

Request for Disbursement of Contributions
Platte River Recovery Implementation Program
General Fund

To: Nebraska Community Foundation

From: The Governance Committee through the Executive Director

Subject: Disbursement of Contributions, Cooperative Agreement No. R99-AC-60001,
Technical and Administrative Support to the Governance Committee and Executive
Director for the Platte River Recovery Implementation Program

Request No. #309 Date: December 10, 2012

Please disburse contributions held for the Platte River Recovery Implementation Program, **Platte River General Fund** in the amount(s) shown below to the indicated parties:

| <u>Payee</u> | <u>Amount</u> |
|---|---------------|
| 1. Headwaters Corporation, Invoice #106 | \$196,020.78 |

for the following purpose(s)/reason(s):

1. As per Program Item Executive Director's Office, Task Item: ED-1 – Executive Director's Office, Professional Services for the period October 21 to December 1, 2012.

Approval(s)

Grants and Cooperative Agreements Officer's
Technical Representative

Date

HEADWATERS CORPORATION

4111 4th Avenue Suite 6

Kearney, NE 68845

INVOICE To: Nebraska Community Foundation
 Attention: Diane Wilson
 650 J Street, Suite 305, PO Box 83107
 Lincoln, NE 68501-3107

Number 106

Date: 12/10/2012

Services for the period: October 21, 2012 to December 1, 2012

Professional Services:

| Name | Title | Hours | Rate | Charge |
|------------------|---------------------|-------|----------|-------------|
| Jerry Kenny | Executive Director | 224.0 | \$121.53 | \$27,222.72 |
| Bridget Barron | Communications | 188.0 | \$70.42 | \$13,238.96 |
| Chad Smith | Adaptive Mngmnt | 208.0 | \$89.54 | \$18,624.32 |
| Beorn Courtney | Water Resources | 129.0 | \$91.73 | \$11,833.17 |
| Bruce Sackett | Land Specialist | 163.0 | \$75.55 | \$12,314.65 |
| Jason Farnsworth | Natural Resources | 219.0 | \$75.05 | \$16,435.95 |
| Justin Brei | BioSystems Engineer | 225.0 | \$44.28 | \$9,963.00 |
| Julie Liakos | Admin. Ass't | 167.1 | \$28.87 | \$4,824.18 |
| Pat Doyle | Admin. Ass't | 185.5 | \$57.73 | \$10,708.92 |
| Tim Tunnell | Land Manager | 216.0 | \$48.59 | \$10,495.44 |
| Dave Zorn | Wild Life Biologist | 192.0 | \$27.26 | \$5,233.92 |
| Dave Baasch | Ecologist | 284.0 | \$50.04 | \$14,211.36 |
| Scott Griebing | Water Engineer | 220.0 | \$53.18 | \$11,699.60 |
| Riley Pennington | Intern | 36.5 | \$19.35 | \$706.28 |
| Matt Welsh | Hydrologist | 131.0 | \$50.08 | \$6,560.48 |

| | | | | |
|-------------------------------|---------------------|--------|--|--------------|
| Reimbursable Expenses: | Total Labor: | 2788.1 | | \$174,072.94 |
|-------------------------------|---------------------|--------|--|--------------|

| | | |
|---------|--|----------|
| Travel: | | 4,668.46 |
|---------|--|----------|

Meetings:

| | |
|-----------|--------|
| Supplies: | 802.02 |
|-----------|--------|

| | |
|--------|----------|
| Space: | 8,134.40 |
|--------|----------|

| | |
|------------|----------|
| Utilities: | 5,713.40 |
|------------|----------|

Equipment:

| | |
|-----------|--------|
| Shipping: | 161.43 |
|-----------|--------|

| | |
|-----------|----------|
| Services: | 1,228.75 |
|-----------|----------|

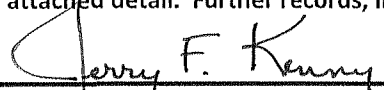
| | |
|---------------------|----------|
| Professional/Civic: | 1,239.38 |
|---------------------|----------|

| | |
|------------------------------------|-----------|
| Total Reimbursable Expenses | 21,947.84 |
|------------------------------------|-----------|

| | |
|---------------------------|---------------------|
| Total This Invoice | \$196,020.78 |
|---------------------------|---------------------|

Note: See attached detail. Further records, including receipts, as appropriate, are available in our office.

Signature:



Date:

12/10/12

Jerry F. Kenny, Ph.D., Executive Director

HEADWATERS CORPORATION
4111 4th Avenue Suite 6
Kearney, Nebraska 68845
Platte River Recovery Implementation Program
Work Plan Item: ED-1, Program Executive Director Office
Period Covered: October 21, 2012 to December 1, 2012

Professional Services Detail:

| NAME | PAY PERIOD | HOURS | RATE | CHARGE |
|------------------|---------------------------------------|-------------|-----------|---------------|
| Jerry Kenny | October 21, 2012 to November 3, 2012 | 80.0 | \$ 121.53 | \$ 9,722.40 |
| | November 4, 2012 to November 17, 2012 | 80.0 | \$ 121.53 | \$ 9,722.40 |
| | November 18 to December 1, 2012 | 64.0 | \$ 121.53 | \$ 7,777.92 |
| | Month Subtotal: | 224.0 | | \$ 27,222.72 |
| Bridget Barron | October 21, 2012 to November 3, 2012 | 68.0 | \$ 70.42 | \$ 4,788.56 |
| | November 4, 2012 to November 17, 2012 | 68.0 | \$ 70.42 | \$ 4,788.56 |
| | November 18 to December 1, 2012 | 52.0 | \$ 70.42 | \$ 3,661.84 |
| | Month Subtotal: | 188.0 | | \$ 13,238.96 |
| Chad Smith | October 21, 2012 to November 3, 2012 | 80.0 | \$ 89.54 | \$ 7,163.20 |
| | November 4, 2012 to November 17, 2012 | 64.0 | \$ 89.54 | \$ 5,730.56 |
| | November 18 to December 1, 2012 | 64.0 | \$ 89.54 | \$ 5,730.56 |
| | Month Subtotal: | 208.0 | | \$ 18,624.32 |
| Beorn Courtney | October 21, 2012 to November 3, 2012 | 26.0 | \$ 91.73 | \$ 2,384.98 |
| | November 4, 2012 to November 17, 2012 | 57.0 | \$ 91.73 | \$ 5,228.61 |
| | November 18 to December 1, 2012 | 46.0 | \$ 91.73 | \$ 4,219.58 |
| | Month Subtotal: | 129.0 | | \$ 11,833.17 |
| Bruce Sackett | October 21, 2012 to November 3, 2012 | 43.0 | 75.55 | 3,248.65 |
| | November 4, 2012 to November 17, 2012 | 77.0 | 75.55 | 5,817.35 |
| | November 18 to December 1, 2012 | 43.0 | 75.55 | 3,248.65 |
| | Month Subtotal: | 163.0 | | 12,314.65 |
| Jason Farnsworth | October 21, 2012 to November 3, 2012 | 90.0 | \$ 75.05 | \$ 6,754.50 |
| | November 4, 2012 to November 17, 2012 | 75.0 | \$ 75.05 | \$ 5,628.75 |
| | November 18 to December 1, 2012 | 54.0 | \$ 75.05 | \$ 4,052.70 |
| | Month Subtotal: | 219.0 | | \$ 16,435.95 |
| Justin Brei | October 21, 2012 to November 3, 2012 | 80.0 | \$ 44.28 | \$ 3,542.40 |
| | November 4, 2012 to November 17, 2012 | 84.0 | \$ 44.28 | \$ 3,719.52 |
| | November 18 to December 1, 2012 | 61.0 | \$ 44.28 | \$ 2,701.08 |
| | Month Subtotal: | 225.0 | | \$ 9,963.00 |
| Julie Liakos | October 21, 2012 to November 3, 2012 | 58.0 | \$ 28.87 | \$ 1,674.46 |
| | November 4, 2012 to November 17, 2012 | 58.0 | \$ 28.87 | \$ 1,674.46 |
| | November 18 to December 1, 2012 | 51.1 | \$ 28.87 | \$ 1,475.26 |
| | Month Subtotal: | 167.1 | | \$ 4,824.18 |
| Pat Doyle | October 21, 2012 to November 3, 2012 | 70.0 | \$ 57.73 | \$ 4,041.10 |
| | November 4, 2012 to November 17, 2012 | 70.0 | \$ 57.73 | \$ 4,041.10 |
| | November 18 to December 1, 2012 | 45.5 | \$ 57.73 | \$ 2,626.72 |
| | Month Subtotal: | 185.5 | | \$ 10,708.92 |
| Tim Tunnell | October 21, 2012 to November 3, 2012 | 80.0 | 48.59 | 3,887.20 |
| | November 4, 2012 to November 17, 2012 | 80.0 | 48.59 | 3,887.20 |
| | November 18 to December 1, 2012 | 56.0 | 48.59 | 2,721.04 |
| | Month Subtotal: | 216.0 | | \$ 10,495.44 |
| Dave Zorn | October 21, 2012 to November 3, 2012 | 85.0 | \$ 27.26 | \$ 2,317.10 |
| | November 4, 2012 to November 17, 2012 | 67.0 | \$ 27.26 | \$ 1,826.42 |
| | November 18 to December 1, 2012 | 40.0 | \$ 27.26 | \$ 1,090.40 |
| | Month Subtotal: | 192.0 | | \$ 5,233.92 |
| Dave Baasch | October 21, 2012 to November 3, 2012 | 100.0 | \$ 50.04 | \$ 5,004.00 |
| | November 4, 2012 to November 17, 2012 | 100.0 | \$ 50.04 | \$ 5,004.00 |
| | November 18 to December 1, 2012 | 84.0 | \$ 50.04 | \$ 4,203.36 |
| | Month Subtotal: | 284.0 | | \$ 14,211.36 |
| Scott Griebing | October 21, 2012 to November 3, 2012 | 77.0 | \$ 53.18 | \$ 4,094.86 |
| | November 4, 2012 to November 17, 2012 | 80.5 | \$ 53.18 | \$ 4,280.99 |
| | November 18 to December 1, 2012 | 62.5 | \$ 53.18 | \$ 3,323.75 |
| | Month Subtotal: | 220.0 | | \$ 11,699.60 |
| Matt Welsh | October 21, 2012 to November 3, 2012 | 51.5 | \$ 50.08 | \$ 2,579.12 |
| | November 4, 2012 to November 17, 2012 | 39.5 | \$ 50.08 | \$ 1,978.16 |
| | November 18 to December 1, 2012 | 40.0 | \$ 50.08 | \$ 2,003.20 |
| | Month Subtotal: | 131.0 | | \$ 6,560.48 |
| Riley Pennington | October 21, 2012 to November 3, 2012 | 10.5 | \$ 19.35 | \$ 203.18 |
| | November 4, 2012 to November 17, 2012 | 21.0 | \$ 19.35 | \$ 406.35 |
| | November 18 to December 1, 2012 | 5.0 | \$ 19.35 | \$ 96.75 |
| | Month Subtotal: | 36.5 | | \$ 706.28 |
| | | Total Labor | 2788.1 | \$ 174,072.94 |

Headwaters Corporation

Providing Services as Office of the Executive Director for

Platte River Recovery Implementation Program

Summary of Significant Activity for the Period

October 21 to December 1, 2012

Land Plan Implementation

- Focus of real estate acquisitions for this period were on finalizing closing arrangements for one complex property in the Alda to Grand Island bridge segment, negotiations for an excess property disposal involving the Broadfoot-Newark property including a land swap for a parcel land-locked by the Elm Creek Complex, pursuit of non-complex palustrine wetland and Off Channel Sand and Water properties, and development of management agreements for Shoemaker Island and Fort Kearny Complexes.
- Focus of land management activities was to capitalize on unseasonably favorable field conditions (warm and dry) to accomplish as much facility repair and tree clearing activities as possible. This included repair and maintenance of buildings, wells, roads, and fences and tree clearing on Cottonwood Ranch, Elm Creek, Fort Kearney, and Shoemaker Island Complexes.
- Routine and on-going discussion with neighboring land-owners in conformance with Good Neighbor Policy for all properties.
- On-going coordination of Wyoming Property transfer and Binfield Easement resolution as they near resolution.
- Coordination on-going with Ducks Unlimited for repair of head cutting and replacement of check structures that occurred on John's Tract in the Elm Creek Complex from high flows in summer 2011. Repair of the head cutting portion of the work completed, permitting issues remain before replacement of check structures can begin.
- Coordination with tenants for on-going agricultural operations. Finalization of all terms for leases for 2013 largely complete.
- Coordination and participation in LAC meeting conference call on November 5th.

Water Plan Implementation

- Work continuing on development of J2 Reregulating Reservoir Water Service Agreement. Efforts focused on resolution of water rights and OM&R fees. Sessions held in Denver, CO on October 31 and November 16, 2012.
- J2 Regulating Reservoir Feasibility Study Review progressing, oversight of consultant on-going. Design Workshop held November 28 in Denver, CO. Oversight of consultants performing flood proofing projects for North Platte Choke Point.
- Meeting held with North Platte ditches that can by-pass flow around choke point to initiate discussions of a trial run during 2013 SDHF held on November 9th in Hershey, NE in conjunction with Twin Platte NRD.
- On-going discussions toward resolution of issue with DNR of quantifying and satisfying augmentation requirement for Off-Channel Sand and Water projects.
- Continued coordination efforts with consultants, NRDs, DNR, and CNPPID associated with ground water recharge pilot demonstration project, year 2. Monitoring efforts on-going and expanded monitoring plan implemented and operational. Permit from DNR for use of EA water for recharge received.
- On-going discussions with surface water right holders interested in selling water yields to Program. Discussions between NPPD, CNPPID, DNR, and CPNRD with the Program concerning such water transfers occurring. Status of each discussion is below:
 1. Lease agreement with CPNRD should be brought before GC in March 2013.
 2. Lease agreement with NPPD progressing.
 3. Discussions with TriBasin NRD initiated.
 4. Discussions with CNPPID taking secondary status until J2 discussions resolved.

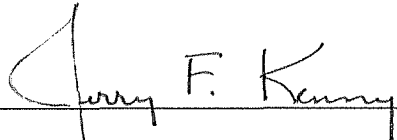
- Pathfinder water and Groundwater scoring methodology for recharge projects under development for consideration by the scoring subcommittee of the GC.
- On-going review and monitoring of COHYST model development and progress.
- Hydrologic conditions update made and posted on website.
- Participation in EAC/RCC conference call on November 6th.
- Attendance and participation at PBHEP/POAC/Coalition meeting in North Platte, NE on November 29th.

Adaptive Management Plan Implementation

- Finalization of Executive Summary document completed.
- Oversight and coordination with contractors performing island building, tree clearing, wet meadow building, and other habitat rehabilitation work.
- Coordination with sediment augmentation consultant on going. Initiation of Push-in and Pump-in efforts began mid-September and continue, complicated by low flow conditions. A significant amount of time is being expended by staff on this item.
- Coordination with contractors and consultants for geomorphology and in-channel vegetation monitoring and water quality monitoring for 2012 season.
- Coordination and oversight of annual whooping crane monitoring data compilation and analysis.
- Collection of WC site selection data in Nebraska on-going under pilot project with Crane Trust.
- Collaboration with WC Telemetry Project on-going.
- Oversight of fall Whooping Crane migration monitoring initiated and completed.
- Oversight of whooping crane habitat and T&P habitat availability evaluation contracted to RWBJV.
- Oversight of website and database management system development and maintenance activities.
- Coordination with Crane Trust and USGS on WC use site data collection project development, scope and budget ready to advance to GC.
- Analysis of 2012 T&P data on-going.
- Lateral erosion research initiated, on-going oversight of consultants.
- On-going effort in advancing experimental design criteria and development of specific site design layouts plans focusing on Cottonwood Ranch, Elm Creek, Ft. Kearny, and Shoemaker Island Complexes.
- Development of wet meadow hydrology investigation plan of study underway involving AM and Water staff.

Outreach and Operations

- Routine daily operations associated with management and support of EDO staff, acquisition of supplies and equipment, oversight of consultant and contractor contracts and payment, maintenance of property files, coordination of meeting logistics, and general administration of Program.
- Completed development of Final Draft Budget and Work Plan for presentation to GC in December.
- Organized and participated in FC call on November 30th.
- Headwaters staff attended and exhibited for the Program at:
 1. South Platte Forum in Longmont, CO on October 24th and 25th.
 2. NCF Annual Banquet in Kearney, NE on November 8th.
- Headwaters staff attended and presented for the Program at :
 1. Kearney Rotary in Kearney, NE on November 12th.
 2. UN-L Water Resources Symposium Conference in Lincoln, NE on November 13th.
 3. NWRA-NSIA Conference in Kearney, NE on November 20th.


 Jerry F. Kenny, Ph.D.

12/10/12

Date

Memorandum

TO: Nancy Martin
FROM: Jerry Kenny *JFK*
DATE: December 10, 2012
RE: Back-Up Materials for Invoices

Nancy – It is the policy of Headwaters Corporation to provide specific documentation of individual reimbursable expenses charged to the Program that equal or exceed \$1,000.00 or greater. We have supporting materials for all items included in these invoices at our office. This includes for this month the following receipts:

| | |
|--------------------|-------------|
| Schulz Enterprises | \$1,080.00 |
| ERSI | \$3,593.59 |
| Total | \$ 4,673.59 |

Thank you for your prompt handling of these matters, and if you have any questions please call me for clarification.

Jerry

INVOICE FOR SERVICES

SCHULZ ENTERPRISES
4675 Swadley Street
Wheat Ridge, CO 80033-2409

Headwaters Corporation
4111 4th Avenue Suite 6
Kearney, NE 68845

Number: H063

| DATE | HOURS | FEE | |
|--------------|-------|-------------|--------------------------------|
| 3-Nov | 2 | \$ 120 | Error checking |
| 4-Nov | 2 | \$ 120 | Error checking, update reports |
| 11-Nov | 2 | \$ 120 | Updates |
| 19-Nov | 2 | \$ 120 | Refining reports. |
| 21-Nov | 2 | \$ 120 | Updates |
| 26-Nov | 2 | \$ 120 | Updaes |
| 27-Nov | 5 | \$ 300 | Reconciliation |
| 30-Nov | 1 | \$ 60 | Finance Committee Meeting |
| | | \$ - | |
| Total Labor: | 18 | \$ 1,080.00 | |

Mileage

Total Invoice for November, 2012 \$ 1,080.00 P

Thank you
[Signature]

POL 12/7/12 NSUZN
Acct - PR



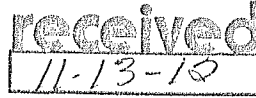
Invoice : 92570527
Order : 2581570
Customer : 379159
Customer PO : 0028
P.O. Date : 11/06/2012
End User : 379159
Project :

Document date : 11/07/2012
Delivery :

HEADWATERS CORP

Phone: (909)793-2853

Bill to:
Bridget Barron
HEADWATERS CORP
4111 4TH AVE STE 6
KEARNEY NE 68845



Invoice

Page : 1
Ship to:
Bridget Barron
HEADWATERS CORP
4111 4TH AVE STE 6
KEARNEY NE 68845

For questions regarding this document, please contact Customer Service at 888-377-4575.

Terms of payment: Net Due 30 days, no discount

This transaction is governed exclusively by the terms of the above-referenced contract, if any,
or Esri's standard terms and conditions at www.esri.com/legal.

| Item | Qty | Material Number | Price |
|------|-----|--|----------|
| 10 | 5 | 87192 ArcGIS for Desktop Basic (formerly ArcView) Single Use Primary Maintenance Start Date: 03/01/2013 End Date: 02/28/2014 | 2,000.00 |
| 1010 | 1 | 87192 ArcGIS for Desktop Basic (formerly ArcView) Single Use Primary Maintenance Start Date: 08/01/2013 End Date: 02/28/2014 | 232.33 |
| 2010 | 1 | 93094 ArcGIS for Desktop Basic (formerly ArcView) with Extensions Single Use Primary Maintenance Start Date: 03/01/2013 End Date: 02/28/2014 | 1,000.00 |
| 3010 | 2 | 114511 ArcPad Maintenance Start Date: 03/01/2013 End Date: 02/28/2014 | 500.00 |

Items total 3,732.33
Subtotal 3,732.33
Sales Tax 261.26

Total: \$ 3,993.59

POL 11/26/12 VCKFF
Computer PR \$3,593.59
Computer NB 400.00



Phone: (909)793-2853

Invoice : 92570527
Order : 2581570
Customer : 379159
Customer PO : 0028
P.O. Date : 11/06/2012
End User : 379159
Project :

Document date : 11/07/2012
Delivery :

HEADWATERS CORP

Invoice

Page : 2

FEIN: 95-2775732

DUNS/CEC: 06-313-4175 CAGE: OAMS3

Please detach lower portion and return with remittance



Remit Payment to: Environmental Systems Research Institute, Inc.

By Check:
File 54630
Los Angeles, CA 90074-4630

Electronic Instructions:
Bank: Bank of America
Wire ABA: 026009593 Acct# 1496150335
ACH ABA: 121000358 Acct# 1496150335

Bridget Barron
HEADWATERS CORP
4111 4TH AVE STE 6
KEARNEY NE 68845

Invoice: 92570527
Order: 2581570
Payer: 379159

Document Date: 11/07/2012

Total: \$ 3,993.59

Payment Amt: \$ _____