

**BEFORE THE BOARD OF DIRECTORS OF THE
NORTH SAN JOAQUIN WATER CONSERVATION DISTRICT,
COUNTY OF SAN JOAQUIN, STATE OF CALIFORNIA**

RESOLUTION NO. 2013 - 03

**RESOLUTION OF THE BOARD OF DIRECTORS
SERVING AS TRUSTEES OF IMPROVEMENT DISTRICT NO. 1
APPROVING AMENDMENT NO. 2 TO
ROBERTSON-BRYAN, INC., PROFESSIONAL SERVICE AGREEMENT
FOR THE TRACY LAKE PROJECT**

WHEREAS, the North San Joaquin Water Conservation District ("NSJWCD") entered into a Professional Services Agreement with Robertson-Bryan, Inc. ("RBI"), effective as of January 20, 2012, and amended as of February 27, 2012, for the Tracy Lake Project (the "Project") in an amount not-to-exceed \$204,000; and

WHEREAS, additional engineering services need to be performed for the Project in an amount not-to-exceed \$46,456, which services are described in Amendment No. 2 to the RBI Professional Services, which amendment is attached hereto and incorporated herein by reference; and

WHEREAS, the Tracy Lake Project Coordinating Committee has reviewed the proposed scope of work covered by Amendment No. 2 and the proposed costs and has recommended to the Board of Directors that the work be approved;

NOW, THEREFORE BE IT HEREBY RESOLVED by the Board of Directors of the North San Joaquin Water Conservation District acting as Trustees for the Tracy Lake Improvement District, NSJWCD Improvement District No. 1, as follows:

Section 1. The Board of Directors finds that it is in the best interests of the District to have the additional engineering services performed for the Tracy Lake Project and to approve Amendment No. 2 to the RBI Professional Services Agreement.

Section 2. Amendment No. 2 is hereby approved.

Section 3. The President of the Board of Directors is hereby authorized to execute and deliver on behalf of the Improvement District, after consultation with the District's General Counsel, the agreement in the form presented to this meeting, with such changes, insertions and deletions as may be approved by the President in executing the agreement, said execution being conclusive evidence of such approval.

Section 4. The District's engineering consultant, Walter Sadler, and the President of the Board of Directors, or either of them, are authorized to administer the Agreement on behalf of the NSJWCD and to do and cause to be done any and all acts necessary or convenient to carry out the purpose and intent of this resolution to the extent

that any such acts do not need to be taken by the Board of Directors under the Agreement.

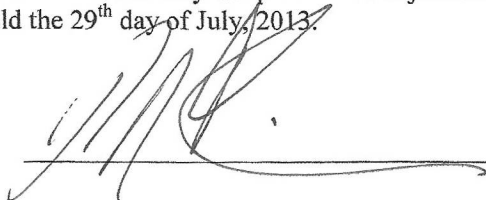
Moved by Director Flinn, seconded by Director Scanlon, that the foregoing resolution be adopted.

Upon roll call the following vote was had:

Ayes:	Directors Valente, Beck, Flinn, Scanlon, Wilber
Noes:	Directors
Absent:	Directors
Abstain:	Director

The President declared the resolution adopted.

I, Thomas Flinn, Secretary of the Board of Directors of the NORTH SAN JOAQUIN WATER CONSERVATION DISTRICT, do hereby CERTIFY that the foregoing is a full, true and correct copy of a resolution duly adopted at an adjourned regular meeting of said Board of Directors held the 29th day of July, 2013.

A handwritten signature in black ink, appearing to be 'T. Flinn', is written over a horizontal line. The signature is stylized and cursive.