<u>Exhibit A</u>

Ordinance Permit 20200010602 Revised

<u>Exhibit H</u>

Form of Public Infrastructure Conveyance

PUBLIC INFRASTRUCTURE CONVEYANCE

ORDINANCE PERMIT # 20200010602

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

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

1. <u>Notification</u>. 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 <u>Exhibit A</u> hereto (the "<u>Infrastructure</u>") 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. <u>Representations</u>. 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.

- (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. <u>Conveyance</u>. 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 warrantees, 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

By:

Tony Barranco Name:

 $_{\mbox{Its}}$ Senior Vice President of Development

STATE OF))
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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.

Notary Public





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



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.

SANITARY ORDINANCE PERMIT N	0.2	
Project Description		
20200010602		
Permit Number		
Erik W. Miller DNC-US. E-emiller@sambatek.com, - Sambatek.hon; CNE-Fik W. Miller Date: 2020.12.17 12:04:25-06'00'	ERIK W. MILLER PE, MN 41326	12/17/2020
(Signature and License No.)		Date
SAMBATEK, INC.		
Organization (Print)		

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ORDINANCE PERMIT

OFFICE USE ONLY

 Application No.
 2

 Application Date
 6/3/2020

 SPR File # 20-028740
 Permit No.

□Roadway \$	Sidewalks	Sanitary Sewer Collection System		
	Traffic	Storm Sewer Collection System		
□Sanitary D	rop Shaft	□Storm Sewer Treatment System		
Location (Street On, From/To	, and Adjacent Lots/Blocks):			
Woodlawn Ave: STA 152+58.83 North to STA 102+77.36; Saunders Ave: SSMH #200 (STA 175+26.95) East to SSMH #201A (STA 91+48.83); Village Way: SSMH #101 (STA 196+93.06) East to SSMH #104 (STA 201+37.4*) Montreal Ave: SSMH#400 (STA 151+64.88) East to STA 153+59.87; Bohland: SSMH #500(STA 243.17.44) East to SSMH #503(STA 248+22.65)				
e description provided in the per-	mit application and all subsequent am	endments or revisions, which are hereby		
are 96 - 98 and 104. ghting the add-ons for acceptance	. The original exhibit for 202010602 is a			
Sr. Project Engineer	612-257-3536	will.rollo@ryancompanies.com		
	Bond Amount:	Bond No.:		
	\$73,609,974.00	107185400		
	Insurance Certificate No.:			
y	NA			
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	□Roadway □Sanitary D Location (<i>Street On, From/To</i> , Woodlawn Ave: STA 152+58.83 SSMH #201A (STA 91+48.83); Montreal Ave: SSMH#400 (STA to SSMH #503(STA 248+22.65) <i>e description provided in the per</i> dd-on to Permit 20200010602 an nents of the sanitary sewer installed are 96 - 98 and 104.	Roadway Sidewalks Roadway Traffic Sanitary Drop Shaft Location (Street On, From/To, and Adjacent Lots/Blocks): Woodlawn Ave: STA 152+58.83 North to STA 102+77.36; Saunders Aves SSMH #201A (STA 91+48.83); Village Way: SSMH #101 (STA 196+93) Montreal Ave: SSMH#400 (STA 151+64.88) East to STA 153+59.87; B to SSMH #503(STA 248+22.65) e description provided in the permit application and all subsequent and dd-on to Permit 20200010602 and is only needed as regards acceptance nents of the sanitary sewer installed under permit 20200010603. The plate are 96 - 98 and 104. ghting the add-ons for acceptance. The original exhibit for 202010602 is a Contact Person Title: Contact Person Telephone: Sr. Project Engineer 612-257-3536 Bond Amount: \$73,609,974.00 Insurance Certificate No.: 101		

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 DESCR David Kuebler Signature David Kuebler, P.E. Printed Name	IBED CONSTRUCTION IS AUTHORIZED B City Technical Lead Title	Y: December 14, 2020 Date
	PERM	IIT NUMBER_20200010602

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;

 \Box 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;

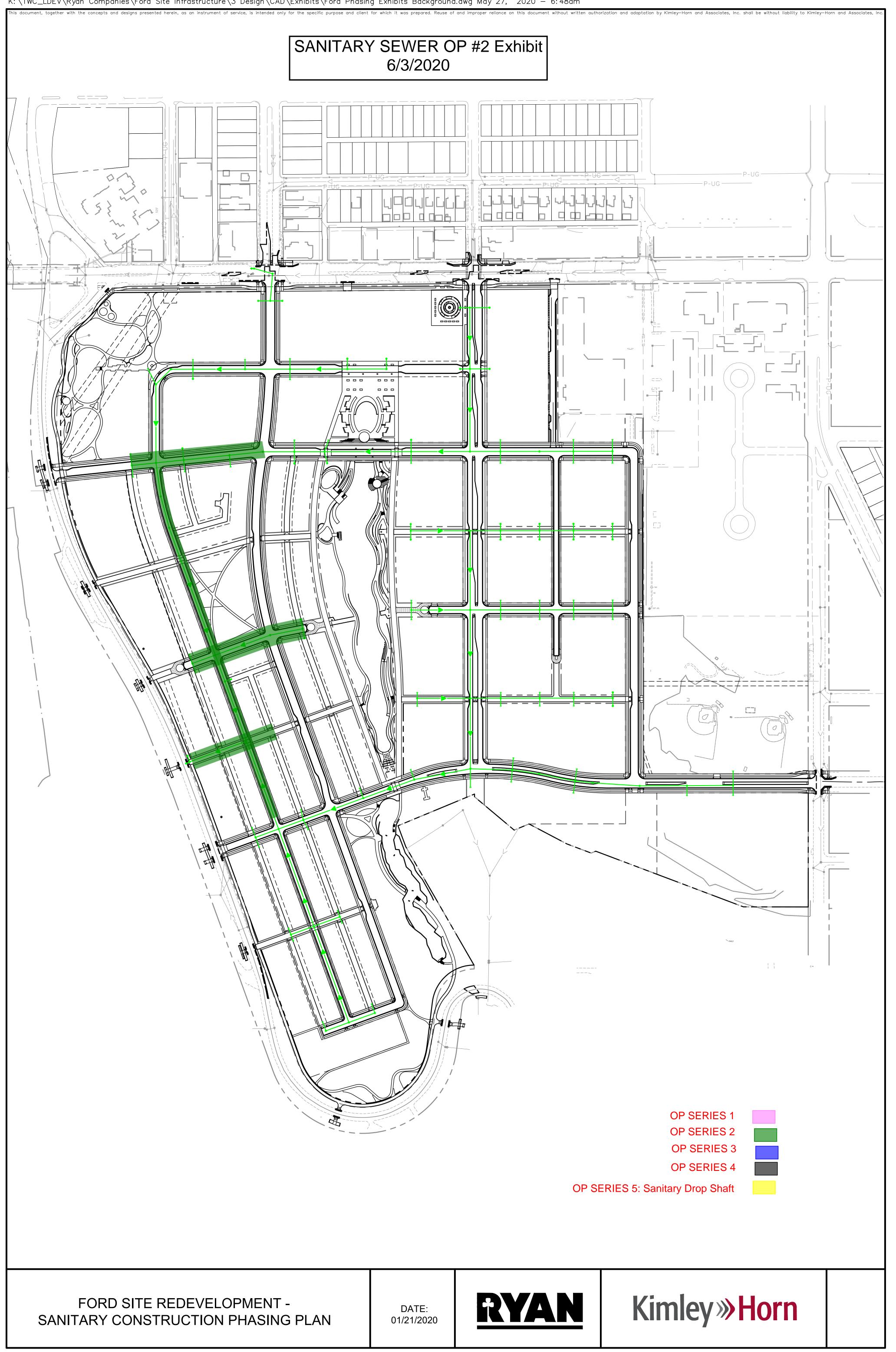
 \Box Documentation of Public Works notified for signal and lighting inspection of pole field layouts (staking), conduits and foundations installed, poles and wiring installed, and head positioning and phasing/detection verification (signals only);

□ For infrastructure within parks: Documentation that Parks Department has been notified of completion status;

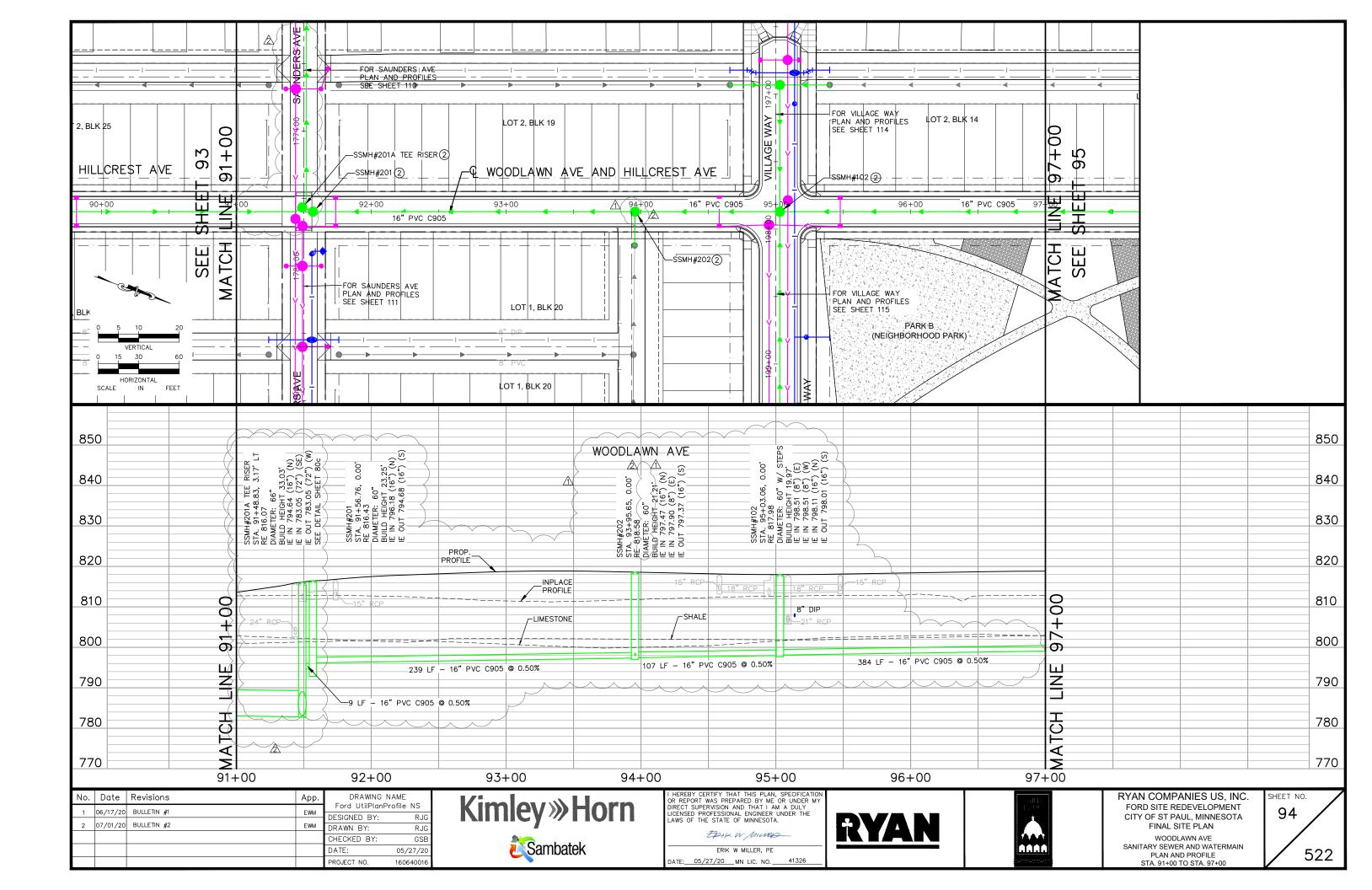
□ All applicable operation and maintenance manuals provided to Public Works; and

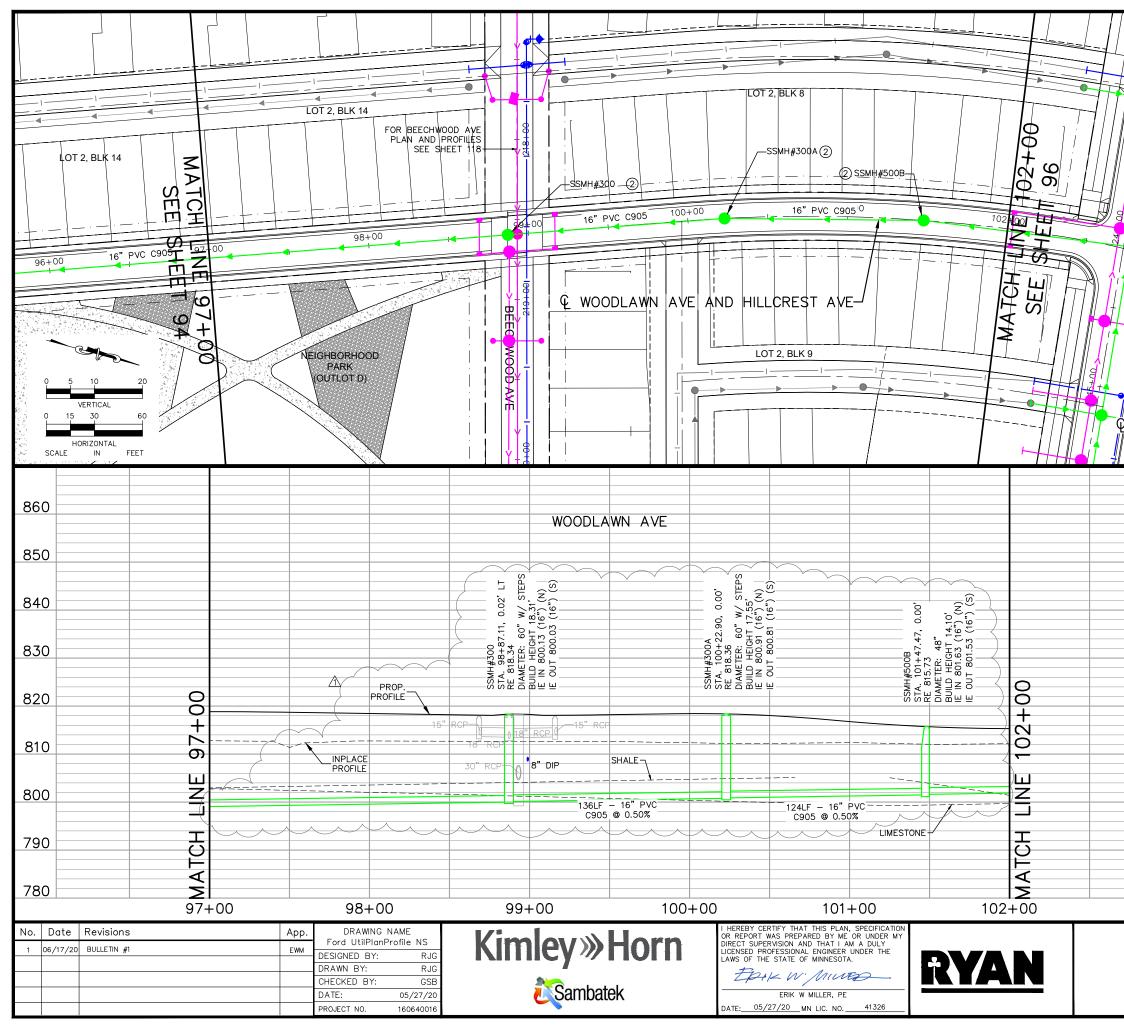
□ Certificate of Compliance signed and submitted to City by Engineer of Record.

RELEASE OF PERMIT:			
Permit No	Council Res. No		Permit Date
Release Authorized by		Title	

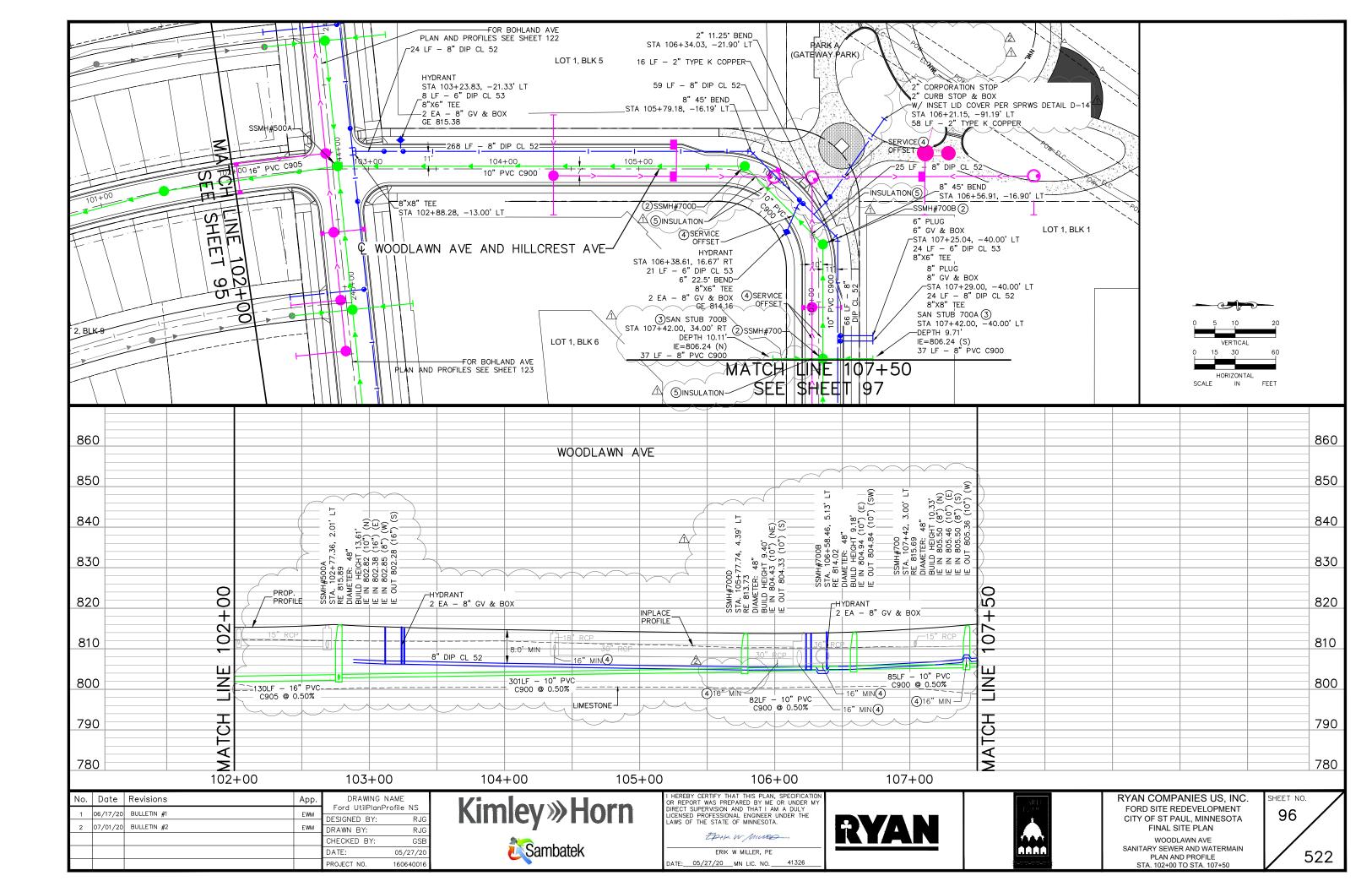


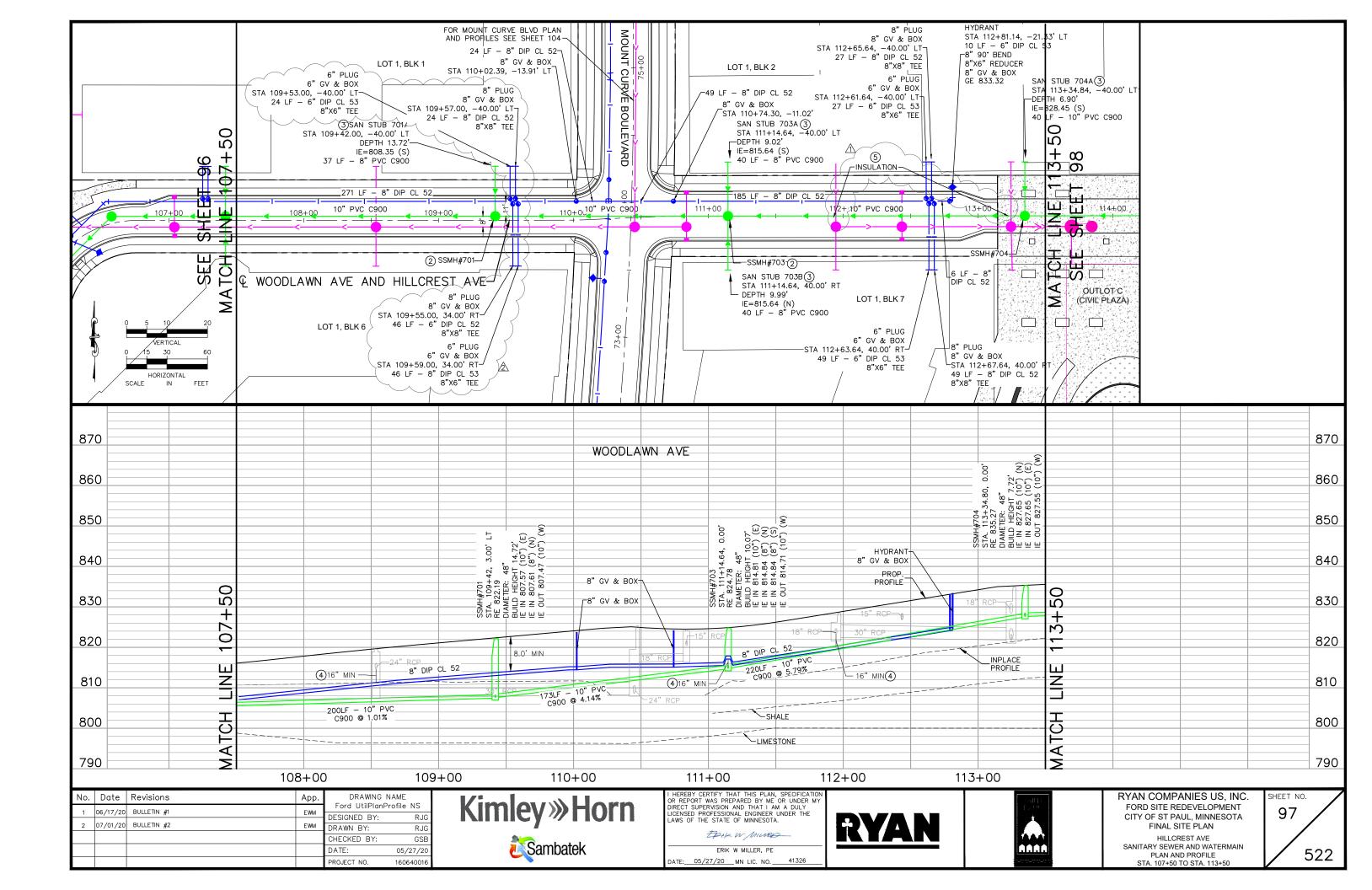
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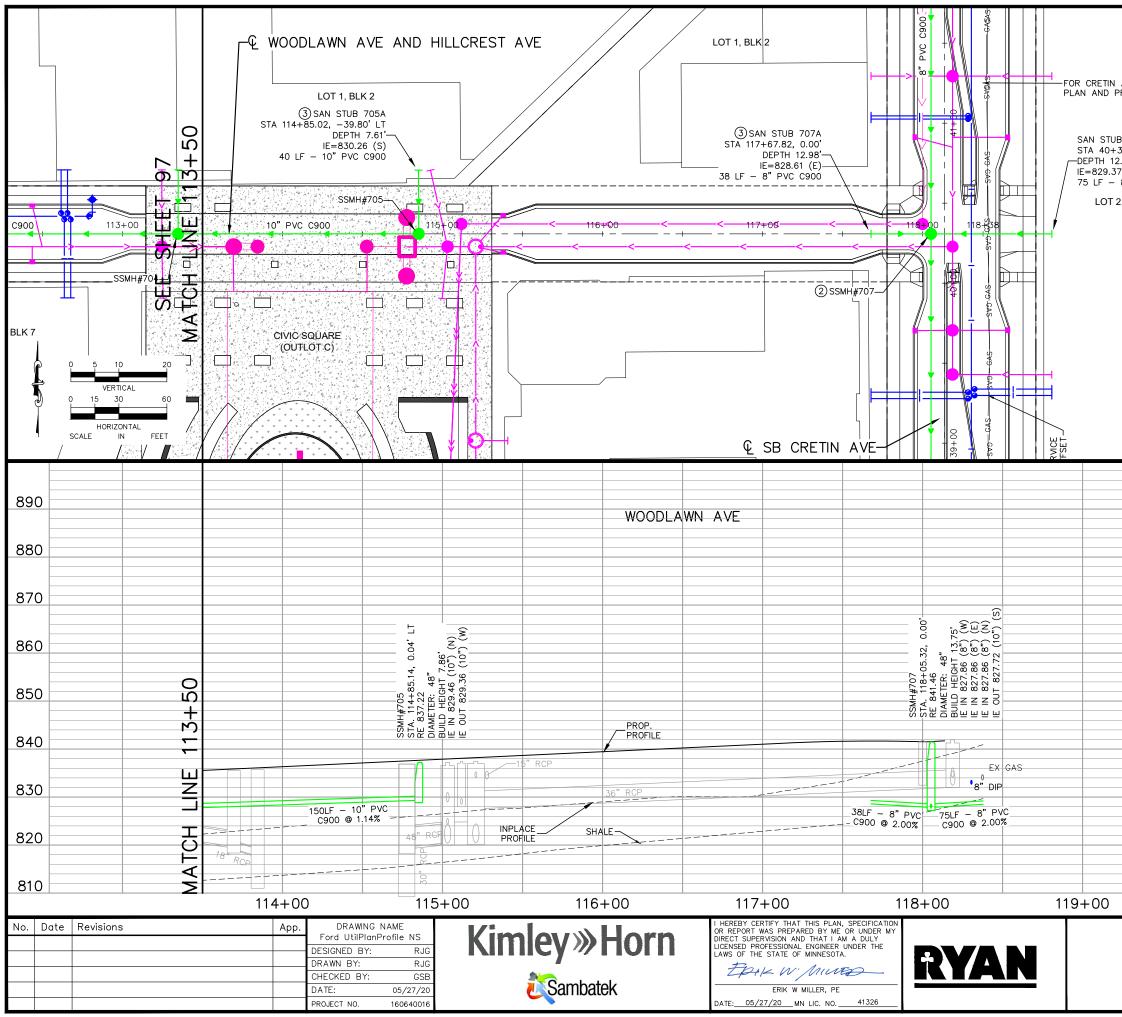




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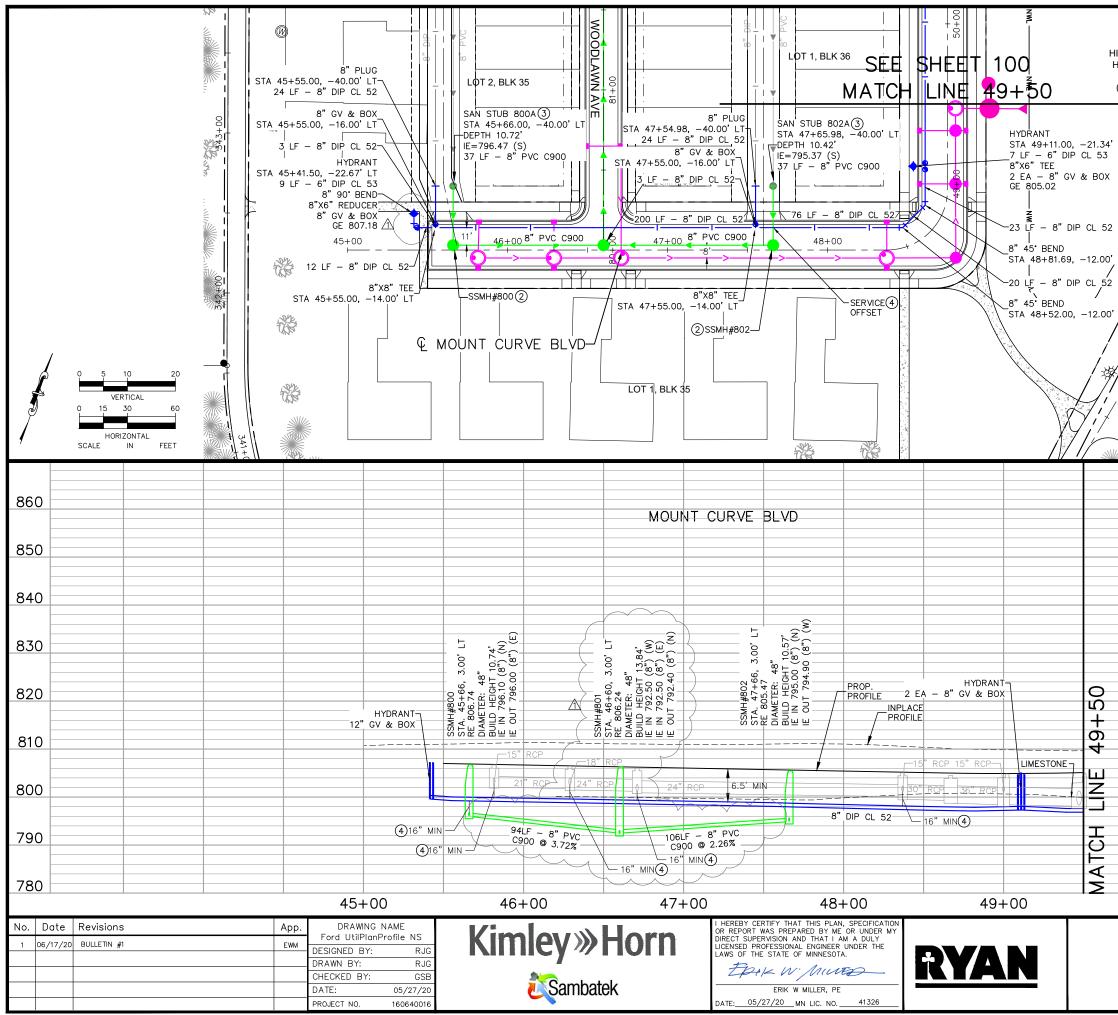


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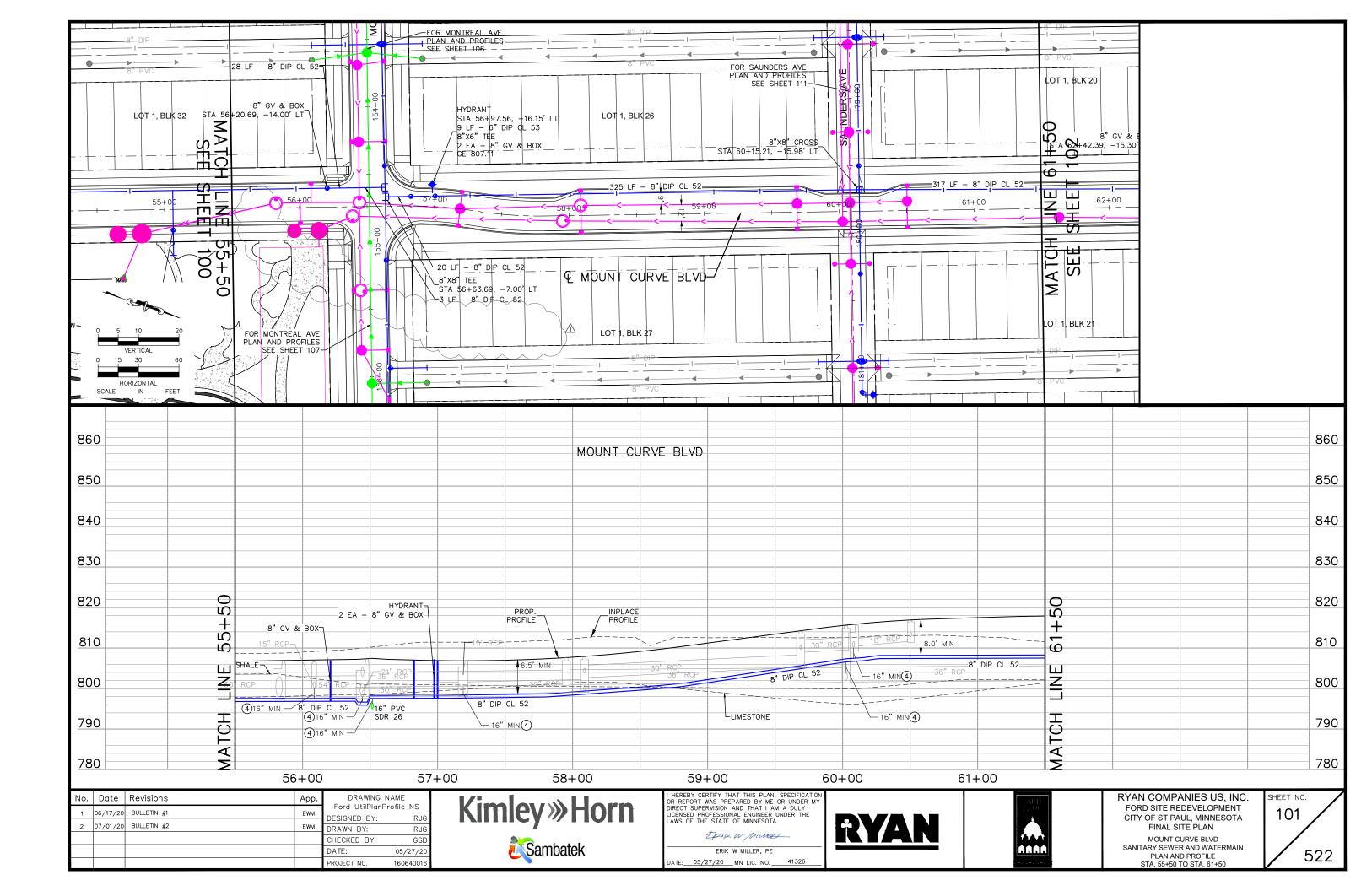
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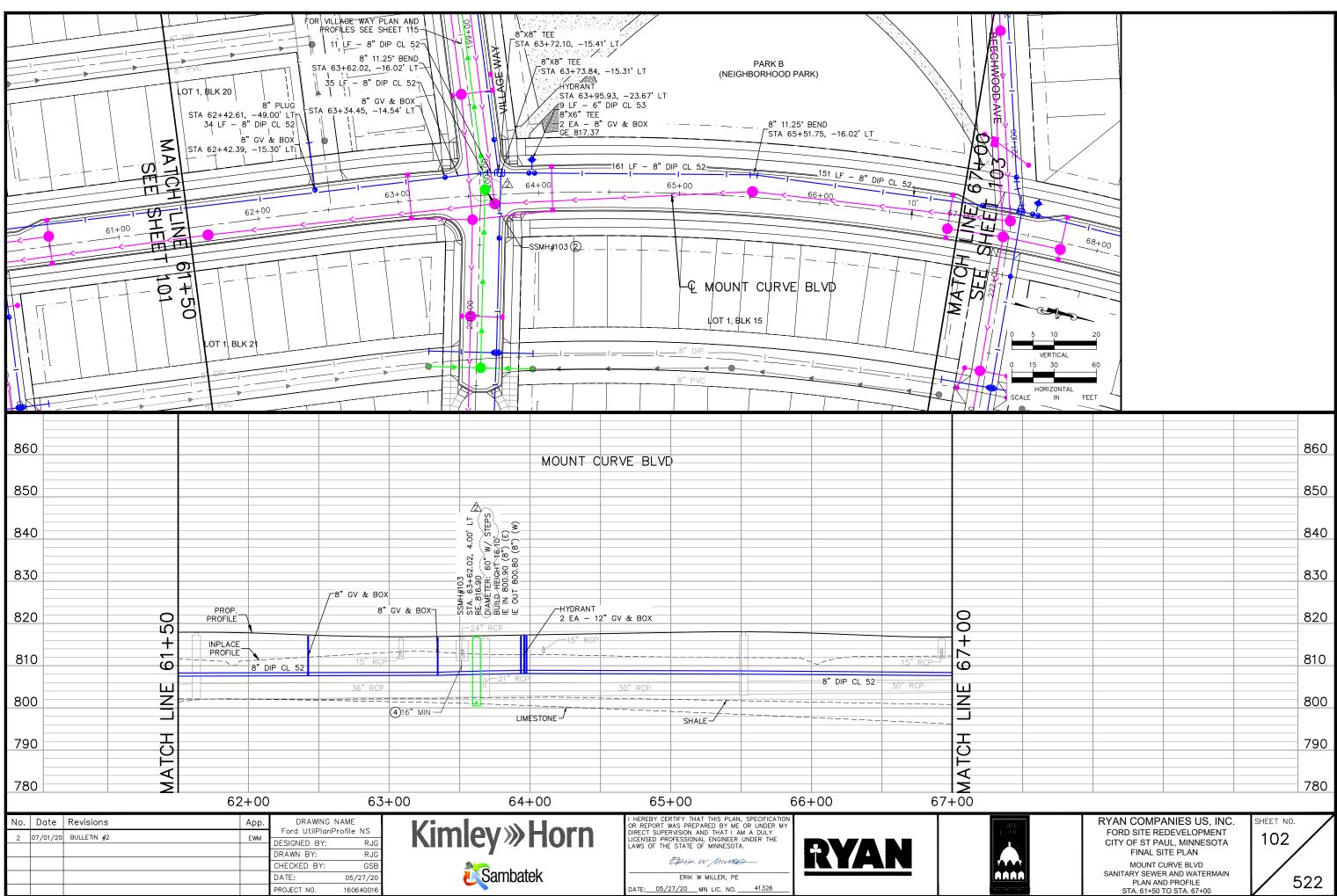
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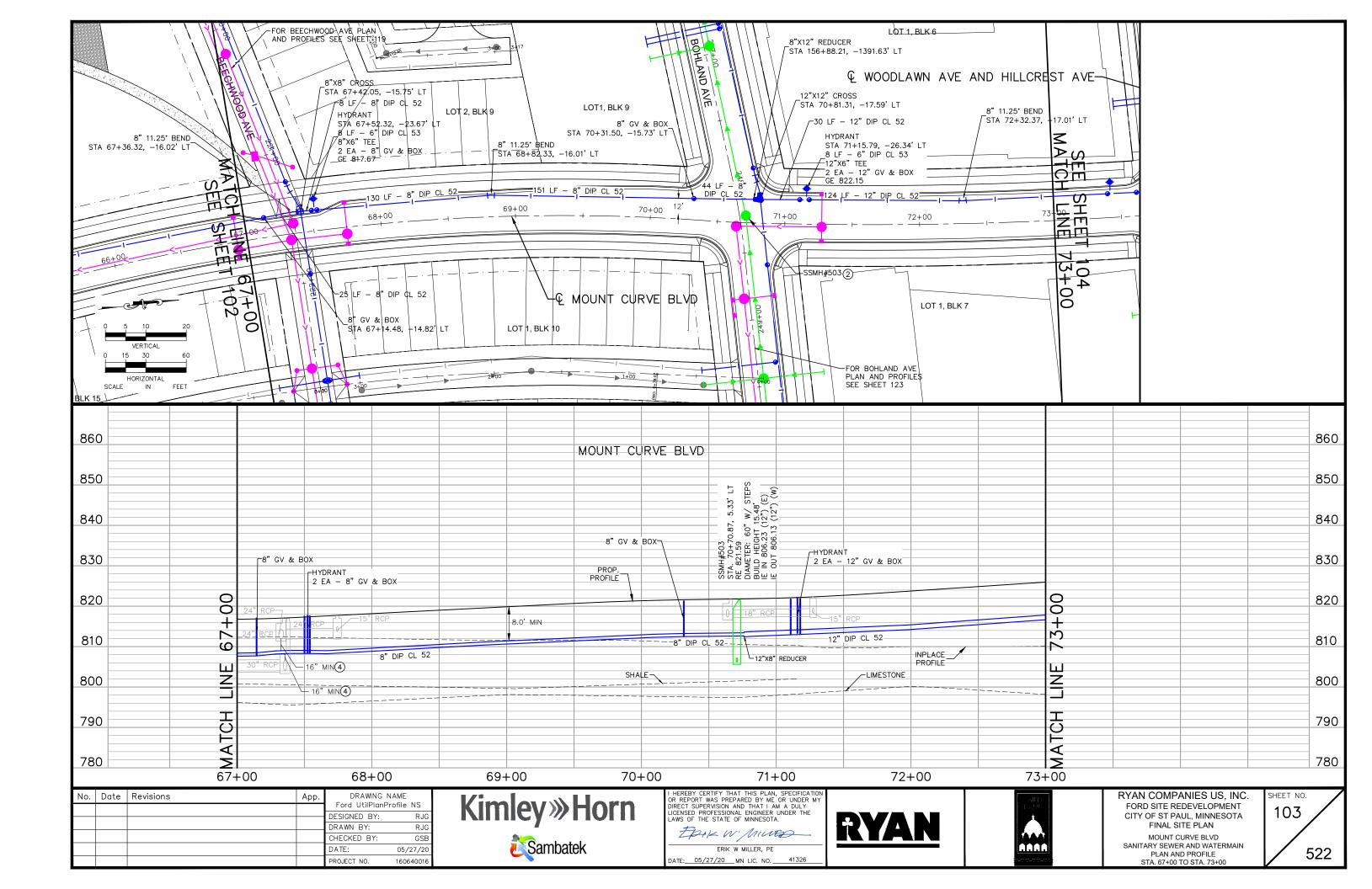
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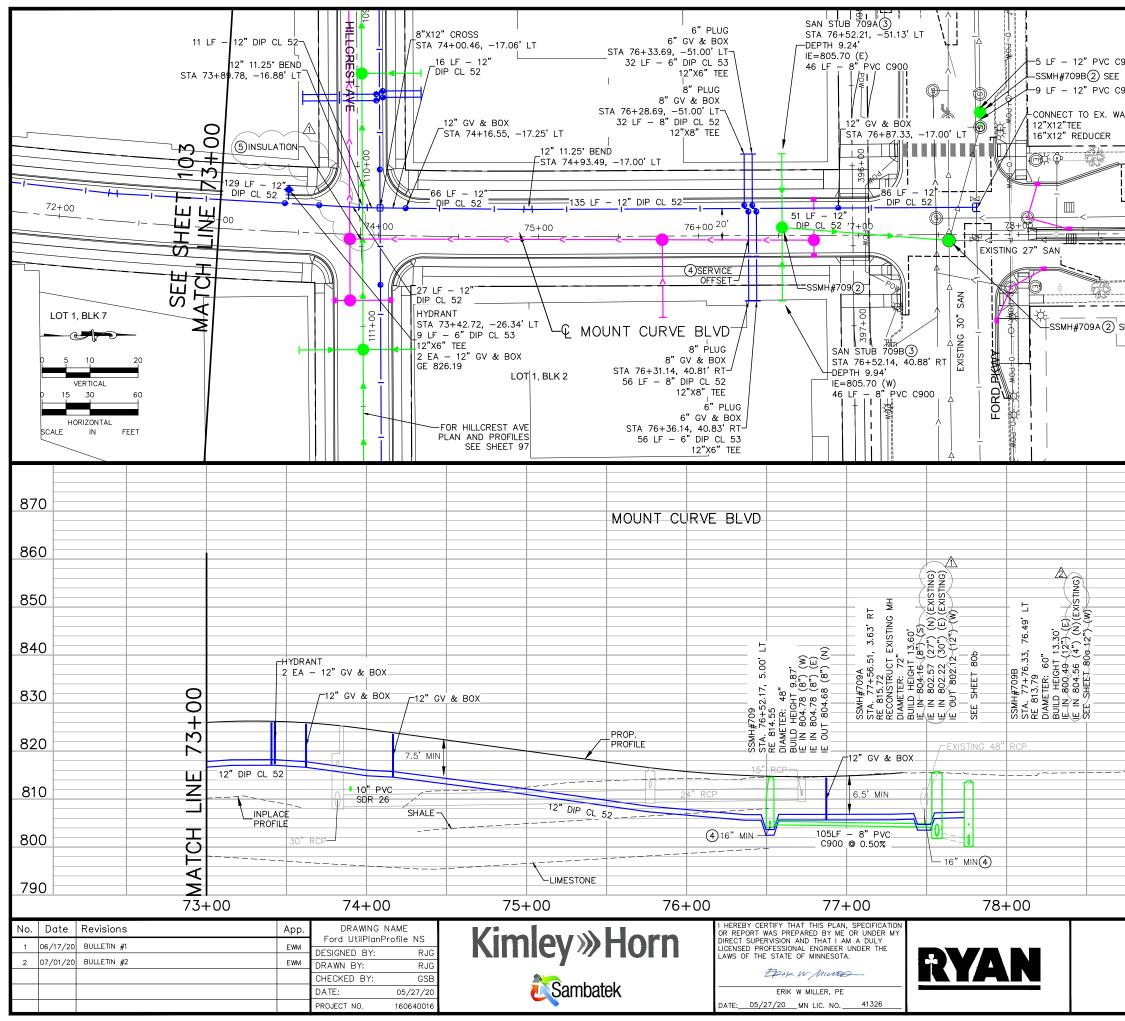


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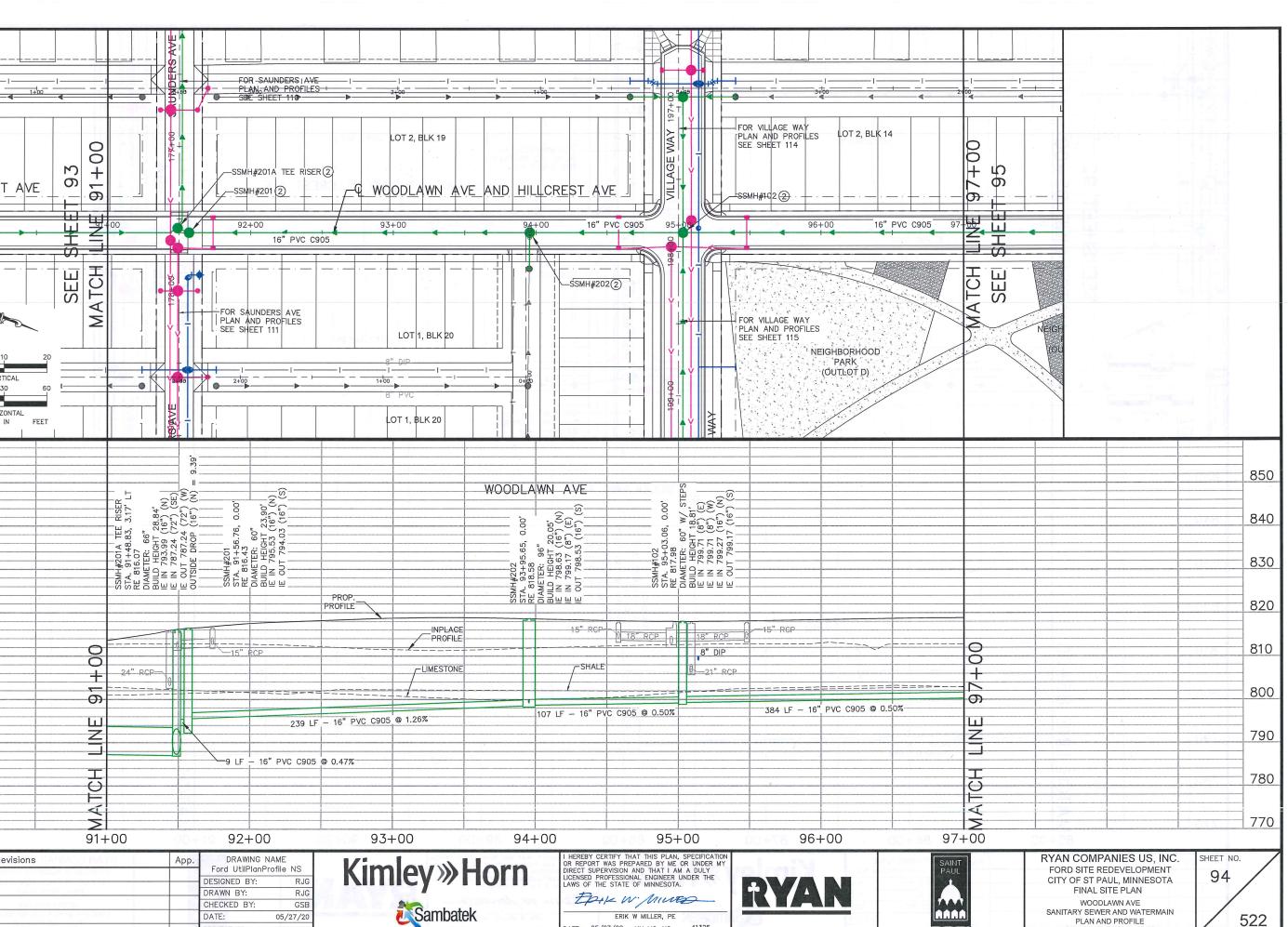


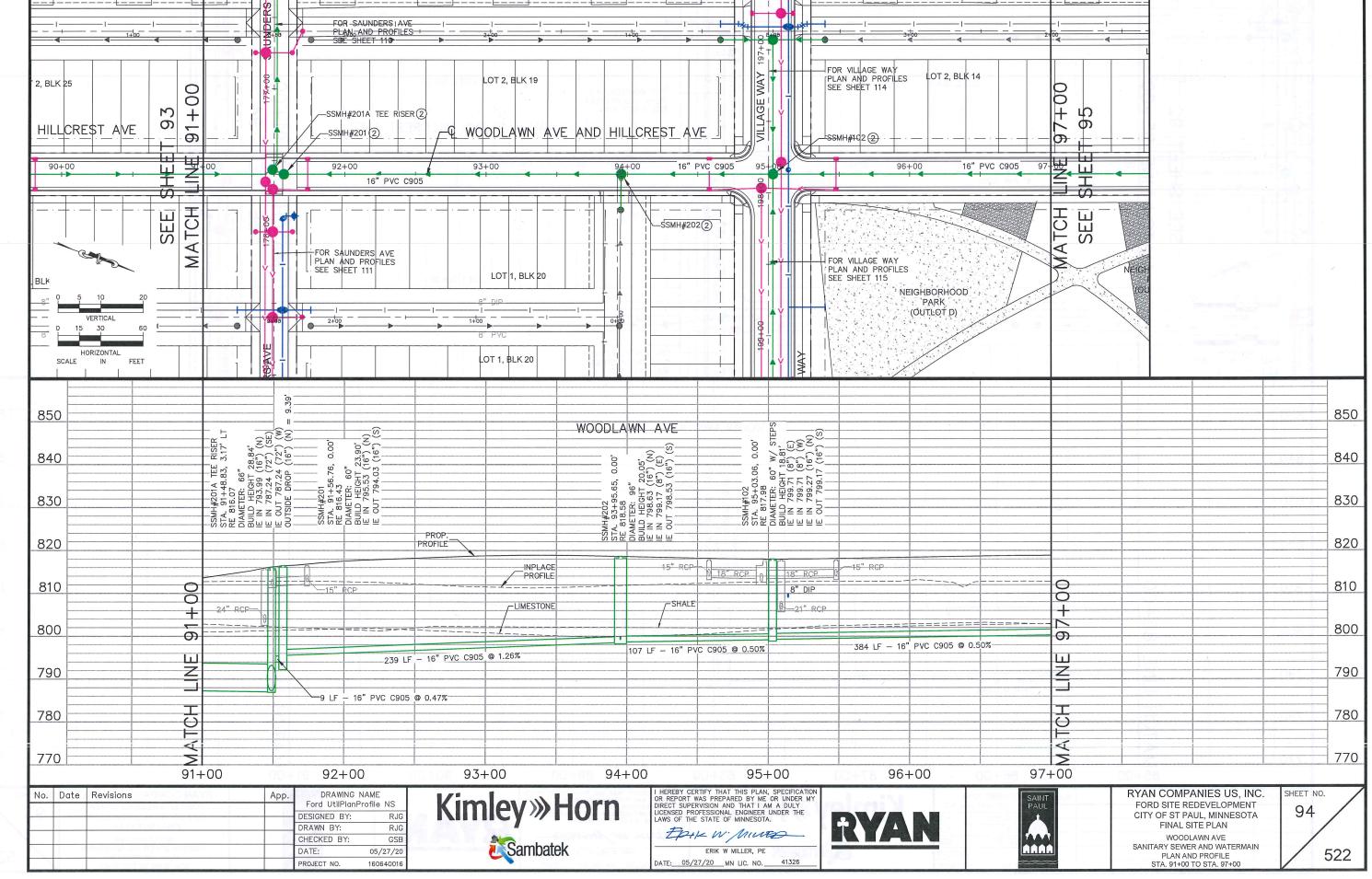


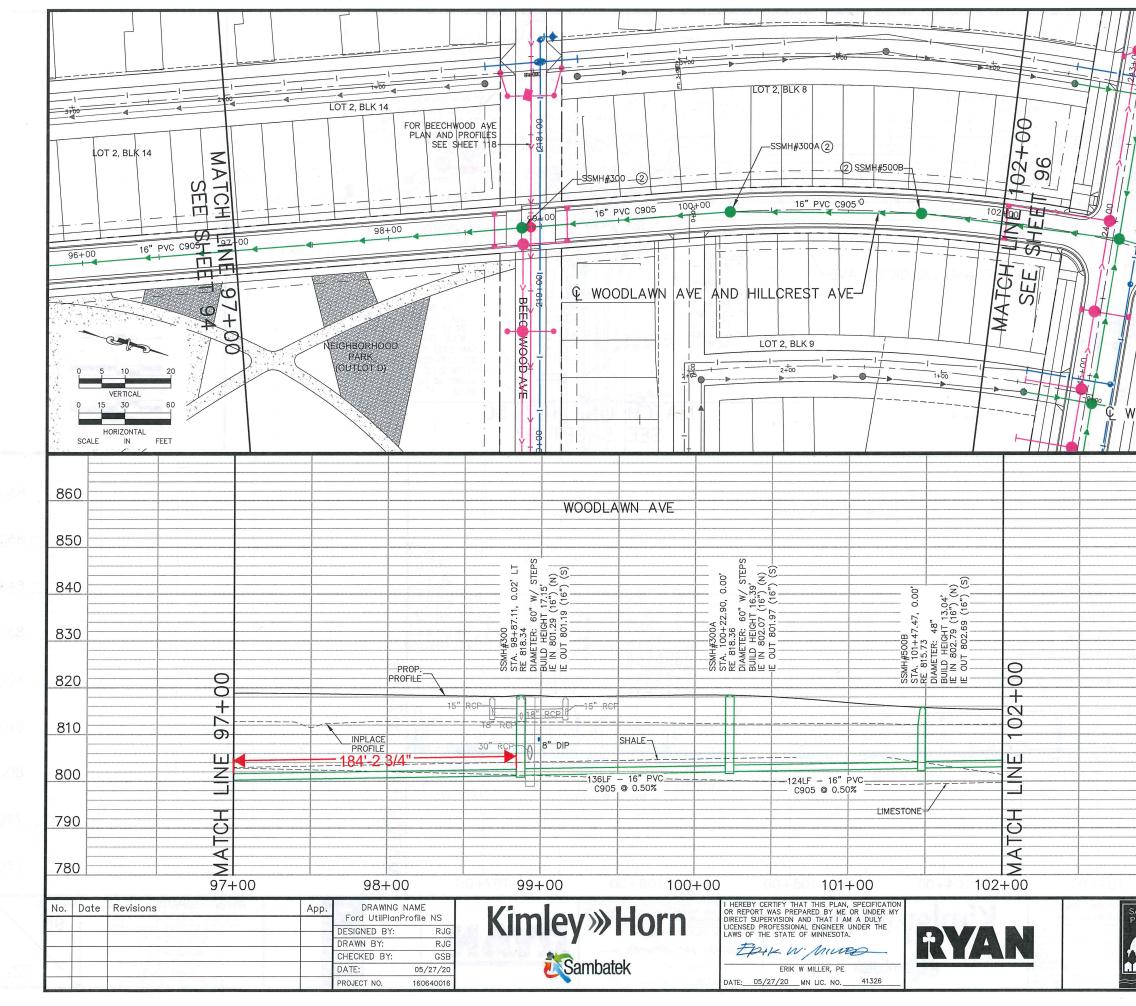




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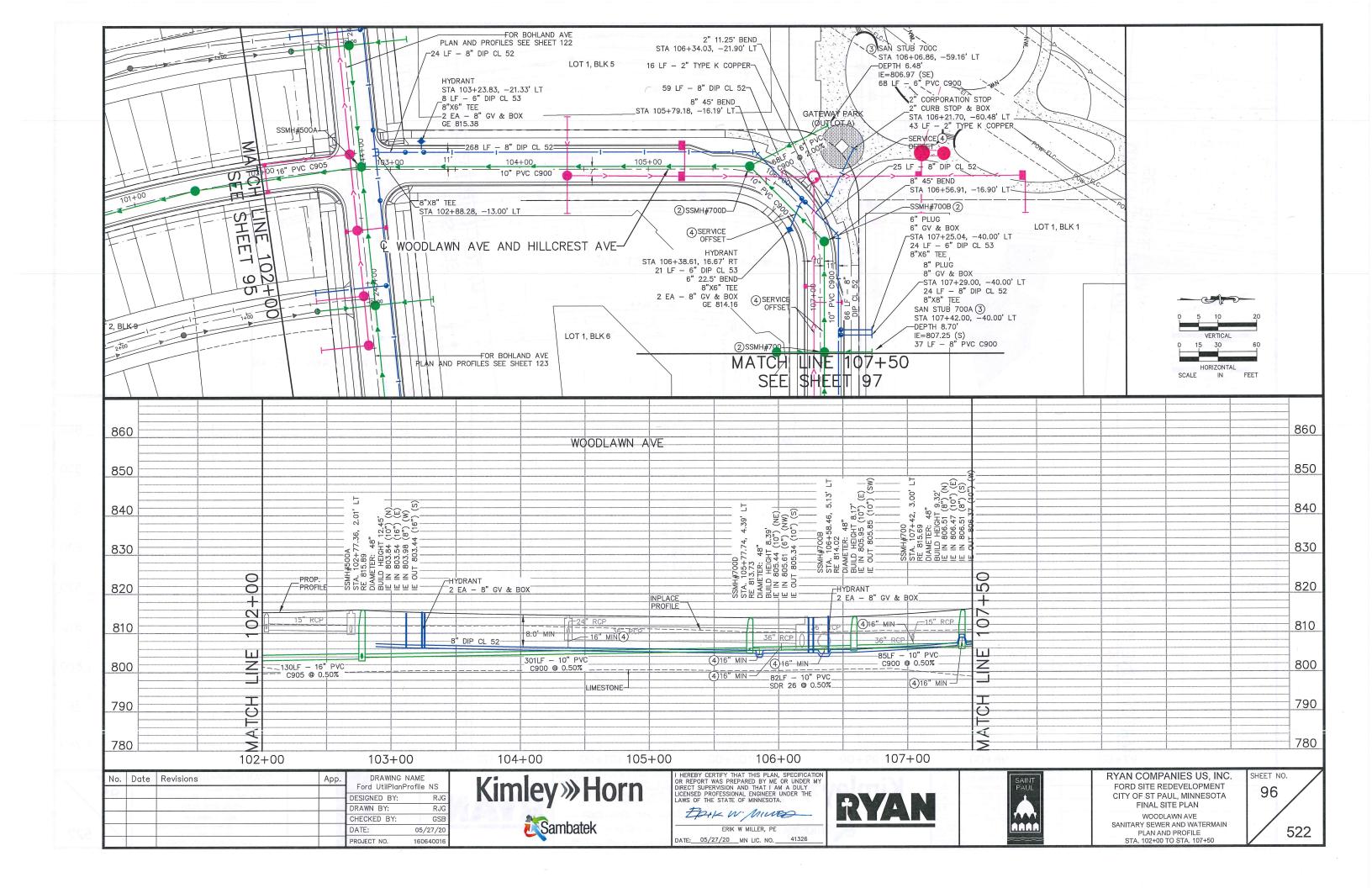


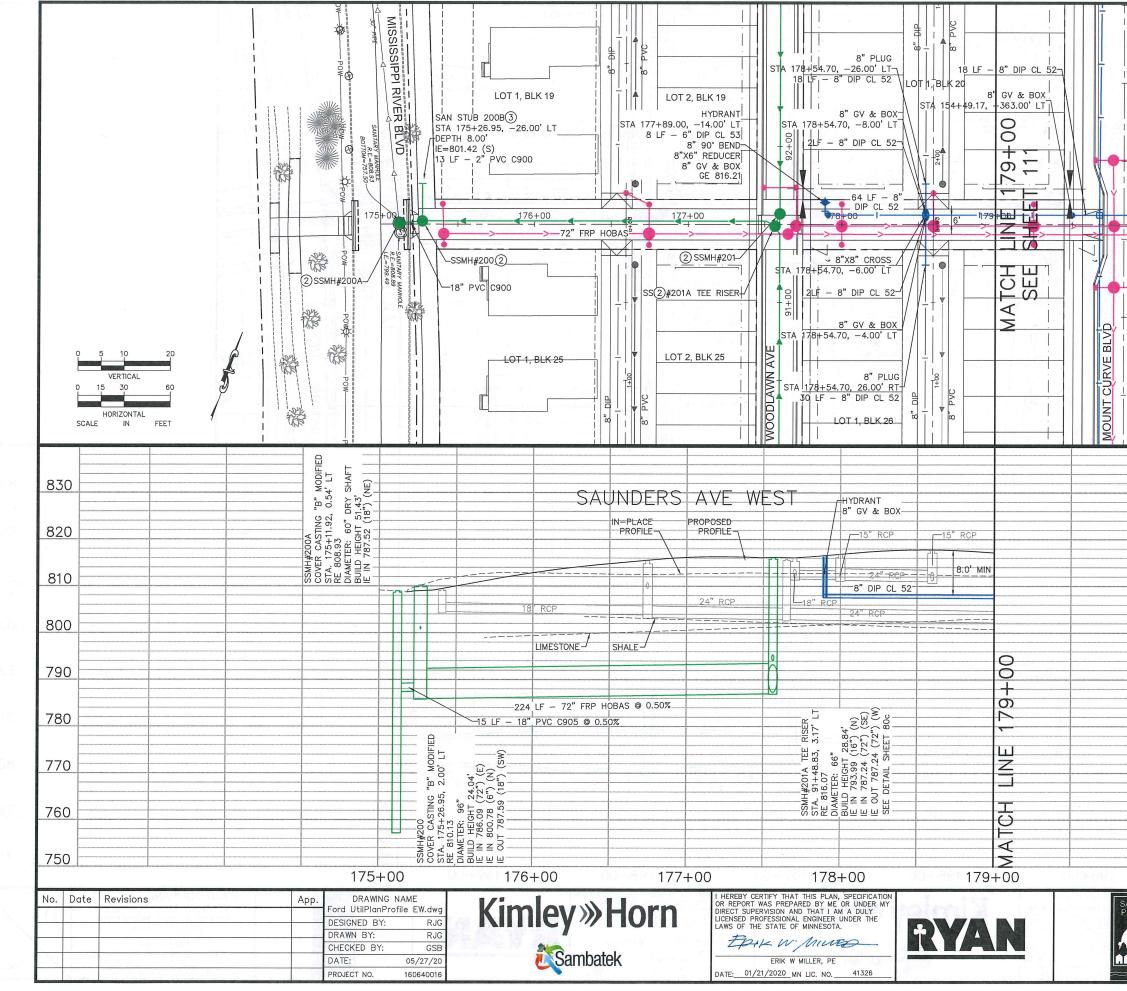




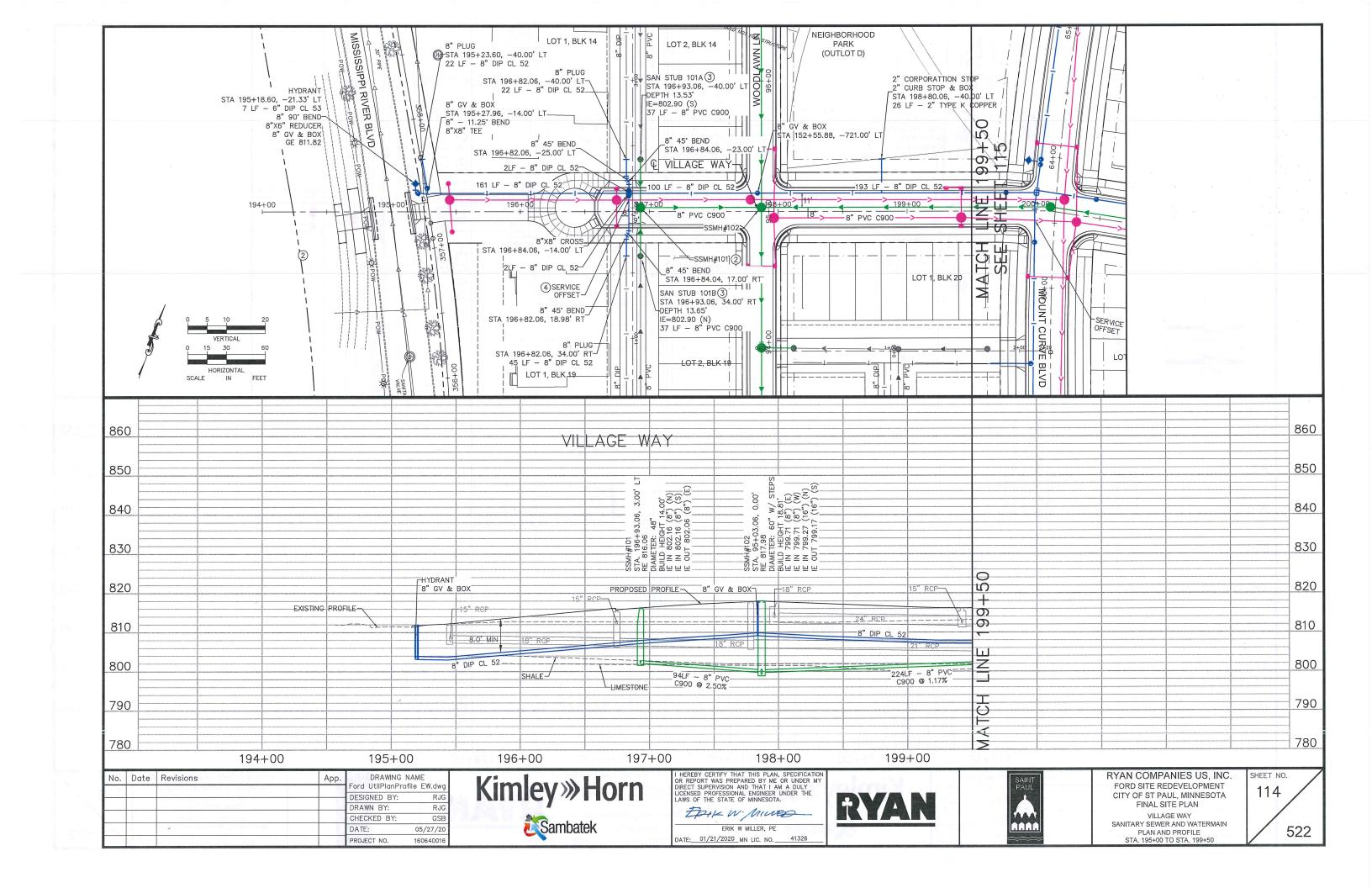
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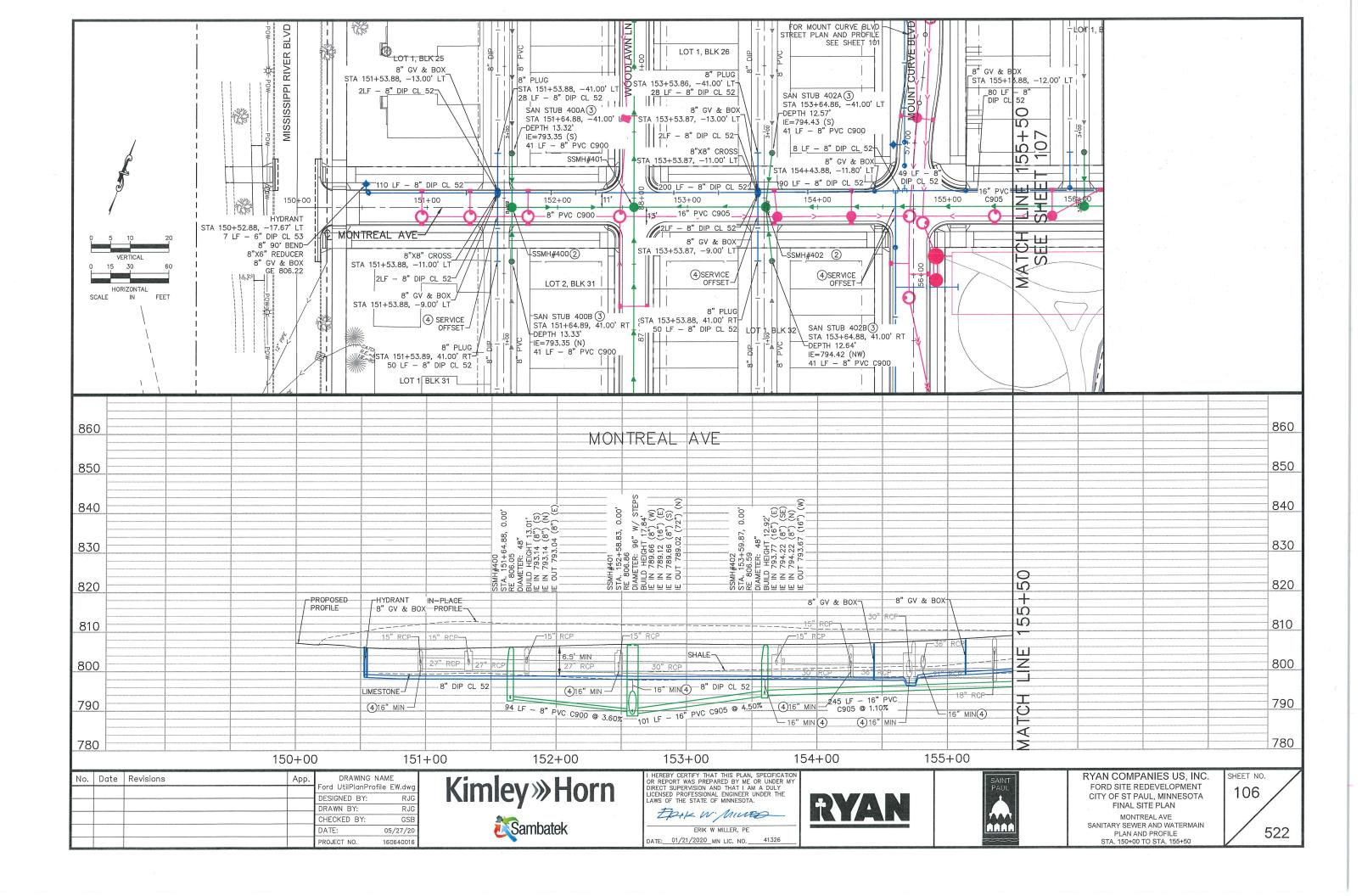
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Sanitary Sewer System – Temporary Inspection and Maintenance Plan

January 7, 2021

Cleaning and Inspection of Sanitary Sewers:

Ryan Companies will perform monthly inspections of sanitary structures that have been turned over to the City of Saint Paul per the Ordinance Permit <u>and</u> have a private development sanitary sewer connection. For example, Ryan will inspect the sanitary sewer on Cretin adjacent to Lot 1 Block 3 only after Lot 1 Block 3 is connected to the sanitary sewer system.

Inspections will consist of opening manhole lids or plated manholes, looking for signs of standing water, and documenting via photos if standing water is observed or not. Televising of sanitary sewers will only be completed if there are signs of debris or backup. Monthly flushing of the sanitary sewers as described above will be performed one of two ways: 1) Ryan Companies requests Saint Paul Regional Water Service (SPRWS) utilize the sanitary sewer system for any routine flushing maintenance. Additionally, this minimizes unnecessary water flow through the storm conveyance system which would be an added benefit. 2) Ryan Companies will coordinate with Bolander to dispense water (via watertruck) into upstream manhole(s) to flush the system.

Cleaning and inspection of the sanitary sewer contained within alleys on the west side of the site are excluded from Ryan Companies' maintenance scope. This scope is the responsibility of Pulte as needed.

Cleaning and Inspections will be documented via Ryan daily reports.

Cleaning and Inspection of Outside Drops:

SSMH #401 located on Montreal Avenue is the only outside drop contained within Sanitary OP #1 (202000601) or Sanitary OP #2 (20200010603) anticipated to be turned over to the City of Saint Paul in January of 2021. No private development with the possibility of generating construction debris toward SSMH #401 is slotted for construction start at this time; therefore, cleaning and inspection of outside drops are not foreseen in the short term.

The cleaning and inspection process for outside drops will be completed as outlined in section above.

Cleaning and Inspection of Sanitary Drop Shaft:

Cleaning of the MRB Drop Shaft will be completed through the cleaning and inspection process outlined above. Ryan Companies will only be responsible for the maintenance of the MRB Drop Shaft until Brookfield makes their connection sanitary connection. Ryan cannot be liable for

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

p: 612-492-4000 ryancompanies.com



maintenance of a City owned asset that supports an offsite, third party, facility, unless construction debris is observed migrating from the construction site.

The City and Ryan will complete the grout inspection and final tunnel walk through scheduled for spring 2021. Ryan is anticipating the Brookfield connection occurring after this walk based on current conversations with Brookfield.

Cleaning and Inspection of Sanitary Tunnel in MRB to the North:

Ryan Companies has excluded the cleaning or inspection of existing sanitary infrastructure not installed under our Redevelopment Agreement or Site Improvement Performance Agreement. Damage to the sanitary tunnel will be managed via terms of the Redevelopment Agreement and Site Improvement Performance Agreement.

Contact for Implementation of Plan:

Ryan Companies will complete the inspections as noted above. Ryan shall utilize American Environmental for services associated with jet/vac, if needed, for non-emergency related activities. Non-emergency related flushing will be completed by either American Environmental, Bolander or others, depending on what equipment is onsite at any given time.

The Master Association has contracted with Ryan Building Services (RBS) for operation and maintenance of the Master Association owned Outlots. Project Paul, LLC will also be contracting with RBS to provide post construction maintenance throughout the development in areas that have yet to be developed. These tasks may include snow removal of public sidewalks, mowing of boulevards and maintenance of lots yet to be developed.

Project Paul, LLC. will include 24 hour contact for emergency calls associated with the sanitary sewer maintenance in the RBS scope of services. In the event of an emergency contact, RBS shall contact American Environmental for response. RBS will also contact the Ryan construction team to assist.

Vertical Development Communications:

Ryan Companies, has and will continue, to inform private developers and their project teams of the new sanitary system and its low initial flows; increasing the potential for construction debris to lead to backups and plugging the sanitary sewer system. Any construction debris found within the turned over sanitary sewer system during our monthly inspections will be removed/ fixed at the expense of the private development in which it came from. If debris is found between neighboring private developments under construction than the cost will be shared between parties.



This also applies to future phases of the sanitary sewer main installation which will be completed via future ordinance permits.

GSOC:

Please see the conditions attached to infrastructure acceptance for more information on Gopher State One Call and locates. There are specific conditions for each Ordinance Permit acceptance.

Ryan Maintenance Completion:

Ryan is responsible for maintenance of the sanitary sewer system until such section of the system reaches a minimum pipe velocity of 2 feet per second and no build-up of sediment or back-ups for a 30 day period are witnessed.

Ryan will coordinate with Sambatek to review the phased comprehensive sanitary sewer report to validate whether the minimum pipe velocity is reached as each private development is completed. Field measurement of velocities is not required.

Upon reaching the minimum pipe velocity, Ryan shall inform the City of Saint Paul and document existing conditions of the manholes within the appropriate section of the system which has reached the minimum velocity. Ryan will reinspect 30 days later.

The maintenance of the system shall become the responsibility of the City of Saint Paul should no evidence of sediment or sewer backup be present. This will be document via letter and colored site plan, similar to the ordinance permit plan, for tracking purposes.

Please note this represents the minimum maintenance required. This plan may be reviewed and updated should conditions warrant.