

EXHIBIT E

PROCEDURE FOR DOCUMENTING, CERTIFYING, AND PAYING ELIGIBLE COSTS

1. Applicability. The following procedures for documenting, certifying, and paying Eligible Costs are intended to comply with and implement Sections 5.0 and 6.0 of the Agreement. All capitalized terms that are not specifically defined in this Exhibit E shall have the same meaning as defined in the Agreement. The Parties recognize and acknowledge that in connection with issuance and sale of Bonds by the District and the Authority for sale on the municipal bond market, the Bond Documents may establish a different procedure administered by a Bond Trustee, in which event that procedure shall be substituted for the procedure in this Exhibit E to the extent that they conflict with the procedures in this Exhibit E; provided, however, the Parties agree to cooperate so that the Bond Documents will include a procedure for certifying the Eligible Costs payable under in-process construction and other contracts to permit Bond Proceeds and PIC Revenue to be applied to direct payments under such contracts.

2. Engineer. The District will select an independent licensed engineer experienced in the design and construction of public improvements in the Colorado Springs metropolitan area (the "District Engineer"). The District Engineer shall be subject to approval by the Executive Director of the Authority and the Developer, and shall be responsible for reviewing, approving, and providing the certificate required by paragraph 3 hereof.

3. Documentation. The District shall be responsible for documenting all District Eligible Costs and the Developer shall be responsible for documenting all other Eligible Costs. Eligible Costs may be certified when a pay application has been submitted by a contractor that complies with the procedure set forth in this Exhibit or upon Completion of Construction of an Eligible Public Improvement. All such submissions shall include a certification signed by both the District Engineer and an authorized representative of the District or the Developer, as applicable. The certificate shall state that the information contained therein is true and accurate to the best of each individual's information and belief and, to the best knowledge of such individual, qualifies as Eligible Costs. Such submissions shall include copies of backup documentation supporting the listed cost items, including bills, statements, pay request forms from first-tier contractors and suppliers, conditional lien waivers, and copies of each check issued by the District or the Developer for each item listed on the statement. Unless required by a District or Developer construction contract then being performed, statements for payment of Eligible Costs shall not include advance payments of any kind for unperformed work or materials not delivered and stored on the Property.

4. Verification, Submission, and Payment. Each payment request will be submitted to the applicable District representative, the Executive Director of the Authority, and the PIC for review within ten (10) business days. Such review is for the purpose of verifying that the work represented in each payment request and supporting documentation complies with the

requirements of this Agreement. Upon the earlier of approval of such documentation or expiration of the 10-business day period, the PIC shall allocate the Eligible Costs to the Eligible Public Improvements according to the category for each listed in Exhibit C and compile an aggregate running total of the Eligible Costs in each category. Thereafter, the PIC will make payments of Eligible Costs plus any accrued and unpaid interest to the District or the Developer as provided in this Agreement and the PIC Operating Agreement (or to the Bond Trustee as provided in the Bond Documents) from available PIC Revenue on or before the 20th day of the month following receipt of such PIC Revenue.

5. Tracking and Reporting. The Developer, with the advice and assistance of the District and the Authority, shall establish and maintain a tracking and reporting system that shows in a complete, accurate, and current manner (a) all accrued and unpaid interest and principal balances due and payable as part of the Reimbursement Obligation of the Authority under this Agreement; (b) a complete list of all certified Eligible Costs; (c) credits for reimbursements made to date; and (d) any other information as may reasonably be required to document, keep, and maintain accurate records and reports with respect to Eligible Costs, interest due and payable, payments and reimbursements, and the Reimbursement Obligation of the Authority.