

EXHIBIT 11-B

**AMENDMENT 1
to
MRWPCA-MPWMD
GROUNDWATER REPLENISHMENT PROJECT
COST SHARING AGREEMENT**

This Amendment is entered into as of July __, 2016 (**Effective Date**), by and between the Monterey Regional Water Pollution Control Agency, a joint powers authority (“MRWPCA”) and the Monterey Peninsula Water Management District, a California special act district (“MPWMD”), collectively the “Parties”, based upon the following facts, intentions and understandings of the Parties.

Section II. A. 2. Is amended to read as follows:

1. Planning, Development, and Financing Costs Defined

This agreement is by its terms limited to sharing of costs of planning, development, and financing of the GWR project, incurred beginning April 1, 2012. Examples of those costs include:

- a. CEQA
- b. Feasibility Review
- c. Facilities Planning
- d. Monitoring Well Construction and Testing
- e. Pilot Treatment and Pilot Injection
- f. Public Outreach
- g. Line of Credit Issuance Costs, Interest, and Related Fees

2. Financing of GWR Project Planning, Development, and Financing Costs

The Parties estimate that the costs described in Section 1., immediately above, will total \$6,957,352 as shown in the budget in Appendix A. Beginning FY2013-14, MPWMD shall pay seventy-five percent (75%) of such costs, and MRWPCA shall pay twenty-five percent (25%) of such costs. Seventy-five percent (75%) of full employee costs (salary and benefits) incurred by MRWPCA for up to five (5) of its employees’ allocable time committed to tasks falling within the components described in Section 1., immediately above, shall be paid (reimbursed) by MPWMD. Prior to FY2013-14, such costs are shared fifty percent (50%) by each Party. Other employee costs incurred by either Party and allocable to the GWR Project will be reimbursed from the proceeds of the permanent financing pursuant to any reimbursement resolution adopted by MPWMD or MRWPCA.

WHEREFORE, this Amendment 1 to the Cost Sharing Agreement was executed by the parties on the date first above written.

MRWPCA

MONTEREY REGIONAL WATER POLLUTION
CONTROL AGENCY,

EXHIBIT 11-B

By: _____
Gloria De La Rosa, Board Chair
MRWPCA Board of Directors

MPWMD

MONTEREY PENINSULA WATER MANAGEMENT
DISTRICT,

By: _____
Jeanne Byrne, Chair
MPWMD Board of Directors