EXHIBIT 2-A



MONTEREY PENINSULA WATER MANAGEMENT DISTRICT

5 HARRIS COURT, BLDG. G POST OFFICE BOX 85 MONTEREY, CA 93942-0085 • (831) 658-5600 FAX (831) 644-9560 • http://www.mpwmd.dst.ca.us

March 18, 2003

Ms. Fran Farina 389 Princeton Avenue Santa Barbara, CA 93111

Dear Fran:

This letter constitutes the District's offer to you for employment as Acting General Manager of the Monterey Peninsula Water Management District, effective March 18, 2003. This is a temporary position, not to exceed 125 work days in a fiscal year. The period of employment will begin on March 18, 2003. You will be a limited-term employee paid at a monthly rate of \$10,000. You are covered under the District's Workers' Compensation Insurance. There is no vacation pay, sick leave, holiday pay, health insurance, dental coverage, or other benefits of the type offered to regular District employees. Your employment is "at will" and may be terminated at any time, with or without cause, for no reason or any reason at all.

Federal legislation requires us, as your employer, to deduct for Medicare and Social Security coverage. Federal and state income taxes will be withheld based on the W-4 form you complete.

To indicate your acceptance of these terms, please sign below and return this letter to the District office.

Sincerely,

Alexander Henson

Chairman, Board of Directors

Hereby accept the temporary position under the terms set forth above.

(Social Security Number)