
**EXTENSION AGREEMENT
BETWEEN
THE CITY AND COUNTY OF SAN FRANCISCO
AND
THE TURLOCK IRRIGATION DISTRICT**

1. PARTIES

This Extension Agreement is made by and between the CITY AND COUNTY OF SAN FRANCISCO, a California municipal corporation, hereinafter called “City”, acting by and through its PUBLIC UTILITIES COMMISSION, hereinafter called “Commission”, and the TURLOCK IRRIGATION DISTRICT, a California irrigation district, hereinafter called “Turlock”, hereinafter sometimes referred to individually as a “Party” and collectively as the “Parties”.

2. RECITALS

Whereas, The Parties entered into the Amended and Restated Long Term Power Sales Agreement (“ARLTPSA”) effective February 14, 2004 for the purchase and sale of electric energy from the Hetch Hetchy generating facility pursuant to the Raker Act;; and;

Whereas, The ARLTPSA will expire on June 30, 2015;; and;

Whereas, The Parties will be engaged in negotiations for an agreement to replace the ARLTPSA upon expiration;; and;

Whereas, The Parties have agreed that additional time is necessary to reach final agreement on the terms and conditions of the new agreement;; and;

Whereas, The Parties hereby enter this Extension Agreement on the terms set forth herein, the consideration of which is acknowledged by both Parties to be sufficient therefor.

3. AGREEMENT AND AMENDMENT

For and in consideration of the mutual covenants and conditions hereinafter set forth, the Parties agree as follows:

3.1 The term of the ARLTPSA is hereby extended to 2400 hours on June 30, 2016 (“Extension Term”).

3.2 The terms and conditions of the ARLTPSA, including the Appendices thereto, will continue in full force and effect throughout the Extension Term.

3.3 All references to “2015” in the ARLTPSA, including in Section 4.91, Section 5, and Section 24.1 of the ARLTPSA, and Section 5 of Appendix D of the ARLTPSA, shall be amended to “2016” to be consistent with the Extension Term and to reflect the Parties’ intent that the status quo be preserved during the Extension Term.

3.4 The Parties shall continue negotiations on a new agreement to replace the ARLTPSA in a diligent and timely manner.

3.5 This Extension Agreement shall automatically expire upon the earlier of (a) the effective date of a fully executed replacement agreement between the Parties, or (b) the expiration of the Extension Term.

4. TIME IS OF THE ESSENCE

Time is of the essence with reference to all provisions of this Extension Agreement.

5. EXECUTION IN COUNTERPARTS.

The Parties agree that this Extension Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the Parties have caused this Extension Agreement to be executed in triplicate by their respective offices thereunto duly authorized this _____ day of _____, 20____.

PUBLIC UTILITIES COMMISSION OF
THE CITY AND COUNTY OF SAN
FRANCISCO

TURLOCK IRRIGATION DISTRICT

By: _____
Harlan Kelly
General Manager
City

By: _____
Casey Hashimoto
General Manager
Turlock

APPROVED AS TO FORM:

DENNIS HERERRA
City Attorney

By: _____
Deputy City Attorney