



Jerome E. Davis
Regional Vice President
Public Service Company of Colorado

1800 Larimer Street, Suite 1400
Denver, CO 80202

February 27, 2019

Town of Fraser
Philip Vandernail, Town Mayor
P.O. Box 370
Fraser, CO 80442

Re: Franchise Agreement Between the Town of Fraser and Public Service Company of Colorado

Dear Mayor Vandernail,

The purpose of this letter is to set forth the terms of an agreement between Public Service Company of Colorado (PSCo) and the Town of Fraser, Grand County, Colorado (Fraser) to extend the term of the current gas franchise agreement between PSCo and Fraser.

The current gas franchise agreement granted by Fraser to PSCo by Ordinance No. 203 expires on March 4, 2019 ("Existing Franchise Agreement"). PSCo and Fraser (collectively "the Parties") are in the process of negotiating the terms of a new or renewal franchise agreement but have not concluded those negotiations.

The Parties mutually agree that an extension of the Existing Franchise Agreement is in the public interest to allow PSCo and Fraser adequate time in which to conclude franchise negotiations and adopt a new or renewal franchise agreement. The Parties believe that the Existing Franchise Agreement should be extended for a period of sixty (60) days, to and including May 4, 2019.

Such an extension of the Existing Franchise Agreement should allow adequate time for negotiation and consideration of a new or renewal franchisee by the Fraser Board of Trustees.

Therefore in consideration of the mutual promises between the Parties, which is deemed to be in good and consideration, the receipt and adequacy of which the Parties hereto acknowledge.

The Parties agree that:

The current franchise agreement between the Town of Fraser and Public Service Company of Colorado, which was set to expire on March 4, 2019, as set forth in Article 2, section 2.2 of the current franchise agreement, is hereby extended for a period of sixty (60) days to and including May 4, 2019.

If the forgoing accurately states our understanding, please sign a copy of this letter where indicated and return it to the undersigned at the address on the letterhead.

Jerome Davis, Regional Vice President
Customer and Community Relations
Public Service Company of Colorado

TOWN OF FRASER

By: _____
Philip Vandernail

Its: Mayor _____