

**FIRST AMENDMENT TO
COOPERATIVE AGREEMENT**

The **CITY AND COUNTY OF DENVER**, a home rule municipal corporation organized pursuant to the laws of the State of Colorado (“**Denver**”), and the **BOARD OF COUNTY COMMISSIONERS FOR DOUGLAS COUNTY, COLORADO** (“**Douglas County**”) entered into a Cooperative Agreement dated February 26, 2008 (Denver Contract Control Number XC8A010; Denver Clerk Filing No. 08-077) (“**Cooperative Agreement**”), which Denver and Douglas County have agreed to amend as provided in this **FIRST AMENDMENT TO COOPERATIVE AGREEMENT** (“**First Amendment**”) effective as of the last date set forth on the signature pages in this First Amendment.

NOW, THEREFORE, in consideration of the mutual agreements contained in the Cooperative Agreement and this First Amendment, and subject to the terms and conditions herein stated, Denver and Douglas County agree as follows:

I. Sub-section 3.B. of the Cooperative Agreement shall be amended and restated to read as follows:

3.B. Subsequent Phases: The subsequent phase or phases shall consist of the remaining portion of the New Daniels Park Road along with the trails, parking lots, and associated amenities. Within one (1) year of the effective date of this First Amendment, the Manager of the Denver Parks and Recreation (the “**Manager**”) and the Douglas County Public Works Department Director of Engineering Services (the “**Director**”) shall develop a Memorandum of Understanding (“**MOU**”) with a phasing plan and time schedule for all improvements not specified for construction in Phase I (“**Remaining Improvements**”). Through the MOU, the Manager and the Director shall coordinate the design and construction of these Remaining Improvements and may agree to arrangements whereby said Remaining Improvements may be designed and constructed by joint means, with each Party to pay its own expenses and costs as set forth in this Agreement. Subject to the *force majeure* provision in sub-section 7.J. of the Cooperative Agreement, the Remaining Improvements shall be completely designed no later

than two (2) years following the effective date of this First Amendment and fully constructed no later than five (5) years following the effective date of this First Amendment.

II. Except as amended herein, the Cooperative Agreement is affirmed and ratified by Denver and Douglas County and shall remain in full force and effect.

Contract Control Number:

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

CITY AND COUNTY OF DENVER

ATTEST:

By _____

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

By _____

By _____

By _____

