GROUNDWATER REDUCTION PLAN PROGRAM

MONTHLY PROGRESS REPORT - AUGUST 2014

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ACRONYMS AND DEFINITIONS

ACRONYMS

CA&I	Construction Administration and Inspection
CCT	Construction Communication Team
CIP	Capital Improvement Project
CM&I	Construction Management and Inspection
CMAR	Construction Manager At Risk
CMT	Construction Materials Testing
CSB / P	Competitive Sealed Bid / Proposal
EA	Environmental Assessment
EAC	Estimate At Completion
FONCS	Fiber Optics Network Communication System
GIS	Geographic Information System
GRP	Groundwater Reduction Plan
GST	Groundwater Storage Tank
HSPS	High Speed Pump Station
LSGCD	Lone Star Groundwater Conservation District
LVGU	Large Volume Groundwater User
NTP	Notice To Proceed
PER	Preliminary Engineering Report
PMP	Program Management Plan
PVC	Polyvinyl Chloride
PSA	Professional Services Agreement
QA	Quality Assurance
RCCP	Reinforced Concrete Cylinder Pipe
RFB / Q / P	Request For Bids / Qualifications / Proposals
RWI / RWPS	Raw Water Intake / Raw Water Pump Station
SJRA	San Jacinto River Authority
SOQ	Statement of Qualifications
SWF	Surface Water Facilities (SWTP, HSPH and RWI)
SWRF	Surface Water Receiving Facilities
SWTP	Surface Water Treatment Plant
TCEQ	Texas Commission on Environmental Quality
TWDB	Texas Water Development Board
TXDOT	Texas Department of Transportation
WIF	Water Infrastructure Fund

DEFINITIONS

GROUNDWATER REDUCTION PLAN (GRP)	The document developed and filed with the LSGCD indicating SJRA's plan to reduce the permitted 2009 groundwater pumpage of its GRP Participants by 30%. The GRP is administered by the SJRA, including any supplements, revisions, or amendments.
GRP PROGRAM TEAM	SJRA staff, Program Management Consultant (Brown & Gay Engineers, Inc.) staff, and technical consultants working interdependently toward meeting the goals of the Groundwater Reduction Plan.
GRP ADMINISTRATOR	The SJRA General Manager's designee who administers the SJRA Groundwater Reduction Plan and GRP Contract with GRP Participants.
GRP CONTRACT	Contract between the SJRA and a Participant to be included in the SJRA's efforts to meet the surface water conversion requirements mandated by the LSGCD.
GRP EXTENSION PROJECTS	Safe harbor related projects not related to Phase 1, but tracked independently of Phase 1.
JOINT GRP	GRP which is prepared to include (takes into account) LVGUs who have executed a GRP Contract with the SJRA to join the SJRA's GRP. Contracted LVGUs obtain LSGCD groundwater reduction regulation compliance through the SJRA's Joint GRP without preparing and submitting a GRP.
LARGE VOLUME GROUNDWATER USER(S) (LVGU)	Any person or entity that, through a single well or a combination of wells, actually produces or is authorized by permit(s) issued by the LSGCD to produce 10 million gallons or more of groundwater annually on or after January 1, 2008.
PARTICIPANT(S)	Regulated User(s) that enters into and remains subject to a written agreement with the SJRA to be included in the SJRA's GRP and includes the legal successors or assigns of Participant(s).
REGULATED USER(S)	Any public or private entity or person that is or becomes subject to the District Regulatory Plan established by the LSGCD and includes any amendments, revisions or supplements thereto as may be adopted by the LSGCD.
SJRA GRP DIVISION	Division of the SJRA responsible for GRP compliance, and the management, administration, operation and maintenance of the surface water facilities and surface water transmission system.

1.0 PLANNING

The GRP Program Team meets regularly for the purposes of setting performance expectations and goals of the GRP Program, identifying the efforts required to achieve these objectives, evaluating the effectiveness of such efforts, and modifying those efforts based upon both internal and external performance evaluations.

1.1 STRATEGIC

The project team hosted a partnering workshop for the Surface Water Treatment Plant on August 26, 2014. Representatives from HDR, AECOM, Freese & Nichols, CDM Smith, McCarthy, and the SJRA discussed the objectives and dynamics of the team. The main purpose of the partnering workshops is to make sure the GRP Program is organized and functions as a World Class program. The SJRA Joint GRP Program is being implemented with the upmost professionalism and with special attention being paid to its impact on the public.

Looking ahead to the completion of the project, the project team will be working on a plan for start-up and testing of the Surface Water Treatment Plant as well as a plan for placing the 55 miles of water transmission lines and the water receiving facilities into service.

1.2 ENGINEERING AND CONSTRUCTION

All procurement services for construction proposals, with the exception of the permanent access road and Segment W3D, have been completed and fifteen transmission line construction contracts have been awarded. The engineering consultants will continue to provide construction phase services by reviewing submittals and requests for information as work proceeds.

1.3 MEETINGS

Various meetings continued this month with the GRP Program Team. A listing of these meetings is attached as ***Exhibit 9***.

Standpipe construction near Conroe Water Plant No. 21

2.0 PROJECT ACTIVITIES

Currently, the GRP Program remains on schedule for the delivery of treated surface water to select Joint GRP Participants on or before January 1, 2016. A simplified GRP Program schedule can be found in attached ***Exhibit 1.***

2.1 ENGINEERING

SURFACE WATER TRANSMISSION SYSTEM

Segments T1, T2, T3, W1A, W1B, W2A, W2B, W3A, W3B, W4, C1A, C1B, C2, C3, C4, Surface Water Receiving Facilities—North, Surface Water Receiving Facilities—South, Standpipe, and Fiber Optic Communications System – Design is complete. Engineering consultant is providing construction phase services.

Segment W3D - Segment W3D includes approximately 6,200 linear feet of 16-inch and 12-inch waterline and 3-inch fiber optic conduit along Maplewood Drive and Robinson Road between Southern Montgomery County MUD Plant No. 3 and the City of Oak Ridge North Plant. 90% design review was completed and comments were provided to the consultant. Anticipate advertising in October and awarding the construction contract in December.

Construction Management and Inspection (CM&I) – The CM&I consultant provided management and inspection services for Transmission Segments T1, T2, T3, W1A, W1B, W2A, W2B, W3A, W3B, W4, C1A, C1B, C2, C3, C4, WRF-N, WRF-S, and the Standpipe.

Construction Materials Testing Consultant (CMT) - CMT consultant is currently working with CM&I staff to perform industry standard construction materials testing. Testing includes subgrade and backfill soil densities, compressive strengths, masonry, and coatings.

SURFACE WATER FACILITIES

Raw Water Intake Pump Station – Design is complete. Engineering consultant is providing construction phase services.

Surface Water Treatment Plant – Design is complete. Engineering consultant is providing construction phase services.

High Service Pump Station and Ground Storage Tanks – Design is complete. Engineering consultant is providing construction phase services.

Permanent Access Road - 60% design review was completed and comments were provided to the consultant. Anticipate 90% submittal in October.

Construction Administration and Inspection (CA&I) – The CA&I consultant for the SWF is currently working with the CMAR and SJRA staff to review submittals and RFI's, and provide constant field monitoring and inspection of the systems being installed.

Construction Materials Testing Consultant (CMT) - The CMT consultant for the SWF is currently working with the CMAR and CA&I staff to perform industry standard construction materials testing. Testing includes soil densities, compressive strength/properties of concrete placed; and welding, coatings, and masonry testing.

Cathodic Protection - The cathodic protection consultant has completed their design effort for both the transmission line segments and the Surface Water Facilities and is providing construction phase services.

2.2 STATE AGENCY COORDINATION

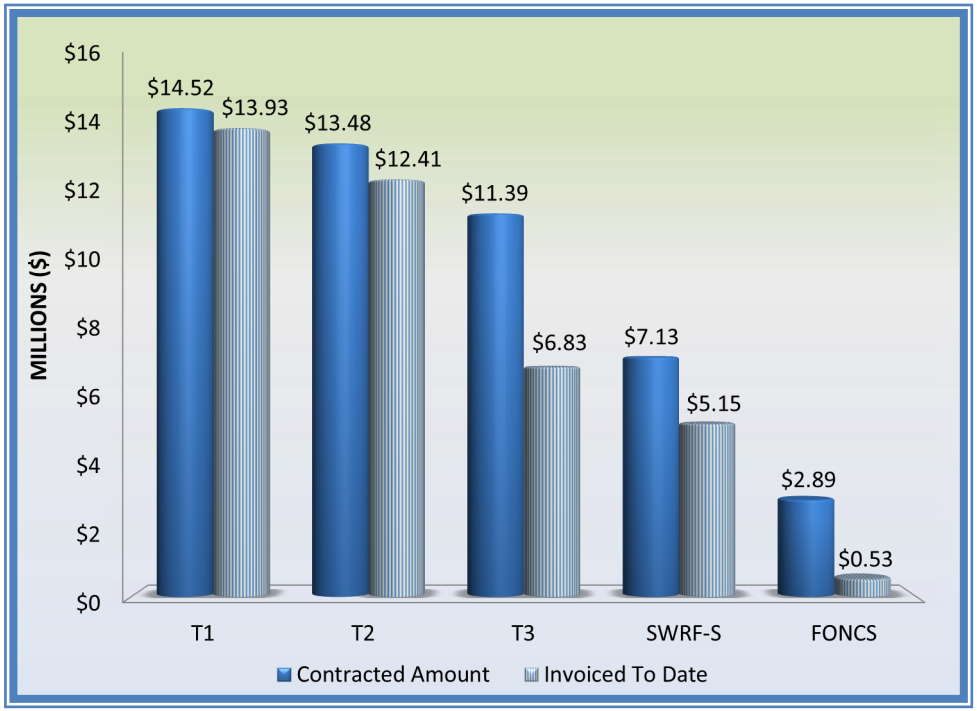
The Texas Water Development Board (TWDB) completed the field inspection of the Surface Water Facilities construction site on August 26, 2014. The TWDB visited the various transmission line segments and receiving facilities construction sites on August 28, 2014. The next TWDB site inspection visits are tentatively scheduled for September 24 and 25, 2014. The TWDB reviewed and approved documents related to the close-out of Segment C1B construction project and approved the release of final retainage.

View from ground level to the top of Standpipe located near Conroe Water Plant No.

2.0 Project Activities (Continued)

2.3 SURFACE WATER TRANSMISSION SYSTEM PROJECT DATA

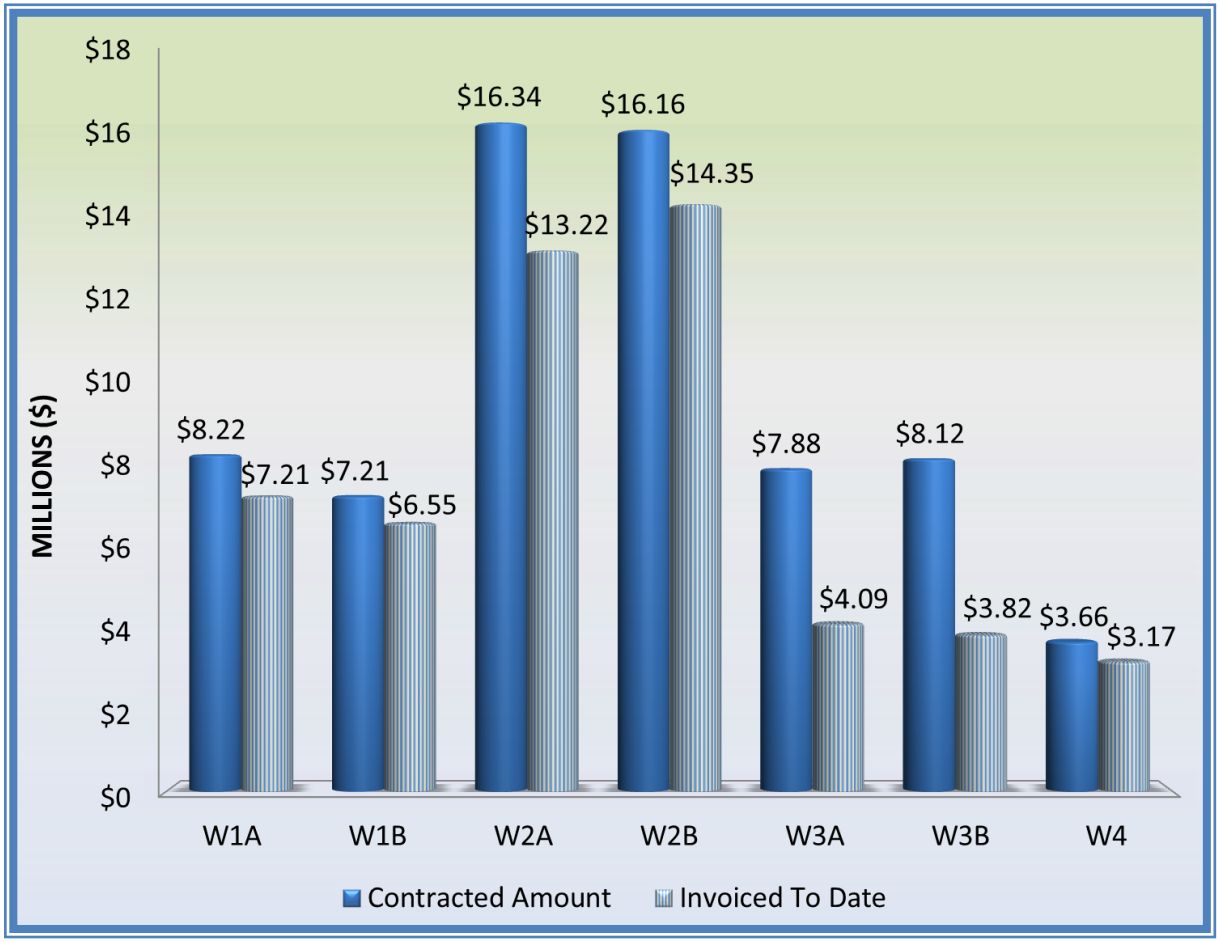
The month of August concluded with the installation of approximately 219,503 feet or 42 miles of various sized concrete coated steel pipe, PVC pipe, and bar wrapped concrete mortar pipe along the majority of the transmission line segments. This represents approximately 81% of the total planned pipe to be installed throughout Montgomery County by or before January 1, 2016. The following graphs and charts show the progress of Transmission Line Segments T1, T2, T3, W1A, W1B, W2A, W2B, W3A, W3B, W4, C1A, C1B, C2, C3, C4, Surface Water Transmission North Water Receiving Facilities (SWRF-N), Surface Water Transmission South Water Receiving Facilities (SWRF-S), Standpipe and Fiber Optics Network Communication System (FONCS) thus far.



Surface Water Transmission System Total	Progress To Date
Total Contracted Amount	$149,001,350.29
Total Invoiced To Date	$113,393,162.85
Total % Complete Based on Invoice Amount	76%

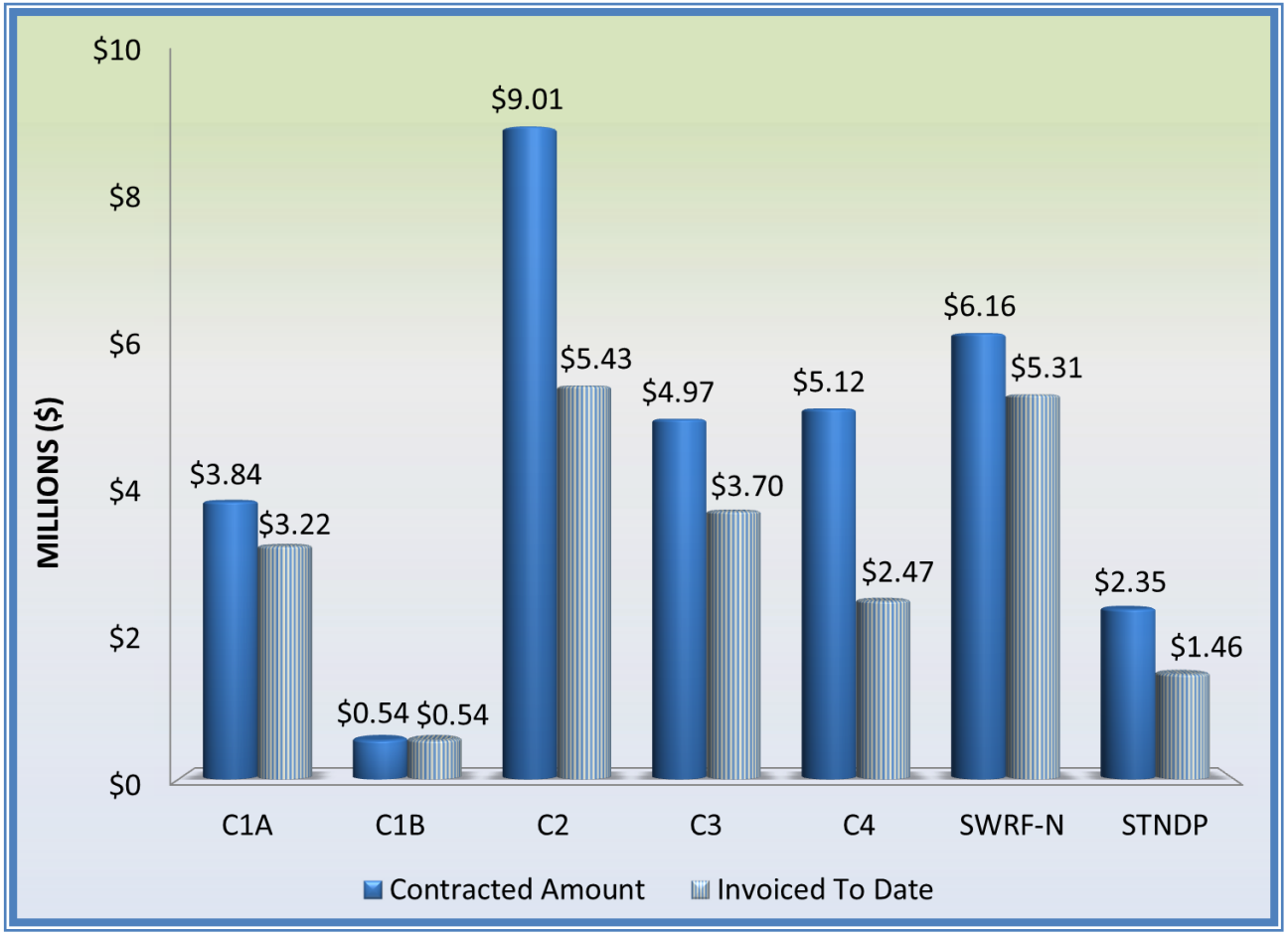
Segment	T1	T2	T3	SWRF-S	FONCS
Contracted Amount	$14,521,937.14	$13,475,718.33	$11,393,193.97	$7,127,383.00	$2,885,432.35
Invoiced To Date	$13,932,078.01	$12,405,802.01	$6,834,915.47	$5,145,088.48	$528,236.00
% Complete	96%	92%	60%	72%	18%

2.0 Project Activities (Continued)



Segment	W1A	W1B	W2A	W2B	W3A	W3B	W4
Contracted Amount	$8,222,000.50	$7,213,544.50	$16,340,258.02	$16,161,600.00	$7,880,207.50	$8,124,485.50	$3,656,604.23
Invoiced To Date	$7,206,242.46	$6,550,019.23	$13,216,620.46	$14,348,213.75	$4,092,255.72	$3,824,845.26	$3,170,281.77
% Complete	88%	91%	81%	89%	52%	47%	87%

2.0 PROJECT ACTIVITIES (CONTINUED)



Segment	C1A	C1B	C2	C3	C4	SWRF-N	STANDPIPE
Contracted Amount	$3,837,683.40	$544,393.60	$9,014,837.00	$4,972,314.80	$5,115,396.90	$6,160,184.55	$2,354,175.00
Invoiced To Date	$3,222,447.21	$544,939.60	$5,433,874.18	$3,702,094.02	$2,467,426.26	$5,311,012.47	$1,457,316.49
% Complete	84%	100%	60%	74%	48%	86%	62%

2.0 PROJECT ACTIVITIES (CONTINUED)

2.4 SURFACE WATER TRANSMISSION SYSTEM CONSTRUCTION PROGRESS

Significant progress continues to be made each month with regard to pipe installation on each of the fifteen Surface Water Transmission Line Segments. The chart below represents the overall pipe installation statistics through the month of August.

Transmission Line System Pipe Installation Statistics to Date	
Total Piping Installed to Date	41.6 miles
Total % of Pipe Installed to Date	81%

Segment T1 - Contractor continues to perform hydrostatic pressure testing of the 60-inch concrete coated steel pipe and perform site restoration within the SJRA Campus, along McCaleb Road and at the Highlands Ranch Subdivision entrance. 100% of pipe installation totaling 20,514 feet of 60-inch concrete coated steel pipe was installed and completed in May. (See Exhibit 11, Page 38)

Segment T2 - Contractor continues site and pavement restoration and hydrostatic pressure testing the 54-inch concrete coated steel pipe along Fish Creek Thoroughfare. Contractor completed the deep well anode installation for cathodic protection. 100% of pipe installation totaling 23,475 feet of 60-inch and 54-inch concrete coated steel pipe was installed and completed in May. (See Exhibit 11, Page 39)

Segment T3 - Contractor continued tunneling operations and installing 54-inch concrete coated steel pipe along FM 2978, FM 1488, and Sendera Ranch. Approximately 13,069 feet of 54-inch concrete coated steel pipe along Fish Creek Thoroughfare and FM 2978 has been installed through this month. (See Exhibit 11, Page 40)

Segment W1A - Contractor completed fiber optic conduit installation along Research Forest Drive this month. Concrete pavement restoration and hydrostatic testing continues along Research Forest Drive. Contractor began fiber optic conduit testing and hydrostatic testing the waterline along FM 2978 and Research Forest Drive. Approximately 23,064 feet of 54-inch steel pipe, 48-inch concrete coated steel and 16-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 42)

Segment W1B - Contractor continued site restoration along Research Forest Drive, hydrostatic pressure testing of waterline segment, and testing of fiber optic conduit. Approximately 17,122 feet of 48-inch and 42-inch concrete coated steel pipe and 20-inch and 16-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 43)

Segment W2A - Contractor completed trenchless and open-cut installation of 42-inch concrete coated steel pipe along Research Forest Drive in the area near The Woodlands High School. Contractor completed fault protection near the Big Barn Fault. Tunneling operations began at Lake Woodlands near the CBI Campus, as did shoulder asphalt and pavement restoration along Research Forest Drive. Contractor restored normal traffic flow prior to the start of the new school year. Approximately 18,378 feet of 30-inch and 20-inch PVC pipe and 42-inch concrete coated steel pipe was installed through this month. (See Exhibit 11, Page 44)

Segment W2B - Contractor installed the 30-inch PVC pipe in the 56-inch steel casing at Waterway crossing. Contractor began removing shoring and backfilling borepits at the Waterway and began testing the fiber optic conduit. Approximately 13,763 feet of 30-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 46)

Segment W3A - Contractor continued trenchless and open-cut installation of 24-inch and 20-inch PVC pipe along Grogans Mill from South Millbend to South Park Drive. Contractor installed both outside and inside lanes of concrete pavement between South Millbend to Sawmill Road and installed the outside lane from Sawmill Road to Blue Fox. Contractor restored normal traffic flow prior to the start of the new school year. Approximately 6,984 feet of 24-inch and 20-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 48).

Segment W3B - Contractor continued trenchless installation of 18-inch, 16-inch, and 12-inch PVC pipe along Montgomery County Drainage District No. 6 right-of-way and Kinder Morgan easement. Contractor completed tunnel crossing under I-45 and began the tunnel crossing under Hanna Road. Approximately 9,455 feet of 18-inch, 16-inch, and 12-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 50)

2.0 PROJECT ACTIVITIES (CONTINUED)

Segment W4 - Contractor completed installing valves and related appurtenances and began preliminary hydrostatic testing. Contractor continued testing fiber optic conduit and site restoration along Gosling Road and Shadowbend. Approximately 13,038 feet of 24-inch and 20-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 53)

Segment C1A - Contractor began installing valves, appurtenances, and site grading along GRP Access Road. 100% of pipe installation totaling 10,272 feet of 42-inch bar wrapped concrete mortar pipe was completed in August. (See Exhibit 11, Page 54)

Segment C1B - Contractor completed the Substantial Completion Punch List items. Contractor received Certificate of Final Completion on July 9th. 100% pipe installation totaling 2,455 feet of 16-inch PVC pipe was completed in February. (See Exhibit 11, Page 55)

Segment C2 - Contractor continued installation of 36-inch bar wrapped concrete mortar pipe valves and appurtenances along Entergy easement and continued trenchless installation across League Line Road. Approximately 18, 250 feet of 36-inch bar wrapped concrete mortar pipe, 30-inch concrete coated steel pipe, and 16-inch and 12-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 56)

Segment C3 - Contractor continued open-cut installation of 20-inch PVC pipe on Girl Scouts property and adjacent to UPRR property. Fiber optic conduit installation began along Pollock Drive, Tom Stinson Drive, and FM 3083. Contractor began installing valves and appurtenances. Approximately 21,004 feet of 20-inch and 16-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 58)

Segment C4 - Contractor continued open-cut installation of 24-inch PVC pipe along FM 830 and completed I-45 tunnel crossing. Contractor began tunnel crossing at Steward Creek. Approximately 8,577 feet of 24-inch and 20-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 60)

Standpipe - Contractor continued installing the Standpipe tank panels and related appurtenances. Standpipe construction is approximately 50% complete. (See Exhibit 12, Page 66)

Fiber Optic Communications System - Contractor continued submittal process, ordering fiber optic cable and coordination efforts, and receiving fiber optic cable (See Exhibit 13, Page 68).

Aluminum Chlorohydrate storage tanks at the Chemical Storage Facility

Intake suction header installation at the High Service Pump Station

SURFACE WATER RECEIVING FACILITIES

Surface Water Receiving Facilities–North - Contractor continued pulling wiring and terminating equipment, began site restoration at various receiving facilities, and completed storm sewer installation at Conroe Water Plant No. 14. Field acceptance testing for equipment began at Conroe Water Plant Nos. 6, 15, 20, 21, and 22 (See Exhibit 11, Page 62)

Surface Water Receiving Facilities—South - Contractor completed installation of underground mechanical, electrical, plumbing (MEP) and flow control pressure station (FCPS) slab at SJRA Water Plant No. 1. Contractor completed FCPS slab and building at SJRA Water Plant No. 2 and Southern Montgomery County MUD No. 2. Surface Water piping was completed at Southern Montgomery County MUD No. 3. (See Exhibit 11, Page 64)

2.5 SURFACE WATER FACILITY CONSTRUCTION PROGRESS AND PROJECT DATA

Raw Water Intake - The contractor continued lining and welding joints for the two 48-inch raw water discharge pipes along the bridge and installation of the metal roofing. Contractor continued manufacturer field testing of electrical gear and continued installation of supports and conduit for power, lighting, and instruments in the pump and mechanical rooms.

Surface Water Treatment Plant - Construction activities continue at the Operations, Chemical, Power Supply, Generator, Pretreatment, Membrane, Backwash Equalization, Process Water Recovery Basin, Belt Filter Press Building, Blower Building, and GAC facilities. Electrical power, data, and lighting conduit installation continues at the structures. Coatings, roofing, and masonry activities are still occurring on the site this month. Testing and commissioning the electrical and mechanical equipment continues at various facilities. Process piping and valve installation continues at the GAC. Membrane pumps, process piping, and HVAC continues at the Membrane Building. Mechanical, plumbing, masonry, and roofing continue, dry wall is complete and painting has begun at the Operations Building.

High Service Pump Station - Contractor continues installation of suction and discharge piping, supports and ball valves. Continued installation of electrical conduit and cable support, electrical equipment, HVAC, plumbing, coatings and cathodic protection.

Ground Storage Tanks - Contractor placed concrete for pipe support foundation and pedestals at the Ground Storage Tanks this month.

Site Work - Large diameter yard piping, potable water piping, sanitary sewer, manholes, junction boxes, and drain line installation continue to progress. Electrical duct bank testing has begun. Contractor began the installation of the 60-inch raw water pipe along the back side of the dam.

The chart below represents Surface Water Facilities progress through the month of August.

Name of Project	Contracted Amount	Invoiced To Date	% Complete Based on Invoice
Surface Water	$190,704,740	$138,723,598.00	73%

3.0 PROCUREMENT

3.1 SOLICITATIONS

No advertisements for solicitations occurred this month.

3.2 CONTRACTS/AGREEMENTS/WORK ORDER APPROVALS

No contracts, agreements, or work orders were presented this month.

3.3 PROCESS AND PROCEDURES

The GRP Program will utilize traditional procurement methods for consultant services and alternative project delivery methods in the procurement of contractor services, if those services are required.

3.4 LOOK AHEAD

The following list provides a very general look ahead at known and anticipated GRP Program professional services and construction contractor solicitations, contract awards, agreements, and/or contract/ work order amendments. Solicitations may be combined, modified, or canceled, or time frames may be modified as deemed necessary.

- Supplemental Agreement to GRP Contract with Southern Montgomery County MUD
- Reallocation of previously approved funds for legal and appraisal support for land/easement acquisition for Segment W3C
- Supplemental Agreement to GRP Contract with City of Conroe
- Work Order No. 2 for establishment of monumentation for fault monitoring
- Professional Services Agreement and Work Order No. 1 for the analysis of geological monitoring data
- Professional Services and Work Order No. 1 for Design of Fiber Optic Network Communications System along Segment W3C
- Work Order No. 5 for waterline final design services for Segment W3C
- Work Order No. 2 for cathodic protection final design services for Segment W3C
- Work Order No. 16 for Final Transient Analysis

Center column of the sludge thickener at the Surface Water Facility

4.0 Cost Report and Financial Considerations

4.1 GRP PROGRAM AND GRP PROJECT CIP BUDGET(S)

Through this month the GRP Program remains under its construction cost estimate of $500,000,000, and forecasts continue to indicate it will be completed under budget (see also subsection 4.6 and ***Exhibit 2***). A summary of the GRP Program's CIP budget and cost considerations as reported to the GRP Review Committee and the SJRA Board of Directors is provided as attached ***Exhibit 2.***

A summary of the SJRA GRP Division's Fiscal Year 2014 operating budget (revenue and expenditures) for the month of August will be provided in the September Monthly Progress Report as ***Exhibit 8***. The budget includes all normal and customary expenses for operating a utility-based, non-profit business, including debt service, and is developed annually for approval by the SJRA Board of Directors.

The SJRA Board of Directors has authorized bond funding for the GRP Program in the amount of $552,250,358.49 (Net $479,743,492.79); see also ***Exhibit 4***). This funding allows the SJRA to secure all of the resources required to perform professional services, construction services, and procure long lead time equipment during the design phase of the GRP Program.

4.2 FINANCIAL REPORTS

Exhibit 5 illustrates the funding sources presently applied towards the GRP Program CIP budget.

1.) TWDB Water Infrastructure Fund (WIF)

2.) The sale of open market Special Project Revenue Bonds, Series 2011

3.) TWDB Dfund, Series 2011A

4.) TWDB Dfund, Series 2012

5.) TWDB Dfund, Series 2012A

6.) TWDB Dfund, Series 2013

7.) Operating Cash

Contracted commitments are summarized in Table 4.1 for the month of August. The GRP Program's funding and forecasted expenditures are further detailed in attached ***Exhibits 2, 3 and 4.***

Please note that financial reports do not include investment income.

4.3 INVOICES/APPLICATIONS FOR PAYMENT

The table below represents the GRP Program Consultant Invoices and/or Construction Contractor Applications for Payment paid through the end of the report month (Item F).

Table 4.1 - GRP Program Funding and Contracted Commitments Summary

	Previous 6/30/2014	July 2014 Activity	Year to Date (Thru 7/31/14)
A. Approved Funding	552,633,856.78	3,881.29	552,637,738.07
B. Available Funding After Costs	480,129,520.16	3,881.29	480,133,401.45
C. Approved Contracts			
Phase I	465,061,173.38	3,881.29	465,065,054.67
Extensions	772,269.00	0	772,269.00
D. Project Close Out			
Phase I	(870,943.89)	(178,081.51)	(1,049,025.40)
Extensions	0	0	0
E. Uncontracted Funding	15,167,021.67	178,081.51	15,345,103.18
F. Invoices Paid *			
Phase I	292,784,043.80	15,814,228.07	308,598,271.87
Extensions	72,907.31	48,773.56	121,680.87
G. Remaining Funds *	187,272,569.05	(15,859,120.34)	171,413,448.71

*Invoices Paid -Figures reflect actual funds paid out as of period end dates noted.
*Remaining Funds-Excludes net investment income

4.0 Cost Report and Financial Considerations (Continued)

4.4 CONTRACT AMENDMENTS AND CHANGE ORDERS

Each of the GRP Program contracts, agreements and work orders listed in Section 3.2 were presented at the GRP Review Committee and the SJRA Board of Directors meetings this month. The following items were authorized by the SJRA Board of Directors for execution by the SJRA General Manager.

- No contract amendments or change orders were presented to the SJRA Board of Directors this month

4.5 CLAIMS

If and when claims are received, they will be addressed by the GRP Program Team.

4.6 CIP CASH FLOW

The GRP Program CIP cash flow through calendar year 2015 reflects known expenditures through this month as seen in Table 4.1. Estimates for future expenditures are included in ***Exhibit 2*****.** All active and currently identified future GRP Program projects and initiatives are included in the cash flow. A graph of forecasted monthly expenditures from the referenced cash flow is attached as ***Exhibit 3***.

4.7 CIP BUDGET ESTIMATES AT COMPLETION

4.7.1 GRP Program

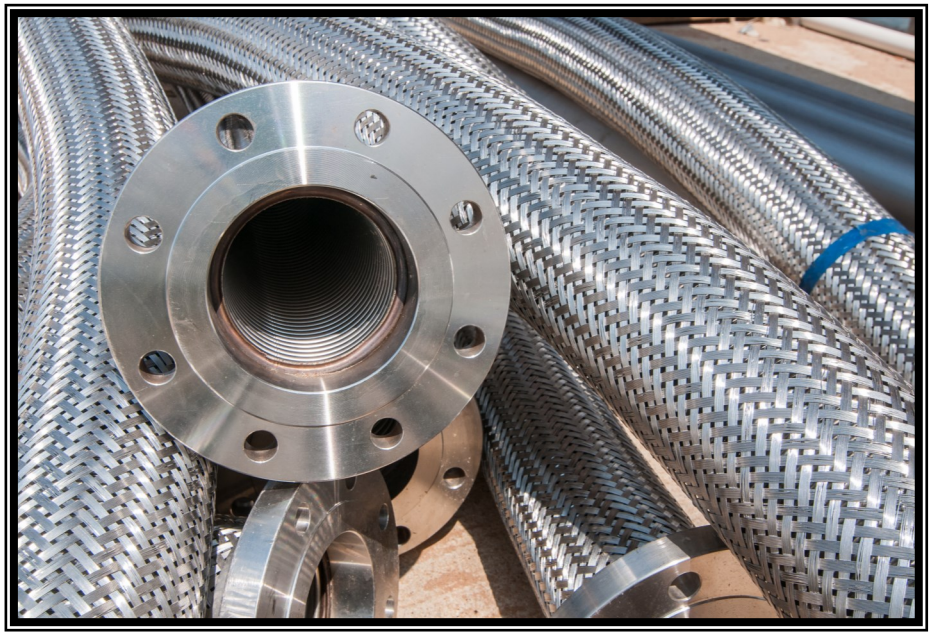
The **total gross funds** (including capitalized interest) required to execute Phase I of the GRP Program are currently estimated at $564,335,358.49. Additionally, all current GRP Program contracts, including their respective SJRA Board of Director's approved budgeted amounts are listed in ***Exhibit 6***.

4.7.2 GRP Projects

The GRP Program projects remained within their approved contract budgets this month. ***Exhibit 6*** indicates each active GRP Program project and GRP Program contract.

4.8 LAND ACQUISITION

The GRP Program Team, with the support of its various land acquisition consultants, are in the final stages of acquiring land and easements necessary for the surface water transmission system. A total of fourteen easements involving two property owners still remain to be finalized. Negotiations to acquire the remaining easements are at or near final stages of completion. A cumulative summary of easement acquisition activity is provided in ***Exhibit 7***.



Flexible pipe section for connecting ridged pipe to the pump screens at the Raw Water Intake Facility

5.0 Quality Assurance

5.1 FINAL DESIGN

Final design is complete for Surface Water Treatment Plant, Transmission Lines, Standpipe, Fiber Optic Communications Network, and Water Receiving Facilities. Design of permanent access road is underway and the site landscaping will occur in the future.

5.2 PRE-CONSTRUCTION

There were no pre-construction meetings held this month.

5.3 CONSTRUCTION

Quality Assurance efforts by SJRA construction inspectors, as well as the CA&I consultant continued this month on the SWF project. Virtually every building on the SWF project site is progressing timely toward meeting the established SWF substantial completion date. Quality Assurance efforts include regular visits to the project site to monitor and document observed progress. Similar Quality Assurance efforts by SJRA construction inspectors and the CM&I consultant continued this month on the transmission lines.

Left: Raw Water Intake on Lake Conroe
Above: Discharge pipe extending below dam access road and Vertical turbine raw water pump at Raw Water Intake

6.0 EXHIBITS

Exhibit 1—GRP Program Schedule

Exhibit 2—GRP Program Estimate-At-Completion

Exhibit 3—GRP Program Monthly Forecasted Expenditures

Exhibit 4—GRP Program Fund Data

Exhibit 5—Monthly GRP Program Funding Report

Exhibit 6—GRP Program Current Authorizations

Exhibit 7—Land Acquisition Summary

Exhibit 8—GRP Schedule of Revenues & Expenses—Actual & Budget

Exhibit 9—GRP Program Monthly Meeting Log

Exhibit 10—Surface Water Facilities (SWF) Construction Photos

Exhibit 11—Transmission Line System Construction Photos

Exhibit 12—Surface Water Standpipe Construction Photos

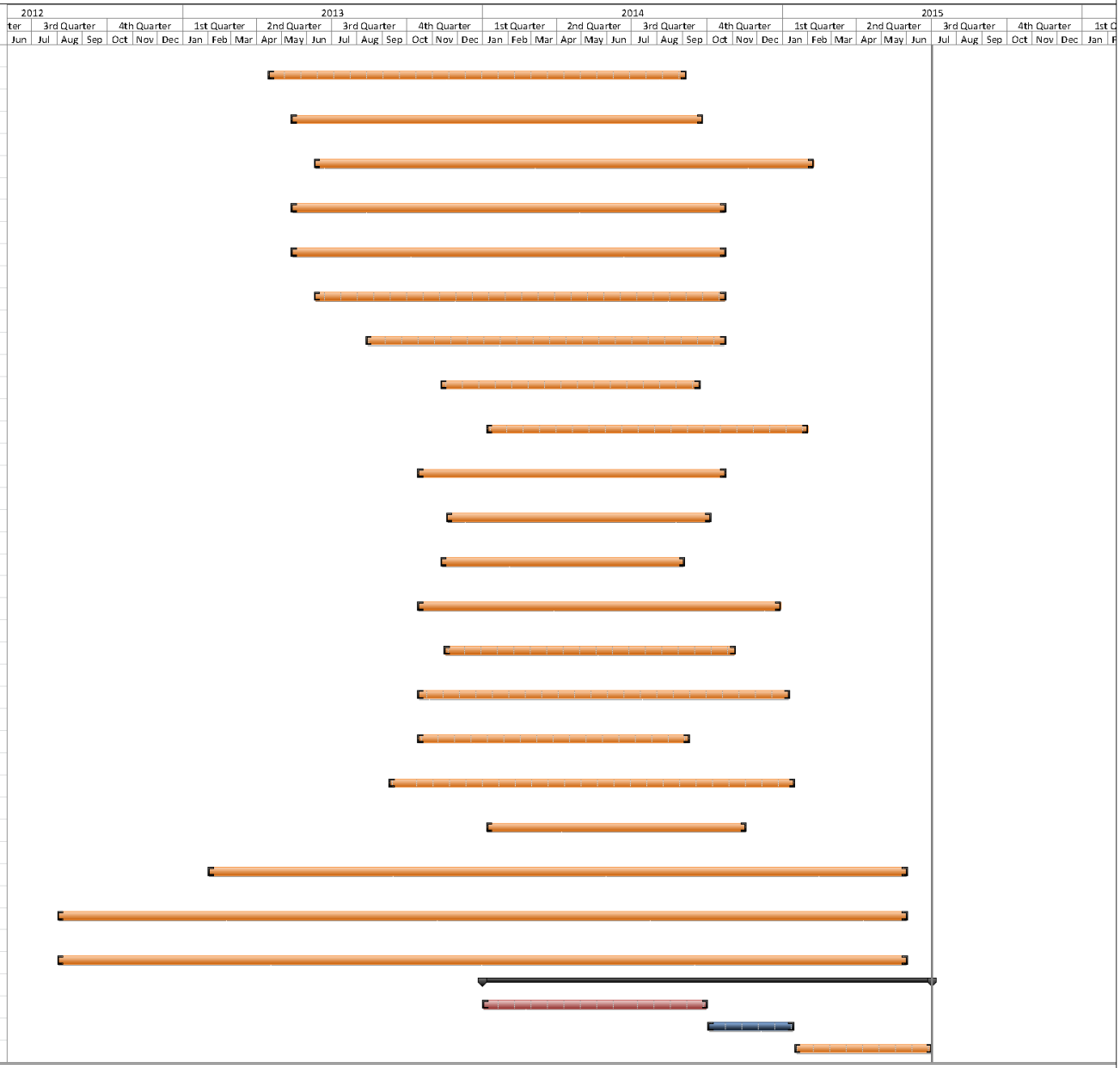
Exhibit 13—Fiber Optic Network Communication System

Left: Air relief and closure valve located in the Pump Room at the Membrane Building

Above: A view into the Membrane Room

Exhibit 1 - GRP Program Schedule

ID	Task Name
1	Transmission Segment T1
2	Construction
3	Transmission Segment T2
4	Construction
5	Transmission Segment T3
6	Construction
7	Transmission Segment W1A
8	Construction
9	Transmission Segment W1B
10	Construction
11	Transmission Segment W2A
12	Construction
13	Transmission Segment W2B
14	Construction
15	Transmission Segment W3A
16	Construction
17	Transmission Segment W3B
18	Construction
19	Transmission Segment W4
20	Construction
21	Transmission Segment C1-A
22	Construction
23	Transmission Segment C1-B
24	Construction Complete
25	Transmission Segment C2
26	Construction
27	Transmission Segment C3
28	Construction
29	Transmission Segment C4
30	Construction
31	Receiving Facilities North Package
32	Construction
33	Receiving Facilities South Package
34	Construction
35	Transmission System Standpipe
36	Construction
37	Water Treatment Plant
38	Construction
39	High Service Pump Station
40	Construction
41	Raw Water Intake & Pump Station
42	Construction
43	**Water Treatment Facilities Permanent Access Road**
44	Design
45	Procurement
46	Construction



Page 1

Exhibit 2
GRP Program Estimate-At-Completion As of August 31, 2014

SERVICES	ESTIMATE-AT-COMPLETION
Pre-Engineering Phase Services	**$ 4,702,612**
(GRP Development, Environmental Studies, Pilot Plant, Surface Water Treatment Plant Site Survey)	
Engineering Phase Services	**$ 43,533,894**
(Planning, Preliminary Engineering, Final Engineering, Geotechnical, Survey, Metes & Bounds, Subsurface Utility Investigation, Environmental)	
Construction Phase Services	**$ 28,824,257**
(Engineering Services During Construction, Construction Management & Inspection [Transmission System], Construction Administration & Inspection [SWF], Material Testing)	
Construction	**$ 388,829,734**
(Surface Water Transmission System, Raw Water Intake and Pump Station, Surface Water Treatment Plant, High Service Pump Station and Ground Storage Tanks, Surface Water Receiving Facilities, Infrastructure, Buildings, Roadways, Site Security, Access Roadways)	
Transmission Segment C1 - Construction	$ 4,382,077
Transmission Segment C2 - Construction	$ 9,114,837
Transmission Segment C3 - Construction	$ 5,220,931
Transmission Segment C4 - Construction	$ 5,371,167
Transmission Segment T1 - Construction	$ 14,884,986
Transmission Segment T2 - Construction	$ 13,575,718
Transmission Segment T3 - Construction	$ 11,393,194
Transmission Segment W1 - Construction	$ 15,435,545
Transmission Segment W2 - Construction	$ 33,101,858
Transmission Segment W3 - Construction	$ 16,804,928
Transmission Segment W4 - Construction	$ 3,656,604
Transmission System Standpipe	$ 2,471,884
Receiving Facilities - Construction	$ 16,397,714
Surface Water Facilities CMAR (GMP)	$ 190,704,740
Transmission System Fiber Optic - Construction	$ 3,029,704
Permanent Access Roadway Construction	$ 7,505,000
Building No. 1; Access Road; Vegetative Buffer; Construction Materials Testing; SWF Site Vegetation Management; Sanitary Sewer/Access Rd. Relocation	$ 4,399,773
Other Offsite Construction (Transmission Line Utility Relocations, Receiving Facility Improvements)	$ 25,035,018
Non-Project Specific Contingency	$ 6,344,057
Program Management	**$ 10,932,454**
(GRP Program Management, Survey, Geotechnical, Transient, Corrosion, Legal Consultants)	
Land Acquisition	**$ 13,679,644**
(Legal, Appraisal, Title Research, Land Acquistion Consultants) [1]	
Total [2]:	**$ 490,502,595**

[1] Includes revisions to land acquisition cost estimates, land cost, and recategorizing of contingency.

[2] Bond issuance costs are not included.

Exhibit 3

GRP Program Monthly Forecasted Expenditures As of August 31, 2014

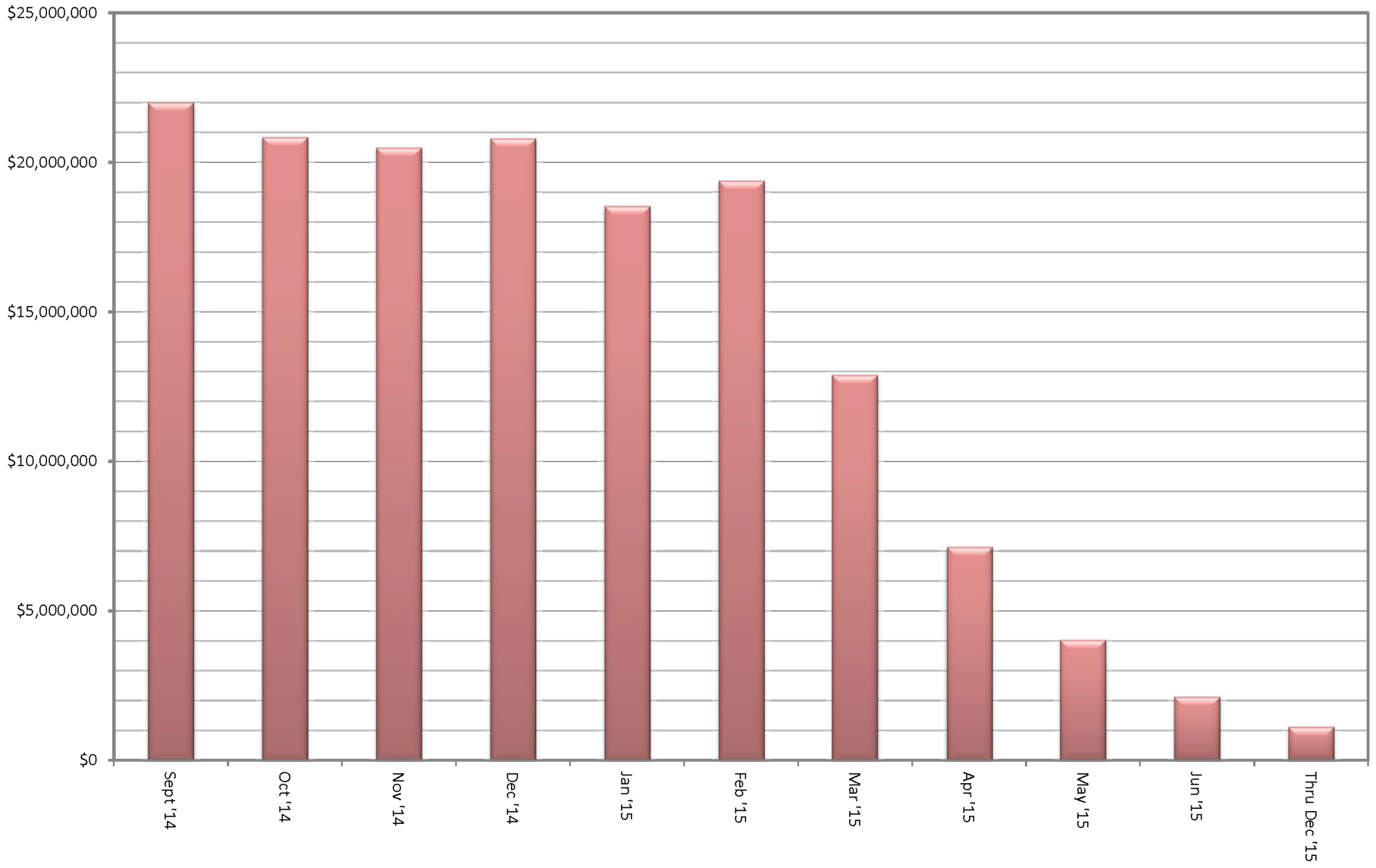


Exhibit 4

GRP Program Fund Data As of August 31, 2014

Funding Source	Amount Authorized by Board To-Date	Interest Rate	Bond Costs	Capitalized Interest	Debt Service Reserve Fund	Net Amount Currently Available	Pending Funding Source
TWDB WIF Bond Issue	$ 21,500,000.00	.854% - 2.706%	$ 470,337.08	$ -	$ -	$ 21,029,662.92	
Open Market Bond Issue (Series 2011)	$ 83,430,358.49	3% - 5.25%	$ 2,049,764.39	$ 7,858,241.52	$ -	$ 73,522,352.58	
TWDB DFund Series 2011A	$ 67,470,000.00	1.22% - 4.97%	$ 751,195.33	$ 5,166,233.00	$ 3,859,151.00	$ 57,693,420.67	
TWDB DFund Series 2012	$ 175,000,000.00	1.17% - 4.62%	$ 971,769.13	$ 12,869,175.00	$ -	$ 161,159,055.87	
TWDB DFund Series 2012A	$ 165,000,000.00	1.26% - 4.62%	$ 952,269.99	$ 14,139,669.00	$ 16,500,000.00	$ 133,408,061.01	
TWDB Dfund Series 2013	$ 39,850,000.00	4.50%	$ 631,279.08	$ 3,214,292.00	$ 3,073,489.18	$ 32,930,939.74	
Subtotal Approved Amounts	***$ 552,250,358.49***		***$ 5,826,615.00***	***$ 43,247,610.52***	***$ 23,432,640.18***	***$ 479,743,492.79***	
Future Series 2015 (Est.)	$ 12,085,000.00	4.54%	$ 321,200.00	$ 1,004,698.00	$ -	$ -	$ 10,759,102.00
Subtotal Future Amounts	**$ 12,085,000.00**		**$ 321,200.00**	**$ 1,004,698.00**	**$ -**	**$ -**	**$ 10,759,102.00**
Totals	**$ 564,335,358.49**		**$ 6,147,815.00**	**$ 44,252,308.52**	**$ 23,432,640.18**	**$ 479,743,492.79**	**$ 10,759,102.00**

Notes:

1. These values do not include investment income.
2. Green items are estimates only.
3. Series 2011 bond costs include $681,132.45 for bond insurance and $459,709.50 for underwriter's discount.

Exhibit 5

Monthly GRP Program Funding Report

Fiscal Year 2014

Through August 31, 2014

	TWDB WIF Bond Issue	Open Market Bond Issue (Series 2011)	TWDB Dfund (Series 2011A)	TWDB Dfund (Series 2012)	TWDB Dfund (Series 2012A)	TWDB Dfund (Series 2013)	Operating (Cash)	Contributions from MUDs	Totals
A. Program Budget									
Bond Issue Amount	$ 21,500,000.00	$ 83,430,358.49	$ 67,470,000.00	$ 175,000,000.00	$ 165,000,000.00	$ 39,850,000.00			$ 552,250,358.49
Operating Funds Commitment							$ 93,379.58		$ 93,379.58
Contributions from MUDs								$ 294,000.00	$ 294,000.00
Total Investment	**$ 21,500,000.00**	**$ 83,430,358.49**	**$ 67,470,000.00**	**$ 175,000,000.00**	**$ 165,000,000.00**	**$ 39,850,000.00**	**$ 93,379.58**	**$ 294,000.00**	**$ 552,637,738.07**
B. Contracted Costs									
Phase I									
Contracts Completed	$ 18,348,030.84	$ 20,975,701.01	$ 8,415,051.58	$ -	$ 1,155,745.60	$ 3,721,564.70	$ 14,407.80	$ -	$ 52,630,501.53
Current Contract Values	$ 2,663,111.00	$ 39,342,139.41	$ 47,628,653.58	$ 161,159,055.87	$ 126,190,501.51	$ 27,824,525.48	$ 78,971.78	$ -	$ 404,886,958.63
Change Orders	$ -	$ 4,632,181.12	$ 970,627.80	$ -	$ 2,110,042.14	$ -	$ -	$ -	$ 7,712,851.06
Project Close Out	$ (348,037.50)	$ (870,739.84)	$ (172,677.43)	$ -	$ (64,626.72)	$ (25.15)	$ -	$ -	$ (1,456,106.64)
Phase I Total:	**$ 20,663,104.34**	**$ 64,079,281.70**	**$ 56,841,655.53**	**$ 161,159,055.87**	**$ 129,391,662.53**	**$ 31,546,065.03**	**$ 93,379.58**	**$ -**	**$ 463,774,204.58**
Extensions									
Contracts Completed	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Current Contract Values	$ -	$ 772,269.00	$ -	$ -	$ -	$ -	$ -	$ -	$ 772,269.00
Change Orders	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Project Close Out	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Extensions Total:	**$ -**	**$ 772,269.00**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 772,269.00**
C. Expenditures									
Phase I									
Paid Previous Fiscal Years	$ 20,445,604.55	$ 41,810,521.31	$ 13,516,375.89	$ 35,745,194.60	$ 2,741,339.59	$ -	$ -	$ -	$ 114,259,035.94
Paid Current Fiscal Year	$ 153,812.07	$ 7,807,726.72	$ 27,079,453.99	$ 73,628,846.09	$ 88,680,745.45	$ 12,922,461.97	$ 84,942.42	$ -	$ 210,357,988.71
Phase I Total:	**$ 20,599,416.62**	**$ 49,618,248.03**	**$ 40,595,829.88**	**$ 109,374,040.69**	**$ 91,422,085.04**	**$ 12,922,461.97**	**$ 84,942.42**	**$ -**	**$ 324,617,024.65**
Extensions									
Paid Previous Fiscal Years	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Paid Current Fiscal Year	$ -	$ 172,033.34	$ -	$ -	$ -	$ -	$ -	$ -	$ 172,033.34
Extensions Total:	**$ -**	**$ 172,033.34**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 172,033.34**
Issuance Costs	$ 470,337.08	$ 2,049,764.39	$ 751,195.33	$ 971,769.13	$ 952,269.99	$ 628,750.00	$ -	$ -	$ 5,824,085.92
Debt Service Reserve Fund	$ -	$ -	$ 3,859,151.00	$ -	$ 16,500,000.00	$ 3,073,489.18	$ -	$ -	$ 23,432,640.18
Capitalized Interest	$ -	$ 7,858,241.52	$ 5,166,233.00	$ 12,869,175.00	$ 14,139,669.00	$ 3,214,292.00	$ -	$ -	$ 43,247,610.52
D. Remaining									
Uncontracted Funds	$ 366,558.58	$ 8,670,801.88	$ 851,765.14	$ (0.00)	$ 4,016,398.48	$ 1,387,403.79	$ -	$ 294,000.00	$ 15,586,927.87
Funding Balance *	$ 430,246.30	$ 23,732,071.21	$ 17,097,590.79	$ 51,785,015.18	$ 41,985,975.97	$ 20,011,006.85	$ 8,437.16	$ 294,000.00	$ 155,344,343.46

*Excluding net investment income

Exhibit 6

GRP Program Current Authorizations As of August 31, 2014

Surface Water Transmission System - Consultant Services

Project	Firm	Amount Authorized by Board
T1	Jones & Carter	$ 2,166,221.02
T2	Klotz Associates	$ 1,822,718.66
T3	Espey	$ 1,892,282.82
W1	LAN	$ 2,729,523.15
W2	Binkley & Barfield	$ 3,250,234.89
W3	Cobb Fendley	$ 3,923,518.50
W4	LJA	$ 1,350,459.39
C1	Dannenbaum	$ 959,193.01
C2	Schaumburg & Polk	$ 2,211,922.28
C3	Kimley Horn	$ 1,248,690.98
C4	RG Miller	$ 597,788.37
Fiber Optic	EMA	$ 832,533.04
WRFs	Malcom Pirnie/Arcadis	$ 2,680,366.57
CM&I	Kellog Brown & Root	$ 8,657,135.48
Subtotal - Surface Water Transmission System		**$ 34,322,588.16**

Surface Water Facilities - Consultant Services

Project	Firm	Amount Authorized by Board
WTP	HDR Engineering	$ 18,775,677.92
HSPS	AECOM	$ 4,712,513.39
StandPipe	AECOM	$ 192,235.38
RWI&PS	Freese & Nichols	$ 3,929,369.64
CA&I	CDMSmith	$ 5,348,633.00
Subtotal - Surface Water Facilities		**$ 32,958,429.33**

Program Consultant Services & Other Projects

Project	Firm	Amount Authorized by Board
Program Management	Brown & Gay	$ 10,695,226.55
Program Survey	Landtech	$ 514,524.00
Program Geotechnical	Raba Kistner	$ 145,260.00
Prog Transient Analyses	AECOM	$ 4,904,748.77
Access Rd/Misc Service	ACES	$ 857,366.25
SWF Surveying	S&V Surveying	$ 66,875.00
Land Acq	KDM	$ 431,592.70
Land Acq	PAS	$ 1,413,334.88
Program Environmental	Halff Associates	$ 1,063,698.87
Program Fiber Optics	EMA	$ 832,533.04
Program Corrosion	V&A Consulting Engineers	$ 866,676.00
Program Legal Services & Projects	Multiple	$ 5,700,577.48
Subtotal - Program Consultant Services & Other Projects		**$ 27,492,413.54**

Surface Water Transmission System Extensions - Consultant Services

Project	Firm	Amount Authorized by Board
MUD99/115	IDS Engineering Group	$ 293,710.00
MUD99/115	Andrews & Kurth - x	$ 100,000.00
MUD99/115	PAS - x	$ 200,000.00
MUD99/115	Arcadis - x	$ 36,843.00
MUD99/115	V&A Consulting Engineers - x	$ 20,500.00
MUD99/115	Brown & Gay - x	$ 121,216.00
Subtotal - Surface Water Transmission System Extensions		**$ 772,269.00**

Exhibit 6 (con't)

GRP Program Current Authorizations As of August 31, 2014

Active or Completed Construction Contracts

Project	Firm	Amount Authorized by Board
GRP Bldg No. 1	Brookstone	$ 2,008,673.00
Bldg No. 1/Aqua Tx CMT	Aviles Engineering	$ 123,814.55
Landscape Buffer	Key-Scape Landscape	$ 53,090.00
Temp Access Road	Lindsey Construction	$ 977,583.60
Access Road CMT	Terracon Consultants	$ 10,359.70
Access Road Overlay and Detention	AAA Asphalt	$ 412,284.59
Access Road Landscape	TreeScapes	$ 34,165.00
Aqua Texas Sewer	Randy Roan Construction	$ 547,341.17
Bldg No. 1 Fiber Line	Preferred Technologies	$ 231,157.56
Surface Water Plant (CMAR)	McCarthy	$ 190,704,740.00
SWF CMT	Geotest	$ 1,976,659.00
Transmission Sytem Utility Relocations	Various	$ 2,062,614.14
Transmission System CMT (T3, W1, W2, W3, W4)	Aviles	$ 1,601,330.00
Transmission System CMT (T1, T2, C1, C2, C3, C4)	Terracon	$ 1,006,711.25
Transmission Segment T1	S.J. Louis Construction of Texas Ltd	$ 14,521,937.14
Transmission Segment T2	Texas Sterling Construction Company	$ 13,475,718.33
Transmission Segment T3	S.J. Louis Construction of Texas Ltd	$ 11,393,193.97
Transmission Segment C1A	Garney Companies, Inc.	$ 3,837,683.40
Transmission Segment C1B	E.P. Brady, LTD.	$ 544,393.60
Transmission Segment C2	Garney Companies, Inc.	$ 9,014,837.00
Transmission Segment C3	E.P. Brady, LTD.	$ 4,972,314.80
Transmission Segment C4	BRH-Garver Construction, L.P.	$ 5,115,396.90
Transmission Segment W1A	Huff & Mitchell, Inc.	$ 8,222,000.50
Transmission Segment W1B	Texas Sterling Construction Company	$ 7,213,544.50
Transmission Segment W2A	Texas Sterling Construction Company	$ 16,340,258.02
Transmission Segment W2B	Texas Sterling Construction Company	$ 16,161,600.00
Transmission Segment W3A	Huff & Mitchell, Inc.	$ 7,880,207.50
Transmission Segment W3B	Garney Companies, Inc.	$ 8,124,485.50
Transmission Segment W4	Huff & Mitchell, Inc.	$ 3,656,604.23
Receiving Facilities South	CSA	$ 7,127,383.00
Receiving Facilities North	Archer Western	$ 6,160,184.55
Transmission SCADA - Fiber Optic Construction	Fisk Electric Company	$ 2,885,432.35
Miscellaneous	Other Construction Contracts, Permits, Fees, etc.	$ 233,666.23
Subtotal - Construction Contracts		**$ 348,631,365.08**

Totals

	Amount Authorized by Board
Surface Water Transmission System - Consultant Services	$ 34,322,588.16
Surface Water Facilities - Consultant Services	$ 32,958,429.33
Program Consultant Services & Other Projects	$ 27,492,413.54
Surface Water Transmission System Extensions - Consultant Services	$ 772,269.00
Active or Completed Construction Contracts	$ 348,631,365.08
Total	**$ 444,177,065.11**

Exhibit 7

GRP Program Land Acquisition Summary As of August 31, 2014

Project	Anticipated Number of Easements to Acquire	Easements Acquired This Month	Total Easements Acquired and Filed	Total Easements Remaining to be Finalized [1]
Transmission System Segment T1	59	0	59	0
Transmission System Segment T2	0	0	0	0
Transmission System Segment T3	18	0	18	0
Transmission System Segment C1	19	0	19	0
Transmission System Segment C2	80	0	80	0
Transmission System Segment C3	34	0	21	13
Transmission System Segment C4	4	0	4	0
Transmission System Segment W1	32	0	32	0
Transmission System Segment W2	10	0	10	0
Transmission System Segment W3	177	0	176	1
Transmission System Segment W4	9	0	9	0
Totals:	442	0	428	14

[1] Note: Includes final cleanup of title on other legal issues, while right of entry may have been required

Exhibit 8

San Jacinto River Authority

Groundwater Reduction Plan

Schedule of Revenues & Expenses—Actual and Budget

For the Eleven Months Ending August 31, 2014

Due to the end of the Fiscal Year and its processes, Exhibit 8 will not be provided in this report, however next month's report will include both August and September activities.

Exhibit 9

GRP Program Monthly Meeting Log For August 2014

Meeting	Subject of Meeting	Location	Date	Participants
Construction Update	GRP Update	Baptist Church on Grogan's Mill	8/6/2014	SJRA Staff and General Public
MUD 89 Presentation	GRP Update	Spring Creek Nature Center	8/7/2014	SJRA Staff and General Public
Traffic Control with CISD and Precinct 3	Traffic Control	G&A Building	8/20/2014	SJRA Staff, Consultant Team, CISD, and Precinct 3
Construction Communication Team Meeting	GRP Update	The Woodlands Training Room	8/21/2014	SJRA Staff, Consultant Team, and General Public
GRP Review Committee Meeting	Board Agenda Items	G&A Building	8/25/2014	GRP Review Committee, SJRA Staff, and General Public
Fault Monitoring	Fault Line	G&A Building	8/27/2014	SJRA Staff and Consultant Team
SJRA Board of Directors Meeting	Board Agenda Items	G&A Building	8/28/2014	SJRA Board of Directors, SJRA Staff, and General Public
CMAR Coordination Meeting	CMAR	GRP Building	Weekly	SJRA Staff, GRP Program Team, and Consultant Team
Construction Administration and Inspection Meetings	Construction	GRP Building	Weekly	SJRA Staff, GRP Program Team, and CA&I Team

Exhibit 9 (con't)

GRP Program Monthly Meeting Log For August 2014

Meeting	Subject of Meeting	Location	Date	Participants
Water Receiving Facilities-South Progress Meeting	WRF-S	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team and Consultant Team
Water Receiving Facilities-North Progress Meeting	WRF-N	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team and Consultant Team
Segments W1A, W1B, W2A, W2B, W3A, W3B, and W4 Progress Meetings	Segments W1A, W1B, W2A, W2B, W3A, W3B, and W4	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team, and Consultant Team
Segments T1 and T2 Progress Meetings	Segments T1 and T2	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team, and Consultant Team
Segment T3 Bi-Weekly Progress Meeting	Segment T3	GRP Building	Bi-Weekly	Contractor, SJRA Staff, GRP Program Team, and Consultant Team
Segments C1A, C1B, C2, C3 and C4 Monthly Status Meetings	Segments C1A,C1B, C2, C3 and C4	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team, and Consultant Team
Standpipe Progress Meeting	Standpipe	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team, and Consultant
FONCS Monthly Progress Meetings	FONCS	GRP Building	Monthly	Contractor, SJRA Staff, GRP Program Team, and Consultant
Surface Water Facility Progress Meeting	Surface Water Facilities	GRP Building	Bi-Monthly	SJRA Staff, CMAR, CA&I, and Consultant Team

Surface Water Facilities Construction Photos

EXHIBIT 10 SWF Construction Photos

EXHIBIT 10 (con't) SWF Construction Photos

❶ ***Pressure reducing valve assemblies in the Raw Water Intake and Pump Station***

EXHIBIT 10 (con't) SWF Construction Photos

❷ ***Leak testing procedure at the Pretreatment Facility***

EXHIBIT 10 (con't) SWF Construction Photos

❸ ***Supply header and strainer installation at the Membrane Building***

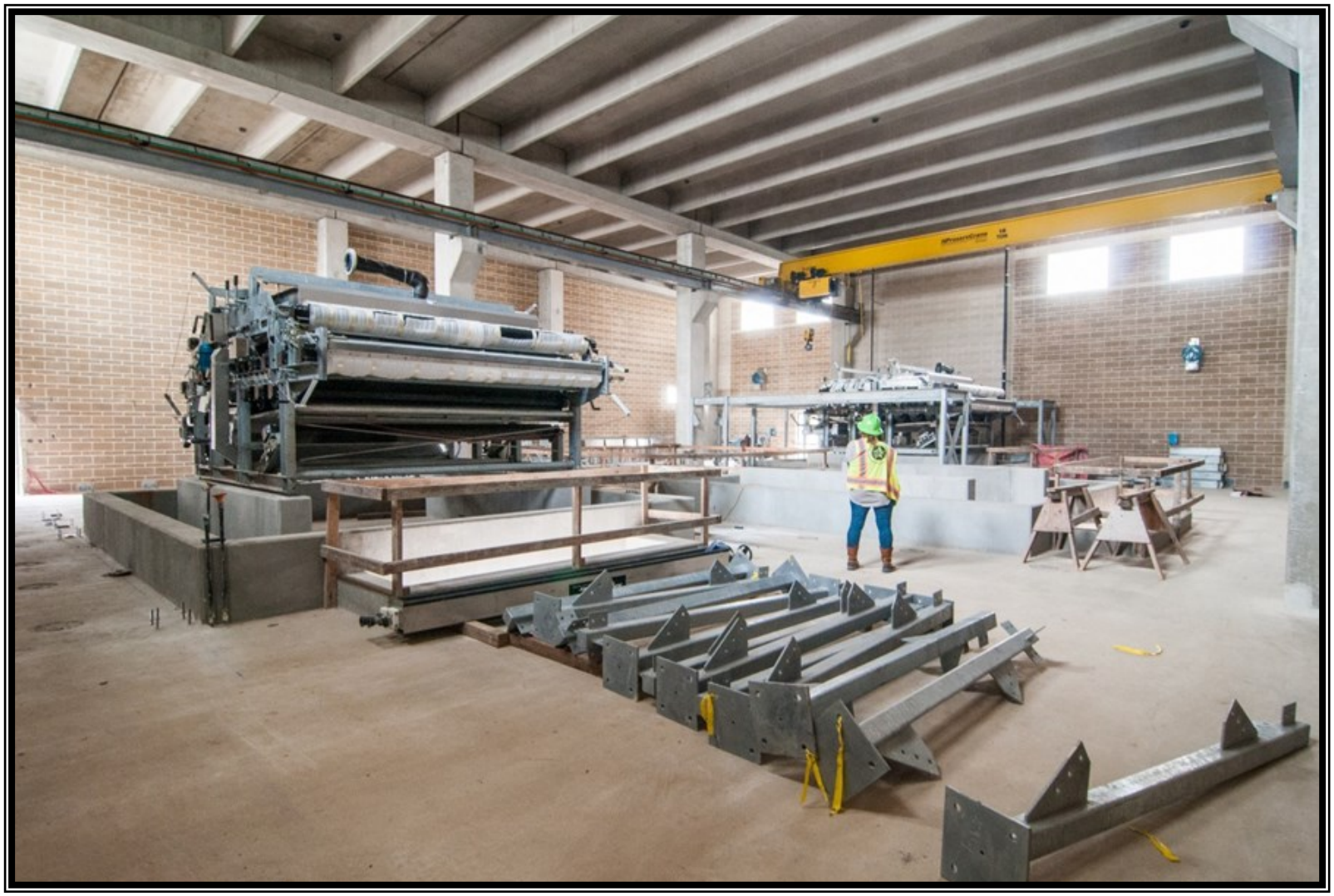
EXHIBIT 10 (con't) SWF Construction Photos

❹ ***Process water piping installation at the Granulated Activated Carbon Building***

EXHIBIT 10 (con't) SWF Construction Photos

❺ ***Electrical gear installation at the High Service Pump Station***

EXHIBIT 10 (con't) SWF Construction Photos



❻ ***Belt filter press installation at the Dewatering Building***

EXHIBIT 10 (con't) SWF Construction Photos

❼ ***Installation of mechanical equipment at the Sludge Thickeners***

EXHIBIT 10 (con't) SWF Construction Photos

❽ ***Paralleling switch gear installation in the Electrical Building***

Transmission Line System Construction Photos

EXHIBIT 11 Transmission Line System Construction Photos

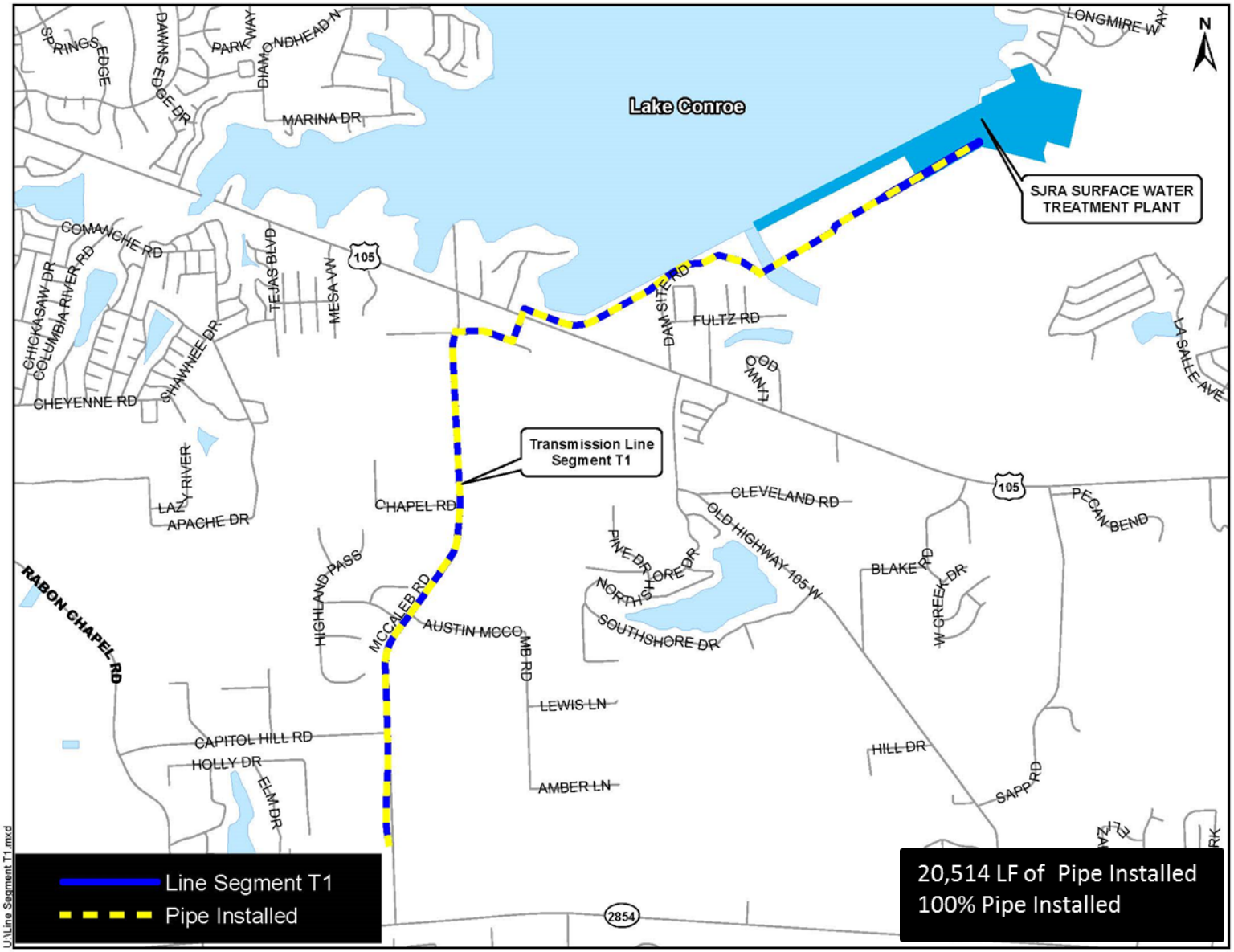


EXHIBIT 11 (con't) Transmission Line System Construction Photos

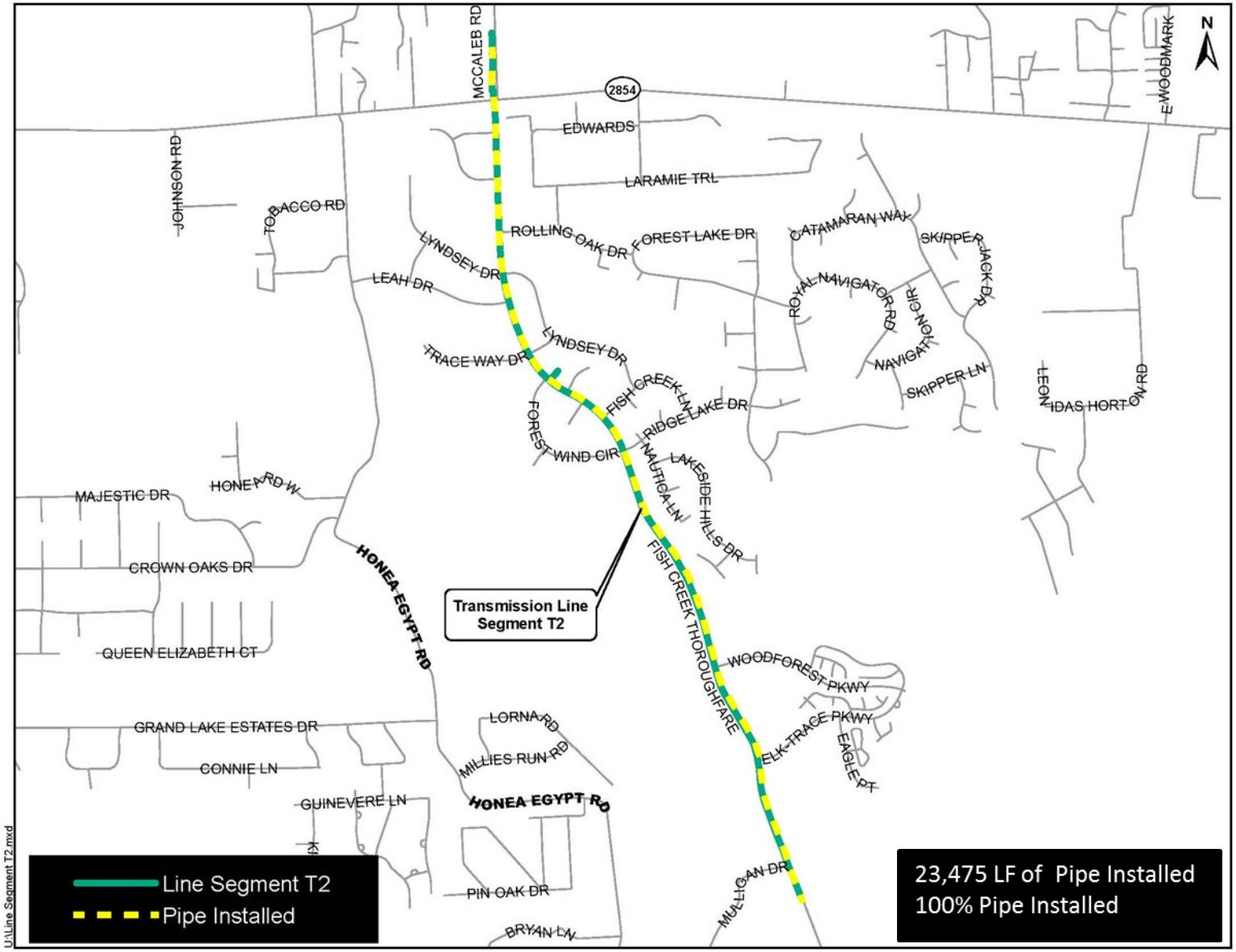


EXHIBIT 11 (con't) Transmission Line System Construction Photos

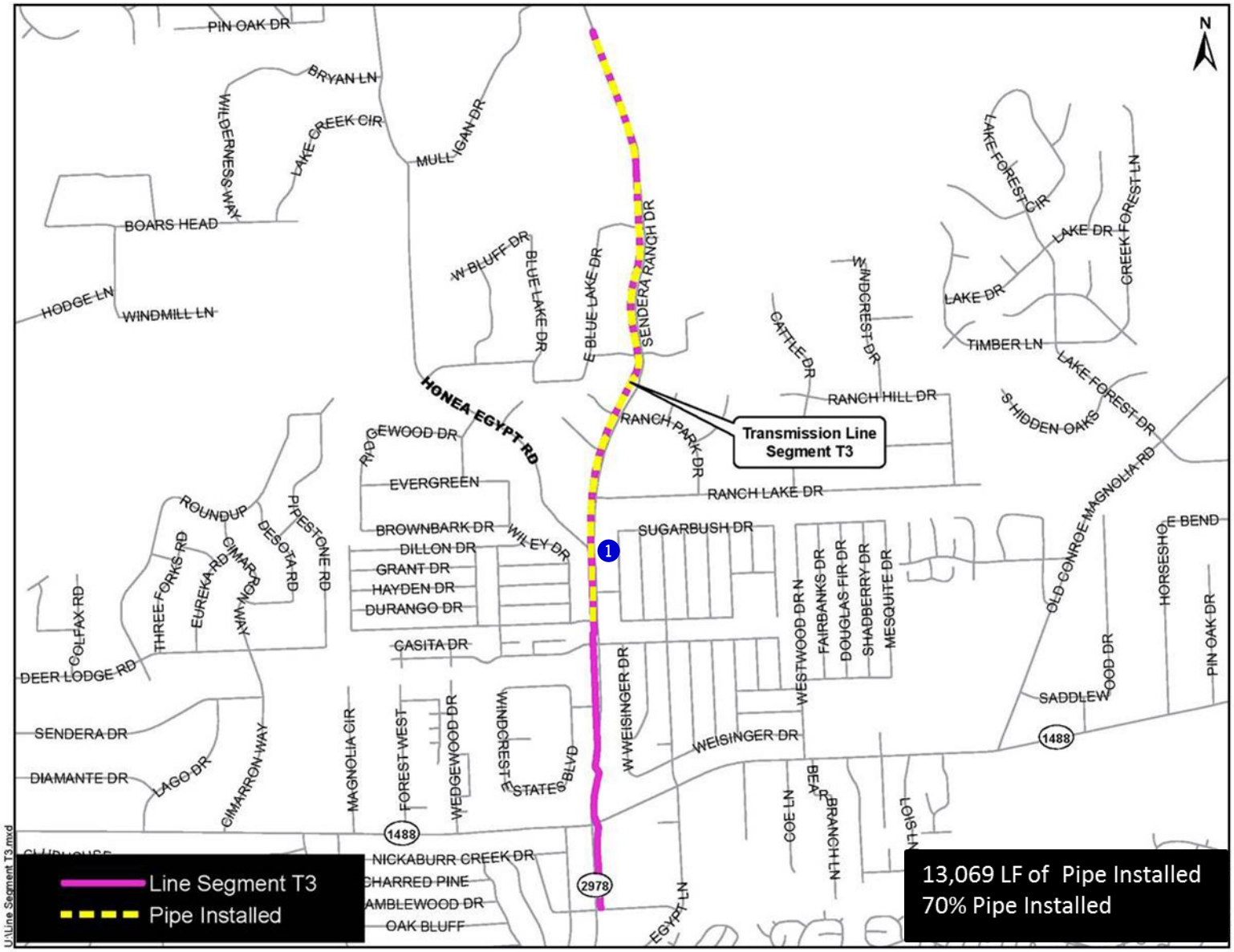


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment T3— 54-inch pipe installation along Sendera Ranch Road***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

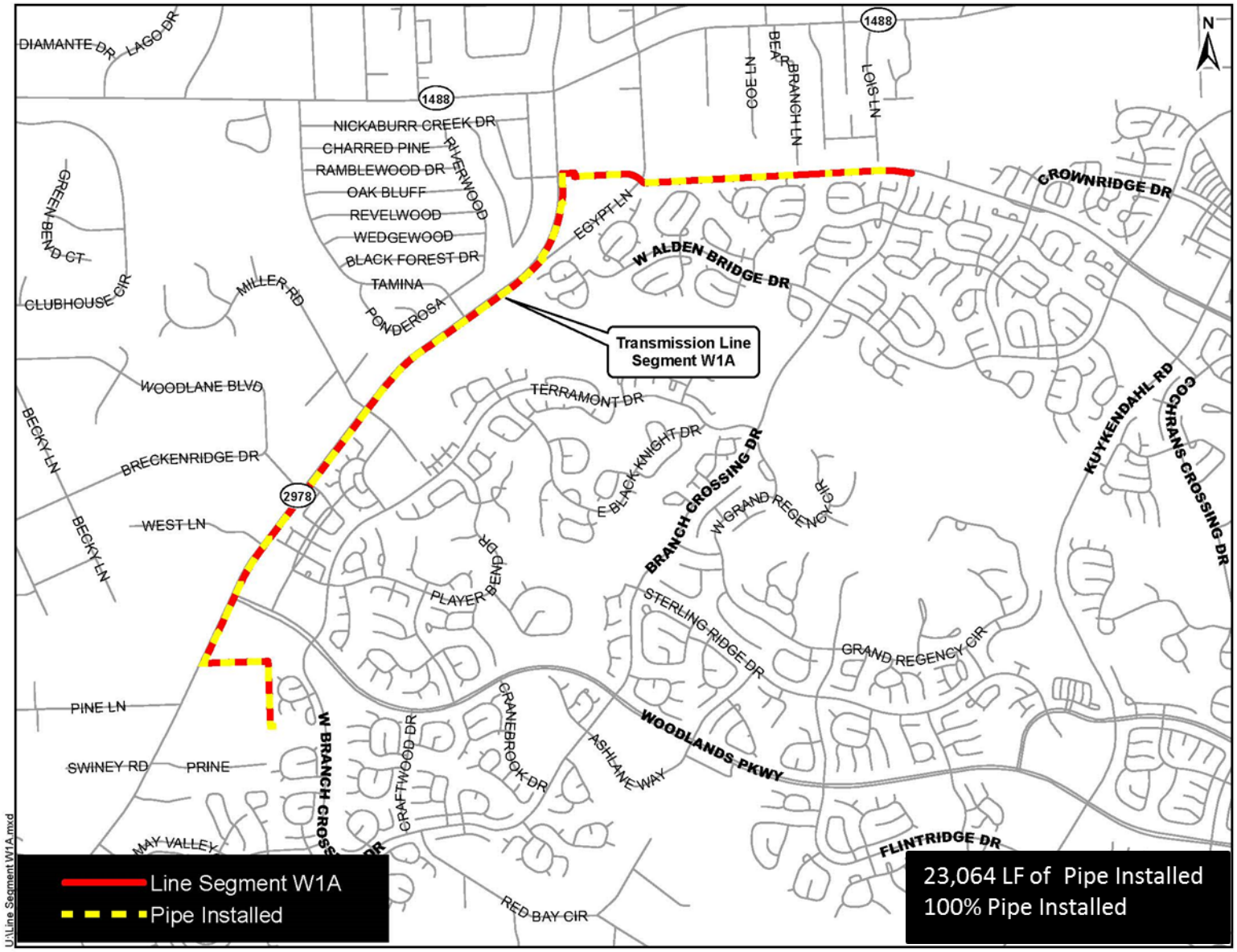


EXHIBIT 11 (con't) Transmission Line System Construction Photos

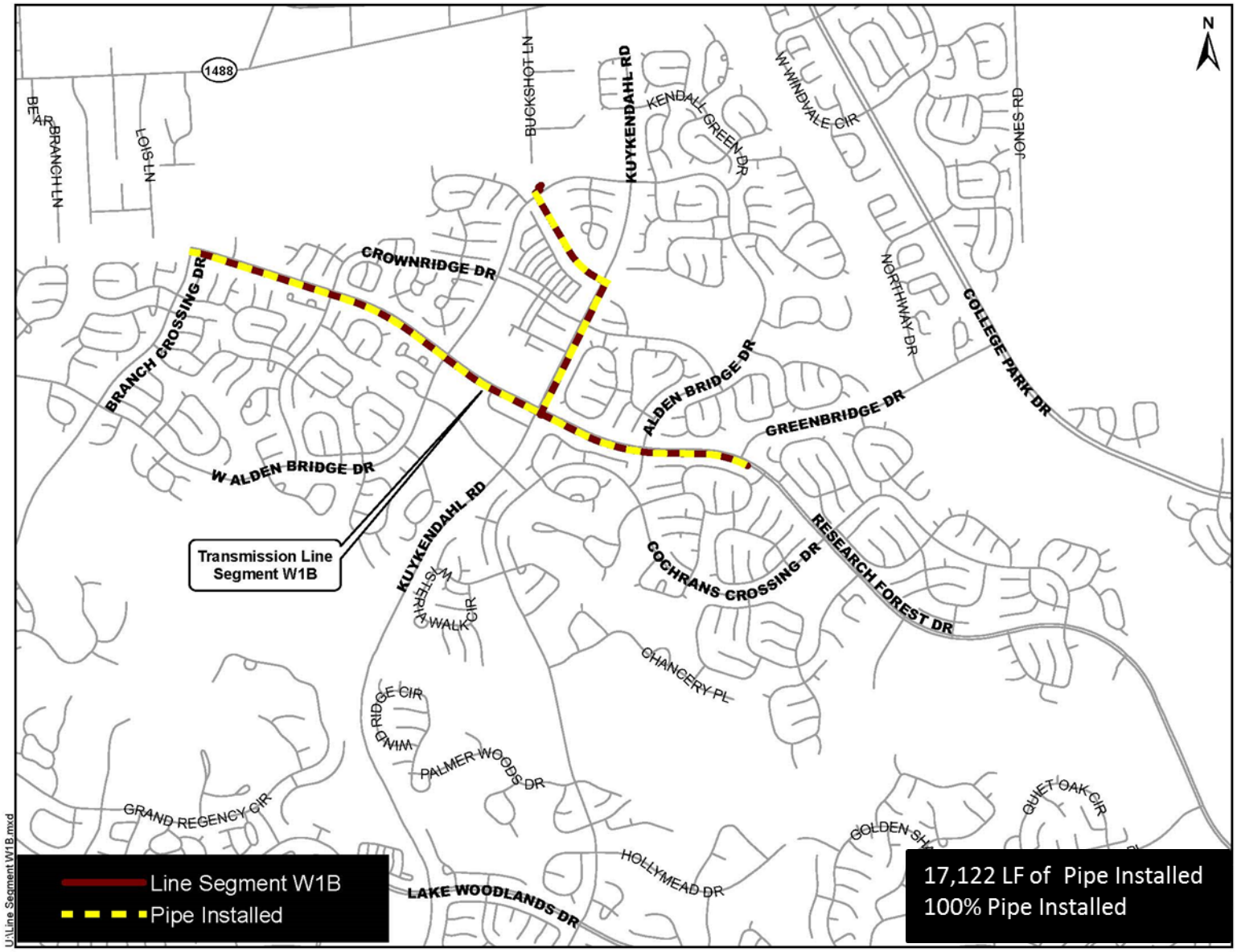


EXHIBIT 11 (con't) Transmission Line System Construction Photos

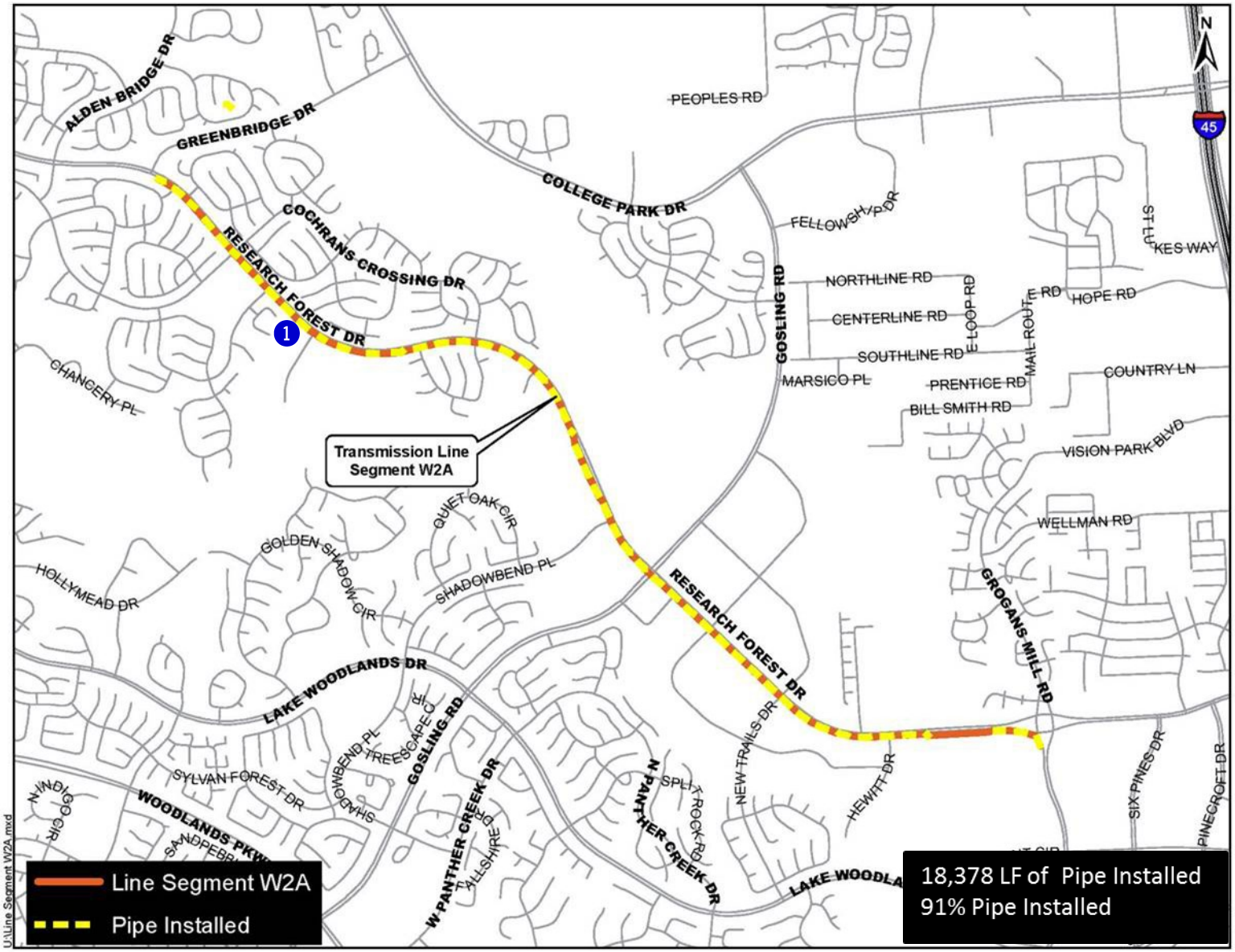


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W2A— Pavement restoration along Research Forest***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

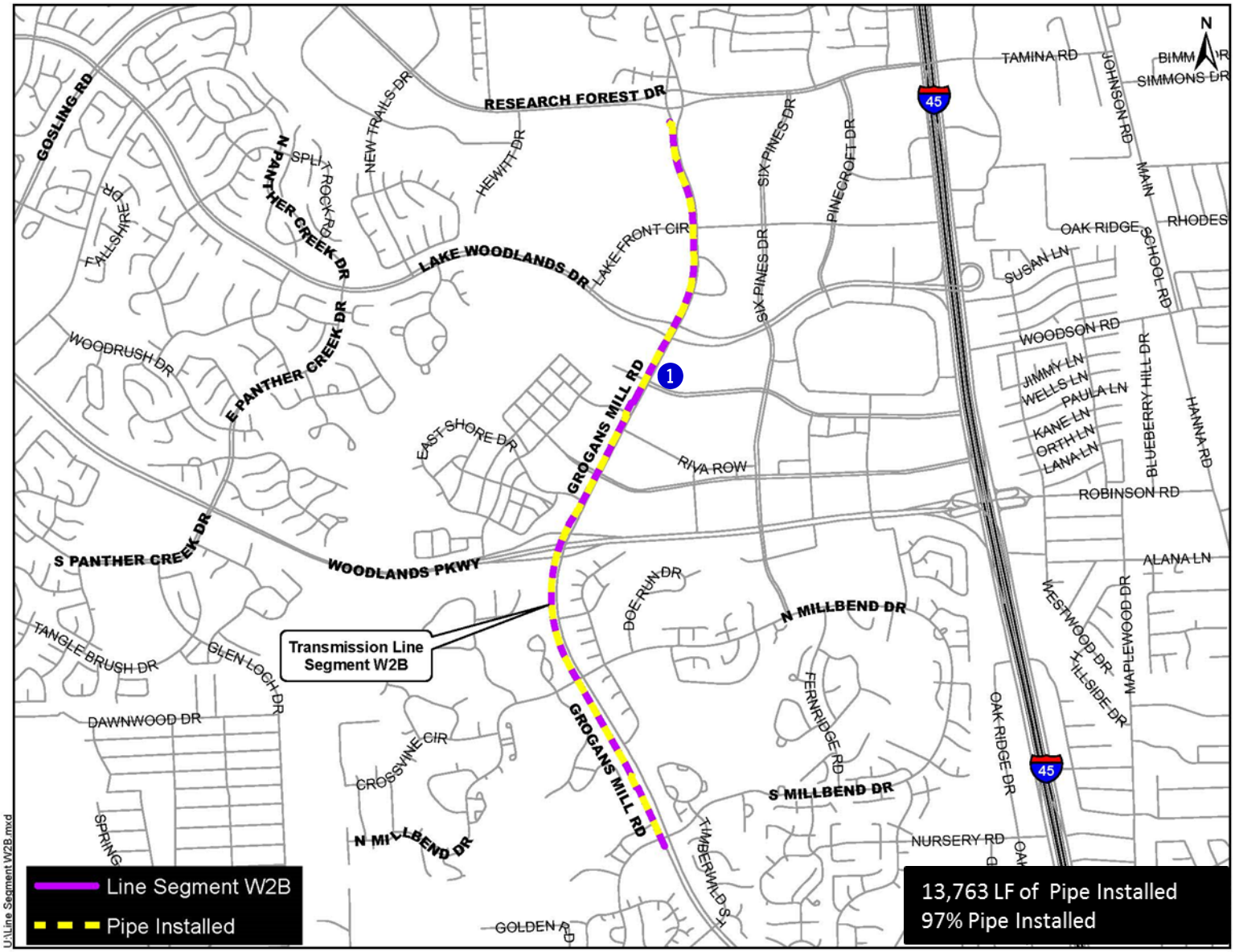


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W2B - Backfilling of bore pit for Woodlands Waterway crossing***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

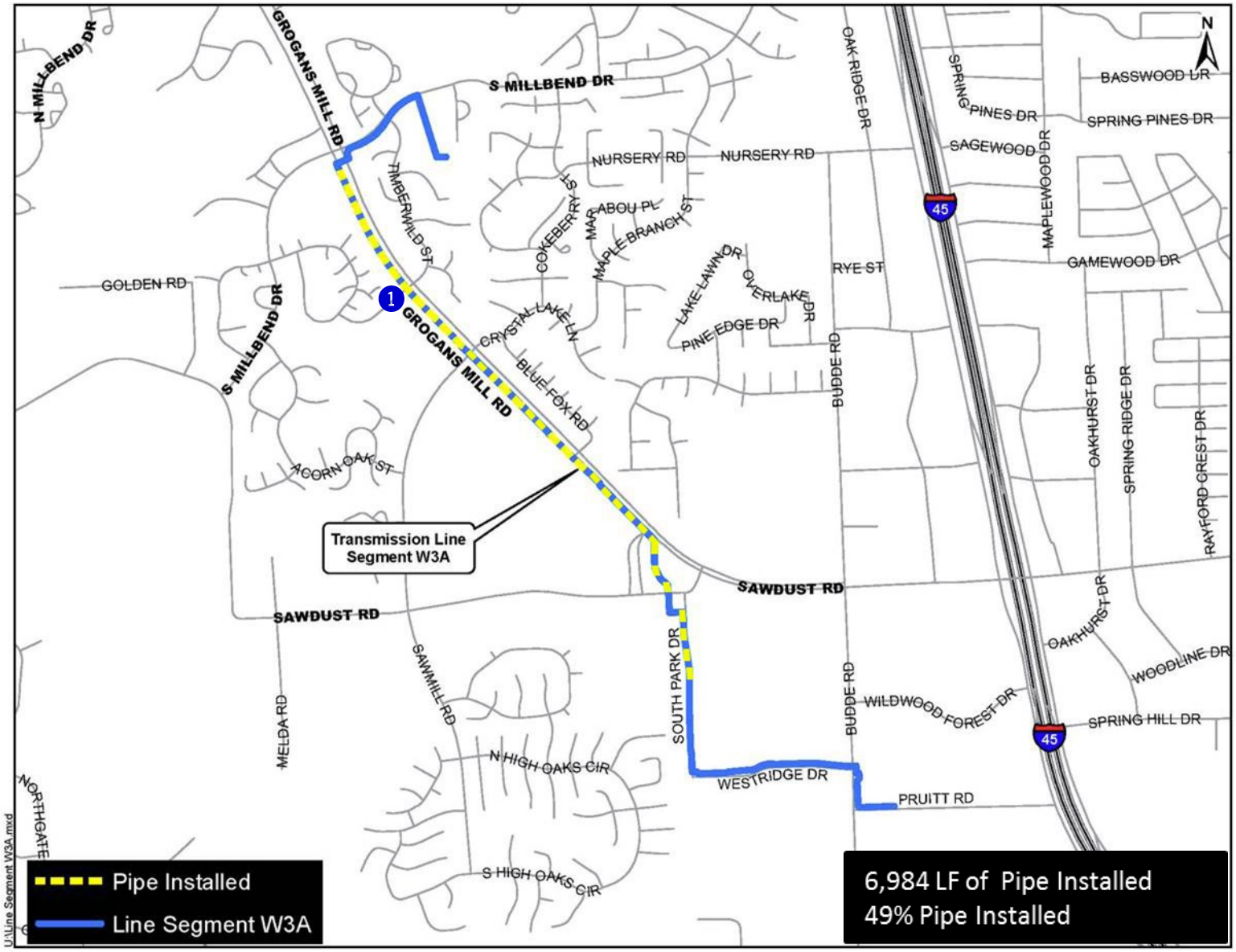


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W3A - Traffic restoration at Grogans Mill Road and Millpark Drive***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

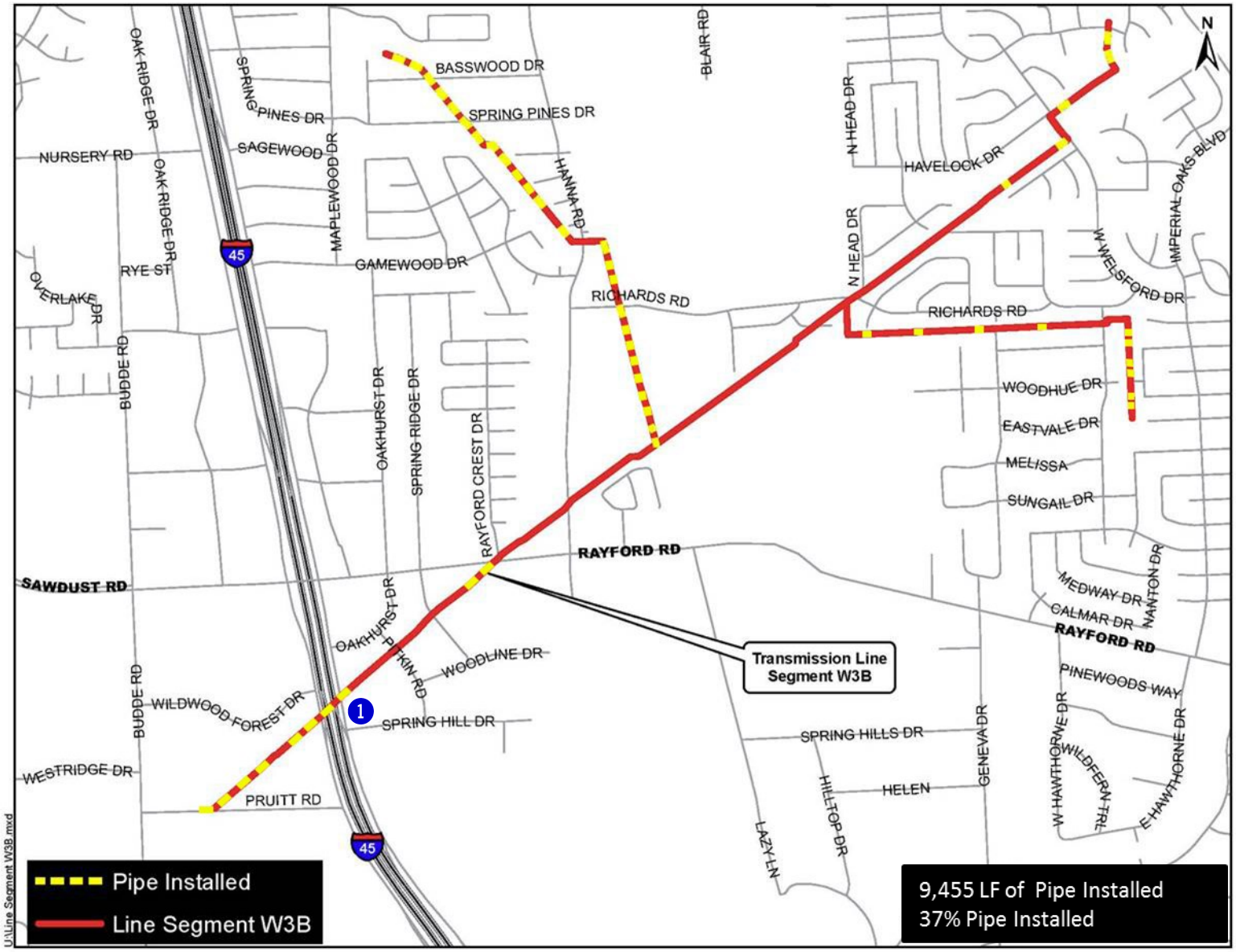


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W3B - 36-inch dry bore auger machine for Rayford Road Crossing***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W3B - Interior view of 52-inch steel liner tunnel under I-45***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

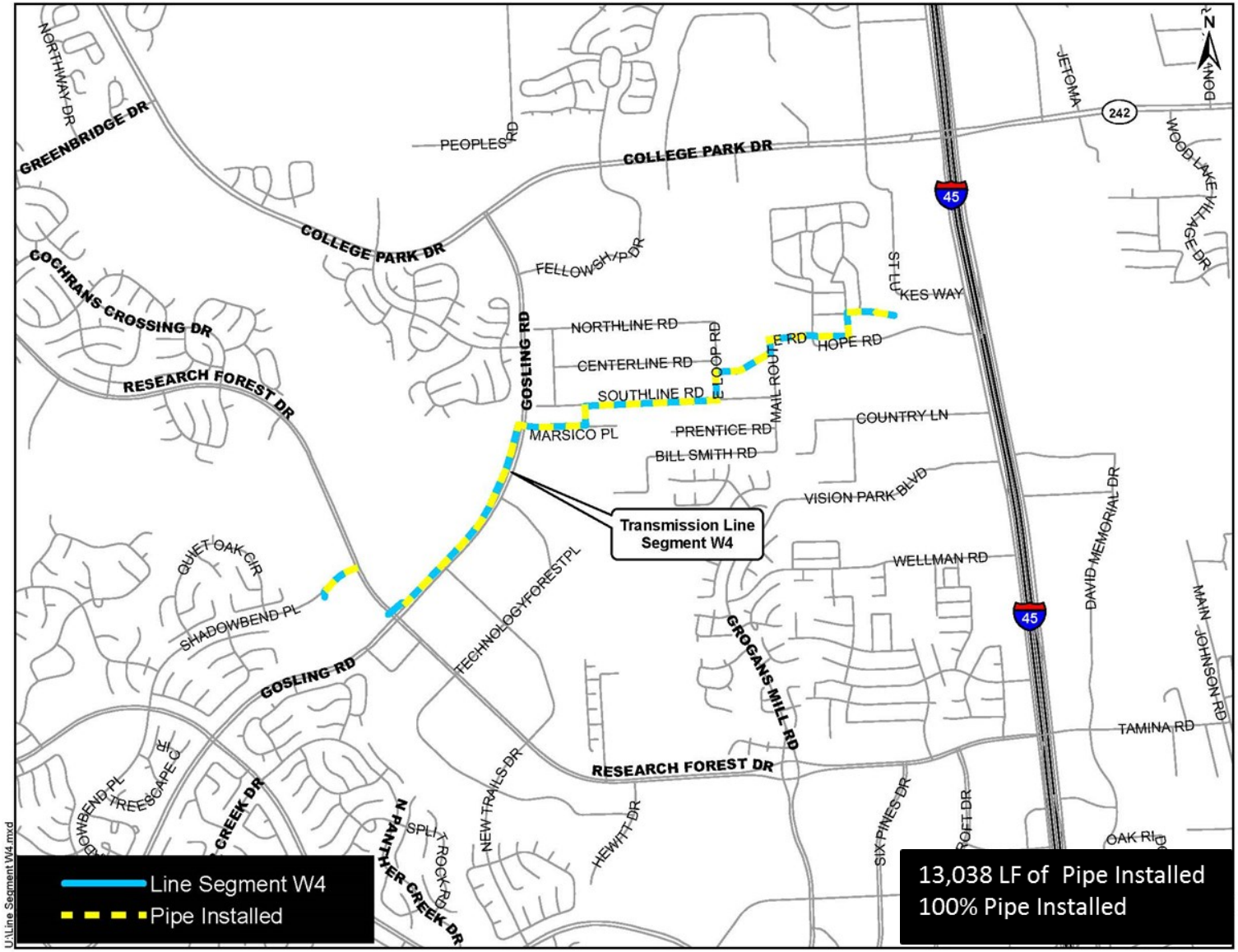


EXHIBIT 11 (con't) Transmission Line System Construction Photos

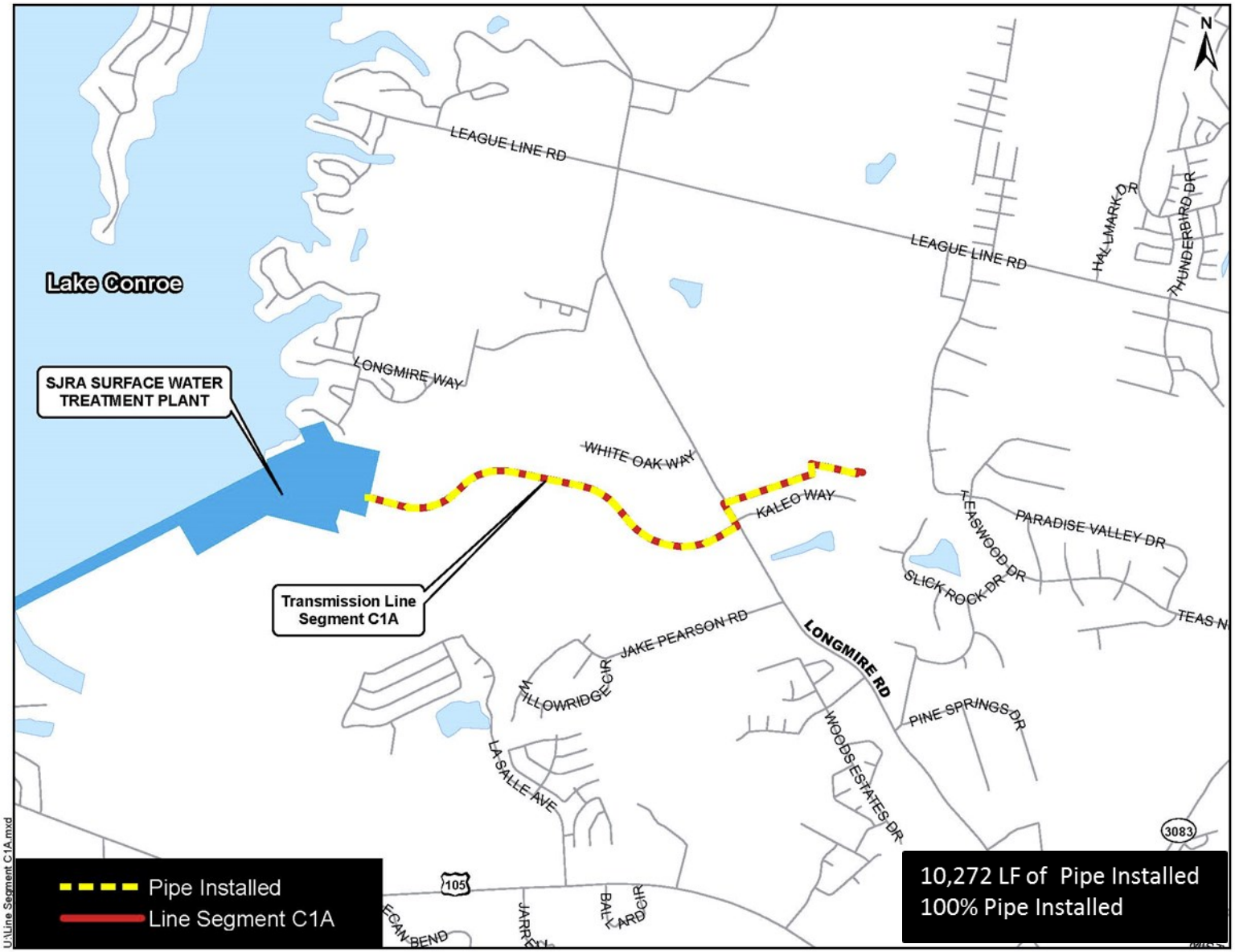


EXHIBIT 11 (con't) Transmission Line System Construction Photos

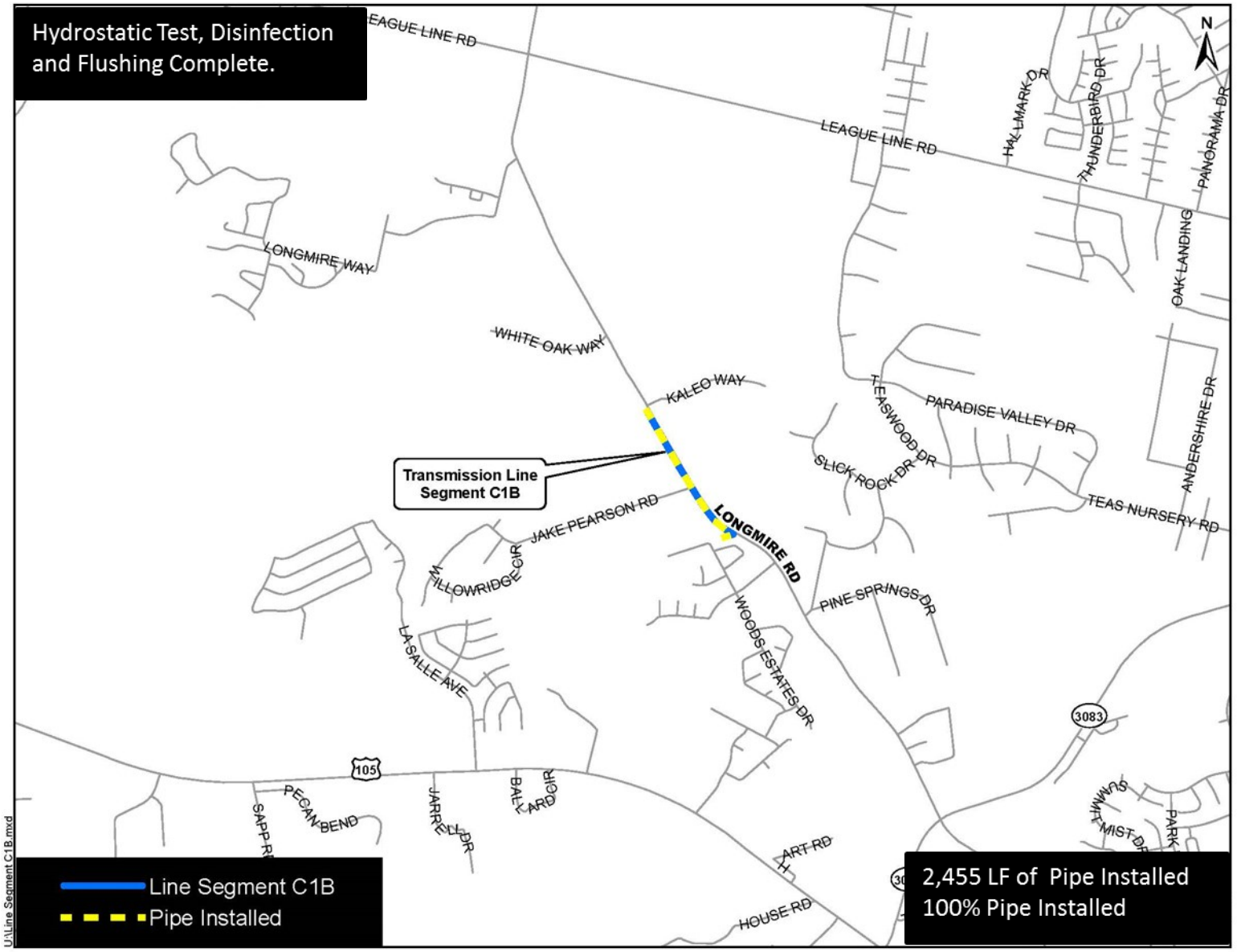


EXHIBIT 11 (con't) Transmission Line System Construction Photos

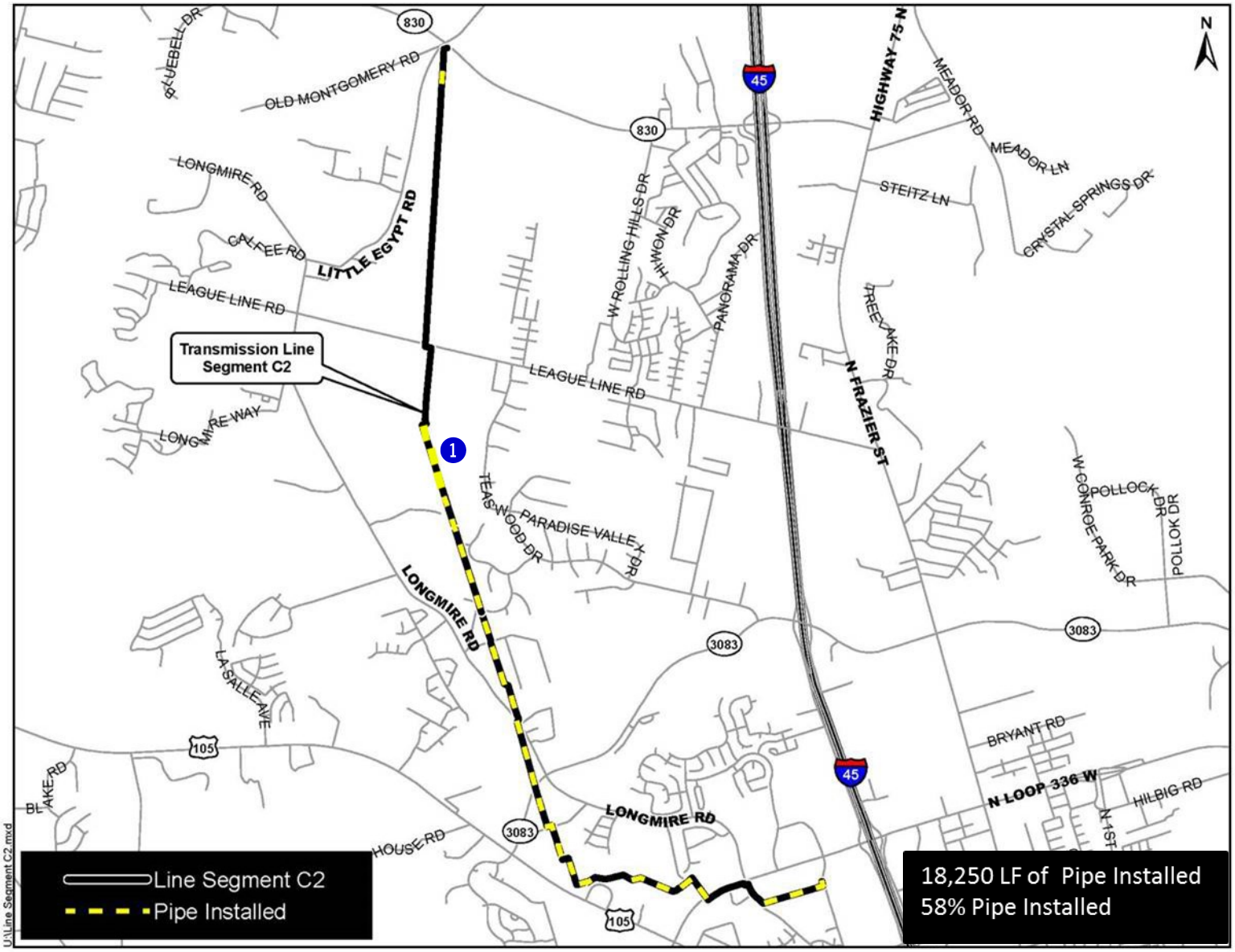


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment C2— 36-inch open-cut pipe installation along Entergy easement***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

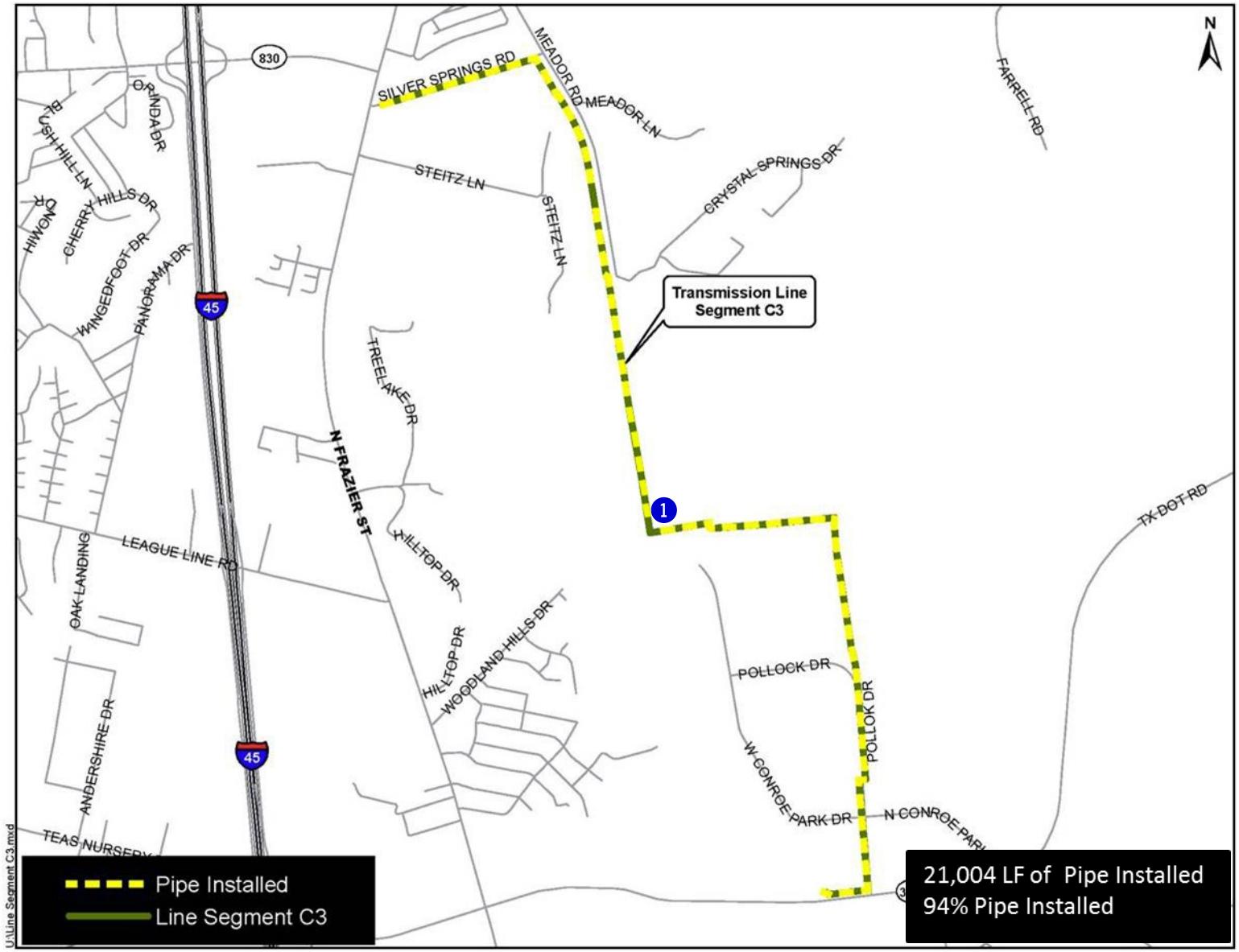


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment C3— Open-cut pipe installation adjacent to Union Pacific Railroad property***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

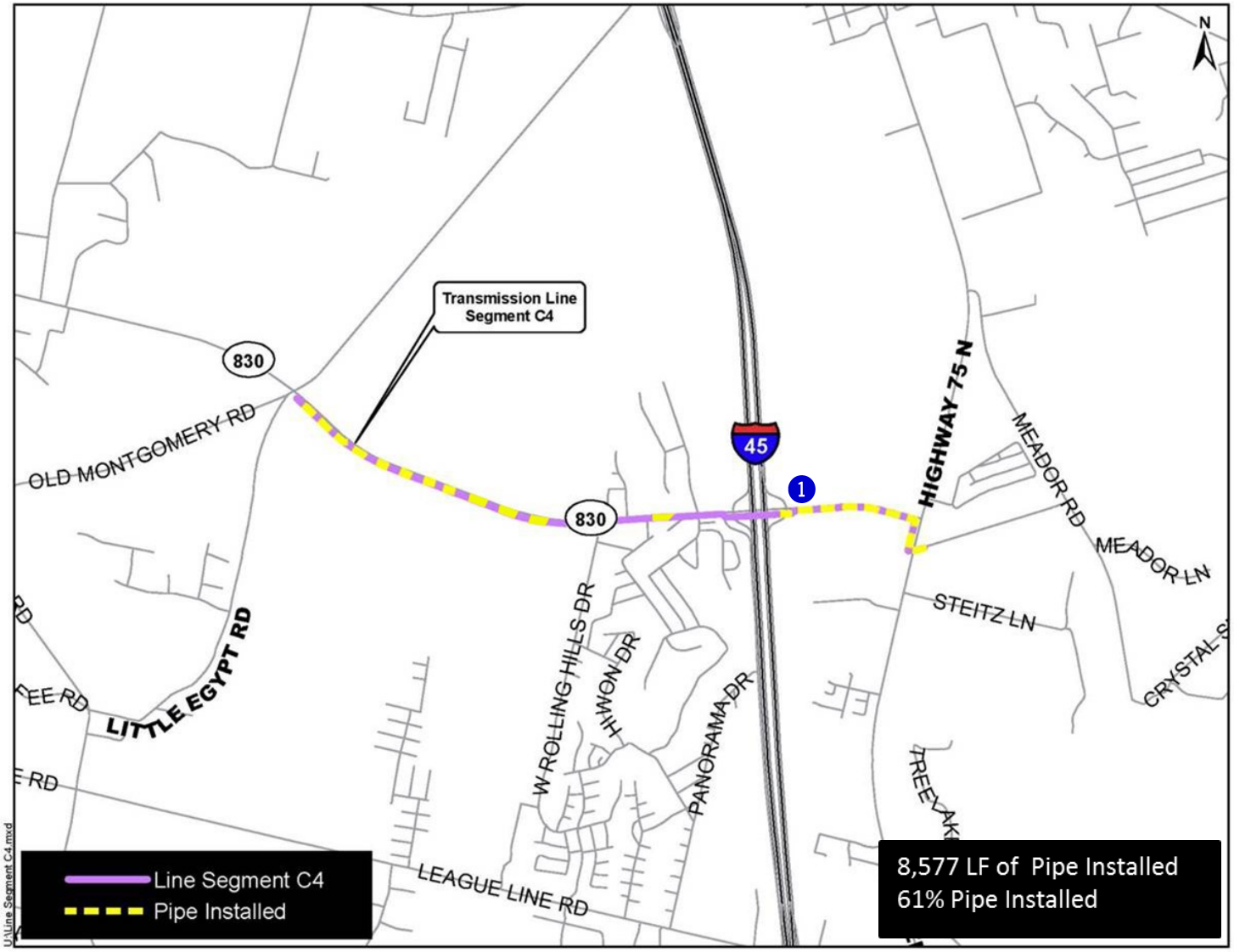


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment C4—Tunnel operation for 20-inch waterline installation under I-45***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

WATER RECEIVING FACILITIES—NORTH

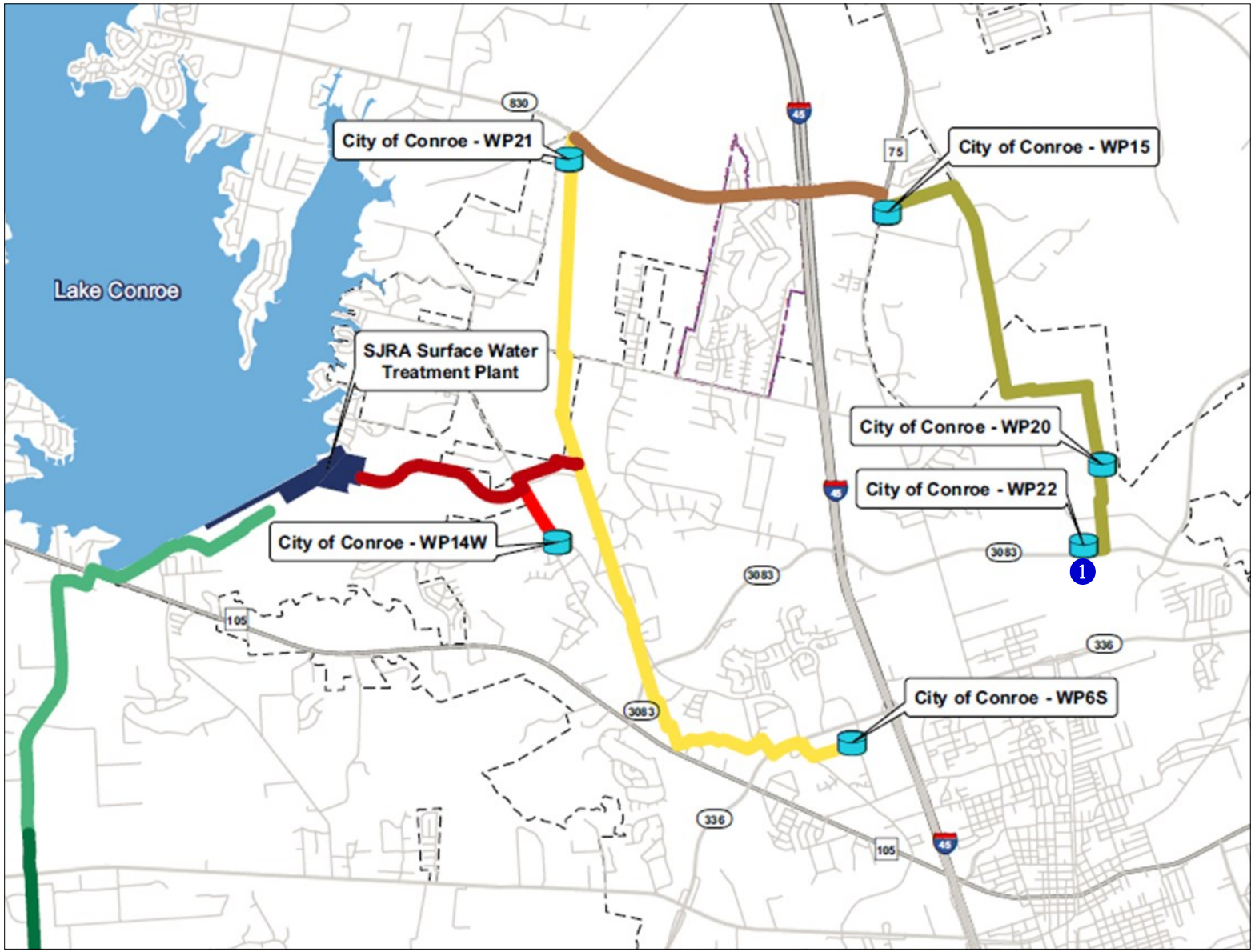


EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Surface Water Receiving Facility – North— Site work at Conroe Water Plant No. 22***

EXHIBIT 11 (con't) Transmission Line System Construction Photos

WATER RECEIVING FACILITIES—SOUTH

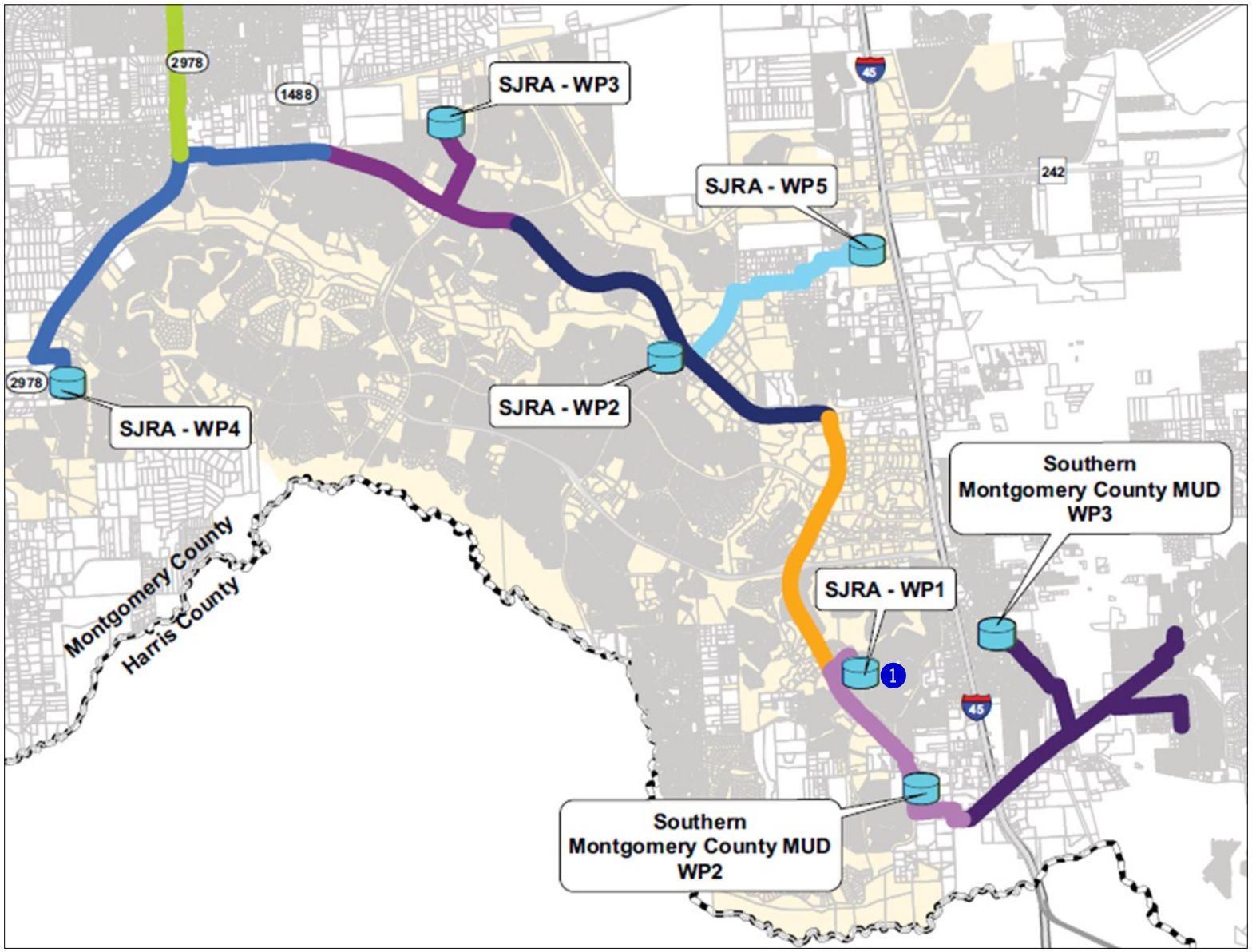


EXHIBIT 11 (con't) Surface Transmission System Line Construction Photos

❶ ***Surface Water Receiving Facility – South — Flow Control Pressure Slab installation at Woodlands Water Plant No. 1***

EXHIBIT 12 Surface Water Standpipe Construction Photos

Surface Water Standpipe

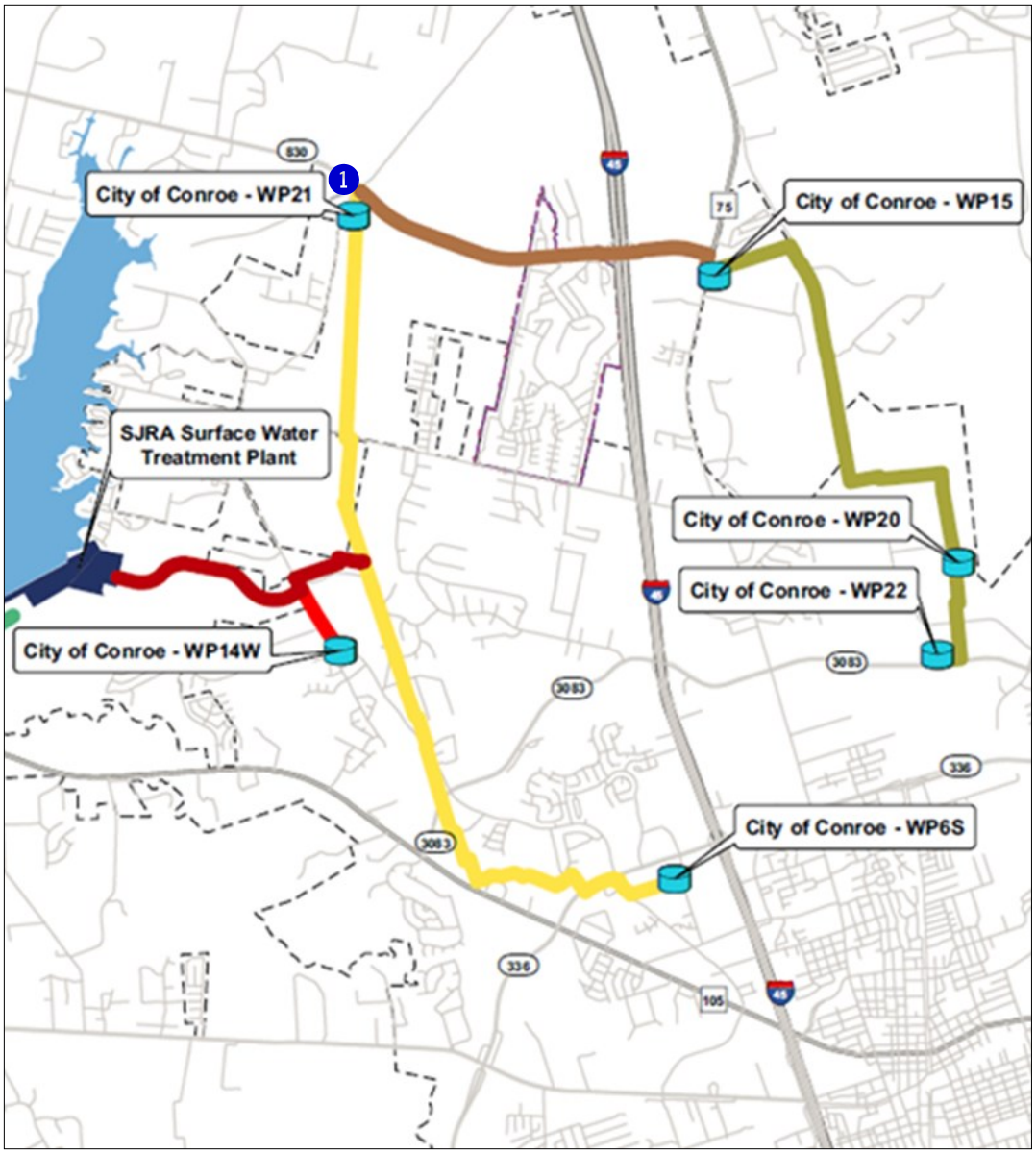


EXHIBIT 12 (con't) Surface Water Standpipe Construction Photos

❶ ***Surface Water Standpipe—Standpipe tank installation (120 feet tall and 25 feet in diameter) at Conroe Water Plant No. 21***

Fiber Optic Network Communication System Photos

EXHIBIT 13 Fiber Optic Network Communication System

Fiber optic cable stored materials

7.0 GRP Program Extensions

7.1 ENGINEERING

Design efforts are underway for the GRP Program Extension projects. Below is a summary of the of the extension projects through the month of August.

Transmission Segment W3C - Segment W3C includes approximately 6,900 linear feet of 12-inch pipe to be constructed east of and connecting to Segment W3B along the Kinder Morgan (Tennessee Gas) pipeline corridor east of I-45, to northward along Aldine Westfield Road to the Montgomery County MUD 99 Water Plant No. 1. It is currently in the 30% preliminary design phase with the 30% drawings due in October for review. The W3C 30% plan submittal is to be submitted in September.

MUD 99 Receiving Facilities — Currently the design is at 60%. It is anticipated the 90% design plans and specifications will be submitted in September.