

**RED RIVER VALLEY COMMITTEE**

**Red River Room**

**Fargo City Commission Building**

**July 13, 2023**

**Following Adjournment of the LAWA Board Meeting**

- I. Call to Order – Ken Vein
- II. Roll Call – Lisa Schafer
- III. Board Policy – Duane DeKrey
  - A. >Red River Valley Committee Authority
  - B. >General Manager Authority
    1. **\*Preconstruction Activities**
- IV. Red River Valley Water Supply Project Update
  - A. Work Plan & Construction Update – Kip Kovar
    1. Contract 5B, Transmission Pipeline East
      - a. >Work Change Directive No. 2
      - b. **>\*Change Order No. 3**
      - c. **\*Fiber Relocation**
  - B. Financial Update – Merri Mooridian
    1. **>\*Bond Attorney Engagement Letter**
    2. **Task Order 8510**
      - a. **>\*2023-2025 Financial Planning Support**
- V. Insurance Advisor Services – Merri Mooridian/Tami Norgard
- VI. Adjourn

**GARRISON DIVERSION CONSERVANCY DISTRICT  
RESOLUTION OF THE BOARD OF DIRECTORS**

**WHEREAS**, the Public Relations and Red River Valley Committee (the “PR/RRV Committee”), as described in Chapter 8 of the Garrison Diversion Conservancy District Board Policy (the “Policy” as used herein), has certain procedures it must follow;

**WHEREAS**, the PR/RRV Committee has a large number of time sensitive decisions that must be made with regard to the state Red River Valley Water Supply Project (the “RRV Project”) and adherence to the current procedures outlined in the Policy often make these decisions difficult or improbable to make in a timely manner due to the limited number of meetings that the Garrison Diversion Conservancy District Board of Directors (the “Board”) and the Executive Committee hold per year; and

**WHEREAS**, the Board deems it appropriate and advisable to change the committee’s name to the Red River Valley Committee (the “RRV Committee”) and update the Policy to provide the RRV Committee with certain authorities to facilitate the decisions that arise regarding the RRV Project.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors of the Garrison Diversion Conservancy District, duly assembled in Carrington, in the state of North Dakota, on April 21, 2016, does hereby adopt the following amendments:

1. That the RRV Committee be the main Garrison Diversion interface with the Lake Agassiz Water Authority (hereinafter “LAWA”) for the planning, design, construction and operation of the RRV Project. Further, due to the time sensitive nature of construction projects, the RRV Committee is delegated certain authorities by the Board to make decisions and authorize the expenditure of funds, as identified and limited in these Resolutions and the Policy.
2. That the RRV Committee is hereby delegated the authority to approve expenditures and make decisions specifically for the RRV Project (or any federal, state and local iteration of the same) (collectively, the “Project”) that relate to planning, design, construction and operation of the Project. This decision-making and spending authority is limited to the following categories:
  - a. To make expenditures in accordance with the approved budget for the Project, as well as any non-budgeted items up to \$100,000 or all non-budgeted items that are, in the RRV Committee’s determination, vital to address unanticipated urgent issues. Non-budgeted items exceeding \$100,000 that are not items vital to address unanticipated urgent issues must be presented to the Board or Executive Committee for approval.

All expenditures approved by the RRV Committee will be presented to the Board or Executive Committee at the next available meeting.

- b. To negotiate and approve task orders that are contemplated within the budget.
  - c. To negotiate and approve change orders for time extensions, as well as change orders for design, planning, and construction services. The aggregate approval authority for the RRV Committee for change orders on a particular contract shall not exceed 5 percent of the contract total or \$100,000, whichever amount is greater.
  - d. To determine negotiation positions of the Board and to initiate condemnation on behalf of the Board for any property needed in fee for the Project or for pipeline right of way acquisition. As a matter of practice, the Board will generally be the entity to initiate condemnation, but the RRV Committee has the authority to exercise if needed.
  - e. To make application for all permits relating to the design, construction and operation of the Project and to make decisions on permitting and regulatory issues with local, state and federal agencies, entities and authorities.
  - f. To make decisions relating to the significant and material relocation of design routes and determine the site for all facilities; to make alterations in the pipeline alignment; and to make decisions on utilization of various types of infrastructure, parts, or services. It is noteworthy that full Board will maintain the responsibility for larger alignment decisions and other larger policy decisions. Smaller or more minor adjustments in route and alignment may be made at the staff level.
  - g. In cases where prequalification of contractors and vendors is required, the RRV Committee is able to prequalify bidders.
  - h. In cases where landowner claims arise, where landowners allege damages less than \$50,000, the RRV Committee has the authority to negotiate with the landowner and resolve landowner disputes.
3. That, except as modified in these Resolutions, the Policy remains in effect.

(SEAL)

---

Kenneth Vein, Chairman

---

Duane DeKrey, Secretary

April<sup>4</sup> Board 2016

Ms. Bohn distributed two handouts. The first is entitled World of Water, and she went through it with the board. It lists a number of entities that work together in order to complete a water project, including federal, state, regional, local and statewide agencies/associations. She stressed the importance of everyone working together.

The second handout shows a funding table entitled State Water Funding and Needs: 2015-2017 and Beyond. This lays out the legislative intent of SB2020 that was passed in the 2015 legislative session. Although the Water Coalition does not yet have a proposal, she reviewed the projects and funding amounts in the 2017-2019 column. A copy of the table is attached to these minutes as Annex IX.

Ms. Bohn spoke of the challenges ahead of the Water Coalition. At this time, they are meeting with all of the main projects to figure out what funding is needed. The Coalition would like to have a plan together in June for review, and then the Water Topics Overview Committee meets June 15 and 16.

### MR&I PROGRAM

**Construction Report** - Secretary DeKrey referred to the MR&I construction report dated March 31, 2016. MR&I expenditures in 2016 are \$444,247. Remaining approved federal MR&I funds are \$12,517,410. A copy of the report is attached to these minutes as Annex X.

The board recessed at 5 p.m. and reconvened at 8:30 a.m. on April 22.

### BOARD POLICY CHANGES

#### **Chapter 1, Section 1.8 - - Amendment or Suspension of Policy**

Ms. Norgard reviewed the existing language in Chapter 1, Section 1.8, which currently states that the board must be given at least a two-week advance notice of the intent to change board policy. She referred to and reviewed a copy of the proposed resolution changing the advance notice to five calendar days.

#### **Chapter 5, Section 5.11 - - Spending Authorization**

Ms. Norgard reviewed the existing language in Chapter 5, Section 5.11, regarding the general manager's spending authorization. Typically, the general manager has the authority to approve expenditures within the board-approved budget. She referred to the proposed resolution changing the policy so that expenditures that are under \$75,000 and not within the board-approved budget can be approved by the general manager. Anything above \$75,000 and not within the board-approved budget must be formally approved by the board.

The resolution is attached to these minutes as Annex XI.

**Motion by Director Koeser to approve of the resolution regarding Board Policy changes to Chapter 1, Sections 1.8, Amendment or Suspension of Policy and Chapter 5, Section 5.11, Spending Authorization. Second by Director Krivarchka. Upon roll call vote, the following directors voted aye: D. Anderson, J. Anderson, R. Anderson, Bischoff, Breker, Cayko, Cook, Flaagan, Haak, Hanretty, Johnson, Kaiser, Klosterman, Koeser, Krivarchka, Metzger, Peyerl, Rogers, Royse, Tweed, Vein and Walter. Those voting nay: none. Absent and not voting: Fenstad, Krueger, Ongstad, Schindler, Wakefield and Wendel. Motion carried.**

WORK CHANGE DIRECTIVE NO. 2

DATE OF ISSUANCE: 7/11/2023 EFFECTIVE DATE: 7/11/2023

Owner: Garrison Diversion Conservancy District
Contractor: Garney Construction
Contract: Transmission Pipeline East, Contract 5B
Project: Red River Valley Water Supply Project
Owner's Task Order No.: 5532

The Contractor is directed to proceed promptly with the following change(s):

Description: Provide stabilization for all soil stockpiles and provide weed control for the stockpiles and the area between the stockpiles and adjacent roadway along full length of project

Attachments: Email from Keith Lemaster (Garney) dated 6/28/2023 with attachment from Pro Landscapers LLC.

Purpose for Work Change Directive:

Directive to proceed promptly with the Work described herein, prior to agreeing to changes in Contract Price and Contract Times, is issued due to:

- Non-Agreement on pricing of proposed change.
Necessity to proceed for schedule or other Project reasons.

Estimated Change in Contract Price and Contract Times (non-binding, preliminary):

Estimated increase (decrease) in Contract Price: \$ 38,227.50
Estimated increase (decrease) in Contract Times:
Substantial Completion: 0 days;
Ready for final payment: 0 days.
If the change involves an increase above the amount noted above, the estimated amount is not to be exceeded without further authorization.

Basis of estimated change in Contract Price:

- Unit Price
Lump Sum
Cost of the Work
Other

AUTHORIZED BY:

[Handwritten Signature]

Owner (Authorized Signature)

Title: General Manager

Date: July 11, 2023

**Funston, Mark T.**

---

**From:** Kip Kovar <kipk@gdcd.org>  
**Sent:** Saturday, July 1, 2023 11:38 AM  
**To:** Ronnekamp, Kurt; Funston, Mark T.; Scott Mehring  
**Subject:** FW: Red River Discussion  
**Attachments:** Carrington, ND RRVWS Temp Mulch & Seed.pdf

**Caution - External Email:** This email originated outside of Black & Veatch. Please do not click links or open attachments unless you recognize the sender and know the content is safe.

**From:** Keith Lemaster <klemaster@garney.com>  
**Sent:** Wednesday, June 28, 2023 5:42 PM  
**To:** Kip Kovar <kipk@gdcd.org>  
**Subject:** Red River Discussion

Kip,

Thank you for taking time to speak with me this morning. To follow up on our conversation I have listed a few bullets below we discussed.

- Dewatering discharge change orders - The current plan is to schedule a meeting for this Friday morning to include Kurt and Jarrod regarding the two outstanding dewatering discharge change orders.
- Topsoil stockpile stabilization – I have attached a quote for the stabilization of the topsoil.
  - If we assume 1 mobilization per mile for the remaining 7 miles, then we are looking at a total of \$56,805.00. Pro Landscaping recommends adding in the oats, so that would be an additional \$3150 for an estimated total of **\$59,955.00**.
  - We are willing to split this cost with Garrison but would not take any action until we have an executed WCD.
- We did not discuss weed spraying, but it did come up in the progress meeting today.
  - T&B Farms, a local farmer we have a relationship with, quoted us \$250.00 per acre for spraying weeds. This will cost about \$5250 if just the topsoil stockpiles are sprayed. If areas outside the ROW are sprayed – the area between the road and easement. We estimate another 12 acres adding an additional \$3000 in cost.
  - If you are desiring Garney to manage this additional scope, we insist an executed WCD be completed before we schedule the work.

Please let me know how you would like to proceed on the stabilization and weed control.

Thank you,

**Keith Lemaster**

Employee Owner Since 2003

**GARNEY CONSTRUCTION** *Advancing Water*

PH: 720.348.8426 CELL: 720.402.4881 FAX: 720.407.8207

ADDRESS: 7911 Shaffer Parkway, Littleton, CO 80127 [GARNEY.COM](http://GARNEY.COM)



Contractor #35798 Class A  
 2901 40th Ave N  
 Fargo, ND 58102  
 Office 701-277-7001 Fax 701-297-7748  
 Jon Cell 701-261-7725 jon@prolandscapersnd.com

June 27, 2023

**Proposal From Pro Landscapers:**

**Project Location: Carrington, ND RRVWS Temp Mulch/Seed**

Addendums:

Bid is tied together, No bond included Quote is good for 30 days

Our proposal includes the following:

Item No.	Description	Quantity	Units	Unit Price	Amount
1	Mobilization	1	Ea	\$ 1,500.00	\$ 1,500.00
2	Hydromulch per Acre	2,100	Lbs	\$ 1.05	\$ 2,205.00
3	Temp Seed Oats	1	Ac	\$ 150.00	\$ 150.00
	<b>TOTAL</b>				<b>\$ 3,855.00</b>

**Notes:**

Not responsible for liquidated damages due to other trades or unforeseen delays not due to Pro Landscapers  
 Traffic control by others. Topsoil placement & grading by others, debris & dirt clumps removal by others.  
 Silt fence stakes are to be returned to Pro Landscapers otherwise \$5.00/stake will be billed to contractor  
 Any questions please call.



CHANGE ORDER FORM

CHANGE ORDER

Change Order No. 3

DATE OF ISSUANCE: 7/20/2023

EFFECTIVE DATE: 7/20/2023

Owner: Garrison Diversion Conservancy District

Contractor: Garney Companies, Inc.

Project: Red River Valley Water Supply Project, Transmission Pipeline East

Owner's Contract No.: 5B

Owner's Task Order No.: 5532

The Contract is modified as follows upon execution of this Change Order:

Description: This Change Order covers additional costs incurred by the contractor for revised dewatering discharge locations to avoid flooding/excessive ponding on land adjacent to the permanent easement.

Attachments: Garney change order request with details on labor, materials and equipment used to complete the work.

CHANGE IN CONTRACT PRICE:

Original Contract Price  
\$ 45,961,700.00

Decrease from previously approved Change Orders:  
\$ (1,279,395.12)

Contract Price prior to this Change Order:  
\$ 44,682,304.88

Increase of this Change Order:  
\$ 288,600.86

Contract Price incorporating this Change Order:  
\$ 44,970,905.74

ACCEPTED:

By: \_\_\_\_\_  
Owner (Authorized Signature)  
Title: General Manager  
Date: \_\_\_\_\_

CHANGE IN CONTRACT TIMES:

Original Contract Times:  
Substantial Completion: 09/30/2023  
Ready for final payment: 11/29/2023

Increase from previously approved Change Orders:  
Substantial Completion: 15 days  
Ready for final payment: 15 days

Contract Times prior to this Change Order:  
Substantial Completion: 10/15/2023  
Ready for final payment: 12/14/2023  
(days or dates)

Increase of this Change Order:  
Substantial Completion: 0  
Ready for final payment: 0  
(days)

Contract Times with all approved Change Orders:  
Substantial Completion: 10/15/2023  
Ready for final payment: 12/14/2023  
(days or dates)

ACCEPTED:

By: \_\_\_\_\_  
Contractor (Authorized Signature)  
Title: Project Manager  
Date: \_\_\_\_\_



# FRYBERGER

— LAW FIRM —

**MIA E. THIBODEAU**  
 Duluth Office  
[mthibodeau@fryberger.com](mailto:mthibodeau@fryberger.com)  
 218.725.6873

June 26, 2023

**VIA EMAIL ONLY**

Garrison Diversion Conservancy District  
 ATTN: Merri Mooridian, Administrative Officer  
 P.O. Box 140  
 Carrington, ND 58421

**Re: *Garrison Diversion Conservancy District  
 Approximately \$60,000,000 Taxable Revenue Bond***

Dear Ms. Mooridian:

The purpose of this letter is to set forth the role we propose to serve and responsibilities we propose to assume as bond counsel in connection with the issuance of the above-referenced obligation (the “Bonds”) by the Garrison Diversion Conservancy District (the “Issuer”).

Bond counsel is engaged as a recognized expert whose primary responsibility is to render an objective legal opinion with respect to the authorization and issuance of Bonds.

As bond counsel, we will: examine applicable law; prepare the resolution authorizing and securing the Bonds (the “Resolution”) and other authorizing documents; consult with the parties to the transaction prior to the issuance of the Bonds; review certified proceedings; and undertake such additional duties as we deem necessary to render the opinion.

You have also asked that we undertake to review the Series D Interim Financing Agreement between the Issuers and users of the RRVWSP as it relates to matters relevant to the issuance of obligations, including tax exempt bonds of the Issuer.

Based on our discussions, the Issuer plans to finance a portion of the improvements for the Red River Valley Water Supply Project (“RRVWSP”), including completion of 43 miles of pipeline construction and the design of an additional 72 miles of pipeline, through a revolving

---

FRYBERGER, BUCHANAN, SMITH & FREDERICK, P.A.

---

CLOQUET  
 813 Cloquet Ave.  
 Cloquet, MN 55720  
 p: (218) 879-6830

DULUTH  
 302 West Superior St.  
 Ste 700  
 Duluth, MN 55802  
 p: (218) 722-0861

SUPERIOR  
 1409 Hammond Ave., Suite 330  
 Superior, WI 54880  
 p: (715)392-7405

ST. PAUL  
 c/o 302 West Superior St.  
 Ste 700  
 Duluth, MN 55802  
 p: (651)221-1044

fryberger.com

## FRYBERGER, BUCHANAN, SMITH &amp; FREDERICK, P.A.

June 26, 2023

Page 2

loan from the Bank of North Dakota (the "Lender"). The Bonds issued to evidence the loan from the Lender will be taxable obligations.

Subject to the completion of proceedings to our satisfaction relating to the Bonds and review of due diligence we determine necessary, we will render our opinion as to the authorization and issuance of the Bonds and as to the taxable status of the Bonds.

The opinion will be executed and delivered by us in written form on the date the Bonds are exchanged for its purchase price (or initial advance on the Bonds) (the "Closing") and will be based on facts and law existing as of the date the opinion is delivered. Upon delivery of the opinion, our responsibilities as bond counsel will be concluded with respect to this financing.

In rendering the opinion, we will rely upon the certified proceedings and other certifications of public officials and other persons furnished to us without undertaking to verify the same by independent investigation. We do not review the financial condition of the Issuer, the feasibility of the project to be financed with proceeds of the Bonds, or the adequacy of the security provided to owners of the Bonds, and we will express no opinion relating thereto.

In performing our services as bond counsel, our client will be the Issuer and we will represent its interests. We assume that other parties to the transaction will retain such counsel as they deem necessary and appropriate to represent their interests in this transaction. Our representation of the Issuer does not alter our responsibility to render an objective opinion as bond counsel.

As bond counsel, we will not assume or undertake responsibility for the preparation of an Official Statement or any other disclosure document with respect to the Bonds nor are we responsible for performing an independent investigation to determine the accuracy, completeness or sufficiency of any such documents. However, if a disclosure document will be adopted or approved by the Issuer, our responsibility will include the preparation or review of any description therein of: (i) North Dakota and federal law pertinent to the validity of the Bonds and the tax treatment of interest paid thereon; (ii) the terms of the Bonds, and (iii) our opinion.

Based upon (i) our current understanding of the terms, structure, size and schedule of the financing, (ii) the duties we will undertake pursuant to this letter, (iii) the time we anticipate devoting to the financing, and (iv) the responsibilities we assume, we estimate that our fees as bond counsel for the issuance of the Bonds would be approximately \$24,000, depending on the time involved. We estimate that our fees for review of the Series D Interim Financing Agreement between the Issuers and users of the RRVWSP as it relates to matters relevant to

## FRYBERGER, BUCHANAN, SMITH &amp; FREDERICK, P.A.

June 26, 2023

Page 3


the issuance of obligations, including tax exempt bonds of the Issuer would be approximately \$4,000-\$5,000. Such fees may vary: (i) if the principal amount of the Bonds actually issued differs significantly from the amount stated above, (ii) if material changes in the structure of the financing occur, or (iii) if unusual or unforeseen circumstances arise which require a significant increase in our time or responsibility. If at any time we believe that circumstances require an adjustment of our original fee estimate, we will consult with you. In addition, we will expect to be reimbursed for all out-of-pocket expenses, including travel costs, photocopying, deliveries, long distance telephone charges, filing fees, and other necessary office disbursements. We estimate that such out-of-pocket expenses will be in the range of \$150 to \$250.

If for any reason the financing is not consummated or is completed without the rendition of our opinion as bond counsel, we will expect to be compensated at our normal hourly rates (currently ranging from \$125 to \$350 depending on personnel) for time actually spent, plus out-of-pocket expenses. We will send a monthly invoice detailing all fees and costs.

If the foregoing terms of this engagement are acceptable to you, please so indicate by returning the enclosed copy of this letter signed by an appropriate officer, retaining the original for your files. We look forward to working with you.

Respectfully submitted,

FRYBERGER, BUCHANAN, SMITH  
& FREDERICK, P.A.

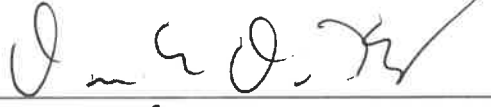
By   
Mia E. Thibodeau

FRYBERGER, BUCHANAN, SMITH & FREDERICK, P.A.

June 26, 2023  
Page 4

Accepted and Approved:

GARRISON DIVERSION CONSERVANCY DISTRICT

By   
Its GM

Date: 28 June 23, 2023



## RRVWSP Task Order 8510 – 2023-2025 Biennium Financial Planning Support

Task Order Effective Date: July 1, 2023

### TASK ORDER EXECUTIVE SUMMARY

---

#### REQUEST

Over the past four biennia, Engineer has worked closely with Garrison Diversion’s staff, Lake Agassiz Water Authority (LAWA) representatives, and State executive and legislative leadership to develop and refine project funding and financing plans. This work has included the development of robust and adaptable financial models and summary information to relay the results of multiple project financial implementation considerations. The primary objectives for this new task order will be to continue to refine and build upon this past work with specific focus in the following key areas:

1. Update financial models as State funding plans are refined and/or Federal funding plans are explored.
2. Continued analysis of end user financial considerations under evolving funding, financing, cost-share conditions, and project participation agreement (PPA) development status.
3. Support updates of funding and financial provisions within the PPA and assist with analyses related to outreach discussions with LAWA and its members.
4. Support on-going funding and financial outreach discussions with State and Federal officials.
5. Finalize financial services related PPA exhibits.
6. Continue support of LAWA Financial Advisory Committee (FAC) through content development and attendance.

#### TASK ORDER SUMMARY

**Basic Services:** The following services will be provided by Black & Veatch and AE2S:

<u>Task</u>	<u>Fee</u>
Task Order Management and Administration	\$146,097
On-going Financial Model Updates	\$127,265
Final Project Participation Agreement Exhibit Updates	\$28,016
Financial Advisory Committee Meeting Participation	\$47,468
New User Analysis	\$68,964
State Funding and Legislative Support	\$147,515
Project Management Information System Software Implementation Support	\$24,675
<u>Totals</u>	<u>\$590,000</u>

**Special Services:** There are no unique or specialized services required under this task order.

#### PROJECT OVERVIEW

Financial models have been developed that put potential Users into various tiers and then model their capital and O&M financial obligations based on their tier and nominations. Most of the work in this Task Order is to support financial modeling for the 24 potential Users.



**Black & Veatch Corporation**

Professional Services for the Red River Valley Water Supply Project  
Under General Agreement dated January 17, 2008

**RRVWSP Task Order 8510 – 2023-2025 Biennium Financial Planning Support**

**Effective Date – July 1, 2023**

---

Content of this Task Order (TO) is as follows:

- I. PROJECT AND TASK ORDER BACKGROUND .....1
- II. TASK ORDER OBJECTIVES .....1
- III. GENERAL REQUIREMENTS .....2
- IV. BASIC SERVICES .....3
- V. SPECIAL SERVICES .....5
- VI. DELIVERABLES .....5
- VII. ADDITIONAL SERVICES .....6
- VIII. SPECIAL RESPONSIBILITIES OF OWNER .....6
- IX. FEE.....6
- X. PERFORMANCE SCHEDULE .....6
- XI. DOCUMENTS INCORPORATED BY REFERENCE AND ATTACHMENTS.....7
- XII. ACCEPTANCE .....7

**I. PROJECT AND TASK ORDER BACKGROUND**

Over the past four biennia, Engineer has worked closely with Garrison Diversion Conservancy District Staff, Lake Agassiz Water Authority (LAWA) representatives, and State executive and legislative leadership to develop and refine project funding and financing plans. This work has included the development of robust and adaptable financial models and summary information to relay the results of multiple project financial implementation considerations. These varied considerations have included the review of project alternatives, project costs, schedules, cost-share, financing structure, and cost allocation approaches.

**II. TASK ORDER OBJECTIVES**

To date, Engineer has developed a draft financial implementation model for the project, draft capital and operating cost allocation methodology for core and branch project infrastructure, developed end user feasibility reviews, supported State and local outreach activities, and supported development of financial sections of the draft Project Participation Agreement (PPA). The primary objectives for this task order will be to continue to refine and build upon this past work with specific focus in the following key areas:

1. Update financial models as State funding plans are refined and/or Federal funding plans are explored.
2. Continued analysis of end user financial considerations under evolving funding, financing, cost-share conditions, and PPA development status.
3. Support updates of funding and financial provisions within the PPA and assist with analyses related to outreach discussions with LAWA and its members.
4. Support on-going funding and financial outreach discussions with State and Federal officials.
5. Finalize financial services related PPA exhibits.
6. Continue support of LAWA Financial Advisory Committee (FAC) through content development and attendance.

### III. GENERAL REQUIREMENTS

1. Under this Task Order, Engineer will provide services in accordance with the Standard Form of Agreement between Owner and Engineer for Professional Services dated January 17, 2008, (Agreement).
2. General Description of Activities. The Basic Services to be performed by Engineer consist of professional services associated with the development of a prequalification process for general contractors and tunneling subcontractors and the implementation of such a process.
3. Work outside Basic and Special Services. Engineer agrees to provide the Basic Services and Special Services identified herein. Work not specifically discussed herein as part of Basic Services or Special Services is considered Additional Services. Additional Services will only be performed with proper separate authorization such as an amendment to this Task Order or a new separate Task Order.
4. Explicit Responsibilities. Basic Services and Special Services explicitly set forth the Work Engineer will perform and do not implicitly put any additional responsibilities or duties upon Engineer. Deliverables to be provided by Engineer are explicitly identified in this Task Order.
5. Explicitly Identified Quantities. Engineer in development of this Task Order estimates the level of effort required to provide the services discussed. Where specific information is listed as to the quantity of service(s) to be provided by Engineer, those quantities listed are considered Basic Services or Special Services and are therefore included in this Task Order scope of service and associated fee estimate. Services exceeding the written quantities shown below in Basic Services or Special Services are considered Additional Services.



#### IV. BASIC SERVICES

The Basic Services of this Task Order are provided below in the following tasks:

- Task 1 - Task Order Management and Administration
- Task 2 - On-going Financial Model Updates
  - Federal Funding Scenarios
  - Financing Terms Analysis with BND and PFA
  - Nomination and Project Participation Adjustments
  - Project Cost Estimate Updates
  - Cost Allocation Adjustments
- Task 3 - Final PPA Financial Exhibit Updates
- Task 4 - FAC Meetings Participation
- Task 5 - New User Analyses
- Task 6 - State Funding and Legislative Support
- Task 7 - PMIS Software Implementation Financial Support

##### 1. Task 1 – Task Order Management and Administration

Engineer will generally oversee execution of the work and will manage its performance providing the following services:

- A. Manage and Administer Task Order. Provide general project management and administration tasks including communications with the Owner, coordination, and supervision of the Engineer's project team, monitoring the project schedule, monitoring the project budget, and invoicing. This task also includes holding periodic check-in/progress meetings as needed. The fee assumes project management time for the duration of the 2023-2025 biennium.
- B. Engineer shall prepare for and attend routine bi-weekly meetings, specifically including the Admin Team Coordination, Planning Team Coordination, and the Strategy Call Coordination.

##### 2. Task 2 – On-going Financial Model Updates

Engineer will provide the following services as part of this task:

- A. Federal Funding and Financing Scenarios: The Engineer will support ongoing discussions related to potential Federal funding scenarios and update the model as needed to demonstrate the fiscal impacts to the project and participants. This includes exploring federal financing program options.
- B. Financing Terms and Potential Debt Shaping Scenarios: The Engineer will generally update the model to handle additional financing terms and debt shaping scenarios based on continued discussions with Owner, the Bank of North Dakota (BND), North Dakota Public Finance Authority (PFA) and any other potential financier.

- C. **Nomination and Project Participation Adjustments:** It is assumed throughout the PPA sign-up and user outreach campaign, covered under Task Order 9510 – 2023-2025 User Outreach and Pipeline Extension, that existing participants will adjust nominations and/or dropout of the project. This subtask will involve continually updating the financial models to reflect these changes as they occur. The efforts covered under this Task Order are to run the financial models required to support the User outreach covered under Task Order 9510. This task order assumes 4-1/2 hours of modeling support per User of the 24 potential Users listed in Task Order 9510. (Potential new users to the project will be analyzed and modeled under Task 5.)
- D. **Project Cost Estimates Updates:** As project elements are designed, bid/awarded, and constructed, this subtask will involve tracking and compiling updated cost estimates and actuals from the Owner and engineering team and updating the financial model as needed. Task Order 1510 – 2023-2025 Biennium Program Management Support assumes that the programmatic cost estimate will be updated twice during the biennium by the engineering team. This task order consists of the effort to update the financial models based on those updated programmatic cost estimates.
- E. **Allocation Adjustments:** It is assumed throughout the PPA sign-up and user outreach campaign that participants will ask about minor cost allocation refinements (i.e., adjustments to a participant’s tier or user group assignment and other slight adjustments). This subtask allows scope and time to model additional allocation adjustments scenarios under the assumption that the scenarios still generally utilize the underlying tiered allocation methodology. New allocation methodologies that differ from the established tiered approach are outside the scope of this subtask.

### 3. **Task 3 – Final PPA Financial Exhibit Updates**

Engineer will provide the following services as part of this task:

- A. Engineer will provide updates to the relevant financial PPA exhibits (generally Exhibits C, D, E, and H, and minor elements of other exhibits as needed). It is assumed that the updates will primarily be to exhibit charts and figures based on the results of the PPA sign-up and user outreach campaign and minor updates to language if requested by Owner. It is assumed that the PPA Exhibit Updates and Finalization will occur at the end of the biennium and that the final updates will occur after the final list of Users has been established under Task Order 9510 - 2023-2025 User Outreach and Pipeline Extension.

### 4. **Task 4 – FAC (Financial Advisory Committee) Meeting Participation**

Engineer will provide the following services as part of this task:

- A. Engineer will support and attend eight quarterly FAC meetings. Engineer provided support will include assisting with content preparation including agendas, presentation, handouts, and meeting minutes. Engineer will attend FAC meetings in a hybrid, in person and virtual fashion.

**5. Task 5 – New User Analyses**

Engineer will provide the following services as part of this task:

- A. Engineer will perform financial analyses to support efforts to engage potential new users of the project. Analyses will include updating the financial capital allocation model and operation cost model based on estimated impacts of the potential new users. This task generally provides scope and hours for this effort. The fee assumes that four potential new Users will be evaluated.

**6. Task 6 – State Funding and Legislative Support**

Engineer will provide the following services as part of this task:

- A. Engineer will support on-going State funding and legislative activities as they related to project cost share, funding/financing, and other financial service type efforts. The main goal of this task is to align the financial and legislative strategy teams and keep the financial model and supporting documentation up to date as the project continues to evolve. Task includes an estimated 60 hours of analyst time to support miscellaneous on-going/unquantified financial analysis to support the legislative activities. Legislative support level of effort based on hours from previous biennia activity of similar nature to generally include:

- Interim committee meeting participation, content development, and strategy coordination (occurs year-round including times outside of legislative session).
- 69th Legislative Assembly (2025 Session) outreach support including independent lobbyist coordination, networking, and on-site information and communications support.
- Year-round legislative strategy team coordination between Engineer, Garrison Division staff and leadership, LAWA staff and leadership, and independent lobbyist.

**7. Task 7 – Project Management Information System (PMIS) Software Implementation Support**

Engineer will provide the following services as part of this task:

- A. Engineer will assist Owner in usage of a Project Management Information System (PMIS) software. It is assumed Owner will take primary responsibility of software use with Engineer providing key support and assistance as needed to ensure the PMIS is providing appropriate functionality related to project funding, financing, and cost tracking.

**V. SPECIAL SERVICES**

There are no Special Services associated with this Task Order.

**VI. DELIVERABLES**

The following deliverables will be furnished under this Task Order. Documents or deliverables not included in the list below will be provided as Additional Services as authorized by the Owner. Unless noted otherwise, deliverables will be in the form of electronic portable document format (pdf) files.

1. **Task 1 – Task Order Management and Administration**
  - A. Project budget and status documentation
  - B. Any necessary bi-weekly meeting agendas and presentation slide decks (draft and final)
2. **Task 2 – On-going Financial Model Updates**
  - A. Results documentation
3. **Task 3 – Final PPA Financial Exhibit Updates**
  - A. Final PPA exhibits (draft and final)
4. **Task 4 – FAC (Financial Advisory Committee) Meeting Participation**
  - A. Agenda and presentation slide decks (draft and final).
5. **Task 5 – New User Analyses**
  - A. Results documentation
6. **Task 6 – State Funding and Legislative Support**
  - A. Deliverables will primarily correspondence documents as required to support efforts

## **VII. ADDITIONAL SERVICES**

The professional services listed below are not included in the scope of this Task Order nor does the fee shown in Article IX include any labor and direct expenses for items identified as Additional Services. Should Owner want to include services listed under Additional Services in Engineer’s scope of work, an amendment to this Task Order or execution of a separate Task Order with the new work will be necessary.

## **VIII. SPECIAL RESPONSIBILITIES OF OWNER**

There are no Special Services associated with this Task Order.

## **IX. FEE**

The total fee for Basic Services and Special Services provided under this Task Order is estimated to be Five Hundred Ninety Thousand Dollars (\$590,000). A worksheet showing the fee estimate and level of effort by task is included in Attachment A.

## **X. PERFORMANCE SCHEDULE**

Basic and Special Services of this Task Order will be completed by June 30, 2025.

**XI. DOCUMENTS INCORPORATED BY REFERENCE AND ATTACHMENTS**

1. Standard Form of Agreement between Garrison Diversion and Engineer for Professional Services dated January 17, 2008, is incorporated by reference.
2. Attachment A – Fee Estimate Worksheets

**XII. ACCEPTANCE**

If this satisfactorily sets forth your understanding of our Task Order agreement, please print and sign this document. You should retain one copy for your files and return an electronic copy via email to Paul Boersma ([BoersmaPM@BV.com](mailto:BoersmaPM@BV.com)) with Black & Veatch Corporation.

By: \_\_\_\_\_  
Duane DeKrey, General Manager  
Garrison Diversion Conservancy District

By: \_\_\_\_\_  
Paul Boersma, Associate Vice President  
Black & Veatch Corporation

Dated: \_\_\_\_\_

Dated: \_\_\_\_\_

**ATTACHMENT A**

Fee Estimate Worksheets



**Garrison Diversion Conservancy District**  
**Red River Valley Water Supply Project**  
**RRVWSP TO 8510 - 2023-2025 Biennium Financial Planning Support**  
**BV Project No. TBD**  
**Black & Veatch and Consultants**

Task	Lead Firm	Position	PM	ADMS	Labor Detail	Labor Detail	Expense Detail	Expense Detail	Sub Consulta	Sub Consult	Expense Detail		TOTAL	TOTAL	TOTAL	TOTAL
		Task Description	Project Manager	Administrator Senior	BV Level of Effort (hrs)	BV Labor Cost	Hobacca	Misc	AE2S Hours	AE2S Sub Costs	AE2S Sub Markup	Total Direct Expense	BV Level of Effort (hrs)	BV Labor Cost	Direct Expense	Fee
<b>IV. BASIC SERVICES</b>																
<b>1</b>	<b>AE2S</b>	<b>Task Order Management and Administration</b>	<b>48</b>	<b>48</b>	<b>96</b>	<b>\$21,936</b>	<b>\$828</b>	<b>\$638</b>	<b>450</b>	<b>\$116,852</b>	<b>\$5,843</b>	<b>\$124,161</b>	<b>96</b>	<b>\$21,936</b>	<b>\$124,161</b>	<b>\$146,097</b>
A	AE2S	Manage and Administer Task Order	48	48	96	\$21,936	\$828	\$638	100	\$27,175	\$1,359	\$30,000	96	\$21,936	\$30,000	\$51,936
B	AE2S	Bi-Weekly Admin Team Coordination			0	\$0	\$0		210	\$53,437	\$2,672	\$56,109	0	\$0	\$56,109	\$56,109
C	AE2S	Bi-Weekly Planning Team Coordination			0	\$0	\$0		40	\$11,360	\$568	\$11,928	0	\$0	\$11,928	\$11,928
D	AE2S	Bi-Weekly Strategy Call Coordination			0	\$0	\$0		100	\$24,880	\$1,244	\$26,124	0	\$0	\$26,124	\$26,124
<b>2</b>	<b>AE2S</b>	<b>Financial Model Updates</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>520</b>	<b>\$121,205</b>	<b>\$6,060</b>	<b>\$127,265</b>	<b>0</b>	<b>\$0</b>	<b>\$127,265</b>	<b>\$127,265</b>
A	AE2S	Federal Funding and Financing Scenarios			0	\$0	\$0		255	\$59,420	\$2,971	\$62,391	0	\$0	\$62,391	\$62,391
B	AE2S	Financing Terms and Potential Debt Shaping Scenarios			0	\$0	\$0		65	\$15,520	\$776	\$16,296	0	\$0	\$16,296	\$16,296
C	AE2S	Nomination and Project Participation Adjustments			0	\$0	\$0		110	\$25,360	\$1,268	\$26,628	0	\$0	\$26,628	\$26,628
D	AE2S	Project Cost Estimates Updates			0	\$0	\$0		35	\$8,225	\$411	\$8,636	0	\$0	\$8,636	\$8,636
E	AE2S	Allocation Adjustments			0	\$0	\$0		55	\$12,680	\$634	\$13,314	0	\$0	\$13,314	\$13,314
<b>3</b>	<b>AE2S</b>	<b>Final PPA Financial Exhibit Updates</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>114</b>	<b>\$26,682</b>	<b>\$1,334</b>	<b>\$28,016</b>	<b>0</b>	<b>\$0</b>	<b>\$28,016</b>	<b>\$28,016</b>
A	AE2S	Exhibit C - Prior Expenses			0	\$0	\$0		20	\$4,896	\$245	\$5,141	0	\$0	\$5,141	\$5,141
B	AE2S	Exhibit D - Capital Cost Responsibility			0	\$0	\$0		32	\$7,608	\$380	\$7,988	0	\$0	\$7,988	\$7,988
C	AE2S	Exhibit E - O&M Cost Responsibility			0	\$0	\$0		32	\$7,520	\$376	\$7,896	0	\$0	\$7,896	\$7,896
D	AE2S	Exhibit H - Debt Repayment Obligations for Existing Debt			0	\$0	\$0		14	\$2,996	\$150	\$3,146	0	\$0	\$3,146	\$3,146
E	AE2S	Other On-going Exhibit Updates			0	\$0	\$0		16	\$3,662	\$183	\$3,845	0	\$0	\$3,845	\$3,845
<b>4</b>	<b>AE2S</b>	<b>FAC Meetings Participation</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>168</b>	<b>\$45,208</b>	<b>\$2,260</b>	<b>\$47,468</b>	<b>0</b>	<b>\$0</b>	<b>\$47,468</b>	<b>\$47,468</b>
A	AE2S	Quarterly Meeting - Content Development and Prep			0	\$0	\$0		104	\$23,224	\$1,161	\$24,385	0	\$0	\$24,385	\$24,385
B	AE2S	Quarterly Meeting Participation			0	\$0	\$0		64	\$21,984	\$1,099	\$23,083	0	\$0	\$23,083	\$23,083
<b>5</b>	<b>AE2S</b>	<b>New User Analyses</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>280</b>	<b>\$65,680</b>	<b>\$3,284</b>	<b>\$68,964</b>	<b>0</b>	<b>\$0</b>	<b>\$68,964</b>	<b>\$68,964</b>
A	AE2S	New User Analyses (i.e. Rainbow, Washburn, Other TBD)			0	\$0	\$0		280	\$65,680	\$3,284	\$68,964	0	\$0	\$68,964	\$68,964
<b>6</b>	<b>AE2S</b>	<b>State Funding and Legislative Support</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>560</b>	<b>\$140,490</b>	<b>\$7,025</b>	<b>\$147,515</b>	<b>0</b>	<b>\$0</b>	<b>\$147,515</b>	<b>\$147,515</b>
A	AE2S	State Funding and Legislative Support			0	\$0	\$0		500	\$128,350	\$6,418	\$134,768	0	\$0	\$134,768	\$134,768
B	AE2S	Misc. On-going/Unquantified Project Financial Analyses			0	\$0	\$0		60	\$12,140	\$607	\$12,747	0	\$0	\$12,747	\$12,747
<b>7</b>	<b>AE2S</b>	<b>PMIS Software Implementation Support</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>100</b>	<b>\$23,500</b>	<b>\$1,175</b>	<b>\$24,675</b>	<b>0</b>	<b>\$0</b>	<b>\$24,675</b>	<b>\$24,675</b>
A	AE2S	PMIS Software Implementation Support			0	\$0	\$0		100	\$23,500	\$1,175	\$24,675	0	\$0	\$24,675	\$24,675
<b>PROJECT TOTALS</b>			<b>48</b>	<b>48</b>	<b>96</b>	<b>\$21,936</b>	<b>\$828</b>	<b>\$638</b>	<b>2,192</b>	<b>\$539,617</b>	<b>\$26,981</b>	<b>\$568,064</b>	<b>96</b>	<b>\$21,936</b>	<b>\$568,064</b>	<b>\$590,000</b>





**Garrison Diversion Conservancy District**  
**Red River Valley Water Supply Project**  
**RRVWSP TO 8510 - 2023-2025 Biennium Financial Planning Support**  
**BV Project No. TBD**  
**AE2S**

Task	Lead Firm	Position	PIC	PL1	SFA1	PL2	SFA2	SFA2	Labor Detail	Labor Detail	Expense Detail		TOTAL	TOTAL	TOTAL	TOTAL
		Task Description	Shawn Gaddie	Jacob Strombeck	Nikki Jacobi	Brent Bogar	Rocky Schnieder	Ryan Graf	AE2S Level of Effort (hrs)	Labor Cost	Travel	Total Expense	AE2S Level of Effort (hrs)	AE2S Labor Cost	Direct Expense	Fee
<b>IV. BASIC SERVICES</b>																
<b>1</b>		<b>Task Order Management and Administration</b>	<b>213</b>	<b>25</b>	<b>0</b>	<b>92</b>	<b>120</b>	<b>0</b>	<b>450</b>	<b>\$116,852</b>	<b>\$0</b>	<b>\$0</b>	<b>450</b>	<b>\$116,852</b>	<b>\$0</b>	<b>\$116,852</b>
A	AE2S	Manage and Administer Task Order	75	25					100	\$27,175		\$0	100	\$27,175	\$0	\$27,175
B	AE2S	Bi-Weekly Admin Team Coordination	78			52	80		210	\$53,437		\$0	210	\$53,437	\$0	\$53,437
C	AE2S	Bi-Weekly Planning Team Coordination	40						40	\$11,360		\$0	40	\$11,360	\$0	\$11,360
D	AE2S	Bi-Weekly Strategy Call Coordination	20			40	40		100	\$24,880		\$0	100	\$24,880	\$0	\$24,880
<b>2</b>		<b>Financial Model Updates</b>	<b>90</b>	<b>185</b>	<b>95</b>	<b>0</b>	<b>100</b>	<b>50</b>	<b>520</b>	<b>\$121,205</b>	<b>\$0</b>	<b>\$0</b>	<b>520</b>	<b>\$121,205</b>	<b>\$0</b>	<b>\$121,205</b>
A	AE2S	Federal Funding and Financing Scenarios	30	50	25		100	50	255	\$59,420		\$0	255	\$59,420	\$0	\$59,420
B	AE2S	Financing Terms and Potential Debt Shaping Scenarios	20	30	15				65	\$15,520		\$0	65	\$15,520	\$0	\$15,520
C	AE2S	Nomination and Project Participation Adjustments	20	60	30				110	\$25,360		\$0	110	\$25,360	\$0	\$25,360
D	AE2S	Project Cost Estimates Updates	10	15	10				35	\$8,225		\$0	35	\$8,225	\$0	\$8,225
E	AE2S	Allocation Adjustments	10	30	15				55	\$12,680		\$0	55	\$12,680	\$0	\$12,680
<b>3</b>		<b>Final PPA Financial Exhibit Updates</b>	<b>30</b>	<b>50</b>	<b>32</b>	<b>0</b>	<b>2</b>	<b>0</b>	<b>114</b>	<b>\$26,682</b>	<b>\$0</b>	<b>\$0</b>	<b>114</b>	<b>\$26,682</b>	<b>\$0</b>	<b>\$26,682</b>
A	AE2S	Exhibit C - Prior Expenses	8	8	4				20	\$4,896		\$0	20	\$4,896	\$0	\$4,896
B	AE2S	Exhibit D - Capital Cost Responsibility	8	16	6		2		32	\$7,608		\$0	32	\$7,608	\$0	\$7,608
C	AE2S	Exhibit E - O&M Cost Responsibility	8	16	8				32	\$7,520		\$0	32	\$7,520	\$0	\$7,520
D	AE2S	Exhibit H - Debt Repayment Obligations for Existing Debt	2	4	8				14	\$2,996		\$0	14	\$2,996	\$0	\$2,996
E	AE2S	Other On-going Exhibit Updates	4	6	6				16	\$3,662		\$0	16	\$3,662	\$0	\$3,662
<b>4</b>		<b>FAC Meetings Participation</b>	<b>40</b>	<b>40</b>	<b>48</b>	<b>16</b>	<b>24</b>	<b>0</b>	<b>168</b>	<b>\$39,208</b>	<b>\$6,000</b>	<b>\$6,000</b>	<b>168</b>	<b>\$39,208</b>	<b>\$6,000</b>	<b>\$45,208</b>
A	AE2S	Quarterly Meeting - Content Development and Prep	24	24	48		8		104	\$23,224		\$0	104	\$23,224	\$0	\$23,224
B	AE2S	Quarterly Meeting Participation	16	16		16	16		64	\$15,984	\$6,000	\$6,000	64	\$15,984	\$6,000	\$21,984
<b>5</b>		<b>New User Analyses</b>	<b>40</b>	<b>80</b>	<b>120</b>	<b>0</b>	<b>40</b>	<b>0</b>	<b>280</b>	<b>\$61,680</b>	<b>\$4,000</b>	<b>\$4,000</b>	<b>280</b>	<b>\$61,680</b>	<b>\$4,000</b>	<b>\$65,680</b>
A	AE2S	New User Analyses (i.e. Rainbow, Washburn, Other TBD)	40	80	120		40		280	\$61,680	\$4,000	\$4,000	280	\$61,680	\$4,000	\$65,680
<b>6</b>		<b>State Funding and Legislative Support</b>	<b>25</b>	<b>20</b>	<b>40</b>	<b>400</b>	<b>75</b>	<b>0</b>	<b>560</b>	<b>\$136,490</b>	<b>\$4,000</b>	<b>\$4,000</b>	<b>560</b>	<b>\$136,490</b>	<b>\$4,000</b>	<b>\$140,490</b>
A	AE2S	State Funding and Legislative Support	25			400	75		500	\$124,350	\$4,000	\$4,000	500	\$124,350	\$4,000	\$128,350
B	AE2S	Misc. On-going/Unquantified Project Financial Analyses		20	40				60	\$12,140		\$0	60	\$12,140	\$0	\$12,140
<b>7</b>		<b>PMIS Software Implementation Support</b>	<b>40</b>	<b>20</b>	<b>40</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>	<b>\$23,500</b>	<b>\$0</b>	<b>\$0</b>	<b>100</b>	<b>\$23,500</b>	<b>\$0</b>	<b>\$23,500</b>
A	AE2S	PMIS Software Implementation Support	40	20	40				100	\$23,500		\$0	100	\$23,500	\$0	\$23,500
<b>PROJECT TOTALS</b>			<b>478</b>	<b>420</b>	<b>375</b>	<b>508</b>	<b>361</b>	<b>50</b>	<b>2,192</b>	<b>\$525,617</b>	<b>\$14,000</b>	<b>\$14,000</b>	<b>2,192</b>	<b>\$525,617</b>	<b>\$14,000</b>	<b>\$539,617</b>