

**First Amendment  
to the Indefeasible Right of Use Agreement between  
Northwest Colorado Broadband and Routt County, Colorado**

THIS FIRST AMENDMENT to the Indefeasible Right of Use Agreement (the "First Amendment") dated as of \_\_\_\_\_, 2019, is entered into by and between Northwest Colorado Broadband (hereinafter "NCB") and Routt County, Colorado (hereinafter "User"). NCB and User are referred to individually as "Party" and collectively as the "Parties."

WHEREAS, NCB and User entered into an Indefeasible Right to Use Agreement dated August 08, 2017, (the "Agreement"), in which NCB granted User the Indefeasible Right to Use IRU Facilities which are a portion of the NCB Facilities, both as defined in the Agreement. The definition of NCB Facilities included the use of a map, attached to the Agreement as Exhibit A, and IRU Facilities are as defined on a map attached to the Agreement as Exhibit B; and

WHEREAS, the definitions of NCB Facilities and IRU Facilities should be corrected through the use of updated maps, identified as Exhibit A and Exhibit B, specifically to correct the number of strands in the lateral from the Carrier Neutral Location to CMC-Bristol Hall; and

WHEREAS, NCB and User desire to amend the Agreement to reflect the updated definitions of and maps of NCB Facilities and IRU Facilities;

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

Exhibit A to the Agreement will be replaced with Exhibit A : Routt County Fiber Optic Build for Expanded Broadband - Routt County IRU to NCB dated 3-22-18 as attached hereto. Exhibit B to the Agreement will be replaced with Exhibit B: Routt County Fiber Optic Build for Expanded Broadband – NCB IRU to Routt County dated 11-23-19, as attached hereto. All other provisions of the Agreement remain unchanged.

In confirmation of their consent and agreement to the terms and conditions contained in this First Amendment and intending to be legally bound hereby, the Parties have executed this First Amendment as of the date last signed by the Parties below.

**NORTHWEST COLORADO BROADBAND, INC.  
A COLORADO NONPROFIT CORPORATION**

Signed By: \_\_\_\_\_  
Name: Thomas A. Sullivan  
Title: President

Date: \_\_\_\_\_

APPROVED AS TO FORM  
ROUTT COUNTY ATTORNEY'S OFFICE  
By: LS Date: 11-26-19

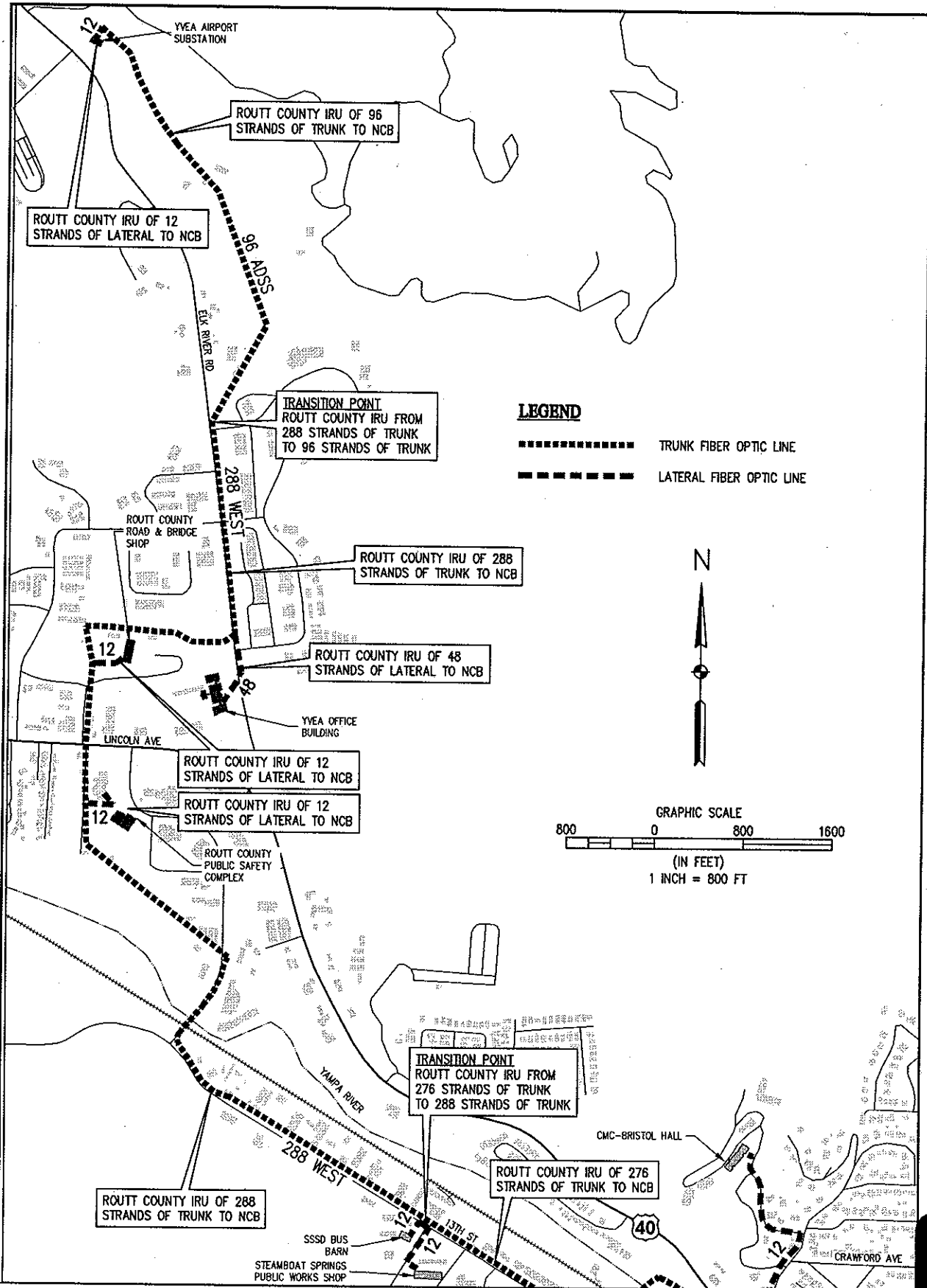
**ROUTT COUNTY, COLORADO**

Signed By: \_\_\_\_\_  
Name: M. Elizabeth Melton, Chair  
Board of County Commissioners

Date: \_\_\_\_\_

**ATTEST:**

\_\_\_\_\_  
Kim Bonner  
Routt County Clerk and Recorder



MATCHLINE - SEE SHEET 2

<b>ROUTT COUNTY</b> STEAMBOAT SPRINGS ROUTT COUNTY FIBER OPTIC BUILD FOR EXPANDED BROADBAND ROUTT COUNTY IRU TO NCB - NORTH AREA		ROUTT COUNTY
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REVISION DESCRIPTION	PREPARED BY	DATE	DESIGNED BY
NCB IRU EXHIBIT	ZRH	7/3/17	SMB
UPDATE EXHIBIT	CSR	8/10/17	SMB
UPDATE COUNTY	CSR	3/22/18	CSR

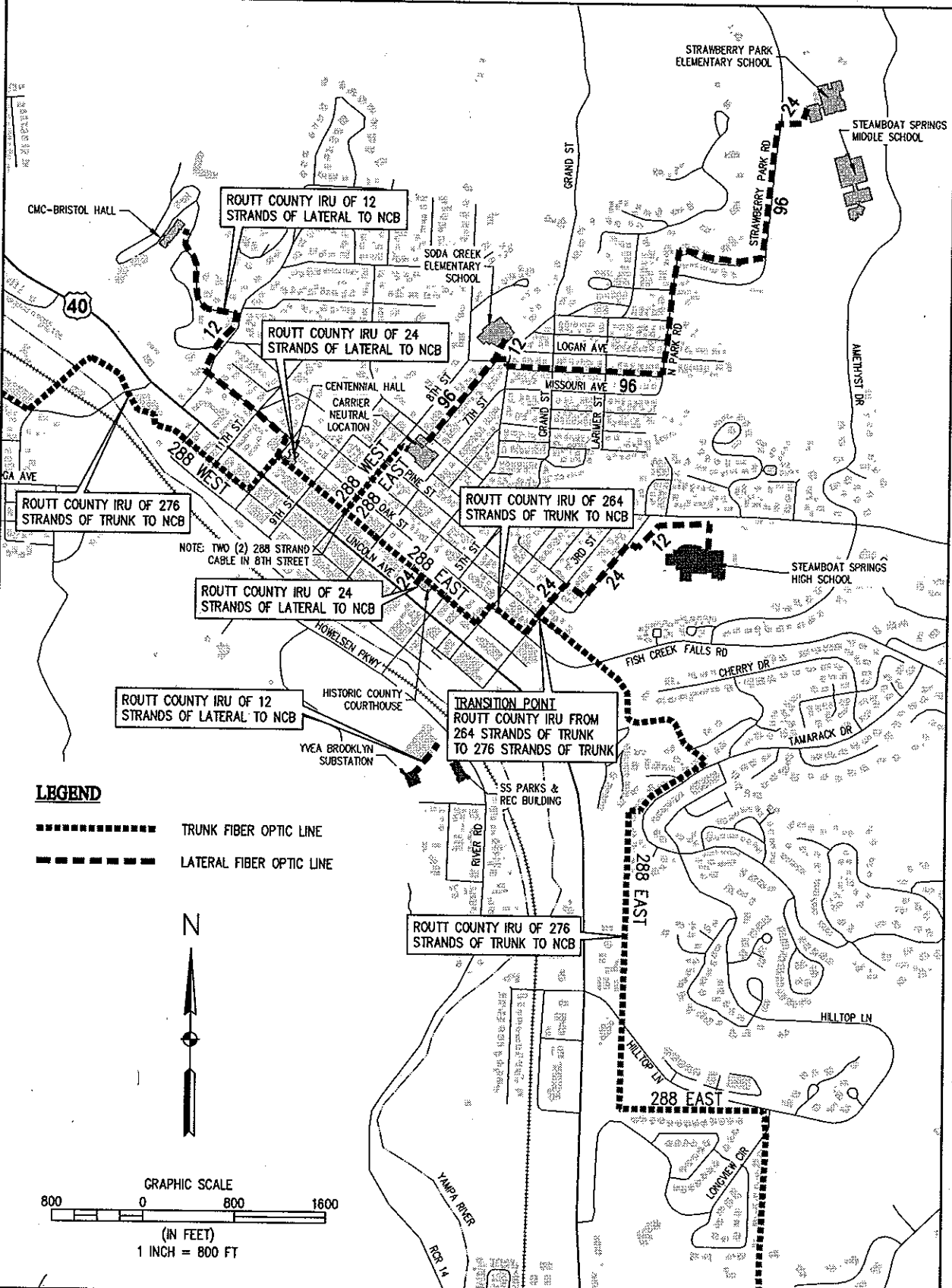
**BASELINE**  
 Engineering • Planning • Surveying  
 428 OAK ST • PO BOX 7706 • STEAMBOAT SPRINGS CO 80477  
 P. 970.775.825 • F. 970.775.826 • www.baselineco.com

**EXHIBIT**

A

Labels

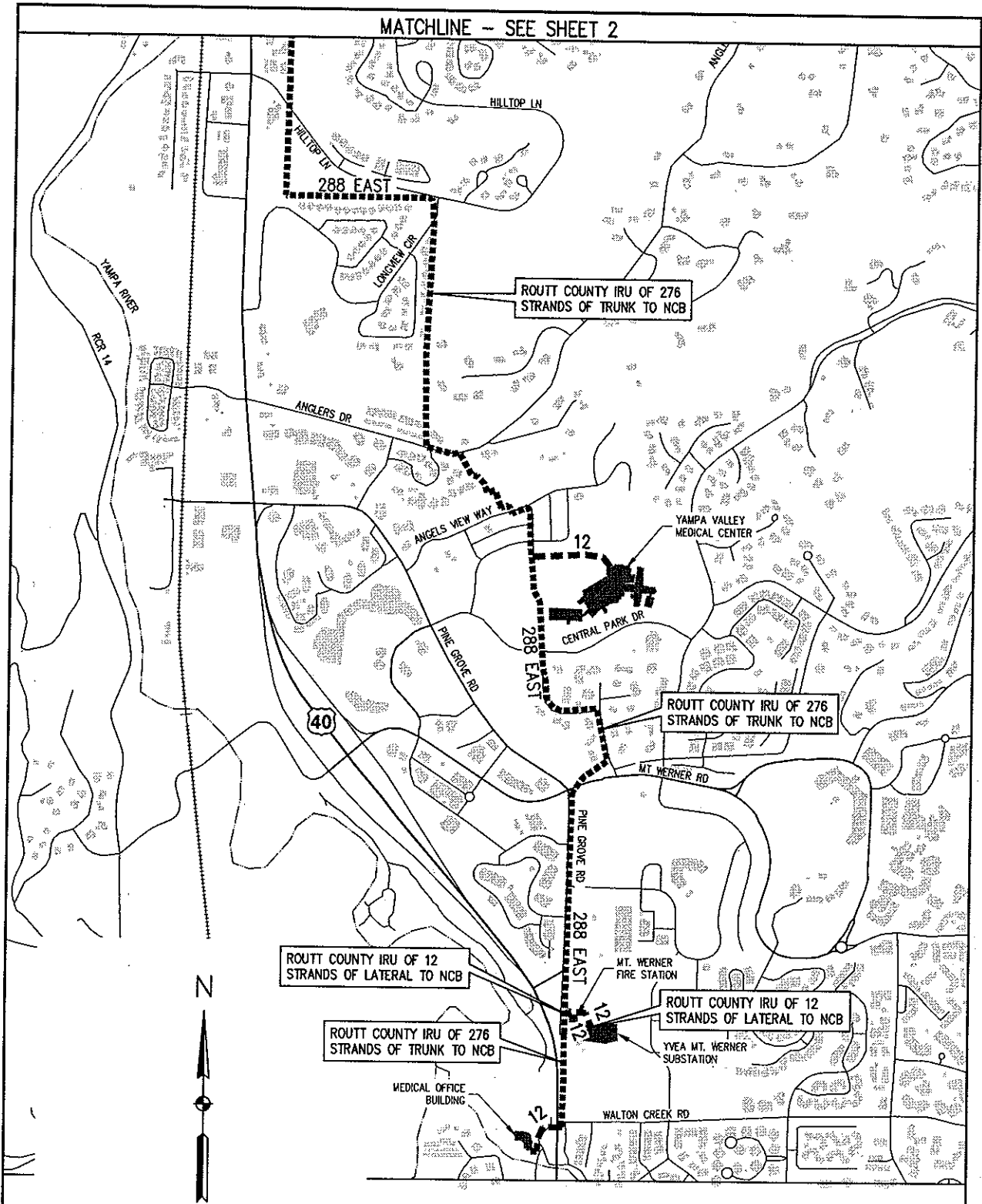
MATCHLINE - SEE SHEET 1



MATCHLINE - SEE SHEET 3

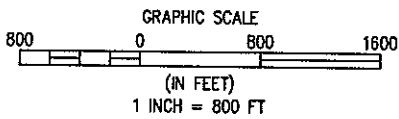
<p><b>ROUTT COUNTY</b></p> <p>STEAMBOAT SPRINGS</p> <p><b>ROUTT COUNTY</b></p> <p>FIBER OPTIC BUILD FOR EXPANDED BROADBAND</p> <p>ROUTT COUNTY IRU TO NCB - CENTRAL AREA</p>		<p>REVISION DESCRIPTION</p> <p>NOB IRU EXHIBIT</p> <p>UPDATE EXHIBIT</p> <p>UPDATE EXHIBIT</p>	<p>PREPARED BY DATE</p> <p>ZRH 7/5/17</p> <p>CSR 4/26/17</p> <p>CSR 3/22/18</p>	<p>DESIGNED BY</p> <p>SMB</p> <p>SMB</p> <p>CSR</p>	<p><b>BASELINE</b></p> <p>Engineering • Planning • Surveying</p> <p>400 OAK ST • PO BOX 77062 • STEAMBOAT SPRINGS CO 80477</p> <p>P. 970.875.2828 • F. 970.875.2828 • www.baselineco.com</p>
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MATCHLINE - SEE SHEET 2

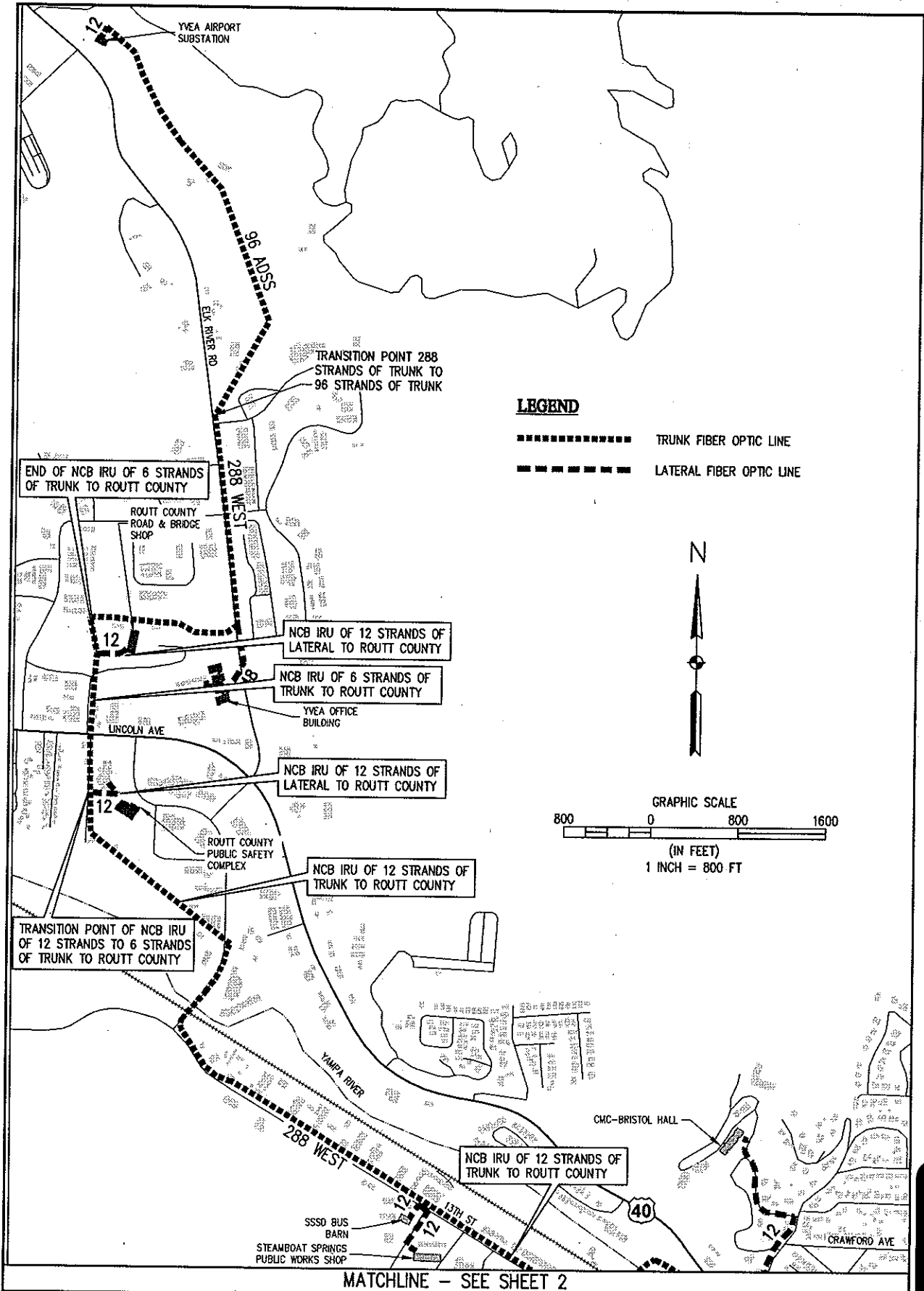


**LEGEND**

- TRUNK FIBER OPTIC LINE
- LATERAL FIBER OPTIC LINE

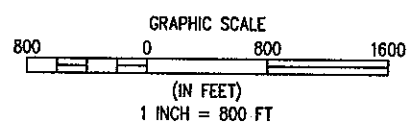


<p><b>ROUTT COUNTY</b></p> <p>STEAMBOAT SPRINGS</p> <p>ROUTT COUNTY</p> <p>FIBER OPTIC BUILD FOR EXPANDED BROADBAND</p> <p>ROUTT COUNTY IRU TO NCB - SOUTH AREA</p>		<p>REVISION DESCRIPTION</p> <p>NCB IRU EXHIBIT</p> <p>UPDATE EXHIBIT</p>	<p>PREPARED BY</p> <p>ZRH</p> <p>CSR</p>	<p>DATE</p> <p>7/5/17</p> <p>8/10/17</p>	<p>DESIGNED BY</p> <p>SMB</p> <p>SMB</p> <p>CSR</p>	<p><b>BASELINE</b></p> <p>Engineering • Planning • Surveying</p> <p>718 OAK ST • PO BOX 70926 • STEAMBOAT SPRINGS CO 80477</p> <p>P. 970.876.8228 • F. 970.876.8909 • www.baselineinc.com</p>
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**LEGEND**

- TRUNK FIBER OPTIC LINE
- LATERAL FIBER OPTIC LINE



<b>ROUTT COUNTY</b>	
STEAMBOAT SPRINGS	ROUTT COUNTY
ROUTT COUNTY	
FIBER OPTIC BUILD FOR EXPANDED BROADBAND	
EXHIBIT B - NCB IRU TO ROUTT COUNTY - NORTH AREA	

REVISION DESCRIPTION	PREPARED BY	DATE	APPROVED BY
NCB IRU EXHIBIT	ZPH	3/5/17	SMB
UPDATE EXHIBIT	CSR	8/10/17	SMB
UPDATE EXHIBIT	CSR	11/23/19	CSR

**BASELINE**

Engineering Planning - Surveying

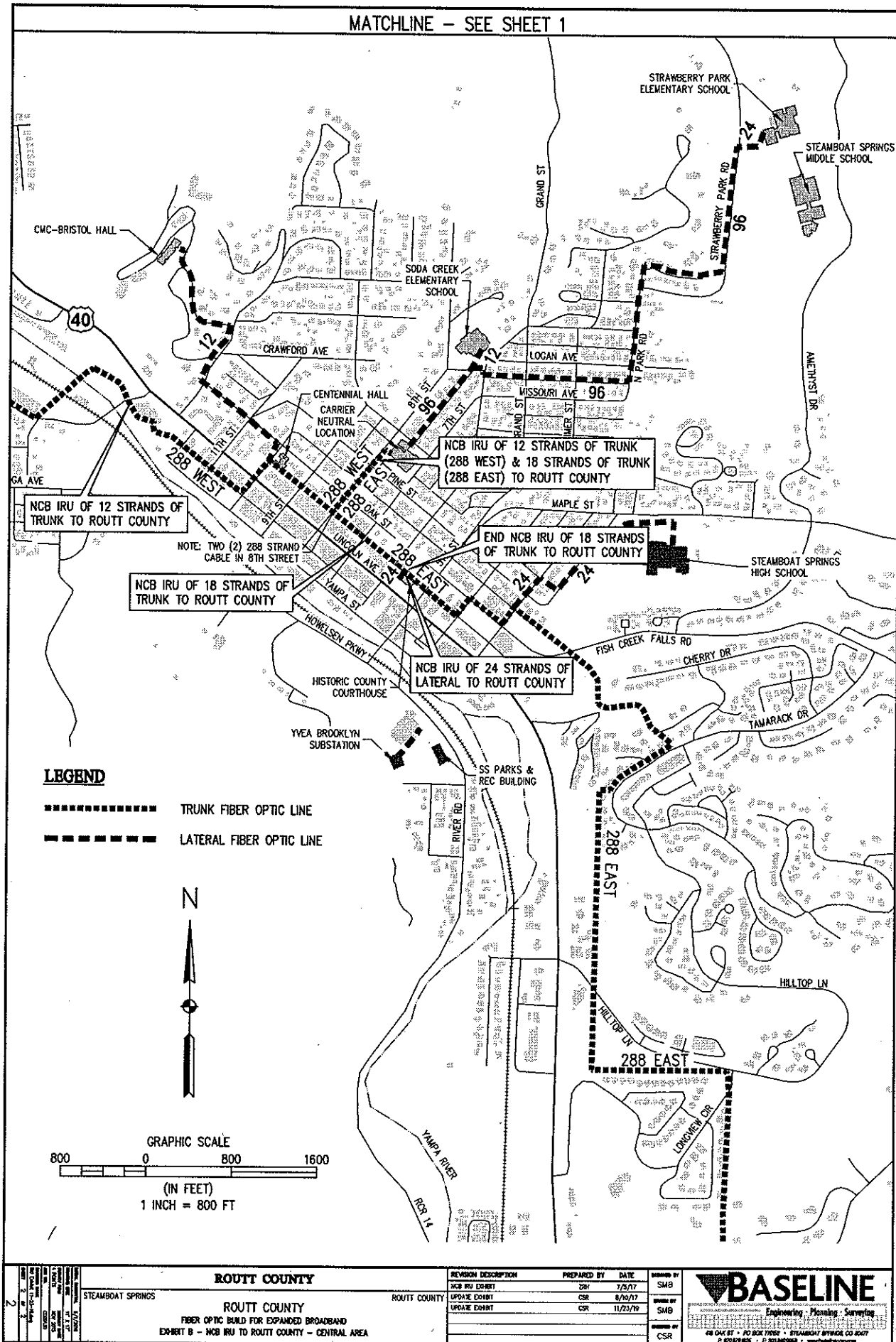
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**EXHIBIT**

B

.S:\020130

MATCHLINE - SEE SHEET 1



NCB IRU OF 12 STRANDS OF TRUNK TO ROUTT COUNTY

NCB IRU OF 18 STRANDS OF TRUNK TO ROUTT COUNTY

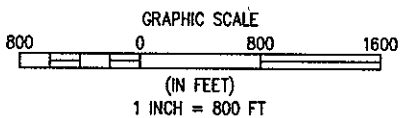
NCB IRU OF 12 STRANDS OF TRUNK (288 WEST) & 18 STRANDS OF TRUNK (288 EAST) TO ROUTT COUNTY

END NCB IRU OF 18 STRANDS OF TRUNK TO ROUTT COUNTY

NCB IRU OF 24 STRANDS OF LATERAL TO ROUTT COUNTY

**LEGEND**

- TRUNK FIBER OPTIC LINE
- LATERAL FIBER OPTIC LINE



<b>ROUTT COUNTY</b>	
STEAMBOAT SPRINGS	ROUTT COUNTY
<b>ROUTT COUNTY</b> FIBER OPTIC BUILD FOR EXPANDED BROADBAND EXHIBIT B - NCB IRU TO ROUTT COUNTY - CENTRAL AREA	

REVISION DESCRIPTION	PREPARED BY	DATE
NCB IRU EXHIBIT	CSR	7/5/17
UPDATE EXHIBIT	CSR	8/16/17
UPDATE EXHIBIT	CSR	11/23/19

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