



Headwaters Corporation
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Kearney, NE 68845
TIN# 26-0298666
DUNS # 00-350-3758

Nebraska Community Foundation
PO Box 83107
Lincoln, NE 68501-3107
FEIN 47-0769903

THIRD AMENDMENT

To the 2019 – 2023 agreement between the Nebraska Community Foundation, acting as the contracting agent of the Governance Committee of the Platte River Recovery Implementation Program and Headwaters Corporation, Private Consultant.

Executive Director's Office (EDO)

This Third Amendment to the 2019 – 2023 Agreement between the Nebraska Community Foundation, acting as the contracting agent of the Governance Committee of the Platte River Recovery Implementation Program and Headwaters Corporation ("Consultant"), a private consultant of Kearney, Nebraska is made effective January 1, 2022.

The purpose of this amendment is to:

- (1) Amend Exhibit A to incorporate the scope of services and staffing plan for the period of January 1, 2022, to December 31, 2022.
- (2) Amend Exhibit B to incorporate hourly rate and reimbursable expenses price schedules for 2022. The 2022 project budget for the scope of work in Exhibit A is \$2,366,000.

All other terms of the original agreement remain in effect as originally written.

The following parties agree to the terms of this Amendment:

NEBRASKA COMMUNITY FOUNDATION

Diane M. Wilson
Manager of Public/Private Partnerships

Date

HEADWATERS CORPORATION

Bridget M. Barron, Ph.D.
Chief Executive Officer

Date



EXHIBIT "A" SCOPE OF SERVICES

Platte River Recovery Implementation Program Executive Director's Office (EDO)

Program Administration

Headwaters will maintain the Office of the Executive Director (EDO) in Central Nebraska (4111 4th Avenue, Suite 6, Kearney, Nebraska 68845) and provide the managerial, administrative, and technical assistance required of the Governance Committee (GC) to implement the Platte River Recovery Implementation Program (PRRIP). This includes providing the Executive Director (ED) and staff to perform all PRRIP functions as directed by the GC.

Program administrative duties include:

- Coordinate, attend, and provide support for scheduled meetings of Governance and Finance Committees, Land, Water, Technical, and Independent Science Advisory Committees, and other ad hoc committees or working groups as they occur.
- Coordination and communication among Program participants.
- Distribution of materials to Program committee members.
- Communication with state, federal, and local organizations as appropriate.
- Outreach and communication with the various stakeholder groups and various publics touched by the Program.
- Prepare work plan and budget for review by the Finance Committee and approval by the Governance Committee.
- Prepare agreements/contracts and amendments.
- Process contractor invoices.
- Coordination with Nebraska Community Foundation on contractual and financial matters.
- Coordination with Platte River Recovery Implementation Foundation on land interest holding matters.
- Prepare and provide outreach/public education activities for the Program.
- Provide a review of Program tasks and periodically report on the status and progress of each task to the Governance Committee.
- Advise GC on science policy and governance issues.
- Coordinate ISAC activities and facilitate the selection of new ISAC members.
- Coordinate activities of special advisor activities related to Structured Decision Making (SDM) and other aspects of GC decision-making.
- Maintain a library and archive of materials generated for project, collection may include hard copy and electronic materials. The materials in the archive/library will include documents and other materials from the Cooperative Agreement, the First Increment, and the First Increment Extension.



Land Plan Implementation

Land Plan Administrative duties include:

- Manage Land Advisory Committee activities and ensure that Land Plan implementation activities are carried out in accordance with the direction of the GC.
- Provide contractor oversight during the design and construction of habitat/engineering projects.
- Coordinate Recreation Access Sub-Committee activities.
- Assist in evaluation of potential habitat parcels and develop land restoration and management plans for new acquisitions.
- Oversee land management budget development, procurement process and implementation of land-related activities performed by EDO and contractors.
- Oversee development of agricultural leases and coordination with tenants and farm management land special advisors.
- Represent the Program in regional invasive species control efforts including participation in the Platte Valley Weed Management Area and Platte River Resilience Fund.
- Evaluate Program activities to ensure they are consistent with the Good Neighbor Policy.
- Oversee land acquisition including initial landowner contacts, procurement of contractor services associated with appraisals and negotiations, presentation of potential acquisitions to committees, negotiation of acquisition terms, and completion and execution of contacts.
- Oversee annual payment of property taxes.

Land Plan Technical duties include:

- Develop habitat restoration engineering designs, plans, and specifications.
- Remote sensing analysis.

Water Plan Implementation

Water Plan Administrative duties include:

- Manage Water Advisory Committee activities and ensure that Water Plan implementation activities are carried out in accordance with the direction of the GC.
- Water Action Plan updates.
- Annual water leasing and accounting activities.
- Oversight and coordination of Scoring Sub-Committee.
- Oversee procurement and implementation tasks associated with WAP project engineering design and construction administration carried out by Program contractors.
- Oversee Water Plan special advisor activities related to WAP project implementation.
- Develop hydrologic conditions report monthly or in prescribed time period blocks.
- Choke point investigations and project design, permitting, and implementation activities.
- Operation of recapture wells and other water related facilities.

**Water Plan Technical duties include:**

- Water supply planning and permitting.
- Groundwater and surface water hydrologic modeling and data analysis.
- Wet meadows hydrology investigations including installation and maintenance of hydrologic instrumentation.
- Development of operations modeling and tools in support of Adaptive Management Plan update and implementation.
- Water project construction administration.
- Implementation of economic practices and processes for analyses of program related economic issues. Focus of Program efforts on developing fair market values for water and cash flow/financial analyses of water action plan projects.
- Uncertainty and risk analyses of management actions, employing statistical methods and Monte Carlo techniques.

Science Plan Implementation**Science Plan Administrative duties include:**

- Manage the Technical Advisory Committee and ensure that Adaptive Management Plan (AMP) implementation activities are carried out in accordance with the direction of the GC.
- Manage the Adaptive Management Working Group activities and ensure Extension AMP development activities are carried out in accordance with the direction of the GC.
- Oversee implementation of monitoring and research protocols implemented by the EDO and contractors.
- Oversee implementation of physical process monitoring and research by Program contractors.
- Coordinate activities of special advisor activities related to geomorphology and other areas of expertise as necessary for implementation of adaptive management on behalf of the Program.
- Coordinate ISAC activities and facilitate the selection of new ISAC members.

Science Plan Technical duties include:

- Design of research and monitoring protocols and compilation and analysis of project-specific data.
- Manuscript preparation, review and publication.
- Assist in protocol development, experimental design and implementation of experiments.
- Analysis of Program data with emphasis on statistical analyses.
- Coordination, planning and implementation of least tern and piping plover monitoring protocol including maintenance of tern and plover monitoring database, statistical analysis of tern and plover monitoring data, and development of annual monitoring report.



- Collection of surface and groundwater measurements and maintenance of monitoring equipment.
- Coordination, planning and implementation of whooping crane monitoring protocol including maintenance of whooping crane monitoring database, statistical analysis of whooping crane monitoring data, and development of annual monitoring report.
- Coordination, planning and implementation of camera technology in relation to Program implementation. This includes applications related to tern and plover predation as well as in support of geomorphic investigations.
- Drone usage in support of Program activities.
- Develop sediment augmentation plans, and specifications and oversee augmentation operations and associated monitoring.
- Coordination, planning and implementation of geomorphology and vegetation monitoring protocol including data collection, analysis, and development of annual monitoring report.
- Hydraulic and sediment transport modeling for water supply conveyance and geomorphology aspects of Program research and monitoring.

This scope of work will be completed by a team of 21 staff members (16 full-time equivalent¹) functioning as the Program EDO. Headwaters staff categories and organization of the EDO correspond to the central components of the Program: Program/Project Administration, Water Plan, Land Plan, and Science Plan. Headwaters will continue to maintain the central office in Kearney, NE; support offices in Lakewood, CO and Fort Collins, CO; the Program library; and all equipment, electronic records, and other materials necessary for the continued management and implementation of the Program.

¹ One full-time equivalent equals 1,800 hours, which is the estimated annual billable time out of a 2,080-hour work year.



STAFFING PLAN - POSITION DESCRIPTIONS

PROGRAM ADMINISTRATION

Executive Director (J. Farnsworth, BCES)

[Category: Full Time 2022 Projection: 100% on PRRIP Percent of time Admin: 100% Tech. 0%]

Administrative Responsibilities:

- Integrate Executive Director's Office, contractor and committee activities to ensure that the Program is being implemented in accordance with the Program Document and is consistent with the vision, goals and direction of the Governance Committee (GC).
- Oversight of Executive Director's Office (EDO) staff including direct supervision of Coordinators.
- Communication with local governments, the public, media and federal/state agencies.

Science Policy Coordinator (C. Smith, Ph.D., M.P.A.)

[Category: Full Time 2022 Projection: 50% on PRRIP Percent of time Admin: 100% Tech. 0%]

Administrative Responsibilities:

- Advise ED and GC on development and implementation of the Extension Science Plan.
- Advise ED and GC on science policy and governance issues.
- Oversee independent science review process including facilitation of ISAC candidate selection process and facilitation of annual work of the ISAC.

Operations and Outreach Coordinator (B. Barron, Ph.D., M.B.A., Licensed Psychologist)²

[Category: Full Time 2022 Projection: 50% on PRRIP Percent of time Admin: 100% Tech. 0%]

Administrative Responsibilities:

- Develop and implement Public Information and Outreach effort: includes identifying target audiences, defining and creating key messages for each audience, and developing strategies, materials, and measurements of success.
- Coordinate with Program partners to ensure consistent key messages and coordinated outreach efforts and handle all press releases for Program and media contacts for Program contractors. Assist in the implementation of public access policies for Program lands.
- Assist ED in the operational aspects of staff management, equipment purchasing, and inventory maintenance and control.

² Dr. Barron will be retiring at the end of 2022. A substantial portion of her time in 2022 will be focused on training the new Executive Office Manager, Alicia Uribe, who will assume most of her duties in 2023.

**Executive Office Manager (A. Uribe, B.S.)**

[Category: Full Time 2022 Projection: 80% on PRRIP Percent of time Admin: 100% Tech. 0%]

Administrative Responsibilities:

- Executive Office Manager will assist Operations Director and take over those responsibilities in 2023.
- Coordinate PRRIP disbursement request and reconciliation process.
- General office management.

Administrative Assistant – Support Staff (J. Liakos, B.S.)

[Category: 80% Time 2022 Projection: 70% on PRRIP Percent of time Admin: 100% Tech. 0%]

Administrative Responsibilities:

- Responsible for daily office operations, file maintenance, correspondence, scheduling and arranging meeting logistics, maintaining contractor and sub-contractor contract files.
- Assist in the processing of contractor payments.
- Processing employee and client paperwork.

LAND**Land Plan Coordinator – Senior Staff (T. Tunnell, M.S., CERP)**

[Category: Full Time 2021 Projection: 100% on PRRIP Percent of time Admin: 80% Tech. 20%]

Administrative Responsibilities:

- Responsible for Program adherence to the Good Neighbor Policy.
- Oversee land management budget development, procurement process and implementation of land-related activities performed by EDO and contractors.
- Oversee development of agricultural leases and coordination with tenants and farm management land special advisors.
- Represent the Program in regional invasive species control efforts including participation in the Platte Valley Weed Management Area.
- Oversee annual payment of property taxes.

Technical Responsibilities:

- Develop and oversee construction of habitat restoration projects on Program lands.

**WATER****Water Plan Coordinator – Senior Staff (S. Turner, M.S., PE)****[Category: Full Time 2021 Projection: 100% on PRRIP Percent of time Admin: 75% Tech. 25%]****Administrative Responsibilities:**

- Lead in developing, revising, and communicating Water Action Plan to committees.
- Meet with ED and other Coordinators and support technical staff to ensure that land and water implementation activities are carried out in accordance with the direction of the GC
- Oversee annual water leasing and accounting activities.
- Oversee and coordinate activities of Scoring Sub-Committee.

Technical Responsibilities:

- Assist in water supply planning and permitting.
- Hydrologic modeling, system operations modeling, conformance with environmental regulations.
- Data synthesis, report writing, and providing technical leadership and quality control review for water resources-oriented tasks.

Colorado Office Leader – Senior Staff (J. Brei, B.S., PE)**[Category: Full Time 2021 Projection: 60% on PRRIP Percent of time Admin: 50% Tech. 50%]****Administrative Responsibilities:**

- Manage Colorado water and science technical staff in the implementation of administrative and technical work associated with Water Plan implementation and geomorphology-related aspects of Adaptive Management Plan implementation.
- Provide contractor oversight during the design and construction of habitat/engineering projects.

Technical Responsibilities:

- Develop habitat-related engineering designs, plans, and specifications.
- Serve as the staff resource for analysis and program development with respect to GIS, CAD, and related applications.

Design Engineer – Senior Staff (TBD)**[Category: Full Time 2021 Projection: 50% on PRRIP Percent of time Admin: 50% Tech. 50%]****Administrative Responsibilities:**

- Oversee procurement and implementation tasks associated with WAP project engineering design and construction administration carried out by Program contractors.
- Oversee Water Plan special advisor activities related to WAP project implementation.



Technical Responsibilities:

- Develop water-related engineering designs, plans, and specifications. Oversee procurement of contractor services for construction.
- Construction administration.

Geohydrologist – Senior Staff (K. Cognac, M.S., PhD Candidate)**[Category: Half Time 2021 Projection: 100% on PRRIP Percent of time Admin: 0% Tech. 100%]**

Technical Responsibilities:

- Lead for groundwater modeling and data analysis.
- Oversee wet meadows hydrology investigations including installation and maintenance of hydrologic instrumentation.

Water Resources Engineer – Junior Staff (E. Weschler)**[Category: Full Time 2021 Projection: 60% on PRRIP Percent of time Admin: 0% Tech. 100%]**

Technical Responsibilities:

- Assist senior water staff in technical analyses, development of engineering design documents, and construction observation.

Economist – Senior Staff (G. Oamek, Ph.D.)**[Category: Full Time 2021 Projection: 20% on PRRIP Percent of time Admin: 0% Tech. 100%]**

Technical Responsibilities:

- Responsible for implementing economic practices and processes for analyses of program related economic issues. Focus of Program efforts on developing fair market values for water and cash flow/financial analyses of water action plan projects.
- Assists in uncertainty and risk analyses of management actions, employing statistical methods and Monte Carlo techniques.

SCIENCE**Science Plan Coordinator (M. Henry, Ph.D.)****[Category: Full Time 2021 Projection: 100% on PRRIP Percent of time Admin: 90% Tech. 10%]**

Administrative Responsibilities:

- Manage Technical Advisory Committee activities and support technical staff in the implementation of administrative and technical work.
- Meet with ED and other Coordinators and support technical staff to ensure that Adaptive Management Plan implementation activities are carried out in accordance with the direction of the GC.
- Oversee implementation of monitoring and research protocols implemented by the EDO and contractors.



Technical Responsibilities:

- Oversee design of research and monitoring protocols and compilation and analysis of project-specific data.
- Manuscript preparation, review and publication.

Statistician – Senior Staff (P. Farrell, MS)

[**Category:** Full Time **2021 Projection:** 100% on PRRIP **Percent of time Admin:** 0% **Tech.** 100%]

Technical Responsibilities:

- Assist in protocol development, experimental design and implementation of experiments.
- Lead data analysis efforts with emphasis on statistical analyses.
- Assist in manuscript preparation, review and publication.

Tern and Plover Biologist – Junior Staff (K. Mohlman, BS)

[**Category:** Full Time **2021 Projection:** 100% on PRRIP **Percent of time Admin:** 0% **Tech.** 100%]

Technical Responsibilities:

- Responsible for coordination, planning and implementation of least tern and piping plover monitoring protocol.
- Oversee tern and plover monitoring database, assist statistician in analysis of tern and plover monitoring data, lead development of annual monitoring report.
- Assist Program Hydrologist through collection of surface and groundwater measurements and maintenance of monitoring equipment.
- Assist in implementation of whooping crane monitoring protocol.

Whooping Crane Biologist – Junior Staff (M. Irvine, MS)

[**Category:** Full Time **2021 Projection:** 100% on PRRIP **Percent of time Admin:** 0% **Tech.** 100%]

Technical Responsibilities:

- Responsible for coordination, planning and implementation of whooping crane monitoring protocol.
- Oversee whooping crane monitoring database, assist statistician in analysis of whooping crane monitoring data, lead development of annual monitoring report.
- Assist Land Manager in completion of land stewardship activities.
- Assist in implementation of least tern and piping plover monitoring protocol.

**Spatial Biologist – Junior Staff (K. Keldsen, MS)**

[**Category:** Full Time **2021 Projection:** 100% on PRRIP **Percent of time Admin:** 0% **Tech.** 100%]

Technical Responsibilities:

- Responsible for coordination, planning and implementation of camera technology in relation to Program implementation. This includes applications related to tern and plover predation as well as in support of geomorphic investigations.
- Licensed drone pilot responsible for use of drone in support of Program activities.
- Assist in implementation of least tern/piping plover and whooping crane monitoring protocols.

Biological Technician - Junior Staff (J. Wentz)

[**Category:** 75%³ Time **2021 Projection:** 100% on PRRIP **Percent of time Admin:** 0% **Tech.** 100%]

Technical Responsibilities:

- Assist biologists in protocol implementation and data analysis.
- Assist Land Coordinator in general land management activities.

River Scientist – Senior Staff (T. Smrdel, MS)

[**Category:** Full Time **2021 Projection:** 70% on PRRIP **Percent of time Admin:** 20% **Tech.** 80%]

Administrative Responsibilities:

- Oversee implementation of sediment augmentation and coordinate activities of special advisor activities related to geomorphology.

Technical Responsibilities:

- Lead hydraulic and sediment transport modeling for water supply conveyance and geomorphology aspects of Program research and monitoring.
- Develop sediment augmentation plans, and specifications and oversee augmentation operations and associated monitoring.
- Assist in manuscript preparation, review and publication.

Geomorphologist - Senior Staff (TBD)

[**Category:** Full Time **2021 Projection:** 100% on PRRIP **Percent of time Admin:** 0% **Tech.** 100%]

Technical Responsibilities:

- Responsible for phragmites-related monitoring and research.
- Responsible for coordinating with UNL on lower Platte River pallid sturgeon research.
- Assist in hydraulic and sediment transport modeling for water supply conveyance and geomorphology aspects of Program research and monitoring.
- Assist in manuscript preparation, review and publication.

³ Half time until graduation in May of 2022 and full time thereafter.



Geomorphologist - Junior Staff (J. Grabowski, MS)

[Category: Full Time *2021 Projection: 80%* on PRRIP *Percent of time Admin: 0% Tech. 100%*]

Technical Responsibilities:

- Responsible for coordination, planning and implementation of geomorphology and vegetation monitoring protocol.
- Assist in hydraulic and sediment transport modeling for water supply conveyance and geomorphology aspects of Program research and monitoring.
- Assist in manuscript preparation, review and publication.



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Summary of Headwaters Corporation Staff Serving as the PRRIP EDO and their Roles

Name	Title	FTE Equivalent	% Admin.	% Tech.
PROGRAM ADMINISTRATION				
J. Farnsworth	Executive Director	1.0	100%	-
C. Smith	Science Policy Coordinator	0.5	100%	-
B. Barron	Operations and Outreach Coordinator	0.5	100%	-
A. Uribe	Executive Office Manager	0.8	100%	-
J. Liakos	Administrative Assistant	0.6	100%	-
LAND				
T. Tunnell	Land Plan Coordinator	1.0	80%	20%
WATER				
S. Turner	Water Plan Coordinator	1.0	75%	25%
J. Brei	Colorado Office Leader	0.6	50%	50%
K. Cognac	Geohydrologist	0.5	-	100%
TBD	Senior Water Resources Engineer	0.5	50%	50%
E. Weschler	Junior Water Resources Engineer	0.6	0%	100%
G. Oamek	Economist	0.2	-	100%
SCIENCE				
M. Henry	Science Plan Coordinator	1.0	90%	10%
P. Farrell	Statistician	1.0	-	100%
K. Mohlman	Tern and Plover Biologist	1.0	-	100%
M. Irvine	Whooping Crane Biologist	1.0	-	100%
K. Keldsen	Spatial Biologist	1.0	-	100%
J. Wentz	Biological Technician	0.75	-	100%
T. Smrdel	River Scientist	0.7	20%	80%
TBD	Senior Geomorphologist	1.0	-	100%
J. Grabowski	Geomorphologist	0.8	-	100%
TOTALS		16.1	41%	59%

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EXHIBIT “B”
HOURLY RATE AND REIMBURSABLE EXPENSES PRICE SCHEDULE

2022 Labor Costs						
Labor Category	Admin. Hours	Tech. Hours	Average Billing Rate (\$)	Admin. Cost (\$)	Tech. Cost (\$)	Total Cost (\$)
Senior Leadership	1,800	-	\$142.84	\$257,112	\$0	\$257,112
Directors/Coordinators	6,372	1,008	\$94.59	\$602,703	\$95,343	\$698,045
Senior Staff	1,242	6,858	\$70.68	\$87,786	\$484,731	\$572,517
Junior/Support Staff	2,448	9,270	\$43.45	\$106,361	\$402,762	\$509,123
Subtotal Labor Costs	11,862	17,136		\$1,053,961	\$982,836	\$2,036,797

2022 Other Direct Costs (ODC)			
Item	Unit Rate	Months or Units	Cost (\$)
Office Rent	\$14,000	12	\$168,000
IT, Computers, & Software	\$8,000	12	\$96,000
General Expenses (equip, supplies, shipping)	\$1,200	12	\$14,400
Services (payroll, legal)	\$500	12	\$6,000
Professional & Civic (registrations, dues)	\$200	12	\$2,400
Program Travel	\$3,500	12	\$42,000
Subtotal Other Direct Costs			\$328,800

Rounded Total 2022 EDO Budget (Labor Costs + ODC)	\$2,366,000
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Approved Hourly Rate Price Schedule		
Category	Approved Maximum Billing Rate (\$)	Average 2021 Billing Rate (\$)
Senior Leadership	\$145.00	\$142.84
Directors / Coordinators	\$110.00	\$94.59
Senior Staff	\$100.00	\$70.68
Junior/Support Staff	\$60.00	\$43.45

Note: Direct costs such as rent, utilities, and insurance shown above represent the proportionate share of total such costs attributable to PRRIP based primarily on fee distribution amongst all of Headwaters Corporation’s clients. In the case of shared resources, proportionate factors which provide a conservative buffer to all clients is used to ensure that no client pays a disproportionate share of billable direct costs.



Rates include salary, vacation, holiday, professional development, health insurance, dental insurance, vision insurance, life insurance, FICA, retirement, unemployment insurance and other similar items, and profit.

The average billing rates will remain under the caps established by category but will be set and reported on an individual basis by employee. Invoices will provide detail of hours expended during billing period and applicable billing rate by individual.

Reimbursable Expenses Price Schedule

All direct costs will be supported by invoice and billed at actual cost. There will be no computer usage charges. The Program may be charged for big ticket IT-related equipment like data servers with prior approval of the Finance and/or Governance Committees. Travel-related mileage will be charged at the IRS approved rate for Business.



EXHIBIT "C"
Certification Regarding Lobbying

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

1. No federal appropriated funds have been paid or will be paid, by or on behalf of Consultant, to any person for influencing or attempting to influence an officer or employee of any federal 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, or the extension, continuation, renewal, amendment, or modification of any federal contract, grant, loan, or cooperative agreement.
2. No registrant under the Lobbying Disclosure Act of 1995 has made any lobbying contacts on behalf of the Consultant with respect to the federal grant or cooperative agreement under which the Consultant is receiving monies.

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 section 1352, title 31, U.S. Code. Any person who makes an expenditure prohibited by Section 1 above or who fails to file or amend 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.

HEADWATERS CORPORATION ("CONSULTANT")

By:

Bridget M. Barron, Ph.D., CEO

Date