed between the WPA Parties and the Project Manager, except that all work shall be performed within the budgets established in Article 12 of the Agreement and allocated to each of the WPA Parties based on the Allocable PMA Percentage as established in Article of the Agreement.
4. **Compensation:** Invoices and compensation for services provided under Task Order No. 1 shall be as described in Article 12 of the Agreement.
5. **Attachments:** None

[SIGNATURE PAGE FOLLOWS]

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IN WITNESS WHEREOF, this Task Order No. 1 is executed on \_\_\_\_\_.

MARINA COAST WATER DISTRICT, a  
California County Water District

CALIFORNIA-AMERICAN WATER COMPANY,  
a California corporation and regulated public utility

\_\_\_\_\_  
By:  
Title:

\_\_\_\_\_  
By:  
Title:

MONTEREY COUNTY WATER  
RESOURCES AGENCY, a California Water  
Resources Agency

RMC WATER AND ENVIRONMENT, a  
California corporation

\_\_\_\_\_  
By:  
Title:

\_\_\_\_\_  
By:  
Title: