

FLOOD DIVERSION AUTHORITY  
FINANCE COMMITTEE  
AGENDA FOR WEDNESDAY, JUNE 8, 2016

***Fargo City Commission Chambers***  
**2:30 PM**

1. Call to order
2. Approval of the minutes from the previous meeting Item No. 2
3. Approval of bills Item No. 3
4. Financial update (Costin) Item No. 4
5. Short-term financing (Montplaisir/John Shockley)
6. Oxbow lot sales (Brodshaug) Item No. 6
7. Property acquisition (Eric Dodds/Erik Johnson) Item No. 7
8. Other business
9. Next meeting—July 13, 2016
10. Adjournment

cc: Local Media  
Flood Diversion Board of Authority  
CH2M  
AE2S

**FLOOD DIVERSION FINANCE COMMITTEE  
MAY 11, 2016—2:30 PM**

**1. MEETING TO ORDER**

A meeting of the Flood Diversion Finance Committee was held on Wednesday, May 11, 2016, at 2:30 PM in the Fargo City Commission Chambers, Fargo City Hall, with the following present: Cass County Administrator Keith Berndt; Cass County Joint Water Resource District Chairman Mark Brodshaug; Fargo Finance Director Kent Costin; Clay County Auditor/Treasurer Lori Johnson; Cass County Auditor Mike Montplaisir; Moorhead City Council Member Nancy Otto; Cass County Commissioner Rick Steen; Cass County Commission Representative Darrell Vanyo; and Moorhead Finance Director Wanda Wagner. Fargo City Mayor Tim Mahoney and Fargo City Commissioner Mike Williams were absent.

Also present were Eric Dodds, AE2S; and John Shockley, Ohnstad Twichell.

**2. APPROVAL OF MINUTES FROM PREVIOUS MEETING**

***MOTION, passed***

**Ms. Otto moved and Mr. Vanyo seconded to approve the minutes from the April 13, 2016, meeting as presented. Motion carried.**

**3. APPROVAL OF BILLS**

Mr. Costin said a minor adjustment to the Cass County Joint Water Resource District was sent out before the meeting.

Overtime work by the staff at Ohnstad Twichell is reflected in their monthly billing as Mr. Shockley has worked a great deal this past month on short term financing and the P3 process.

***MOTION, passed***

**Mr. Berndt moved and Ms. Otto seconded to approve the bills in the amount of \$3,044,470.89 and to forward them to the Flood Diversion Board of Authority. On roll call vote, the motion carried unanimously.**

**4. FINANCIAL UPDATE**

Mr. Costin reviewed the financial statements for April. About \$28.7 million has been expended from the FY 2016 budget, and the total disbursed for the project to date is \$207,446,853.

Mr. Costin said a new revenue line item has been added to reflect Oxbow MOU repayments. Last month \$2.89 million was received for this purpose. Mr. Brodshaug asked if the group would like to receive regular reports from Oxbow pertaining to the sale and proceeds of lots. Mr. Costin said this committee should receive, at a minimum, quarterly reports as is outlined in the Oxbow MOU Amendment.

**5. SHORT TERM FINANCING**

Mr. Costin said there have been several meetings with U.S. Bank concerning securing additional temporary financing in the amount of \$100 million, which is in addition to the \$100 million that has already been borrowed. After a series of meetings and an extensive tour of the project led by Mr. Brodshaug, U.S. Bank proposed terms and conditions to

loan the first \$50 million requested, and the stipulation that voters extend the flood sales tax in November for the second \$50 million. Mr. Costin said as the terms and conditions set do not satisfy the needs of the Diversion Authority, the decision was made to reach out to additional entities to explore other options.

Mr. Costin said discussions have begun with Wells Fargo, which already provides banking services for Cass County and the City of Fargo, and the team involved with investigating short term financing options has also reached out to the state Capital Financing Program.

All options will continue to be studied and vetted to identify the short term financing option that provides the smallest amount of hassle possible while meeting the needs of the Diversion Authority.

Mr. Montplaisir asked what the status of the special assessment district is. Eric Dodds, AE2S, said a hearing date for the case of a landowner's appeal has been set at the ND Supreme Court for May 17<sup>th</sup>. There is hope that the case will be dismissed on procedural grounds.

**6. PROPERTY ACQUISITIONS, Two properties approved for acquisition**

Mr. Dodds said the Case Plaza property is a commercial property in which a portion of the parking lot is required to allow construction of the in-town levee and floodwall project to continue.

Mr. Dodds said the Romine property is a rural hardship property required for part of the future project staging area. The hardship application was approved by the Hardship Committee in February of 2015. The property owner's husband passed away and the owner is currently staying out of state to receive medical care for cancer. She has been working with the relocation team and would like to move forward with the process.

Mr. Dodds said as noted on the summary form, until the Minnesota Environmental Impact Study (MN EIS) has been completed, buyouts can only be finalized for properties needed for in-town construction or the Oxbow-Hickson-Bakke Levee. Due to this stipulation the purchase agreement for the Romine property will not include actual acquisition of the property until the MN EIS is complete. As is consistent with a previous hardship property that was approved, the agreement will provide enough funds for a down payment so the property owner can move on. Due to the impending release of the MN EIS and the timeframe involved with closing on a property, a normal closing may still occur with this property.

Mr. Montplaisir asked what happens to the properties that are purchased far in advance of needing the land for construction purposes. Mr. Dodds said rental arrangements have been considered for some of the properties.

***MOTION, passed***

**Mr. Vanyo moved and Mr. Berndt seconded to authorize the Cass County Joint Water Resource District to execute an Entry and Construction Agreement, Purchase Agreement, and Option Agreement with Case Plaza as presented. On roll call vote, the motion carried unanimously.**

***MOTION, passed***

**Mr. Berndt moved and Ms. Otto seconded to authorize the Cass County Joint Water Resource District to enter into a Purchase Agreement and to provide a Replacement Housing Differential payment and eligibility for eligible relocation benefits in accordance with the Uniform Relocation Act with Terrie Romine as presented. Discussion: Mr. Montplaisir said this property has an assessed value of \$194,000, which is in line with the assessment provided. On roll call vote, the motion carried unanimously.**

Mr. Montplaisir asked if there are any other outstanding hardship properties. Mr. Dodds said there are two. The negotiators are still working with these property owners.

**7. OTHER BUSINESS**

Mr. Shockley said he inquired about the special assessment district hearing with his office and was told that after the hearing on May 17<sup>th</sup> a decision can be expected within 30 to 90 days, and before August 1<sup>st</sup>.

**8. UPCOMING MEETING SCHEDULE**

The next regularly scheduled meeting will be held on June 8<sup>th</sup>, at 2:30 PM.

**9. ADJOURNMENT**

***MOTION, passed***

**On motion by Mr. Vanyo, seconded by Ms. Otto and all in favor, the meeting was adjourned at 2:54 PM.**

## Finance Committee Bills for June 2016

| Vendor                                    | Description   | Amount                 |
|---|---|------------------------|
| Cass County Joint Water Resource District | Reimburse Diversion bills                             | \$ 3,727,735.77        |
| Dorsey & Whitney LLP                      | Legal Services Rendered through April 30, 2016        | \$ 81,598.19           |
| Ohnstad Twichell, P.C.                    | 4th Street Pump Station Litigation through May 21     | \$ 2,523.00            |
| Ohnstad Twichell, P.C.                    | Bond counsel work; PPP Research                       | \$ 76,751.58           |
| Ashurst LLP                               | Professional services rendered through April 30, 2016 | \$ 230,641.69          |
| Total Bills Received in May               |   | <u>\$ 4,119,250.23</u> |



Cass County  
Joint Water  
Resource  
District

June 1, 2016

Diversion Authority  
P.O. Box 2806  
Fargo, ND 58108-2806

Mark Brodshaug  
Chairman  
West Fargo, North Dakota

Greetings:

Rodger Olson  
Manager  
Leonard, North Dakota

RE: Metro Flood Diversion Project  
In-Town Levees Project  
Diversion Project Assessment Committee (DPAC)  
Oxbow-Hickson-Bakke Ring Levee Project

Dan Jacobson  
Manager  
West Fargo, North Dakota

Enclosed please find copies of bills totaling \$3,727,735.77 regarding the above referenced projects. The breakdown is as follows:

Ken Lougheed  
Manager  
Gardner, North Dakota

|                                |                |
|--------------------------------|----------------|
| Metro Flood Diversion          | \$1,041,161.33 |
| In-Town Levees                 | 424,297.34     |
| DPAC                           | 6,402.38       |
| Oxbow-Hickson-Bakke Ring Levee | 2,118,822.07   |
| Oxbow Golf and Country Club    | 137,052.65     |

Jacob Gust  
Manager  
Fargo, North Dakota

At this time, we respectfully request 100% reimbursement as per the Joint Powers Agreement between the City of Fargo, Cass County and Cass County Joint Water Resource District dated June 1, 2015.

If you have any questions, please feel free to contact us. Thank you.

Sincerely,

CASS COUNTY JOINT WATER RESOURCE DISTRICT

Carol Harbeke Lewis  
Secretary-Treasurer

1201 Main Avenue West  
West Fargo, ND 58078-1301

Carol Harbeke Lewis  
Secretary-Treasurer

Enclosures

701-298-2381  
FAX 701-298-2397  
[wrld@casscountynnd.gov](mailto:wrld@casscountynnd.gov)  
[casscountygov.com](http://casscountygov.com)

METRO FLOOD DIVERSION RIGHT OF ENTRY/LAND ACQUISITION COST SHARE INVOICES

Updated 6/1/16

| Invoice Paid | Invoice Date | Invoice No. | Project No. | Amount              | Vendor                              | Description                       |
|--------------|--------------|-------------|-------------|---------------------|-------------------------------------|-----------------------------------|
| 5/12/2016    | 4/29/2016    | 142045      | 100007      | 6,320.01            | Ohnsiad Twichell, P.C.              | Legal-Diversion Right of Entry    |
| 5/12/2016    | 4/29/2016    | 142050      | 130007      | 29,381.32           | Ohnsiad Twichell, P.C.              | Legal-Diversion ROW Acquisition   |
| 5/12/2016    | 4/29/2016    | 142044      | 90007       | 6,360.00            | Ohnsiad Twichell, P.C.              | Legal-DA JPA, open records, MnDNR |
| 5/12/2016    | 4/29/2016    | 142103      | 160007      | 3,914.00            | Ohnsiad Twichell, P.C.              | Legal-Inlet Right of Entry        |
| 5/26/2016    | 5/11/2016    | 688967      | 38810       | 66.00               | Larkin Hofman Attorneys             | Legal-Stefonowicz                 |
| 5/26/2016    | 5/25/2016    |             |             | 250,440.00          | Cass County Clerk of District Court | Eminent Domain on inlet parcel    |
| 5/26/2016    | 5/25/2016    |             |             | 476,040.00          | Cass County Clerk of District Court | Eminent Domain on inlet parcel    |
| 5/26/2016    | 5/25/2016    |             |             | 266,020.00          | Cass County Clerk of District Court | Eminent Domain on inlet parcel    |
| <b>Total</b> |              |             |             | <b>1,041,161.33</b> |                                     |                                   |

IN-TOWN LEVEES INVOICES

| Invoice Paid | Invoice Date | Invoice No.   | Project No. | Amount            | Vendor                     | Description                                      |
|--------------|--------------|---------------|-------------|-------------------|----------------------------|--|
| 05/12/16     | 04/29/16     | 142104        | 160007      | 725.00            | Ohnsiad Twichell, P.C.     | Mondragon Eminent domain action                  |
| 05/12/16     | 05/02/16     | 381064421     | 479407      | 128,570.00        | CH2MHill                   | Construction Management services (98.9% In-Town) |
| 5/26/2016    | 5/22/2016    | 361066420     | 479407      | 130,000.00        | CH2MHill                   | Construction Management services                 |
| 5/26/2016    | 4/16/2016    | 7715.08       |             | 1,332.15          | Ein and Elizabeth LaVenuta | Partial residential moving and incidental costs  |
| 5/12/2016    | 1/4/2016     | 484827960     |             | 2,347.30          | Diversified Adjustment     | Xcel Energy bill for Spirit Properties           |
| 5/12/2016    | 4/28/2016    | 499455186     |             | 18.85             | Xcel Energy                | Service to 16 N Terrace                          |
| 5/12/2016    | 5/2/2016     | 499787669     |             | 42.43             | Xcel Energy                | Service to 18 and 24 N Terrace                   |
| 5/26/2016    | 5/6/2016     | 500510667     |             | 5.65              | Xcel Energy                | Service to 16 N Terrace - final invoice          |
| 5/26/2016    | 5/6/2016     | 500366534     |             | 4.65              | Xcel Energy                | Service to 24 N Terrace - final invoice          |
| 5/26/2016    | 5/10/2016    | 500726618     |             | 5.65              | Xcel Energy                | Service to 16 N Terrace - final invoice          |
| 5/26/2016    | 5/2/2016     | 51064420-REV2 | 479407      | 161,245.66        | CH2MHill                   | Land Management Services - (78%)                 |
| <b>Total</b> |              |               |             | <b>424,297.34</b> |                            |  |

DIVERSION PROJECT ASSESSMENT DISTRICT (DPAC) INVOICES

| Invoice Paid | Invoice Date | Invoice No. | Project No. | Amount   | Vendor                 | Description           |
|--------------|--------------|-------------|-------------|----------|------------------------|-----------------------|
| 5/12/2016    | 4/29/2016    | 142070      | 150007      | 6,402.38 | Ohnsiad Twichell, P.C. | Legal - Garaas appeal |

OXBOW-HICKSON-BAKKE RING LEVEE INVOICES

| Invoice Paid | Invoice Date | Invoice No. | Purchase Order No. | Project No.     | Amount     | Vendor                           | Description   |
|--------------|--------------|-------------|--------------------|-----------------|------------|----------------------------------|---|
| 5/12/2016    | 4/29/2016    | 142055      |                    | 140007          | 21,626.50  | Ohnsiad Twichell, P.C.           | Legal-ROW   |
| 05/12/16     | 05/02/16     | 381064421   |                    | 479407          | 1,430.00   | CH2MHill                         | Construction Management services (1.1% - see In-Town) |
| 5/13/2016    | 5/3/2016     |             | 2                  | WP-43E-2B       | 7,590.00   | American Enterprises, Inc.       | final invoice for Demo of 345 Schnell & 744 Riverbend |
| 5/22/2016    | 5/2/2016     |             |                    |                 | 185,620.00 | The Title Company                | Escrow for Nyhof property                             |
| 5/5/2016     | 5/5/2016     |             |                    |                 | 133,000.00 | Chad and Heidi McQuillan         | lot payment   |
| 5/5/2016     | 5/5/2016     |             |                    |                 | 64,243.00  | Chad and Heidi McQuillan         | builder down payment                                  |
| 5/12/2016    | 5/11/2016    |             |                    |                 | 329,895.97 | The Title Company                | Purchase property - Pearson                           |
| 5/12/2016    | 5/11/2016    |             |                    |                 | 556,822.28 | The Title Company                | Replacement property - Pearson                        |
| 5/16/2016    | 5/13/2016    |             |                    |                 | 222,030.00 | Terrie L. Romine                 | Earnest money   |
| 5/16/2016    | 5/13/2016    |             |                    |                 | 23,568.00  | Signature Landscapes             | earnest money - Marie B. Talley                       |
| 5/17/2016    | 5/16/2016    |             |                    |                 | 160,000.00 | Todd E. Debates                  | lot payment   |
| 5/17/2016    | 5/16/2016    |             |                    |                 | 40,000.00  | Todd E. Debates                  | builder down payment                                  |
| 5/17/2016    | 5/16/2016    |             |                    |                 | 442.00     | Laney's Inc.                     | replace sump pump at 361 Schnell Drive                |
| 5/12/2016    | 4/17/2016    | 462334      |                    |                 | 165.00     | Laney's Inc.                     | install meter at 5059 Makenzie Cir                    |
| 5/12/2016    | 4/19/2016    | 462169      |                    |                 | 1,098.82   | Cass County Electric Cooperative | Service to various addresses                          |
| 5/12/2016    | 5/5/2016     |             |                    | 11 invoices     | 34.46      | Cass County Electric Cooperative | Service to 326 Schnell Drive                          |
| 5/26/2016    | 5/16/2016    | 1129748     |                    |                 |            |                                  |   |
| <b>Total</b> |              |             |                    | <b>6,402.38</b> |            |                                  |   |

|           |                         |           |            |                                  |  |
|-----------|-------------------------|-----------|------------|----------------------------------|--|
| 5/26/2016 | 1121701                 | R12.00049 | 132.15     | Cass County Electric Cooperative | Service to 17485 52 St SE                          |
| 5/26/2016 | 57798                   | 479407    | 4,480.75   | Ulteig Engineers                 | Land Management Services, land acquisition         |
| 5/26/2016 | 5/2/2016 \$1064420-REV2 | 2830-00   | 45,479.54  | CH2MHill                         | Land Management Services - (22%) see In-Town Levee |
| 4/29/2016 | 10/31/2015              | 2830-00   | 40,233.00  | ProSource Technologies, LLC      | Project Mgmt, acquisition, relocation              |
| 4/29/2016 | 11/30/2015              | 2830-00   | 5,544.82   | ProSource Technologies, LLC      | Project Mgmt, acquisition, relocation              |
| 4/29/2016 | 12/31/2015              | 2830-00   | 8,886.90   | ProSource Technologies, LLC      | Project Mgmt, acquisition, relocation              |
| 5/12/2016 | 1/31/2016               | 2830-00   | 39,453.20  | ProSource Technologies, LLC      | Project Mgmt, acquisition, relocation              |
| 5/31/2016 | 2/29/2016               | 2003      | 18,296.00  | Houston-Moore Group              | Project Mgmt, acquisition, relocation              |
| 5/31/2016 | 3/1/2016                |           | 206,196.57 | Sentry Security, Inc.            | Security patrol services                           |
| 5/12/2016 | 4/30/2016               |           | 1,372.14   | Sentry Security, Inc.            | Security patrol services                           |
| 5/26/2016 | 5/14/2016               |           | 1,271.97   | Sentry Security, Inc.            | Security patrol services                           |

**Total 2,118,822.07**

**OXBOW GOLF AND COUNTRY CLUB INVOICES**

| Invoice Paid       | Invoice Date | Invoice No. | Project No. | Amount              | Vendor                      | Description   |
|--------------------|--------------|-------------|-------------|---------------------|-----------------------------|---|
| 5/13/2016          | 5/6/2016     |             |             | 137,052.65          | Oxbow Golf and Country Club | Reimbursement for construction and architectural services |
| <b>Total</b>       |              |             |             | <b>137,052.65</b>   |                             |   |
| <b>Grand Total</b> |              |             |             | <b>3,727,735.77</b> |                             |   |





RECEIVED  
BY / DATE 5-23-16

MINNEAPOLIS OFFICE  
612-340-2600

(Tax Identification No. 41-0223337)

STATEMENT OF ACCOUNT FOR PROFESSIONAL SERVICES

Fargo-Moorhead Flood Diversion Bd of Authority  
c/o Erik R. Johnson & Associates, Ltd.  
Attn: Erik Johnson  
505 Broadway, Suite 206  
Fargo, ND 58102

May 18, 2016  
Invoice No. 3279246

Client-Matter No.: 491379-00001  
Red River Diversion Project

For Legal Services Rendered Through April 30, 2016

INVOICE TOTAL

|   |                    |
|---|--------------------|
| Total For Current Legal Fees                        | \$80,912.50        |
| Total For Current Disbursements and Service Charges | \$685.69           |
| <b>Total For Current Invoice</b>                    | <b>\$81,598.19</b> |

For your convenience, please remit payment to the address below or we offer the option of remitting payment electronically by wire transfer. If you have any questions regarding this information, please contact the lawyer you are working with on this project or Dorsey's Accounts Receivable Department at 1-800-861-0760. Thank you.

Mailing Instructions:  
Dorsey & Whitney LLP  
P.O. Box 1680  
Minneapolis, MN 55480-1680

Wire Instructions:  
U.S. Bank National Association  
800 Nicollet Mall  
Minneapolis, MN 55402

ABA Routing Number: 091000022  
Account Number: 1602-3010-8500  
Swift Code: USBKUS44IMT

Please make reference to the invoice number

Service charges are based on rates established by Dorsey & Whitney. A schedule of those rates has been provided and is available upon request. Disbursements and service charges, which either have not been received or processed, will appear on a later statement.

ALL INVOICES ARE DUE 30 DAYS FROM DATE OF INVOICE UNLESS OTHERWISE EXPRESSLY AGREED BY DORSEY & WHITNEY



Office of the City Attorney

City Attorney  
Erik R. Johnson

Assistant City Attorney  
Nancy J. Morris

May 27, 2016

Kent Costin  
Finance Director  
City of Fargo  
200 North Third Street  
Fargo, ND 58102

**Re: Red River Diversion Project**

Dear Kent:

I am enclosing a Summary Invoice dated May 18, 2016 from the Dorsey & Whitney Firm in Minneapolis for their professional services rendered through April 30, 2016 on the Red River Diversion Project. If you have any questions, please feel free to contact me. Please remit payment directly to Dorsey Whitney.

Sincerely,

A handwritten signature in black ink, appearing to be "ERJ", written over the word "Sincerely,".

Erik R. Johnson

ERJ/lmw  
Enclosure  
cc: Bruce Grubb



**OHNSTAD TWICHELL, P.C.**  
 901 13TH AVENUE EAST  
 PO BOX 458  
 WEST FARGO ND 58078-0458  
 WK 701-282-3249 FAX 701-282-0825  
 Federal I.D. #45-0310621

May 27, 2016

**METRO FLOOD DIVERSION AUTHORITY**  
**C/O KEITH BERNDT, CASS CO ADMIN.**  
**PO BOX 2806**  
**FARGO, ND 58108-2806**

Invoice# 142794      **RGH**  
 Our file# 160559      00000  
 Billing through 05/21/2016

**4TH STREET PUMP STATION LITIGATION**

|   |            |        |
|---|------------|--------|
| Balance forward as of invoice dated         | 01/01/00   | \$0.00 |
| Last payment received                       | 01/01/1900 | \$0.00 |
| A/R adjustments made since last invoice     |            | \$0.00 |
| Accounts receivable balance carried forward |            | \$0.00 |

**PROFESSIONAL SERVICES**

|                            |     |  |            |            |
|----------------------------|-----|--|------------|------------|
| 05/04/2016                 | RGH | Review materials from CH2MHill on 4th Street Pump Station contract; round-trip travel to CH2MHill offices for meeting with Diversion representatives involved; view pump station and defects; notes to file; follow-up email from Nathan to receive letter from Braun and similar letters re ICS on other City projects; copies to file. |            | 1218.00    |
|                            |     | 4.20 hrs   | 290.00 /hr |            |
| 05/05/2016                 | RGH | Trade emails with Nathan and Ty regarding rescheduling tomorrow morning meeting at City Hall; calendar same; review of relevant portions of Contract to determine notice requirement, bond requirements, and means of dispute resolution; notes to file.   |            | 232.00     |
|                            |     | 0.80 hrs   | 290.00 /hr |            |
| 05/06/2016                 | RGH | Round-trip travel to Fargo City Hall; meeting with City and Diversion officials to discuss construction defects at 4th St. Pump Station and best alternatives to a prompt resolution with Contractor; notes to file; follow-up discussions with Ty from CH2M regarding letter.   |            | 290.00     |
|                            |     | 1.00 hrs   | 290.00 /hr |            |
| 05/11/2016                 | RGH | Receive and review letter draft by Tyler Smith to ICS and comments by Nathan Boerboom; prepare and draft lengthy email to Tyler and Nathan to offer constructive suggestions to improve letter; notes and copy to file.  |            | 406.00     |
|                            |     | 1.40 hrs   | 290.00 /hr |            |
| 05/12/2016                 | RGH | Review email exchange between Tyler and Nathan regarding letter to ICS; receive and review revised letter to ICS from Tyler; follow-up discussions with Tyler regarding revised draft and complex position of Braun working for Project Engineer and ICS on this project; notes to file.   |            | 319.00     |
|                            |     | 1.10 hrs   | 290.00 /hr |            |
| 05/16/2016                 | RGH | Receive and review letter sent to CSI regarding 4th Street defects; copy to file.  |            | 58.00      |
|                            |     | 0.20 hrs   | 290.00 /hr |            |
| Total fees for this matter |     |  |            | \$2,523.00 |

**Pay online @ [www.OhnstadLaw.com](http://www.OhnstadLaw.com)**

**Late payment charge of 1% per month assessed on all accounts not paid 30 days from billing date.**

**BILLING SUMMARY**

|                                       |                          |
|---------------------------------------|--------------------------|
| Total fees                            | \$2,523.00               |
| Total of new charges for this invoice | <u>\$2,523.00</u>        |
| Total balance now due                 | <u><u>\$2,523.00</u></u> |

Pay online @ [www.OhnstadLaw.com](http://www.OhnstadLaw.com)

Late payment charge of 1% per month assessed on all accounts not paid 30 days from billing date.

**OHNSTAD TWICHELL, P.C.**  
**ATTORNEYS AT LAW**

901 13TH AVENUE EAST  
P.O. BOX 458  
WEST FARGO, ND 58078-0458  
(701) 282-3249

15-1395 JTS Invoice # 142856  
Flood Diversion Board  
Bond Counsel Work – PPP

DATE: May 31, 2016

To: **Flood Diversion Board**  
**PO Box 2806**  
**Fargo, ND 58108-2806**

AMOUNT REMITTED \$ \_\_\_\_\_

Please detach. Return upper portion with your payment.  
Payments received after the statement date will be reflected on next month's statement. Thank you.

---

---

**PROFESSIONAL SERVICES RENDERED**

| <b>Attorney</b>  | <b>Hours</b> | <b>Rate</b> | <b>Fees</b>        |
|------------------|--------------|-------------|--------------------|
| JTS              | 114.6        | \$290.00    | \$33,234.00        |
| CMM              | 2.6          | \$290.00    | \$754.00           |
| RGH              | .3           | \$290.00    | \$87.00            |
| KJB              | 81.90        | \$225.00    | \$18,427.50        |
| TJL              | 52.2         | \$175.00    | \$9,135.00         |
| AJM              | 90.4         | \$125.00    | \$11,300.00        |
| ABG              | 4.9          | \$125.00    | \$612.50           |
| HCG              | 2.5          | \$125.00    | \$312.50           |
| <b>Total</b>     | <b>349.4</b> |             | <b>\$73,862.50</b> |
| <b>Expenses:</b> |              |             |                    |
| Westlaw Research |              |             | \$ 500.00          |
| AT & T           |              |             |                    |
| Conference Calls |              |             | \$82.11            |
| Printing Costs   |              |             | \$236.52           |
| Photocopies      |              |             | \$2,053.60         |
| Travel Expense   |              |             | 16.85              |
| <b>Total</b>     |              |             | <b>\$76,751.58</b> |

\* Drafting of documents and work streams related to financing, P3, and joint powers agreements.

|   | <b>Hourly Rate</b> |
|---|--------------------|
| JTS - John T. Shockley, Partner, Supervising Attorney | \$290.00           |
| CMM - Christopher M. McShane, Partner                 | \$290.00           |
| RGH, Robert G. Hoy, Partner                           | \$290.00           |
| KJB - Katie J. Bertsch, Associate                     | \$225.00           |
| TJL - Tyler J. Leverington, Associate                 | \$175.00           |
| AJM - Andrea J. Murphy, Paralegal                     | \$125.00           |
| ABG - Abby R. Pitsenbarger, Paralegal                 | \$125.00           |
| HCG - Hannah C. Gilbert, Paralegal                    | \$125.00           |

**15-1395 JTS - Flood Diversion Board - Bond Counsel Work – PPP Research 1**

# Invoice

Ashurst LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036  
U.S.A.

Flood Diversion Board of Authority  
Box 2806  
211 Ninth Street South  
Fargo, North Dakota 58108

Tel +1 212 205 7000  
Fax +1 212 205 7020  
www.ashurst.com

For the attention of: Darrell Vanyo



Invoice Date: **May 13, 2016**

Our Ref: **JTR/FLO16.00002**

Invoice No.: **9607953**

**Re: Fargo-Moorhead Area Diversion Project**

**For our professional services rendered to April 30, 2016**

|   |           |
|---|-----------|
| Procurement Process:                              | 777.60    |
| Due Diligence:                                    | 18,040.50 |
| Industry Engagement/Industry Forum:               | 37,921.05 |
| Review of Near Final JPA Provided by JTS:         | 5,737.50  |
| PPA Review/Advice to DA/Communications with USACE | 71,555.40 |
| RFQ:  | 56,696.85 |
| Concession Agreement:                             | 39,548.70 |

**Total Fees:**

230,277.60

**Disbursements**

Working lunch with client

364.09

Total

230,641.69

**Balance Due**

230,641.69

The fees and disbursements the subject of this invoice may include fees and disbursements due to another member of the Ashurst Group.

**Wire Transfer Instructions**

Bank Name: Citibank, N.A.  
Bank Address: New York, NY 10022  
Account Name: Ashurst LLP  
Account Number: 4971676095  
ABA/Routing No: 021000089

**Check Remittance Instructions**

Address: Ashurst LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036

For direct payment purposes, please quote reference 9607953 when settling this invoice

**Payment Terms: 30 days**

Taxpayer Identification No. 52-2210201

AUSTRALIA BELGIUM CHINA FRANCE GERMANY HONG KONG SAR INDONESIA (ASSOCIATED OFFICE) ITALY JAPAN PAPUA NEW GUINEA  
SAUDI ARABIA SINGAPORE SPAIN SWEDEN UNITED ARAB EMIRATES UNITED KINGDOM UNITED STATES OF AMERICA

Ashurst LLP is a limited liability partnership registered in England and Wales under number OC330252 and is part of the Ashurst Group. It is a law firm authorised and regulated by the Solicitors Regulation Authority of England and Wales under number 468653. A list of members of Ashurst LLP and their professional qualifications is open to inspection at its registered office Broadwalk House, 5 Appold Street, London EC2A 2HA. The term 'partner' in relation to Ashurst LLP is used to refer to a member of Ashurst LLP or to an employee or to a consultant with equivalent standing and qualifications. The Ashurst Group has an office in each of the places listed above.

# Remittance Copy

Ashurst LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036  
U.S.A.

Flood Diversion Board of Authority  
Box 2806  
211 Ninth Street South  
Fargo, North Dakota 58108

Tel +1 212 205 7000  
Fax +1 212 205 7020  
www.ashurst.com

For the attention of: Darrell Vanyo



Invoice Date: **May 13, 2016**

Our Ref: **JTR/FLO16.00002**

Invoice No.: **9607953**

| <b>Re: Fargo-Moorhead Area Diversion Project</b>                |                    | <b>Fees and Disbursements USD</b> |
|---|--------------------|-----------------------------------|
| <b>For our professional services rendered to April 30, 2016</b> |                    |                                   |
| Procurement Process:  | 777.60             |                                   |
| Due Diligence:  | 18,040.50          |                                   |
| Industry Engagement/Industry Forum:                             | 37,921.05          |                                   |
| Review of Near Final JPA Provided by JTS:                       | 5,737.50           |                                   |
| PPA Review/Advice to DA/Communications with USACE               | 71,555.40          |                                   |
| RFQ:  | 56,696.85          |                                   |
| Concession Agreement:   | 39,548.70          |                                   |
| <b>Total Fees:</b>  |                    | 230,277.60                        |
| <b>Disbursements</b>  |                    |                                   |
| Working lunch with client                                       |                    | 364.09                            |
|   | <b>Total</b>       | 230,641.69                        |
|   | <b>Balance Due</b> | 230,641.69                        |

The fees and disbursements the subject of this invoice may include fees and disbursements due to another member of the Ashurst Group.

#### Wire Transfer Instructions

Bank Name: Citibank, N.A.  
Bank Address: New York, NY 10022  
Account Name: Ashurst LLP  
Account Number: 4971676095  
ABA/Routing No: 021000089

#### Check Remittance Instructions

Address: Ashurst LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036

For direct payment purposes, please quote reference 9607953 when settling this invoice

**Payment Terms: 30 days**

Taxpayer Identification No. 52-2210201

AUSTRALIA BELGIUM CHINA FRANCE GERMANY HONG KONG SAR INDONESIA (ASSOCIATED OFFICE) ITALY JAPAN PAPUA NEW GUINEA SAUDI ARABIA SINGAPORE SPAIN SWEDEN UNITED ARAB EMIRATES UNITED KINGDOM UNITED STATES OF AMERICA

Ashurst LLP is a limited liability partnership registered in England and Wales under number OC330252 and is part of the Ashurst Group. It is a law firm authorised and regulated by the Solicitors Regulation Authority of England and Wales under number 468653. A list of members of Ashurst LLP and their professional qualifications is open to inspection at its registered office Broadwalk House, 5 Appold Street, London EC2A 2HA. The term 'partner' in relation to Ashurst LLP is used to refer to a member of Ashurst LLP or to an employee or to a consultant with equivalent standing and qualifications. The Ashurst Group has an office in each of the places listed above.



Flood Diversion Board of Authority  
Re: Fargo-Moorhead Area Diversion Project  
JTR/JTR/FLO16.00002  
For the period: to 04/30/2016  
Bill Number:9607953

**Matter: FLO16.00002 - Fargo-Moorhead Area Diversion Project**

**8608      ERI: Procurement Process**

|                  |                  | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>        |
|------------------|------------------|---------------------------|------------------------------------|----------------------|
| <b>Partner</b>   |                  |                           |                                    |                      |
| JTR              | Jason Radford    | 0.20                      | 967.50                             | 193.50               |
| <b>Associate</b> |                  |                           |                                    |                      |
| KSADEG           | Katayoun Sadeghi | 1.10                      | 531.00                             | 584.10               |
|                  |                  |                           | <b>Total</b>                       | <b><u>777.60</u></b> |

**Detailed Time Breakdown**

| <b>Date</b> | <b>Lawyer</b>    | <b>Action</b> | <b>Narrative</b>  | <b>Time<br/>(Decimal)</b> | <b>Rate</b> | <b>Amount</b>        |
|-------------|------------------|---------------|---|---------------------------|-------------|----------------------|
| 04/04/2016  | Jason Radford    | PHON          | Discussing financing plans and next steps with Tom Rousakis                       | 0.20                      | 967.50      | 193.50               |
| 04/26/2016  | Katayoun Sadeghi | LETT          | Correspondence re: finance structure and federal regulations that accompany PABs. | 1.10                      | 531.00      | 584.10               |
|             |                  |               |   |                           |             | <b><u>777.60</u></b> |



**8610      ERI: Due Diligence**

|                  |                  | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>    |
|------------------|------------------|---------------------------|------------------------------------|------------------|
| <b>Partner</b>   |                  |                           |                                    |                  |
| JTR              | Jason Radford    | 5.60                      | 967.50                             | 5,418.00         |
| <b>Counsel</b>   |                  |                           |                                    |                  |
| RMCKIN           | Ross McKinnon    | 5.00                      | 666.00                             | 3,330.00         |
| <b>Associate</b> |                  |                           |                                    |                  |
| KSADEG           | Katayoun Sadeghi | 17.50                     | 531.00                             | 9,292.50         |
| <b>Total</b>     |                  |                           |                                    | <b>18,040.50</b> |

**Detailed Time Breakdown**

| <b>Date</b>  | <b>Lawyer</b>    | <b>Action</b> | <b>Narrative</b>  | <b>Time<br/>(Decimal)</b> | <b>Rate</b> | <b>Amount</b>    |
|--------------|------------------|---------------|---|---------------------------|-------------|------------------|
| 04/05/2016   | Katayoun Sadeghi | LETT          | Beginning to review revised supplemental memo; correspondence with JR and RM re: disclosure approach.   | 0.80                      | 531.00      | 424.80           |
| 04/05/2016   | Ross McKinnon    | REVI          | Reviewing revised memorandums in relation to information disclosure requirements under state law.   | 0.50                      | 666.00      | 333.00           |
| 04/06/2016   | Jason Radford    | READ          | Reviewing note on information protocol  | 0.40                      | 967.50      | 387.00           |
| 04/06/2016   | Katayoun Sadeghi | DRFT          | Attention to information disclosure memo and related correspondence with RM and JR.   | 7.40                      | 531.00      | 3,929.40         |
| 04/06/2016   | Katayoun Sadeghi | LETT          | Review of Ohnstad supplemental memo.  | 1.30                      | 531.00      | 690.30           |
| 04/06/2016   | Ross McKinnon    | REVI          | Discussing information memorandum with K Sadeghi, including review of relevant memorandum from Ohnstad Twichell.  | 1.50                      | 666.00      | 999.00           |
| 04/11/2016   | Katayoun Sadeghi | LETT          | Correspondence re: disclosure issues.   | 0.30                      | 531.00      | 159.30           |
| 04/13/2016   | Jason Radford    | READ          | Reviewing indemnification note from John Shockley   | 0.20                      | 967.50      | 193.50           |
| 04/13/2016   | Ross McKinnon    | REVI          | Initial review of indemnification memo.   | 0.50                      | 666.00      | 333.00           |
| 04/14/2016   | Jason Radford    | LETT          | Reviewing indemnity note from OT; assessing conclusions and follow-up questions with team   | 4.00                      | 967.50      | 3,870.00         |
| 04/14/2016   | Katayoun Sadeghi | LETT          | Attention to indemnification memo and related analysis and composition of responses.  | 7.70                      | 531.00      | 4,088.70         |
| 04/14/2016   | Ross McKinnon    | REVI          | Reviewing indemnity memo from Ohnstad Twichell, discussing Implications with J Radford and K Sadeghi including what follow up questions need to be answered, and reviewing draft note of conclusions and follow up questions. | 2.50                      | 666.00      | 1,665.00         |
| 04/15/2016   | Jason Radford    | READ          | Indemnity/insurance note mark-up  | 1.00                      | 967.50      | 967.50           |
| <b>Total</b> |                  |               |   |                           |             | <b>18,040.50</b> |

**8612**      **ERI: Industry Engagement/Industry Forum**

|                  |                  | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>           |
|------------------|------------------|---------------------------|------------------------------------|-------------------------|
| <b>Partner</b>   |                  |                           |                                    |                         |
| JTR              | Jason Radford    | 26.50                     | 967.50                             | 25,638.75               |
| <b>Counsel</b>   |                  |                           |                                    |                         |
| RMCKIN           | Ross McKinnon    | 7.20                      | 666.00                             | 4,795.20                |
| <b>Associate</b> |                  |                           |                                    |                         |
| KSADEG           | Katayoun Sadeghi | 14.10                     | 531.00                             | 7,487.10                |
|                  |                  |                           | Total                              | <b><u>37,921.05</u></b> |

**8612 ERI: Industry Engagement/Industry Forum**

| <b>Detailed Time Breakdown</b> |                  |               |  | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b> |
|--------------------------------|------------------|---------------|--|---------------------------|------------------------------------|---------------|
| <b>Date</b>                    | <b>Lawyer</b>    | <b>Action</b> | <b>Narrative</b>   | <b>Time<br/>(Decimal)</b> | <b>Rate</b>                        | <b>Amount</b> |
| 04/04/2016                     | Jason Radford    | ATTD          | Discussion with Ferrovia (Tony Elkins), Aecom (Karun Malhotra) and InfraAmericas (Carl Winfield)   | 1.50                      | 967.50                             | 1,451.25      |
| 04/04/2016                     | Katayoun Sadeghi | LETT          | Attention to list of bidders and other follow ups.   | 1.00                      | 531.00                             | 531.00        |
| 04/05/2016                     | Jason Radford    | PHON          | Receiving calls from Goldman Sachs and John Laing re process, IPFA event etc plus emails from Plenary  | 1.00                      | 967.50                             | 967.50        |
| 04/06/2016                     | Jason Radford    | LETT          | Emails from John Laing and Sacyr about meetings; liaison with Commercial Working Group   | 0.30                      | 967.50                             | 290.25        |
| 04/06/2016                     | Katayoun Sadeghi | LETT          | Correspondence about teaming arrangements and IPFA event; compilation of to do list.   | 0.60                      | 531.00                             | 318.60        |
| 04/07/2016                     | Jason Radford    | LETT          | Planning IPFA presentation and industry meetings   | 0.30                      | 967.50                             | 290.25        |
| 04/12/2016                     | Jason Radford    | LETT          | Industry engagement with IPFA, JP Morgan, Sacyr, Skanska, InfraAmericas, John Laing  | 1.10                      | 967.50                             | 1,064.25      |
| 04/12/2016                     | Jason Radford    | LETT          | Emails with JP Morgan, Cintra and others re IPFA event attendance and meetings with Diversion Authority  | 0.50                      | 967.50                             | 483.75        |
| 04/13/2016                     | Jason Radford    | LETT          | IPFA presentation coordination; emails with various potential bidders including John Laing, Sacyr, Plenary and Fluor   | 1.10                      | 967.50                             | 1,064.25      |
| 04/14/2016                     | Jason Radford    | PHON          | Reviewing IPFA presentation and coordinating presentation arrangements; providing comments to John Shockley; liaising with various industry players for meetings and attendance at the IPFA event including Sacyr, John Laing, Plenary and Fluor; call with Kent Marshall from Granite | 3.00                      | 967.50                             | 2,902.50      |
| 04/14/2016                     | Katayoun Sadeghi | LETT          | Attention to IPFA event and related review of slides etc; review of attendance list and related correspondence.  | 2.40                      | 531.00                             | 1,274.40      |
| 04/15/2016                     | Jason Radford    | LETT          | Reviewing IPFA presentation slides and devising Q&A; industry engagement re Acciona and Axium etc  | 2.80                      | 967.50                             | 2,709.00      |
| 04/15/2016                     | Katayoun Sadeghi | LETT          | Preparation for IPFA event; related correspondence.  | 1.90                      | 531.00                             | 1,008.90      |
| 04/15/2016                     | Ross McKinnon    | REVI          | Reviewing slides for industry day presentation   | 0.50                      | 666.00                             | 333.00        |
| 04/17/2016                     | Katayoun Sadeghi | LETT          | Correspondence re: IPFA event slides and scheduling.   | 0.60                      | 531.00                             | 318.60        |
| 04/18/2016                     | Katayoun Sadeghi | LETT          | Attention to IPFA slides and planning for IPFA event.  | 2.60                      | 531.00                             | 1,380.60      |
| 04/18/2016                     | Ross McKinnon    | MISC          | Reviewing presentation for industry day and conforming and finalising questions for Q&A for industry day   | 2.00                      | 666.00                             | 1,332.00      |
| 04/19/2016                     | Jason Radford    | ATTD          | Prep for and coordination of IPFA event - attending presentation and follow-up drinks; attending meeting with John Laing/Sacyr   | 10.00                     | 967.50                             | 9,675.00      |
| 04/19/2016                     | Katayoun Sadeghi | ATTD          | Preparation for IPFA event and event itself.   | 5.00                      | 531.00                             | 2,655.00      |
| 04/19/2016                     | Ross McKinnon    | LETT          | Attending industry event for the project including relevant discussions with potential bidders   | 3.00                      | 666.00                             | 1,998.00      |
| 04/20/2016                     | Jason Radford    | ATTD          | Meetings with Cintra/Ferrovia and Acciona/Axium  | 2.20                      | 967.50                             | 2,128.50      |
| 04/21/2016                     | Jason Radford    | LETT          | Emails with Carl Winfield re meeting follow-up for InfraAmericas story; emails from prospective bidders  | 0.30                      | 967.50                             | 290.25        |

**8612**      **ERI: Industry Engagement/Industry Forum**

|            |               |      |   | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>                |
|------------|---------------|------|---|---------------------------|------------------------------------|------------------------------|
| 04/22/2016 | Jason Radford | LETT | Emails with Amber/Hunt and InfraAmericas  | 0.20                      | 967.50                             | 193.50                       |
| 04/25/2016 | Jason Radford | PHON | Call with Hunt Companies/Amber<br>Infrastructure potential team for project.<br>Planning for Industry Day in Fargo.   | 1.00                      | 967.50                             | 967.50                       |
| 04/28/2016 | Jason Radford | ATTD | Meeting with Hochtief PPP and follow-up note  | 1.20                      | 967.50                             | 1,161.00                     |
| 04/28/2016 | Ross McKinnon | LETT | Meeting with Hochtief PPP Solutions to discuss<br>project. Preparing follow up note to circulate<br>to working group. | 1.70                      | 666.00                             | 1,132.20                     |
|            |               |      |   |                           |                                    | <hr/> <b>37,921.05</b> <hr/> |

**8614      ERI: Review of Near Final JPA Provided by JTS**

|                |               | Time<br>(Decimal) | Agreed Rate<br>(USD /hour) | Amount          |
|----------------|---------------|-------------------|----------------------------|-----------------|
| <b>Partner</b> |               |                   |                            |                 |
| JTR            | Jason Radford | 1.80              | 967.50                     | 1,741.50        |
| <b>Counsel</b> |               |                   |                            |                 |
| RMCKIN         | Ross McKinnon | 6.00              | 666.00                     | 3,996.00        |
|                |               |                   | Total                      | <u>5,737.50</u> |

**Detailed Time Breakdown**

| Date       | Lawyer        | Action | Narrative  | Time<br>(Decimal) | Rate   | Amount          |
|------------|---------------|--------|--|-------------------|--------|-----------------|
| 04/27/2016 | Ross McKinnon | REVI   | Reviewing JPA and associated issues for P3, and preparing initial list of comments for further discussion.                     | 3.50              | 666.00 | 2,331.00        |
| 04/28/2016 | Jason Radford | READ   | Reviewing draft JPA and related issues   | 1.80              | 967.50 | 1,741.50        |
| 04/28/2016 | Ross McKinnon | REVI   | Reviewing EY comments on JPA. Reviewing and discussing JPA and associated issues with J Radford and preparing comments on JPA. | 2.50              | 666.00 | 1,665.00        |
|            |               |        |  |                   |        | <u>5,737.50</u> |

**8615**      **ERI: PPA Review/Advice to DA/Communications  
with USACE**

|                         |                   | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>           |
|-------------------------|-------------------|---------------------------|------------------------------------|-------------------------|
| <b>Partner</b>          |                   |                           |                                    |                         |
| JTR                     | Jason Radford     | 21.20                     | 967.50                             | 20,511.00               |
| <b>Counsel</b>          |                   |                           |                                    |                         |
| RMCKIN                  | Ross McKinnon     | 9.50                      | 666.00                             | 6,327.00                |
| <b>Associate</b>        |                   |                           |                                    |                         |
| KSADEG                  | Katayoun Sadeghi  | 82.20                     | 531.00                             | 43,648.20               |
| <b>Junior Associate</b> |                   |                           |                                    |                         |
| AKARRE                  | Annelise Karreman | 2.70                      | 396.00                             | 1,069.20                |
|                         |                   |                           | Total                              | <b><u>71,555.40</u></b> |

**8615**      **ERI: PPA Review/Advice to DA/Communications with USACE**

| <b>Detailed Time Breakdown</b> |                   |               |   | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b> |
|--------------------------------|-------------------|---------------|---|---------------------------|------------------------------------|---------------|
| <b>Date</b>                    | <b>Lawyer</b>     | <b>Action</b> | <b>Narrative</b>  | <b>Time<br/>(Decimal)</b> | <b>Rate</b>                        | <b>Amount</b> |
| 04/01/2016                     | Jason Radford     | PHON          | Prep for, attending and follow-ups on call with USACE with respect to PPA/P3 MOU and FOIA issues  | 0.80                      | 967.50                             | 774.00        |
| 04/01/2016                     | Katayoun Sadeghi  | LETT          | Follow ups re: PPA and P3 MoU; call with USACE re: P3 MoU and NDAs etc.   | 3.20                      | 531.00                             | 1,699.20      |
| 04/03/2016                     | Jason Radford     | READ          | P3 MOU/PPA review and planning next steps and coordinating with team  | 1.00                      | 967.50                             | 967.50        |
| 04/05/2016                     | Katayoun Sadeghi  | LETT          | Comments to P3 MOU and PPA; related correspondence and outstanding item review.   | 2.80                      | 531.00                             | 1,486.80      |
| 04/06/2016                     | Katayoun Sadeghi  | REVI          | Attention to review of PPA and P3 MOU in preparation for call.  | 1.10                      | 531.00                             | 584.10        |
| 04/07/2016                     | Jason Radford     | PHON          | Working Group calls and follow-ups; amending P3 MOU and IRC change memo   | 3.50                      | 967.50                             | 3,386.25      |
| 04/07/2016                     | Katayoun Sadeghi  | LETT          | Calls with P3 Working Group and DA re: PPA, P3 MOU and USACE change process memo; related correspondence with JR; revising P3 MOU; changes to USACE change memo.  | 7.30                      | 531.00                             | 3,876.30      |
| 04/08/2016                     | Annelise Karreman | DRFT          | Reviewing and amending Memorandum on ICR Evaluation Process with USACE.   | 0.50                      | 396.00                             | 198.00        |
| 04/08/2016                     | Katayoun Sadeghi  | LETT          | Revisions to USACE P3 MOU and change process memo; consolidation of group comments to change process memo; related correspondence; call with USACE and DA.  | 6.50                      | 531.00                             | 3,451.50      |
| 04/08/2016                     | Ross McKinnon     | PHON          | Call with clients and USACE to discuss PPA and P3 MOU, including reviewing documents and discussions with K Sadeghi in preparation for call.  | 2.00                      | 666.00                             | 1,332.00      |
| 04/11/2016                     | Jason Radford     | LETT          | USACE change memo and comments; PPA response from USACE and emails on the same  | 0.70                      | 967.50                             | 677.25        |
| 04/11/2016                     | Katayoun Sadeghi  | LETT          | Attention to USACE change process memo; attention to review of PPA and production of issues list; related correspondence.   | 8.10                      | 531.00                             | 4,301.10      |
| 04/12/2016                     | Jason Radford     | READ          | Reviewing P3MOU and PPA aspects relating to the P3 project and call with working group  | 1.80                      | 967.50                             | 1,741.50      |
| 04/12/2016                     | Katayoun Sadeghi  | LETT          | Call re: PPA, P3 MOU etc; review of land acquisition memo; revisions to P3 MOU comments; correspondence with RM and JR.   | 5.90                      | 531.00                             | 3,132.90      |
| 04/13/2016                     | Jason Radford     | READ          | Reviewing land acquisition paper and comments; reviewing PPA and P3MOU issues, including outcome of further discussions with Molly Hunt from USACE  | 1.80                      | 967.50                             | 1,741.50      |
| 04/13/2016                     | Katayoun Sadeghi  | LETT          | Distribution of land acquisition memo comments; drafting PPA revisions and P3 MOU revisions and related explanations; call with Molly (USACE) re disclosure issues and related correspondence with RM and JR. | 6.40                      | 531.00                             | 3,398.40      |
| 04/13/2016                     | Ross McKinnon     | LETT          | Discussions with J Radford and K Sadeghi in relation to PPA and P3 MoU  | 1.00                      | 666.00                             | 666.00        |
| 04/14/2016                     | Katayoun Sadeghi  | LETT          | Attention to review of Ohstad PPA comments; related correspondence.   | 1.10                      | 531.00                             | 584.10        |
| 04/15/2016                     | Jason Radford     | PHON          | Reviewing PPA/P3 MOU mark-up and call with John Shockley  | 1.80                      | 967.50                             | 1,741.50      |
| 04/15/2016                     | Katayoun Sadeghi  | LETT          | Revisions to PPA; discussion with Ohnstad; drafting explanatory notes to accompany comments.  | 7.60                      | 531.00                             | 4,035.60      |
| 04/15/2016                     | Ross McKinnon     | REVI          | Reviewing and drafting amendments to PPA, including discussions with J Radford and K  | 2.50                      | 666.00                             | 1,665.00      |

**8615**      **ERI: PPA Review/Advice to DA/Communications with USACE**

|            |                   |      |  | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> |  | <b>Amount</b> |
|------------|-------------------|------|--|---------------------------|------------------------------------|--|---------------|
| 04/17/2016 | Katayoun Sadeghi  | LETT | Drafting PPA memo excerpts.  | 2.00                      | 531.00                             |  | 1,062.00      |
| 04/18/2016 | Katayoun Sadeghi  | DRFT | Attention to changes to the PPA and PPA memo; related correspondence.  | 5.60                      | 531.00                             |  | 2,973.60      |
| 04/18/2016 | Ross McKinnon     | LETT | Reviewing proposed amendments to PPA and memo providing commentary on proposed modifications. Drafting amendments to memo. | 2.00                      | 666.00                             |  | 1,332.00      |
| 04/20/2016 | Katayoun Sadeghi  | REVI | Review of USACE PPA changes and related correspondence with JR and RM.   | 0.70                      | 531.00                             |  | 371.70        |
| 04/21/2016 | Jason Radford     | PHON | Prep for and attending call with USACE to discuss PPA mark-up; follow-up emails with alternative drafting                  | 1.50                      | 967.50                             |  | 1,451.25      |
| 04/21/2016 | Katayoun Sadeghi  | REVI | Call with USACE re: PPA; correspondence; revisions to PPA and related correspondence.                                      | 2.10                      | 531.00                             |  | 1,115.10      |
| 04/22/2016 | Annelise Karreman | DRFT | Drafting form of non-disclosure certificate in connection with PPA.  | 0.20                      | 396.00                             |  | 79.20         |
| 04/22/2016 | Jason Radford     | PHON | Emails, calls and background review of PPA and legislation around USACE rights to step-in.                                 | 4.40                      | 967.50                             |  | 4,257.00      |
| 04/22/2016 | Katayoun Sadeghi  | LETT | Correspondence re: PPA revisions; drafting PPA memo re: potential revisions; related correspondence.                       | 6.90                      | 531.00                             |  | 3,663.90      |
| 04/22/2016 | Ross McKinnon     | REVI | Discussions with J Radford and K Sadeghi in relation to the PPA and outstanding issues                                     | 2.00                      | 666.00                             |  | 1,332.00      |
| 04/23/2016 | Katayoun Sadeghi  | DRFT | Attention to PPA revision memo for USACE.  | 5.30                      | 531.00                             |  | 2,814.30      |
| 04/25/2016 | Annelise Karreman | DRFT | Drafting non-disclosure certificate  | 2.00                      | 396.00                             |  | 792.00        |
| 04/25/2016 | Jason Radford     | LETT | PPA memo and discussing process for submission etc   | 1.00                      | 967.50                             |  | 967.50        |
| 04/25/2016 | Katayoun Sadeghi  | DRFT | Correspondence re: PPA memo and revision of PPA memo; correspondence re: scheduling calls etc.                             | 2.70                      | 531.00                             |  | 1,433.70      |
| 04/26/2016 | Jason Radford     | PHON | Emails and calls relating to USACE's response on the PPA memo submitted.   | 1.40                      | 967.50                             |  | 1,354.50      |
| 04/26/2016 | Katayoun Sadeghi  | LETT | P3 Working Group Call; correspondence re: PPA revisions from Corps and process forward.                                    | 1.40                      | 531.00                             |  | 743.40        |
| 04/27/2016 | Jason Radford     | PHON | PPA call and follow-up   | 1.50                      | 967.50                             |  | 1,451.25      |
| 04/27/2016 | Katayoun Sadeghi  | DRFT | Call re: PPA changes; prep for call; revisions to PPA MOU.   | 5.50                      | 531.00                             |  | 2,920.50      |

---

**71,555.40**

---



**8616**      **ERI: RFQ**

|                         |                   | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>           |
|-------------------------|-------------------|---------------------------|------------------------------------|-------------------------|
| <b>Partner</b>          |                   |                           |                                    |                         |
| JTR                     | Jason Radford     | 1.70                      | 967.50                             | 1,644.75                |
| <b>Counsel</b>          |                   |                           |                                    |                         |
| RMCKIN                  | Ross McKinnon     | 22.00                     | 666.00                             | 14,652.00               |
| <b>Associate</b>        |                   |                           |                                    |                         |
| KSADEG                  | Katayoun Sadeghi  | 42.30                     | 531.00                             | 22,461.30               |
| <b>Junior Associate</b> |                   |                           |                                    |                         |
| AKARRE                  | Annelise Karreman | 45.30                     | 396.00                             | 17,938.80               |
|                         |                   |                           | Total                              | <b><u>56,696.85</u></b> |

**8616**      **ERI: RFQ**

| <b>Detailed Time Breakdown</b> |                   |               |  | <b>Time</b>      | <b>Agreed Rate</b> | <b>Amount</b> |
|--------------------------------|-------------------|---------------|--|------------------|--------------------|---------------|
| <b>Date</b>                    | <b>Lawyer</b>     | <b>Action</b> | <b>Narrative</b>   | <b>(Decimal)</b> | <b>(USD /hour)</b> |               |
|                                |                   |               |  | <b>Time</b>      | <b>Rate</b>        | <b>Amount</b> |
|                                |                   |               |  | <b>(Decimal)</b> |                    |               |
| 04/01/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 4.40             | 396.00             | 1,742.40      |
| 04/01/2016                     | Katayoun Sadeghi  | LETT          | RFQ lessons learned compiled; drafting RFQ sections.   | 3.00             | 531.00             | 1,593.00      |
| 04/01/2016                     | Ross McKinnon     | REVI          | Reviewing draft RFQ sections and providing comments to K Sadeghi, including follow up discussions.   | 1.50             | 666.00             | 999.00        |
| 04/03/2016                     | Katayoun Sadeghi  | LETT          | Attention to revisions to RFQ sections and to do lists.  | 2.40             | 531.00             | 1,274.40      |
| 04/04/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 7.50             | 396.00             | 2,970.00      |
| 04/04/2016                     | Katayoun Sadeghi  | LETT          | Attention to RFQ discussions and related outstanding sections.   | 0.80             | 531.00             | 424.80        |
| 04/05/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 3.60             | 396.00             | 1,425.60      |
| 04/05/2016                     | Katayoun Sadeghi  | LETT          | Correspondence re: RFQ lessons learned w/ potential bidders.   | 0.60             | 531.00             | 318.60        |
| 04/07/2016                     | Katayoun Sadeghi  | LETT          | Review of RFQ instructions and related correspondence w/ CH2M; review of JS changes to glossary.   | 1.80             | 531.00             | 955.80        |
| 04/08/2016                     | Katayoun Sadeghi  | LETT          | Correspondence with ACS re: RFQ general lessons learned/tips for drafting.   | 0.60             | 531.00             | 318.60        |
| 04/11/2016                     | Jason Radford     | LETT          | Industry feedback on RFQ   | 0.20             | 967.50             | 193.50        |
| 04/11/2016                     | Katayoun Sadeghi  | LETT          | Call with InfraRed re: RFQ drafting; correspondence with CH2M re: RFQ drafting and SharePoint.   | 1.60             | 531.00             | 849.60        |
| 04/11/2016                     | Ross McKinnon     | LETT          | Considering RFQ issues   | 0.50             | 666.00             | 333.00        |
| 04/12/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 1.80             | 396.00             | 712.80        |
| 04/12/2016                     | Jason Radford     | PHON          | RFQ feedback and evaluation criteria discussion; discussing RFQ process with working group   | 0.70             | 967.50             | 677.25        |
| 04/12/2016                     | Katayoun Sadeghi  | LETT          | Correspondence re: RFQ drafting and SharePoint; attention to RFQ definitions glossary including acronyms.  | 3.10             | 531.00             | 1,646.10      |
| 04/12/2016                     | Ross McKinnon     | LETT          | Considering key issues for RFQ process including relevant discussions with industry, J Radford and K Sadeghi.  | 1.00             | 666.00             | 666.00        |
| 04/13/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 3.30             | 396.00             | 1,306.80      |
| 04/13/2016                     | Katayoun Sadeghi  | LETT          | Attention to list of acronyms and uploading documents to SharePoint; related correspondence with Gail (CH2M); correspondence with AK re: RFQ drafting. | 2.10             | 531.00             | 1,115.10      |
| 04/14/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 2.50             | 396.00             | 990.00        |
| 04/19/2016                     | Katayoun Sadeghi  | DRFT          | RFQ section drafting; modifications to definitions.  | 3.10             | 531.00             | 1,646.10      |
| 04/21/2016                     | Annelise Karreman | ATTD          | Attendance at meeting with John Shockley and Jason Radford regarding the RFQ   | 0.80             | 396.00             | 316.80        |
| 04/21/2016                     | Annelise Karreman | DRFT          | Reviewing and amending RFQ   | 3.70             | 396.00             | 1,465.20      |
| 04/21/2016                     | Jason Radford     | ATTD          | Agreeing approach to conflicts and disclosure for the RFQ with John Shockley   | 0.80             | 967.50             | 774.00        |
| 04/21/2016                     | Katayoun Sadeghi  | DRFT          | Correspondence re: RFQ drafting; related revisions to RFQ sections.  | 1.40             | 531.00             | 743.40        |
| 04/21/2016                     | Ross McKinnon     | DRFT          | Reviewing and providing comments on RFQ sections   | 3.50             | 666.00             | 2,331.00      |
| 04/22/2016                     | Ross McKinnon     | DRFT          | Working on RFQ   | 3.50             | 666.00             | 2,331.00      |
| 04/24/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 0.70             | 396.00             | 277.20        |
| 04/24/2016                     | Annelise Karreman | DRFT          | Drafting RFQ   | 0.30             | 396.00             | 118.80        |
| 04/24/2016                     | Katayoun Sadeghi  | DRFT          | Attention to drafting Role of USACE section for RFQ.   | 2.30             | 531.00             | 1,221.30      |

**8616**      **ERI: RFQ**

|            |                   |      |   | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> |        | <b>Amount</b>    |
|------------|-------------------|------|---|---------------------------|------------------------------------|--------|------------------|
| 04/25/2016 | Annelise Karreman | DRFT | Drafting RFQ  |                           | 5.50                               | 396.00 | 2,178.00         |
| 04/25/2016 | Katayoun Sadeghi  | DRFT | RFQ review and modification; related correspondence.                  |                           | 7.50                               | 531.00 | 3,982.50         |
| 04/25/2016 | Ross McKinnon     | DRFT | Reviewing draft RFQ sections and providing comments                   |                           | 5.00                               | 666.00 | 3,330.00         |
| 04/26/2016 | Annelise Karreman | DRFT | Drafting RFQ  |                           | 10.70                              | 396.00 | 4,237.20         |
| 04/26/2016 | Katayoun Sadeghi  | DRFT | Attention to RFQ drafting/revising; related correspondence.           |                           | 10.10                              | 531.00 | 5,363.10         |
| 04/26/2016 | Ross McKinnon     | DRFT | Reviewing draft RFQ sections and providing comments and settling same |                           | 7.00                               | 666.00 | 4,662.00         |
| 04/27/2016 | Annelise Karreman | READ | Considering draft RFQ   |                           | 0.20                               | 396.00 | 79.20            |
| 04/27/2016 | Katayoun Sadeghi  | REVI | Correspondence re: revised RFQ; beginning to read compiled sections.  |                           | 1.90                               | 531.00 | 1,008.90         |
| 04/28/2016 | Annelise Karreman | READ | Reviewing compiled RFQ  |                           | 0.30                               | 396.00 | 118.80           |
|            |                   |      |   |                           |                                    |        | <b>56,696.85</b> |

**8619**      **ERI: Concession Agreement**

|                         |                   | <b>Time<br/>(Decimal)</b> | <b>Agreed Rate<br/>(USD /hour)</b> | <b>Amount</b>           |
|-------------------------|-------------------|---------------------------|------------------------------------|-------------------------|
| <b>Partner</b>          |                   |                           |                                    |                         |
| JTR                     | Jason Radford     | 15.40                     | 967.50                             | 14,899.50               |
| PWV                     | Philip Vernon     | 0.40                      | 999.00                             | 399.60                  |
| <b>Counsel</b>          |                   |                           |                                    |                         |
| RMCKIN                  | Ross McKinnon     | 5.30                      | 666.00                             | 3,529.80                |
| <b>Associate</b>        |                   |                           |                                    |                         |
| KSADEG                  | Katayoun Sadeghi  | 38.20                     | 531.00                             | 20,284.20               |
| <b>Junior Associate</b> |                   |                           |                                    |                         |
| AKARRE                  | Annelise Karreman | 1.10                      | 396.00                             | 435.60                  |
|                         |                   |                           | Total                              | <u><b>39,548.70</b></u> |

**8619**      **ERI: Concession Agreement**

|                                |                   |        |  | Time<br>(Decimal) | Agreed Rate<br>(USD /hour) | Amount   |
|--------------------------------|-------------------|--------|--|-------------------|----------------------------|----------|
| <b>Detailed Time Breakdown</b> |                   |        |  |                   |                            |          |
| Date                           | Lawyer            | Action | Narrative  | Time<br>(Decimal) | Rate                       | Amount   |
| 04/01/2016                     | Annelise Karreman | DRFT   | Reviewing and amending risk matrix   | 1.10              | 396.00                     | 435.60   |
| 04/01/2016                     | Jason Radford     | READ   | Risk Matrix review and amendments. Discussing internally.  | 2.20              | 967.50                     | 2,128.50 |
| 04/01/2016                     | Katayoun Sadeghi  | DRFT   | Turning/proofing comments to the risk matrix.  | 2.10              | 531.00                     | 1,115.10 |
| 04/03/2016                     | Jason Radford     | READ   | Risk Matrix review and amendment   | 3.00              | 967.50                     | 2,902.50 |
| 04/04/2016                     | Katayoun Sadeghi  | LETT   | Attention to risk matrix.  | 6.90              | 531.00                     | 3,663.90 |
| 04/04/2016                     | Ross McKinnon     | LETT   | Discussions with K Sadeghi in relation to risk allocation.   | 0.30              | 666.00                     | 199.80   |
| 04/05/2016                     | Jason Radford     | LETT   | Risk matrix comments   | 0.10              | 967.50                     | 96.75    |
| 04/05/2016                     | Katayoun Sadeghi  | LETT   | Attention to revisions to risk matrix; related correspondence with RM; related precedent research (TTT etc).   | 4.60              | 531.00                     | 2,442.60 |
| 04/19/2016                     | Katayoun Sadeghi  | REVI   | Review of risk matrix in preparation for meetings.   | 0.90              | 531.00                     | 477.90   |
| 04/20/2016                     | Jason Radford     | ATTD   | RFP risk matrix review with DA team  | 6.00              | 967.50                     | 5,805.00 |
| 04/20/2016                     | Katayoun Sadeghi  | ATTD   | Risk matrix review meeting with DA team; related preparation of materials.   | 6.50              | 531.00                     | 3,451.50 |
| 04/20/2016                     | Katayoun Sadeghi  | DRFT   | Revisions to risk matrix; related correspondence with RM and JR.   | 1.90              | 531.00                     | 1,008.90 |
| 04/20/2016                     | Ross McKinnon     | ATTD   | Attending meeting with J Radford, K Sadeghi and the Diversion Authority to discuss risk matrix.  | 2.50              | 666.00                     | 1,665.00 |
| 04/21/2016                     | Jason Radford     | ATTD   | Risk Matrix review meeting with DA team  | 3.00              | 967.50                     | 2,902.50 |
| 04/21/2016                     | Katayoun Sadeghi  | DRFT   | Meeting with P3 Working Group re: risk matrix; turning changes to risk matrix; related correspondence.   | 11.90             | 531.00                     | 6,318.90 |
| 04/21/2016                     | Ross McKinnon     | ATTD   | Meeting with Project Working group to discuss risk matrix  | 2.00              | 666.00                     | 1,332.00 |
| 04/22/2016                     | Jason Radford     | READ   | Follow-up review of matrix and items from meetings earlier in the week; discussing next steps on various items including fuel supply and soil revenues   | 0.50              | 967.50                     | 483.75   |
| 04/22/2016                     | Katayoun Sadeghi  | REVI   | Revisions to risk matrix; related correspondence and compilation of action items and to do list.   | 1.70              | 531.00                     | 902.70   |
| 04/26/2016                     | Katayoun Sadeghi  | LETT   | Coordination for risk matrix call next week.   | 0.40              | 531.00                     | 212.40   |
| 04/27/2016                     | Katayoun Sadeghi  | PHON   | Discussions relating to PABs and federal requirements in connection with risk matrix; correspondence with EY.  | 1.30              | 531.00                     | 690.30   |
| 04/29/2016                     | Jason Radford     | PHON   | Discussing approach to risk on key issues with London and industry experts   | 0.60              | 967.50                     | 580.50   |
| 04/29/2016                     | Phillip Vernon    | READ   | Check on precedent from Thames Tideway Tunnel for two stage commissioning procedure (handover certificate/system acceptance) at concession level to allow time for climatic scenario testing after completion of works - subcontract position to be checked separately | 0.40              | 999.00                     | 399.60   |
| 04/29/2016                     | Ross McKinnon     | LETT   | Considering issues associated with completion testing for project, including liaising with colleagues in relation to issue in comparable projects.   | 0.50              | 666.00                     | 333.00   |

---

**39,548.70**

---

## Disbursements Detailed Breakdown

### Fares, Courier Charges and Incidental Expenses (Meals)

04/19/2016

VENDOR: GrubHub Holdings Inc. d/b/a Seamless; -INVOICE#: 22371732; DATE: 24/04/2016 -  
Lunch

364.09

---

**364.09**

---

**FM Diversion Authority**  
**Fiscal Accountability Report Design Phase (Fund 790)**  
**As of 5/31/2016**

|   | 2011           | 2012              | 2013              | 2014              | 2015              | 2016              | Cumulative<br>Totals |
|---|----------------|-------------------|-------------------|-------------------|-------------------|-------------------|----------------------|
| <b>Revenues</b>                           |                |                   |                   |                   |                   |                   |                      |
| City of Fargo                             | 443,138        | 7,652,681         | 7,072,961         | 19,373,131        | 28,310,373        | 7,436,379         | 70,288,663           |
| Cass County                               | 443,138        | 7,652,681         | 7,072,961         | 19,373,131        | 28,310,373        | 7,007,234         | 69,859,518           |
| State Water Commission                    | -              | -                 | 3,782,215         | 602,918           | 31,056,740        | 17,892,289        | 53,334,162           |
| Other Agencies                            | 98,475         | 1,700,595         | 1,571,769         | 4,305,140         | 6,291,194         | 1,510,881         | 15,478,054           |
| City of Oxbow MOU Repayment               | -              | -                 | -                 | -                 | -                 | 2,894,000         | 2,894,000            |
| Reimbursements                            | -              | -                 | -                 | -                 | -                 | 16,631            | 16,631               |
| Lease/Rental Payments                     | -              | -                 | 17,358            | 154,180           | 180,341           | 253,306           | 605,185              |
| Asset Sales                               | -              | -                 | -                 | 616,774           | 315,892           | 175,190           | 1,107,856            |
| Miscellaneous                             | -              | -                 | 1,705             | 626               | 427               | -                 | 2,758                |
| <b>Total Revenues</b>                     | <b>984,750</b> | <b>17,005,957</b> | <b>19,518,970</b> | <b>44,425,900</b> | <b>94,465,339</b> | <b>37,185,910</b> | <b>213,586,827</b>   |
| <b>Expenditures</b>                       |                |                   |                   |                   |                   |                   |                      |
| 7905 Army Corp Payments                   | -              | -                 | 875,000           | 1,050,000         | 2,725,000         | 2,279,000         | 6,929,000            |
| 7910 WIK - Administration                 | 107,301        | 331,321           | 77,614            | 169,019           | 282,227           | 126,150           | 1,093,631            |
| 7915 WIK - Project Design                 | 149,632        | 5,366,147         | 3,220,859         | 9,118,723         | 4,660,226         | 1,418,798         | 23,934,385           |
| 7920 WIK - Project Management             | 679,037        | 7,223,650         | 4,695,477         | 3,579,339         | 4,500,955         | 1,547,918         | 22,226,377           |
| 7925 WIK - Recreation                     | -              | 163,223           | -                 | -                 | -                 | -                 | 163,223              |
| 7930 LERRDS - North Dakota                | 48,664         | 3,843,620         | 2,763,404         | 17,013,358        | 55,948,209        | 19,234,769        | 98,852,023           |
| 7931 LERRDS - Minnesota                   | -              | 27,996            | 289,387           | 13,068            | 32,452            | 273,195           | 636,097              |
| 7940 WIK Mitigation - North Dakota        | -              | -                 | -                 | 587,180           | -                 | -                 | 587,180              |
| 7941 WIK Mitigation - Minnesota           | -              | -                 | -                 | -                 | -                 | -                 | -                    |
| 7950 Construction - North Dakota          | -              | -                 | -                 | 1,738,638         | 19,269,055        | 9,535,132         | 30,542,825           |
| 7951 Construction - Minnesota             | -              | -                 | -                 | -                 | -                 | -                 | -                    |
| 7952 Construction - O/H/B                 | -              | -                 | -                 | 11,282,504        | 5,044,001         | 568,029           | 16,894,534           |
| 7955 Construction Management              | -              | -                 | -                 | 556,209           | 2,867,422         | 1,350,656         | 4,774,288            |
| 7990 Project Financing                    | -              | 50,000            | 70,000            | 216,376           | 566,600           | 1,301,055         | 2,204,031            |
| 7995 Project Eligible - Off Formula Costs | -              | -                 | -                 | -                 | -                 | -                 | -                    |
| 7999 Non Federal Participating Costs      | 116            | -                 | -                 | -                 | -                 | -                 | 116                  |
| 0000 Advance to City of Oxbow             | -              | -                 | 7,527,231         | 630               | -                 | -                 | 7,527,861            |
| <b>Total Expenditures</b>                 | <b>984,750</b> | <b>17,005,957</b> | <b>19,518,970</b> | <b>45,325,044</b> | <b>95,896,147</b> | <b>37,634,701</b> | <b>216,365,570</b>   |

FM Diversion Authority  
 FY 2016 Summary Budget Report ( In Thousands)  
 As of May 31, 2016

|                              | FY 2016<br>Approved<br>Budget | Current<br>Month | Fiscal Year<br>To Date | %<br>Expended | Outstanding<br>Encumbrances | Remaining<br>Budget<br>Balance |
|------------------------------|-------------------------------|------------------|------------------------|---------------|-----------------------------|--------------------------------|
| <b>Revenue Sources</b>       |                               |                  |                        |               |                             |                                |
| City of Fargo                | 39,375                        | 3,048            | 7,436                  |               |                             | 31,939                         |
| Cass County                  | 39,375                        | 2,815            | 7,007                  |               |                             | 32,368                         |
| State of ND - 50% Match      | 40,100                        | 1,093            | 14,155                 |               |                             | 25,945                         |
| State of ND - 100% Match     | 109,900                       | 1,116            | 3,737                  |               |                             | 106,163                        |
| State of Minnesota           | -                             | -                | -                      |               |                             | -                              |
| Other Agencies               | 8,750                         | 600              | 1,511                  |               |                             | 7,239                          |
| City of Oxbow MOU Repayments | -                             | -                | 2,894                  |               |                             | (2,894)                        |
| Financing Proceeds           | -                             | -                | -                      |               |                             | -                              |
| Reimbursements               | -                             | -                | 17                     |               |                             | (17)                           |
| Sale of Assets               | -                             | -                | 175                    |               |                             | (175)                          |
| Property Income              | -                             | 51               | 253                    |               |                             | (253)                          |
| Miscellaneous                | -                             | -                | -                      |               |                             | -                              |
| <b>Total Revenue Sources</b> | <b>237,500</b>                | <b>8,723</b>     | <b>37,186</b>          |               |                             | <b>200,314</b>                 |
| <b>Funds Appropriated</b>    |                               |                  |                        |               |                             |                                |
| Army Corp Local Share        | -                             | -                | 2,279                  |               | -                           | (2,279)                        |
| Management Oversight         | 11,340                        | 1,531            | 3,024                  | 27%           | 11,291                      | (2,975)                        |
| Technical Activities         | 7,500                         | 670              | 1,419                  | 19%           | 2,987                       | 3,094                          |
| Land Acquisitions            | 109,900                       | 3,096            | 19,508                 | 18%           | 32,757                      | 57,635                         |
| Construction                 | 105,000                       | 3,097            | 10,103                 | 10%           | 41,838                      | 53,059                         |
| Mitigation                   | 2,200                         | -                | -                      | 0%            | 366                         | 1,834                          |
| Other Costs                  | 1,560                         | 524              | 1,301                  | 83%           | 2,959                       | (2,700)                        |
| <b>Total Appropriations</b>  | <b>237,500</b>                | <b>8,919</b>     | <b>37,634</b>          | <b>16%</b>    | <b>92,198</b>               | <b>107,668</b>                 |



**FM Diversion Authority  
Summary of Cash Disbursements  
May 2016**

| Account Number  | Check Date | Check Number | Vendor Name                 | Transaction Amount | Description 1             | Project Number | Project Description       |
|---|------------|--------------|-----------------------------|--------------------|---------------------------|----------------|---------------------------|
| 790-0000-206.10-00  | 5/18/2016  | 268137       | OXBOW, CITY OF              | \$ 53,460.06       | Retainage PO #172163      | V02409         | OXBOW MOU-CONST RPLM AREA |
| <b>Total - Retainage Paid</b>                                 |            |              |                             | <b>53,460.06</b>   |                           |                |                           |
| 790-7910-429.33-20  | 5/31/2016  | JB05160018   | CITY OF FARGO               | 600.00             | CHARGE COF TIME - 5/16    | V00102         | General & Admin. WIK      |
| <b>Total WIK - General &amp; Admin. - Accounting Services</b> |            |              |                             | <b>600.00</b>      |                           |                |                           |
| 790-7910-429.33-25  | 5/4/2016   | 267722       | OXBOW, CITY OF              | 670.56             | OHNSTAD TWICHELL          | V02407         | OXBOW MOU-LEGAL SERVICES  |
|   | 5/4/2016   | 267722       | OXBOW, CITY OF              | 847.56             | OHNSTAD TWICHELL          | V02407         | OXBOW MOU-LEGAL SERVICES  |
|   | 5/4/2016   | 267722       | OXBOW, CITY OF              | 691.64             | OHNSTAD TWICHELL          | V02407         | OXBOW MOU-LEGAL SERVICES  |
|   | 5/4/2016   | 267722       | OXBOW, CITY OF              | 350.00             | OHNSTAD TWICHELL          | V02407         | OXBOW MOU-LEGAL SERVICES  |
|   | 5/4/2016   | 267722       | OXBOW, CITY OF              | 4,070.38           | TURNAM & LANG             | V02407         | OXBOW MOU-LEGAL SERVICES  |
|   | 5/18/2016  | 268137       | OXBOW, CITY OF              | 2,415.72           | TURMAN & LANG             | V02407         | OXBOW MOU-LEGAL SERVICES  |
|   | 5/18/2016  | 268043       | ERIK R JOHNSON & ASSOCIATES | 12,812.30          | METRO FLOOD PROJECT       | V00102         | General & Admin. WIK      |
| <b>Total WIK - General &amp; Admin. - Legal Services</b>      |            |              |                             | <b>21,858.16</b>   |                           |                |                           |
| 790-7910-429.38-68  | 6/3/2016   | 555          | P CARD BMO                  | 3,500.00           | FREDRIKSON AND BYRON P    | V00102         | General & Admin. WIK      |
|   | 5/6/2016   | 553          | P CARD BMO                  | 3,500.00           | FREDRIKSON AND BYRON P    | V00102         | General & Admin. WIK      |
| <b>Total WIK - General &amp; Admin. - Lobbyist</b>            |            |              |                             | <b>7,000.00</b>    |                           |                |                           |
| 790-7915-429.33-05  | 5/4/2016   | 267722       | OXBOW, CITY OF              | 2,602.50           | MOORE ENGINEERING, INC    | V02402         | OXBOW MOU-PRELIM ENGINRNG |
|   | 5/18/2016  | 268137       | OXBOW, CITY OF              | 1,712.50           | MOORE ENGINEERING, INC    | V02402         | OXBOW MOU-PRELIM ENGINRNG |
|   | 5/18/2016  | 268137       | OXBOW, CITY OF              | 402.50             | MOORE ENGINEERING, INC    | V02403         | OXBOW MOU-CONCEPT LAYOUTS |
|   | 5/18/2016  | 268137       | OXBOW, CITY OF              | 3,165.00           | MOORE ENGINEERING, INC    | V02420         | OXBOW MOU-MOORE ENG TO #6 |
|   | 5/25/2016  | 268248       | HOUSTON-MOORE GROUP LLC     | 4,949.18           | REC/USE MASTER PLAN       | V01607         | RECREATION/USE MASTER PLN |
|   | 5/25/2016  | 268248       | HOUSTON-MOORE GROUP LLC     | 537.92             | REC/USE MATER PLAN        | V01607         | RECREATION/USE MASTER PLN |
|   | 5/25/2016  | 268248       | HOUSTON-MOORE GROUP LLC     | 120,004.17         | HYDROLOGIC/HYD MODELING   | V01609         | HYDROLOGY/HYDRAULIC MODEL |
|   | 5/25/2016  | 268248       | HOUSTON-MOORE GROUP LLC     | 270.25             | PERMIT SUBMITTAL PREP     | V01616         | PERMIT SUBMITTAL PREP     |
|   | 5/25/2016  | 268248       | HOUSTON-MOORE GROUP LLC     | 5,910.80           | PERMIT SUBMITTAL PREP     | V01616         | PERMIT SUBMITTAL PREP     |
|   | 5/25/2016  | 268248       | HOUSTON-MOORE GROUP LLC     | 11,291.62          | WORK IN KIND              | V01608         | WORK-IN-KIND (WIK)        |
|   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC     | 15,428.08          | LEVEE DESIGN & SUPPORT    | V01613         | LEVEE DESIGN & SUPPORT    |
|   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC     | 135,935.00         | LEVEE DESIGN & SUPPORT    | V01613         | LEVEE DESIGN & SUPPORT    |
|   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC     | 4,692.97           | WORK IN KIND              | V01608         | WORK-IN-KIND (WIK)        |
|   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC     | 37,462.25          | HYROLOGY & HYDRAULIC      | V01609         | HYDROLOGY/HYDRAULIC MODEL |
|   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC     | 35,504.16          | LEVEE DESIGN & SUPPORT    | V01613         | LEVEE DESIGN & SUPPORT    |
|   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC     | 193,701.62         | LEVEE DESIGN & SUPPORT    | V01613         | LEVEE DESIGN & SUPPORT    |
|   | 5/11/2016  | 267789       | BEAVER CREEK ARCHAEOLOGY    | 70,438.32          | CULTURAL INVESTIGATION    | V02601         | CULTURAL INVESTIGATION    |
|   | 5/11/2016  | 267948       | URS CORPORATION             | 16,861.25          | CULTUTRAL RESOURCES INVES | V01003         | CULTURAL RESOURCES INVEST |
|   | 6/1/2016   | 268484       | URS CORPORATION             | 9,091.25           | CULTURAL RESOURCES INVEST | V01003         | CULTURAL RESOURCES INVEST |
| <b>Total WIK - Project Design - Engineering Services</b>      |            |              |                             | <b>669,961.34</b>  |                           |                |                           |

**FM Diversion Authority**  
**Summary of Cash Disbursements**  
**May 2016**

| Account Number  | Check Date  | Check Number | Vendor Name                         | Transaction Amount | Description 1            | Project Number | Project Description       |
|---|---|--------------|-------------------------------------|--------------------|--------------------------|----------------|---------------------------|
| 790-7920-429.33-05  | 5/25/2016   | 268248       | HOUSTON-MOORE GROUP LLC             | 51,111.34          | PROJECT MANAGEMENT       | V01601         | HMG - PROJECT MANAGEMENT  |
|   | 6/1/2016  | 268401       | HOUSTON-MOORE GROUP LLC             | 1,033.83           | DIVERSION PROJECT MGMT   | V01601         | HMG - PROJECT MANAGEMENT  |
|   | 6/1/2016  | 268401       | HOUSTON-MOORE GROUP LLC             | 26,344.73          | DIVERSION PROJECT MGMT   | V01601         | HMG - PROJECT MANAGEMENT  |
| <b>Total WIK Construction Mgmt. - Engineering Services</b>    |   |              |                                     | <b>78,489.90</b>   |                          |                |                           |
| 790-7920-429.33-79  | 5/4/2016  | 267722       | OXBOW, CITY OF                      | 9,543.75           | MOORE ENGINEERING, INC   | V02421         | OXBOW MOU-MOORE PROJ MGMT |
|   | 5/18/2016   | 268137       | OXBOW, CITY OF                      | 5,238.30           | MOORE ENGINEERING, INC   | V02421         | OXBOW MOU-MOORE PROJ MGMT |
|   | 5/11/2016   | 267802       | CH2M HILL ENGINEERS INC             | 425,000.00         | CONTRACT MGMT EXTENSION  | V00205         | CH2M Hill-8.30.14-3.11.16 |
| <b>Total WIK Construction Mgmt. - Construction Management</b> |   |              |                                     | <b>439,782.05</b>  |                          |                |                           |
| 790-7930-429.33-05  | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 3,872.15           | ULTEIG ENGINEERS         | V01203         | Cass Joint Water OHB      |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 7,985.00           | ULTEIG ENGINEERS         | V01203         | Cass Joint Water OHB      |
|   | 5/25/2016   | 268248       | HOUSTON-MOORE GROUP LLC             | 945.00             | LAND MANAGEMENT SERVICES | V01606         | LAND MANAGEMENT SERVICES  |
|   | 5/25/2016   | 268248       | HOUSTON-MOORE GROUP LLC             | 863.85             | MILEAGE EXPENSES         | V01610         | UTILITIES DESIGN          |
|   | 6/1/2016  | 268401       | HOUSTON-MOORE GROUP LLC             | 3,306.60           | UTILITIES DESIGN         | V01610         | UTILITIES DESIGN          |
|   | 6/1/2016  | 268401       | HOUSTON-MOORE GROUP LLC             | 86,096.92          | DESIGN OF WORK PACKAGE   | V01618         | WP28 - CR-16/CR-17 BRIDGE |
|   | 6/1/2016  | 268401       | HOUSTON-MOORE GROUP LLC             | 1,239.79           | DESIGN OF WORK PACKAGE   | V01618         | WP28 - CR-16/CR-17 BRIDGE |
|   | 6/1/2016  | 268401       | HOUSTON-MOORE GROUP LLC             | 178,346.64         | DESIGN OF WORK PACKAGE   | V01618         | WP28 - CR-16/CR-17 BRIDGE |
| <b>Total LERRDS - North Dakota - Engineering Services</b>     |   |              |                                     | <b>282,655.95</b>  |                          |                |                           |
| 790-7930-429.33-06  | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 1,830.75           | BRAUN INTERTEC           | V01203         | Cass Joint Water OHB      |
| <b>Total LERRDS - North Dakota - Quality Testing</b>          |   |              |                                     | <b>1,830.75</b>    |                          |                |                           |
| 790-7930-429.33-25  | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 6,626.43           | OHNSTAD TWICHELL, P.C.   | V01201         | Cass Joint Water ROE      |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 270.00             | OHNSTAD TWICHELL, P.C.   | V01202         | Cass Joint Water DPAC     |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 5,616.00           | OHNSTAD TWICHELL, P.C.   | V01201         | Cass Joint Water ROE      |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 3,220.20           | OHNSTAD TWICHELL, P.C.   | V02807         | CASS JOINT WATER IN-TOWN  |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 128.00             | OHNSTAD TWICHELL, P.C.   | V02807         | CASS JOINT WATER IN-TOWN  |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 7,159.00           | OHNSTAD TWICHELL, P.C.   | V01203         | Cass Joint Water OHB      |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 33,668.99          | OHNSTAD TWICHELL, P.C.   | V01201         | Cass Joint Water ROE      |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 8,352.00           | OHNSTAD TWICHELL, P.C.   | V01201         | Cass Joint Water ROE      |
|   | 5/6/2016  | 553          | P CARD BMO                          | 54,505.25          | DORSEY WHITNEY LLP       | V00101         | Dorsey Whitney Legal      |
|   | 5/18/2016   | 268043       | ERIK R JOHNSON & ASSOCIATES         | 841.50             | FLOOD PROJECT-LERRDS     | V00103         | General & Admin. LERRDS   |
|   | <b>Total LERRDS - North Dakota - Legal Services</b> |              |                                     |                    | <b>120,387.37</b>        |                |                           |
| 790-7930-429.33-79  | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 150,501.44         | CH2MHILL                 | V02807         | CASS JOINT WATER IN-TOWN  |
|   | 5/18/2016   | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 42,449.13          | CH2MHILL                 | V01203         | Cass Joint Water OHB      |
| <b>Total LERRDS - North Dakota - Construction Management</b>  |   |              |                                     | <b>192,950.57</b>  |                          |                |                           |

**FM Diversion Authority**  
**Summary of Cash Disbursements**  
**May 2016**

| Account Number  | Check Date | Check Number | Vendor Name                         | Transaction Amount | Description 1             | Project Number | Project Description       |
|---|------------|--------------|-------------------------------------|--------------------|---------------------------|----------------|---------------------------|
| 790-7930-429.38-61                                      | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 1,526.04           | SENTRY SECURITY INC       | V01203         | Cass Joint Water OHB      |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 1,303.02           | SENTRY SECURITY INC       | V01203         | Cass Joint Water OHB      |
| <b>Total LERRDS - North Dakota - Security Services</b>  |            |              |                                     | <b>2,829.06</b>    |                           |                |                           |
| 790-7930-429.38-99                                      | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 12,800.00          | TECHTRON ENGINEERING INC  | V01203         | Cass Joint Water OHB      |
| <b>Total LERRDS - North Dakota - Other Services</b>     |            |              |                                     | <b>12,800.00</b>   |                           |                |                           |
| 790-7930-429.41-05                                      | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 264.00             | CASS RURAL WATER          | V01701         | ND LAND PURCH-OUT OF TOWN |
| <b>Total LERRDS - North Dakota - Water and Sewer</b>    |            |              |                                     | <b>264.00</b>      |                           |                |                           |
| 790-7930-429.54-10                                      | 5/18/2016  | 268137       | OXBOW, CITY OF                      | 2,700.00           | FORUM COMMUNICATIONS      | V02418         | OXBOW MOU - MISC SERVICES |
| <b>Total LERRDS - North Dakota - Legal Publications</b> |            |              |                                     | <b>2,700.00</b>    |                           |                |                           |
| 790-7930-429.62-51                                      | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 74.94              | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 191.80             | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 115.60             | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 661.05             | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 46.61              | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 279.90             | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 32.51              | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 65.78              | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 58.38              | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 104.53             | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 60.62              | CASS COUNTY ELECTRIC COOP | V01702         | ND LAND PURCHASE-HARDSHIP |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 152.80             | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 77.87              | CASS COUNTY ELECTRIC COOP | V01701         | ND LAND PURCH-OUT OF TOWN |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 18.06              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 63.51              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 77.80              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 16.87              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 178.10             | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 20.54              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 10.03              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
|   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 11.14              | XCEL ENERGY               | V01703         | ND LAND PURCH - IN TOWN   |
| <b>Total LERRDS - North Dakota - Electricity</b>        |            |              |                                     | <b>2,318.44</b>    |                           |                |                           |

**FM Diversion Authority  
Summary of Cash Disbursements  
May 2016**

| Account Number   | Check Date | Check Number | Vendor Name                         | Transaction Amount  | Description 1              | Project Number | Project Description        |
|--|------------|--------------|-------------------------------------|---------------------|----------------------------|----------------|----------------------------|
| 790-7930-429.67-11   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 1,694.70            | NATHAN QUAL                | V01703         | ND LAND PURCH - IN TOWN    |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 368,421.20          | GREGORY & BRIENA GOLDSMITH | V02411         | OXBOW MOU - RESIDENT RLCTN |
| <b>Total LERRDS - North Dakota - Residential Buildings</b> |            |              |                                     | <b>370,115.90</b>   |                            |                |                            |
| 790-7930-429.67-12   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 71,641.05           | SPIRIT PROPERTIES          | V01703         | ND LAND PURCH - IN TOWN    |
| <b>Total LERRDS - North Dakota - Commercial Buildings</b>  |            |              |                                     | <b>71,641.05</b>    |                            |                |                            |
| 790-7930-429.71-30   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 15,210.00           | THE TITLE COMPANY          | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 117,000.00          | CASEY JOHNSON AND HEATHER  | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 76,259.00           | CASEY JOHNSON AND HEATHER  | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 400,000.00          | DANIEL AND ESTHER LEAKE    | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 1,000,000.00        | VISIONBANK                 | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 150,000.00          | MICHAEL STREI AND DONNIE   | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 46,211.25           | MICHAEL STREI AND DONNIE   | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 194,000.00          | JOEL WOLD                  | V01701         | ND LAND PURCH-OUT OF TOWN  |
|  | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | (4,000.00)          | JOEL WOLD                  | V01701         | ND LAND PURCH-OUT OF TOWN  |
| <b>Total LERRDS - North Dakota - Land Purchases</b>        |            |              |                                     | <b>1,994,680.25</b> |                            |                |                            |
| 790-7930-429.71-31   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 37,020.00           | BOMEN FAMILY LIMITED PART  | V01703         | ND LAND PURCH - IN TOWN    |
| <b>Total LERRDS - North Dakota - Easements</b>             |            |              |                                     | <b>37,020.00</b>    |                            |                |                            |
| 790-7930-429.80-17   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 3,503.65            | CASS COUNTY TREASURER      | V01701         | ND LAND PURCH-OUT OF TOWN  |
| <b>Total LERRDS - North Dakota - Property Tax - FMDA</b>   |            |              |                                     | <b>3,503.65</b>     |                            |                |                            |
| 790-7931-429.67-11   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 756.80              | ROBERT AND JUDITH ANDERSON | V02302         | MN LAND PURCHASE-HARDSHIP  |
| <b>Total LERRDS - Minnesota - Residential Buildings</b>    |            |              |                                     | <b>756.80</b>       |                            |                |                            |
| 790-7950-429.73-20   | 5/11/2016  | 267882       | LANDWEHR CONSTRUCTION INC           | 85,334.00           | PAY #2 DEMO WORK           | V02816         | DOWNTOWN AREA DEMOLITION   |
|  | 6/1/2016   | 268427       | LANDWEHR CONSTRUCTION INC           | 103,384.54          | PARK EAST DEMO             | V02813         | PARK EAST DEMOLITION       |
| <b>Total ND Construction - Site Improvements</b>           |            |              |                                     | <b>188,718.54</b>   |                            |                |                            |
| 790-7950-429.73-52   | 5/18/2016  | 268157       | REINER CONTRACTING INC              | 248,902.62          | EL ZAGAL PHASE 2           | V02817         | EL ZAGEL - PHASE 2         |
|  | 6/1/2016   | 268404       | INDUSTRIAL BUILDERS INC             | 212,521.99          | 2 ST N PUMP STATION        | V02801         | 2ND ST NORTH PUMP STATION  |
|  | 6/1/2016   | 268404       | INDUSTRIAL BUILDERS INC             | 1,955,242.00        | 2 ST FLOODWALL             | V02812         | 2ND ST NORTH FLOODWALL     |
|  | 5/25/2016  | 268249       | INDUSTRIAL CONTRACT SERVICES INC    | 77,187.61           | PUMP STATION & FLOODWALL   | V02805         | PUMP STATION & FLOODWALL   |
| <b>Total ND Construction - Flood Control</b>               |            |              |                                     | <b>2,493,854.22</b> |                            |                |                            |
| 790-7950-429.73-70   | 5/18/2016  | 268002       | AT&T NETWORK OPERATIONS             | 125,238.30          | RELOCATE FIBER COMM CABLE  | V02809         | AT&T WP42 UTILITY RELOCT   |

**FM Diversion Authority  
Summary of Cash Disbursements  
May 2016**

| Account Number   | Check Date | Check Number | Vendor Name                         | Transaction Amount  | Description 1             | Project Number | Project Description        |
|--|------------|--------------|-------------------------------------|---------------------|---------------------------|----------------|----------------------------|
|  | 5/11/2016  | 267806       | CONSOLIDATED COMMUNICATIONS         | 23,496.23           | LEVEE UTILITY RELOCATION  | V02803         | EVENTIS WP42 UTILITY RLCT  |
|  | 5/11/2016  | 267806       | CONSOLIDATED COMMUNICATIONS         | 82,007.11           | WP-42A.1/A.3 SOUTH ROUTE  | V02803         | EVENTIS WP42 UTILITY RLCT  |
|  | 5/25/2016  | 268228       | CONSOLIDATED COMMUNICATIONS         | 28,698.75           | LEVEE UTILITY RELOCATION  | V02803         | EVENTIS WP42 UTILITY RLCT  |
|  | 5/25/2016  | 268228       | CONSOLIDATED COMMUNICATIONS         | 5,688.17            | SOUTH ROUTE               | V02803         | EVENTIS WP42 UTILITY RLCT  |
|  | 5/18/2016  | 268028       | CENTURYLINK ASSET ACCOUNTING-BART   | 74,195.92           | RELOCATE CABLE 1ST AVE N  | V02815         | IN-TOWN UTILITY RELOCATE   |
| <b>Total ND Construction - Utilities</b>                       |            |              |                                     | <b>339,324.48</b>   |                           |                |                            |
| 790-7952-429.73-53   | 5/18/2016  | 268137       | OXBOW, CITY OF                      | 75,144.33           | DAKOTA UNDERGROUND        | V02409         | OXBOW MOU-CONST RPLM AREA  |
| <b>Total O/H/B Construction - Dams/Reservoirs/Diversion</b>    |            |              |                                     | <b>75,144.33</b>    |                           |                |                            |
| 790-7955-429.33-05   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC             | 398,731.17          | SERVICES DURING CONSTRUCT | V02806         | CONSTRUCTION SVCS WP42     |
|  | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC             | 152,543.07          | SERVICES DURING CONSTRUCT | V02806         | CONSTRUCTION SVCS WP42     |
|  | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC             | 94,804.13           | SERVICES DURING CONSTRUCT | V02806         | CONSTRUCTION SVCS WP42     |
|  | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC             | 129,883.22          | SERVICES DURING CONSTRUCT | V02806         | CONSTRUCTION SVCS WP42     |
| <b>Total Construction Management - Engineering Services</b>    |            |              |                                     | <b>775,961.59</b>   |                           |                |                            |
| 790-7955-429.33-06   | 5/4/2016   | 267754       | TERRACON CONSULTING ENGINEERS       | 58,357.62           | MATERIALS TESTING         | V02802         | WP-42 MATERIALS TESTING    |
|  | 5/11/2016  | 267942       | TERRACON CONSULTING ENGINEERS       | 2,876.00            | MATERIALS TESTING         | V02802         | WP-42 MATERIALS TESTING    |
|  | 6/1/2016   | 268480       | TERRACON CONSULTING ENGINEERS       | 3,218.25            | MATERIALS TESTING         | V02802         | WP-42 MATERIALS TESTING    |
|  | 6/1/2016   | 268480       | TERRACON CONSULTING ENGINEERS       | 11,208.90           | MATERIALS TESTING         | V02802         | WP-42 MATERIALS TESTING    |
|  | 6/1/2016   | 268480       | TERRACON CONSULTING ENGINEERS       | 1,980.00            | MATERIALS TESTING         | V02802         | WP-42 MATERIALS TESTING    |
| <b>Total Construction Management - Quality Testing</b>         |            |              |                                     | <b>77,640.77</b>    |                           |                |                            |
| 790-7955-429.33-79   | 5/18/2016  | 268026       | CASS COUNTY JOINT WATER RESOURCE DI | 130,000.00          | CH2MHILL                  | V02807         | CASS JOINT WATER IN-TOWN   |
| <b>Total Construction Management - Construction Management</b> |            |              |                                     | <b>130,000.00</b>   |                           |                |                            |
| 790-7990-429.33-05   | 6/1/2016   | 268401       | HOUSTON-MOORE GROUP LLC             | 10,587.70           | DOCUMENT PREPERATION      | V01619         | PPP DOCUMENT PREP SUPPRT   |
| <b>Total Project Financing - Engineering Services</b>          |            |              |                                     | <b>10,587.70</b>    |                           |                |                            |
| 790-7990-429.33-25   | 5/25/2016  | 268209       | ASHURST LLP                         | 230,641.69          | LEGAL COUNSEL             | V03001         | P3 LEGAL COUNSEL-ASHURST   |
|  | 5/6/2016   | 553          | P CARD BMO                          | 50,732.04           | OHNSTAD TWICHELL PC       | V00102         | General & Admin. WIK       |
| <b>Total Project Financing - Legal Services</b>                |            |              |                                     | <b>281,373.73</b>   |                           |                |                            |
| 790-7990-520.80-20   | 5/11/2016  | 267798       | CASS COUNTY TREASURER               | 197,460.94          | US BANK LOAN INTEREST PMT | V02901         | \$50M CASS US BANK ADVANCE |
|  | 5/2/2016   | JB05160001   | CITY OF FARGO                       | 34,505.21           | US BANK INTEREST PAYMENT  | V02902         | \$50M FARGO USBANK ADVANCE |
| <b>Total Project Financing - Interest On Bonds</b>             |            |              |                                     | <b>231,966.15</b>   |                           |                |                            |
| <b>Total Disbursed for Period</b>                              |            |              |                                     | <b>8,972,176.81</b> |                           |                |                            |

**FM Diversion Authority  
Cumulative Vendor Payments Since Inception  
As of May 31, 2016**

| Vendor Name                    | Approved Contract/Invoice Amount | Liquidated       | Outstanding Encumbrance | Purpose  |
|--------------------------------|----------------------------------|------------------|-------------------------|--|
| CASS COUNTY JOINT WATER RESOUR | \$ 133,461,820.59                | \$ 96,314,049.56 | \$ 37,147,771.03        | Land Purchases, O/H/B Ring Levee, DPAC, & ROE              |
| INDUSTRIAL BUILDERS INC        | 39,047,380.99                    | 12,762,345.94    | 26,285,035.05           | 2nd St North Pump Station Project and 2nd Street Floodwall |
| HOUSTON-MOORE GROUP LLC        | 32,777,294.10                    | 25,954,094.26    | 6,823,199.84            | Engineering Services                                       |
| CH2M HILL ENGINEERS INC        | 26,165,819.01                    | 18,665,819.01    | 7,500,000.00            | Project & Construction Management                          |
| INDUSTRIAL CONTRACT SERVICES I | 17,364,063.63                    | 14,192,034.80    | 3,172,028.83            | 4th St Pump Station and 2nd Street Floodwall               |
| OXBOW, CITY OF                 | 15,239,944.56                    | 14,425,798.67    | 814,145.89              | City of Oxbow - MOU  |
| ARMY CORP OF ENGINEERS         | 6,929,000.00                     | 6,929,000.00     | -                       | Local Share  |
| COMMERCIAL TITLE LLC           | 3,869,541.00                     | 3,869,541.00     | -                       | Oxbow MOU - Advance for Land Purchase                      |
| TITLE COMPANY                  | 3,641,500.00                     | 3,641,500.00     | -                       | Oxbow MOU - Advance for Land Purchase                      |
| DORSEY & WHITNEY LLP           | 2,928,729.07                     | 2,928,729.07     | -                       | Legal Services   |
| CENTURYLINK COMMUNICATIONS     | 2,660,937.92                     | 74,195.92        | 2,586,742.00            | Utility Relocation   |
| MINNESOTA DNR                  | 2,325,472.35                     | 2,325,472.35     | -                       | EIS Scoping  |
| LANDWEHR CONSTRUCTION INC      | 1,984,635.31                     | 1,312,769.74     | 671,865.57              | In-Town Demolition Contracts                               |
| ASHURST LLP                    | 1,979,133.70                     | 497,153.39       | 1,481,980.31            | PPP Legal Counsel  |
| URS CORPORATION                | 1,922,118.42                     | 1,610,454.93     | 311,663.49              | Engineering Services                                       |
| CONSOLIDATED COMMUNICATIONS    | 1,731,312.00                     | 917,332.42       | 813,979.58              | Utility Relocation   |
| KENNELLY & OKEEFFE             | 1,729,310.56                     | 1,729,310.56     | -                       | Home Buyouts   |
| REINER CONTRACTING INC         | 1,542,795.94                     | 248,902.62       | 1,293,893.32            | EI Zagal Flood Risk Management                             |
| JP MORGAN CHASE-LOCKBOX PROCES | 1,527,000.00                     | 241,521.09       | 1,285,478.91            | Financial Advisor  |
| XCEL ENERGY                    | 925,076.69                       | 190,530.93       | 734,545.76              | Utility Relocation   |
| MOORE ENGINEERING INC          | 662,468.17                       | 662,468.17       | -                       | Engineering Services                                       |
| US BANK                        | 626,849.03                       | 626,849.03       | -                       | Loan Advance Debt Service Payments                         |
| TERRACON CONSULTING ENGINEERS  | 607,500.00                       | 376,587.04       | 230,912.96              | Materials Testing  |
| DUCKS UNLIMITED                | 587,180.00                       | 587,180.00       | -                       | Wetland Mitigation Credits                                 |
| HOUSTON ENGINEERING INC        | 576,669.57                       | 576,669.57       | -                       | Engineering Services                                       |
| AT & T                         | 566,568.74                       | 404,202.58       | 162,366.16              | Utility Relocation   |
| RED RIVER BASIN COMMISSION     | 500,000.00                       | 500,000.00       | -                       | Retention Projects - Engineering Services                  |
| NORTHERN TITLE CO              | 484,016.00                       | 484,016.00       | -                       | Land Purchases   |
| ERIK R JOHNSON & ASSOCIATES    | 467,907.21                       | 467,907.21       | -                       | Legal Services   |
| CASS COUNTY TREASURER          | 446,632.45                       | 446,632.45       | -                       | Property Taxes and US Bank Loan Advance DS Payments        |

**FM Diversion Authority  
Cumulative Vendor Payments Since Inception  
As of May 31, 2016**

| <b>Vendor Name</b>             | <b>Approved Contract/Invoice Amount</b> | <b>Liquidated</b> | <b>Outstanding Encumbrance</b> | <b>Purpose</b>   |
|--------------------------------|---|-------------------|--------------------------------|--|
| CITY OF FARGO                  | 421,212.25                              | 406,492.25        | 14,720.00                      | Digital Imagery Project, Utility Relocation, Accounting Svcs, and US Bank Loan Advance DS Payments |
| 702 COMMUNICATIONS             | 326,243.91                              | 266,892.07        | 59,351.84                      | Utility Relocation   |
| OHNSTAD TWICHELL PC            | 233,703.47                              | 233,703.47        | -                              | ROE and Bonding Legal Fees   |
| BUFFALO-RED RIVER WATERSHED DI | 220,768.00                              | -                 | 220,768.00                     | Retention Projects - Engineering Services  |
| ROBERT TRENT JONES             | 200,000.00                              | 200,000.00        | -                              | Oxbow MOU - Golf Course Consulting Agreement   |
| CABLE ONE (FARGO)              | 148,511.37                              | -                 | 148,511.37                     | Utility Relocation   |
| PFM PUBLIC FINANCIAL MANAGEMEN | 146,460.00                              | 146,460.00        | -                              | Financial Advisor  |
| BOIS DE SIOUX WATERSHED DISTRI | 145,380.00                              | -                 | 145,380.00                     | Retention Projects - Engineering Services  |
| NDSU BUSINESS OFFICE-BOX 6050  | 135,167.00                              | 135,167.00        | -                              | Ag Risk Study Services   |
| ENVENTIS                       | 115,685.62                              | 115,685.62        | -                              | Utility Relocation   |
| BEAVER CREEK ARCHAEOLOGY       | 111,000.00                              | 70,438.32         | 40,561.68                      | Engineering Services   |
| UNITED STATES GEOLOGICAL SURVE | 104,600.00                              | 104,600.00        | -                              | Water Level Discharge Collection   |
| FREDRIKSON & BYRON, PA         | 101,500.00                              | 59,500.00         | 42,000.00                      | Lobbying Services  |
| PROSOURCE TECHNOLOGIES, INC    | 100,000.00                              | 8,324.94          | 91,675.06                      | Engineering Services   |
| ULTEIG ENGINEERS INC           | 100,000.00                              | -                 | 100,000.00                     | Engineering Services   |
| BRAUN INTERTEC CORP            | 90,210.00                               | 77,629.00         | 12,581.00                      | Quality Testing  |
| EL ZAGAL TEMPLE HOLDING CO     | 68,040.72                               | 68,040.72         | -                              | Easement Purchase for El Zagal Levee   |
| GRAY PANNELL & WOODWARD LLP    | 66,300.68                               | 66,300.68         | -                              | Legal Services   |
| NIXON PEABODY LLC              | 60,000.00                               | 60,000.00         | -                              | Legal Services   |
| IN SITU ENGINEERING            | 54,800.00                               | 47,973.00         | 6,827.00                       | Quality Testing  |
| ADVANCED ENGINEERING INC       | 50,000.00                               | 50,000.00         | -                              | Public Outreach  |
| US GEOLOGICAL SURVEY           | 46,920.00                               | 46,920.00         | -                              | Stage Gage Installation  |
| CLAY COUNTY AUDITOR            | 34,180.71                               | 34,180.71         | -                              | Property Tax, Home Buyout Demo   |
| GEEKON INC                     | 33,815.36                               | 33,815.36         | -                              | Vibrating Wire Piezometer Equipment  |
| COLDWELL BANKER                | 33,066.02                               | 33,066.02         | -                              | Property Management Services   |
| WARNER & CO                    | 24,875.00                               | 24,875.00         | -                              | General Liability Insurance  |
| PRIMORIS AEVENIA INC           | 16,230.00                               | 16,230.00         | -                              | Utility Relocation   |
| SPRINGSTED INCORPORATED        | 16,184.00                               | 16,184.00         | -                              | Financial Advisor  |
| INNOVATIVE ABSTRACT & TITLE CO | 15,921.53                               | 15,921.53         | -                              | Oxbow MOU - Advance for Land Purchase  |
| MOORHEAD, CITY OF              | 15,062.90                               | 15,062.90         | -                              | ROE Legal Fees   |

**FM Diversion Authority  
Cumulative Vendor Payments Since Inception  
As of May 31, 2016**

| <b>Vendor Name</b>             | <b>Approved Contract/Invoice Amount</b> | <b>Liquidated</b>        | <b>Outstanding Encumbrance</b> | <b>Purpose</b>                          |
|--------------------------------|---|--------------------------|--------------------------------|---|
| BRIGGS & MORGAN PA             | 12,727.56                               | 12,727.56                | -                              | Legal Services                          |
| ND WATER USERS ASSOCIATN       | 10,000.00                               | 10,000.00                | -                              | Membership Dues                         |
| BNSF RAILWAY CO                | 3,700.00                                | 3,700.00                 | -                              | Permits for In-Town Levee Projects      |
| ONE                            | 3,575.00                                | 3,575.00                 | -                              | Utility Relocation                      |
| MCKINZIE METRO APPRAISAL       | 3,200.00                                | 3,200.00                 | -                              | Appraisal Services                      |
| FORUM COMMUNICATIONS (LEGALS)  | 2,224.20                                | 2,224.20                 | -                              | Advertising Services                    |
| DAWSON INSURANCE AGENCY        | 1,867.81                                | 1,867.81                 | -                              | Property Insurance - Home Buyouts       |
| FORUM COMMUNICATIONS (ADVERT)  | 1,743.77                                | 1,743.77                 | -                              | Advertising Services                    |
| NORTH DAKOTA TELEPHONE CO      | 1,697.00                                | 1,697.00                 | -                              | Communication                           |
| SEIGEL COMMUNICATIONS SERVICE  | 1,490.00                                | 1,490.00                 | -                              | Public Outreach                         |
| RED RIVER TITLE SERVICES INC   | 1,305.00                                | 1,305.00                 | -                              | Abstract Updates                        |
| HUBER, STEVE                   | 1,056.43                                | 1,056.43                 | -                              | Home Buyouts                            |
| DEPT OF NATURAL RESOUR         | 1,000.00                                | 1,000.00                 | -                              | DNR Dam Safety Permit Application Fee   |
| TRIO ENVIRONMENTAL CONSULTING  | 747.60                                  | 747.60                   | -                              | Asbestos and LBP Testing - Home Buyouts |
| RED RIVER VALLEY COOPERATIVE A | 536.96                                  | 536.96                   | -                              | Electricity - Home Buyouts              |
| FERRELLGAS                     | 496.00                                  | 496.00                   | -                              | Propane - Home Buyouts                  |
| BROKERAGE PRINTING             | 473.33                                  | 473.33                   | -                              | Custom Printed Forms                    |
| KOCHMANN, CARTER               | 315.00                                  | 315.00                   | -                              | Lawn Mowing Services                    |
| GALLAGHER BENEFIT SERVICES INC | 250.00                                  | 250.00                   | -                              | Job Description Review                  |
| DONS PLUMBING                  | 240.00                                  | 240.00                   | -                              | Winterize - Home Buyouts                |
| CURTS LOCK & KEY SERVICE INC   | 138.10                                  | 138.10                   | -                              | Service Call - Home Buyouts             |
| GOOGLE LOVEINTHEOVEN           | 116.00                                  | 116.00                   | -                              | Meeting Incidentals                     |
| FEDERAL EXPRESS CORPORATION    | 71.89                                   | 71.89                    | -                              | Postage                                 |
| CASS COUNTY RECORDER           | 68.00                                   | 68.00                    | -                              | Oxbow MOU - Advance for Land Purchase   |
| <b>Grand Total</b>             | <b>\$ 308,563,555.20</b>                | <b>\$ 216,365,570.55</b> | <b>\$ 92,197,984.65</b>        |   |



**FM Diversion Authority  
In-Town Levee Work  
as of May 31, 2016**

| <b>Vcode #</b> | <b>Vendor Name</b>          | <b>Descriptions</b>  | <b>Contract Amount</b>   | <b>Amount Paid</b>      |
|----------------|-----------------------------|--|--------------------------|-------------------------|
| V02801         | Industrial Builders         | 2nd Street North Pump Station - Work Package 42.A2                   | \$ 8,720,218.99          | \$ 8,374,614.31         |
| V02802         | Terracon Consulting         | WP-42 (In Town Levees) Materials Testing                             | 607,500.00               | 376,587.04              |
| V02803         | Consolidated Communications | 2nd Street Utility Relocation  | 1,846,997.62             | 1,033,018.04            |
| V02804         | 702 Communications          | 2nd Street Utility Relocation  | 326,243.91               | 266,892.07              |
| V02805         | ICS                         | 4th St Pump Station & Gatewell and 2nd St Floodwall S - WP-42A.1/A.3 | 17,364,663.63            | 14,192,634.80           |
| V02806         | HMG                         | Services During Construction - Work Package 42                       | 4,599,000.00             | 2,009,994.76            |
| V02807         | CCJWRD                      | In-Town Levee Work   | 2,797,345.29             | 2,797,345.29            |
| V02808         | City of Fargo               | Relocation of fiber optic along 2nd Street North                     | 38,002.05                | 38,002.05               |
| V02809         | AT & T                      | 2nd Street Utility Relocation  | 728,934.90               | 404,202.58              |
| V02810         | Cable One                   | 2nd Street Utility Relocation  | 148,511.37               | -                       |
| V02811         | Xcel Energy                 | 2nd Street & 4th Street Utility Relocations                          | 959,622.45               | 190,530.93              |
| V02812         | Industrial Builders         | 2nd Street North Floodwall, South of Pump Station - WP-42F.1S        | 16,632,552.95            | 4,387,731.63            |
| V02813         | Landwehr Construction       | Park East Apartments Demolition                                      | 1,177,151.74             | 1,169,651.74            |
| V02814         | Primoris Aevenia            | 2nd Street Utility Relocation  | 16,230.00                | 16,230.00               |
| V02815         | Centurylink Communications  | 2nd Street Utility Relocation  | 2,660,937.92             | 74,195.92               |
| V02816         | Landwehr Construction       | WP-42C.1 In-Town Levees 2nd Street/Downtown Area Demo                | 807,483.57               | 143,118.00              |
| V02817         | Reiner Contracting, Inc     | WP-42H.2 El Zagal Area Flood Risk Management                         | 1,542,795.94             | 248,902.62              |
| V02818         | Industrial Builders         | WP-42I.1 Mickelson Levee Extension                                   | 724,910.00               | -                       |
| V02819         | TBD                         | WP42F.1N   | 12,972,799.05            | 3,100.00                |
| V02820         | CH2M Hill                   | WP42 Construction Management Services                                | 1,200,000.00             | -                       |
| V01703         | Various                     | In-Town Property Purchases   | 33,445,036.45            | 30,325,599.48           |
|                |                             |  | <b>\$ 109,316,937.83</b> | <b>\$ 66,052,351.26</b> |

**FM Diversion Authority  
Lands Expense - Life To Date  
As of May 31, 2016**

| Property Address                                     | Purchase Date | Purchase Price | Replacement Lot | Down Payment | Earnest Deposit | Tax Payment | Relocation Assistance | Property Management Expense | Property Management Income | Sale Proceeds | Total         |
|--|---------------|----------------|-----------------|--------------|-----------------|-------------|-----------------------|-----------------------------|----------------------------|---------------|---------------|
| <b>Commercial Relocations - Fargo</b>                |               |                |                 |              |                 |             |                       |                             |                            |               |               |
| Park East Apartments - 1 2nd St S                    | 6/23/2015     | 9,002,442.20   | -               | -            | -               | 94,832.78   | 1,367,581.09          | 74,283.50                   | (2,166.32)                 | -             | 10,536,973.25 |
| Howard Johnson - 301 3rd Ave N                       | 11/2/2015     | 3,266,079.60   | -               | -            | -               | -           | 3,271,847.09          | 33,091.50                   | -                          | (1,100.00)    | 6,569,918.19  |
| Fargo Public School District - 419 3rd St N          | 3/16/2016     | 1,903,475.78   | -               | -            | -               | -           | 7,550,036.23          | -                           | (23.00)                    | -             | 9,453,489.01  |
| <b>Home Buyouts - Fargo</b>                          |               |                |                 |              |                 |             |                       |                             |                            |               |               |
| 1322 Elm St N  | 11/19/2014    | 347,270.27     | -               | -            | -               | 2,981.20    | 47,168.14             | 2,595.24                    | -                          | -             | 400,014.85    |
| 1326 Elm St N  | 12/23/2014    | 230,196.41     | -               | -            | -               | -           | 8,001.02              | 297.09                      | -                          | -             | 238,494.52    |
| 1341 N Oak St  | 1/29/2015     | 309,888.24     | -               | -            | -               | 3,153.40    | 78,889.24             | 64.79                       | -                          | -             | 391,995.67    |
| 1330 Elm St N  | 2/12/2015     | 229,982.44     | -               | -            | -               | 651.52      | 62,362.63             | 775.28                      | -                          | -             | 293,771.87    |
| 18 North Terrace N                                   | 4/2/2015      | 129,698.25     | -               | -            | -               | 829.15      | 44,688.72             | 358.70                      | -                          | -             | 175,574.82    |
| 1318 Elm St N  | 5/29/2015     | 229,012.67     | -               | -            | -               | 1,289.52    | 55,452.01             | 50.00                       | -                          | -             | 285,804.20    |
| 724 North River Road                                 | 6/8/2015      | 204,457.83     | -               | -            | -               | 1,547.60    | 35,615.30             | 109.35                      | -                          | (10,000.00)   | 231,730.08    |
| 1333 Oak Street N                                    | 6/24/2015     | 238,513.23     | -               | -            | -               | 1,627.75    | 2,700.85              | 50.00                       | -                          | -             | 242,891.83    |
| 26 North Terrace N                                   | 9/11/2015     | 138,619.58     | -               | -            | -               | 1,737.30    | 12,620.00             | 118.50                      | -                          | -             | 153,095.38    |
| 16 North Terrace N                                   | 9/24/2015     | 227,987.50     | -               | -            | -               | 2,072.31    | 96,717.14             | 177.79                      | -                          | -             | 326,954.74    |
| 24 North Terrace N                                   | 11/25/2015    | 182,437.38     | -               | -            | -               | 1,606.21    | 29,269.60             | 207.14                      | -                          | -             | 213,520.33    |
| 1314 Elm Street N                                    | 12/18/2015    | 225,800.09     | -               | -            | -               | -           | 21,525.00             | 161.43                      | -                          | -             | 247,486.52    |
| 12 North Terrace N                                   | 2/9/2016      | 10,191.00      | -               | -            | -               | -           | -                     | -                           | -                          | -             | 10,191.00     |
| 1313 Elm Street N                                    |               | 350,000.00     | -               | -            | -               | -           | 3,360.00              | -                           | -                          | -             | 353,360.00    |
| <b>Home Buyouts - Moorhead</b>                       |               |                |                 |              |                 |             |                       |                             |                            |               |               |
| 387 170th Ave SW                                     | 11/1/2013     | 281,809.91     | -               | -            | -               | 2,354.00    | -                     | 34,073.72                   | -                          | (8,440.00)    | 309,797.63    |
| 16678 3rd St S                                       |               | -              | -               | -            | 192,600.00      | -           | 80,210.80             | -                           | -                          | -             | 272,810.80    |
| <b>Home Buyouts - Oxbow</b>                          |               |                |                 |              |                 |             |                       |                             |                            |               |               |
| 105 Oxbow Drive                                      | 11/28/2012    | 216,651.85     | -               | -            | -               | 4,993.72    | -                     | 13,695.77                   | (18,680.72)                | (181,249.54)  | 35,411.08     |
| 744 Riverbend Rd                                     | 12/3/2012     | 343,828.30     | -               | -            | -               | 14,276.50   | 2,435.00              | 38,416.48                   | (37,617.16)                | -             | 361,339.12    |
| 121 Oxbow Drive                                      | 7/31/2013     | 378,781.20     | -               | -            | -               | 1,581.52    | -                     | 19,519.02                   | -                          | (186,918.33)  | 212,963.41    |
| 333 Schnell Drive                                    | 9/20/2013     | 104,087.79     | -               | -            | -               | 4,302.38    | -                     | 30,137.65                   | -                          | -             | 138,527.82    |
| 346 Schnell Drive                                    | 2/13/2014     | 512,970.73     | -               | -            | -               | 6,638.91    | 7,200.00              | 13,887.81                   | (18,000.00)                | -             | 522,697.45    |
| 345 Schnell Drive                                    | 10/24/2014    | 478,702.98     | -               | -            | -               | 6,453.35    | 6,869.44              | 28,749.98                   | -                          | -             | 520,775.75    |
| 336 Schnell Drive                                    | 1/29/2015     | 310,888.51     | -               | -            | -               | 2,376.26    | -                     | 311.09                      | (2,759.00)                 | -             | 310,816.86    |
| 5059 Makenzie Circle                                 | 5/21/2015     | 2,698,226.97   | -               | -            | -               | 5,095.25    | 10,549.70             | 7,282.82                    | (3,850.00)                 | -             | 2,717,304.74  |
| 357 Schnell Dr / 760 River Bend Rd                   | 6/18/2015     | 466,720.80     | -               | -            | -               | 6,643.74    | 176,524.79            | 1,053.95                    | -                          | -             | 650,943.28    |
| 349 Schnell Dr / 761 River Bend Rd                   | 6/26/2015     | 306,725.20     | -               | -            | -               | 2,234.53    | 309,992.53            | 984.49                      | -                          | -             | 619,936.75    |
| 748 Riverbend Rd / 755 River Bend Rd                 | 9/1/2015      | 480,784.30     | -               | -            | -               | 4,002.89    | 205,699.82            | 181.53                      | -                          | -             | 690,668.54    |
| 361 Schnell Dr / 764 River Bend Rd                   | 9/2/2015      | 490,091.32     | -               | -            | -               | 3,554.24    | 267,757.65            | 1,386.31                    | -                          | -             | 762,789.52    |
| 752 Riverbend Rd / 768 River Bend Rd                 | 9/4/2015      | 469,078.13     | -               | -            | -               | 7,007.30    | 507,103.56            | 1,124.17                    | -                          | -             | 984,313.16    |
| 353 Schnell Dr / 772 River Bend Rd                   | 9/11/2015     | 494,342.87     | -               | -            | -               | 2,818.16    | 312,212.95            | 1,649.93                    | -                          | -             | 811,023.91    |
| SE 1/4-23-137-49 & NW 1/4 SW 1/4 24-137-49 - Heitman | 9/30/2015     | 1,328,151.00   | -               | -            | -               | 1,710.55    | -                     | 36.67                       | (17,966.31)                | -             | 1,311,931.91  |
| 350 Schnell Dr / 769 River Bend Rd                   | 12/15/2015    | 491,024.01     | -               | -            | -               | -           | 279,237.35            | -                           | -                          | -             | 770,261.36    |
| 365 Schnell Drive                                    | 1/7/2016      | 125,077.88     | -               | -            | -               | -           | -                     | -                           | -                          | -             | 125,077.88    |
| 852 Riverbend Rd                                     | 1/11/2016     | 1,222,608.19   | -               | -            | -               | -           | 10,891.60             | 996.59                      | -                          | -             | 1,234,496.38  |
| 334 Schnell Dr / 751 River Bend Rd                   | 1/15/2016     | 321,089.77     | -               | -            | -               | -           | 284,349.88            | 300.60                      | -                          | -             | 605,740.25    |
| 749 Riverbend Rd / 433 Trent Jones Dr                | 2/1/2016      | 598,885.43     | -               | -            | -               | -           | 469,875.64            | 484.40                      | -                          | -             | 1,069,245.47  |
| 326 Schnell Drive                                    | 2/19/2016     | 326,842.17     | -               | -            | -               | -           | 219,275.09            | 77.87                       | -                          | -             | 546,195.13    |
| 829 Riverbend Rd / 788 River Bend Rd                 |               | -              | -               | -            | -               | -           | 8,000.00              | -                           | -                          | -             | 8,000.00      |
| 828 Riverbend Rd                                     |               | -              | -               | 25,000.00    | 25,000.00       | -           | -                     | -                           | -                          | -             | 25,000.00     |
| 330 Schnell Drive                                    |               | -              | -               | 150,000.00   | 150,000.00      | -           | -                     | -                           | -                          | -             | 150,000.00    |
| 839 Riverbend Road                                   |               | -              | -               | 1,000,000.00 | 1,000,000.00    | -           | -                     | -                           | -                          | -             | 1,000,000.00  |
| 844 Riverbend Road                                   |               | -              | -               | 400,000.00   | 400,000.00      | -           | -                     | -                           | -                          | -             | 400,000.00    |
| 328 Schnell Dr / 347 Trent Jones Dr                  |               | -              | 150,000.00      | 50,000.00    | 200,000.00      | -           | -                     | -                           | -                          | -             | 200,000.00    |
| 338 Schnell Dr / 775 River Bend Rd                   |               | -              | 115,000.00      | 107,500.00   | 222,500.00      | -           | -                     | -                           | -                          | -             | 222,500.00    |

**FM Diversion Authority  
Lands Expense - Life To Date  
As of May 31, 2016**

| Property Address  | Purchase Date | Purchase Price       | Replacement Lot     | Down Payment        | Earnest Deposit     | Tax Payment       | Relocation Assistance | Property Management Expense | Property Management Income | Sale Proceeds         | Total                |
|---|---------------|----------------------|---------------------|---------------------|---------------------|-------------------|-----------------------|-----------------------------|----------------------------|-----------------------|----------------------|
| 813 Riverbend Rd / 449 Trent Jones Dr   |               | -                    | 163,000.00          | 65,000.00           | 228,000.00          | -                 | -                     | -                           | -                          | -                     | 228,000.00           |
| 341 Schnell Dr / 351 Trent Jones Dr   |               | -                    | 143,000.00          | 95,500.00           | 238,500.00          | -                 | -                     | -                           | -                          | -                     | 238,500.00           |
| 329 Schnell Dr / 417 Trent Jones Dr   |               | -                    | 130,000.00          | 50,000.00           | 180,000.00          | -                 | -                     | -                           | -                          | -                     | 180,000.00           |
| 805 Riverbend Rd / 776 River Bend Rd  |               | -                    | 131,000.00          | 89,855.00           | 220,855.00          | -                 | -                     | -                           | -                          | -                     | 220,855.00           |
| 317 Schnell Dr / 409 Trent Jones Dr   |               | -                    | 136,000.00          | 86,000.00           | 222,000.00          | -                 | -                     | -                           | -                          | -                     | 222,000.00           |
| 309 Schnell Dr / 261 S Schnell Dr   |               | -                    | 160,000.00          | 50,000.00           | 210,000.00          | -                 | -                     | -                           | -                          | -                     | 210,000.00           |
| 810 Riverbend Rd / 787 River Bend Rd  |               | -                    | 174,000.00          | 115,500.00          | 289,500.00          | -                 | -                     | -                           | -                          | -                     | 289,500.00           |
| 332 Schnell Dr / 421 Trent Jones Dr   |               | -                    | 133,000.00          | 25,000.00           | 158,000.00          | -                 | -                     | -                           | -                          | -                     | 158,000.00           |
| 833 Riverbend Rd / 446 Trent Jones Dr   |               | -                    | 149,000.00          | 120,000.00          | 269,000.00          | -                 | -                     | -                           | -                          | -                     | 269,000.00           |
| 821 Riverbend Rd / 434 Trent Jones Dr   |               | -                    | 108,000.00          | 77,000.00           | 185,000.00          | -                 | -                     | -                           | -                          | -                     | 185,000.00           |
| 321 Schnell Dr / 410 Trent Jones Dr   |               | -                    | 148,000.00          | 90,566.00           | 238,566.00          | -                 | -                     | -                           | -                          | -                     | 238,566.00           |
| 337 Schnell Dr / 355 Trent Jones Dr   |               | -                    | 124,000.00          | 82,021.00           | 206,021.00          | -                 | -                     | -                           | -                          | -                     | 206,021.00           |
| 840 Riverbend Rd / 442 Trent Jones Dr   |               | -                    | 139,000.00          | 50,000.00           | 189,000.00          | -                 | -                     | -                           | -                          | -                     | 189,000.00           |
| 325 Schnell Drive   |               | -                    | 141,000.00          | 84,800.00           | 225,800.00          | -                 | 368,421.20            | -                           | -                          | -                     | 594,221.20           |
| 816 Riverbend Rd / 429 Trent Jones Dr   |               | -                    | 107,000.00          | 270,426.00          | 377,426.00          | -                 | -                     | -                           | -                          | -                     | 377,426.00           |
| 808 Riverbend Road  |               | -                    | 150,000.00          | 46,211.25           | 196,211.25          | -                 | -                     | -                           | -                          | -                     | 196,211.25           |
| 817 Riverbend Road  |               | -                    | 117,000.00          | 76,259.00           | 193,259.00          | -                 | -                     | -                           | -                          | -                     | 193,259.00           |
| <b>Home Buyouts - Hickson</b>   |               |                      |                     |                     |                     |                   |                       |                             |                            |                       |                      |
| 17495 52nd St SE  | 4/28/2015     | 785,747.66           | -                   | -                   | -                   | 4,390.23          | 27,604.74             | 1,754.12                    | -                          | -                     | 819,496.75           |
| <b>Easements - Fargo</b>  |               |                      |                     |                     |                     |                   |                       |                             |                            |                       |                      |
| Part of Lot 5 El Zagal Park   | 10/9/2014     | 68,040.72            | -                   | -                   | -                   | -                 | -                     | -                           | -                          | -                     | 68,040.72            |
| 72 2nd St N   | 4/13/2016     | 37,020.00            | -                   | -                   | -                   | -                 | -                     | -                           | -                          | -                     | 37,020.00            |
| <b>Easements - Oxbow</b>  |               |                      |                     |                     |                     |                   |                       |                             |                            |                       |                      |
| Oxbow Parcel 57-0000-10356-070 - Pearson  | 10/13/2014    | 55,500.00            | -                   | -                   | -                   | -                 | -                     | -                           | -                          | -                     | 55,500.00            |
| <b>Farmland Purchases</b>   |               |                      |                     |                     |                     |                   |                       |                             |                            |                       |                      |
| SE 1/4 11-140-50 (Raymond Twp) - Ueland   | 1/20/2014     | 959,840.00           | -                   | -                   | -                   | -                 | -                     | -                           | (46,683.63)                | -                     | 913,156.37           |
| 2 Tracts in the E 1/2-2-137-49 - Sorby/Maier                                      | 1/24/2014     | 1,636,230.00         | -                   | -                   | -                   | -                 | -                     | -                           | (88,361.76)                | -                     | 1,547,868.24         |
| 3 Tracts NW1/4 1-140-50, NW1/4 11-140-50, & S1/2 25-141-50 - Rust                 | 2/18/2014     | 3,458,980.70         | -                   | -                   | -                   | -                 | -                     | -                           | (189,269.99)               | -                     | 3,269,710.71         |
| 11-140-50 NE1/4 (Raymond Twp) - Diekrager   | 4/15/2014     | 991,128.19           | -                   | -                   | -                   | -                 | -                     | -                           | (53,008.60)                | -                     | 938,119.59           |
| NW 1/4 36-141-50 - Monson   | 5/7/2014      | 943,560.05           | -                   | -                   | -                   | -                 | -                     | -                           | (43,571.18)                | -                     | 899,988.87           |
| W 1/2 SE 1/4 SW 1/4 & SW 1/4 SW 1/4 2-137-49 - Gordier                            | 5/13/2014     | 321,386.00           | -                   | -                   | -                   | -                 | -                     | -                           | (12,594.20)                | -                     | 308,791.80           |
| SW 1/4-11-140-50 - Hoglund  | 7/21/2014     | 989,706.03           | -                   | -                   | -                   | 2,566.59          | -                     | -                           | (3,725.49)                 | -                     | 988,547.13           |
| NW 1/4 14-140-50 - Hoglund  | 10/23/2014    | 948,782.22           | -                   | -                   | -                   | 5,327.10          | -                     | -                           | (48,808.67)                | -                     | 905,300.65           |
| SW 1/4 2-140-50 -Rust   | 10/29/2014    | 955,901.00           | -                   | -                   | -                   | -                 | -                     | -                           | (24,573.95)                | -                     | 931,327.05           |
| 2-140-50 S 1/2 of NW 1/4 & Lot 4A - Pile  | 3/4/2015      | 594,108.00           | -                   | -                   | -                   | -                 | -                     | -                           | -                          | -                     | 594,108.00           |
| Fercho Family Farms,  | 3/25/2015     | 464,600.00           | -                   | -                   | -                   | -                 | -                     | -                           | -                          | -                     | 464,600.00           |
| W 1/2 NW 1/4 2-141-49 - Heiden  | 4/24/2015     | 433,409.00           | -                   | -                   | -                   | -                 | -                     | -                           | (6,510.69)                 | -                     | 426,898.31           |
| (Raymond Twp) - Henke   | 6/17/2015     | 1,196,215.00         | -                   | -                   | -                   | -                 | -                     | -                           | (12,452.23)                | -                     | 1,183,762.77         |
| <b>Land Purchases</b>   |               |                      |                     |                     |                     |                   |                       |                             |                            |                       |                      |
| Hayden Heights Land, West Fargo ND  | 10/12/2012    | 484,016.00           | -                   | -                   | -                   | 223,505.56        | -                     | -                           | -                          | (730,148.14)          | (22,626.58)          |
| Lot 4, Block 4, ND R-2 Urban Renewal Addition, Fargo ND - Professional Associates | 5/14/2015     | 39,900.00            | -                   | -                   | -                   | -                 | -                     | -                           | -                          | -                     | 39,900.00            |
| BNSF Railway Company  |               | -                    | -                   | -                   | 27,000.00           | -                 | -                     | -                           | -                          | -                     | 27,000.00            |
| <b>Total</b>  |               | <b>45,037,492.35</b> | <b>2,618,000.00</b> | <b>3,206,638.25</b> | <b>6,044,238.25</b> | <b>424,161.52</b> | <b>16,242,045.80</b>  | <b>308,445.28</b>           | <b>(630,622.90)</b>        | <b>(1,117,856.01)</b> | <b>66,307,904.29</b> |

**FM Diversion Authority  
State Water Commission Funds Reimbursement Worksheet  
Fargo Flood Control Project Costs**

Time Period for This Request: May 1, 2016 - May 31, 2016

|  |                     |
|--|---------------------|
| Drawdown Request No: 28                |                     |
| Requested Amount:                      | \$ 2,209,200        |
| Total Funds Expended This Period:      | \$ 3,302,390        |
| Total Funds Requested at 100% Match    | 1,116,010           |
| Remaining Funds Requested at 50% Match | 2,186,380           |
| SB 2020 Matching Requirements          | 50%                 |
| Total Funds Requested at 50% Match     | 1,093,190           |
| <b>Total Funds Requested:</b>          | <b>\$ 2,209,200</b> |

|  |                    |                      |
|--|--------------------|----------------------|
| <b>STATE AID SUMMARY:</b>  |                    |                      |
| Summary of State Funds Appropriated  |                    |                      |
| Appropriations from 2009 Legislative Session                                 | \$                 | 45,000,000           |
| Appropriations from 2011 Legislative Session                                 |                    | 30,000,000           |
| Appropriations from 2013 Legislative Session                                 |                    | 100,000,000          |
| Appropriations from 2015 Legislative Session                                 |                    | 69,000,000           |
| Appropriations to be funded in 2017 Legislative Session - Available 7/1/2017 | 51,500,000         |                      |
| Appropriations to be funded in 2019 Legislative Session - Available 7/1/2019 | 51,500,000         |                      |
| Appropriations to be funded in 2021 Legislative Session - Available 7/1/2021 | 51,500,000         |                      |
| Appropriations to be funded in 2023 Legislative Session - Available 7/1/2023 | 51,500,000         |                      |
| <b>Total State Funds</b>   | <b>206,000,000</b> | <b>244,000,000</b>   |
| Less: Payment #1 through #35 - City of Fargo                                 |                    | (55,510,209)         |
| Less: Payment #1 - Cass County   |                    | (136,039)            |
| Less: Payment #1 through #20 - FM Diversion Authority                        |                    | (28,862,208)         |
| Less: Payment #21 - FM Diversion Authority                                   |                    | (2,580,786)          |
| Less: Payment #22 - FM Diversion Authority                                   |                    | (3,998,879)          |
| Less: Payment #23 - FM Diversion Authority                                   |                    | (1,985,040)          |
| Less: Payment #24 - FM Diversion Authority                                   |                    | (2,752,283)          |
| Less: Payment #25 - FM Diversion Authority - Revised                         |                    | (4,983,200)          |
| Less: Payment #26 - FM Diversion Authority                                   |                    | (1,021,657)          |
| Less: Payment #27 - FM Diversion Authority                                   |                    | (4,940,909)          |
| Less: Payment #28 - FM Diversion Authority                                   |                    | (2,209,200)          |
| <b>Total Funds Reimbursed</b>  |                    | <b>(108,980,410)</b> |
| <b>Total State Fund Balances Remaining</b>                                   | <b>\$</b>          | <b>135,019,590</b>   |

**FM Diversion Authority**  
**State Water Commission Funds Reimbursement Worksheet**  
**Fargo Flood Control Project Costs**

| <b>LOCAL MATCHING FUNDS SUMMARY:</b>                       |                     |
|--|---------------------|
| Matching Funds Expended To Date - City of Fargo            | \$ 47,629,069       |
| Matching Funds Expended To Date - Cass County              | 291,500             |
| Matching Funds Expended To Date - FM Diversion Authority   | 11,052,710          |
| <b>Total Matching Funds Expended To Date</b>               | <b>58,973,279</b>   |
| Less: Match Used on Payment #1 through #35 - City of Fargo | (41,506,620)        |
| Less: Match used on Payment #1 - Cass County               | (136,039)           |
| Less: Match Used on Payment #1 - FM Diversion Authority    | (18,600)            |
| Less: Match Used on Payment #2 - FM Diversion Authority    | (66,888)            |
| Less: Match Used on Payment #6 - FM Diversion Authority    | (238,241)           |
| Less: Match Used on Payment #8 - FM Diversion Authority    | (346,664)           |
| Less: Match Used on Payment #11 - FM Diversion Authority   | (470,398)           |
| Less: Match Used on Payment #12 - FM Diversion Authority   | (237,286)           |
| Less: Match Used on Payment #16 - FM Diversion Authority   | (3,018,978)         |
| Less: Match Used on Payment #17 - FM Diversion Authority   | (1,374,624)         |
| Less: Match Used on Payment #20 - FM Diversion Authority   | (1,427,344)         |
| Less: Match Used on Payment #22 - FM Diversion Authority   | (116,437)           |
| Less: Match Used on Payment #23 - FM Diversion Authority   | (487,124)           |
| Less: Match Used on Payment #24 - FM Diversion Authority   | (1,688,474)         |
| Less: Match Used on Payment #26 - FM Diversion Authority   | (445,642)           |
| Less: Match Used on Payment #28 - FM Diversion Authority   | (1,116,010)         |
| <b>Balance of Local Matching Funds Available</b>           | <b>\$ 6,277,910</b> |

Oxbow Lot Sales

Last Update: 6/1/2016

| Non-Buyout Lot Sales<br>(Proceed Split 75/25) | Lot  | Block | Addition           | Address                 | Sale Price   | Closed | Closing Date | Deposit      | OJDA Share (25%) | Net Sale Proceeds | DA Share (75%) |
|---|------|-------|--------------------|-------------------------|--------------|--------|--------------|--------------|------------------|-------------------|----------------|
|   | 2    | 1     | Oxbow 4th Addition | 331 Trent Jones Drive   | \$156,000.00 | Yes    | 4/8/2016     |              | \$38,956.25      | \$155,825.00      | \$116,868.75   |
|   | 6    | 3     | Oxbow 2nd Addition | 779 River Bend Road     | \$123,150.00 | Yes    | 4/11/2016    |              | \$30,718.75      | \$122,875.00      | \$92,156.25    |
|   | 18   | 3     | Oxbow 2nd Addition | 754 River Bend Road     | \$109,000.00 | Yes    | 4/29/2016    |              | \$27,208.75      | \$108,835.00      | \$81,626.25    |
|   | 35   | 3     | Oxbow 2nd Addition | 425 Trent Jones Drive   | \$119,000.00 | Yes    | 4/29/2016    |              | \$29,708.75      | \$118,835.00      | \$89,126.25    |
|   | 20   | 1     | Oxbow 3rd Addition | 246 South Schnell Drive | \$160,000.00 | Yes    | 4/29/2016    |              | \$39,946.88      | \$159,787.50      | \$119,840.62   |
|   | 21   | 1     | Oxbow 3rd Addition | 250 South Schnell Drive | \$160,000.00 | Yes    | 4/29/2016    |              | \$39,946.88      | \$159,787.50      | \$119,840.62   |
|   | 49   | 3     | Oxbow 2nd Addition | 418 Trent Jones Drive   | \$152,000.00 | Yes    | 5/20/2016    |              | \$37,905.00      | \$151,620.00      | \$113,715.00   |
|   | 2    | 1     | Oxbow 3rd Addition | 784 River Bend Road     | \$211,001.00 | No     | 6/2/2016     | \$42,200.20  | \$0.00           |                   | \$0.00         |
|   |      |       |                    |                         |              |        |              |              | \$0.00           |                   | \$0.00         |
| 8   | Lots |       |                    | \$1,190,151.00          |              |        | \$42,200.20  | \$244,391.26 | \$977,565.00     | \$733,173.74      |                |

| Buyout Lot Sales (100% Diversion Authority Proceed) | Lot | Block              | Addition              | Address                 | Sale Price   | Closed | Closing Date |  |  |              | DA Share (100%) |
|---|-----|--------------------|-----------------------|-------------------------|--------------|--------|--------------|--|--|--------------|-----------------|
|   | 22  | 1                  | Oxbow 3rd Addition    | 254 South Schnell Drive | \$150,000.00 | Yes    |              |  |  |              | \$150,000.00    |
|   | 1   | 1                  | Oxbow 4th Addition    | 325 Trent Jones Drive   | \$160,000.00 | Yes    |              |  |  |              | \$160,000.00    |
|   | 3   | 1                  | Oxbow 4th Addition    | 335 Trent Jones Drive   | \$133,000.00 | Yes    |              |  |  |              | \$133,000.00    |
|   | 4   | 1                  | Oxbow 4th Addition    | 343 Trent Jones Drive   | \$143,000.00 | Yes    |              |  |  |              | \$143,000.00    |
|   | 5   | 1                  | Oxbow 4th Addition    | 347 Trent Jones Drive   | \$150,000.00 | Yes    |              |  |  |              | \$150,000.00    |
|   | 6   | 1                  | Oxbow 4th Addition    | 353 Trent Jones Drive   | \$124,000.00 | Yes    |              |  |  |              | \$124,000.00    |
|   | 7   | 1                  | Oxbow 4th Addition    | 359 Trent Jones Drive   | \$131,000.00 | No     |              |  |  |              | \$0.00          |
|   | 31  | 3                  | Oxbow 2nd Addition    | 409 Trent Jones Drive   | \$136,000.00 | Yes    |              |  |  |              | \$136,000.00    |
|   | 51  | 3                  | Oxbow 2nd Addition    | 410 Trent Jones Drive   | \$148,000.00 | Yes    |              |  |  |              | \$148,000.00    |
|   | 32  | 3                  | Oxbow 2nd Addition    | 413 Trent Jones Drive   | \$133,000.00 | Yes    |              |  |  |              | \$133,000.00    |
|   | 50  | 3                  | Oxbow 2nd Addition    | 414 Trent Jones Drive   | \$158,000.00 | No     |              |  |  |              | \$0.00          |
|   | 33  | 3                  | Oxbow 2nd Addition    | 417 Trent Jones Drive   | \$130,000.00 | Yes    |              |  |  |              | \$130,000.00    |
|   | 34  | 3                  | Oxbow 2nd Addition    | 421 Trent Jones Drive   | \$117,000.00 | Yes    |              |  |  |              | \$117,000.00    |
|   | 48  | 3                  | Oxbow 2nd Addition    | 422 Trent Jones Drive   | \$170,000.00 | No     |              |  |  |              | \$0.00          |
|   | 47  | 3                  | Oxbow 2nd Addition    | 426 Trent Jones Drive   | \$141,000.00 | Yes    |              |  |  |              | \$141,000.00    |
|   | 37  | 3                  | Oxbow 2nd Addition    | 433 Trent Jones Drive   | \$104,000.00 | Yes    |              |  |  |              | \$104,000.00    |
|   | 45  | 3                  | Oxbow 2nd Addition    | 434 Trent Jones Drive   | \$114,000.00 | No     |              |  |  |              | \$0.00          |
|   | 4   | 1                  | Oxbow 3rd Addition    | 437 Trent Jones Drive   | \$95,000.00  | Yes    |              |  |  |              | \$95,000.00     |
|   | 10  | 1                  | Oxbow 3rd Addition    | 438 Trent Jones Drive   | \$108,000.00 | Yes    |              |  |  |              | \$108,000.00    |
| 5   | 1   | Oxbow 3rd Addition | 441 Trent Jones Drive | \$107,000.00            | Yes          |        |              |  |  | \$107,000.00 |                 |
| 9   | 1   | Oxbow 3rd Addition | 442 Trent Jones Drive | \$139,000.00            | Yes          |        |              |  |  | \$139,000.00 |                 |
| 6   | 1   | Oxbow 3rd Addition | 445 Trent Jones Drive | \$160,000.00            | No           |        |              |  |  | \$0.00       |                 |
| 8   | 1   | Oxbow 3rd Addition | 446 Trent Jones Drive | \$149,000.00            | Yes          |        |              |  |  | \$149,000.00 |                 |
| 7   | 1   | Oxbow 3rd Addition | 449 Trent Jones Drive | \$163,000.00            | Yes          |        |              |  |  | \$163,000.00 |                 |
| 1   | 3   | Oxbow 2nd Addition | 751 River Bend Road   | \$114,000.00            | Yes          |        |              |  |  | \$114,000.00 |                 |
| 2   | 3   | Oxbow 2nd Addition | 755 River Bend Road   | \$100,000.00            | Yes          |        |              |  |  | \$100,000.00 |                 |
| 16  | 3   | Oxbow 2nd Addition | 760 River Bend Road   | \$114,000.00            | Yes          |        |              |  |  | \$114,000.00 |                 |
| 3   | 3   | Oxbow 2nd Addition | 761 River Bend Road   | \$104,000.00            | Yes          |        |              |  |  | \$104,000.00 |                 |

Oxbow Lot Sales

|    |      |                    |                     |                |     |  |  |  |  |                |
|----|------|--------------------|---------------------|----------------|-----|--|--|--|--|----------------|
| 15 | 3    | Oxbow 2nd Addition | 764 River Bend Road | \$111,000.00   | Yes |  |  |  |  | \$111,000.00   |
| 14 | 3    | Oxbow 2nd Addition | 768 River Bend Road | \$143,000.00   | Yes |  |  |  |  | \$143,000.00   |
| 4  | 3    | Oxbow 2nd Addition | 769 River Bend Road | \$101,000.00   | Yes |  |  |  |  | \$101,000.00   |
| 13 | 3    | Oxbow 2nd Addition | 772 River Bend Road | \$134,000.00   | Yes |  |  |  |  | \$134,000.00   |
| 5  | 3    | Oxbow 2nd Addition | 775 River Bend Road | \$115,000.00   | Yes |  |  |  |  | \$115,000.00   |
| 12 | 3    | Oxbow 2nd Addition | 776 River Bend Road | \$131,000.00   | Yes |  |  |  |  | \$131,000.00   |
| 7  | 3    | Oxbow 2nd Addition | 783 River Bend Road | \$160,000.00   | Yes |  |  |  |  | \$160,000.00   |
| 8  | 3    | Oxbow 2nd Addition | 787 River Bend Road | \$174,000.00   | Yes |  |  |  |  | \$174,000.00   |
| 1  | 1    | Oxbow 3rd Addition | 788 River Bend Road | \$205,000.00   | No  |  |  |  |  | \$0.00         |
| 37 | Lots |                    |                     | \$4,969,000.00 |     |  |  |  |  | \$4,031,000.00 |

| Unassigned Lots | Lot | Block              | Addition                | Address                 | Appraisal Price |
|-----------------|-----|--------------------|-------------------------|-------------------------|-----------------|
|                 | 1   | 2                  | Oxbow 3rd Addition      | 102 Westview Lane       | \$105,000.00    |
|                 | 33  | 2                  | Oxbow 2nd Addition      | 103 Westview Lane       | \$78,000.00     |
|                 | 2   | 2                  | Oxbow 3rd Addition      | 106 Westview Lane       | \$58,000.00     |
|                 | 32  | 2                  | Oxbow 2nd Addition      | 107 Westview Lane       | \$62,000.00     |
|                 | 3   | 2                  | Oxbow 3rd Addition      | 110 Westview Lane       | \$52,000.00     |
|                 | 31  | 2                  | Oxbow 2nd Addition      | 111 Westview Lane       | \$58,000.00     |
|                 | 4   | 2                  | Oxbow 3rd Addition      | 114 Westview Lane       | \$52,000.00     |
|                 | 30  | 2                  | Oxbow 2nd Addition      | 115 Westview Lane       | \$64,000.00     |
|                 | 1   | 3                  | Oxbow 3rd Addition      | 119 Westview Lane       | \$90,000.00     |
|                 | 5   | 2                  | Oxbow 3rd Addition      | 120 Westview Lane       | \$52,000.00     |
|                 | 2   | 3                  | Oxbow 3rd Addition      | 123 Westview Lane       | \$100,000.00    |
|                 | 6   | 2                  | Oxbow 3rd Addition      | 124 Westview Lane       | \$52,000.00     |
|                 | 3   | 3                  | Oxbow 3rd Addition      | 127 Westview Lane       | \$158,000.00    |
|                 | 7   | 2                  | Oxbow 3rd Addition      | 128 Westview Lane       | \$63,000.00     |
|                 | 8   | 2                  | Oxbow 3rd Addition      | 132 Westview Lane       | \$63,000.00     |
|                 | 10  | 2                  | Oxbow 3rd Addition      | 213 South Schnell Drive | \$58,000.00     |
|                 | 13  | 1                  | Oxbow 3rd Addition      | 214 South Schnell Drive | \$101,000.00    |
|                 | 9   | 2                  | Oxbow 3rd Addition      | 217 South Schnell Drive | \$63,000.00     |
|                 | 14  | 1                  | Oxbow 3rd Addition      | 218 South Schnell Drive | \$73,000.00     |
| 4               | 3   | Oxbow 3rd Addition | 221 South Schnell Drive | \$113,000.00            |                 |
| 15              | 1   | Oxbow 3rd Addition | 222 South Schnell Drive | \$78,000.00             |                 |
| 5               | 3   | Oxbow 3rd Addition | 225 South Schnell Drive | \$95,000.00             |                 |
| 16              | 1   | Oxbow 3rd Addition | 226 South Schnell Drive | \$75,000.00             |                 |
| 24              | 2   | Oxbow 2nd Addition | 229 South Schnell Drive | \$65,000.00             |                 |
| 17              | 1   | Oxbow 3rd Addition | 232 South Schnell Drive | \$66,000.00             |                 |
| 23              | 2   | Oxbow 2nd Addition | 233 South Schnell Drive | \$65,000.00             |                 |
| 22              | 2   | Oxbow 2nd Addition | 237 South Schnell Drive | \$78,000.00             |                 |
| 18              | 1   | Oxbow 3rd Addition | 238 South Schnell Drive | \$107,000.00            |                 |
| 21              | 2   | Oxbow 2nd Addition | 241 South Schnell Drive | \$75,000.00             |                 |
| 19              | 1   | Oxbow 3rd Addition | 242 South Schnell Drive | \$171,000.00            |                 |

Oxbow Lot Sales

|    |      |                    |                         |                |
|----|------|--------------------|-------------------------|----------------|
| 20 | 2    | Oxbow 2nd Addition | 245 South Schnell Drive | \$75,000.00    |
| 19 | 2    | Oxbow 2nd Addition | 249 South Schnell Drive | \$102,000.00   |
| 18 | 2    | Oxbow 2nd Addition | 253 South Schnell Drive | \$73,000.00    |
| 17 | 2    | Oxbow 2nd Addition | 257 South Schnell Drive | \$59,000.00    |
| 16 | 2    | Oxbow 2nd Addition | 261 South Schnell Drive | \$76,000.00    |
| 2  | 2    | Oxbow 2nd Addition | 304 Trent Jones Drive   | \$76,000.00    |
| 3  | 2    | Oxbow 2nd Addition | 308 Trent Jones Drive   | \$75,000.00    |
| 4  | 2    | Oxbow 2nd Addition | 312 Trent Jones Drive   | \$75,000.00    |
| 5  | 2    | Oxbow 2nd Addition | 316 Trent Jones Drive   | \$70,000.00    |
| 6  | 2    | Oxbow 2nd Addition | 320 Trent Jones Drive   | \$64,000.00    |
| 7  | 2    | Oxbow 2nd Addition | 324 Trent Jones Drive   | \$69,000.00    |
| 8  | 2    | Oxbow 2nd Addition | 328 Trent Jones Drive   | \$87,000.00    |
| 9  | 2    | Oxbow 2nd Addition | 332 Trent Jones Drive   | \$89,000.00    |
| 10 | 2    | Oxbow 2nd Addition | 336 Trent Jones Drive   | \$102,000.00   |
| 11 | 2    | Oxbow 2nd Addition | 340 Trent Jones Drive   | \$87,000.00    |
| 12 | 2    | Oxbow 2nd Addition | 344 Trent Jones Drive   | \$80,000.00    |
| 13 | 2    | Oxbow 2nd Addition | 348 Trent Jones Drive   | \$84,000.00    |
| 14 | 2    | Oxbow 2nd Addition | 352 Trent Jones Drive   | \$98,000.00    |
| 15 | 2    | Oxbow 2nd Addition | 356 Trent Jones Drive   | \$73,000.00    |
| 36 | 3    | Oxbow 2nd Addition | 429 Trent Jones Drive   | \$111,000.00   |
| 46 | 3    | Oxbow 2nd Addition | 430 Trent Jones Drive   | \$113,000.00   |
| 17 | 3    | Oxbow 2nd Addition | 756 River Bend Road     | \$99,000.00    |
| 11 | 3    | Oxbow 2nd Addition | 780 River Bend Road     | \$144,000.00   |
|    |      |                    |                         |                |
| 53 | Lots |                    |                         | \$4,371,000.00 |

|  |                 |
|--|-----------------|
| Total Lot Values (98 Lots)                       | \$10,530,151.00 |
| Diversion Authority Share to Date                | \$4,764,173.74  |
| Cash Advance to Oxbow                            | \$375,000.00    |
| Amount Reimbursed to Diversion Authority to Date | \$2,894,000.00  |
| Remaining to be Reimbursed to Date               | \$1,495,173.74  |



# FM Area Diversion Project

## Property Acquisition Summary

---

June 8, 2016

|                       |   |
|-----------------------|---|
| Owner                 | Mid-America Steel                           |
| Address               | 92 & 93 Northern Pacific Avenue N, Fargo ND |
| Property Type         | Commercial/Industrial                       |
| Identification Number | 9218, 9217, 9216, 9215, 9783                |

### Mid-America Steel Acquisition & Relocation Summary

#### Property Need

The Mid-America parking lot north of NP Avenue is required to accommodate construction of the In-Town Levee and Floodwall project, Work Package WP42.F1.S.

It has been determined that the impacts to the parking lot have a potential to result in severance damages to the entire manufacturing facility. Mid-America has claimed the severance damages would result in a nearly complete diminution in value of the remainder property, and there is a risk a jury would agree with Mid-America because of the loss of parking. Based on this determination, and because of the mutual understanding of the benefit of relocating the industrial/manufacturing facility out of downtown Fargo, it is proposed to acquire the entire facility and enter into a purchase agreement that will enable Mid-America to construct a new facility in a north Fargo industrial park.

#### Background Summary:

- Original 35% levee/floodwall design developed 07/2013. This served as a basis for original appraisal of taking.
- Two separate appraisals were completed to value the impacts to the smaller parcel North of NP Avenue where the property impact will occur, and to value the entire Mid-America property as a whole.
- Original appraisal was completed 11/17/2014 and concluded that the value of the originally designed parking lot impact was \$434,000. This conclusion was based on a "before and after" appraisal of the property located North of NP Avenue, and the permanent taking of the entire parking lot north of NP.
- The second appraisal examined all of Mid America's property and was completed on 05/07/2015. This appraisal valued the Project impact as it related to the diminution in value using a before and after method. The value conclusion of the taking in the second appraisal was \$430,000. This appraisal concluded that the total land value of the Mid-America's property south of NP is \$2,500,000.

June 8, 2016

- The original appraisals were not approved due to issues that arose with the necessity to close the west access point of the Mid America parking lot and USACE preferring that the two appraisals be combined to have one consistent approach. .
- An offer of \$430,000, based on the second appraisal, was submitted to Mid-America Steel by KLJ on 09/03/2015. The offer was rejected and Mid-America requested design changes to minimize the parking loss.
- The 2<sup>nd</sup> Street/Downtown Component of In Town Levees Project (Work Package WP42.F1.S) was bid based on the assumption that we would be able to acquire the property necessary for construction. A change order deduct condition was negotiated with the low bidder prior to award of the contract. The change order deduct condition indicates that the Diversion Authority will give notice to the contractor by April 1, 2016 if access to the Case Plaza and Mid-America Steel properties can be provided, or the change order will be implemented, which removes that portion of the levee/floodwall from the contract and a pre-determined price. If the change order deduct is implemented, the Diversion Authority will need to re-bid this portion of the levee/floodwall project and re-award the contract. Our understanding is that this will cost an additional \$1M (approx.).
- The design team evaluated several design alternatives including a conceptual layout allowing parking on the wet-side of the levee by moving the floodwall to the property line and another layout with a combined parking lot serviced through Case Plaza.
- Eventually, the design team, in coordination with the Fargo Engineering Department arrived at the current design solution, which takes the parking from 100 spaces to 28 spaces. The current design also accommodates one of the access points from the parking lot to NP Avenue.
- A third appraisal was conducted based on the current design. The appraisal was submitted to USACE for review and approved by USACE on 01/31/2016. The appraisal concluded that the value of the parking take is \$367,900. The third appraisal does not value the property south of NP, nor does it determine any severance damages for the property south of NP.
- As part of the appraisal process a trade fixtures appraisal report was completed on May 29, 2014. This report concluded the Fair Market Value –Installed to be \$1,927,000. The Furniture Fixtures and Equipment is not included as part of the land value in the appraisals.

## Summary of Acquisition Terms

### What does Mid-America Steel “get”/”give”?

- “Get”
  - Assistance toward acquisition of land in northwest Fargo industrial park for construction of new operations center. The land shall be acquired by Mid-America.
  - New manufacturing facility constructed in north Fargo industrial park. The estimated total cost of the new facility building is approximately \$40M.
  - Continued operation of existing facility until new facility is operational.
  - Opportunity to improve operational efficiencies and expand business.
- “Give”
  - Existing manufacturing facility located in downtown Fargo (deed to City of Fargo).

- Existing parking lot located north of NP Avenue in downtown Fargo (right to enter and construct followed by a deed of the property in fee to CCJWRD).
- Approximately \$18M for new manufacturing facility “betterments”.

**What does the City of Fargo “get”/”give”?**

- “Get”
  - Flood protection for downtown Fargo.
  - Existing site of Mid-America Steel manufacturing facility in downtown Fargo.
- “Give”
  - Approximately \$16M for relocation of Mid-America Steel manufacturing facility out of downtown.

**What does the Diversion Authority and CCJWRD “get”/”give”?**

- “Get”
  - Immediate access to Mid-America parking lot for construction of 2<sup>nd</sup> Street floodwall, an integral component of the Diversion Project.
  - Fee title to parking lot on north side of NP for construction of flood control levee across existing Mid-America site.
  - Land necessary to provide parking for Case Plaza, through an Option Agreement.
  - Avoid litigation associated with severance damages resulting from taking the parking lot.
  - Avoidance of construction contract change order and re-bidding (estimated net cost of approximately \$1.0M)
- “Give”
  - \$5.8M for just compensation purchase of existing Mid-America Steel manufacturing facility and parking lot. This value is based on the following:
    - \$367,900 for parking lot north of NP Avenue, based on appraisal.
    - \$2,500,000 for site south of NP Avenue, based on appraisal.
    - \$1,927,000 for trade fixtures within buildings, based on appraisal.
    - \$1,005,100 for construction cost avoidance and administrative settlement.

**Payment Breakdown**

|  |   |              |
|--|---|--------------|
| New Mid-America Manufacturing Facility       | = | \$40,156,740 |
| Less CCJWRD Acquisition of North Parking Lot | - | \$367,900    |
| Less CCJWRD Acquisition of Existing Facility | - | \$2,500,000  |
| Less CCJWRD Acquisition of Existing Site     | - | \$1,927,000  |
| Less CCJWRD Construction Cost Avoidance      | - | \$1,005,100  |
| Remaining Cost for New Facility              | = | \$34,356,740 |
|  |   |              |
| City of Fargo Investment                     | = | \$16,178,370 |
| Mid-America Investment                       | = | \$18,178,370 |

## **Requested Action/Recommendation**

1. Recommend to CCJWRD, execution of an 'Entry and Construction Agreement' to allow for immediate access to the Mid-America property for construction of the floodwall project
2. Recommend to CCJWRD, execution of a Purchase Agreement in the amount of \$5,800,000 as administrative settlement for the Mid-America parking lot.