

AMENDMENT NUMBER 1  
TO  
PROJECT PARTNERSHIP AGREEMENT  
BETWEEN  
THE DEPARTMENT OF THE ARMY  
AND  
THE CITY OF FARGO, NORTH DAKOTA,  
THE CITY OF MOORHEAD, MINNESOTA, AND  
THE METRO FLOOD DIVERSION AUTHORITY  
FOR  
CONSTRUCTION  
OF THE  
FARGO-MOORHEAD METROPOLITAN AREA  
FLOOD RISK MANAGEMENT PROJECT

THIS AMENDMENT NUMBER 1 is entered into this 19th day of March, 2019, by and between the Department of the Army (hereinafter the "Government"), represented by the District Commander for St. Paul District; and the City of Fargo, North Dakota, represented by its Mayor; the City of Moorhead, Minnesota, represented by its Mayor and City Manager; and the Metro Flood Diversion Authority, represented by its Chair and two Co-Deputy Executive Directors (hereinafter collectively referred to as the "Non-Federal Sponsors").

WITNESSETH, THAT:

WHEREAS, the Government and the Non-Federal Sponsors entered into a Project Partnership Agreement on July 11, 2016 (hereinafter the "Agreement"), for construction of the Fargo-Moorhead Metropolitan Area Flood Risk Management Project (hereinafter the "Project");

WHEREAS, based on proposed modifications to the alignment of the Southern Embankment and to increase flows through the Fargo-Moorhead Metropolitan Area, the Government and Non-Federal Sponsors agree to amend the Agreement to reflect the increased projected construction costs and to increase the Federal Participation Amount; and

WHEREAS, the parties agree that "Federal Participation Amount", as defined in Article I.J., will be increased to \$750,000,000 in October 2015 dollars, with annual adjustments for inflation of the remaining balance.

NOW, THEREFORE, the Government and the Non-Federal Sponsors agree to amend the Agreement as follows:

1. Insert before the existing Sixth Whereas Clause the following:

“Whereas, based on changes since execution of the Agreement that include modification of the Southern Embankment alignment and increasing flows through the Fargo-Moorhead Metropolitan Area, the Government and Non-Federal Sponsors agreed to amend the Agreement to reflect the increased projected construction costs and to increase the Federal Participation Amount from \$450,000,000 to \$750,000,000;”

2. In the existing Sixth Whereas Clause, replace “\$450,000,000” with “\$750,000,000”.

3. In Article I.A., before the period insert “and the Supplemental Environmental Assessment, Fargo-Moorhead Metropolitan Area Flood Risk Management Project, dated February 2019 and approved by the District Engineer on February 28, 2019, with modifications as provided in the Engineering Documentation Report, dated February 2019 and approved by the District Engineer on February 28, 2019”.

4. In Article I.J., replace “\$450,000,000” with “\$750,000,000”.

5. In Article IV.A., replace the first sentence with the following:


“As of the effective date of Amendment Number 1, construction costs are projected to be \$2,841,062,000 in October 2018 dollars; with the Government’s share of construction costs consisting of the Federal Participation Amount of \$804,750,000 in October 2018 dollars (\$750,000,000 in October 2015 dollars) and an estimated \$29,008,000 in Federal funds obligated pursuant to the Design Agreement; and the Non-Federal Sponsors’ share of construction costs projected to be \$2,007,304,000 in October 2018 dollars.”


6. All other terms and conditions of the Agreement remain unchanged.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment Number 1, which shall become effective upon the date it is signed by the District Commander.

DEPARTMENT OF THE ARMY

CITY OF FARGO, NORTH DAKOTA


BY:   
SAMUEL L. CALKINS  
Colonel, U.S. Army  
District Commander

BY:   
TIMOTHY J. MAHONEY  
Mayor  
City of Fargo, North Dakota

DATE: 3/19/2019

DATE: 3/19/2019

CITY OF MOORHEAD, MINNESOTA

BY:   
JOHNATHAN JUDD  
Mayor  
City of Moorhead, Minnesota


DATE: 03/19/2019

CITY OF MOORHEAD, MINNESOTA


BY:   
CHRISTINA M. VOLKERS  
City Manager  
City of Moorhead, Minnesota

DATE: 3/19/2019


METRO FLOOD DIVERSION AUTHORITY

BY:   
MARY SCHERLING  
Chair  
Metro Flood Diversion Authority

DATE: 3/19/2019

BY:   
MICHAEL J. REDLINGER  
Co-Deputy Executive Director  
Metro Flood Diversion Authority

DATE: 3/19/19

BY:   
ROBERT W. WILSON  
Co-Deputy Executive Director  
Metro Flood Diversion Authority

DATE: 3/19/19

## CERTIFICATE OF AUTHORITY

I, Erik Johnson, do hereby certify that I am the principal legal officer of the City of Fargo, North Dakota, that the City of Fargo, North Dakota, is a legally constituted public body with full authority and legal capability to perform the terms of the Project Partnership Agreement dated July 11, 2016 as amended by Amendment Number 1 in connection with the Fargo-Moorhead Metropolitan Area Flood Risk Management Project and to pay damages, if necessary, in the event of the failure to perform in accordance with the terms of this Agreement, as required by Section 221 of the Flood Control Act of 1970, Public Law 91-611, as amended (42 U.S.C. 1962d-5b), and that the persons who have executed this Amendment Number 1 on behalf of the City of Fargo, North Dakota have acted within their statutory authority.

IN WITNESS WHEREOF, I have made and executed this certification this 19th day of March, 2019.

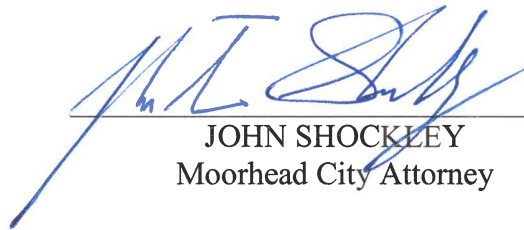
A handwritten signature in black ink, appearing to be 'EJ' with a large loop, positioned above a horizontal line.

ERIK JOHNSON  
Fargo City Attorney

## CERTIFICATE OF AUTHORITY

I, John Shockley, do hereby certify that I am the principal legal officer of the City of Moorhead, Minnesota, that the City of Moorhead, Minnesota, is a legally constituted public body with full authority and legal capability to perform the terms of the Project Partnership Agreement dated July 11, 2016 as amended by Amendment Number 1 in connection with the Fargo-Moorhead Metropolitan Area Flood Risk Management Project and to pay damages, if necessary, in the event of the failure to perform in accordance with the terms of this Agreement, as required by Section 221 of the Flood Control Act of 1970, Public Law 91-611, as amended (42 U.S.C. 1962d-5b), and that the persons who have executed this Amendment Number 1 on behalf of the City of Moorhead, Minnesota have acted within their statutory authority.

IN WITNESS WHEREOF, I have made and executed this certification this 19th day of March, 2019.



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JOHN SHOCKLEY  
Moorhead City Attorney

## CERTIFICATE OF AUTHORITY

I, John Shockley, do hereby certify that I am the principal legal officer of the Metro Flood Diversion Authority, that the Metro Flood Diversion Authority, is a legally constituted public body with full authority and legal capability to perform the terms of the Project Partnership Agreement dated July 11, 2016 as amended by Amendment Number 1 in connection with the Fargo-Moorhead Metropolitan Area Flood Risk Management Project and to pay damages, if necessary, in the event of the failure to perform in accordance with the terms of this Agreement, as required by Section 221 of the Flood Control Act of 1970, Public Law 91-611, as amended (42 U.S.C. 1962d-5b), and that the persons who have executed this Amendment Number 1 on behalf of the Metro Flood Diversion Authority have acted within their statutory authority.

IN WITNESS WHEREOF, I have made and executed this certification this 19th day of March, 2019.



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JOHN SHOCKLEY  
General Counsel, Metro Flood Diversion Authority

## CERTIFICATION REGARDING LOBBYING


The undersigned certifies, to the best of his or her knowledge and belief that:

(1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.

(3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by 31 U.S.C. 1352. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

  
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TIMOTHY J. MAHONEY  
Mayor, City of Fargo, North Dakota

DATE: 3/19/19

## CERTIFICATION REGARDING LOBBYING

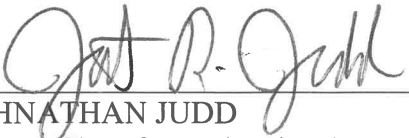
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JOHNATHAN JUDD  
Mayor, City of Moorhead, Minnesota

DATE: 03/19/2019



## CERTIFICATION REGARDING LOBBYING

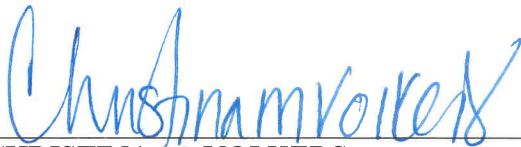
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CHRISTINA M. VOLKERS

City Manager, City of Moorhead, Minnesota

DATE: 3/19/2019

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MARY SCHERLING  
Chair, Metro Flood Diversion Authority

DATE: 3/19/2019

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MICHAEL J. REDLINGER  
Co-Deputy Executive Director  
Metro Flood Diversion Authority

DATE: 3/19/19

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ROBERT W. WILSON  
Co-Deputy Executive Director  
Metro Flood Diversion Authority

DATE: 3/19/19