PEER PERFORMANCE SOLUTIONS



Peer Performance Solutions

Veolia Water is the largest and most experienced water technology and services company on the planet, and we offer the water industry's widest range of customer options. This includes our Peer Performance Solutions model, a compelling option for cities.

The Peer Performance Solutions model preserves a public workforce and public governance but infuses private-sector expertise. Because Veolia puts "skin in the game" with long-term, performance-based compensation based on actual results, your community's risk is limited and savings are readily identified and captured.

We operate more than 8,500 water and wastewater facilities and 372,000 miles of pipes around the world, and we drew from this wide-ranging experience when we developed this model. Peer Performance Solutions is built to align with a city's key priorities and interests while both lowering costs and increasing service and performance levels.

Cities need to adapt to limited funding, changing regulatory requirements and the demand for capital repair.

Veolia's Peer Performance Solutions model can help cities under considerable financial pressure to ensure service levels while controlling rates and budgets.

Peer Performance Solutions is a way to support and reinforce public utilities.

- Under Peer Performance Solutions, you retain full control and governance while securing private-sector expertise.
- Veolia works with employees to support them in improving the utility, providing training and mentoring.
- With Peer Performance Solutions, public employees can blend their local knowledge and know-how with industry experts from a global team.

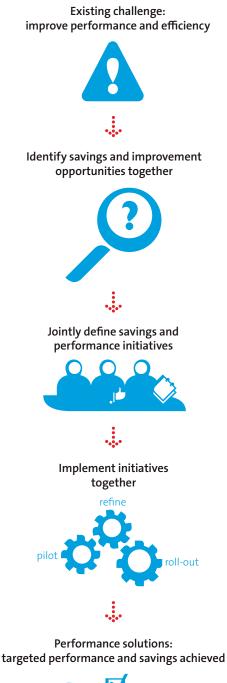
Peer Performance Solutions delivers measurable benefits.

- The results generated by Peer Performance Solutions are measurable they can be quantified and made transparent to the public through Key Performance Indicators (KPIs).
- These quantifiable results are issued month after month, giving the client and public the confidence that Veolia will deliver.
- We work with your team to establish meaningful KPIs from the very beginning.

Peer Performance Solutions works under a paid-for-performance contract.

- Under the Peer Performance Solutions model, Veolia's compensation is based on our results. This allows for greater sharing of the risks and benefits with the client.
- Peer Performance Solutions is low risk for your utility and aligns our performance with the interests of ratepayers.
- Veolia works with you to establish KPIs that are tied to the delivery of improved results and the potential savings to your utility. The results are measurable, enabling full transparency.







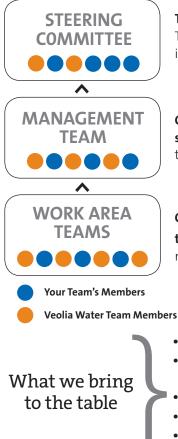
How Peer Performance Solutions Works

Under Veolia Water's Peer Performance Solutions model, your municipal utility can rely on worldclass experience and knowledge, becoming part of a vast network of expertise to reach the next level of excellence. Peer Performance Solutions is flexible and it infuses private-sector expertise at very limited risk. Here's how it works.

Collaboration

Our governance structure promotes collaboration and staff buy-in through all levels of the program. Employees from both our organizations are embedded in each level. Decision-making and planning is strengthened by this integrated approach.





The Steering Committee has the ultimate responsibility for ensuring the team's success. They review progress, make decisions and mandate actions. This Committee is a mix of people, including representatives from the City, the utility and Veolia Water.

Our Management Team drives and coordinates the entire program on a day-to-day basis and supports individual teams as required. They are responsible for providing transparency on progress to the utility and project team, and develop the business case templates for each efficiency idea.

Our Work Area Teams are reinforced by Veolia Water's full complement of experts for specific technical initiatives as needed. Our team works closely with your utility at all times, providing daily management of the workstream and interfacing with necessary stakeholders.

- Services based on knowledge and appreciation of your daily challenges we do what you do.
- Serve in a consultative role, assisting clients in optimizing energy use, managing above- and below-ground assets, and insourcing certain maintenance services.

Aim to reduce costs and implement labor efficiencies (while limiting staff reductions).

- Collaborate with partners to identify cost savings, mitigate risks and achieve optimal service levels.
- Veolia works with you to establish KPIs that are tied to the delivery of improved results and the potential savings to your utility.

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About Veolia Water

PROVEN INDUSTRY LEADER

- Over 95,000 employees dedicated to water and wastewater services.
- Leading global provider of water services, with over \$16.3 billion in 2011 revenue.
- Serve the water needs of 100 million people and the wastewater needs of more than 71 million people around the world.
- The most innovative water provider in the world. We birthed the water services industry in Europe and in North America.

INNOVATIVE SOLUTIONS

- Partnerships with some of the world's largest cities, such as New York City, Berlin, Paris suburbs and Shanghai.
- Provide a comprehensive range of services to both municipal and industrial customers (includes some of the largest and most complex water and wastewater systems in the U.S.).
- Bring value to the private sector, providing solutions for the challenges of water and wastewater treatment for the oil and gas industry.



SUSTAINABILITY MATTERS

At Veolia Water North America, we are committed to doing our part to tackle the sustainability challenges that face our communities.

Recent examples include:

- 1. Developing the Water Impact Index, a sustainable planning tool.
- 2. Launching Growing Blue, a data-driven resource about water.

3. Managing North America's longest-running wastewater partnership.



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