Groundwater Reduction Plan Program

Monthly Progress Report - January 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.
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

Construction and related preparations are now well underway for most transmission line segments. SJRA staff continues efforts to accommodate and update nearby businesses and homeowners through the construction process. As construction progresses, SJRA is constantly improving efforts to reduce possible inconveniences common to construction, particularly focusing on traffic control. The SJRA website (www.sjra.net) contains the most recent traffic alerts and construction information needed to ensure safe and convenient commutes. Additionally, the GRP Call Center continues to be accessible twenty-four hours a day, seven days a week, to answer all questions related to the GRP Program.

1.2 ENGINEERING AND CONSTRUCTION

All procurement services for construction proposals have been completed and fifteen transmission line construction contracts have been awarded. The engineering consultants will provide construction phase services by reviewing submittals and requests for information as work proceeds.

1.3 MEETINGS

The GRP Program Team continued meeting with GRP Program stakeholders this month. A listing of these meetings is attached as ***Exhibit 9***.

Construction materials outside of the Membrane Building at Surface Water Facilities

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

Segment T1 – Design is complete. Engineering consultant is providing construction phase services.

Segment T2 – Design is complete. Engineering consultant is providing construction phase services.

Segment T3 – Design is complete. Engineering consultant is providing construction phase services.

Segment W1 – Design is complete. Engineering consultant is providing construction phase services for Segments W1A and W1B.

Segment W2 – Design is complete. Engineering consultant is providing construction phase services for Segments W2A and W2B.

Segment W3 –Design is complete. Engineering consultant is providing construction phase services for Segments W3A and W3B.

Segment W4 – Design is complete. Engineering consultant is providing construction phase services.

Segment C1 – Design is complete. Engineering consultant is providing construction phase services for Segments C1A and C1B.

Segment C2 – Design is complete. Engineering consultant is providing construction phase services.

Segment C3 – Design is complete. Engineering consultant is providing construction phase services.

Segment C4 – Design is complete. Engineering consultant is providing construction phase services.

Surface Water Receiving Facilities-North – Design is complete. Engineering consultant is providing construction phase services.

Surface Water Receiving Facilities-South - Design is complete. Engineering consultant is providing construction phase services.

Standpipe - Design is complete. Engineering consultant is providing construction phase services.

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 consultants are currently working with CM&I staff to perform industry standard construction materials testing. Testing includes subgrade and backfill soil densities and concrete pavement properties and compressive strengths.

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.

Fiber Optic Communications System – Design is complete. Engineering consultant is providing construction phase services.

Construction Administration and Inspection (CA&I) – The CA&I staff 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 staff 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, 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.

2.0 Project Activities (Continued)

2.2 STATE AGENCY COORDINATION

Release Request No. 10— Includes transmission line construction, fiber optic network construction, standpipe construction and associated construction, engineering, inspection and materials testing:

Series 2013 Release of $22,614,194.35

Series 2012A Release of $4,463,297.00

Series 2011A Release of $5,695,021.00

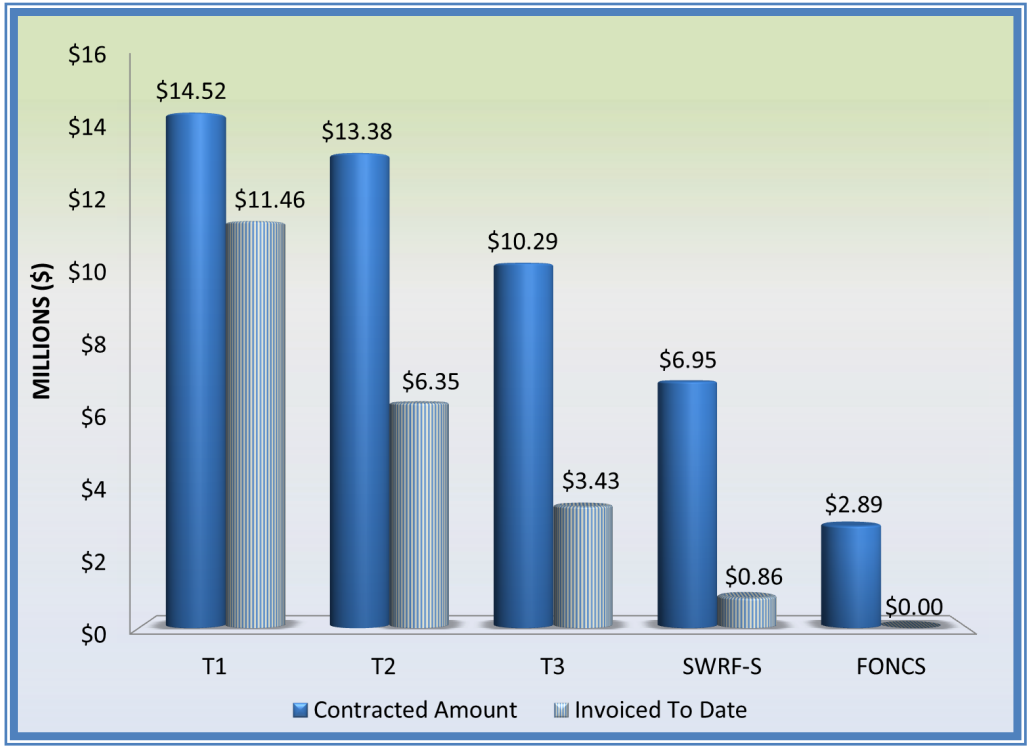
Interior view of High Service Pump Station at Surface Water Facilities

Interior view of chemical storage basin pedestals at Surface Water Facilities

2.0 PROJECT ACTIVITIES (CONTINUED)

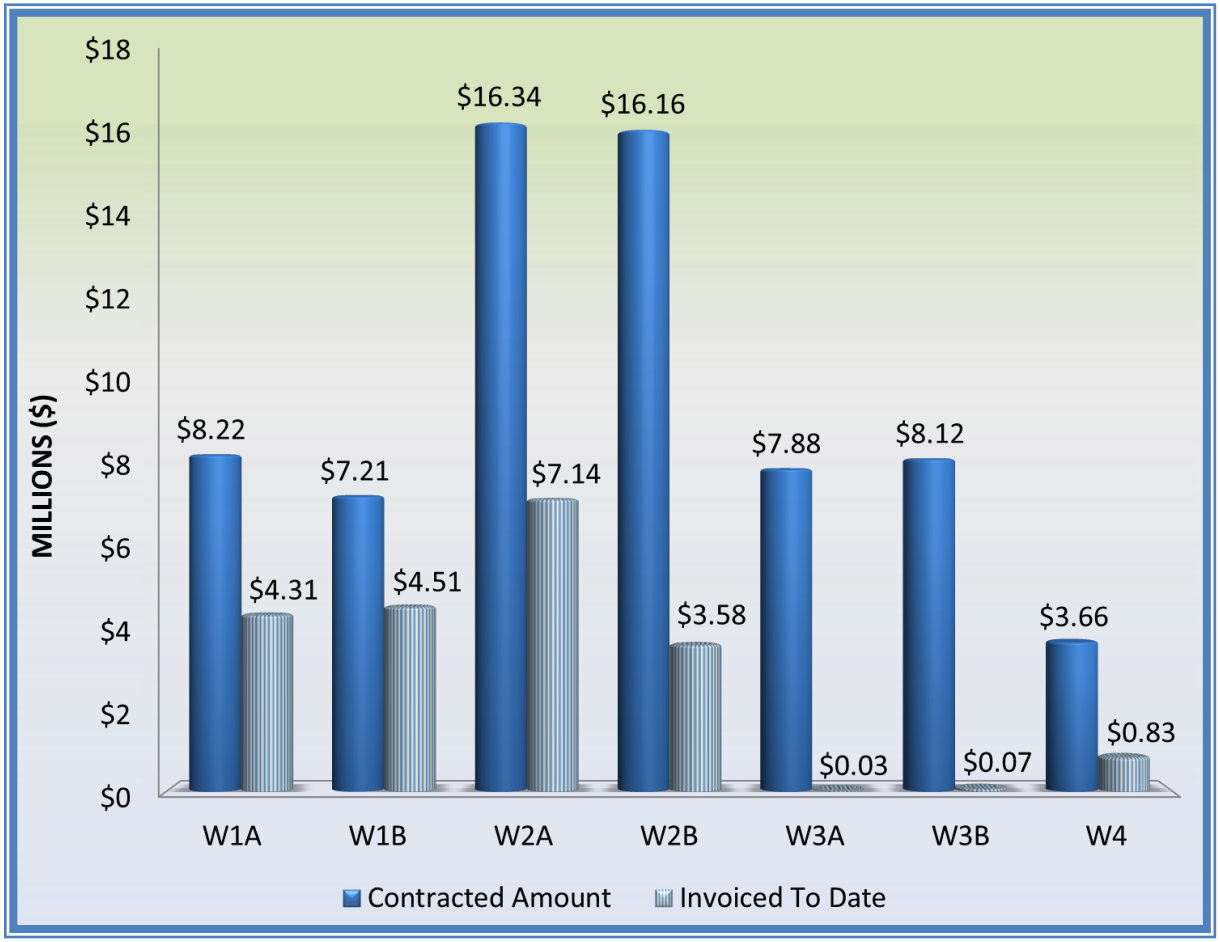
2.3 SURFACE WATER TRANSMISSION SYSTEM PROJECT DATA

To date, eighteen construction contracts and the Fiber Optics Network Communication System contract have been awarded. 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, Surface Water Transmission South Water Receiving Facilities, Standpipe and Fiber Optics Network Communication System thus far.



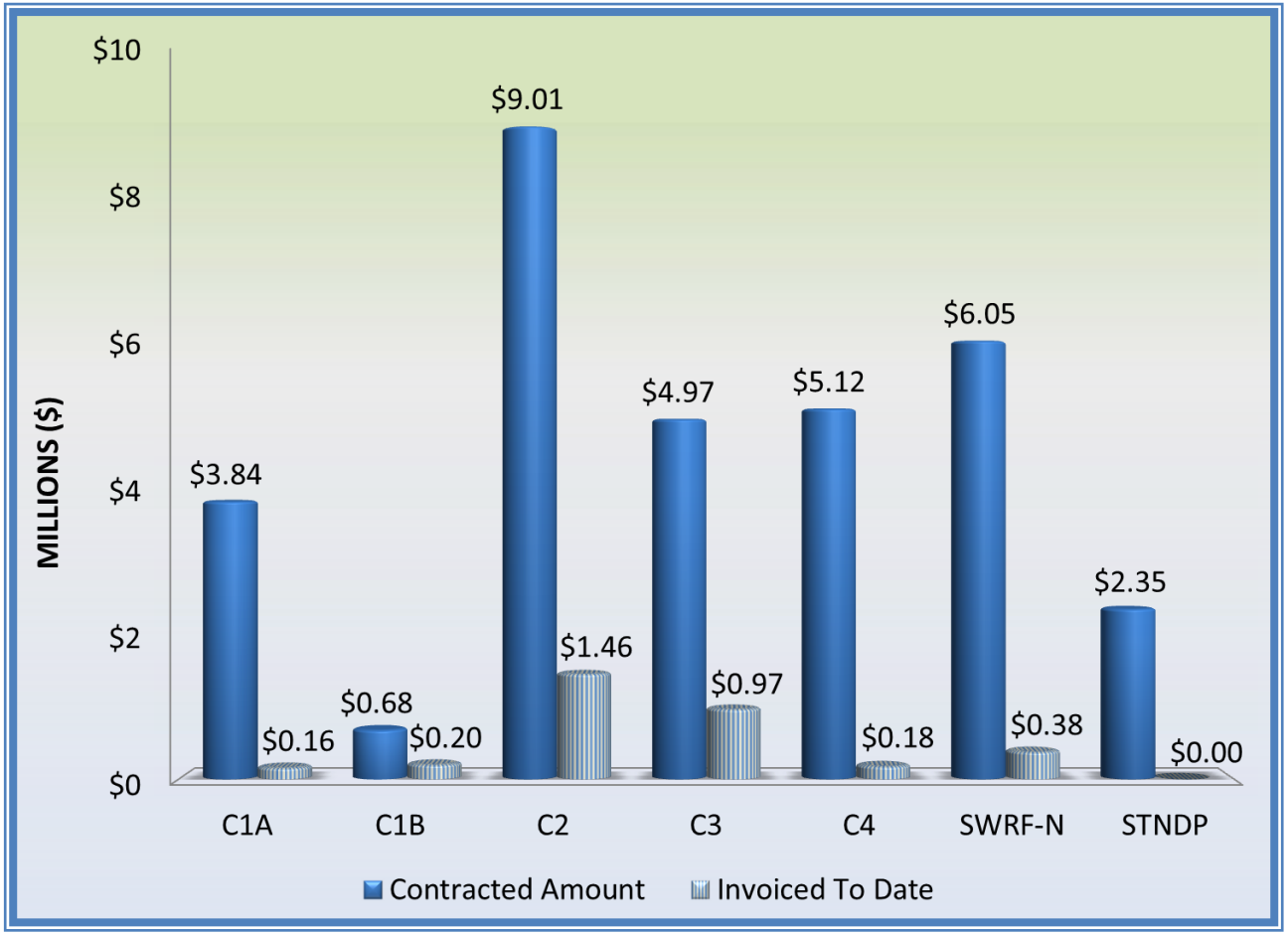
Segment	T1	T2	T3	SWRF-S	FONCS
Contracted Amount	$14,521,937.14	$13,383,928.25	$10,287,576.00	$6,952,400.00	$2,885,432.35
Invoiced To Date	$11,462,863.70	$6,345,933.01	$3,430,156.80	$855,404.57	$0.00
% Complete	79%	47%	33%	12%	0%

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	$4,311,076.14	$4,507,287.52	$7,140,328.70	$3,579,218.22	$27,100.00	$65,000.00	$831,845.26
% Complete	52%	62%	44%	22%	1%	1%	23%

2.0 PROJECT ACTIVITIES (CONTINUED)



Segment	C1A	C1B	C2	C3	C4	SWRF-N	STANDPIPE
Contracted Amount	$3,837,683.40	$683,491.53	$9,014,837.00	$4,972,314.80	$5,115,396.90	$6,054,860.00	$2,354,175.00
Invoiced To Date	$158,800.00	$203,105.92	$1,456,637.81	$970,772.10	$181,475.40	$381,518.64	$0.00
% Complete	4%	30%	16%	20%	4%	6%	0%

2.0 PROJECT ACTIVITIES (CONTINUED)

2.4 SURFACE WATER TRANSMISSION SYSTEM CONSTRUCTION PROGRESS

Segment T1 - Contractor continued open-cut installation of 60-inch concrete coated steel pipe along McCaleb Road. Approximately 13,664 feet of 60-inch concrete coated steel pipe has been installed through this month. (See Exhibit 11, Page 43)

Segment T2 - Contractor continued open-cut installation of 54-inch concrete coated steel pipe, tunnel casing installation, and fiber optic conduit installation along Fish Creek Thoroughfare. Approximately 10,713 feet of concrete coated steel pipe has been installed through this month. (See Exhibit 11, Page 45)

Segment T3 - Contractor continued open-cut installation of 54-inch concrete coated steel pipe along Fish Creek Thoroughfare. Approximately 6,537 feet of 54-inch concrete coated steel pipe has been installed through this month. (See Exhibit 11, Page 47)

Segment W1A - Contractor continued tunneling and open-cut installation of 48-inch concrete coated steel pipe along Research Forest Drive, continued fiber optic conduit installation along FM 2978, and completed trenchless installation of 16-inch PVC pipe along FM 2978. Approximately 19,421 feet of 48-inch concrete coated steel and 16-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 49)

Segment W1B - Contractor continued open-cut installation of 48-inch concrete coated steel pipe and installation of fiber optic conduit, and began open-cut installation of 42-inch concrete coated steel pipe along Research Forest Drive. Approximately 12,318 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 51)

Segment W2A - Contractor completed work on the accelerated portion of the project (along Research Forest Drive between Shadowbend Drive and Grogans Mill Road), completed open-cut installation of 30-inch PVC pipe along Research Forest Drive to Lakeside Drive, and continued open-cut installation of 42-inch concrete coated steel pipe and installation of fiber optic conduit along Research Forest Drive. Approximately 7,684 feet of 42-inch concrete coated steel pipe, and 30-inch and 20-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 53)

Segment W2B - Contractor continued open-cut installation of 30-inch PVC pipe along Grogans Mill Road, completed installation of traffic crossover at commercial shopping center located along Grogan Mill Road, and successfully implemented switch of Grogans Mill Road southbound traffic to northbound lanes. Approximately 4,500 feet of 30-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 55)

Segment W3A - Contractor began submittal process, survey, and tree clearing work. No pipe has been installed as of this month.

Segment W3B - Contractor began submittal process, survey, and tree clearing work. No pipe installed as of this month.

Segment W4 - Contractor continued 20-inch PVC pipe fusing and directional drilling operations and began trenchless installation of 20-inch PVC pipe. Approximately 450 feet of 20-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 57)

Segment C1A - Contractor completed submittal process and all project tree clearing. No pipe installed as of this month.

Segment C1B - Contractor began installation of 16-inch PVC pipe along Longmire Road. Approximately 1,124 feet of 16-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 59)

Segment C2 - Contractor continued tree clearing operations and open-cut installation of 16-inch PVC pipe along Kinder Morgan pipeline easement. Approximately 7,300 feet of 16-inch and 12-inch PVC pipe installed through this month. (See Exhibit 11, Page 61)

Segment C3 - Contractor continued open-cut installation of 20-inch PVC pipe along Pollok Drive. Approximately 3,769 feet of 20-inch PVC pipe has been installed through this month. (See Exhibit 11, Page 63)

Segment C4 - Contractor installed bore pits at State Highway 75 and Interstate 45. No pipe installed as of this month.

2.0 PROJECT ACTIVITIES (CONTINUED)

SURFACE WATER RECEIVING FACILITIES

Surface Water Receiving Facilities–North - Contractor installed and successfully tested water pipe, performed facility layout, and excavated for building pads at Conroe Water Plant No. 20. Pipe layout at Conroe Water Plant No. 21 began this month as well as the installation of fence at Conroe Water Plant No. 15. (See Exhibit 11, Page 65)

Surface Water Receiving Facilities—South - Contractor installed 16-inch water pipe at SJRA Water Plant No. 3, excavated for grade beams, installed under-slab water pipe, and installed electrical conduit at SJRA Water Plant No. 4. Electrical conduit was installed at SJRA Water Plant No. 2, and trees were relocated at Southern Montgomery County MUD Water Plant No. 3. (See Exhibit 11, Page 67)

2.5 SURFACE WATER FACILITY CONSTRUCTION PROGRESS AND PROJECT DATA

Raw Water Intake - Masonry work continues for the interior and exterior block walls. The cast stone star was installed at the east exterior wall. Electrical conduit continues to be installed.

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, and GAC facilities. Electrical power, data, and lighting conduit installation continues at the structures. Structural concrete placement, lightweight concrete roof topping placement, structure decking, and masonry are the main activities occurring on the site. Process piping installation continues in the membrane building, and troughs and piping are being installed in the GAC.

High Service Pump Station - Masonry work is complete. Installation continues for the discharge bay piping and grating. Also continuing is the installation of electrical conduit and cable support, HVAC, and roofing.

Ground Storage Tanks - Aeration piping is complete with underground piping remaining.

Site Work - Large diameter yard piping, potable water piping, sanitary sewer, manholes, junction boxes, and drain line installation are in progress. Electrical duct bank installation and encasement continue.

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

Name of Project	Contracted Amount	Invoiced To Date	% Complete
Surface Water Facilities	$190,704,740	$84,768,426.00	44%

Blower Building Foundation at Surface Water Facilities

3.0 PROCUREMENT

3.1 SOLICITATIONS

No advertisements for solicitations occurred this month.

3.2 CONTRACT AWARDS

The following contracts were awarded for construction in January:

- Work Order No. 17 for additional services associated with the Surface Water Treatment Plant
- Work Order No. 6 for inspection of Surface Water Transmission System Fiber Optic Network Communication System

3.3 PROCESS AND PROCEDURES

The GRP Program continues to utilize traditional procurement methods for consultant services and alternative project delivery methods in the procurement of contractor services.

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, contract/work order amendments, and assorted agreements such as utility relocation and easement encroachment agreements. Solicitations may be combined, modified, or canceled, or time frames may be modified as deemed necessary.

- Supplemental Agreement with MUD 99/115 for early connection
- Work Order No. 1 for Preliminary Engineering of Surface Water Transmission Line, Segment W3C
- Work Order No. 2 for Survey and Subsurface Utility Exploration of Surface Water Transmission Line, Segment W3C
- Work Order No. 3 for Environmental Study of Surface Water Transmission Line, Segment W3C
- Work Order No.4 for Preliminary Engineering of Receiving Facility at MUD 99 Water Plant
- Professional Services Agreement and Work Order No. 1 for Support of Extension of GRP Program Delivery System
- Engagement Letter Agreement for Legal Services related to Land Acquisition of Extension of GRP Program Delivery System
- Professional Services Agreement and Work Order No. 1 for Land Acquisition Support Services for Extension of GRP Program Delivery System
- First Amendment to Utility Relocation Agreement with Consolidated Communications of Texas Company

Concrete pre-cast panels outside of GAC Building at Surface Water Facilities

4.0 Cost Report and Financial Considerations

4.1 GRP PROGRAM AND GRP PROJECT CIP BUDGET(S)

Through January 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 January is provided 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 for the month of January, which include the following:

1.) Texas Water Development Board's (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; and

5.) TWDB Dfund, Series 2012A

6.) TWDB Dfund, Series 2013

Available funding after costs represents approximately 95.9% of the planned Program budget. Contracted commitments are summarized below in Table 4.1 for the month of January. 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 - January

	Previous 12/31/2013	January 2014 Activity	Year to Date (Thru 1/31/14)
A. Approved Funding	552,253,598.49	70,414.03	552,324,012.52
B. Available Funding After Costs	479,749,261.87	70,414.03	479,819,675.90
C. Approved Contracts	455,448,816.08	839,675.90	456,288,491.98
D. Project Close Out	(807,901.45)	(45.62)	(807,947.07)
E. Uncontracted Funding	25,108,347.24	(769,216.25)	24,339,130.99
F. Invoices Paid	181,549,393.53	10,842,212.06	192,391,605.59
G. Remaining Funds	298,199,868.34	(10,771,798.03)	287,428,070.31

4.0 Cost Report and Financial Considerations (Continued)

4.4 CONTRACT AMENDMENTS AND CHANGE ORDERS

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

4.5 CLAIMS

No claims were received this month.

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, continued to make progress in acquiring the land and easements necessary for the surface water transmission system. Nine easements were acquired in January; seven related to Segment W3 and two related to Segment C2. Final negotiations to acquire the remaining easements throughout the system are at or near final stages of completion. A cumulative summary of easement acquisition activity is provided in ***Exhibit 7***.

Ground Storage Tank Nos. 1 and 2 at Surface Water Facilities

5.0 Quality Assurance

5.1 FINAL DESIGN

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

5.2 PRE-CONSTRUCTION

There were no pre-proposal conferences held in January. The CM&I consultant and GRP Program Design Team conducted pre-construction conferences in January for Transmission Line Segments W3A and W3B and for the Standpipe and Fiber Optic Communications System projects.

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 Surface Water Facilities project site is progressing timely toward meeting the established SWF substantial completion date. Quality administration 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.

Intertwined rebar at Surface Water Facilities

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

Above: Belt Press Building at Surface Water Facilities

Below: Inside view of Intake Pump Station at Surface Water Facilities

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
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

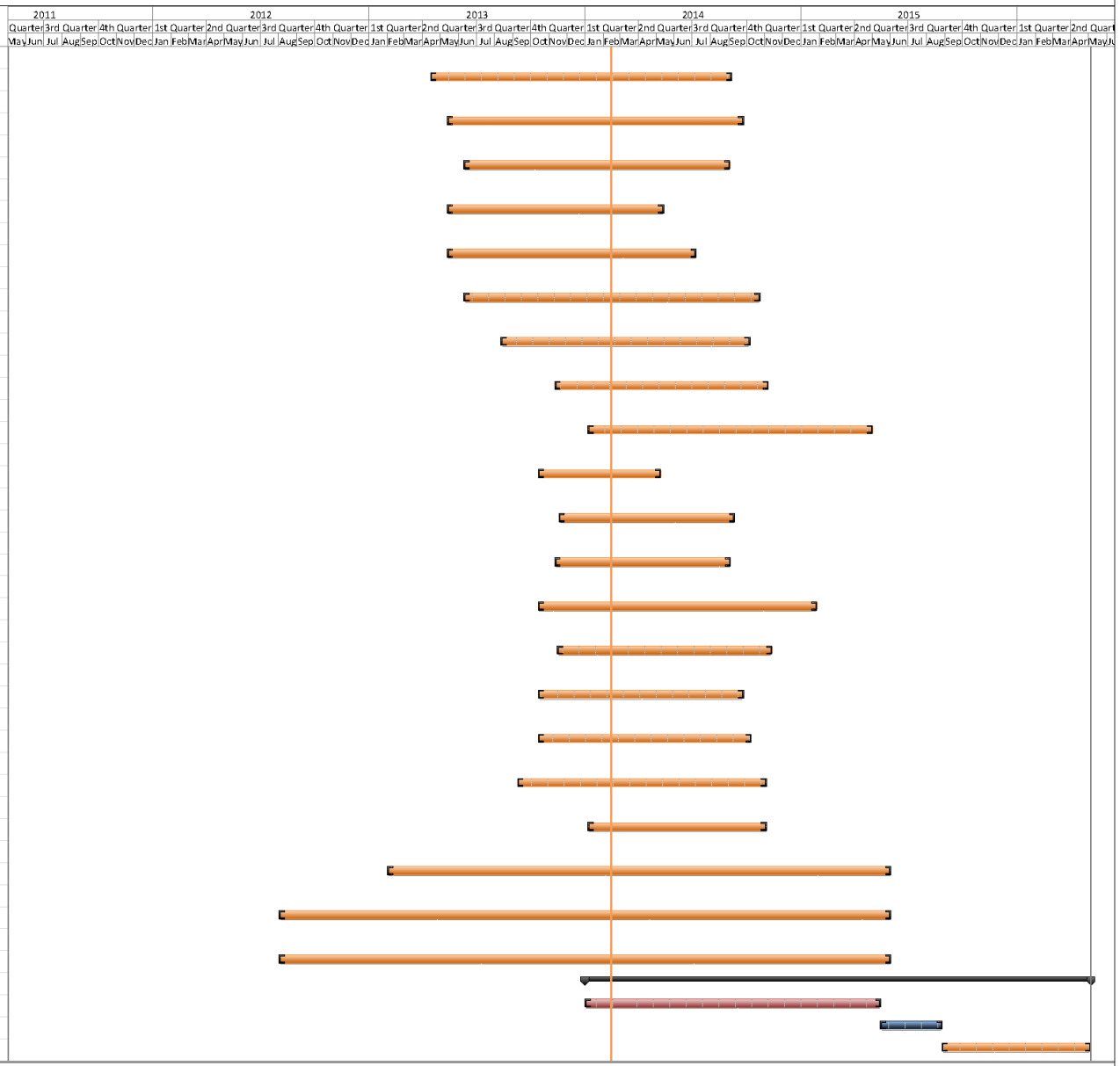


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Exhibit 2
GRP Program Estimate-At-Completion As of January 31, 2014

SERVICES	ESTIMATE-AT-COMPLETION
Pre-Engineering Phase Services	**$ 4,692,437**
(GRP Development, Environmental Studies, Pilot Plant, Surface Water Treatment Plant Site Survey)	
Engineering Phase Services	**$ 43,476,817**
(Planning, Preliminary Engineering, Final Engineering, Geotechnical, Survey, Metes & Bounds, Subsurface Utility Investigation, Environmental)	
Construction Phase Services	**$ 28,830,764**
(Engineering Services During Construction, Construction Management & Inspection [Transmission System], Construction Administration & Inspection [SWF], Material Testing)	
Construction	**$ 389,734,537**
(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	$ 4,747,234
Transmission Segment C2 - Construction	$ 9,465,579
Transmission Segment C3 - Construction	$ 5,220,931
Transmission Segment C4 - Construction	$ 5,371,167
Transmission Segment T1 - Construction	$ 15,248,034
Transmission Segment T2 - Construction	$ 14,053,125
Transmission Segment T3 - Construction	$ 10,801,955
Transmission Segment W1 - Construction	$ 16,207,322
Transmission Segment W2 - Construction	$ 34,126,951
Transmission Segment W3 - Construction	$ 16,804,928
Transmission Segment W4 - Construction	$ 3,839,434
Transmission System Standpipe	$ 2,486,884
Receiving Facilities - Construction	$ 16,558,667
Surface Water Facilities CMAR (GMP)	$ 190,704,740
Transmission System Fiber Optic - Construction	$ 3,029,704
Permanent Access Roadway Construction	$ 7,705,000
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)	$ 19,718,722
Non-Project Specific Contingency	$ 9,244,388
Program Management	**$ 10,819,738**
(GRP Program Management, Survey, Geotechnical, Transient, Corrosion, Legal Consultants)	
Land Acquisition	**$ 12,948,302**
(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 January 31, 2014

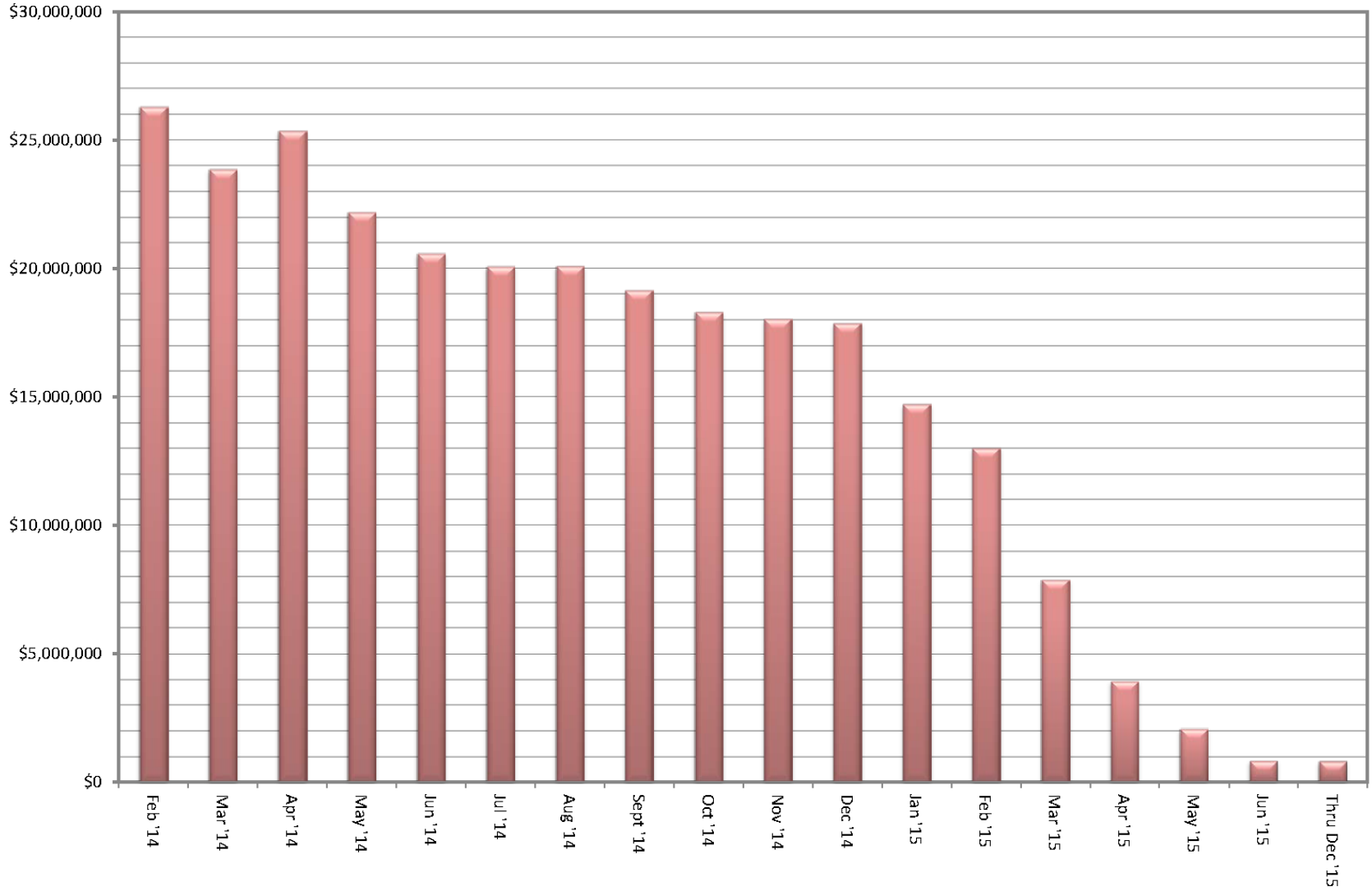

Exhibit 4

GRP Program Fund Data As of January 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 2014 (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 January 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)	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							$ 3,240.00	$ 3,240.00
	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**	**$ 3,240.00**	**$ 552,253,598.49**
B.	**Contracted Costs**								
	Contracts Completed	$ 17,811,662.84	$ 23,321,930.47	$ 4,478,360.74	$ -	$ -	$ -	$ -	$ 45,611,954.05
	Current Contract Values	$ 3,199,479.00	$ 28,774,442.89	$ 48,878,417.21	$ 161,159,055.87	$ 123,853,342.07	$ 8,772,001.13	$ 3,240.00	$ 374,639,978.17
	Change Orders	$ -	$ 2,873,912.12	$ 307,126.75	$ -	$ 1,051,732.02	$ -	$ -	$ 4,232,770.89
	Project Close Out	$ (315,554.78)	$ (492,328.15)	$ (18.51)	$ -	$ -	$ -	$ -	$ (807,901.44)
	Total	**$ 20,695,587.06**	**$ 54,477,957.33**	**$ 53,663,886.19**	**$ 161,159,055.87**	**$ 124,905,074.09**	**$ 8,772,001.13**	**$ 3,240.00**	**$ 423,676,801.67**
C.	**Expenditures**								
	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	$ 78,344.24	$ 6,983,141.16	$ 3,753,069.84	$ 19,153,726.68	$ 19,645,152.77	$ -	$ -	$ 49,613,434.69
	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
	Total	**$ 20,994,285.87**	**$ 58,701,668.38**	**$ 27,046,025.06**	**$ 68,739,865.41**	**$ 53,978,431.35**	**$ 6,916,531.18**	**$ -**	**$ 236,376,807.25**
D.	**Remaining**								
	Uncontracted Funds	$ 334,075.86	$ 19,044,395.25	$ 4,029,534.48	$ (0.00)	$ 8,502,986.92	$ 24,161,467.69	$ -	$ 56,072,460.20
	Funding Balance *	$ 505,714.13	$ 24,728,690.11	$ 40,423,974.94	$ 106,260,134.59	$ 111,021,568.65	$ 32,933,468.82	$ 3,240.00	$ 315,876,791.24

*Excluding net investment income

Exhibit 6

GRP Program Current Authorizations As of January 31, 2014

Surface Water Transmission System - Consultant Services

Project	Firm	Amount Authorized by Board
T1	Jones & Carter	$ 2,202,879.75
T2	Klotz Associates	$ 1,878,727.49
T3	Espey	$ 1,892,322.47
W1	LAN	$ 2,729,523.15
W2	Binkley & Barfield	$ 3,252,056.39
W3	Cobb Fendley	$ 3,932,308.00
W4	LJA	$ 1,366,335.57
C1	Dannenbaum	$ 961,635.69
C2	Schaumburg & Polk	$ 1,418,951.72
C3	Kimley Horn	$ 897,638.59
C4	RG Miller	$ 387,701.04
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		**$ 33,090,114.95**

Surface Water Facilities - Consultant Services

Project	Firm	Amount Authorized by Board
WTP	HDR Engineering	$ 18,583,442.54
HSPS	AECOM	$ 4,904,748.77
StandPipe	AECOM	$ 192,235.38
RWI&PS	Freese & Nichols	$ 3,954,773.35
CA&I	CDMSmith	$ 5,348,633.00
Subtotal - Surface Water Facilities		**$ 32,983,833.04**

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	$ 284,178.11
Access Rd/Misc Service	ACES	$ 857,366.25
SWF Surveying	S&V Surveying	$ 66,875.00
Land Acq	KDM	$ 421,592.70
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	$ 5,729,235.44
Subtotal - Program Consultant Services & Other Projects		**$ 22,890,500.84**

Active or Completed Construction Contracts

Exhibit 6 (con't)

GRP Program Current Authorizations As of January 31, 2014

Project	Firm	Amount Authorized by Board
GRP Bldg No. 1	Brookstone	$ 2,008,673.00
Bldg No. 1/Aqua Tx CMT	Aviles Engineering	$ 64,343.15
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	$ 535,181.17
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	$ 2,106,186.70
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	$ 13,383,928.25
Transmission Segment T3	S.J. Louis Construction of Texas Ltd	$ 10,287,576.00
Transmission Segment C1A	Garney Companies, Inc.	$ 3,837,683.40
Transmission Segment C1B	E.P. Brady, LTD.	$ 683,491.53
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	$ 6,952,400.00
Receiving Facilities North	Archer Western	$ 6,054,860.00
Transmission SCADA - Fiber Optic Construction	Fisk Electric Company	$ 2,885,432.35
Miscellaneous	Other Construction Contracts, Permits, Fees, etc.	$ 305,163.05
Subtotal - Construction Contracts		**$ 347,336,185.39**

Totals

	Amount Authorized by Board
Surface Water Transmission System - Consultant Services	$ 33,090,114.95
Surface Water Facilities - Consultant Services	$ 32,983,833.04
Program Consultant Services & Other Projects	$ 22,890,500.84
Active or Completed Construction Contracts	$ 347,336,185.39
Total	**$ 436,300,634.22**

Exhibit 7

GRP Program Land Acquisition Summary As of January 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	58	1
Transmission System Segment T2	0	0	0	0
Transmission System Segment T3	18	0	13	5
Transmission System Segment C1	19	0	17	2
Transmission System Segment C2	80	2	75	5
Transmission System Segment C3	34	0	21	13
Transmission System Segment C4	4	0	3	1
Transmission System Segment W1	32	0	32	0
Transmission System Segment W2	10	0	10	0
Transmission System Segment W3	177	7	165	12
Transmission System Segment W4	9	0	9	0
Totals:	442	9	403	39

[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 Five Months Ending January 31, 2014

	Jan	Fiscal Year To Date				Fiscal Budget	
	Actual	Actual	Budget	Variance	% Variance	Total Year Budget	Actual YTD % of Total Year Budget
OPERATING REVENUES							
GRP pumping fees	$ 2,094,940	$ 11,417,897	$ 13,401,365	$ (1,983,468)	(15%)	$ 34,118,874	33%
TOTAL OPERATING REVENUES	**$ 2,094,940**	**$ 11,417,897**	**$ 13,401,365**	**$ (1,983,468)**	**(15%)**	**$ 34,118,874**	**33%**
OPERATING EXPENSES							
Payroll & employee benefit expenses	$ 307,723	$ 1,163,282	$ 1,957,419	$ 794,136	41%	$ 4,644,900	25%
Professional fees	64,208	229,124	343,365	114,241	33%	813,000	28%
Purchased & contracted services	15,106	52,388	99,947	47,559	48%	239,871	22%
Supplies, materials & utilities	3,004,509	3,252,556	3,398,771	146,215	4%	3,747,401	87%
Maintenance repairs, parts & rentals	258	7,388	8,900	1,512	17%	17,160	43%
General & administration	61,070	251,186	353,540	102,354	29%	850,563	30%
TOTAL OPERATING EXPENSES	**$ 3,452,875**	**$ 4,955,925**	**$ 6,161,942**	**$ 1,206,016**	**20%**	**$ 10,312,895**	**48%**
NON-OPERATING REVENUES & EXPENSES							
Interest on investments	$ 71,011	$ 216,761	$ 292,113	$ (75,352)	(26%)	$ 696,936	31%
Other revenues	2,129	2,129		2,129	100%	-	0%
Interest expense*	(1,791,964)	(8,829,211)	(4,863,594)	(3,965,617)	82%	(14,844,597)	59%
TOTAL NON-OPERATING (EXCLUDING ITEMS NOT BUDGETED)	**$ (1,718,823)**	**$ (8,610,320)**	**$ (4,571,481)**	**$ (4,038,839)**	**88%**	**$ (14,147,661)**	**61%**
NET INCOME (LOSS) (EXCLUDING ITEMS NOT BUDGETED)	**$ (3,076,758)**	**$ (2,148,349)**	**$ 2,667,942**	**$ (4,816,290)**	**(181%)**	**$ 9,658,318**	**(22%)**
NON-OPERATING REVENUES & EXPENSES (NOT BUDGETED)							
Depreciation	$ (22,628)	$ (112,984)	$ -	$ (112,984)	100%	$ -	0%
Amortized debt issuance expense	-	-	-	-	0%	-	0%
TOTAL NON-OPERATING (NOT BUDGETED)	**$ (22,628)**	**$ (112,984)**	**$ -**	**$ (112,984)**	**100%**	**$ -**	**0%**
NET INCOME (LOSS) (BUDGETED AND NOT BUDGETED)	**$ (3,099,386)**	**$ (2,261,332)**	**$ 2,667,942**	**$ (4,929,274)**	**(185%)**	**$ 9,658,318**	**(23%)**

**The Budget is a cash basis budget however the actual interest expense is accrued monthly. Seven months of 2012A Bond payments were funded by the bond issue and are reflected on the Balance Sheet in Restricted Assets Debt Service Funds, Investments. The Interest Expense appears over-budget due to not budgeting for the pre-funded bond payments.*

Exhibit 8 (con't)

GRP Division

Clarification of Actual & Budget Variances

Category	YTD - Driver	January 2014	FYTD 2014
GRP Pumping Fees	Usage variance due to weather conditions.	278	(1,983)
Payroll and related expenses	Budgeted positions not filled as scheduled	192	794
Professional Fees	Professional fees less than budgeted.	5	114
Purchased & Contracted Services	Purchased and contracted services less than budgeted.	5	48
Supplies, Materials, Utilities, Maintenance, Repairs, Parts & Rentals	Travel, fuel, office supplies, phones, utilities, recruiting and misc. expenses less than budgeted.	37	112
	Reservation Fee-COH 2013 Actuals	(123)	(123)
	Additional Water Supply		157
	Maintenance repairs, parts & rentals expense less than budgeted.	1	2
General & Administration	Allocated labor and related expenses less than budgeted, anticipated a quicker rate of growth than has been actualized.	9	102
Non-Operating	Interest/Investment Income	15	(73)
	Depreciation expense	(23)	(113)
	Bond Issuance Cost Amort expense		-
	Bond interest expense	(727)	(3,966)
		(331)	**(4,929)**

Exhibit 9

GRP Program Monthly Meeting Log For January 2014

Meeting	Subject of Meeting	Location	Date	Participants
Segment W3A Pre-Construction Meeting	Segment W3A	GRP Building	1/6/2014	SJRA Staff, GRP Program Team and Consultant Team
Segment W3B Pre-Construction Meeting	Segment W3B	GRP Building	1/6/2014	SJRA Staff, GRP Program Team and Consultant Team
Standpipe Pre-Construction Meeting	Standpipe	GRP Building	1/7/2014	SJRA Staff, GRP Program Team and Consultant Team
FONCS Pre-Construction Meeting	FONCS	GRP Building	1/13/2014	SJRA Staff, GRP Program Team and Consultant Team
GRP Review Committee Meeting	Board Agenda Items	G&A Building	1/21/2014	GRP Review Committee, SJRA Staff and General Public
SJRA Board of Directors Meeting	Board Agenda Items	G&A Building	1/23/2014	SJRA Board of Directors, SJRA Staff and General Public
CMAR Coordination Meetings	CMAR	GRP Building	Weekly	SJRA Staff, GRP Program Team and Consultants
Construction Administration and Inspection Meetings	CA&I	GRP Building	Weekly	SJRA Staff, GRP Program Team and CA&I Team
Land Acquisition Conference Calls	Land Acquisition	GRP Building, Andrews Kurth	Weekly	Andrews Kurth and SJRA Staff
Water Receiving Facilities-South Progress Meetings	WRF-S	GRP Building	Weekly	SJRA Staff, GRP Program Team and Consultant Team
Segments W2A and W2B Progress Meetings	Segments W2A and W2B	GRP Building	Weekly	SJRA Staff, GRP Program Team and Consultant Team
Segments C1A and C1B Bi-Weekly Progress Meetings	Segments C1A and C1B	GRP Building	Bi-Weekly	SJRA Staff, GRP Program Team and Consultant Team
Water Receiving Facilities-North Progress Meeting	WRF-N	GRP Building	Monthly	SJRA Staff, GRP Program Team and Consultant Team

Exhibit 9 (con't)

GRP Program Monthly Meeting Log For January 2014

Meeting	Subject of Meeting	Location	Date	Participants
Segments W1A and W1B Progress Meetings	Segments W1A and W1B	GRP Building	Monthly	SJRA Staff, GRP Program Team and Consultant Team
Segments T1, T2 and T3 Progress Meetings	Segments T1, T2 and T3	GRP Building	Monthly	SJRA Staff, GRP Program Team and Consultant Team
Segments W3, W4, C2, C3, and C4 Monthly Status Meetings	Segments W3, W4, C2, C3, and C4	GRP Building	Monthly	SJRA Staff, GRP Program Team and Consultant Team
Surface Water Facility Progress Meeting	Surface Water Facilities	GRP Building	Bi-Monthly	SJRA Staff, CMAR, CA&I and Consultant Team
Standpipe Progress Meeting	Standpipe	GRP Building	Bi-Monthly	SJRA Staff, GRP Program Team and Consultant Team

Surface Water Facilities Construction Photos

EXHIBIT 10 SWF Construction Photos

Surface Water Treatment Process Flowchart Diagram

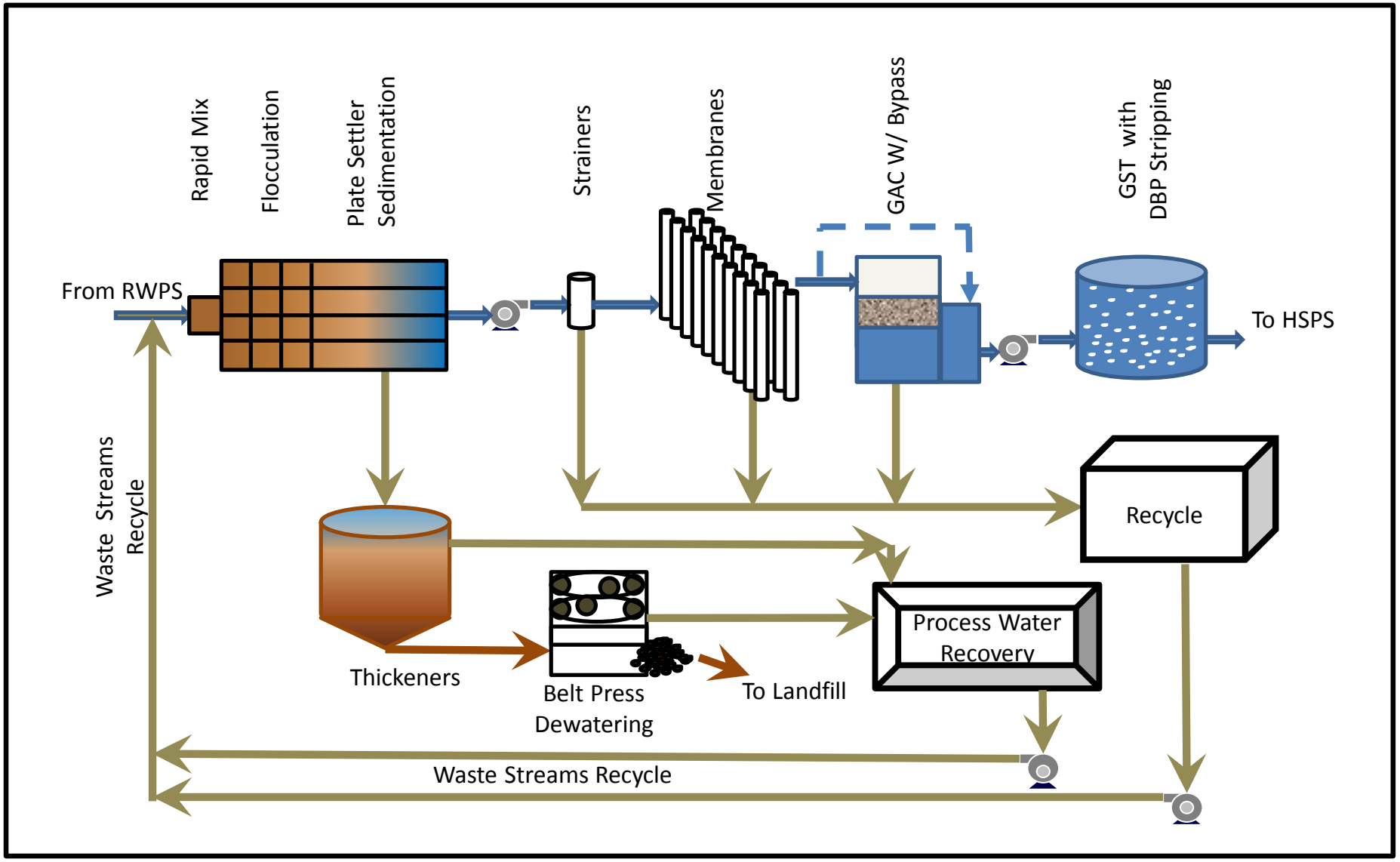
Rapid Mix
Flocculation
Plate Settler Sedimentation
Strainers
Membranes
GAC W/ Bypass
GST with DBP Stripping
From RWPS
To HSPS
Waste Streams Recycle
Recycle
Thickeners
Belt Press Dewatering
To Landfill
Process Water Recovery
Waste Streams Recycle

EXHIBIT 10 (con't) SWF Construction Photos

❶ ***Masonry installation at Raw Water Intake***

EXHIBIT 10 (con't) SWF Construction Photos

❷ ***Elevated walkway construction at the Pretreatment Facilities***

EXHIBIT 10 (con't) SWF Construction Photos

❸ ***Interior pipe trench at Membrane Building***

EXHIBIT 10 (con't) SWF Construction Photos

❹ ***Exterior view of GAC Building***

EXHIBIT 10 (con't) SWF Construction Photos

❺ ***Pump room at High Service Pump Station***

EXHIBIT 10 (con't) SWF Construction Photos

❻ ***Pre-cast structure installation at Blower Building***

EXHIBIT 10 (con't) SWF Construction Photos

❼ ***Interior view of Chemical Storage Basin pedestals***

EXHIBIT 10 (con't) SWF Construction Photos

❽ ***Backwash Equalization Basin deck***

EXHIBIT 10 (con't) SWF Construction Photos

❾ ***Second floor deck installation at Dewatering Building***

EXHIBIT 10 (con't) SWF Construction Photos

❿ ***Wall construction of thickeners***

EXHIBIT 10 (con't) SWF Construction Photos

⓫ ***Water recovery basins and pump station***

EXHIBIT 10 (con't) SWF Construction Photos

⓬ ***Masonry installation at Operations Building***

Transmission Line System Construction Photos

EXHIBIT 11 Transmission Line System Construction Photos

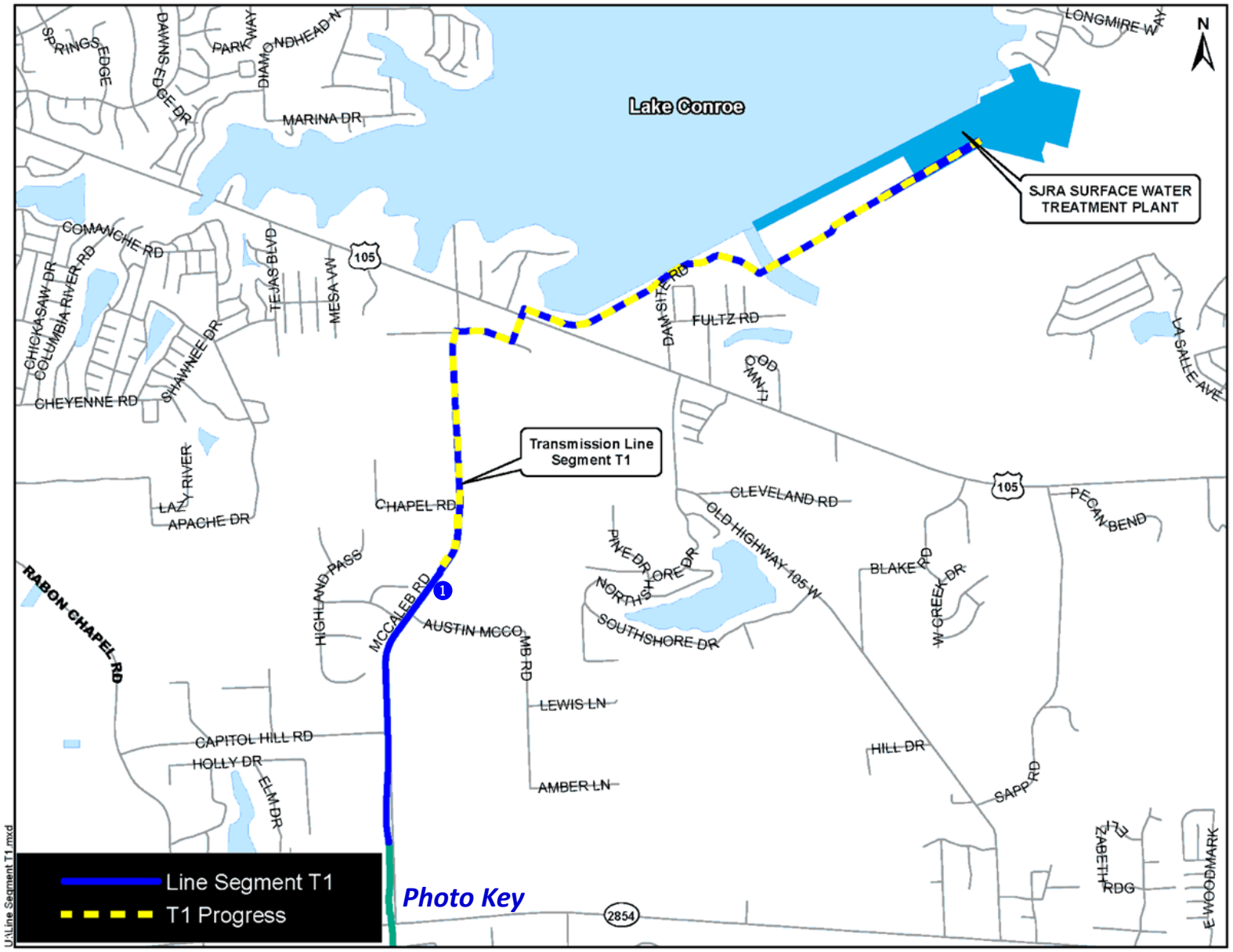

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment T1 - 60-inch pipe installation along McCaleb Road***

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

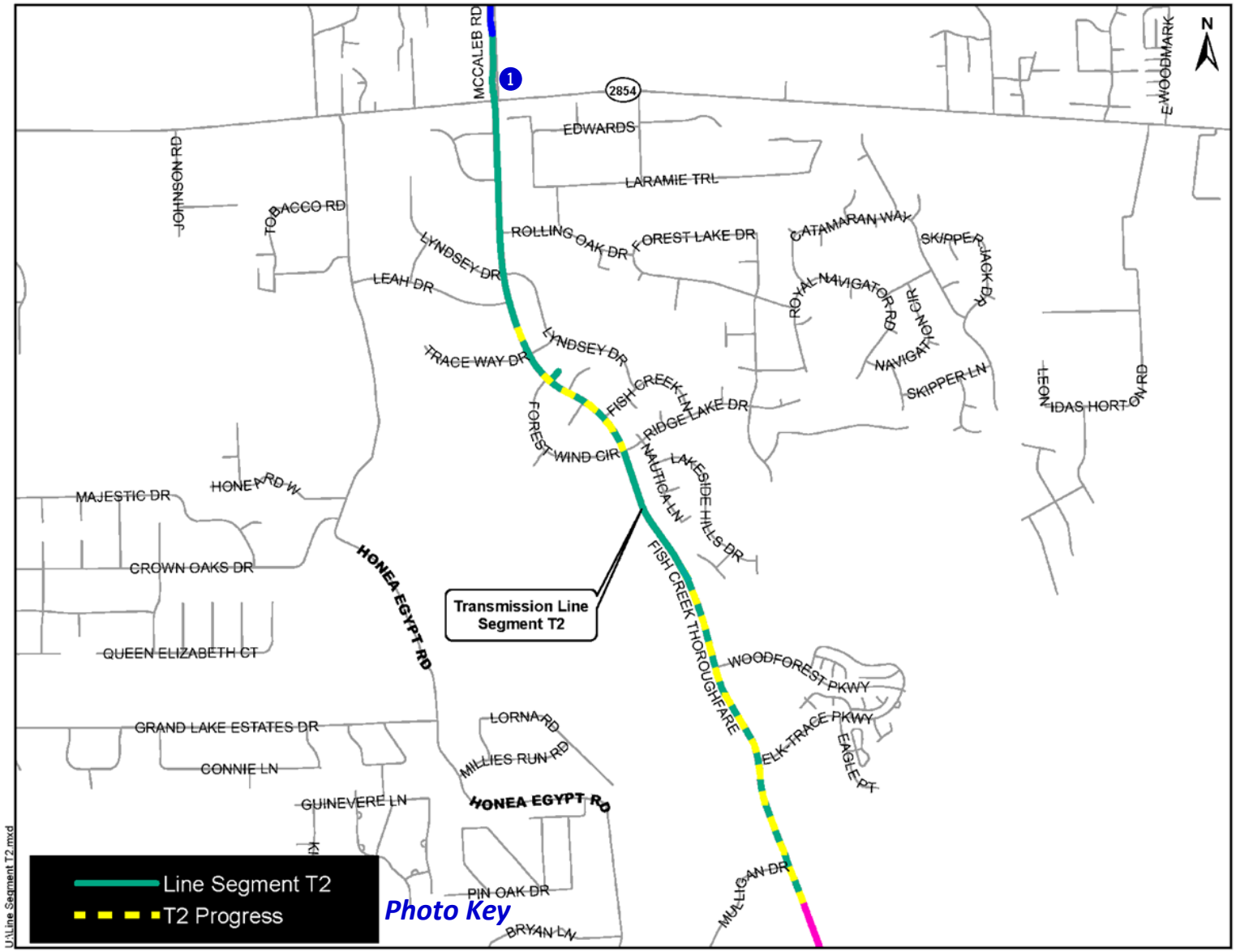

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment T2 - Tunnel operation for FM 2854 and BNSF Railroad crossing***

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

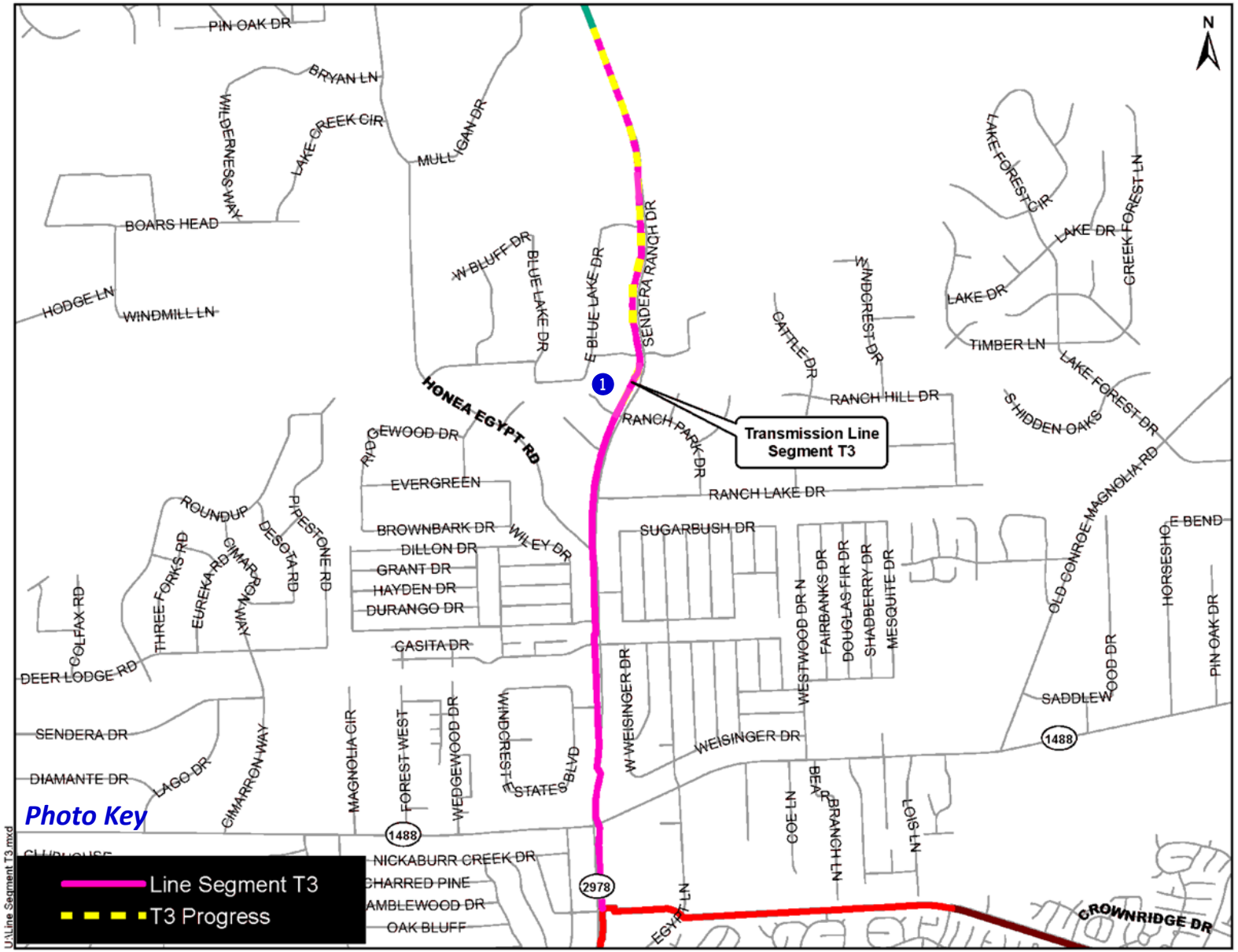

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment T3—54-inch pipe installation along Fish Creek Thoroughfare***

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

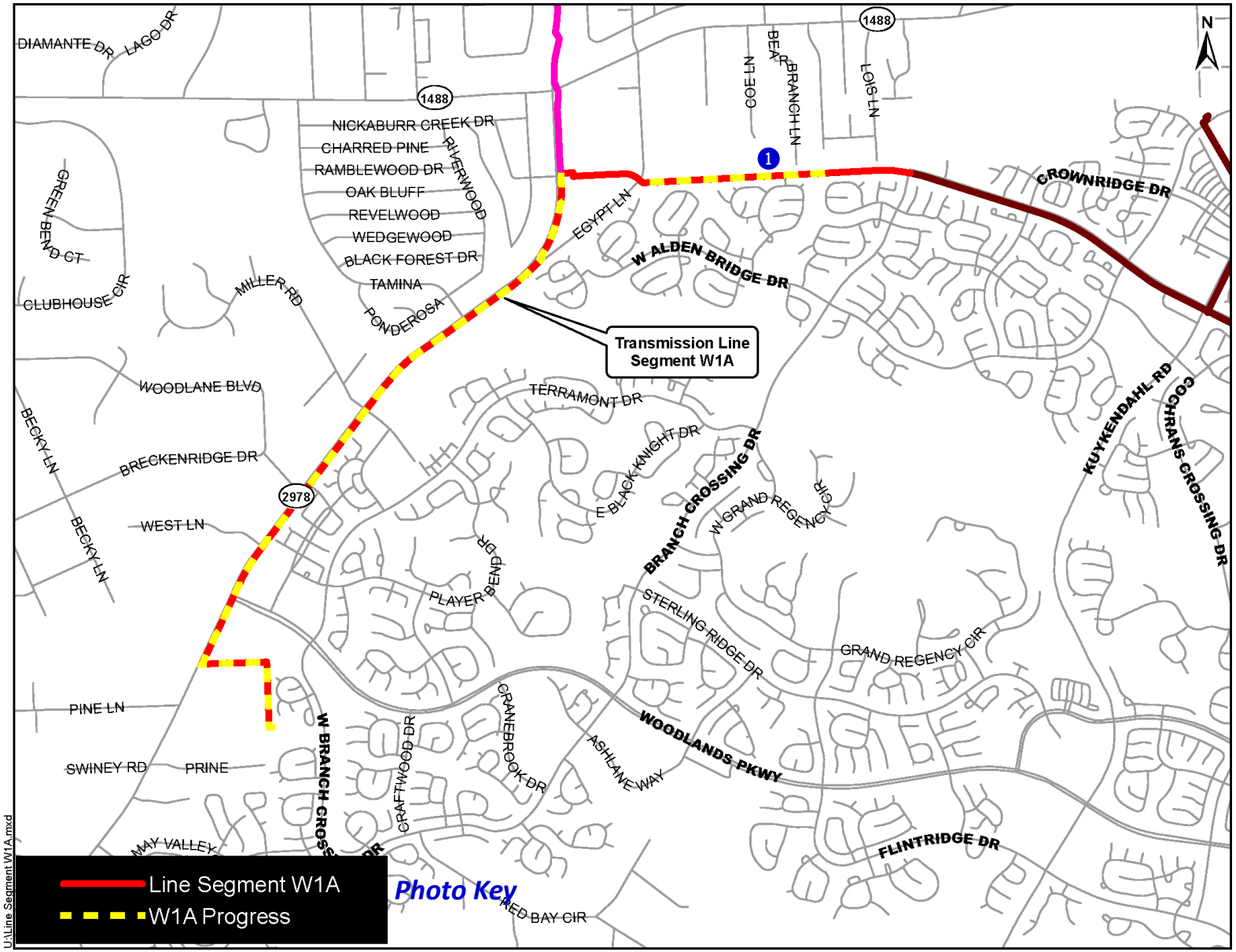

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W1A—48-inch pipe installation along future Research Forest Drive***

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

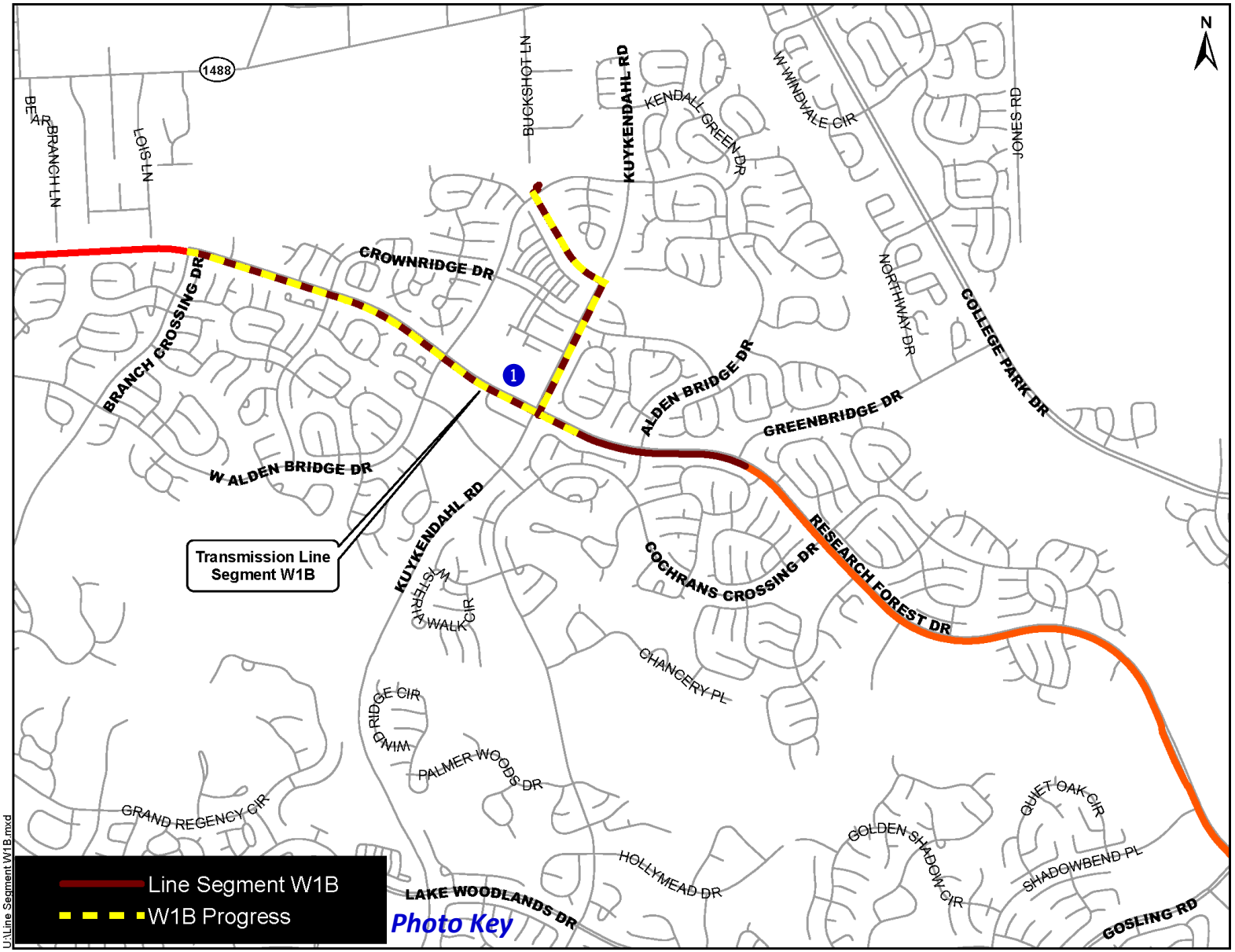

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W1B - Concrete pavement replacement along Research Forest Drive near Kuykendahl Road***

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

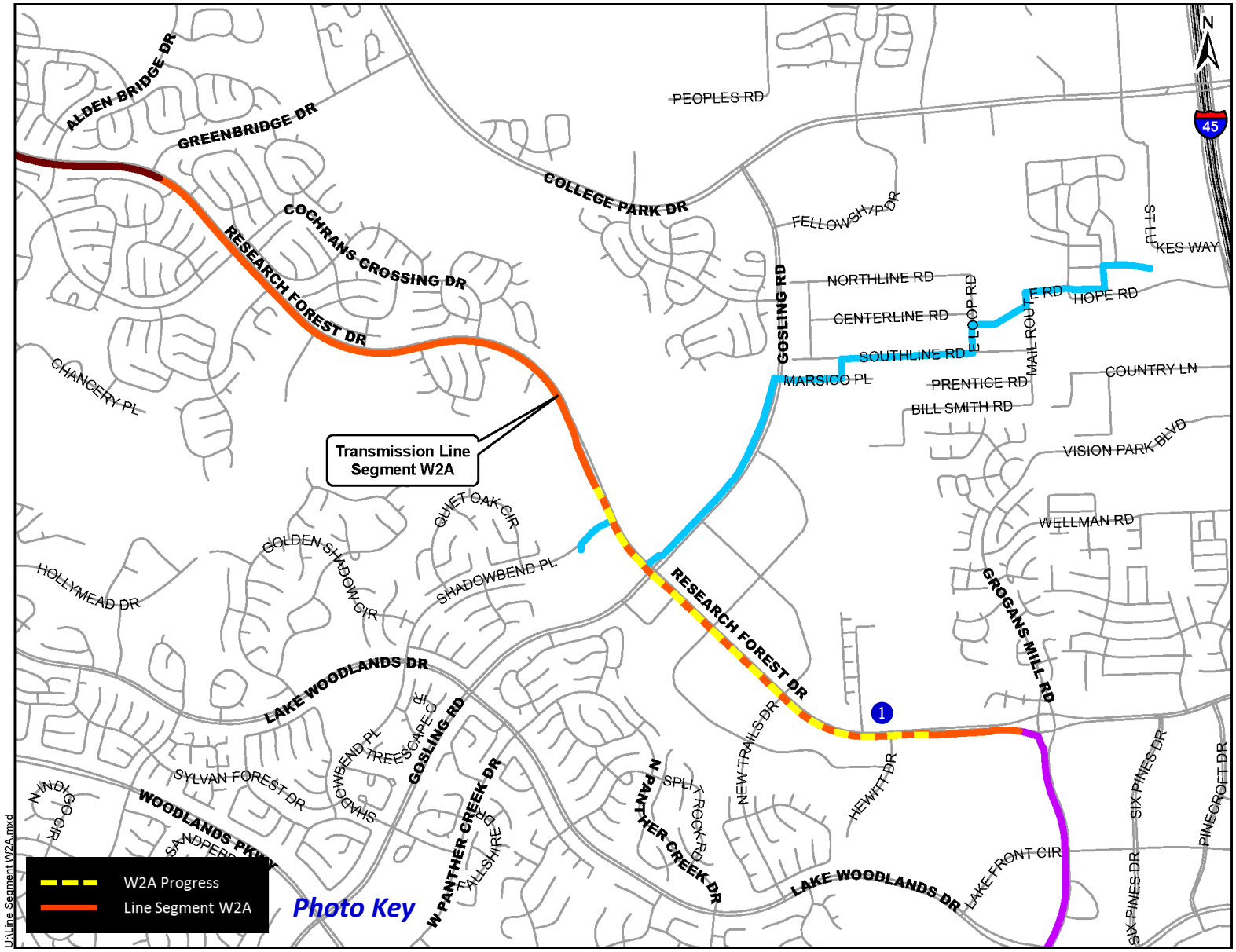

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W2A - Concrete pavement replacement at Research Forest Drive and Lakeside Boulevard***

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

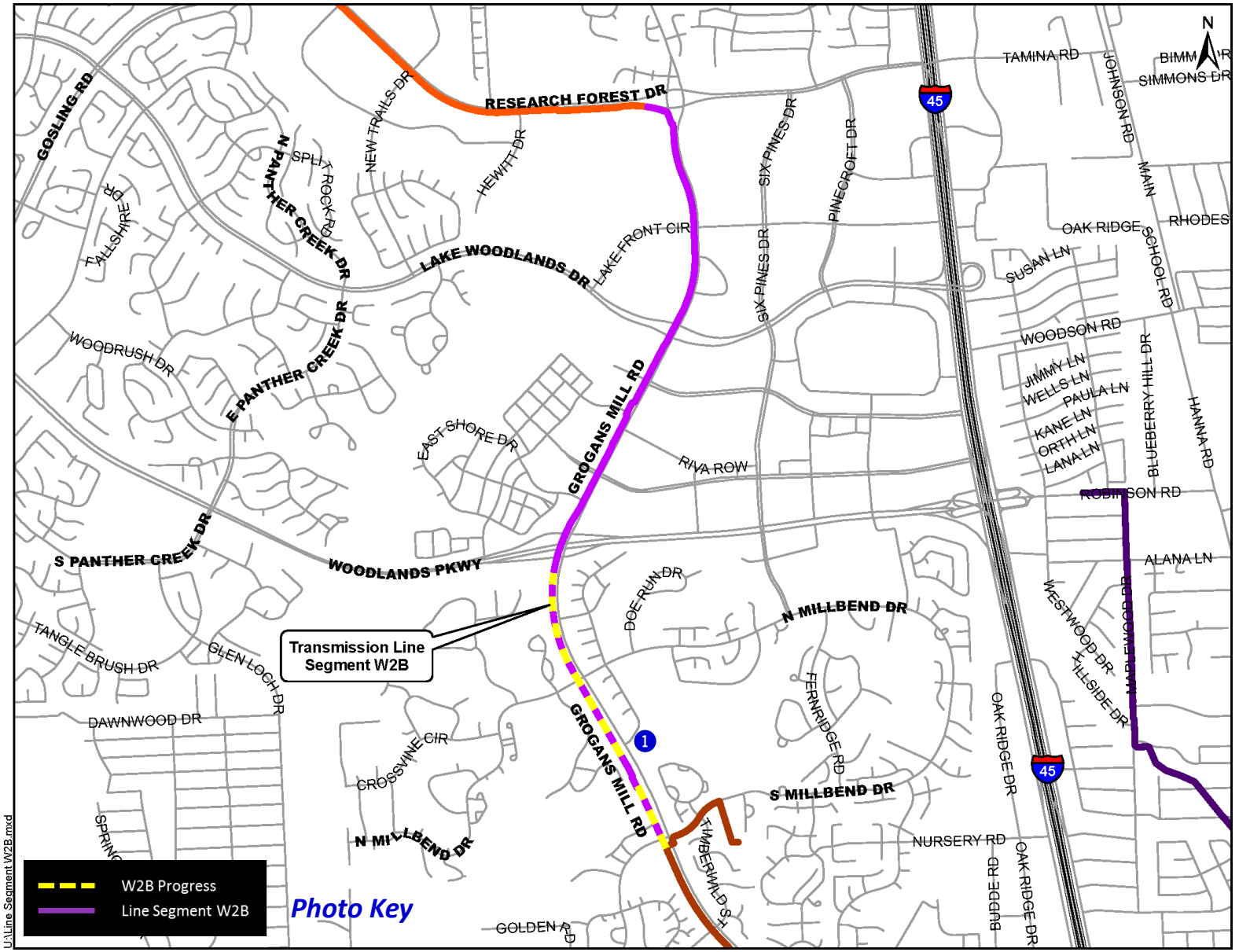

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W2B - 30-inch aerial pipe crossing at Panther Branch along Grogans Mill Road***

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

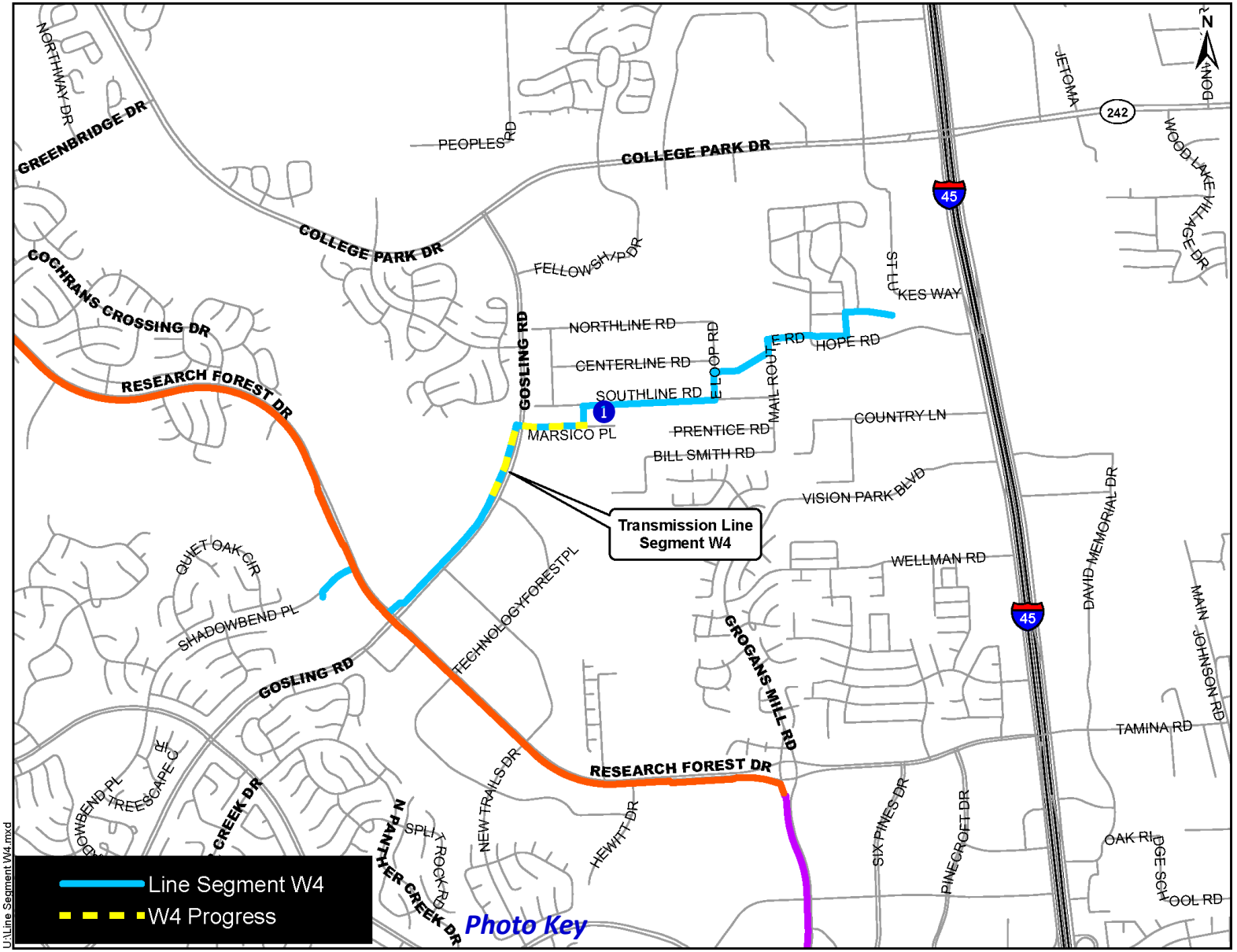

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment W4 - Pipe fusing operation along Southline Road***

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

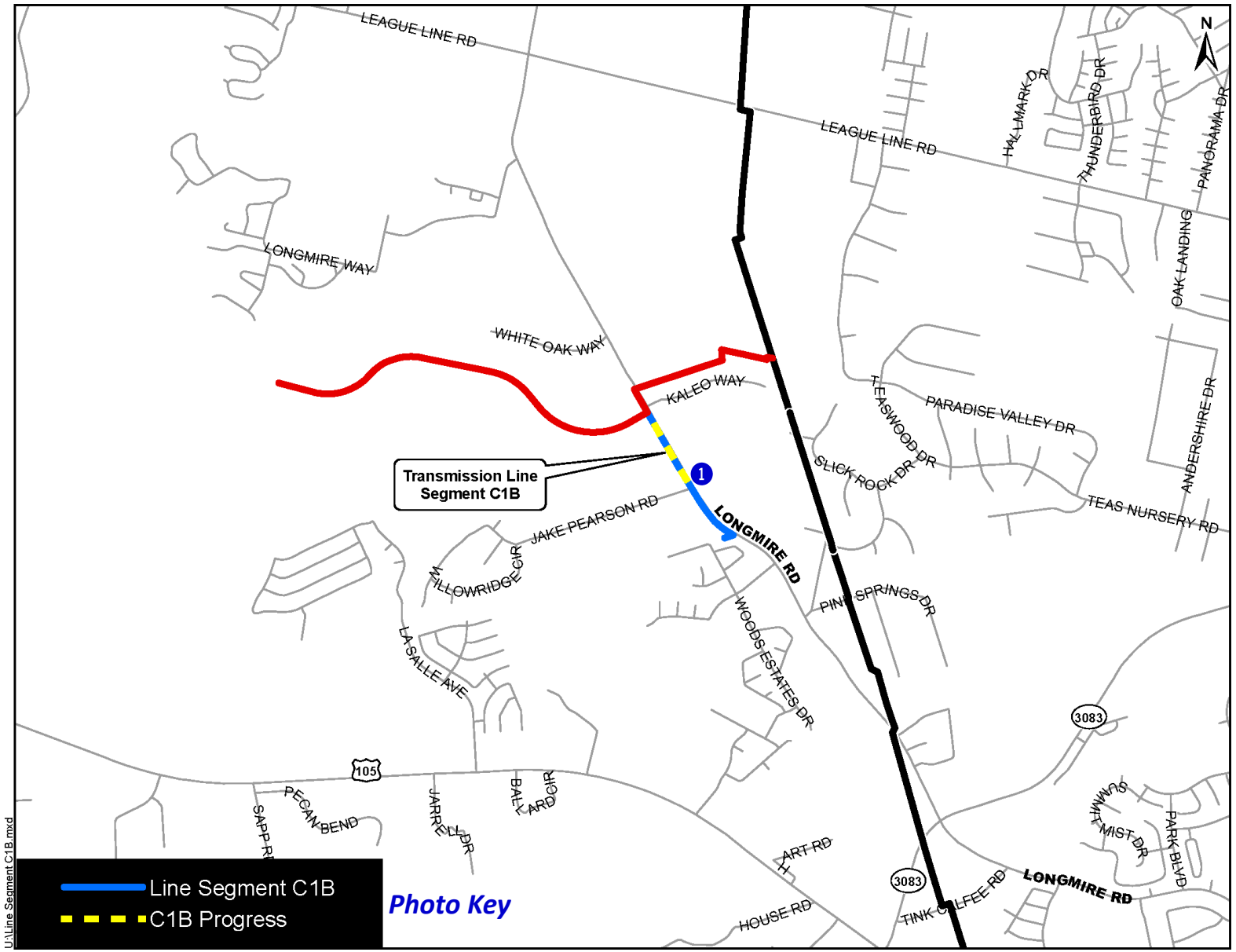

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment C1B - 16-inch PVC pipe installation along Longmire Road***

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

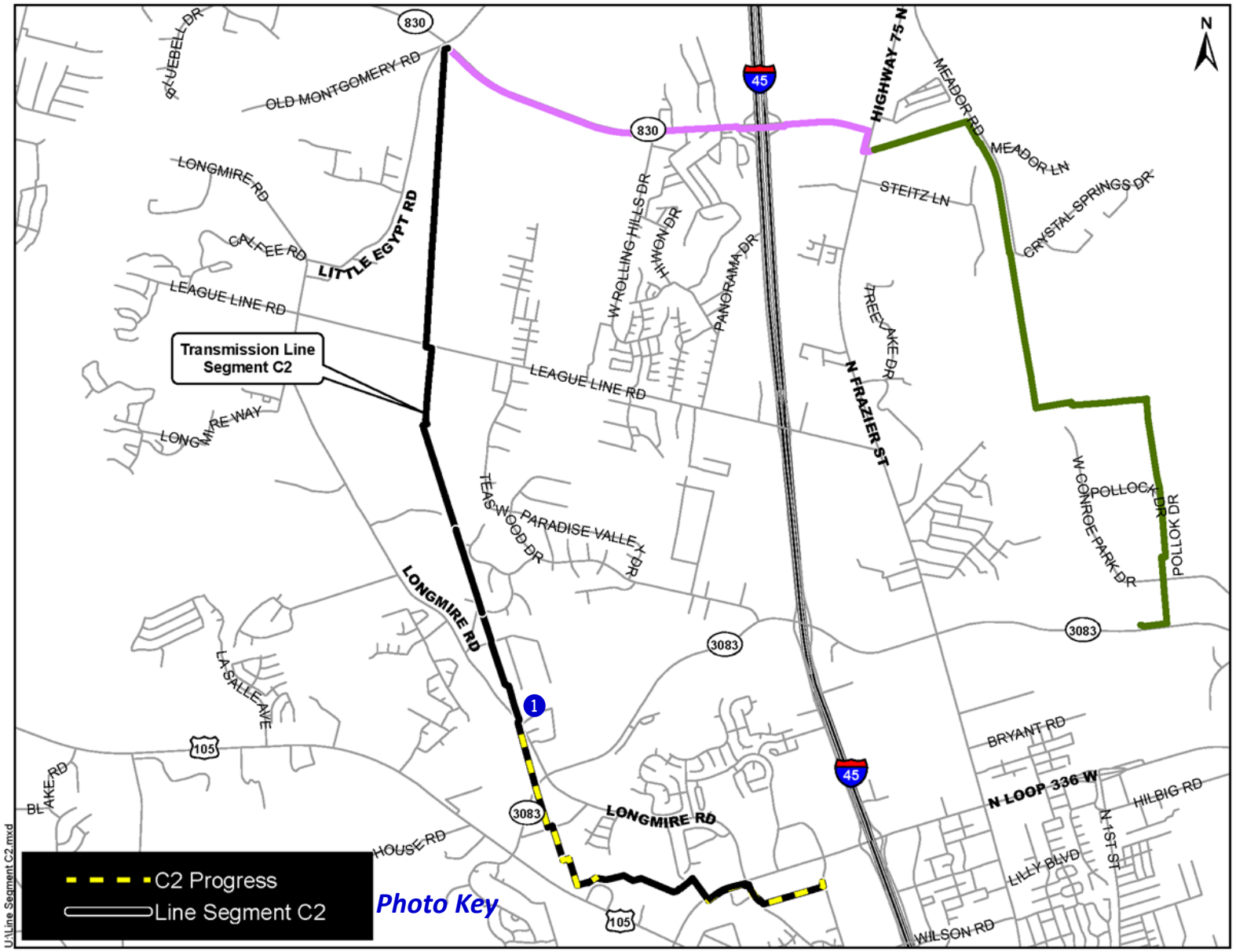

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Segment C2—Tunnel operation for 16-inch pipe crossing Longmire Road***

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

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

❶ ***Segment C3—Fiber optic conduit installation at Tom Stinson Drive and Pollok Drive***

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

WATER RECEIVING FACILITIES—NORTH

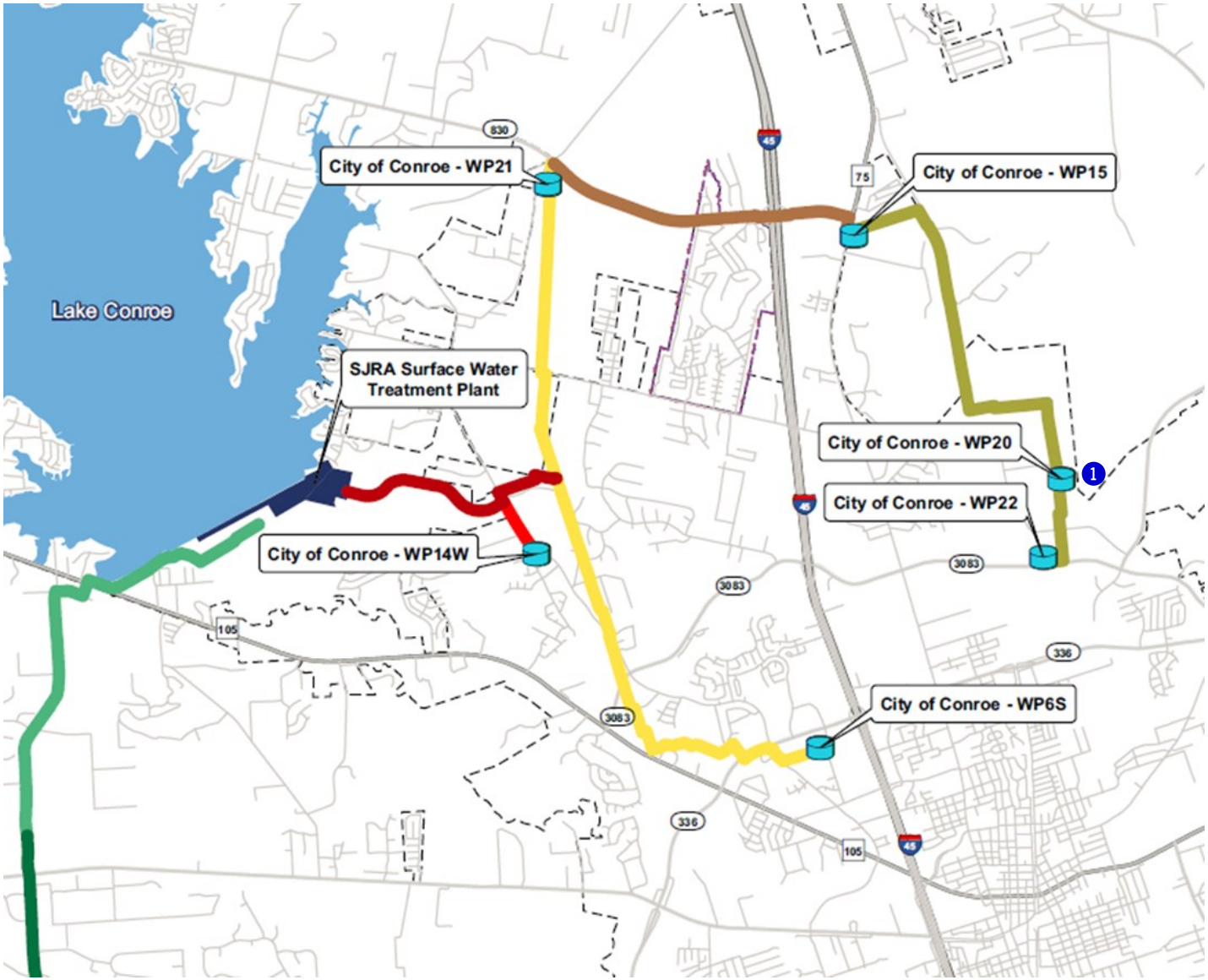

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Water Receiving Facilities—North— Yard piping installation at City of Conroe Water Plant No. 20***

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

WATER RECEIVING FACILITIES—SOUTH

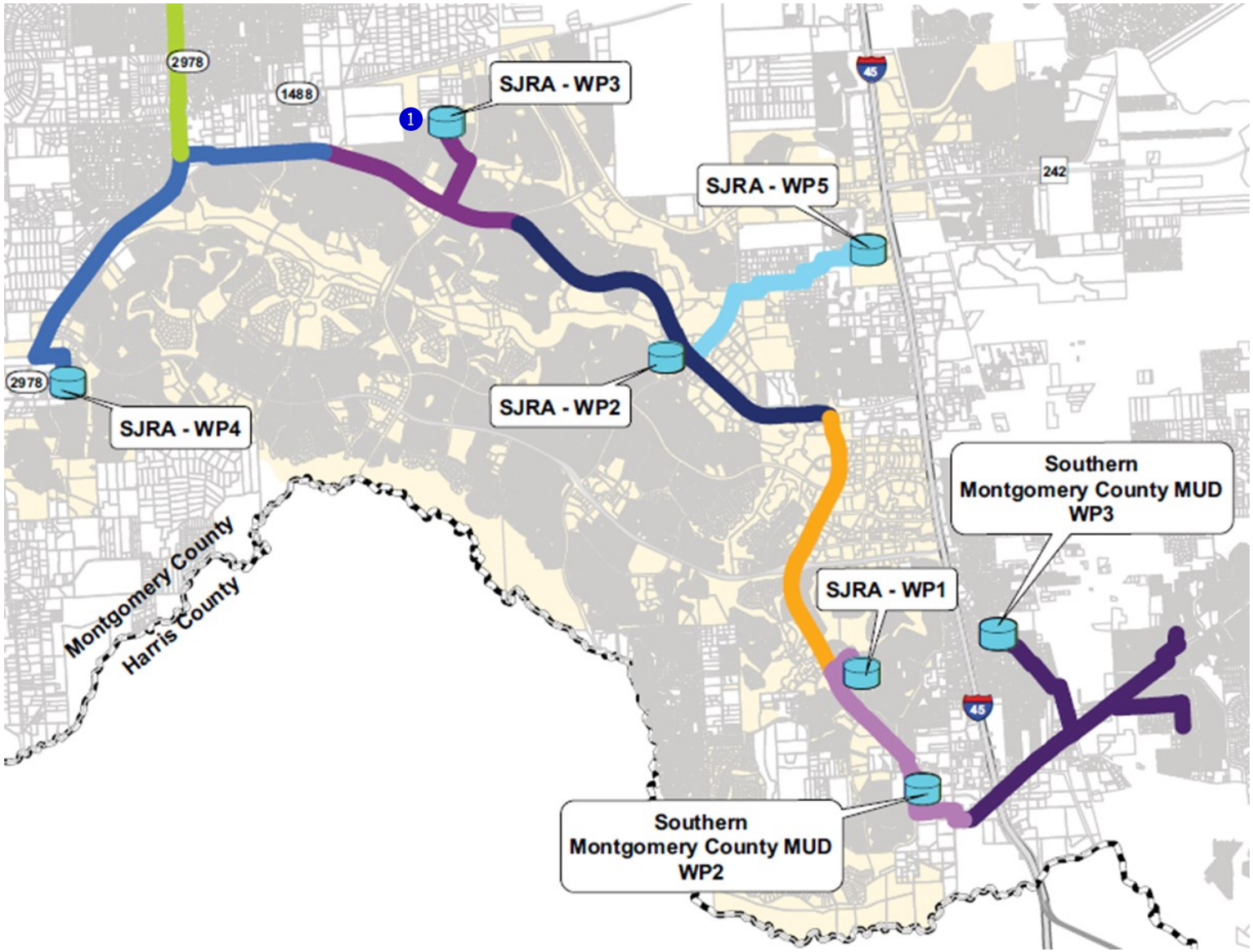

EXHIBIT 11 (con't) Transmission Line System Construction Photos

❶ ***Water Receiving Facilities—South—Yard piping installation at SJRA Water Plant No. 3***

EXHIBIT 12 Surface Water Standpipe Construction Photos

Surface Water Standpipe

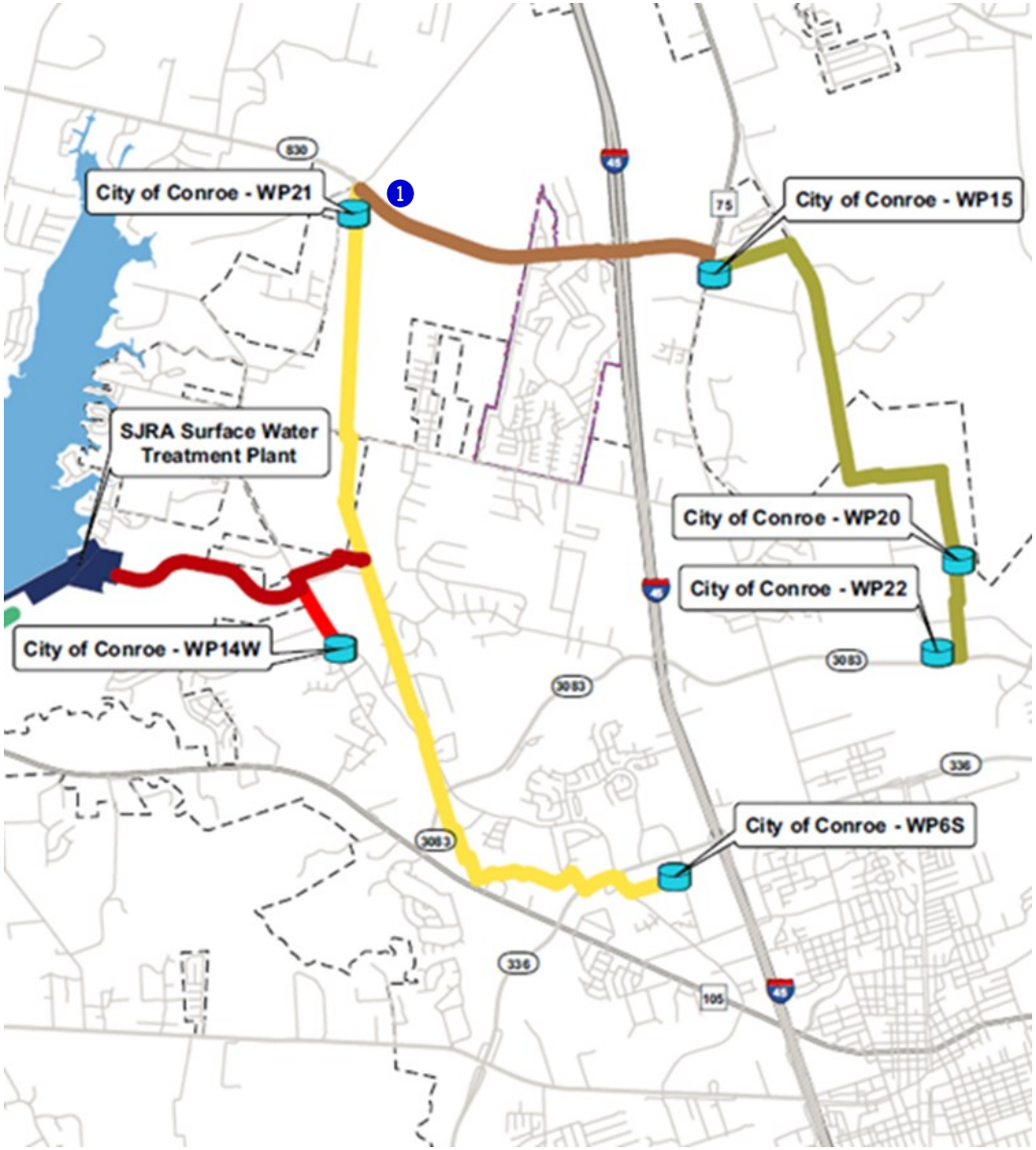

EXHIBIT 12 (con't) Surface Water Standpipe Construction Photos

❶ ***Cleared Standpipe site adjacent to Conroe Water Plant No. 21***