AMENDMENT No. 1

TO THE AMENDED AND RESTATED GILA RIVER INDIAN COMMUNITY WATER RIGHTS SETTLEMENT AGREEMENT

THIS AMENDMENT No. 1 TO THE AMENDED AND RESTATED GILA RIVER INDIAN COMMUNITY WATER RIGHTS SETTLEMENT AGREEMENT, dated as of __________________________ is entered into among the United States of America; the State of Arizona; the Gila River Indian Community; the Salt River Project Agricultural Improvement and Power District; the Salt River Valley Water Users’ Association; the Roosevelt Irrigation District; the Roosevelt Water Conservation District; Arizona Water Company; the Arizona cities of Casa Grande, Chandler, Coolidge, Glendale, Goodyear, Mesa, Peoria, Phoenix, Safford, Scottsdale, and Tempe; the Arizona towns of Florence, Mammoth, Kearny, Duncan and Gilbert; the Maricopa-Stanfield Irrigation & Drainage District; the Central Arizona Irrigation and Drainage District; Franklin Irrigation District; Gila Valley Irrigation District, the San Carlos Irrigation and Drainage District; the Hohokam Irrigation and Drainage District; the Buckeye Irrigation Company; the Buckeye Water Conservation and Drainage District; Central Arizona Water Conservation District; Phelps Dodge Corporation; and the Arizona Game and Fish Commission.
1.0 RECITALS

1.1 WHEREAS, on or about October 21, 2005, the Parties finalized the terms of the Agreement;

1.2 WHEREAS, the October 21, 2005 version of the Agreement (hereinafter “October 21, 2005 Version”) was:
   
   1.2.1 submitted to the Secretary for her approval and execution as provided in the Arizona Water Settlements Act, Public Law 108-451; and

   1.2.2 distributed to the Parties via compact disk;

1.3 WHEREAS, certain Parties, including the Secretary, executed the October 21, 2005 Version; and

1.4 WHEREAS, the Parties wish to address certain errors and omissions in specific Exhibits to the October 21, 2005 Version through this Amendment No. 1.

NOW, THEREFORE, the Parties agree as follows:

2.0 DEFINITIONS

2.1 For purposes of this Amendment No. 1, the capitalized terms shall have the meanings set forth in the October 21, 2005 Version.
2.2 “Amendment No. 1” shall mean this Amendment No. 1 to the Amended and Restated Gila River Indian Community Water Rights Settlement Agreement.

3.0 AMENDMENT TO OCTOBER 21, 2005 VERSION

3.1 The October 21, 2005 Version is amended by replacing the version of:

3.1.1 the Amended and Restated Agreement Between the Gila River Indian Community, the San Carlos Irrigation and Drainage District, the United States and the City of Safford attached to the October 21, 2005 Version as Exhibit 26.1 with the document attached hereto as Attachment No. 1;

and

3.1.2 the Forbearance Agreement Among the Gila River Indian Community, the United States of America, the San Carlos Irrigation and Drainage District, the Franklin Irrigation District, the Gila Valley Irrigation District, and Other Parties Located In the Upper Valley of the Gila River attached to the October 21, 2005 Version as Exhibit 26.2 with the document attached hereto as Attachment No. 2.

4.0 APPROVAL CONSENT AND RATIFICATION

Each Party, by execution of the signature pages by its duly authorized representative(s), does hereby approve, endorse, consent to and ratify this Amendment No. 1.

5.0 MISCELLANEOUS
5.1 Except as otherwise provided in paragraph 3.0 of this Amendment No. 1, nothing in this Amendment No. 1 shall be construed to alter or amend any provision of the October 21, 2005 Version.

5.2 This Amendment No. 1 may be executed in multiple counterparts, each of which shall be considered an original and all of which, taken together, shall constitute one agreement.

6.0 EXECUTION BLOCKS

IN WITNESS WHEREOF, the Parties have executed this Amendment No. 1 to the October 21, 2005 Version of the Amended and Restated Gila River Indian Community Water Rights Settlement Agreement dated as of the day and year first above written.
THE UNITED STATES OF AMERICA

By:_________________________________

Dated:___________________________

Secretary of the Interior
THE STATE OF ARIZONA

By: ________________________________

Dated: ____________________________

Governor

Attest: ____________________________

Secretary of State
GILA RIVER INDIAN COMMUNITY

By:_________________________________

Dated:______________________

Governor

Attest:______________________________

Approved as to form:

______________________________

General Counsel
SALT RIVER PROJECT AGRICULTURAL IMPROVEMENT AND POWER DISTRICT

By: ________________________________

Dated: ____________________________

President

Attest and Countersigned: ________________________________

Secretary

Approved as to form:

______________________________

Attorney
SALT RIVER VALLEY WATER USERS’ ASSOCIATION

By: ____________________________________

Dated: ________________________________

President

Attest and Countersigned: ________________________________

Secretary

Approved as to form:

________________________________________

Attorney
ROOSEVELT IRRIGATION DISTRICT

By: _____________________________________________

            Dated: ______________________________

            President

Attest: ________________________________

            Secretary

Approved as to form:

            __________________________________

            General Counsel
THE ROOSEVELT WATER CONSERVATION DISTRICT

By: __________________________

Dated: ______________________

President

Attest: _______________________

Secretary

Approved as to form:

__________________________

General Counsel
ARIZONA WATER COMPANY

By: ________________________________

Dated: ____________________________

President

Attest: ____________________________

Secretary

Approved as to form:

_______________________________

General Counsel
CITY OF CASA GRANDE

By: ________________________________

Dated ____________________________

Mayor

Attest: _____________________________

City Clerk

Approved as to form:

_______________________________

City Attorney
CITY OF CHANDLER

By: _____________________________________

Dated: _________________________________

Mayor

Attest: _________________________________

City Clerk

Approved as to form:

_______________________________

City Attorney
CITY OF COOLIDGE

By: ________________________________

Dated: ____________________________

City Manager

Attest: ____________________________

City Clerk

Approved as to form:

_______________________________

City Attorney
CITY OF GLENDALE

By: ________________________________

Dated: ____________________________

City Manager

Attest: ____________________________

City Clerk

Approved as to form:

_______________________________

City Attorney
CITY OF MESA

By: ________________________________

Dated: ____________________________

City Manager

Attest: ______________________________

City Clerk

Approved as to form:

_______________________________

City Attorney
CITY OF PEORIA

By: _______________________________

Dated: ___________________________________

City Manager

Attest: _______________________________

City Clerk

Approved as to form

_______________________________

City Attorney
CITY OF PHOENIX

By: _______________________________
    Dated: _________________________

Mayor

By: _______________________________
    Dated: _________________________

Chairman, Phoenix City Council Natural Resources Subcommittee

By: _______________________________
    Dated: _________________________

City Manager

Attest: ____________________________

City Clerk

Approved as to form:

________________________________

City Attorney
CITY OF SAFFORD

By: ______________________________

Dated: ______________________________

    City Manager

Attest: ______________________________

    City Clerk

Approved as to form:

    ________________________________

    City Attorney
CITY OF SCOTTSDALE

By: ____________________________________

Dated:________________________

Mayor

Attest: _____________________________

City Clerk

Approved as to form:

_______________________________

City Attorney
CITY OF TEMPE

By: _______________________________

Dated:__________________________

    Mayor

Attest: _______________________________

    City Clerk

Approved as to form:

    _______________________________

    City Attorney
TOWN OF FLORENCE

By: _______________________________

Dated: ____________________________

Town Manager

Attest: ____________________________

Town Clerk

Approved as to form:

_______________________________

Town Attorney
TOWN OF MAMMOTH

By: _______________________________

Dated: ____________________________

Town Manager

Attest: ____________________________

Town Clerk

Approved as to form:

__________________________________

Town Attorney
TOWN OF KEARNY

By: _______________________________

Dated: __________________________

Town Manager

Attest: __________________________

Town Clerk

Approved as to form:

_______________________________

Town Attorney
TOWN OF DUNCAN

By: _______________________________

Dated: __________________________

Town Manager

Attest: ____________________________

Town Clerk

Approved as to form:

_______________________________

Town Attorney
TOWN OF GILBERT

By: _______________________________

Dated: __________________________

Town Mayor

Attest: __________________________

Town Clerk

Approved as to form:

_________________________________

Town Attorney
MARICOPA-STANFIELD IRRIGATION & DRAINAGE DISTRICT
By: _________________________________

Dated: ________________________________

President

Attest: ________________________________

Secretary

Approved as to form:

_______________________________

District’s Attorney
CENTRAL ARIZONA IRRIGATION AND DRAINAGE DISTRICT

By: __________________________________________

Dated: ______________________________________

President

Attest: _______________________________________

Secretary

Approved as to form:

___________________________________________

District’s Attorney
SAN CARLOS IRRIGATION
AND DRAINAGE DISTRICT

By: _________________________________

Dated: _____________________________

President

Attest: ______________________________

Secretary
HOHOKAM IRRIGATION AND DRAINAGE DISTRICT

By: _________________________________

Dated: _______________________________

President

Attest: _______________________________

Secretary

Approved as to form:

_______________________________

District’s Attorney
BUCKEYE IRRIGATION COMPANY

By: ________________________________

Dated: _____________________________

President

Attest: ______________________________

Secretary

Approved as to form:

_______________________________

General Counsel
BUCKEYE WATER CONSERVATION
AND DRAINAGE DISTRICT

By: _________________________________

Dated: ________________________________

President

Attest: ________________________________

Secretary

Approved as to form:

_______________________________

General Counsel
FRANKLIN IRRIGATION DISTRICT

By:  

Dated: 

Attest:  

Secretary
CENTRAL ARIZONA WATER CONSERVATION DISTRICT

By: _________________________________

Dated: ______________________________

President

Attest: ______________________________

Secretary

Approved as to form:

_______________________________

General Counsel
PHELPS DODGE CORPORATION

By: _________________________________

Dated:____________________________

President

Attest: _________________________________

Secretary

Approved as to form:

_______________________________

Counsel
ARIZONA GAME AND FISH COMMISSION

By: _________________________________

Dated: _____________________________

Commissioner

Approved as to form:

_______________________________

Counsel