## Exhibit A

# Continental Reservoir and Santa Maria Reservoir Engineering Services Scope of Work, Schedule, Budget, and Payment

The following presents URS' scope of work, schedule, budget, and payment to complete the project. The scope is divided into three main tasks: 1) Continental Reservoir, 2) Pipeline, Siphon, and Open Ditch, and 3) Santa Maria Reservoir. The project will be prepared in conformance with Colorado State Engineer's Office (SEO) Dam Safety Rules and Regulations (Rules) dated January 2007.

# Scope of Work

## Task 1 - Continental Reservoir

# Task 1.1 - Hydrologic/Hydraulic Analysis

Requirements: Perform hydrologic study to determine required spillway size. Determine hydrologic/hydraulic adequacy of spillway, according to State's regulations, so as to lift current restrictions. In addition, complete an analysis and identify any additional shortcomings of the water delivery and reservoir system, and make recommendations to address any such matters. Consult with Project Sponsors regarding these recommendations to determine if further engineering needs to be completed to mitigate these matters.

URS will meet with the Project Sponsors and SEO to discuss the project details during a project kickoff meeting and two-day site visit. URS will perform an inspection of the project features including Continental Dam; Pipeline, Siphon, and Open Ditch; and Santa Maria Dam during the two-day site visit. URS will identify if there are additional dam safety issues other then the spillway based on the project inspection. If additional dam safety issues exist, URS will make recommendations with respect to further field investigations, engineering analyses, and designs.

URS will develop the 24-hour, 100-year precipitation using NOAA Atlas II; and local and general storm probable maximum precipitation (PMP) using EPAT and HMR-55A methods. URS will then develop the flood hydrology using the United States Army Corp of Engineers (USACE) HEC-HMS computer model using available project data. URS will then route the floods through the existing spillway to determine if the critical storm event meets SEO Rules. These analyses will be used to determine the required spillway configuration that will be evaluated in Task 1.2.

## Deliverable:

- Project Execution Plan delivered one week prior to the project kick-off meeting.
- Task memorandum presenting the findings and, if required recommendations, of the dam inspection.
- Final design report section and appendices presenting the methodology, results, and recommendations for the flood hydrology.
- Submittal to the SEO for approval.
- We will coordinate with the USACE related to permitting requirements for the project. We will prepare a request for a 404 permit exemption for the project based on agricultural use and rehabilitation needs.

# Task 1.2 - Alternatives Development and Evaluation - Spillway

Requirements: Confirm and specify how repairing the spillway, and any other identified issues, will meet the State Engineer's requirements, including but not limited to, passing the PMF.

URS will perform the required hydraulic, structural, and geotechnical analyses to develop up to three spillway alternatives. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 2 – Pipeline, Siphon, and Open Ditch; and Task 3 – Santa Maria Reservoir to ensure the overall system alternative(s) are selected that best meets the project goals.

## Deliverable:

 A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.

# Task 1.3 - Prepare Plans and Specifications - Spillway

Requirements: Upon determination of existing spillway adequacy, prepare plans and specifications for an adequate spillway, and prepare cost estimate for completing this work with an accuracy of plus and minus 10%.

URS will perform the required hydraulic, structural, and geotechnical engineering analyses to develop the spillway design for the project. Based on these analyses, we will prepare plans and specifications for the selected alternative. The plans and specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 2 – Pipelines, Siphon; and Open Ditch and Task 3 – Santa Maria Reservoir. Engineers Joint Contract Documents Committee (EJCDC) revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in Construction Specification Institute (CSI) format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverables:

- Final design report sections and appendices for spillway improvements.
- 95% and 100% plans and specifications for spillway improvements.
- 95% and 100% probable engineer's construction cost estimate for spillway improvements.
- Submittal to the SEO for approval.

# Task 1.4 - Alternatives Development and Evaluation - Seepage

Requirements: Conduct an evaluation of the seepage migration through highly fractured abutment rocks; study stratification in the dam shell and effects of weathering on the embankment.

URS will use the available geotechnical data to evaluate the seepage through the fractured rock abutment. The evaluation will include a seepage analysis which will reflect the fractured abutment rock and the stratification of the dam shell. URS will prepare up to three alternatives to address the seepage issue based on analysis, dam inspection, and discussions with the Project

Sponsors and SEO. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 2 – Pipeline, Siphon, and Open Ditch; and Task 3 – Santa Maria Reservoir to ensure the overall system alternative(s) are selected that best meets the project goals.

#### Deliverable:

 A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.

# Task 1.5 - Prepare Plans and Specifications - Seepage

Requirements: Prepare plans and specifications to reduce/eliminate seepage problem; and if appropriate, establish monitoring plan for seepage rates and piezometers levels. Prepare cost estimate to reduce/eliminate seepage problem with an accuracy of plus and minus 10%.

URS will perform the required engineering analyses to enable the development of the final design plans to address the seepage issue. Based on these engineering analyses, we will prepare plans and specifications for the selected seepage alternative. The plans and specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 2 – Pipelines, Siphon; and Open Ditch and Task 3 – Santa Maria Reservoir. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverables:

- Final design report sections and appendices for seepage improvements.
- 95% and 100% plans and specifications for seepage improvements.
- 95% and 100% probable engineer's construction cost estimate for seepage improvements.
- Submittal to the SEO for approval.

## Task 1.6 – Survey

URS will perform limited site survey of the project elements to augment available survey information. The survey will be used for design of the project elements. The survey does not include complete topography of the project nor does it include aerial survey.

## Deliverables:

Limited survey information (not including mapping) to support the design.

## Task 1.7 - Geotechnical

URS will perform limited geotechnical investigations to augment available geotechnical data for the project. The actual geotechnical requirements will be defined during the initial assessment of the project elements.

#### Deliverables:

Limited geotechnical data to augment available information for the project.

# Task 2 - Pipeline, Siphon, and Open Ditch

## Task 2.1 - Diversion Gate

Requirements: Evaluate condition at diversion gate and specify required actions. Prepare cost estimate for this work to be completed with an accuracy of plus and minus 10%.

URS will perform a field investigation of the diversion gate. Based on the field investigation URS will recommend improvements or gate replacement, if required. The alternatives will be discussed and the preferred alternative will be selected during the combined alternatives workshop for the project. Recommendations will be made for additional engineering and designs to address the diversion gate findings.

## Deliverables:

A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.

# Task 2.2 – Prepare Plans and Specifications – Siphon Support System Stabilization

Requirements: Prepare plans and specifications to stabilize the support system on the siphon. Prepare cost estimates for this work to be completed, with an accuracy of plus and minus 10%.

URS will evaluate the structural integrity of the pipeline support system. The structure evaluation will evaluate the landslide loading condition induced by the upslope hill area, the dynamic hydraulic loading within the pipe, and the bearing capacity of the external support system. This analysis will be performed along with the other tasks presented under Task 2.

Alternatives will be developed and evaluated for this task. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform an alternatives workshop to present and select the preferable alternative(s) for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 – Continental Reservoir; and Task 3 – Santa Maria Reservoir to ensure the overall system alternative(s) are selected that best meets the project goals.

We will prepare plans and technical specifications for the selected alternative. The plans and technical specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 3 – Santa Maria Reservoir. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverables:

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices for the Siphon Support System.
- 95% and 100% plans and specifications for the Siphon Support System.

 95% and 100% probable engineer's construction cost estimate for the Siphon Support System.

# Task 2.3 - Pipeline and Siphon Capacity Assessment and Design

Requirements: Evaluate condition and capacity of the pipeline and the siphon used to transport water in winter; study seasonal problems with open ditch – freezing in winter limits the use stored water, and the limitations on capacity in summer. Prepare plans and specifications to establish necessary capacity in pipeline. Prepare cost estimates for this work to be completed with an accuracy of plus and minus 10%.

During the project kick-off meeting and site visit, URS will discuss the systems' operation related to seasonal flows and past historical issues related to capacity. URS will then perform a baseline hydraulic analysis of the total system starting at the diversion gate to Santa Maria Reservoir. The analysis will include three system combinations of the open ditch and the underground pipeline after the siphon. The first analysis will include the hydraulics of the diversion gate, pipeline leading to the siphon, siphon, exit structure of the siphon into the open ditch, open ditch to the drop structure into Santa Maria Reservoir, and then the drop structure. This analysis will be used to determine the system's performance when the underground pipe is not used to convey water. The second analysis will include the same hydraulics up to the open ditch where the combination of the open ditch/underground pipeline will be studied. The third analysis will include the same hydraulics up to the open ditch where the underground pipeline will be studied for winter diversions.

These analyses will be performed in conjunction with performing Task 2.4. Based on the findings of the hydraulic analyses, URS will develop up to three alternatives to achieve the required flow through the system. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform an alternatives workshop to present and select the preferable alternative for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 – Continental Reservoir; and Task 3 – Santa Maria Reservoir to ensure the overall system alternative(s) are selected that best meets the project goals.

URS will prepare plans and technical specifications for the selected alternative. The plans and specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 3 – Santa Maria Reservoir. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverables:

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices.
- 95% and 100% plans and specifications.
- 95% and 100% probable engineer's construction cost estimate.

# Task 2.4 – Open Ditch and Underground Pipeline Assessment and Design

Requirements: Analyze and evaluate water conveyance through open ditch and underground pipeline. Determine whether open ditch should be repaired/upgraded or replaced with underground pipe. Prepare cost estimates for these two (2) alternatives of open ditch or underground pipeline for this work to be completed, with an accuracy of plus and minus 10%.

The baseline hydraulic analysis prepared for Task 2.3 will be used to develop alternatives for this task. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform an alternatives workshop to present and select the preferable alternative(s) for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 — Continental Reservoir; and Task 3 — Santa Maria Reservoir to ensure the overall system alternative(s) are selected that best meets the project goals.

URS will prepare plans and technical specifications for the selected alternative. The plans and technical specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 3 – Santa Maria Reservoir. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal. SEO submittal of the design for the conveyance system is not required but will be included in the project design documents.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## **Deliverables:**

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices.
- 95% and 100% plans and specifications.
- 95% and 100% probable engineer's construction cost estimate.

## Task 2.5 - Santa Maria Inlet Optimization

Requirements: Prepare plans and specifications to optimize flows from siphon to Santa Maria, including possible replacement with larger-capacity underground pipeline for year-round use, recommend other alternatives. Prepare cost estimates for these alternatives for this work to be completed with an accuracy of plus and minus 10%.

The hydraulic analyses performed under Task 2.3 will give a baseline for alternatives development and evaluation for this task. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform an alternatives workshop to present and select the preferable alternative(s) for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 – Continental Reservoir; and Task 3 – Santa Maria Reservoir to ensure the overall system alternative(s) are selected that best meets the project goals.

URS will prepare plans and technical specifications for the selected alternative. The plans and technical specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 3 – Santa Maria Reservoir. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal. SEO submittal of the design for the inlet system is not required but will be included in the project design documents.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverables:

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices.
- 95% and 100% plans and specifications.
- 95% and 100% probable engineer's construction cost estimate.

## Task 3 – Santa Maria Reservoir

# Task 3.1 – Seepage Repair Assessment and Design

Requirements: Evaluate the Santa Maria dam to determine/verify effectiveness of previous repairs, under filling conditions. Consult with Project Sponsors. Prepare plans and specifications to mitigate any identified issues.

URS will perform the required seepage analysis to evaluate the effectiveness of the present repair. URS will prepare alternatives for the identified issues based on the dam inspection, and discussions with the Company and SEO. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform an alternatives workshop to present and select the preferable alternative(s) for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 – Continental Reservoir; and Task 2 – Pipeline, Siphon, and Open Ditch to ensure the overall system alternative(s) are selected that best meets the project goals.

URS will prepare plans and technical specifications for the selected alternative. The plans and technical specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 2 – Pipelines, Siphon, and Open Ditch. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverable:

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices for seepage.
- 95% and 100% plans and specifications for seepage.
- 95% and 100% probable engineer's construction cost estimate for seepage.
- Submittal to the SEO for approval.

# Task 3.2 - Lakeman Lakes Reach Capacity

Requirements: Submit plans and specifications for an inflow into Santa Maria from the end of the siphon through Lakeman Lakes. Prepare plans and specifications to establish necessary capacity in pipeline. Prepare cost estimate to complete this work, with an accuracy of plus and minus 10%.

URS will evaluate the capacity of the system through the lakes and measuring weir to ensure that it will pass the required flow. URS will prepare alternatives for the identified issues based on the dam inspection, and discussions with the Company. URS will evaluate the alternatives based on technical, environmental, social, and financial issues. URS will perform an alternatives workshop to present and select the preferable alternative(s) for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 – Continental Reservoir; and Task 2 – Pipeline, Siphon, and Open Ditch to ensure the overall system alternative(s) are selected that best meets the project goals.

URS will prepare plans and technical specifications for the selected alternatives. The plans and technical specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 2 – Pipelines, Siphon, and Open Ditch. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverable:

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices.
- 95% and 100% plans and specifications.
- 95% and 100% probable engineer's construction cost estimate.

# Task 3.3 - Santa Maria Conservation-Pool Optimization

Requirements: Perform hydrologic/hydraulic/vegetative studies and submit designs and specifications to optimize conservation-pool storage in Santa Maria, making existing seeps viable and providing a sufficient downstream flow regime to Ghost Lake and Bristol Reservoir so as to enhance fish habitat and to expand the recreational value, and enhance the riparian zones.

Prepare plans and specifications to establish necessary capacity in pipeline. Prepare cost estimates for this work to be completed, with an accuracy of plus and minus 10%.

URS will evaluate the seepage from Santa Maria Reservoir and the effects of the seepage on the downstream lake system. Based on this seepage, the downstream fish habitat, recreational value, and the riparian zones will be evaluated with respect to sustainability. URS will perform an alternatives workshop to present and select the preferable alternative(s) for the project. URS will perform a one-day alternatives workshop to present and select the preferable alternative for the project. The alternatives development and evaluation will be performed in conjunction with the alternatives development and evaluation for Task 1 – Continental Reservoir; and Task 2 – Pipeline, Siphon, and Open Ditch to ensure the overall system alternative(s) are selected that best meets the project goals.

URS will prepare plans and technical specifications for the selected alternatives. The plans and technical specifications will become part of the overall project plans and specifications that will also include the selected alternatives for Task 1 – Continental Reservoir and Task 2 – Pipelines, Siphon, and Open Ditch. EJCDC revised by URS to satisfy the specific project requirements will be used for the project. Technical specifications will be prepared in CSI format. Design review submittal will be made at the 95% design level. URS will include the Project Sponsor's comments in the 100% design submittal.

URS will perform quantity takeoffs so that a probable construction cost estimate can be developed. The cost estimate will prepared based on recent bid tabulations from similar projects. The cost estimate will include a 10% contingency.

## Deliverables:

- A section in the Alternatives Development and Evaluation memorandum presenting the findings and recommendations.
- Final design report sections and appendices.
- 95% and 100% plans and specifications.
- 95% and 100% probable engineer's construction cost estimate.

# **Schedule**

The following schedule is based on milestone delivery durations for the project. The duration is presented in reference to the previous milestone. Durations are presented in calendar days. The milestones include the following:

	Milestone	Duration
1.	Draft Alternatives and Evaluation Memorandum	100 days
2.	Project Sponsor Review	20 days
3.	Alternatives Evaluation Workshop	1 day
4.	Final Alternatives and Evaluation Memorandum	10 days
5.	95% Design Submittal	120 days
6.	Project Sponsor Review	20 days
7.	100% Design Submittal	60 days
Tot	tal Project Duration	330 days

# **Budget**

The total estimated budget for the above scope of work is \$210,500. The project budget is presented on the following page.

# **Payment**

The Santa Maria Reservoir Company (Company) shall contribute \$18,800 towards the project costs. Invoicing shall be paid at a 10% Company - 90% State cost share rate. The State's portion shall not exceed the approved amount of \$191,700. Any overages or increases in cost due to additional work required to meet the deliverables as defined shall be the responsibility of the Company. Payment will be made based on actual expenditures and invoicing by the Company. The request for payment must include a description of the work accomplished by major task, and estimate of the percent completion for individual tasks and the entire water activity in relation to the percentage of budget spent, identification of any major issues and proposed or implemented corrective actions. The last 5% of the entire water activity budget will be withheld until final project/water activity documentation is completed.

All products, data and information developed as a result of this grant must be provided to CWCB in hard copy and electronic format as part of the project documentation.

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# Fee Estimate - Santa Maria and Continental Reservoirs

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Continental Reservoir	Task	Description									
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Santa Maria Reservoir         8         40         67         16         1         2           Seepage Repair Assessment and Design         8         16         50         40         1         16           Lakeman Lakes Reach Capacity         8         24         50         40         1         6           Santa Maria Conservation - Poll Optimization         8         24         50         1         6           Total         Total         10         788         395         13         111										1	
Seepage Repair Assessment and Design         8         40         67         16         1         2           Lakeman Lakes Reach Capacity         Lakeman Lakes Reach Capacity         8         16         50         40         1         16           Santa Maria Conservation - Poll Optimization         8         24         50         1         6           Total         Total         10         788         395         13         111	3.0	Santa Maria Reservoir								<del>-</del>	***************************************
Lakeman Lakes Reach Capacity         8         16         50         40         1         16           Santa Maria Conservation - Poil Optimization         8         24         50         40         1         6           Total         Total         1 abov Hours Total         104         400         788         395         13         111	- 2	Kasnana Ranair Assasment and Design	00			*-				69	14,475
Santa Mana Conservation - Poll Optimization   1   6		Abanan abas Booch Coravity	8			4		·		8	12,395
Total  To	2.0	Court Main Connection Dall Orthografion	000	Action of the contract of the					1	69	9,725
1 abov Hours Total 104 400 788 395 13 111	0.0	Variet Waria Collservation - For Optimization							\$ 600	\$	36,595
111 104 400 788 395 13			- Community								
2000 0000	And a second control of the second se	Labor Hours Total:	104		0 788	39				4	210,500

Estimated Labor Charges Direct Charges Estimated Total Charges

\$181,540.00 \$28,960.00 \$210,500.00