

Exhibit A

Ordinance Permit 20200010403

Exhibit H

Form of Public Infrastructure Conveyance

PUBLIC INFRASTRUCTURE CONVEYANCE

ORDINANCE PERMIT # 20200010403

This Public Infrastructure Conveyance Agreement ("Agreement") is made and entered into effective January 8, 2021, by and between PROJECT PAUL, LLC, a Delaware limited liability company ("Developer"), and CITY OF SAINT PAUL, MINNESOTA, a municipal corporation existing under the laws of the State of Minnesota ("City").

NOW, THEREFORE, in consideration of the mutual obligations of the parties hereto, each of them does hereby covenant and agree as follows:

1. Notification. The Developer has delivered to the City a duly executed Certificate of Completion and, thereafter, the City has determined that the applicable components of the Public Infrastructure as described in Exhibit A hereto (the "Infrastructure") appear to have been constructed in accordance with the approved plans and specifications and the preliminary and final plat and has so notified the Developer in writing. As a result, via this Agreement, the Developer is conveying the Property to the City in accordance with the Site Improvement Performance Agreement, dated December 19, 2019. The acceptance of the Infrastructure does not take effect until the Saint Paul City Council accepts the Infrastructure via Resolution.

2. Representations. The Developer hereby represents, certifies, and promises to the City the following:

- (a) With respect to the Property, Developer has complied with the provision of the Redevelopment Agreement, dated December 19, 2019, including that the Property conveyed to the City in this Agreement is completely constructed, constructed in compliance with all applicable Standards as described in the St. Paul Department of Public Works' Construction of Infrastructure by Private Developers Policy, is free of defects, and is free and clear of any encumbrances or liens.
- (b) A final walk-through inspection with appropriate City staff has been completed and any required corrective work (written punch list) determined through said walk-through or as determined under the normal and ordinary course of on-site observations by City staff or those hired by the City to complete such observations, has been completed.
- (c) The following documents respecting the Property are complete, accurate, and have been filed with the appropriate department(s) of the City of Saint Paul:
 - (i) Original, reproducible As-Built Plans acceptable to the Department of Public Works, City of Saint Paul are on file with said Department.
 - (ii) Certificate of Completion signed by Engineer of Record who is a licensed Professional Engineer with the State of Minnesota per Minnesota State Statute 326.

[Exhibit N to Site Improvement Performance Agreement (Ford Site)]

- (iii) For sewer systems, video records of televised inspections of sewer mains have been submitted by permittee and approved by Sewer Utility staff.
- (iv) For sewer systems, sewer connection permit information on file with Public Works.
- (v) Operation and Maintenance plans.
- (vi) All other permit requirements as set forth in the Ford site ordinance permit policy.
- (d) Developer has undertaken any and all necessary actions to assign warranties it owns or possesses on or with the Property to the City.
- (e) Developer will duly execute and deliver any other documents as may be reasonably and customarily required in connection with the transfer of the Property to the City.

3. Conveyance. The Developer hereby dedicates, conveys and assigns in good title to the City of Saint Paul, together with all hereditaments and appurtenances all rights, entitlements, benefits, permits, approvals, and licenses that pertain to, with, or in the Property in its entirety, without reservation or exception, together with all warranties, free and clear of any mortgage, pledge, hypothecation, encumbrance, lease, license, lien or others security interest. If necessary, Developer shall execute a recordable Warranty Deed to be recorded with the Ramsey County Registrar's Office.

IN WITNESS WHEREOF, the City and Developer have caused this Agreement to be duly executed in their names and on their behalf, all on or as of the date first above written.

PROJECT PAUL, LLC,
a Delaware limited liability company

By: Ryan Companies US, Inc., a Minnesota corporation, its Sole Member

DocuSigned by:
Tony Barranco
By: B3A807E38163401

Name: Tony Barranco

Its Senior Vice President of Development

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2019, by _____, the _____ of Ryan Companies US, Inc., a Minnesota corporation, the Sole Member of Project Paul, LLC, a Delaware limited liability company, on behalf of the limited liability company.



January 8, 2021

The safety and health of our Ryan team members, our clients, our partners and the general public is a top priority at Ryan. Safety is a key core value at Ryan, and we are committed to maintaining a safe work environment in our offices and at our project sites, including Highland Bridge.

As part of that commitment to safety, many of our employees are working from their homes which brings challenges as it relates to notarizing specific documents.

Ryan and the City of Saint Paul have confirmed the Form of Public Infrastructure Conveyance is not recorded at the County Recorder's Office so a notary is not necessary. As such, the notary requirement for the Form of Public Infrastructure Conveyance is deleted.

Ryan Companies US, Inc.
533 South Third Street, Suite 100
Minneapolis, MN 55415

p: 612-492-4000
ryancompanies.com

Equal Opportunity Employer

Exhibit G

Form of Completion Certificate



CITY OF SAINT PAUL DEPARTMENT OF PUBLIC WORKS

Certificate of Compliance

I hereby certify that work completed under this Ordinance Permit and materials provided for installation conform to the appropriate specifications and provisions of and the Department of Public Works, City of Saint Paul, Minnesota, *Standard Supplemental Specifications for Construction of Public Infrastructure by Private Developers Policy*, as amended, and that I am a duly Licensed Professional Engineer under the laws of the State of Minnesota.

Storm Sewer Ordinance Permit #3

Project Description

202000010403

Permit Number

Ron By

24411

03/08/2021

(Signature and License No.)

Date

Kimley-Horn and Associates Inc.

Organization (Print)

1/2012



Construction Punchlist Highland Bridge – Saint Paul, MN

Date: March 8, 2021

Project: Highland Bridge Infrastructure
Ford Site Redevelopment
Stormwater Ordinance Permit #3 (2020010403)

Report By: Dan Elenbaas, P.E.
Kimley-Horn and Associates, Inc.
767 Eustis Street, Suite 100
St. Paul, MN 55114
Direct: (763) 251-1011
Email: dan.elenbaas@kimley-horn.com

Attendees: Rollyn Peterson – Kimley-Horn and Associates, Inc.
Greg Brown – Kimley-Horn and Associates, Inc.
Ron Leaf – Kimley-Horn and Associates, Inc.

Distribution: Will Rollo – Ryan Companies US, Inc.
David Kuebler – City of Saint Paul

CONSTRUCTION ACTIVITIES OBSERVED:

Rollyn Peterson has been providing on site inspection for the project. All punchlist items related to stormwater conveyance have been completed. Future punchlist items will be addressed with the Ordinance Permit(s) for the street work.



CITY OF ST PAUL
 Department of Public Works
 25 West 4th Street
 1500 City Hall Annex
 Saint Paul, MN 55102

ORDINANCE PERMIT

OFFICE USE ONLY
 Application No. 3
 Application Date 7/22/2020
 SPR File # _____
 Permit No. 20200010403

Type of Permit (select one only):

- | | | |
|---|--|---|
| <input type="checkbox"/> Base Roadway | <input type="checkbox"/> Roadway Sidewalks | <input type="checkbox"/> Sanitary Sewer Collection System |
| <input type="checkbox"/> Bridge | <input type="checkbox"/> Roadway Traffic | <input checked="" type="checkbox"/> Storm Sewer Collection System |
| <input type="checkbox"/> Retaining Wall | <input type="checkbox"/> Sanitary Drop Shaft | <input type="checkbox"/> Storm Sewer Treatment System |

Phase:

One

Location (Street On, From/To, and Adjacent Lots/Blocks):

Woodlawn Ave: 1089 North to 1501. 1503 East to 1916.
 Mt Curve Blvd: 1065 North to 1530.
 Saunders Ave W: 1104 East to 1086.
 Village Way: 1121 East to 1308 East to MH 13 & HDS-10; Beechwood Ave: 1217 East to 1331 East to MH-10 & HDS-07.
 Bohland Ave: 1406 East to 1371; Falls Passage West: 1331 North to 1371

Description of Work: *[Include the description provided in the permit application and all subsequent amendments or revisions, which are hereby incorporated by reference.]*

The scope of work to be installed under Storm Sewer Ordinance Permit #3 is the furnishing and installation of all storm sewer piping, stubs and structures in the areas identified in the locations section above along with the attached "Storm Sewer OP #3 Exhibit." Estimated quantities of piping based on material type, sizing, and structures based on size can be seen as an attachment to this application labeled "Storm Sewer OP#3 SEQ." Applicable plan sheets related to this permit are listed below and attached to this application:
 161-164, 169-173, 181-182, 185-186, 189-190, 193-194, and 201-202.

Applicant Contact Person: Will Rollo	Contact Person Title: Sr. Project Engineer	Contact Person Telephone: 612-257-3536	Contact Person Email: will.rollo@ryancompanies.com
Bond Co.: Travelers Casualty & Surety Co	Bond Amount: \$73,609,974.00	Bond No.: 107185400	
Insurance Co.: Zurich American Insurance Company		Insurance Certificate No.: NA	

Permit Conditions:

This permit is issued with the stipulation that the work of the permittee and related agents, employees and contractors shall conform in all respects to the Redevelopment Agreement (including all Legal Requirements as defined by Article 1), the City of Saint Paul Department of Public Works Ordinance Permit Process Document, and the Department of Public Works List of Applicable Standards & Specifications. The permit shall be available for display at the site referred to herein and shown to any Police Officer or Inspector upon demand and does not authorize or allow for interference with the work of any Contract made or to be made with the City of Saint Paul.

**THIS PERMIT MAY BE REVOKED AT ANY TIME
 BY THE DIRECTOR OF PUBLIC WORKS**

A PERMIT FOR THE ABOVE DESCRIBED CONSTRUCTION IS AUTHORIZED BY:

	Technical Lead	<u>7/28/2020</u>
Signature	Title	Date
David Kuebler		
Printed Name		

PERMIT NUMBER 20200010403

**ITEMS TO BE COMPLETED PRIOR TO ACCEPTANCE OF INFRASTRUCTURE
AND RELEASE OF PERMIT**

Prior to acceptance of any infrastructure and release of City permits, the following items must be completed to the satisfaction of the City:

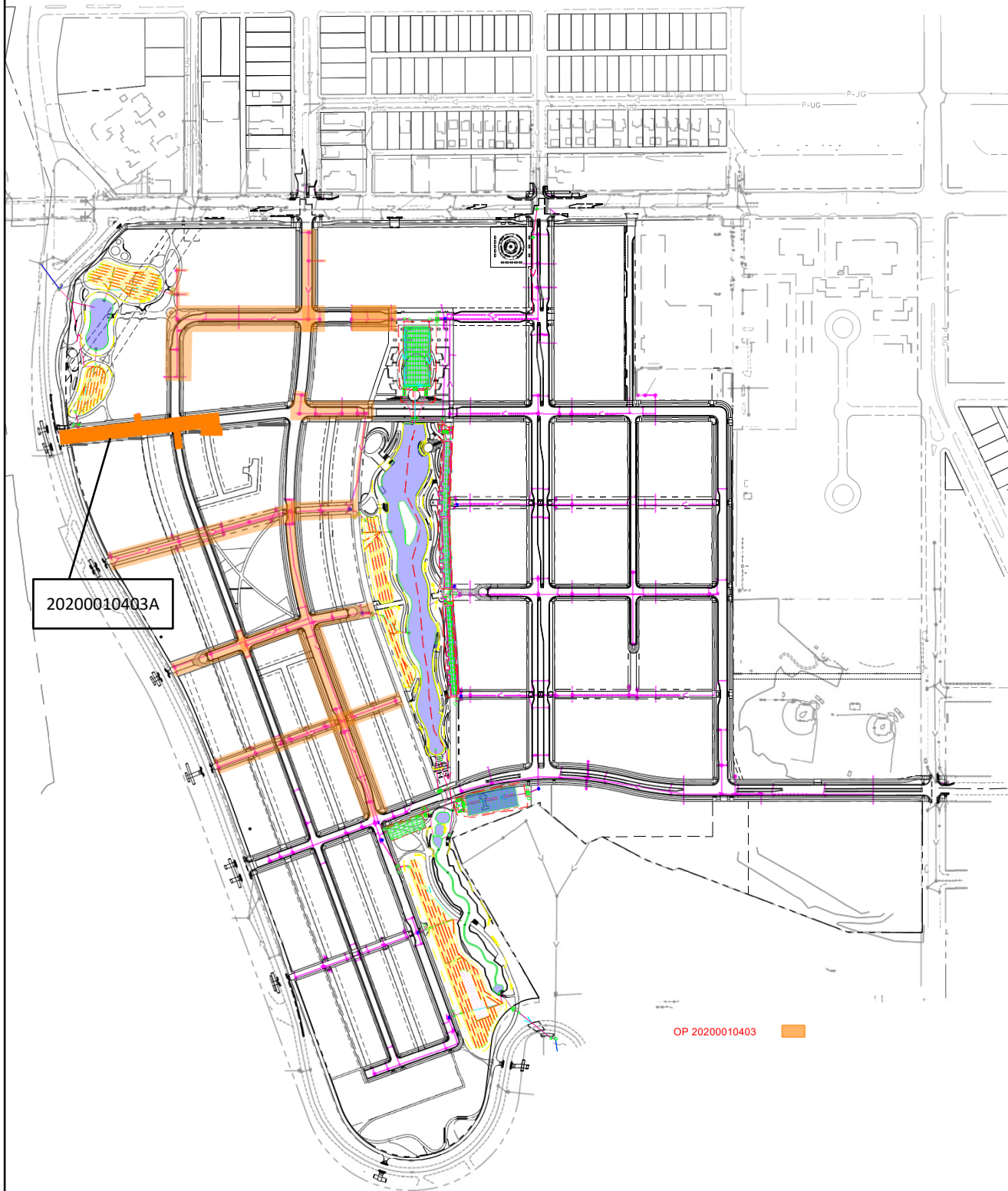
- Corrective (punch list) work completed;
- Original reproducible CAD and PDF as-built plans, signed by the Engineer of Record, provided to Public Works; Submittal of final copies of Metropolitan Council Environmental Services and MN Pollution Control Agency Permits (Sewer Extension, SAC Determination, etc.);
- Full compliance with project Quality Management Plan or other document(s) governing quality management and quality assurance;
- Documentation of compliance with all applicable City and non-City permit requirements, including, but not limited to: City Public Works Right-of-Way Office, Minnesota Pollution Control Agency, Capitol Region Watershed District, and National Pollution Discharge Elimination System permit requirements;
- Documentation of roadway materials at compaction of grading and base, plant mix design report, strength;
- Video of all sanitary sewer mains and laterals, storm sewer mains and laterals, and any structural BMP's (pipe galleries, draintile, sediment control structures, weir structures, etc.) installed under any permit, provided to the Public Works Sewer Division;
- Sewer Permit drawings for paving connections or stubs installed to service vertical development provided to Public Works, in addition to Private Service Lateral Permit Drawings;
- Documentation of Public Works notified for signal and lighting inspection of pole field layouts (staking), conduits and foundations installed, poles and wiring installed, and head positioning and phasing/detection verification (signals only);
- For infrastructure within parks: Documentation that Parks Department has been notified of completion status;
- All applicable operation and maintenance manuals provided to Public Works; and
- Certificate of Compliance signed and submitted to City by Engineer of Record.

RELEASE OF PERMIT:

Permit No. _____ Council Res. No. _____ Permit Date _____

Release Authorized by _____ Title _____

STORM SEWER ORDINANCE PERMIT 20200010403 EXHIBIT 4/16/2021



20200010403A

OP 20200010403