

AGREEMENT AMENDMENT  
BETWEEN OWNER AND CONTRACTOR  
FOR CONSTRUCTION CONTRACT

This is an AMENDMENT TO THE AGREEMENT by and between the City of Minot, North Dakota ("OWNER") and S.J. Louis Construction, Inc. ("CONTRACTOR") which was dated April 7, 2014 for the work associated with the 55<sup>th</sup> Street Forcemain and Gravity Sewer Improvement, City Project #3490.3 ("PROJECT").

OWNER and CONTRACTOR hereby agree as follows:

ARTICLE 11 – RECORDS AND AUDITS

11.01 *Records and Audits*

A. CONTRACTOR shall maintain accounts and records, including personnel, property, and financial records, adequate to identify and account for all costs pertaining to the Project and such other records as may be deemed necessary by the OWNER to assure proper accounting for all project funds, both federal and non-federal shares. These records will be made available for audit or other financial reporting purposes to the OWNER or any authorized representative, and will be retained for five years after the OWNER and HUD has officially closed-out the CDBG Program and Grant.

11.02 *Access to Records*

A. The OWNER, the Department of Housing and Urban Development, the Comptroller General of the United States, or any of their duly authorized representatives, shall have access to any books, documents, papers, and records of the CONTRACTOR which are directly pertinent to this specific contract for the purpose of audits, examinations, and making excerpts and transcriptions.

All records connected with this PROJECT will may maintained by the CONTRACTOR for a period of five (5) years from the official date of close-out of the CDBG Program and Grant by OWNER and HUD.

IN WITNESS WHEREOF, OWNER and CONTRACTOR have signed this AGREEMENT AMENDMENT.

This agreement will be considered effective on April 7, 2014 (the effective date of the Contract).

OWNER:

City of Minot, North Dakota

By: \_\_\_\_\_

Title: \_\_\_\_\_

Attest: \_\_\_\_\_

Title: \_\_\_\_\_

Address for giving notices:

515 2<sup>nd</sup> Ave Southwest

PO BOX 5006

Minot, ND 58702

CONTRACTOR:

S.J. Louis Construction, Inc.

By: Donald Meyer

Title: VP/CFO/Secretary/Treasurer

(Since Contractor is a corporation, a partnership, or a joint venture, attach evidence of authority to sign.)

Attest: J. Woods

Title: Controller

Address for giving notices:

1351 Broadway Street West

PO BOX 459

Rockville, MN 56369

License No: 3659, Class A

(Since OWNER is a public body, attach evidence of authority to sign and resolution or other documents authorizing execution of this Agreement)

**WRITTEN ACTION  
BY THE BOARD OF DIRECTORS  
OF  
S.J. Louis Construction, Inc.  
March 20, 2014**

The following action is taken by the directors and shareholders of S.J. Louis Construction, Inc., by unanimous written consent, as if a meeting had been properly called pursuant to notice and all directors and shareholders entitled to vote on the matters presented herein had been present and voting in favor of such action.

RESOLVED, that James L. Schueller is the Majority Shareholder and Sole Director of this corporation.

RESOLVED, that the following persons are hereby appointed or re-appointed, as the case may be, to the offices of this corporation set opposite their respective names to hold office until their respective successors are chosen and qualify:

James L. Schueller	President
Les V. Whitman	Executive Vice President
Frank Mayfield	Chief Operating Officer
Donald B. Meyer	Vice President, Chief Financial Officer, Secretary and Treasurer
Larry Lenahan	Vice President of Tunneling
Jason Rykal	Vice President of Sales and Marketing
Robert Schueller	Vice President and Secretary

There are no other officers of S. J. Louis Construction, Inc.

RESOLVED, that the President, Executive Vice President, Chief Operating Officer, or Chief Financial Officer are hereby authorized and empowered to sign all documents necessary for the performance of the business of S.J. Louis Construction, Inc.

RESOLVED FURTHER, the Vice Presidents, and John Pennekamp are authorized to sign Construction Bids and Construction Bid Bonds for S.J. Louis Construction, Inc.

RESOLVED FURTHER, that the Vice Presidents, and John Pennekamp, Ryan Blake, Robert Calabrese, Matthew Barnard, and Daniel Spanburg are authorized to sign all documents necessary to construct and manage S. J. Louis Construction, Inc. projects, including construction bid submittals and interim pay estimates.

RESOLVED FURTHER, that all prior signature authorizations are herein deleted, denied, and superseded by this Unanimous Consent to Action.

RESOLVED FURTHER, all acts pursuant thereto taken by members of the Board of Directors or by Officers of the Company since the last recorded meeting, are hereby ratified and approved in all respects.

IN WITNESS WHEREOF, the undersigned, constituting all of the shareholders and directors of the corporation entitled to vote on the matters presented herein, have executed this Unanimous Consent to Action In Lieu of Meeting, effective March 20, 2014.

  
James L. Schueller, Director