

**FIRST AMENDMENT TO
MEMORANDUM OF AGREEMENT
BETWEEN THE
COUNTY OF SAN DIEGO
AND THE
UNITED STATES ARMY CORPS OF ENGINEERS,
LOS ANGELES DISTRICT**

This FIRST AMENDMENT, made the 29 day of June, 2010, is entered into by the County of San Diego (hereinafter the "County") and the Department of the Army, represented by the United States Army Corps of Engineers, Los Angeles District (hereinafter the "Corps"), collectively referred to as "the Parties."

RECITALS

WHEREAS, the Parties entered into a Memorandum of Agreement ("MOA") dated July 6, 2007, for expedited and priority review of County-designated priority projects by the Corps; and

WHEREAS, Public Law 111-120, signed into law on December 22, 2009, extends through December 31, 2010, the authority of the Secretary of the Army to accept and expend funds contributed by non-Federal public entities to expedite the processing of permits; and

WHEREAS, the County desires to provide replenishment funding to be used by the Corps in accordance with the terms of the MOA; and

WHEREAS, the MOA is set to expire July 1, 2010; and

WHEREAS, the Parties desire to extend the duration of the MOA.

NOW, THEREFORE, the Parties agree as follows:

FIRST AMENDMENT

1. Article V. – IMPARTIAL DECISION-MAKING. This Article is replaced in its entirety to read:

"It is understood and agreed that in order to ensure that the funds will not impact impartial decision-making with respect to permit evaluation-related services for County-designated priority projects under the jurisdiction of the Corps, the following procedures, mandated from Headquarters, U.S. Army Corps of Engineers, will apply to all cases using additional funds provided by the County as a participating non-Federal public entity:

1. In all cases where funds are used, all final permit decisions must be reviewed and signed by a supervisor at least one level above the decision-maker (person with signature authority), unless the decision maker is the District Commander.

2. All documents involved in the decision making process (e.g., decision document and permit instrument, if applicable) must be reviewed and signed by the one-level-above reviewer as defined above.

3. All jurisdictional determinations made on projects where funds are used must have documentation that a non-funded Regulator reviewed and agreed with the determination (e.g. peer review). This review does not need to be a field review.

4. In all cases where funds are used, final permit decisions will be made available and updated monthly on the Corps' Regulatory web page in an area separate from any other final actions, clearly identifiable as being for projects funded through this program.

5. Any procedures or decisions that would otherwise be required for a specific type of project or permit under consideration cannot be eliminated; however, process improvements that are developed can be shared in order for all members of the regulated public to benefit.

6. The Corps must comply with all applicable laws and regulations.

7. Funds will not be expended for the review of the decision maker's decision. If contractors are used to develop decision documents, such decision documents must be drafts only and shall be reviewed and adopted by the Corps before the permit decision is made.

8. Funds will not be used for enforcement activities. Funding may be used for compliance activities including monitoring of mitigation sites."

2. Article VI. – FUNDING. Paragraph D is modified in its entirety to read:

"The Corps will neither accept nor expend funds under this MOA, as amended, after December 31, 2010, unless Federal law extends or makes permanent the Corps' authority under section 214 of WRDA 2000 to accept and expend funds contributed by non-Federal public entities to expedite the processing of permits."

3. Article X. – MISCELLANEOUS. Paragraph B, Survival, is modified in its entirety to read:

"Under the provisions of section 214 of WRDA 2000 as extended, no funds may be expended pursuant to this MOA after December 31, 2010. However, if prior to this date, this statutory authority is extended, then provisions of this MOA shall remain in force until the earlier of the sunseting of section 214 of WRDA 2000, as further extended, or until the expiration date as provided in this MOA, as amended."

4. Article XI. – AMENDMENT, MODIFICATION AND TERMINATION. Paragraph B is modified in its entirety to read:

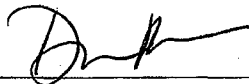
“This MOA, as amended, shall remain in force until whichever of these events occurs first: 1) December 31, 2010, unless the sunset clause of section 214 of WRDA 2000 is extended or section 214 is made permanent, in which case the MOA, as amended, will remain in effect for the duration of the statutory extension or until July 1, 2013, whichever date is earlier; or 2) the MOA, as amended, is terminated pursuant to this Article.”

5. Integration. This First Amendment represents the entire understanding of the County and the Corps regarding the changes to the MOA, and all other terms and conditions of the MOA remain in full force and effect.

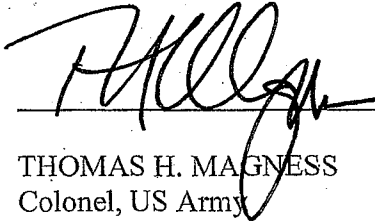
IN WITNESS WHEREOF, the First Amendment is executed by the County of San Diego, acting by and through its Public Works Director, and by the U.S. Army Corps of Engineers, through its authorized officer, effective after execution by the last Party.

For the County of San Diego:

For the U.S. Army Corps of Engineers



Donna Turbyfill
Deputy Director



THOMAS H. MAGNESS
Colonel, US Army
District Commander

Date: 6/29/10

Date: 6/25/10

APPROVED AS TO FORM:

County Counsel

Deputy