

**AMENDMENT TO THE
JOINT FUNDING AGREEMENT
FOR THE
IMPLEMENTATION OF THE HABITAT CONSERVATION PLAN FOR
THE EDWARDS AQUIFER RECOVERY IMPLEMENTATION PROGRAM**

This Amendment ("Amendment") to the Joint Funding Agreement for the Implementation of the Habitat Conservation Plan for the Edwards Aquifer Recovery Implementation Program (the "Agreement") effective January 1, 2013, between the **EDWARDS AQUIFER AUTHORITY** ("EAA"), a groundwater conservation district and political subdivision of the State of Texas, with its principal place of business located in San Antonio, Texas, the **GUADALUPE-BLANCO RIVER AUTHORITY** ("GBRA"), a river authority and political subdivision of the State of Texas, with its principal place of business located in Seguin, Texas, the **SAN ANTONIO RIVER AUTHORITY** ("SARA"), a river authority and political subdivision of the State of Texas, with its principal place of business located in San Antonio, Texas, the **CITY OF VICTORIA** ("Victoria"), a home-rule city, a municipal corporation, and a political subdivision of the State of Texas, with its principal place of business located in Victoria, Texas, the **CITY OF SAN ANTONIO**, acting by and through the **CITY PUBLIC SERVICE BOARD** ("CPS Energy"), with its principal place of business located in San Antonio, Texas, the **GUADALUPE BASIN COALITION** ("GBC"), an association of chambers of commerce, governmental entities, and businesses in counties along the Guadalupe and San Marcos Rivers, with its principal place of business located in New Braunfels, Texas, and **UNION CARBIDE CORPORATION** ("Union Carbide"), a New York corporation (collectively the "Parties"), is made and entered into as of the effective date stated below in Section 3.

RECITALS:

WHEREAS, on March 19, 2012, which was the date of the last signature to be effective on January 1, 2013, the Parties entered into the Agreement related to the terms and conditions under which the Parties to the Agreement agreed to provide additional funding to the EAA for the implementation of the Habitat Conservation Plan ("HCP"); and

WHEREAS, the Parties have agreed to amend certain provisions of the Agreement as provided herein.

NOW THEREFORE, in consideration of the foregoing recitals and of the provisions hereinafter contained in this Amendment, the Parties agree to amend, modify, and change certain provisions of the Agreement as follows:

1. The Parties agree to delete Section 4.0(a) and (b) of the Agreement in its entirety and replace it with the following:

4.0 Costs. (a) No later than March 1 of each calendar year during the term of the Agreement, the following Parties will remit to the EAA the following amounts for the

implementation of the HCP:

GBRA:	\$ 150,000
SARA:	\$ 25,000
Victoria:	\$ 5,000
CPS Energy:	\$ 100,000
GBC:	\$ 5,000
Union Carbide:	\$ 200,000

(b) GBRA's and Union Carbide's commitment to remit annually \$150,000 and \$200,000, respectively, to the EAA under this Agreement is only for implementation of the HCP as approved by a consensus of the Edwards Aquifer Recovery Implementation Program Steering Committee, as subsequently amended.

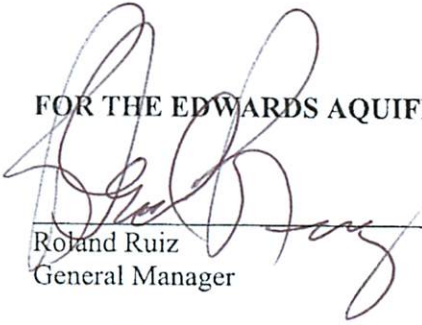
2. The Parties agree to add new Section 14.0 to the Agreement to read as follows:

14.0 Implementing Committee Status of the Contributors in Section 4(a). Due to the contributions identified in Section 4.0(a) being equal to or exceeding \$400,000, the Parties recognize that the contributors identified therein shall be considered to be a "group of persons" as provided for in Section 7.7.1.b of the Funding and Management Agreement by and among the Edwards Aquifer Authority, the City of New Braunfels, the City of San Marcos, the City of San Antonio, acting by and through its San Antonio Water System Board of Trustees, and Texas State University – San Marcos to fund and manage the Habitat Conservation Plan for the Edwards Aquifer Recovery Implementation Program (effective Jan. 1, 2012) ("FMA") such that they are entitled to have one representative having the status of and included as a Nonvoting Member of the Edwards Aquifer Habitat Conservation Plan Implementing Committee as provided for in Section 7.7.1.b. and Section 3.05 of the Operation Procedures of the Implementing Committee of the Edwards Aquifer Habitat Conservation Plan Program. Additionally, as provided for in Section 7.7.1.b. of the FMA, within 60 days of the effective date of this Amendment, and from time to time thereafter as necessary, the contributors identified in Section 4(a) will advise the Program Manager in writing of the name and contact information of the person appointed to represent the contributors as a Nonvoting Member of the Implementing Committee.

3. This Amendment shall be deemed effective as of January 1, 2021.
4. This Amendment may be executed in counterparts, each of which will be an original and all of which together will constitute but one and the same instrument.
5. All other terms and conditions of the Agreement not otherwise changed by this Amendment shall continue in full force and effect.

IN WITNESS WHEREOF, the Parties acting under authority of their respective governing bodies and authorized representatives have caused this Amendment to be duly executed as of the Effective Date provided above in Section 3.

FOR THE EDWARDS AQUIFER AUTHORITY:

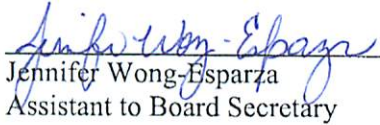


Roland Ruiz
General Manager

5-18-21

Date

ATTEST:



Jennifer Wong-Esparza
Assistant to Board Secretary

APPROVED AS TO FORM:



Darcy Alan Frownfelter
General Counsel

FOR THE GUADALUPE-BLANCO RIVER AUTHORITY:

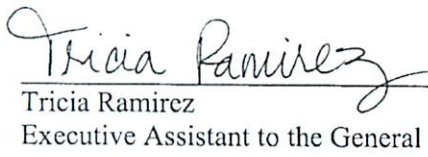


Kevin Patteson
General Manager/CEO

11/24/2020

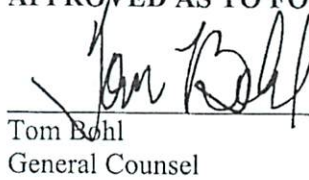
Date

ATTEST:



Tricia Ramirez
Executive Assistant to the General Manager/CEO

APPROVED AS TO FORM:



Tom Bohl
General Counsel

FOR THE SAN ANTONIO RIVER AUTHORITY:

Suzanne B. Scott
General Manager

Date

ATTEST:

Assistant Secretary

APPROVED AS TO FORM:

Allison Elder
Director of Legal Services

FOR THE EDWARDS AQUIFER AUTHORITY:

Roland Ruiz
General Manager

Date

ATTEST:

APPROVED AS TO FORM:

Jennifer Wong-Esparza
Assistant to Board Secretary

Darcy Alan Frownfelter
General Counsel

FOR THE GUADALUPE-BLANCO RIVER AUTHORITY:

Kevin Patteson
General Manager/CEO

Date

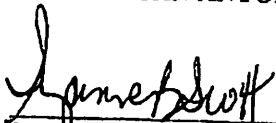
ATTEST:

APPROVED AS TO FORM:

Tricia Ramirez
Executive Assistant to the General Manager/CEO

Tom Bohl
General Counsel

FOR THE SAN ANTONIO RIVER AUTHORITY:



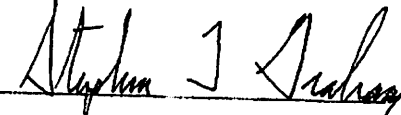
Suzanne B. Scott
General Manager

10-30-2020

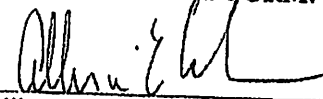
Date

ATTEST:

APPROVED AS TO FORM:

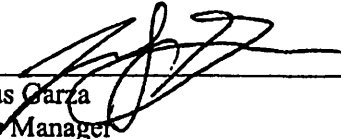


Assistant Secretary



Allison Elder
Director of Legal Services

FOR THE CITY OF VICTORIA:



Jesús Garza
City Manager

11-A-20

Date

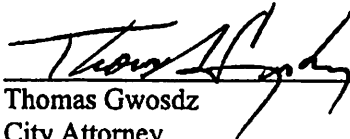
ATTEST:



April Hilbrich
City Secretary



APPROVED AS TO FORM:



Thomas Gwosdz
City Attorney

FOR THE CITY OF SAN ANTONIO ACTING BY AND THROUGH THE CITY PUBLIC SERVICE BOARD:

Paula Gold-Williams
President and Chief Executive Officer

Date

ATTEST:

Secretary to the Board

APPROVED AS TO FORM:

Carolyn Shellman
Chief Legal Officer & General Counsel

FOR THE GUADALUPE BASIN COALITION:

Glenn Lord
Chair

Date

ATTEST:

Larry Schwab
Secretary

Signatures continue on next page

FOR THE CITY OF VICTORIA:

Jesús Garza
City Manager

Date

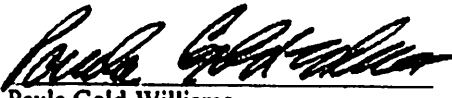
ATTEST:

APPROVED AS TO FORM:

April Hilbrich
City Secretary

Thomas Gwosdz
City Attorney

FOR THE CITY OF SAN ANTONIO ACTING BY AND THROUGH THE CITY PUBLIC SERVICE BOARD:



Paula Gold-Williams
President and Chief Executive Officer

10/15/2020
Date

ATTEST:

APPROVED AS TO FORM:

Shellman, Carolyn E. Digitally signed by Shellman, Carolyn E.
Date: 2020.11.11 12:54:07 -06'00'

Secretary to the Board

Shellman, Carolyn E. Digitally signed by Shellman, Carolyn E.
Date: 2020.11.11 12:54:22 -06'00'

Carolyn Shellman
Chief Legal Officer & General Counsel

FOR THE GUADALUPE BASIN COALITION:

Glenn Lord
Chair

Date

ATTEST:

Larry Schwab
Secretary

Signatures continue on next page

FOR THE CITY OF VICTORIA:

Jesús Garza
City Manager

Date

ATTEST:

APPROVED AS TO FORM:

April Hilbrich
City Secretary

Thomas Gwosdz
City Attorney

FOR THE CITY OF SAN ANTONIO ACTING BY AND THROUGH THE CITY PUBLIC SERVICE BOARD:

Paula Gold-Williams
President and Chief Executive Officer

Date

ATTEST:

APPROVED AS TO FORM:

Secretary to the Board

Carolyn Shellman
Chief Legal Officer & General Counsel

FOR THE GUADALUPE BASIN COALITION:

Glenn Lord
Glenn Lord
Chair

Date October 12, 2020

ATTEST:

Larry Schwab
Larry Schwab
Secretary

Signatures continue on next page

FOR THE UNION CARBIDE CORPORATION:

W. H. Smith

Vice President Union Carbide Corporation
and Director of Operations Seadrift Site

10/8/20

Date

ATTEST:

Debra Davis

Administrative Assistant

APPROVED AS TO FORM:

Cal H. [Signature]

Counsel