

Exhibit “B”

**Sections 4.7 and 12.2.2.5
of the proposed Amended Interlocal Cooperative Agreement
submitted as City Council backup materials on August 2, 2006**

4.7 The following actions of the Board require that there be unanimous consent of the representatives or alternates of all the Members:

- (a) Approval and amendment of all Capital Improvement Plans.
- (b) Approval of all Annual Capital Budgets and Annual Operating Budgets.
- (c) Authorization to borrow money.
- (d) Admission of a new member to the CWC.
- (e) Termination of this Agreement.
- (f) Dispute resolution pursuant to Section XX of this Amended Agreement.
- (g) Determining the point of connection between CWC Facilities and new or additional facilities, which introduce additional Effluent into CWC's Facilities.

12.2.2.5 Constituent agencies may, at their discretion and with the concurrence of the CWC, enter into separate agreements with the CWC for the purpose of specifying the manner in which the constituent agency will collect funds for the purpose of fulfilling its ratepayers' obligations to fund the SCOP project providing, however, that the terms of the separate agreement are consistent with the provisions of this agreement.