

SECOND AMENDATORY AGREEMENT

THIS SECOND AMENDATORY AGREEMENT (this “Amendatory Agreement”) is made and entered by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation organized pursuant to the Constitution of the State of Colorado (the “City”), and **SMG**, a Pennsylvania general partnership, whose address for notice purposes is 300 Conshohocken State Road, Suite 450, West Conshohocken, PA 19428 (the “Contractor”).

BACKGROUND:

WHEREAS, the City and Contractor entered into that certain Agreement, with a term that commenced on April 6, 2020, and which was subsequently amended on April 20, 2020 (the “Agreement”), by which Contractor agreed to provide various facility services to the City; and

WHEREAS, the City declared a state of local disaster emergency on March 12, 2020 pursuant to C.R.S. 24-33.5-701, *et seq.*, brought on by the spread of COVID-19, the Governor of the State of Colorado declared a Disaster Emergency (D 2020 003) dated March 11, 2020 on the same basis, and the President of the United States issued a Declaration of Emergency on March 13, 2020 due to the COVID-19 crisis;

WHEREAS, the parties seek to extend the term of the Agreement and add contractual capacity to ensure continuity of services if the State of Colorado utilizes the Colorado Convention Center as an alternative care facility.

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements contained in the Agreement and herein contained the parties agree as follows:

1. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Agreement.
2. Section 3 of the Agreement is hereby modified by deletion of “June 30” which shall be replaced with “December 31”.
3. Section 3 of the Agreement shall be further modified by deletion of the following language:

“The term of this Agreement may be extended for three months, from July 1, 2020 through September 30, 2020, by Director in her discretion (“Extension Option”). Director shall provide written notice to Contractor of the City’s election to exercise the Extension Option at least ten (10) days prior to expiration of the Term.”

which shall be replaced with the following:

“The term of this Agreement may be extended for three months, from January 1, 2021 through March 31, 2021, by Director in her discretion (“Extension Option”). Director shall provide written notice to Contractor of the City’s election to exercise the Extension Option at least ten (10) days prior to expiration of the Term.”

4. Section 4.4.1 of the Agreement shall be modified by deletion of “NINE MILLION NINE HUNDRED NINETY-SEVEN THOUSAND DOLLARS AND NO CENTS (\$9,997,000.00)” which shall be replaced with “TWENTY MILLION TWO HUNDRED SEVENTEEN THOUSAND NINE HUNDRED THIRTY-TWO DOLLARS AND NO CENTS (\$20,217,932.00)”.
5. Contractor consents to the use of electronic signatures by the City. This Second Amendatory Agreement, and any other documents requiring a signature hereunder, may be signed electronically by the City in the manner specified by the City. The Parties agree not to deny the legal effect or enforceability of this Second Amendatory Agreement solely because it is in electronic form or because an electronic record was used in its formation. The Parties agree not to object to the admissibility of this Second Amendatory Agreement in the form of an electronic record, or a paper copy of an electronic document, or a paper copy of a document bearing an electronic signature, on the basis that it is an electronic record or electronic signature or that it is not in its original form or is not an original.
6. The Parties agree that this Second Amendatory Agreement shall be deemed effective as of September 30, 2020.
7. Except as herein amended, the Agreement is affirmed and ratified in each and every particular.

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Contract Control Number:
Contractor Name:

THTRS-202055946-02
SMG - COLORADO CONVENTION CENTER

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:

Attorney for the City and County of Denver

By:

By:

By:

Contract Control Number:
Contractor Name:

THTRS-202055946-02
SMG - COLORADO CONVENTION CENTER

By: _____

Name: _____
(please print)

Title: _____
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)

Contract Control Number:
Contractor Name:

THTRS-202055946-02
SMG - COLORADO CONVENTION CENTER

SMG

By:  _____

Name: MARK ROZELLS
(please print)

Title: TREASURER.
(please print)