

APPENDIX B

FOURTH AMENDMENT TO THE ESTABLISHING CONTRACT
FOR THE
E-470 PUBLIC HIGHWAY AUTHORITY

This FOURTH AMENDMENT TO THE ESTABLISHING CONTRACT FOR THE E-470 PUBLIC HIGHWAY AUTHORITY ("the Fourth Amendment") is made and entered into as of this ____ day of _____, 19__, pursuant to Colo. Const. Art. XIV, Sec. 18(2), title 30, C.R.S., title 31, C.R.S., appropriate municipal charter provisions, and part 5 of article 4, title 43, C.R.S., by and between ADAMS COUNTY, a body politic and corporate and a political subdivision of the State of Colorado, ARAPAHOE COUNTY, a body politic and corporate and a political subdivision of the State of Colorado, DOUGLAS COUNTY, a body politic and corporate and a political subdivision of the State of Colorado, the CITY OF AURORA, a municipal corporation and political subdivision of the State of Colorado, the TOWN OF PARKER, a municipal corporation and political subdivision of the State of Colorado, and the CITY OF THORNTON, a municipal corporation and political subdivision of the State of Colorado (singularly or collectively "the Governmental Unit(s)").

RECITALS

WHEREAS, the large population and population growth within the Denver metropolitan region, the significant and growing demand for construction of beltways within the Denver metropolitan region to facilitate traffic movement and the

inadequacy of current transportation facilities to meet that demand, the division of the Denver metropolitan region into a variety of incorporated and unincorporated areas, the need to coordinate planning and construction of beltways or other transportation improvements to serve regional needs, and the limited availability of state and federal funds for such purposes, have caused the Colorado general assembly to enact the "Public Highway Authority Law" in part 5 of article 4, title 43, C.R.S. ("the Act"); and

WHEREAS, it is the stated intention of the Colorado general assembly that public highway authorities be formed to finance, construct, operate, or maintain all or a portion of a beltway or other transportation improvements in, inter alia, the Denver metropolitan region which, because of the cost or the location thereof in the jurisdiction of more than one municipality or county, cannot feasibly be financed, constructed, operated, or maintained by a municipality or county acting alone; and

WHEREAS, it is also the intention of the Colorado general assembly that public highway authorities not be formed to assume, directly or indirectly, the traditional role of counties or municipalities to finance, construct, operate, or maintain local arterial or collector streets; and

WHEREAS, a public highway authority denominated the "E-470 Public Highway Authority" ("the Authority") was created by contract dated as of January 13, 1988, as amended ("the Establishing Contract"), by and between Adams County, Arapahoe

County and Douglas County, and, by amendments to the Establishing Contract, the City of Aurora and the Town of Parker, to finance, construct, operate or maintain E-470; and

WHEREAS, pursuant to paragraph 13 of the Establishing Contract, the Board of Directors of the Authority may include additional parties to the Establishing Contract upon such terms and conditions as the Board deems appropriate, subject to appropriate amendment of the Establishing Contract by all the Governmental Units; and

WHEREAS, the City of Thornton has requested that it become a party to the Establishing Contract and a member of the Authority; and

WHEREAS, the Board of Directors of the Authority has approved the addition of the City of Thornton as a party to the Establishing Contract and a member of the Authority, subject to the amendment of the Establishing Contract for the Authority permitting the addition of such member by all the current members of the Authority; and

WHEREAS, an amendment to the Establishing Contract is also necessary to comply with a requirement of the "Reimbursment Agreement and Credit Facility" between Union Bank of Switzerland and the E-470 Public Highway Authority (the "Reimbursement Agreement"); and

WHEREAS, the execution of this Fourth Amendment by the Governmental Units would implement Colo. Const. Art. XIV, Sec. 18(2), and is essential to the continued economic growth of the Denver metropolitan region, is in the public interest,

and will promote the health, safety, and welfare of the citizens of this state by securing for them more adequate transportation;

NOW, THEREFORE, in consideration of the mutual promises and benefits herein expressed, and for other good and valuable consideration, the receipt and sufficiency of which is hereby freely acknowledged, the Governmental Units hereby covenant and agree as follows:

COVENANTS AND AGREEMENTS

1. Addition of the City of Thornton. In accordance with the provisions of paragraphs 10 and 13 thereof, the Establishing Contract is hereby amended in the following particulars: The City of Thornton is admitted as a Governmental Unit and Party to the Establishing Contract and the E-470 Public Highway Authority, with all the rights, privileges and duties associated therewith, and the initial paragraph, the recitals, the body and the signature pages of the Establishing Contract shall be deemed amended to reflect this action.

2. Right-of-Way Dedication. The right-of-way dedication requirements contained in paragraph 2 of the Third Amendment to the Establishing Contract shall apply to the City of Thornton except as follows:

a. The City of Thornton shall not be required to exact dedication, as a condition to annexation, approval of zoning, development or otherwise, of E-470 right-of-way in the following four parcels, identified by owner and Adams County Tax I.D. number due to the location and configuration of said parcels:

<u>Owner</u>	<u>Adams County Tax I.D.</u>
R. Prather	1573-10-0-00-012
F. Ivey	1573-11-0-00-010
D. Talbert	1573-12-0-00-005
H. West	1573-12-0-02-006

b. The City of Thornton shall not be required to exact dedication, as a condition to annexation, approval of zoning, development or otherwise, of E-470 right-of-way over and above the 300 foot mainline from the following three parcels, identified by owner and Adams County Tax I.D. number due to the location and configuration of said parcels:

<u>Owner</u>	<u>Adams County Tax I.D.</u>
CAHB Associates	1573-10-0-00-010
Metro North Joint Venture	1573-07-0-00-019
M. Cuning	1571-16-0-00-005

3. Timing. The City of Thornton shall use its best efforts to obtain the dedication, as a condition to annexation, approval of zoning, development or otherwise, of E-470 right-of-way along the E-470 alignment between I-25 and Yosemite Street on or before January 1, 1991; and the Authority shall use its best efforts to construct all four segments of a 4-lane E-470 highway by the end of 1995.

4. No Adverse Effect on Obligations. In compliance with section 4.3(a)(xiii) of the Reimbursement Agreement, the Governmental Units hereby covenant not to amend the Establishing Contract in any respect which would have a material adverse effect on the Authority's ability to satisfy its obligations under the Reimbursement Agreement.

5. Prior Provisions Effective. Except as specifically amended hereby, all the terms and provisions of the Establishing Contract shall remain in full force and effect.

6. Counterpart Execution. This Fourth Amendment may be executed in several counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.



ADAMS COUNTY

By: *James M. Nelms*
Title: Chairman
Board of County Commissioners

ATTEST:

By: *Wilma L. Thatcher*
Title: Deputy Clerk

STATE OF COLORADO)
COUNTY OF Adams) ss.

The foregoing instrument was acknowledged before me this 24th day of January, 1990, by James M. Nelms ~~and~~ as Chairman ~~and~~ of Board of County Commissioners

Witness my hand and official seal.

My commission expires 11-15-92.

Wilma L. Thatcher
Notary Public

ARAPAHOE COUNTY

By: Jeannie Golly
Title: Chairman
Board of County Commissioners
Arapahoe County

ATTEST:

By: Margaret Page
Title: Link to the Board

STATE OF COLORADO)
COUNTY OF Arapahoe) ss.

The foregoing instrument was acknowledged before me this
26th day of April, 1990, by Jeannie Golly
and Margaret Page as Chairman of the Board and
Link to the Board of Arapahoe County.

Witness my hand and official seal.

My commission expires 4-12-91.

Catherine Smith
Notary Public

BOARD OF COUNTY COMMISSIONERS OF
DOUGLAS COUNTY COLORADO

By: James Sullivan
Title: Chairman 6/12/90
DATE

ATTEST:

By: Peter A. Gagliardi
Title: Clerk/Recorder

STATE OF COLORADO)

COUNTY OF _____) ss.

The foregoing instrument was acknowledged before me this
____ day of _____, 19____, by _____
and _____ as _____ and
_____ of _____.

Witness my hand and official seal.

My commission expires _____.

Notary Public

CITY OF AURORA

By:

Title:

Paul E. Zaver
Mayor

ATTEST:

By:

Title:

Christy K. Daly
ASSISTANT CITY ATTORNEY

STATE OF COLORADO

COUNTY OF

Arapahoe)
) ss.

The foregoing instrument was acknowledged before me this
26th day of April, 1991, by Paul E. Zaver
and _____ as Mayor and
_____ of Aurora.

Witness my hand and official seal.

My commission expires Jan. 10, 1994.

Marjorie Fallegas
Notary Public

TOWN OF PARKER

By: Ann Waterman
Title: Mayor

ATTEST:

By: Carol Baumgartner
Title: Town Clerk

STATE OF COLORADO)
COUNTY OF DOUGLAS) ss.

The foregoing instrument was acknowledged before me this
13th day of February, 1990, by Ann Waterman
and Carol Baumgartner as Mayor and
Town Clerk of Parker, Colorado.

Witness my hand and official seal.

My commission expires September 3, 1990.

[Signature]
Notary Public

CITY OF THORNTON

By:

Title:

Margaret W. Carpenter
Mayor

ATTEST:

By:

Title:

Dorothy J. Vincent
City Clerk

STATE OF COLORADO)

COUNTY OF

Adams)

ss.

The foregoing instrument was acknowledged before me this
28th day of August, 1990, by Margaret W. Carpenter
 and Dorothy J. Vincent as Mayor and
City Clerk of Thornton.

Witness my hand and official seal.

My commission expires

10/24/90

R. W. W. W.
 Notary Public

1752A

[illegible]

Colorado Blvd To 125th

[illegible]

Yosemite St. To Colorado Pl