AMENDMENT NO. 2 TO WATER SERVICE CONTRACT BETWEEN GREAT LAKES WATER AUTHORITY AND NORTH OAKLAND COUNTY WATER AUTHORITY

This Amendment Agreement No. 2 ("Amendment") is made between the Great Lakes Water Authority, a municipal authority and public body corporate ("GLWA"), and the North Oakland County Water Authority, a Michigan authority created pursuant to Public Act 7 of 1967 ("Customer"). GLWA and Customer are collectively referred to as the "Parties".

Whereas, the City of Detroit owns a public water supply system ("System") leased, operated and maintained by GLWA; and

Whereas, on July 1, 2015, the Parties entered into a Water Service Contract ("Contract") reflecting the terms and conditions governing the delivery and purchase of potable water, as subsequently amended; and

Whereas, Section 5.07 of the Contract provides a schedule for the periodic review of certain terms and conditions and Article 15 allows the Parties to amend the Contract by mutual agreement; and

Whereas, it is the mutual desire of the Parties to enter into this Amendment to amend the Contract as set out in detail in the following sections; and now

ACCORDINGLY, THE PARTIES AGREE AS FOLLOWS:

- 1. Exhibit A of the Contract is amended by deleting in its entirety the existing Exhibit A and substituting the attached First Amended Exhibit A in its place.
- 2. Exhibit B of the Contract is amended by deleting in its entirety the existing First Amended Exhibit B and substituting the attached Second Amended Exhibit B in its place.
- 3. With the exception of the provisions of the Contract specifically contained in this Amendment, all other terms, conditions and covenants contained in the Contract shall remain in full force and effect and as set forth in the Contract.
- 4. This Amendment to the Contract shall be effective and binding upon the Parties when it is signed and acknowledged by the duly authorized representatives of both Parties, and is approved by Customer's governing body and the GLWA Board of Directors.

(Signatures appear on next page)

Accordingly, GLWA and Customer, by and through their duly authorized officers and representatives, have executed this Amendment.

North Oakland County Water Authority:

By:

Ronald J. Melchert Chairperson

APPROVED BY NORTH OAKLAND COUNTY WATER AUTHORITY BOARD ON:

Date

Great Lakes Water Authority:

By:

Sue F. McCormick Chief Executive Officer

APPROVED BY GLWA BOARD OF DIRECTORS ON:

Date

APPROVED AS TO FORM BY GLWA GENERAL COUNSEL ON:

General Counsel

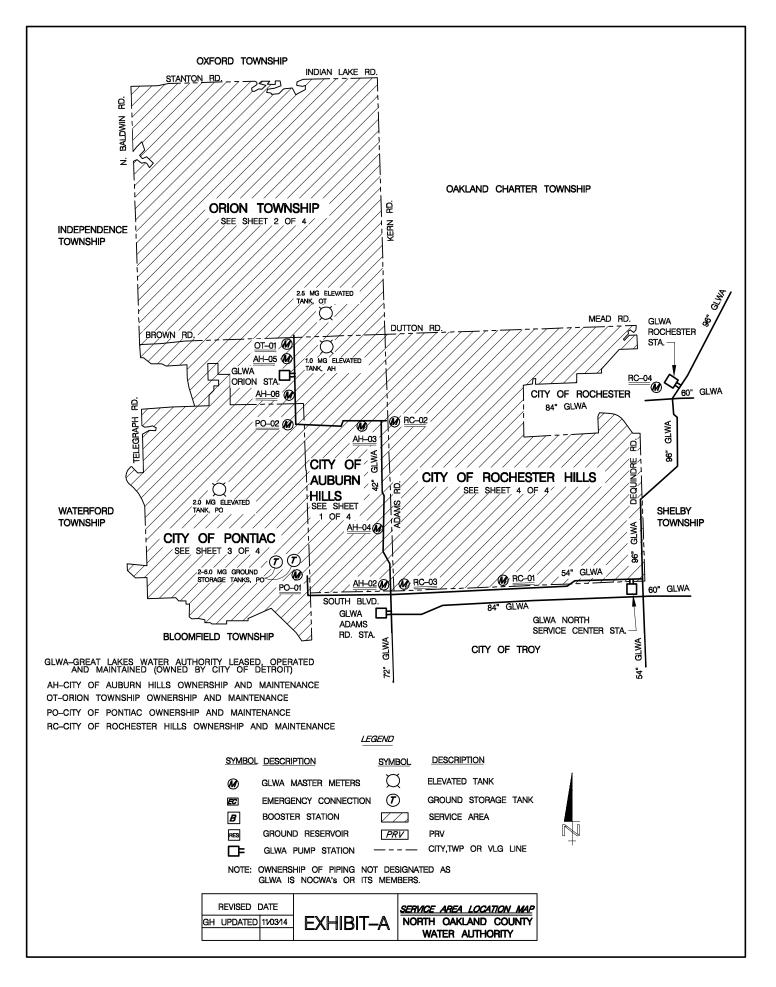
Date

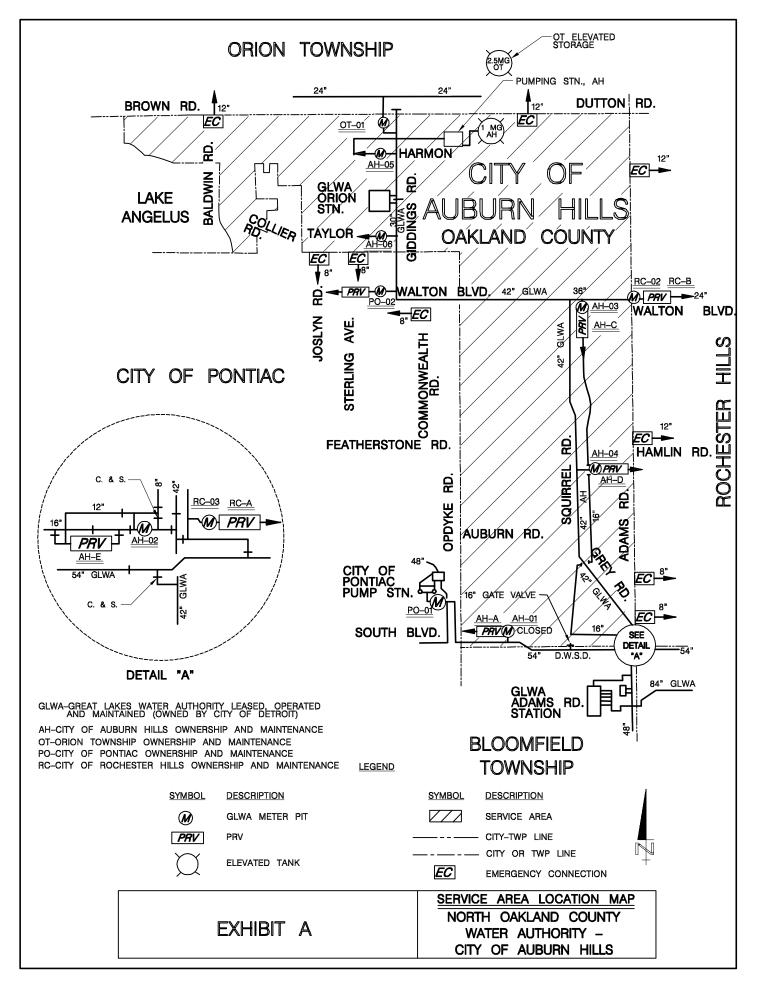
FIRST AMENDED EXHIBIT A

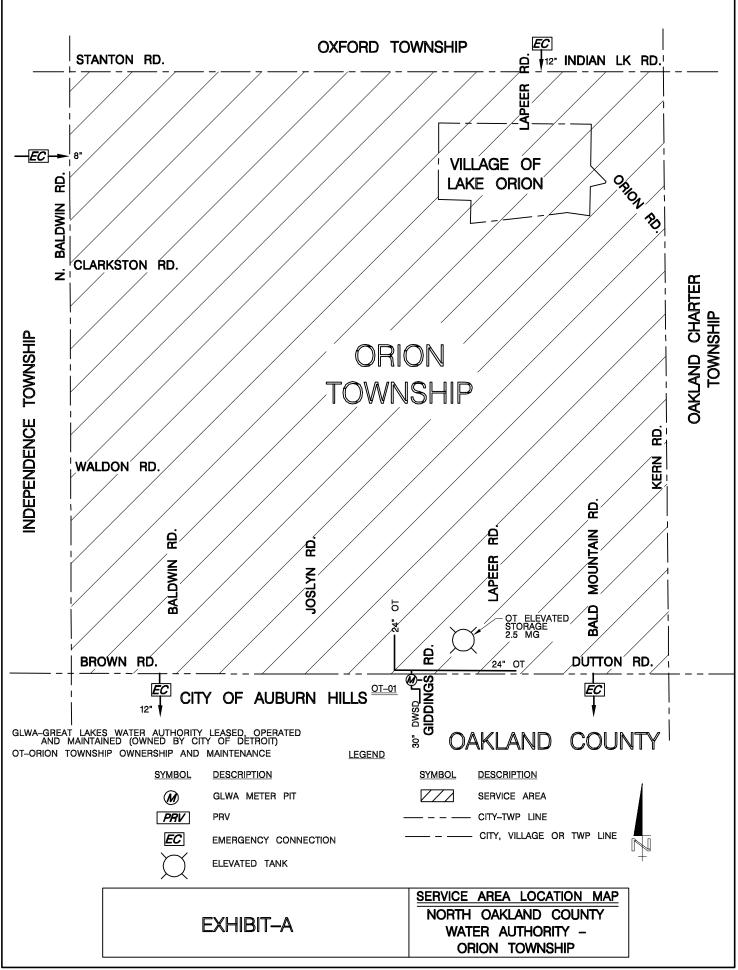
Customer's Water Distribution Points

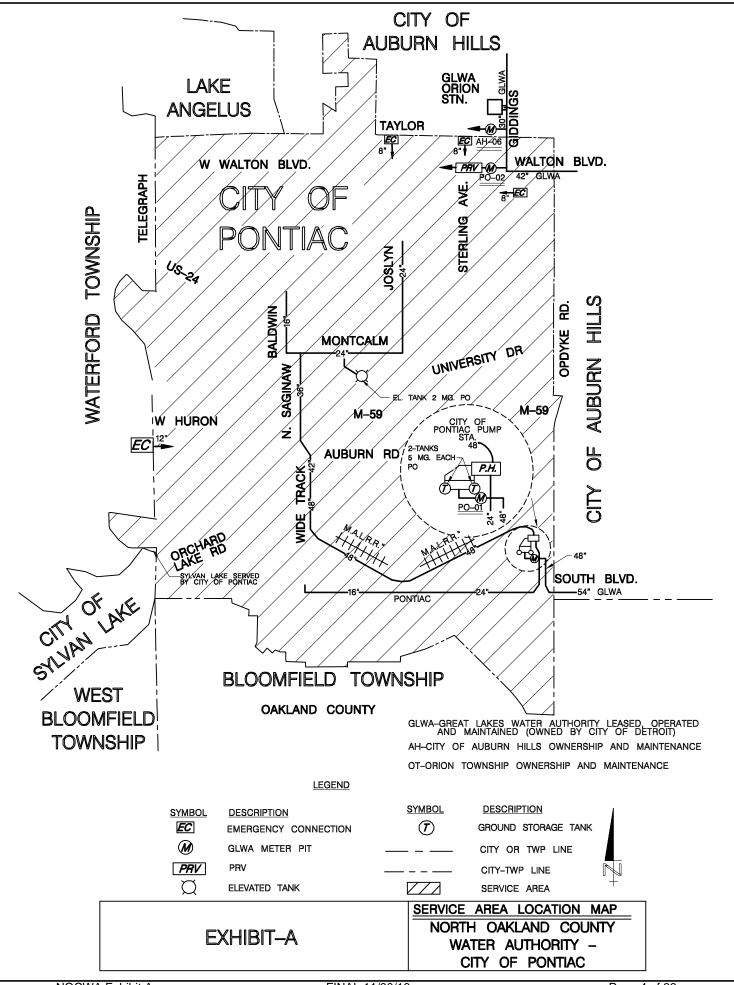
This Exhibit contains the following information:

- 1. The corporate limits of Customer;
- 2. The agreed upon water Service Area of Customer which (a) may or may not be entirely within the corporate limits of Customer and (b) which may or may not include the entire area within the Customer's corporate limits;
- 3. The specific location of the Water Distribution Points, including any Board approved emergency connections;
- 4. The designation of appurtenances to be maintained by Customer and those to be maintained by the Board; and
- 5. A list of any closed meter locations.









NOCWA Exhibit A

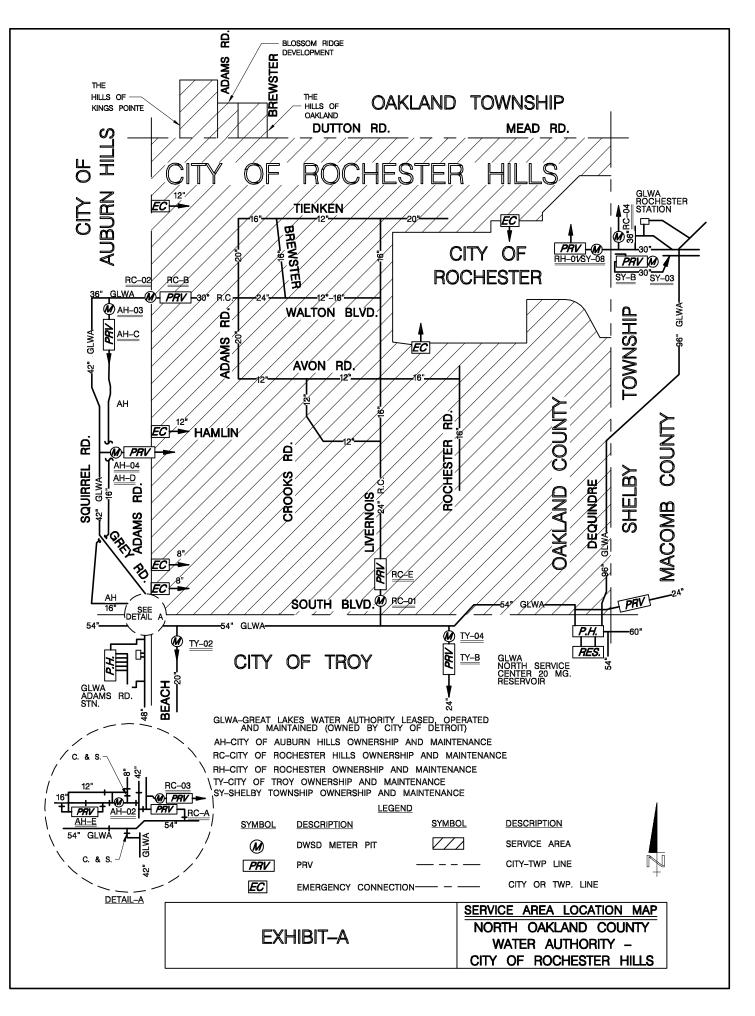


EXHIBIT A

City of Auburn Hills Emergency Connections:

Connections to City of Pontiac

- 8" GV&W south of the intersection at Collier Road and Joslyn Road
- 8" GV&W at the intersection of Collier Road and Stirling Avenue
- 8" GV&W located at 1842 Commonwealth

Connection to Orion Township

- 12" GV&W in the Baldwin Commons Shopping Center, west of Baldwin Road and south of Brown Road
- 12" GV&W 500 feet east of the intersection of Dutton and Bald Mountain Roads

Connections to City of Rochester Hills 8" GV&W located at 3821 Adams Road 8" GV&W located at 3741 Adams Road 12" GV&W located at 3900 Hamlin Road 12" GV&W located at 3900 W Tienken Road

Orion Township Emergency Connections:

Connection to Auburn Hills

- 12" GV&W in the Baldwin Commons Shopping Center, west of Baldwin Road and south of Brown Road
- 12" GV&W 500 feet east of the intersection of Dutton and Bald Mountain Roads

<u>Connection to Oxford Township (Non-GLWA, well supply)</u> 12" GV&W on Indian Lake Road at Lapeer Road

Connections to Independence Township (Non-GLWA) 8" GV&W located at Klais Rd and Baldwin Rd.

City of Pontiac Emergency Connections:

<u>Connections to Auburn Hills</u> 8" GV&W south of the intersection of Collier Road and Joslyn Road 8" GV&W At the intersection of Collier Road and Stirling Avenue 8" GV&W at 1842 Commonwealth

<u>Connection to Waterford Twp</u> 12" GV&W at the intersection of Telegraph and M-59

City of Rochester Hills Emergency Connections:

Connections to Auburn Hills 8" GV&W at 3821 Adams Road 8" GV&W at 3741 Adams Road 12" GV&W at 3900 Hamlin 12" GV&W located at 3900 W Tienken Road

<u>Connections to City of Rochester</u> Hydrant to hydrant connection at Cortland and Tienken 12" GV&W at Paint Creek Trail and Tienken, near King's Cove (anticipated construction in 2015)

<u>Connection to GLWA South Blvd Transmission Main</u> 16" GV connected to supply main of meter RC-01. To be operated only by GLWA staff.

City of Auburn Hills Water Customers Outside Corporate Limits:

Rochester Hills 2727 South Adams R 2731 South Adams R		
Pontiac		
730 Collier	610 Collier	720 Collier
760 Collier	638 Collier	740 Collier
770 Collier	644 Collier	754 Collier
580 Collier	662 Collier	836 Collier
588 Collier	670 Collier	882 Collier
592 Collier	680 Collier	898 Collier
598 Collier	700 Collier	205 North Opdyke
602 Collier	710 Collier	1716 Joslyn

Orion Township Water Customers Outside Municipal Limits:

None.

Bloomfield Twp.		
691 Franklin	1015 Golf	1039 Golf
1960 Maward	1791 Orchard Lk	1803 Orchard Lk
1821 Orchard Lk	1843 Orchard Lk	1865 Orchard Lk
1950 Orchard Lk	1970 Orchard Lk	1975 Orchard Lk
1987 Orchard Lk	1991 Orchard Lk	1782 Pontiac
1794 Pontiac	1400 Telegraph S	1400 Telegraph S
1400 Telegraph S	1410 Telegraph S	1415 Telegraph S
1415 Telegraph S	1501Telegraph S	
City of Sylvan Lake		
345 Dick	346 Dick	351 Dick
910 James K	911 James K	915 James K
917 James K	919 James K	920 James K
929 James K	933 James K	937 James K
944 James K	949 James K	955 James K
958 James K	959 James K	964 James K
969 James K	975 James K	979 James K
985 James K	999 James K	328 Telegraph S
362 Telegraph S		
Waterford Township		
1167 James K	1171 James K	1175 James K
1179 James K	2487 James K	2493 James K
2500 James K		

City of Pontiac Water Customers Outside Municipal Limits:

City of Rochester Hills Water Customers Outside Municipal Limits:

Oakland Township	Shelby Township	City of Rochester
3500 Dutton	50480 Dequindre	5941 Southgate
3700 Dutton	50870 Dequindre	5969 Southgate
3300 Dutton	50960 Dequindre	5970 Paint Valley
1406 Dutton	50988 Dequindre	685 Canyon
1374 Dutton	49950 Dequindre	
1250 Dutton	_	
1780 Dutton		
960 Dutton		
794 Dutton		
788 Dutton		

Note: Subdivisions located in Oakland Township served by Rochester Hills are designated in Exhibit A Service Area Map and include The Hills of Oakland and The Hills of Kings Pointe and Blossom Ridge.

City of Auburn Hills Master Meter(s) Not In Service:

AH-01

Orion Township Master Meter(s) Not In Service:

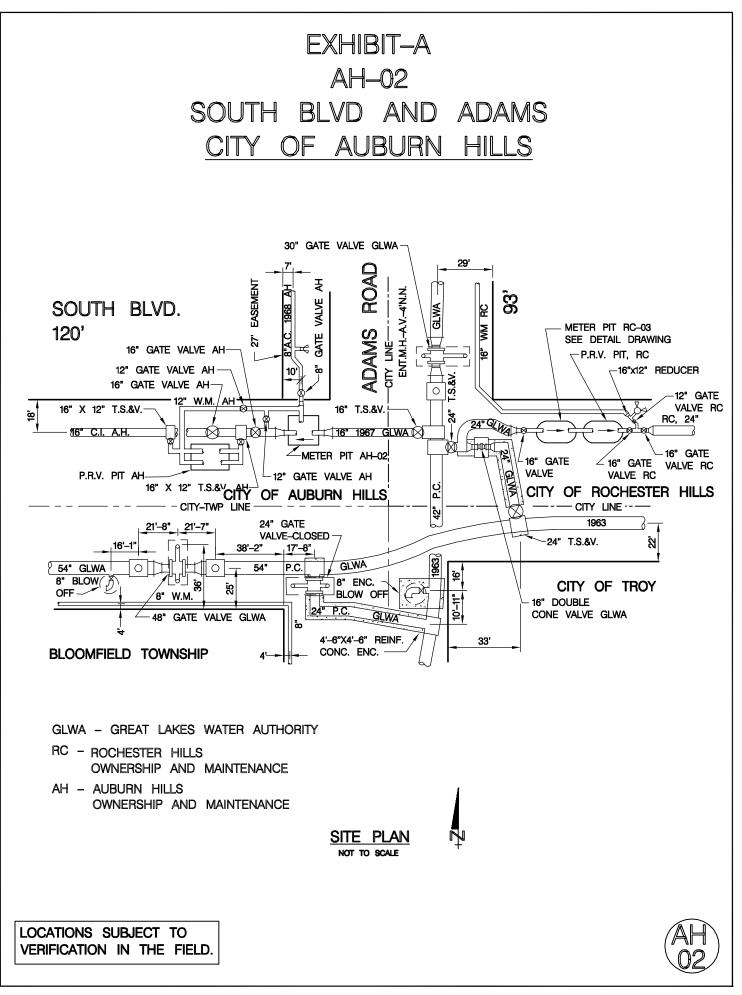
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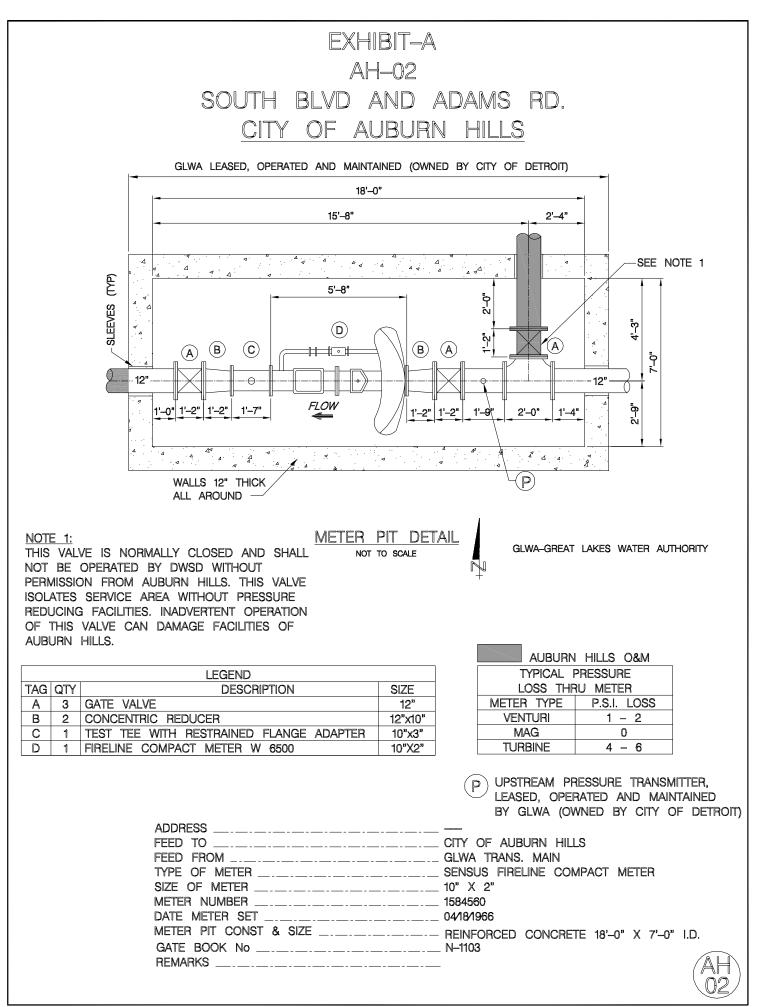
City of Pontiac Master Meter(s) Not In Service:

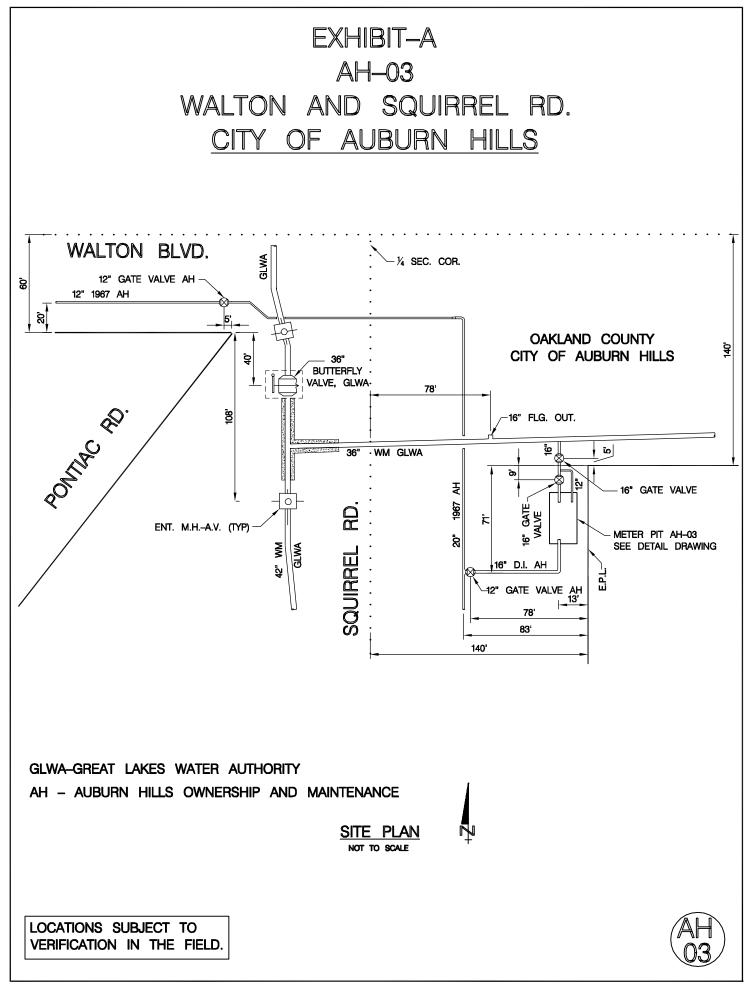
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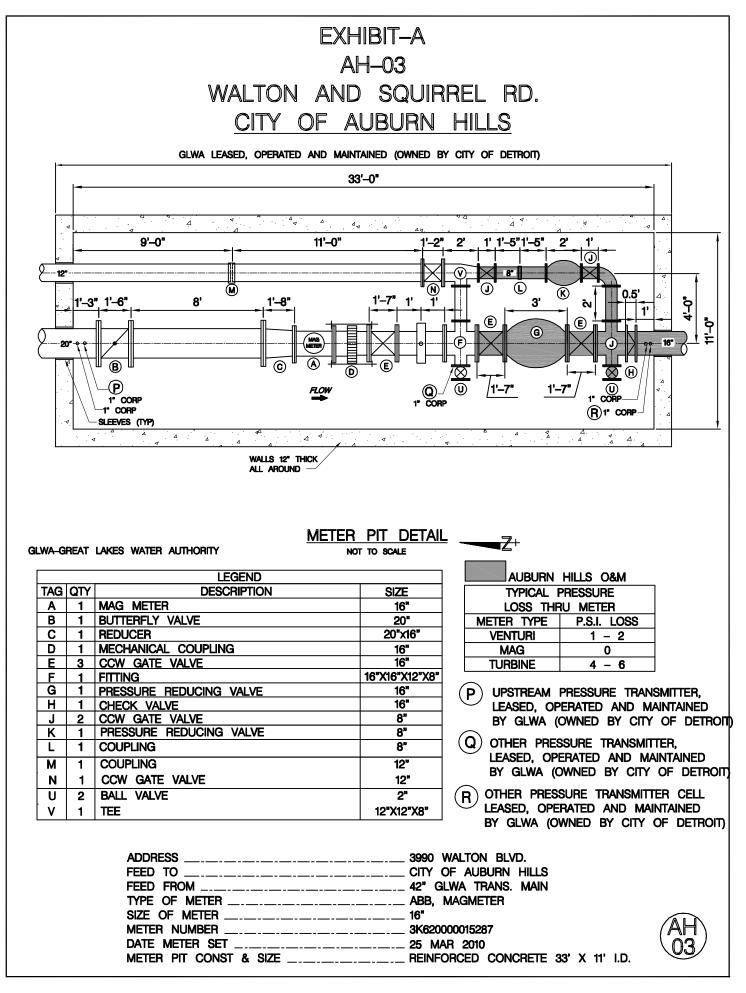
City of Rochester Hills Master Meter(s) Not In Service:

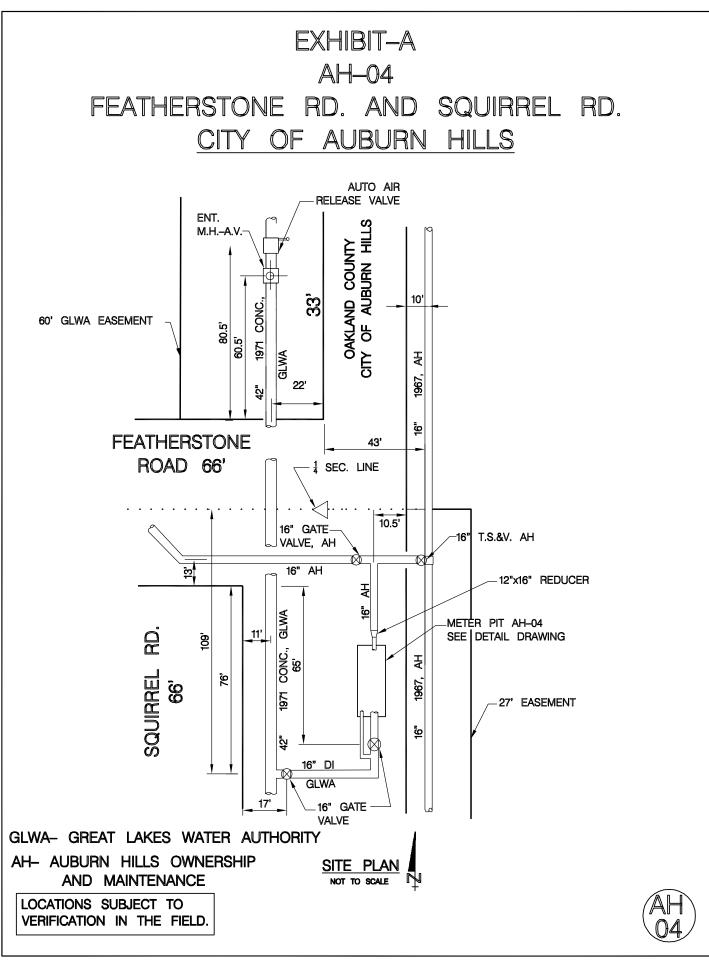
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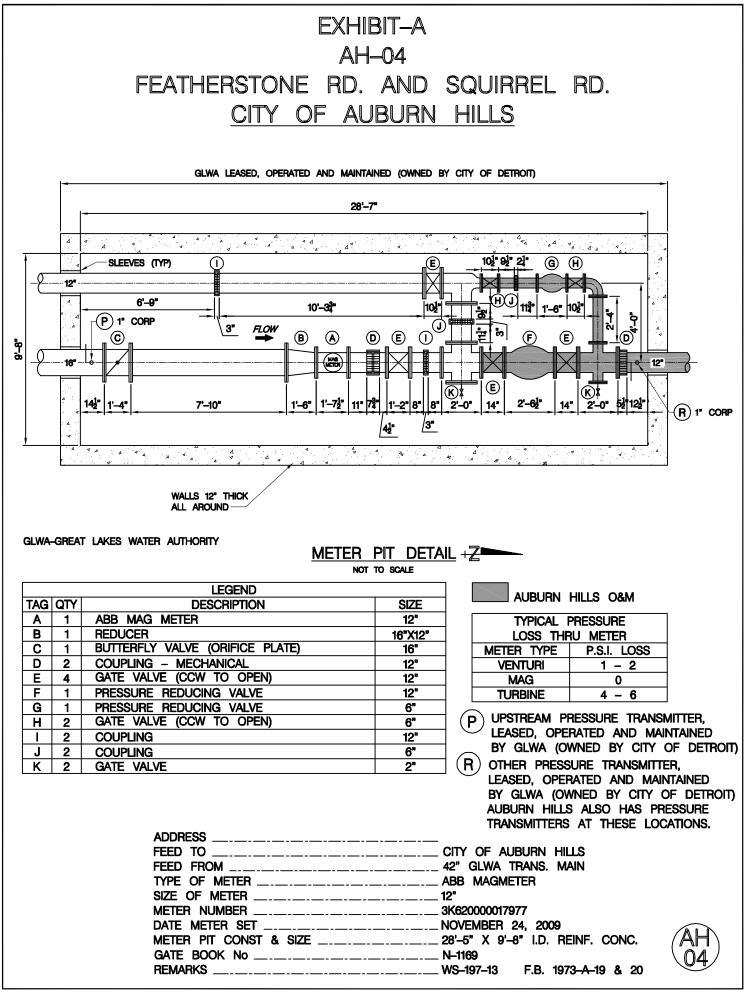


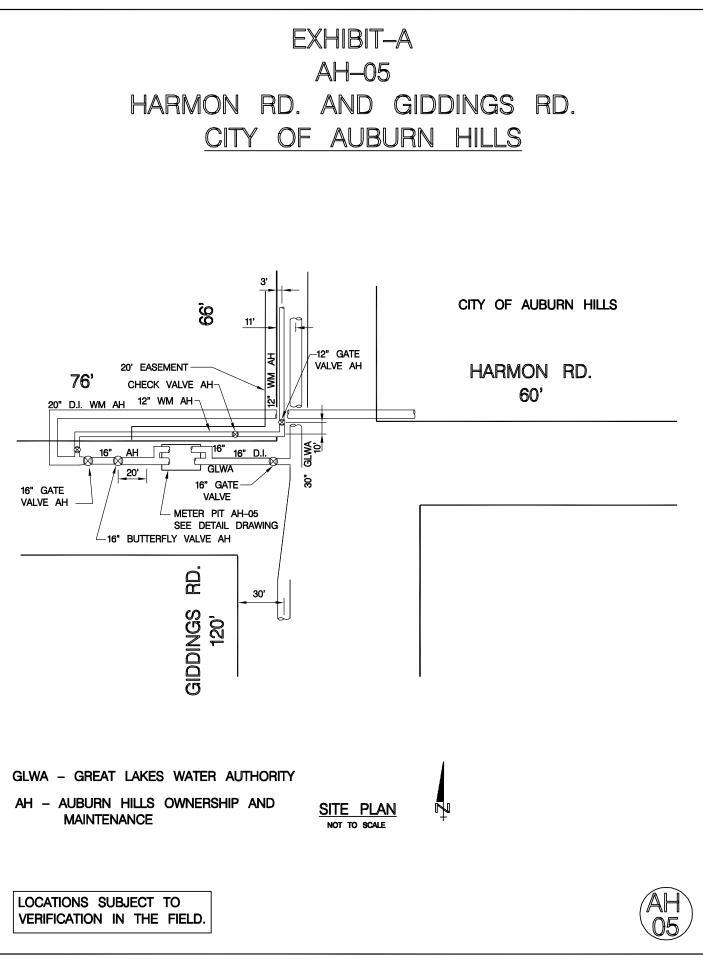


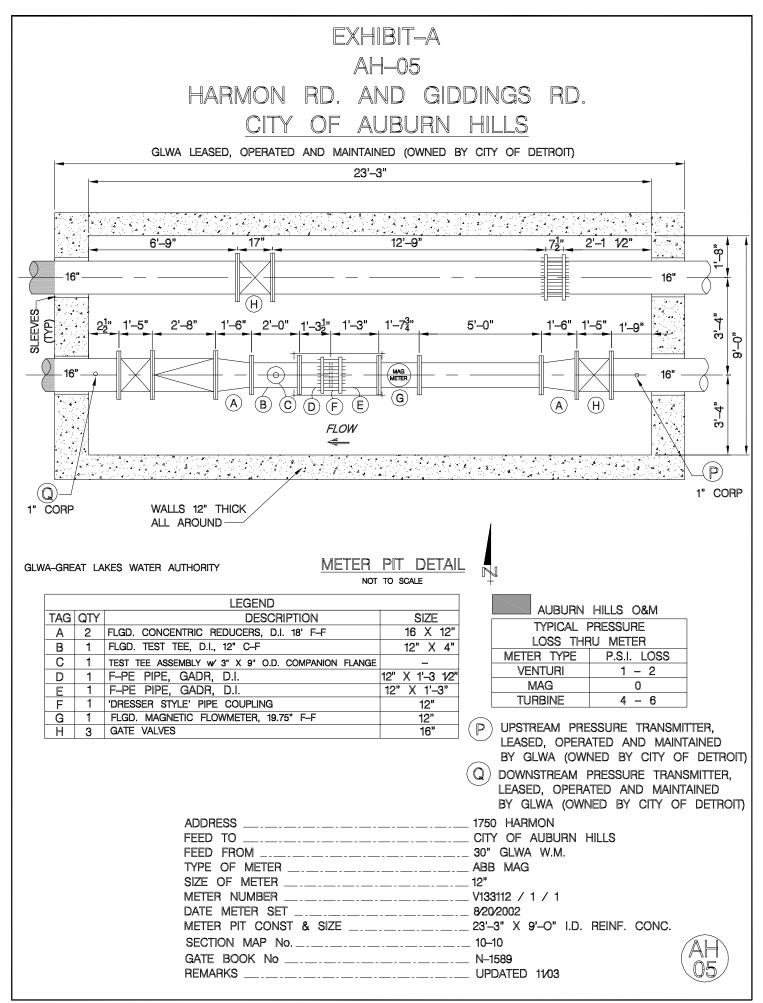


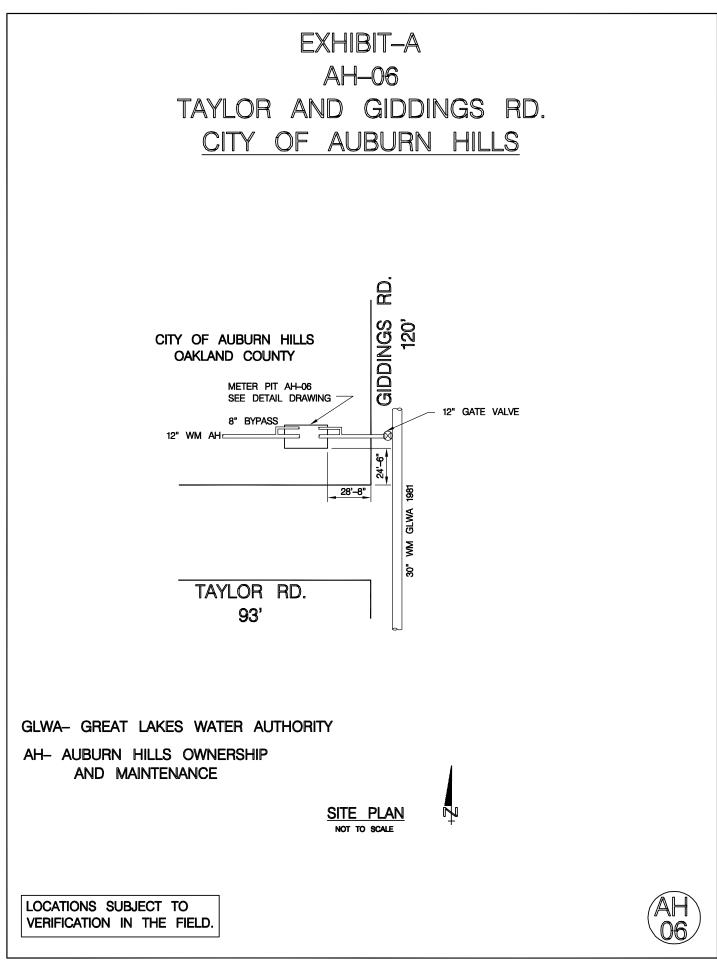


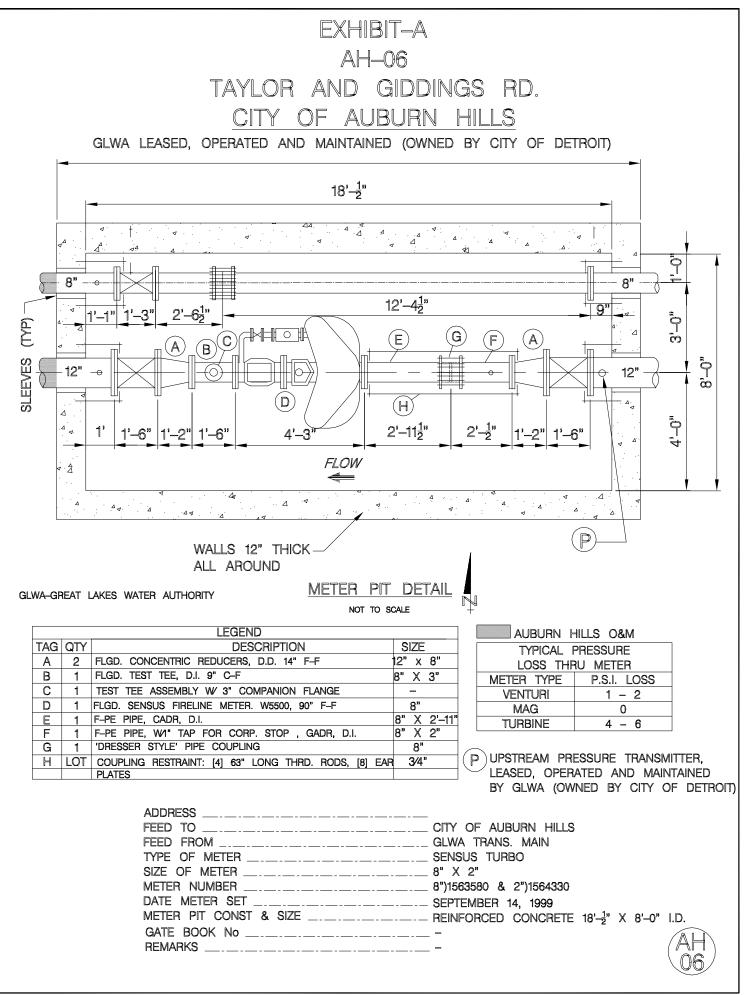


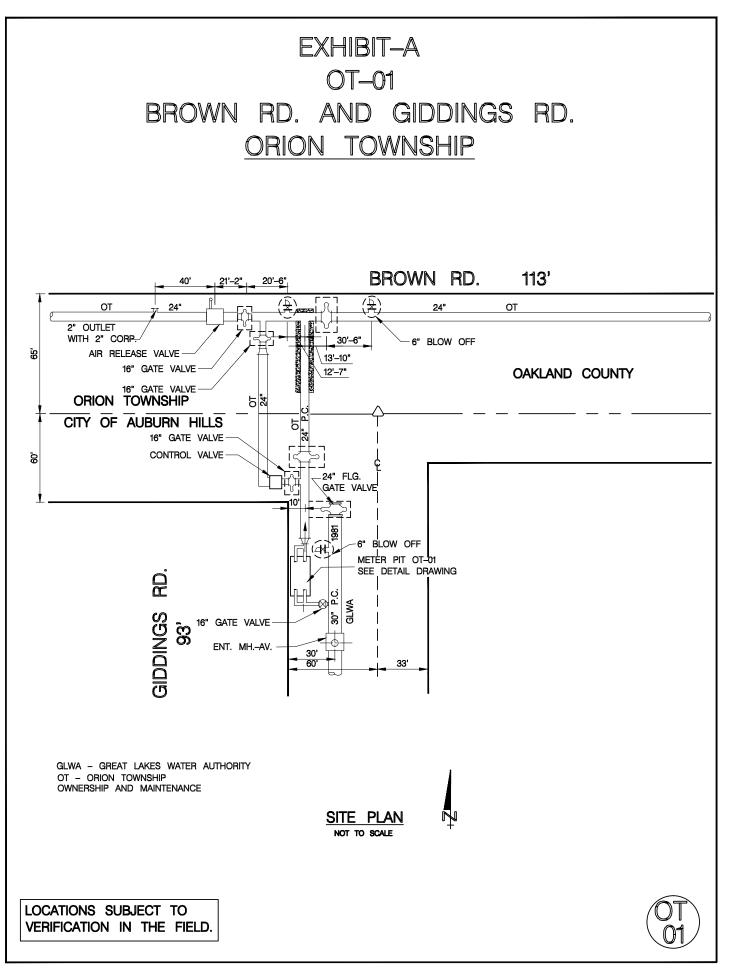


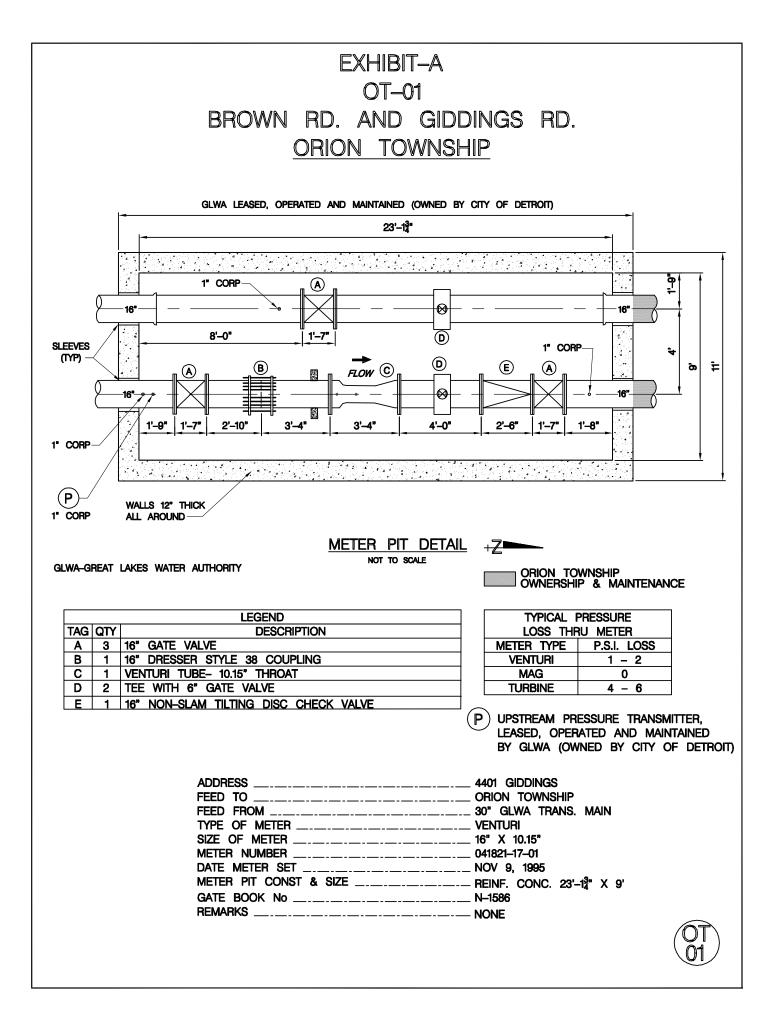


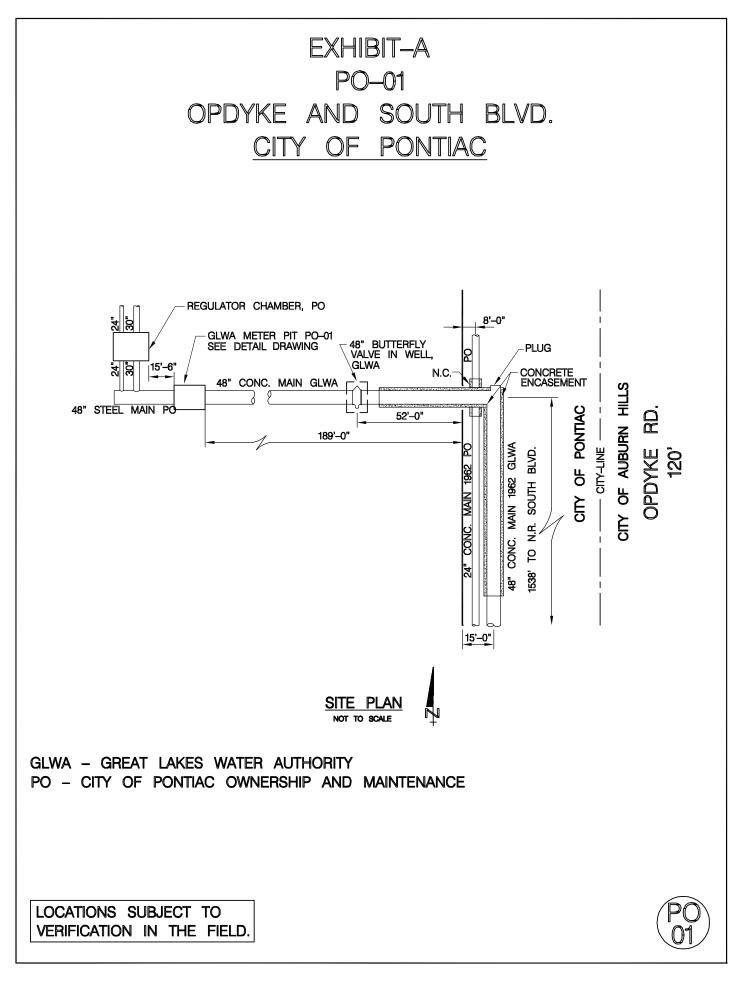


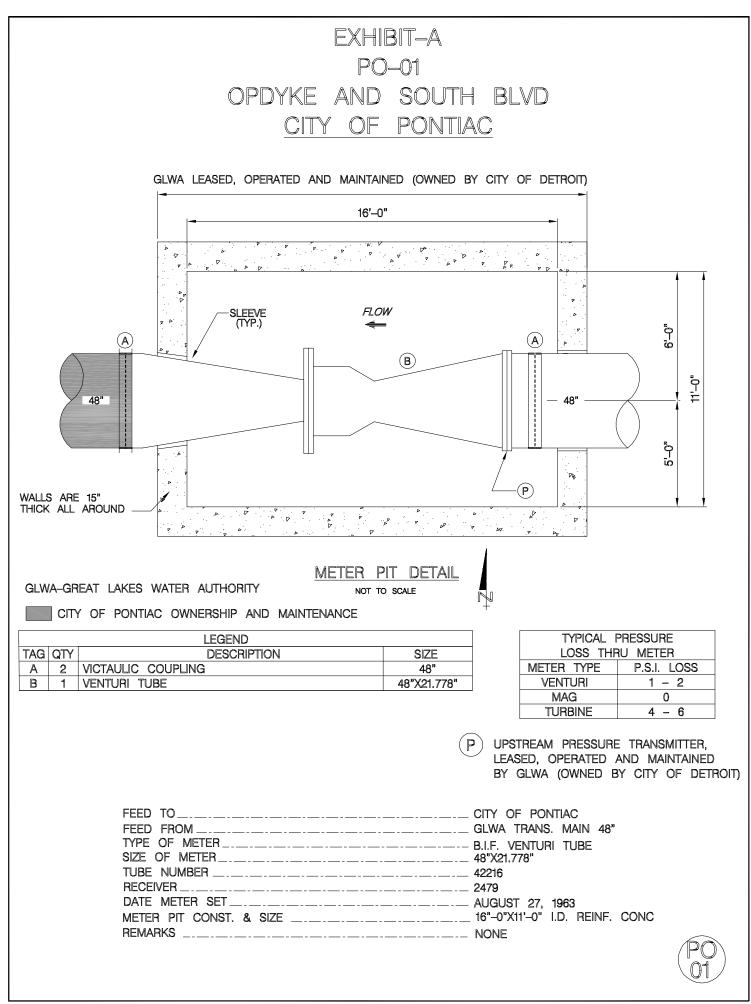


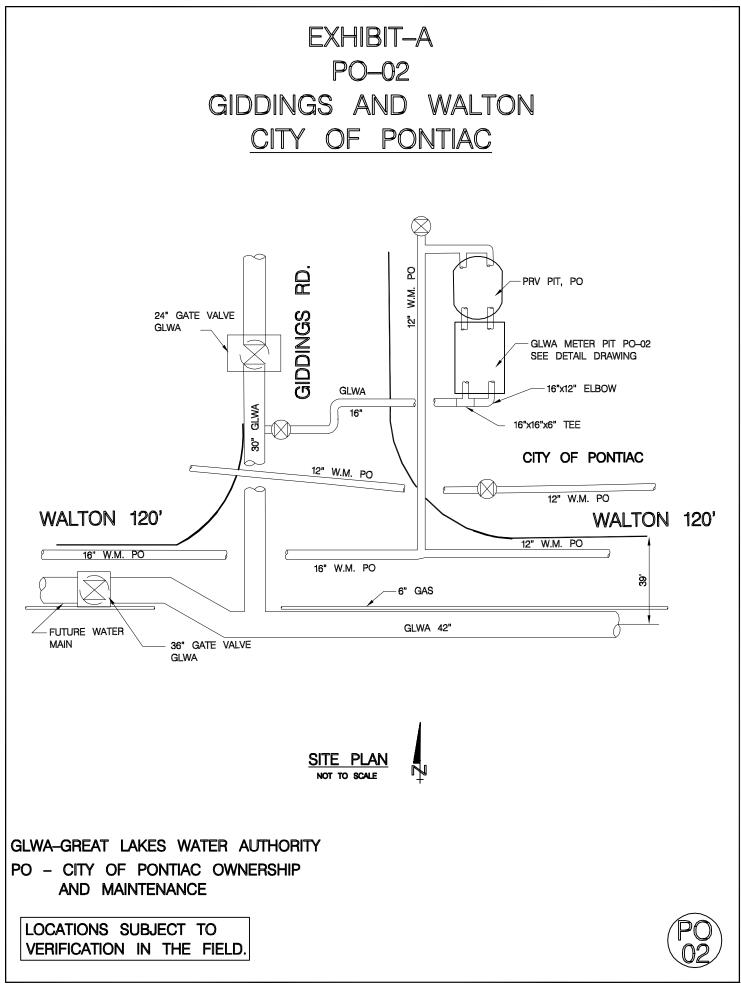


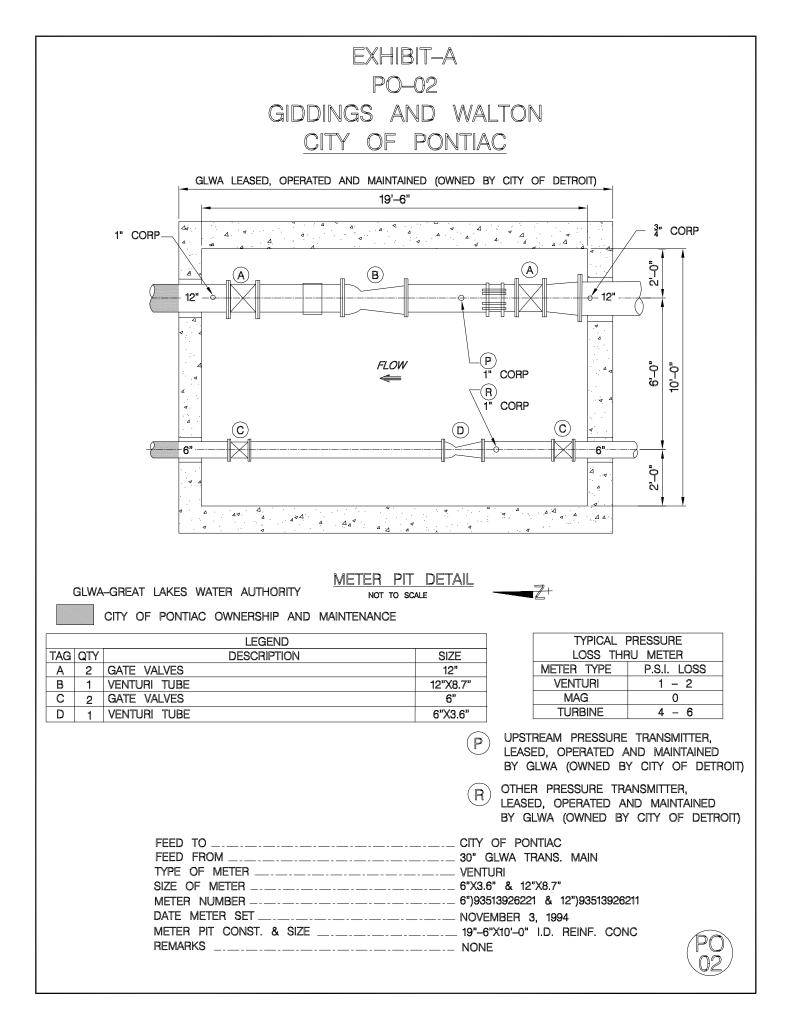


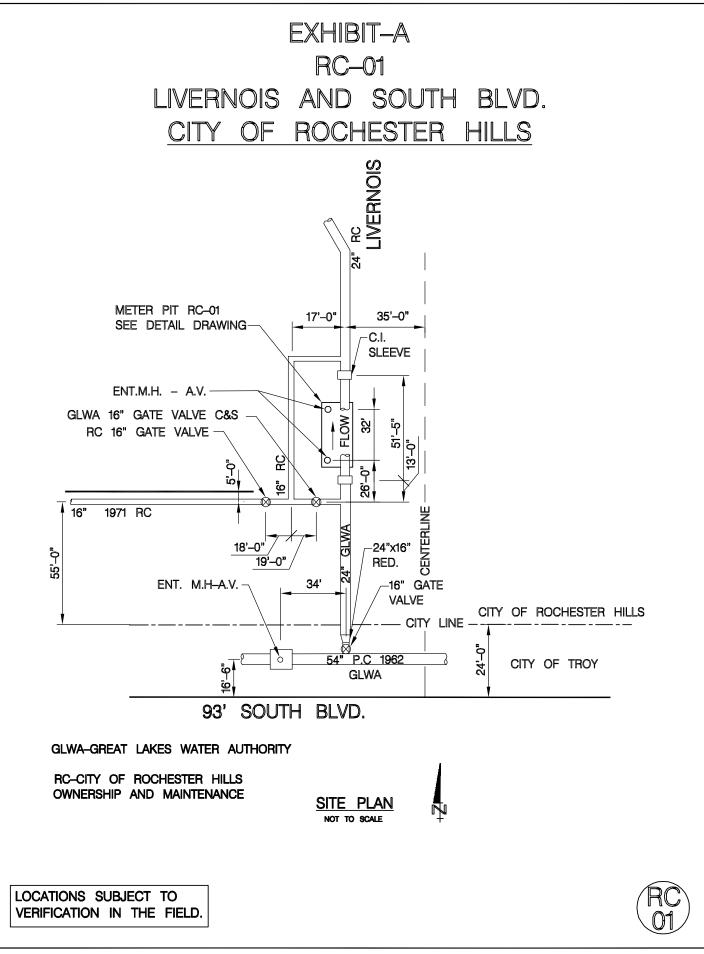


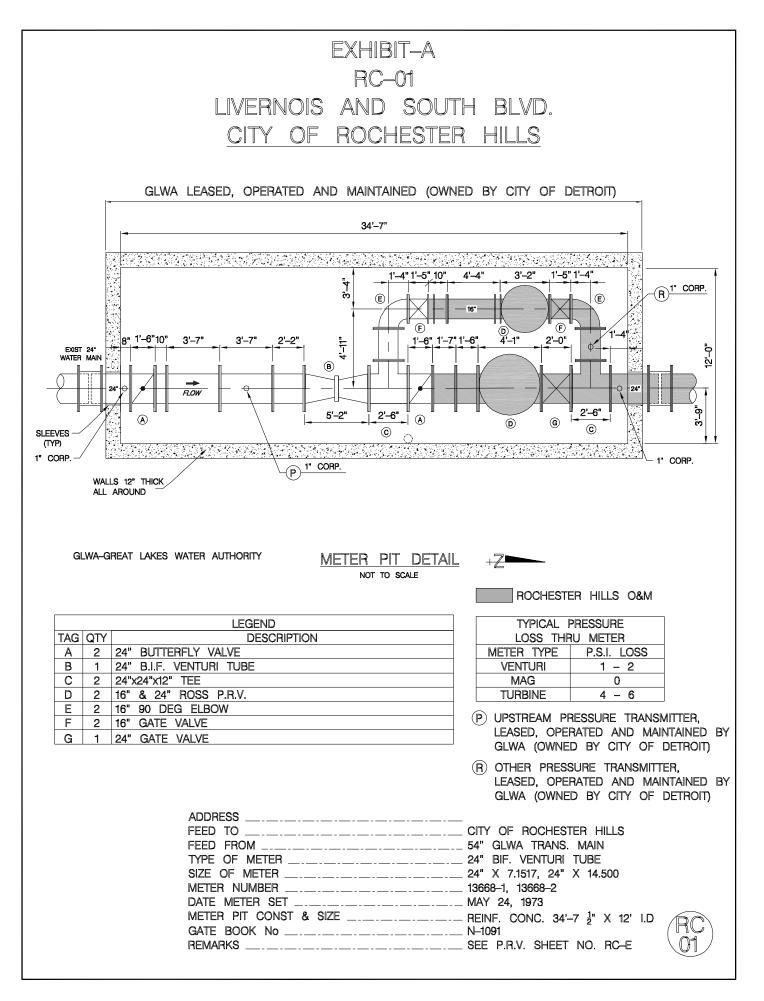


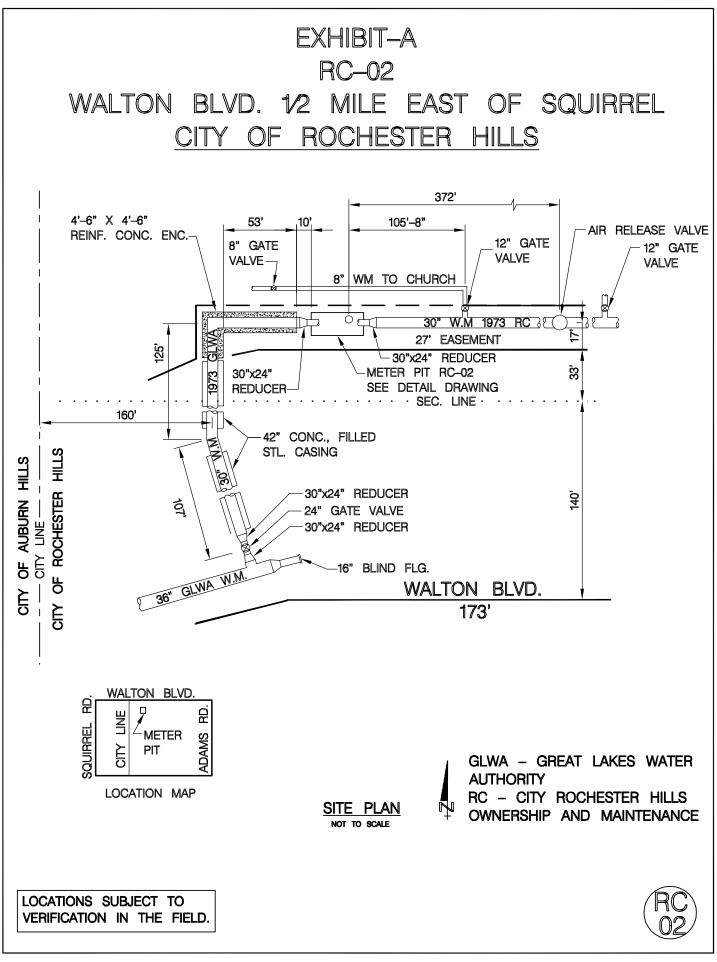


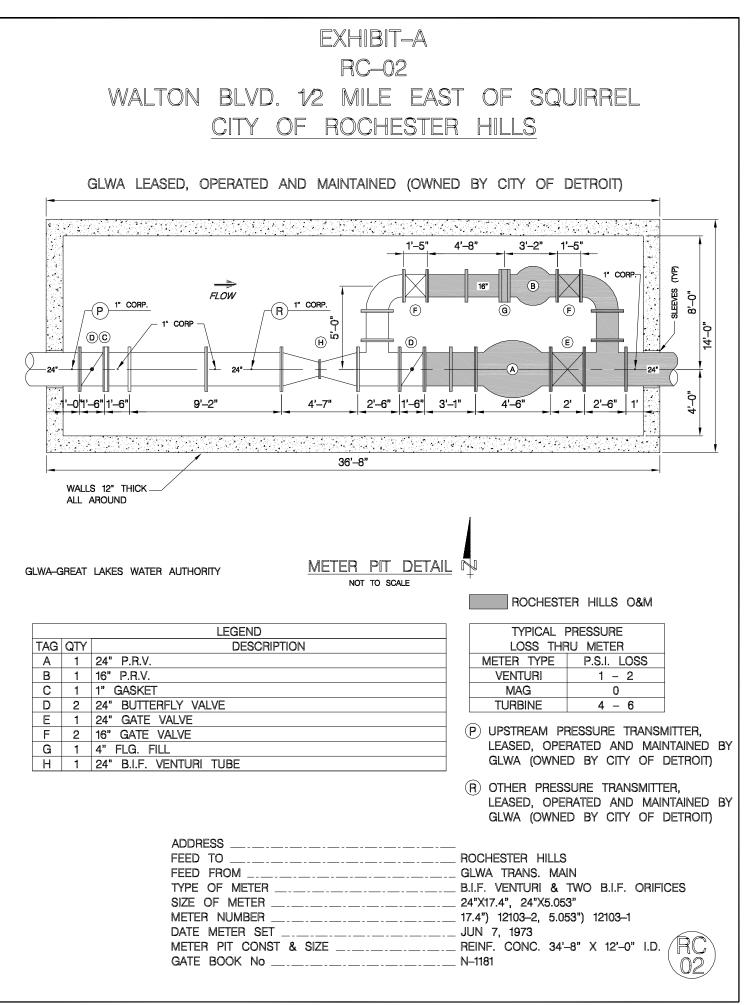


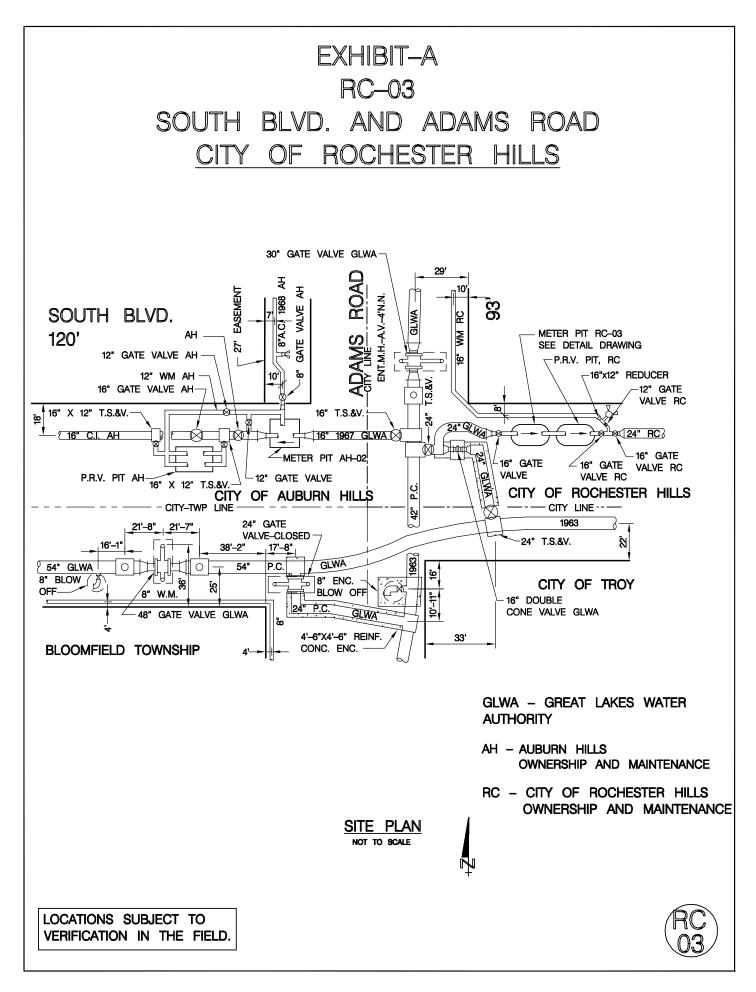


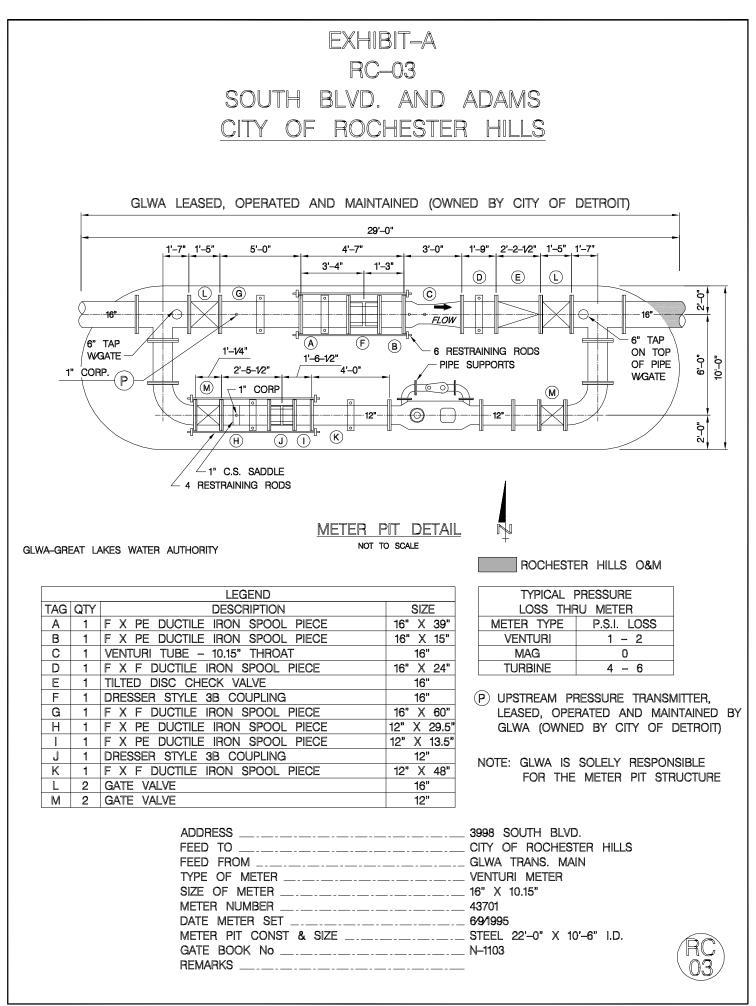


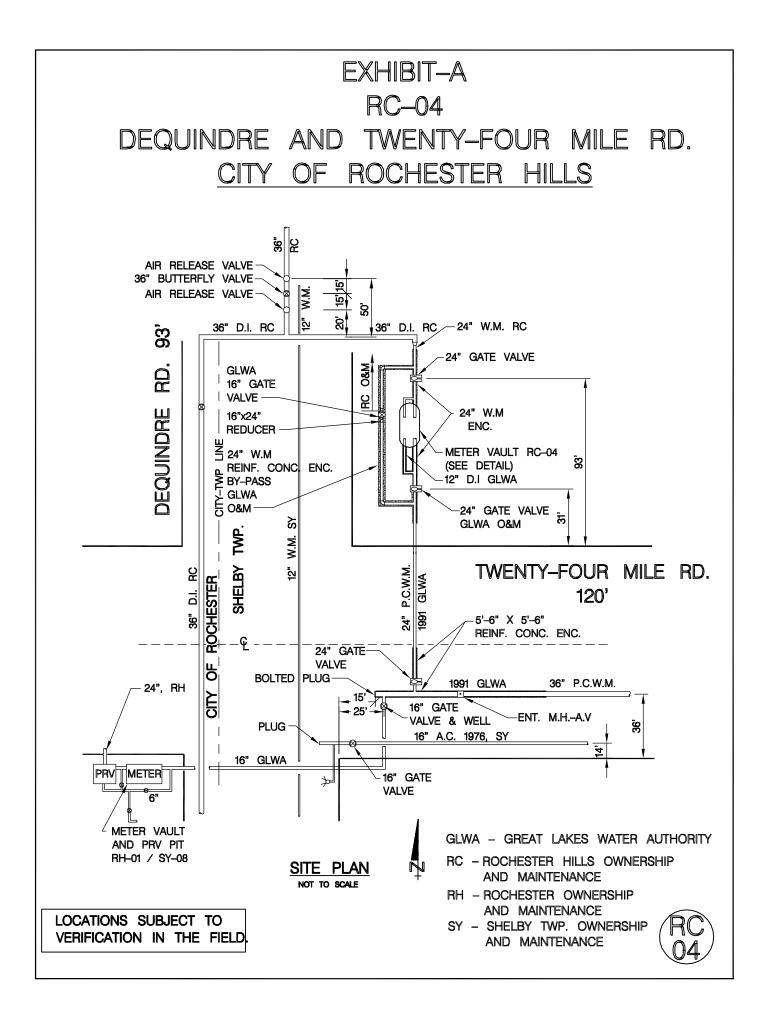


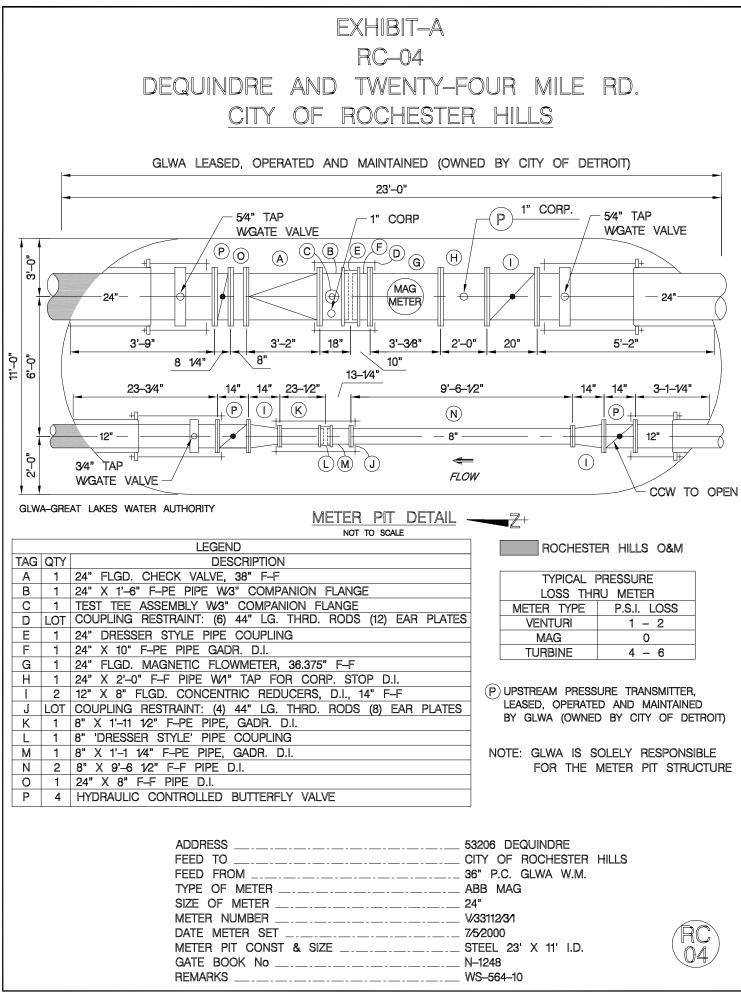












Projected Annual Volume and Minimum Annual Volume (Table 1) Pressure Range and Maximum Flow Rate (Table 2) Flow Split Assumptions (Table 3) Addresses for Notice (Table 4)

Table 1 and Table 2 set forth the agreed upon Projected Annual Volumes, Minimum Annual Volumes, Pressure Ranges and Maximum Flow Rates for the term of this Contract provided that figures in bold type face are immediately enforceable pursuant to the terms of Section 5.07 and italicized figures are contained for planning purposes only but will become effective absent the negotiated replacements anticipated in Section 5.07.

The approximate rate of flow by individual meter set forth in Table 3 is the assumption upon which the Pressure Range commitments established in Table 2 have been devised. Should Customer deviate from these assumptions at any meter(s), the Board may be unable to meet the stated Pressure Range commitments in this Contract or in the contract of another customer of the Board and Section 5.08 of this Contract may be invoked.

Table 1 Projected Annual Volume and Minimum Annual Volume

Fiscal Year	Projected	Minimum Annual
Ending	Annual Volume	Volume
June 30	(Mcf)	(Mcf)
		(11202)
2015		
2016	1,020,000	510,000
2017	1,020,000	510,000
2018	945,000	472,500
2019	945,000	472,500
2020	945,000	472,500
2021	945,000	472,500
2022	945,000	472,500
2023	945,000	472,500
2024	945,000	472,500
2025	945,000	472,500
2026	945,000	472,500
2027	945,000	472,500
2028	945,000	472,500
2029	945,000	472,500
2030	945,000	472,500
2031	945,000	472,500
2032	945,000	472,500
2033	945,000	472,500
2034	945,000	472,500
2035	945,000	472,500
2036	945,000	472,500
2037	945,000	472,500
2038	945,000	472,500
2039	945,000	472,500
2040	945,000	472,500
2041	945,000	472,500
2042	945,000	472,500
2043	945,000	472,500
2044	945,000	472,500
2045	945,000	472,500

Table 2Pressure Range and Maximum Flow Rate

Calendar	Pres	sure	Pres	sure	Pres	sure	Pres	ssure	Pres	sure	Pres	sure
Year	Range	e (psi)										
												0.77.04
	Meter		Meter			AH-04		AH-05		AH-06	Meter	1
	<u>Min</u>	Max	<u>Min</u>	<u>Max</u>								
		1.40			10.4			~-	<i>(</i> 0			
2015	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2016	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2017	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2018	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2019	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2020	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2021	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2022	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2023	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2024	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2025	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2026	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2027	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2028	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2029	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2030	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2031	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2032	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2033	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2034	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2035	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2036	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2037	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2038	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2039	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2040	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2041	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2042	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2043	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95
2044	127	149	TBD	TBD	104	TBD	55	87	69	TBD	54	95

Table 2 (cont'd)Pressure Range and Maximum Flow Rate

Calendar	Pres	sure	Pres	sure	Pres	sure	Pres	sure	Pres	sure	Pres	sure
Year	Range	e (psi)	Range	e (psi)	Range	e (psi)	Range	e (psi)	Range	e (psi)	Range	e (psi)
		50.04										
	Meter			PO-02		RC-01		RC-02		RC-03		RC-04
	<u>Min</u>	Max	<u>Min</u>	<u>Max</u>	<u>Min</u>	Max	<u>Min</u>	Max	<u>Min</u>	<u>Max</u>	<u>Min</u>	<u>Max</u>
		=0			~	100						107
2015	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2016	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2017	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2018	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2019	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2020	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2021	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2022	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2023	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2024	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2025	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2026	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2027	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2028	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2029	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2030	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2031	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2032	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2033	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2034	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2035	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2036	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2037	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2038	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2039	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2040	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2041	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2042	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2043	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135
2044	37	59	83	TBD	87	109	95	TBD	125	TBD	55	135

Table 2 (continued)Pressure Range and Maximum Flow Rate

Calendar	Maximum Flow Rate					
Year	(mgd)					
	Max Day	Peak Hour				
2015	50.6	56.0				
2016	50.6	52.5				
2017	49.5	52.5				
2018	49.5	52.5				
2019	49.5	52.5				
2020	49.5	52.5				
2021	49.5	52.5				
2022	49.5	52.5				
2023	49.5	52.5				
2024	49.5	52.5				
2025	49.5	52.5				
2026	49.5	52.5				
2027	49.5	52.5				
2028	49.5	52.5				
2029	49.5	52.5				
2030	49.5	52.5				
2031	49.5	52.5				
2032	49.5	52.5				
2033	49.5	52.5				
2034	49.5	52.5				
2035	49.5	52.5				
2036	49.5	52.5				
2037	49.5	52.5				
2038	49.5	52.5				
2039	49.5	52.5				
2040	49.5	52.5				
2041	49.5	52.5				
2042	49.5	52.5				
2043	49.5	52.5				
2044	49.5	52.5				

Table 3 Flow Split Assumptions

Meter	Assumed Flow Split (2017-2019)
AH-02	TBD
AH-03	TBD
AH-04	TBD
AH-05	TBD
AH-06	TBD
OT-01	TBD
PO-01	TBD
PO-02	TBD
RC-01	TBD
RC-02	TBD
RC-03	TBD
RC-04	TBD

Table 4 Addresses for Notice

If to the Board:	If to Customer:
General Counsel Great Lakes Water Authority 735 Randolph, Suite 1901 Detroit, Michigan 48226	Fiduciary North Oakland County Water Authority 1000 Rochester Hills Drive Rochester Hills, Michigan, 48309 cc: NOCWA Chairperson 1827 N. Squirrel Road Auburn Hills, Michigan 48326