

AMENDATORY AGREEMENT

This **AMENDATORY AGREEMENT** is made and entered into between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”) and **ENGINEERING ECONOMICS, INC.**, a Colorado corporation, whose address is 780 Simms Street, Unit 210, Golden, Colorado 80401 (the “Consultant”), jointly (“the Parties”).

RECITALS:

1. The City and the Consultant previously entered into an On-Call Professional Services Agreement dated January 16, 2014, (collectively, the “Agreement”) for energy management services.

2. The City and the Consultant wish to amend the Agreement to extend the term.

NOW THEREFORE, in consideration of the premises and the Parties’ mutual covenants and obligations, the Parties agree as follows:

1. Paragraph 2. of the Agreement, entitled “**TERM**” is hereby deleted in its entirety and replaced with:

“2. **TERM:** The term of the Agreement runs from the Effective Date of **January 16, 2014** through **January 16, 2019** for a period of five years or until the Maximum Contract Amount specified in subsection 3.A below is expended, whichever is sooner, unless this Agreement is terminated earlier as provided in this Agreement or unless this Agreement is extended as provided in a separate amendment to this Agreement (“**Term**”). If the term of any Work Order or Work Order Change extends beyond the Term specified above, this Agreement shall remain in full force and effect but only as to such Work Order or Work Order Change; however, the total amount paid to the Consultant shall not exceed the Maximum Contract Amount specified in sub-section 3.A below.”

2. As herein amended, the Agreement is affirmed and ratified in each and every particular.

3. This Amendatory Agreement will not be effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

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