

**FIRST AMENDMENT TO
CONSTRUCTION AND OPERATIONS AGREEMENT**

THIS FIRST AMENDMENT TO CONSTRUCTION AND OPERATIONS AGREEMENT (this "Amendment") is made as of the ___ day of _____, 2018, by and between Brighton Crossing Metropolitan District No. 4, a quasi-municipal corporation and political subdivision of the State of Colorado, whose address is 550 W. Eisenhower Blvd., Loveland, Colorado 80537 (the "District"), and the City of Brighton, a Colorado home rule municipality (the "City"), whose address is Brighton City Hall, 500 South 4th Avenue, Brighton, Colorado, 80601.

RECITALS

WHEREAS, the City and the District are parties to that Construction and Operations Agreement dated October 20, 2004, and recorded on January 14, 2005, at Reception No. 20050114000052450 in the real estate records at the office of the Clerk and Recorder for Adams County, Colorado (the "Agreement"), relating to the construction, maintenance and use of the Parking Lot (as defined in the Agreement); and

WHEREAS, pursuant to the terms of the Agreement, the Parking Lot is for the use of the Pool Area and the Public Park, both as defined in the Agreement; and

WHEREAS, the construction of the Parking Lot in the location shown in the Agreement has been completed; and

WHEREAS, the City and the District now desire to amend the Agreement to increase the size of the Parking Lot as set forth herein.

AMENDMENT

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements set forth herein, the City and the District hereby agree as follows:

1. Construction of Parking Lot. Paragraph 1 of the Agreement shall be amended to read as follows:

1. Construction of Parking Lot. The District has designed and constructed the Parking Lot in accordance with plans and specifications approved in writing by the City. The District agrees to construct an additional parking area adjacent to the original Parking Lot in the location shown on **Exhibit C** attached hereto and incorporated herein by this reference. The original Parking Lot together with the additional parking area shown in **Exhibit C** shall be the "Parking Lot" as defined in the Agreement.

2. Notices. Paragraph 12 of the Agreement is hereby amended to read as follows:

12. Notices. All notices required herein shall be in writing and shall be deemed given if personally delivered or mailed with postage prepaid by United States mail to:

To the District:

Brighton Crossing Metropolitan District No.
c/o Pinnacle Consulting Group, Inc.
550 W. Eisenhower Blvd.
Loveland, Colorado 80537
Attention: Chelsey Green
(970) 669-3611 (phone)
(970) 669-3612 (fax)
chelseyg@pinnacleconsultinggroupinc.com

With copy to: WHITE BEAR ANKELE TANAKA & WALDRON
2154 East Commons Avenue, Suite 2000
Centennial, Colorado 80122
Attention: Kristen D. Bear, Esq.
(303) 858-1800 (phone)
(303) 858-1801 (fax)
kbear@wbapc.com

To the City:

City Manager
City of Brighton
500 S 4th Ave
Brighton, CO 80601

3. Maintenance Exhibit. **Exhibit C** to the Agreement, the Brighton Crossing Metropolitan District No. 4 Maintenance Exhibit, is hereby deleted in its entirety and replaced with **Exhibit C** attached hereto and incorporated herein by this reference.

4. Any provision of the Agreement not expressly amended shall remain in effect as written.

[signatures on next page]

Exhibit C

**BRIGHTON CROSSING METROPOLITAN DISTRICT NO. 4
MAINTENANCE EXHIBIT**

