FOURTH AMENDATORY AGREEMENT

THIS FOURTH AMENDATORY AGREEMENT is made between the CITY AND COUNTY OF DENVER, a municipal corporation of the State of Colorado (the "City") and CLEARESULT CONSULTING, INC., a corporation with its principal place of business located at 4301 Westbank Dr., Ste. 300A, Austin, Texas 78746 (formerly POPULUS, LLC, a limited liability company with its principal place of business located at 1722 14th St., Ste. 210 Boulder, CO 80302) (the "Contractor/Consultant"), collectively "the Parties".

RECITALS

- **A.** The City and the Contractor entered into an Agreement dated April 4, 2012 as amended by First Amendatory Agreement dated December 4, 2012, the Second Amendatory Agreement dated April 8, 2013, and the Third Amendatory Agreement dated January 13, 2014 to procure energy efficiency program support services from the Contractor ("Agreement"); and
- B. The City and the Contractor wish to change the contractor name from POPULUS, LLC to CLEARESULT CONSULTING, INC. due to CLEARESULT CONSULTING, INC.'s acquisition of POPULUS, LLC
 - **B.** The City and the Contractor wish to extend the term of the contract.

The Parties agree as follows:

- **1.** Paragraph 3, of the Agreement, entitled "<u>**TERM**</u>", is amended to read as follows:
- "3. <u>TERM</u>: The Agreement will commence on April 1, 2012 and will expire on October 31, 2016 (the "Term")."
- 2. **Exhibit D** is hereby deleted in entirety and replaced with **Exhibit D-1 Certificate of Insurance**, attached and incorporated by reference herein. All references in the original Agreement to **Exhibit D** are changed to **Exhibit D-1**.

[Signatures appear on the following pages.]

Exhibit D-1 (Revised) Certificate of Insurance

Contract Control Number:	
IN WITNESS WHEREOF, the parties ha Denver, Colorado as of	ve set their hands and affixed their seals at
SEAL	CITY AND COUNTY OF DENVER
ATTEST:	By
APPROVED AS TO FORM:	REGISTERED AND COUNTERSIGNED
By	By
<i>y</i>	By



Contract Control Number:	ENVHL-201204731-04
Contractor Name:	Clearesult Consulting, Inc
	By:
	Name: SETT PURTNER (please print)
	Title: SR. Divector (please print)
	ATTEST: [if required]
1	Ву:
1	Name:(please print)
5	Γitle:(please print)





CERTIFICATE OF LIABILITY INSURANCE

4/1/2015

DATE (MM/DD/YYYY) 10/1/2014

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER	Lockton Companies	CONTACT NAME:				
	8110 E. Union Avenue Suite 700 Denver CO 80237 (303) 414-6000	PHONE FAX (A/C, No. Ext): (A/C, No):				
		E-MAIL ADDRESS:				
		INSURER(S) AFFORDING COVERAGE	NAIC #			
	(655)	INSURER A: Liberty Insurance Corporation	42404			
INSURED	CLEAResult Consulting, Inc.	INSURER B: Liberty Mutual Fire Insurance Company	23035			
	4301 Westbank Drive, Bldg A, Suite 250	INSURER C: Evanston Insurance Company	35378			
		INSURER D: LM Insurance Corporation	33600			
		INSURER E:				
		INSURER F:				

COVERAGES CERTIFICATE NUMBER: 13135154 REVISION NUMBER: XXXXXXX

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

	EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.						
INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
D	X COMMERCIAL GENERAL LIABILITY CLAIMS-MADE X OCCUR	Y	N	TB5-661-066587-024	4/1/2014	4/1/2015	EACH OCCURRENCE \$ 1,000,000
	GEN'L AGGREGATE LIMIT APPLIES PER: X POLICY PROJECT LOC OTHER:						GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000 \$
В	X ANY AUTO ALL OWNED AUTOS X HIRED AUTOS X HIRED AUTOS X ANY AUTO X SCHEDULED AUTOS X NON-OWNED AUTOS	Y	N	AS2-661-066587-044	4/1/2014	4/1/2015	COMBINED SINGLE LIMIT
A	EXCESS LIAB CLAIMS-MADE DED RETENTION \$ 10,000	N	N	TH7-661-066587-014	4/1/2014	4/1/2015	EACH OCCURRENCE \$ 10,000,000 AGGREGATE \$ 10,000,000 \$ XXXXXXX
В	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	N/A	N	WC2-661-066587-034	4/1/2014	4/1/2015	X PER OTH- E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
C C	Professional Liability Data Breach/Privacy	N	N	E0856558 DB-501561	4/1/2014 4/1/2014	4/1/2015 4/1/2015	Each Claim/Agg \$5,000,000 Ded \$25,000 Each Claim/Agg \$10,000,000 Ded \$50,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
THIS CERTIFICATE SUPERSEDES ALL PREVIOUSLY ISSUED CERTIFICATES FOR THIS HOLDER, APPLICABLE TO THE CARRIERS LISTED AND THE POLICY TERM(S) REFERENCED.
As required by written contract, the City and County of Denver, its Elected and Appointed Officials, Employees and Volunteers are included as Additional Insured as respects General and Auto Liability.

CERTIFICATE HOLDER	CANCELLATION	See Attachment
CENTIFICATE HOLDEN	CANCELLATION	See Attachment

13135154

City & County of Denver Department of Environmental Health Division of Environmental Quality 200 West Fourteenth Avenue #310 Denver, CO 80204 SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

(Marles M. M=1)anel