

March __, 2025

CD-Acme, LLC
430 Indiana Street, Ste 200
Golden, Colorado 80401
Attention: Matthew McBride

RE: Letter Agreement Preceding Castle Rock Sports Center

Dear Mr. McBride:

As you know, CD-Acme, LLC (“Acme”) and the Town of Castle Rock (the “Town”) are negotiating a proposed Development Agreement for the Castle Rock Sports Center (the “Agreement”) for the construction of a Castle Rock Sports Center on certain property currently owned by Acme that will be conveyed to the Town (the “Project”).

In light of the parties’ desired construction schedule for the Project and anticipated cost increases for the Project, Acme and the Town desire to enter into this letter agreement to allow for project trade agreements to be executed and materials ordered, in each case as needed to minimize increases in the Project GMP budget and establish a Project schedule. Acme is hereby authorized to enter into such trade agreements and place such material orders, as Acme reasonably determines necessary or advisable to either hold the Project schedule or to minimize increases in the Project GMP budget and, in connection therewith, to incur costs up to a maximum aggregate value of \$5,000,000. For the avoidance of any doubt, the authorization set forth in this letter does not extend to any Project agreements that do not need to be made to minimize cost increase in the Project GMP budget.

Any costs incurred by Acme pursuant to this letter will be deemed made for the benefit of the Town and the Town shall reimburse or pay all costs incurred pursuant to this letter up to a maximum aggregate amount of \$5,000,000. All such amounts shall be paid by the Town within 30 days after receipt of a written invoice from Acme and reasonable substantiation of the costs charged by third parties. For the avoidance of any doubt, all amounts expended pursuant to this letter will be credited against the final Project GMP budget.


Sincerely,

Town of Castle Rock

By: _____
Name:
Its:

Acknowledged and agreed:

CD-Acme, LLC

By: Confluence Companies, LLC,
its Manager

By: _____
Name: Matt McBride
Its: Vice President