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
Embarkment 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".


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

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

DATE: 3/19/2019

CITY OF FARGO, NORTH DAKOTA

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

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 SCHARLING
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.

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.

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.

[Signature]

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.

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

DATE: 3/9/19
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.

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JOHNATHAN JUDD
Mayor, City of Moorhead, Minnesota

DATE: 03/19/2019
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.

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

DATE: 3/19/2019
CERTIFICATION REGARDING LOBBYING

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MARY SCHERLING
Chair, Metro Flood Diversion Authority

DATE: 3/19/2019
CERTIFICATION REGARDING LOBBYING

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

DATE: 3/19/19
CERTIFICATION REGARDING LOBBYING

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

DATE: 3/19/19