

Exhibit A

Ordinance Permit 20210010315A

Exhibit H

Form of Public Infrastructure Conveyance

PUBLIC INFRASTRUCTURE CONVEYANCE

ORDINANCE PERMIT # #20220010315

This Public Infrastructure Conveyance Agreement (“Agreement”) is made and entered into effective February 3, 2022, 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

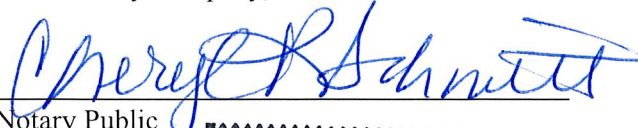
By: 

Name: Maureen Michalski

Its Vice President of Development

STATE OF Minnesota)
) ss.
COUNTY OF Hennepin)

The foregoing instrument was acknowledged before me this 7 day of February, ~~2022~~ 2023, by Maureen Michalski, the VP Development 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

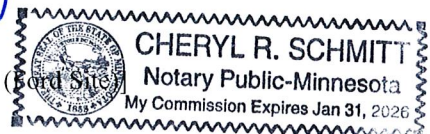


Exhibit G

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.

Lighting

Project Description

20220010315

Permit Number

Bel Humentamp

53081

1/26/2023

(Signature and License No.)

Date

Kimley-Horn and Associates Inc.

Organization (Print)

1/2012



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 5/25/2022
 SPR File # _____
 Permit No. 20220010315A
 Amended 02/09/2023
 DLK

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 checked="" type="checkbox"/> Roadway Traffic | <input 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:

2 - ROW OP #1

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

Hillcrest Ave, Civic Plaza to Woodlawn, Adjacent to L1B1, L2B2, L1B6 and L1B2. Woodlawn Ave, From Hillcrest Ave to Bohland Ave, Adjacent to L1B6 and L1B5

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 Right of Way Ordinance Permit #1 includes installation of all EUG conduit, non-metallic conduit, handholes, Type I Light Poles with ground rods, and all wiring. ~~Also included in this scope is the installation of all signing and striping components associated with the limits of this permit.~~

Applicable plan sheets related to this permit are listed below and attached to this application: 9,10, 375, 396 - 404, 412, 445, 446, & 451.

Applicant Contact Person: Nick Saucier	Contact Person Title: Project Manager	Contact Person Telephone: 507-720-8736	Contact Person Email: Nick.Saucier@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:		
<u>David Kuebler</u> Signature	<u>Ford Site Technical Lead</u> Title	<u>August 19, 2022</u> Date
<u>David Kuebler, P.E.</u> Printed Name		

PERMIT NUMBER 20220010315

**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;

- NA Documentation of roadway materials at compaction of grading and base, plant mix design report, strength;

- NA 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;

- NA 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);

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

- NA All applicable operation and maintenance manuals provided to Public Works; and

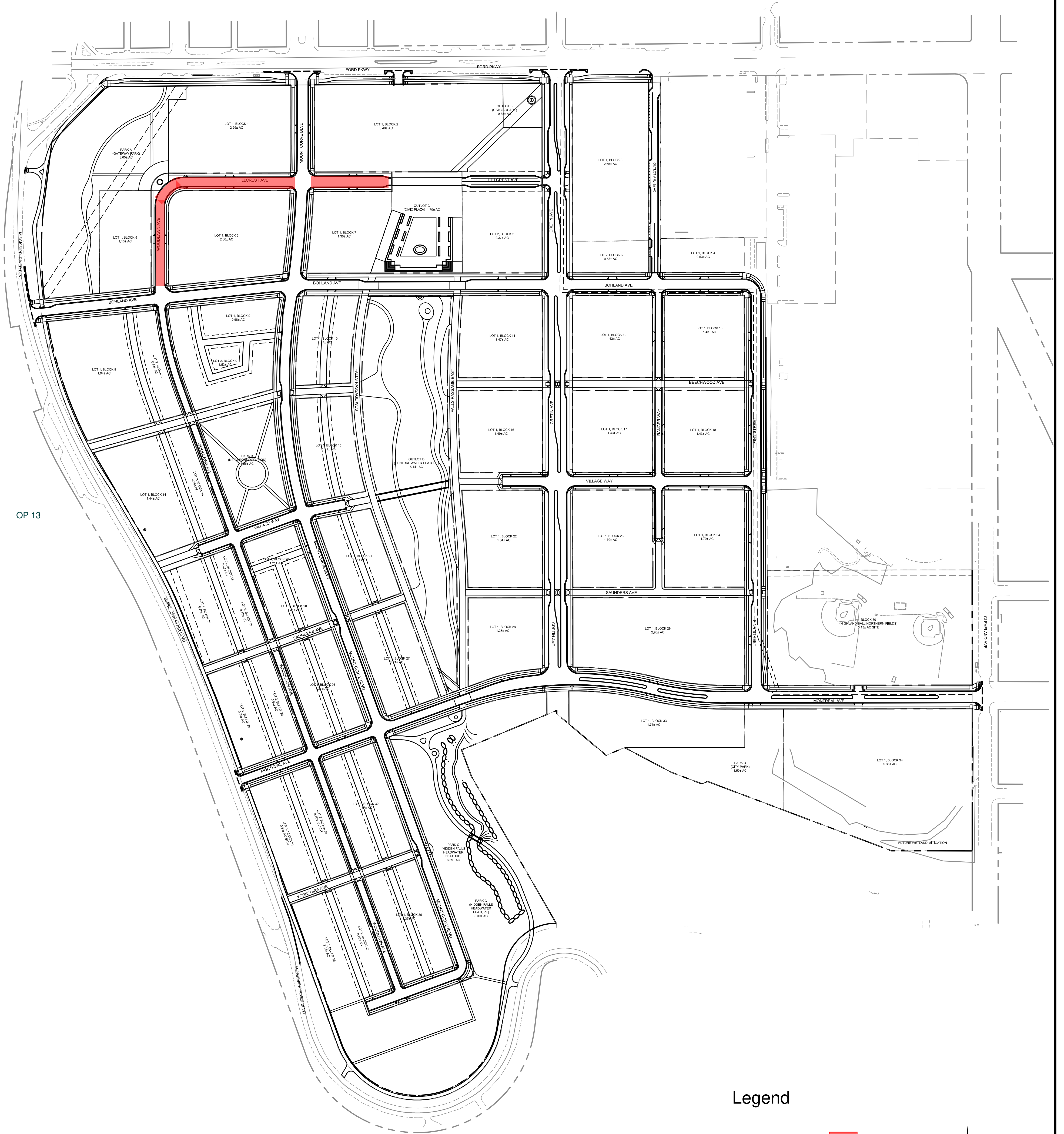
- Certificate of Compliance signed and submitted to City by Engineer of Record.

RELEASE OF PERMIT:

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

Release Authorized by _____ Title _____

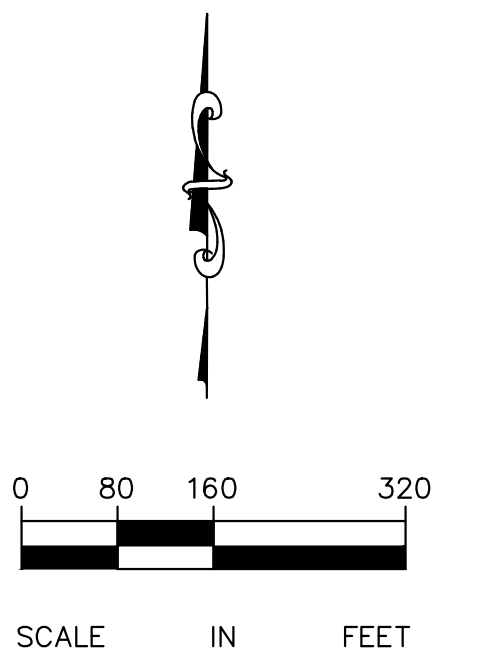
This document, together with the concepts and designs presented herein, as an instrument of service, is intended only for the specific purpose and client for which it was prepared. Reuse of and improper reliance on this document without written authorization and adaptation by Kimley-Horn and Associates, Inc. shall be without liability to Kimley-Horn and Associates, Inc.

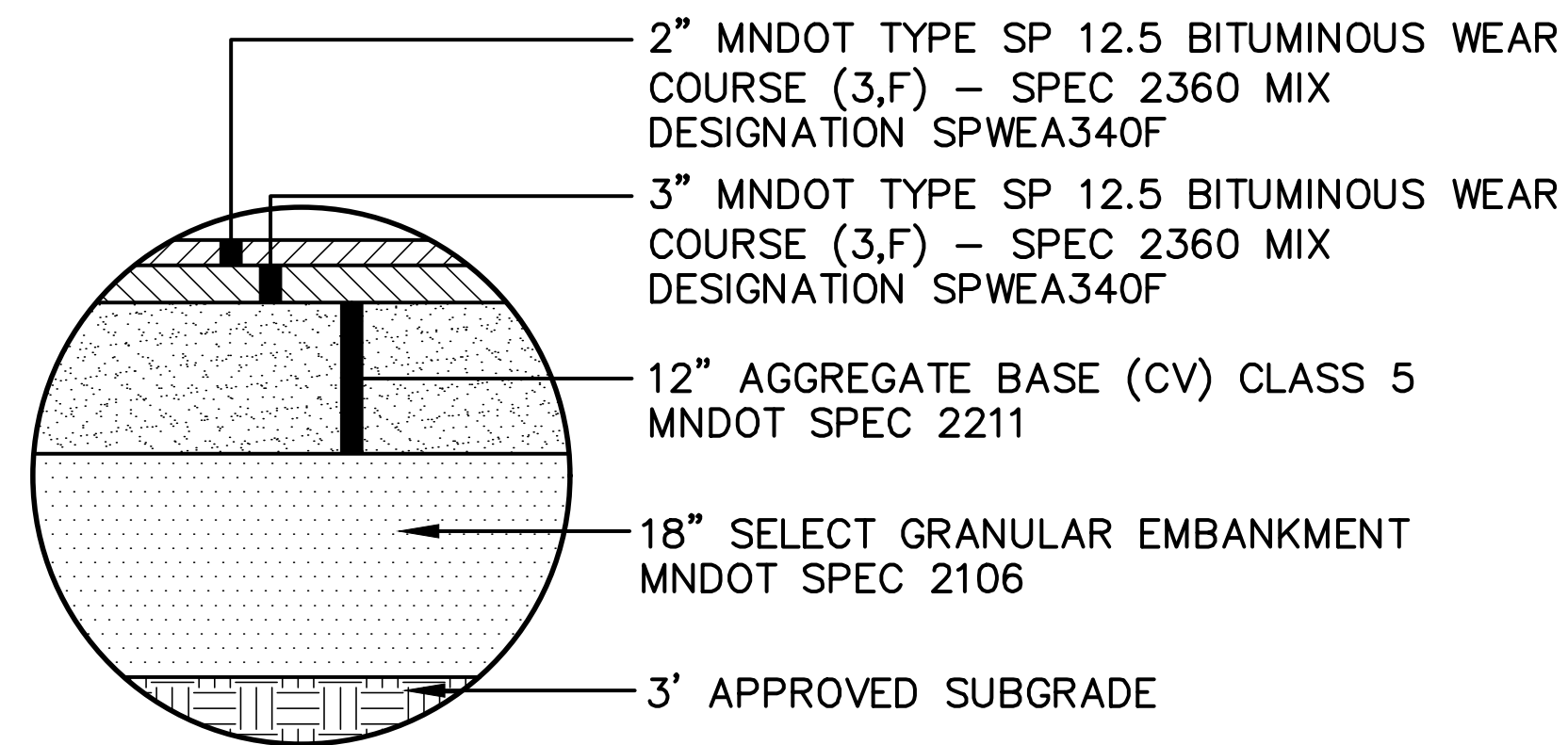


OP 13

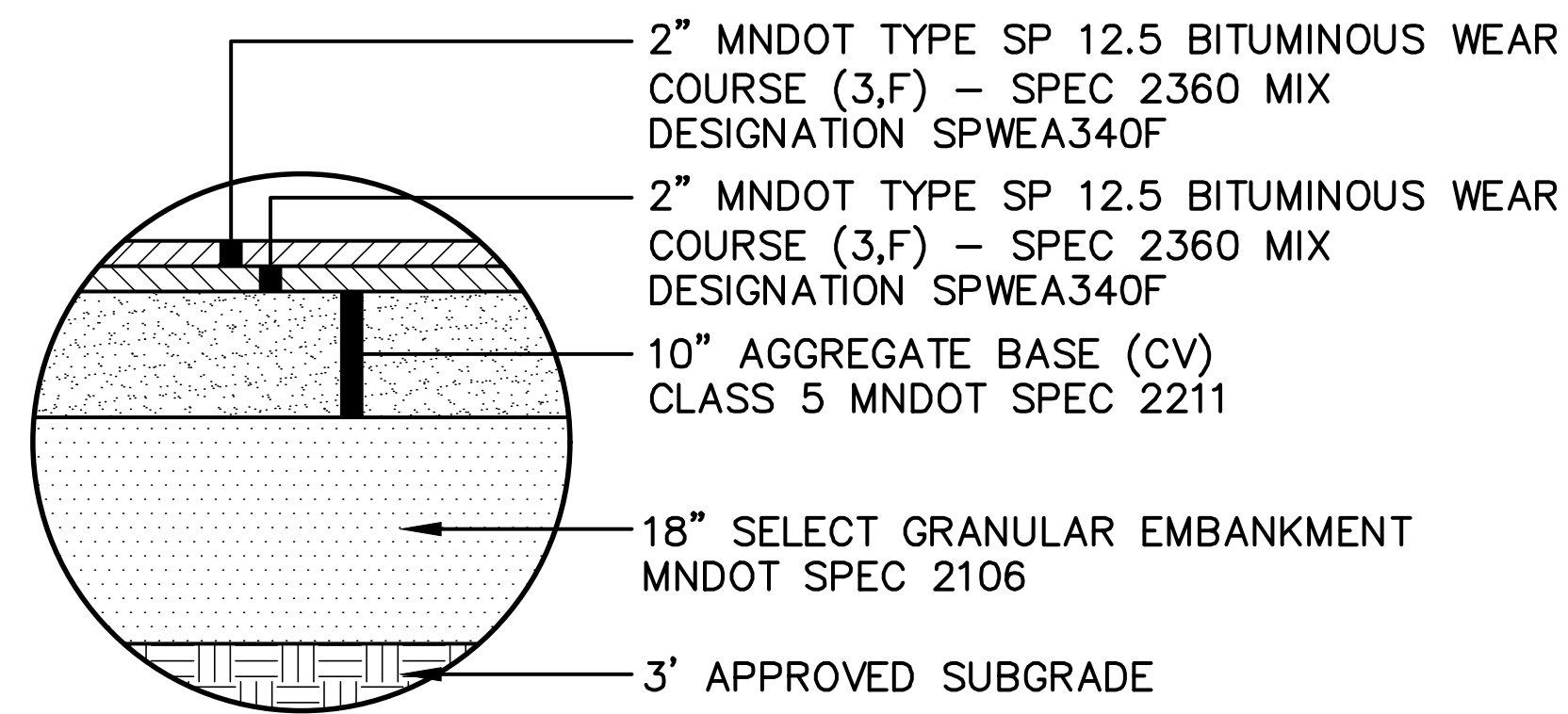
Legend

- Vehicular Roadway
- Non-Vehicular Roadway + Boulevard
- ROW Sidewalk, Bike Lane & Boulevard
- Boulevard Trees & Landscape
- Park Space

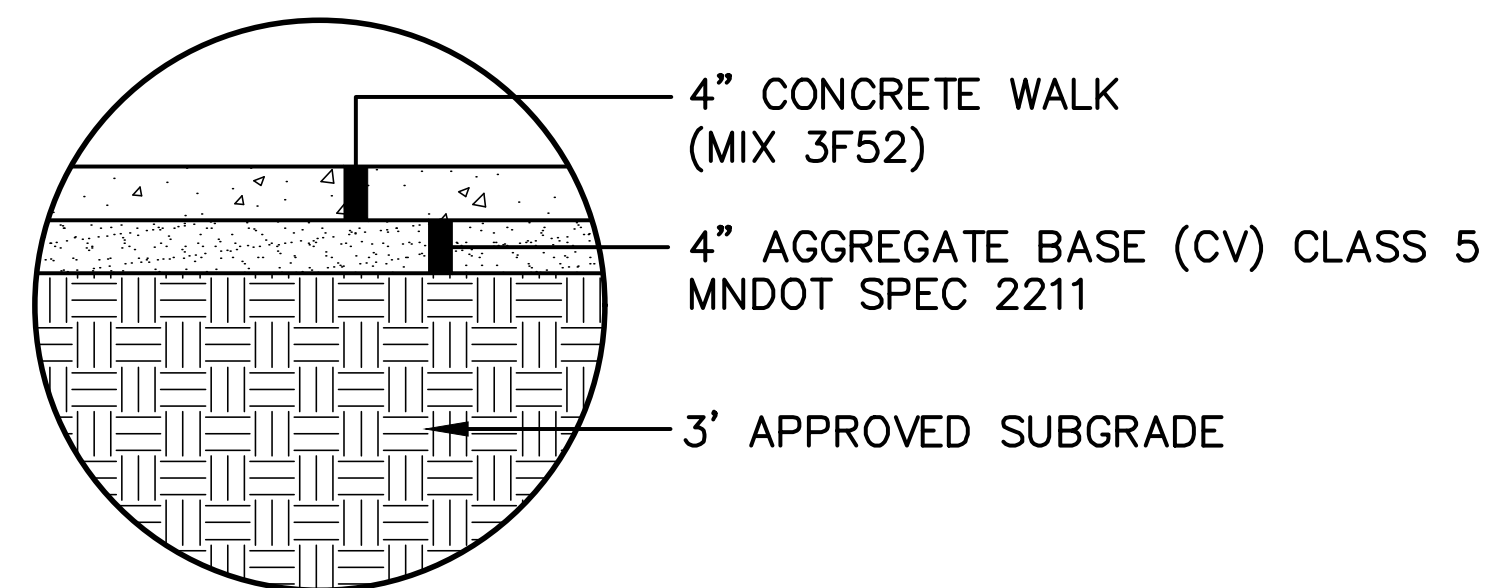




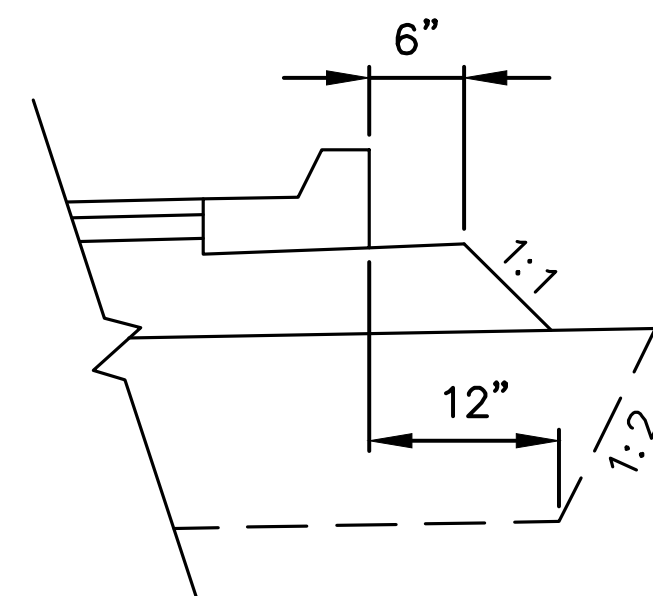
INSET A – PRIMARY ROAD



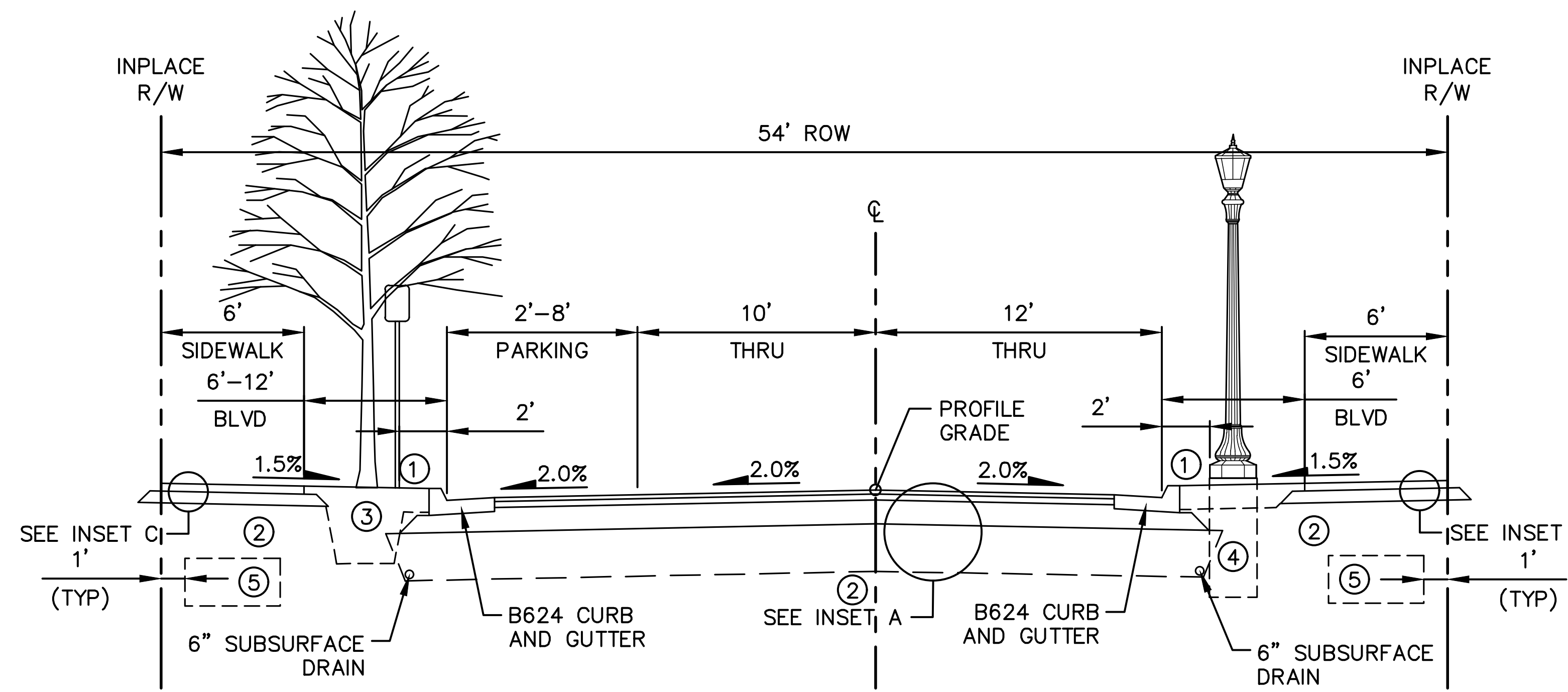
INSET B – SECONDARY ROAD



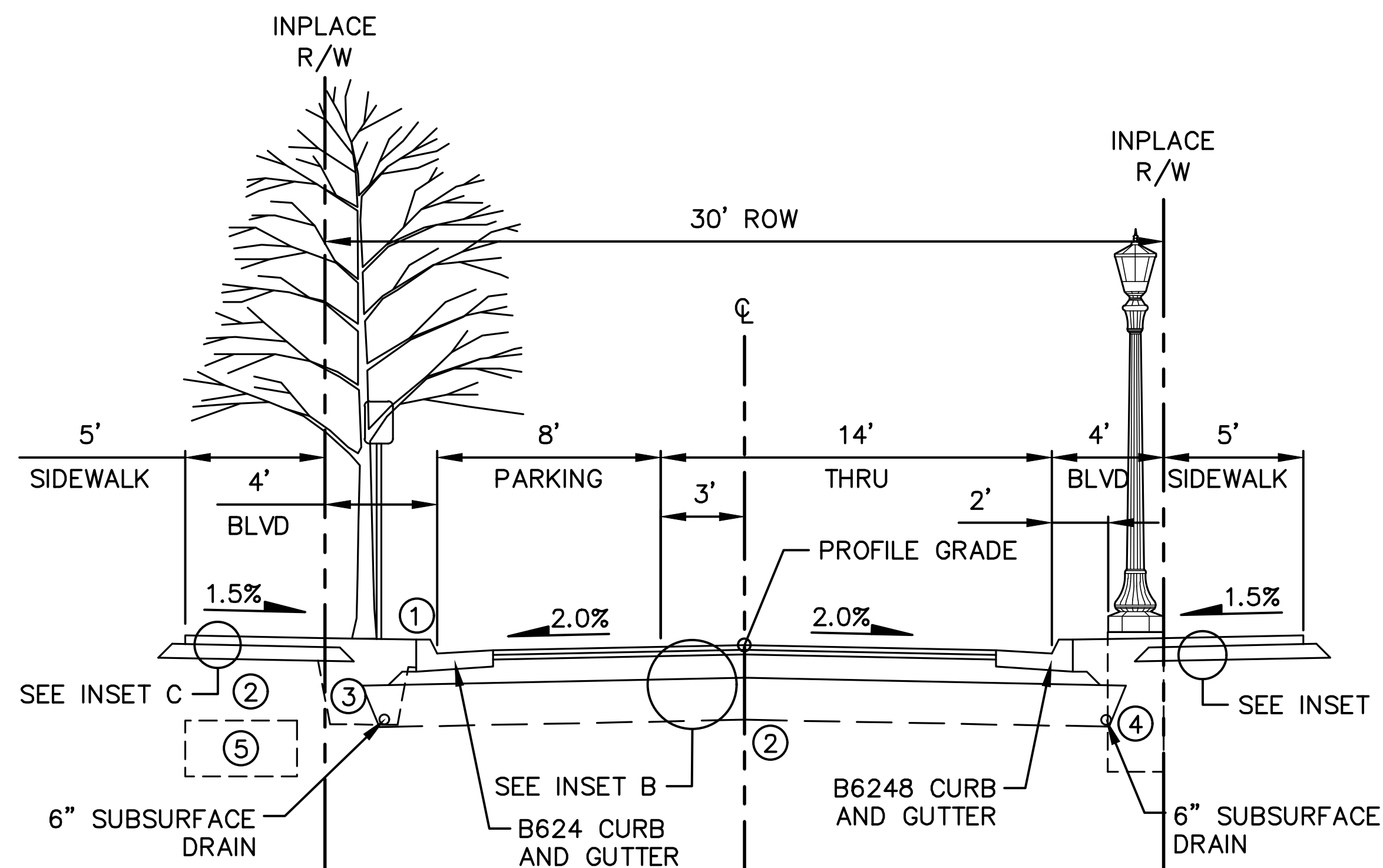
INSET C – 4" CONCRETE SIDEWALK



TYPICAL GRADING DETAIL AT CURBS



WOODLAWN AVENUE
BOHLAND AVENUE TO HILLCREST AVENUE
(STA. 102+73 – STA. 106+18)



WOODLAWN AVENUE
YORKSHIRE AVENUE TO MONTREAL AVENUE
(STA. 83+96 – STA. 87+93)
SAUNDERS AVENUE TO VILLAGE WAY
(STA. 91+50 – STA. 95+00)
BEECHWOOD AVENUE TO BOHLAND AVENUE
(STA. 98+93 – STA. 102+73)

LEGEND

- ① BOULEVARD CROSS SLOPE MAY VARY FROM 0.5% TO 8%.
- ② EXCAVATE AND DISPOSE OF SHALE OR CONSTRUCTION DEBRIS ENCOUNTERED WITHIN 3 FEET OF FINISHED GRADE.
- ③ CENTER TREES IN BOULEVARD. MINIMUM OF 300 CF OF TOPSOIL REQUIRED FOR TREE ROOT ZONE (TOPSOIL SHALL DISPLACE ROADWAY MATERIALS).
- ④ LIGHT BASE DIMENSIONS OF 2' DIAMETER AND 6' DEEP PER MNDOT STANDARD PLATE 8127E. TOP OF FOUNDATION TO BE 3" ABOVE BLVD GRADE.
- ⑤ PRIVATE UTILITY CORRIDOR.

GENERAL NOTES:

- 1. TREE DETAILS INCLUDED FOR GENERAL INFORMATION AND COMMENT. SPACING AND SPECIES OF BOULEVARD TREES TO BE INCLUDED ON LANDSCAPE PLANS.
- 2. STREETLIGHT DETAIL AND LOCATION INCLUDED FOR GENERAL INFORMATION AND COMMENT. SPACING OF STREET LIGHTING TO BE INCLUDED ON LIGHTING PLANS.
- 3. CITY STANDARD 12" OF TOPSOIL AND SEED/SOD.
- 4. UNLESS OTHERWISE SPECIFIED, THE OUTFALL CURB AND GUTTER CROSS SLOPES SHALL BE THE SAME AS THE ADJACENT FINISHED SURFACE.
- 5. TACK COAT TO BE APPLIED BETWEEN BITUMINOUS PAVEMENT LIFTS.
- 6. SIDEWALKS SHALL HAVE A MINIMUM CROSS SLOPE OF 1.5% AND A MAXIMUM CROSS SLOPE OF 2%. SIDEWALK THAT IS CONSTRUCTED OUT OF COMPLIANCE WILL BE REJECTED.

No.	Date	Revisions	App.	DRAWING NAME
				Ford Plan Typs.dwg
				DESIGNED BY: RJG
				DRAWN BY: RJG
				CHECKED BY: GSB
				DATE: 05/27/20
				PROJECT NO. 160640016

Kimley»Horn

767 EUSTIS STREET, SUITE 100, ST. PAUL, MN 55114
PHONE: 651-645-4197
WWW.KIMLEY-HORN.COM

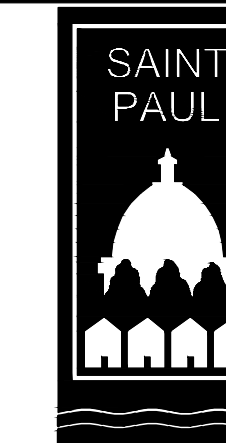
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Gregory S. Brown

GREGORY S. BROWN, PE

DATE: 05/27/20 MN LIC. NO. 22814

RYAN



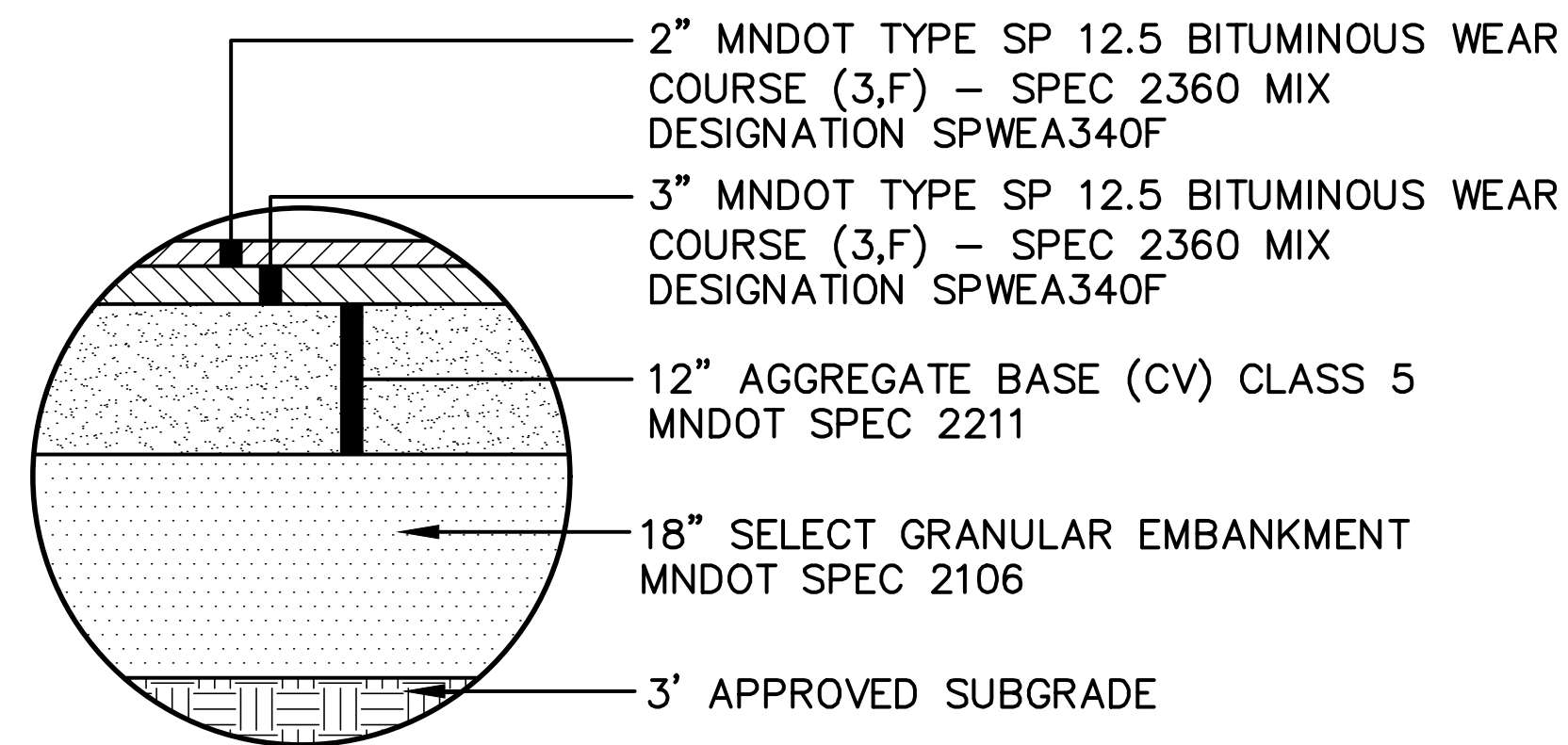
RYAN COMPANIES US, INC.
FORD SITE REDEVELOPMENT
CITY OF ST PAUL, MINNESOTA
FINAL SITE PLAN

TYPICAL SECTIONS

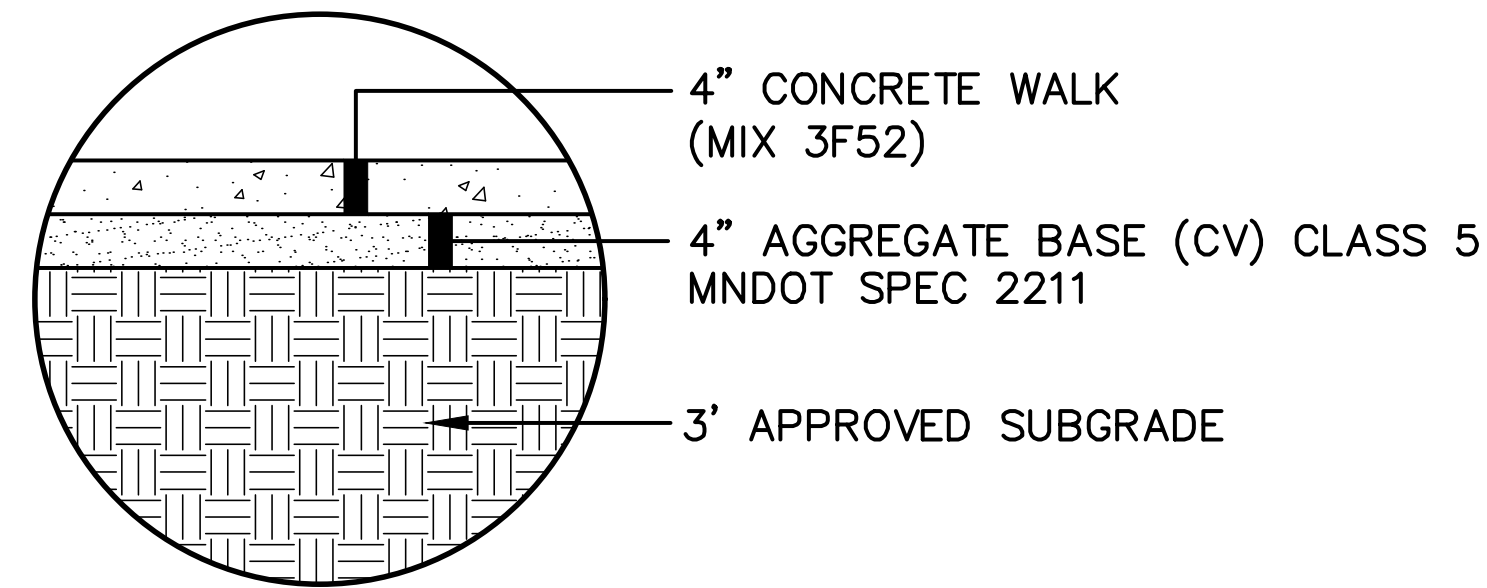
SHEET NO.

9

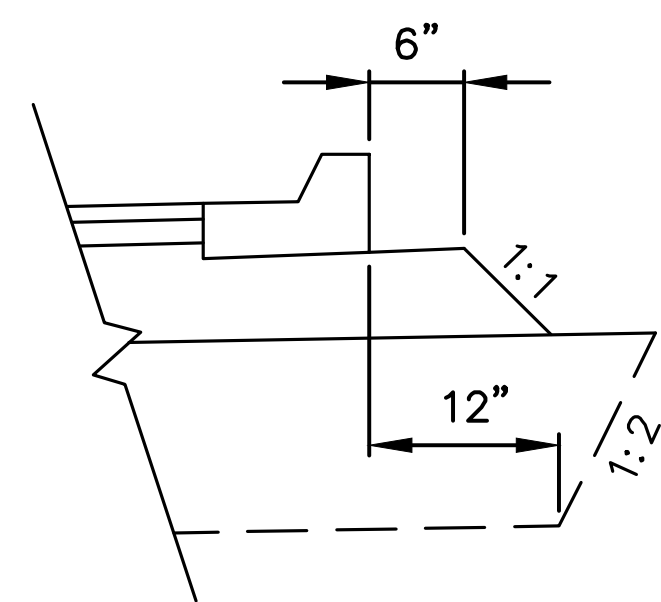
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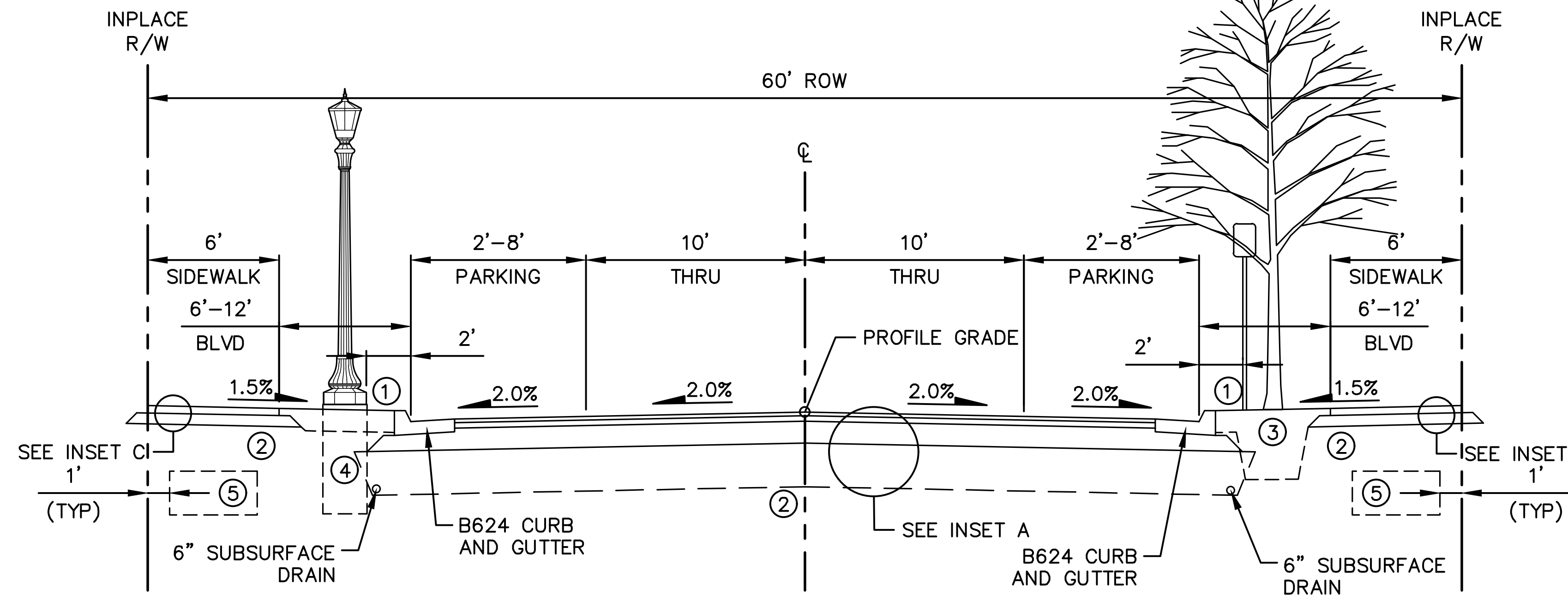
INSET A - PRIMARY ROAD



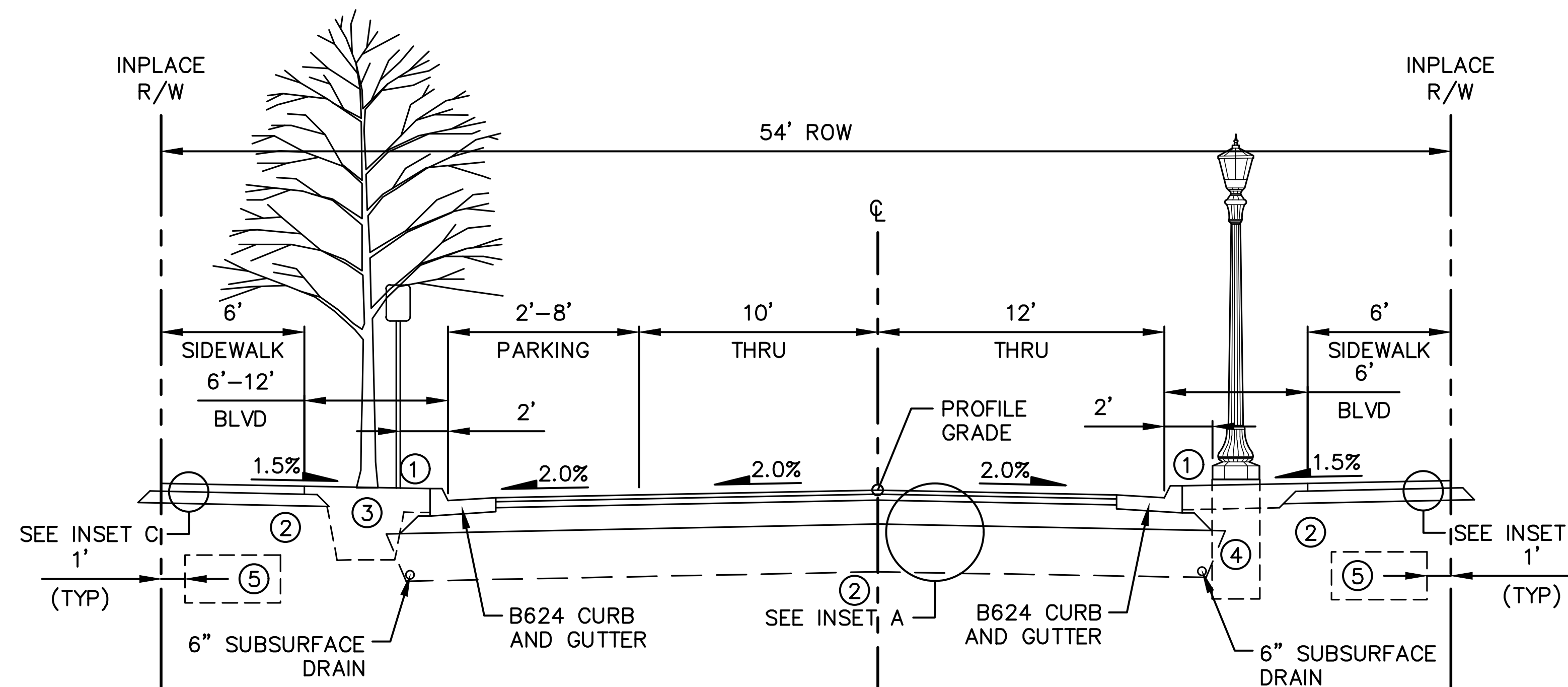
INSET C - 4" CONCRETE SIDEWALK



TYPICAL GRADING DETAIL AT CURBS



HILLCREST AVENUE
MOUNT CURVE BOULEVARD TO CIVIC SQUARE
(STA. 110+43 - STA. 113+15)



HILLCREST AVENUE
WOODLAWN AVENUE TO MOUNT CURVE BOULEVARD
(STA. 106+18 - STA. 110+43)

LEGEND

- ① BOULEVARD CROSS SLOPE MAY VARY FROM 0.5% TO 8%.
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- ⑤ PRIVATE UTILITY CORRIDOR.

GENERAL NOTES:

- 1. BOULEVARD TREES AND STREETLIGHT TO ALTERNATE THE LENGTH OF THE STREET.
- 2. TREE DETAILS INCLUDED FOR GENERAL INFORMATION AND COMMENT. SPACING AND SPECIES OF BOULEVARD TREES TO BE INCLUDED ON LANDSCAPE PLANS.
- 3. STREETLIGHT DETAIL AND LOCATION INCLUDED FOR GENERAL INFORMATION AND COMMENT. SPACING OF STREET LIGHTING TO BE INCLUDED ON LIGHTING PLANS.
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				Ford Plan Typs.dwg
				DESIGNED BY: RJG
				DRAWN BY: RJG
				CHECKED BY: GSB
				DATE: 05/27/20
				PROJECT NO. 160640016

Kimley»Horn

767 EUSTIS STREET, SUITE 100, ST. PAUL, MN 55114
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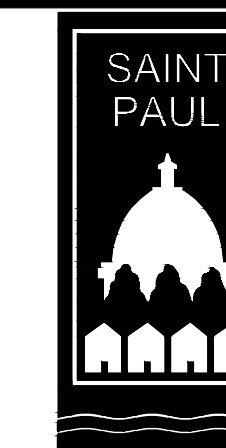
HEREBY CERTIFY THAT THIS PLAN, SPECIFICATION OR REPORT WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION AND THAT I AM A DULY LICENSED PROFESSIONAL ENGINEER UNDER THE LAWS OF THE STATE OF MINNESOTA.

Gregory S. Brown

GREGORY S. BROWN, PE

DATE: 05/27/20 MN LIC. NO. 22814

RYAN



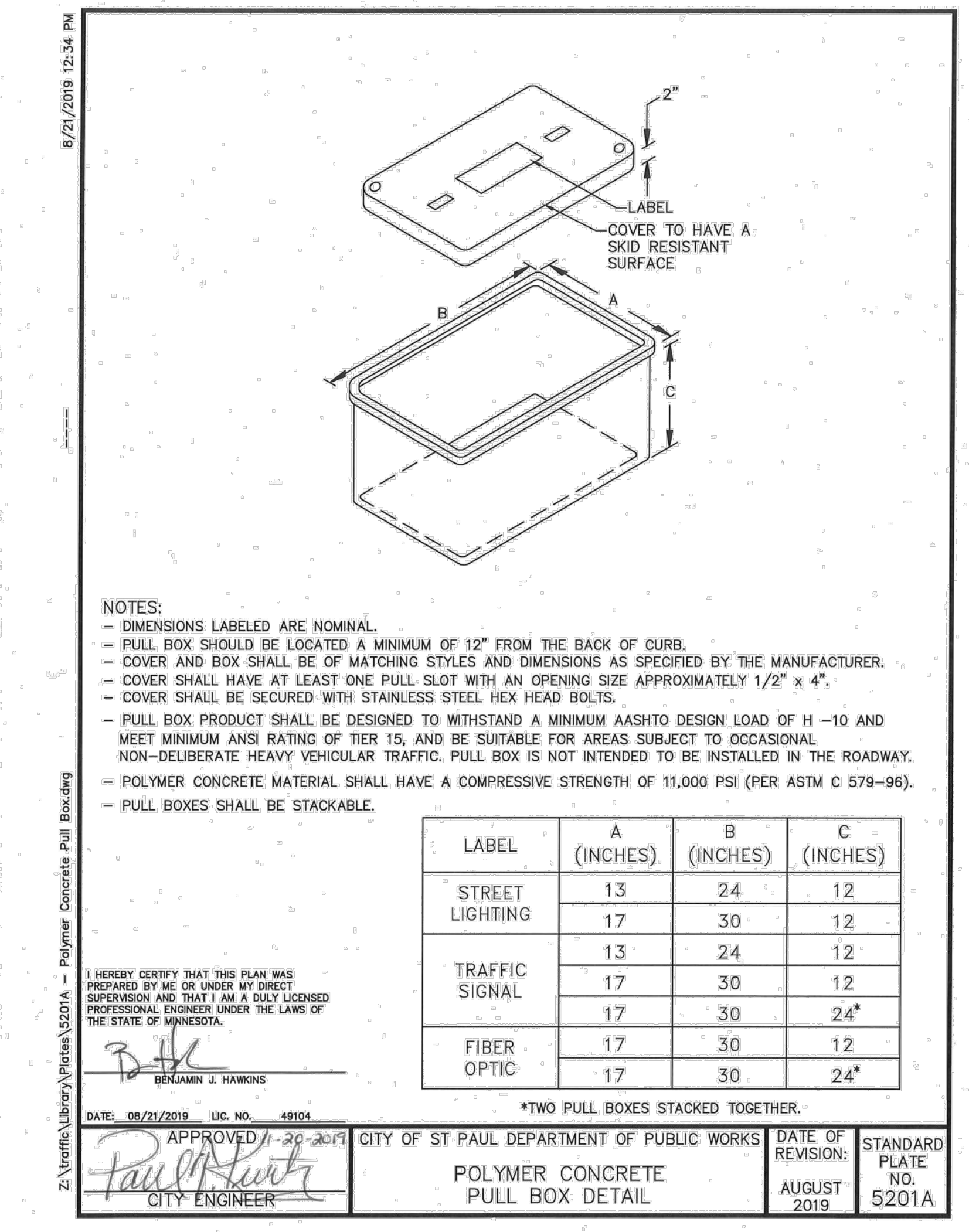
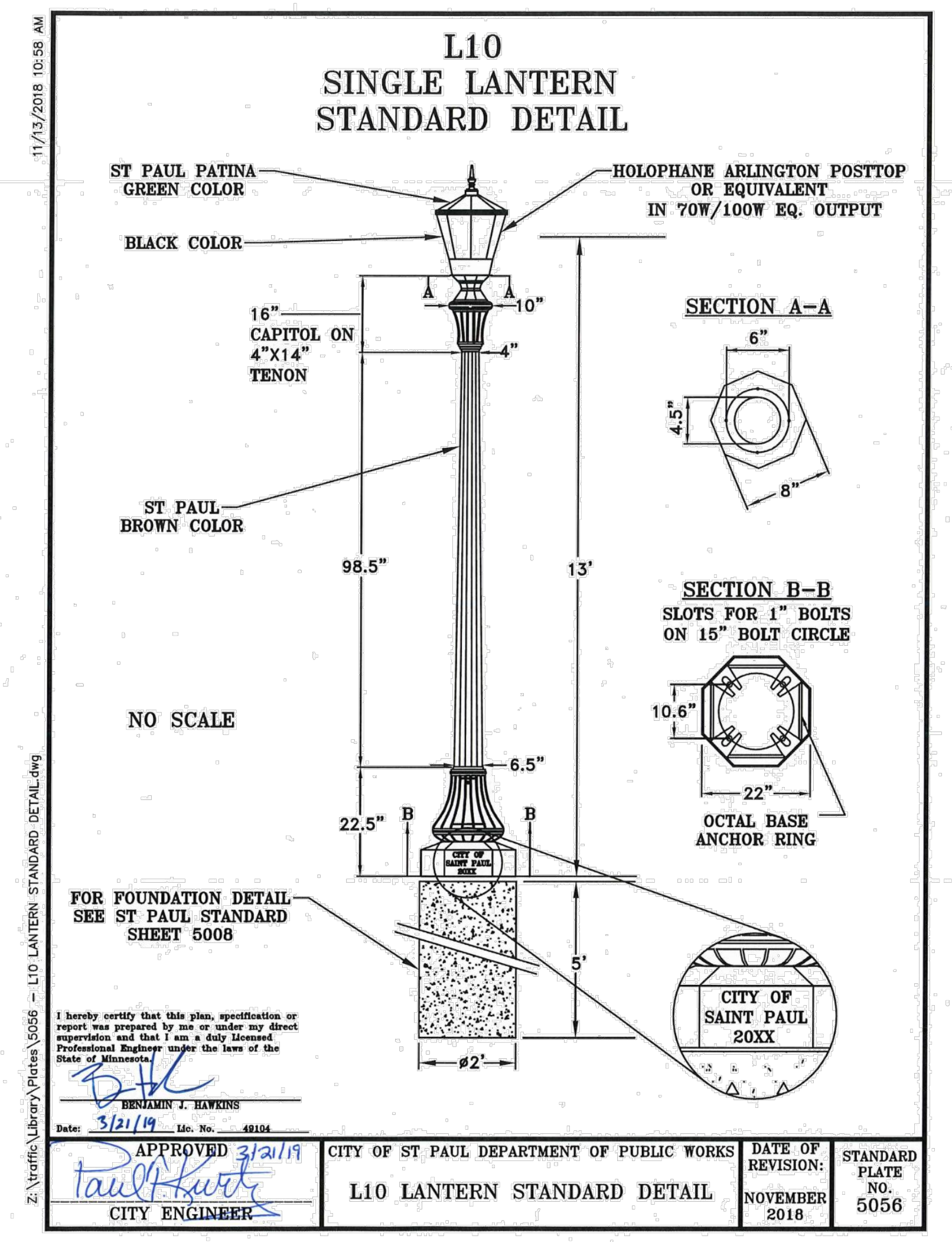
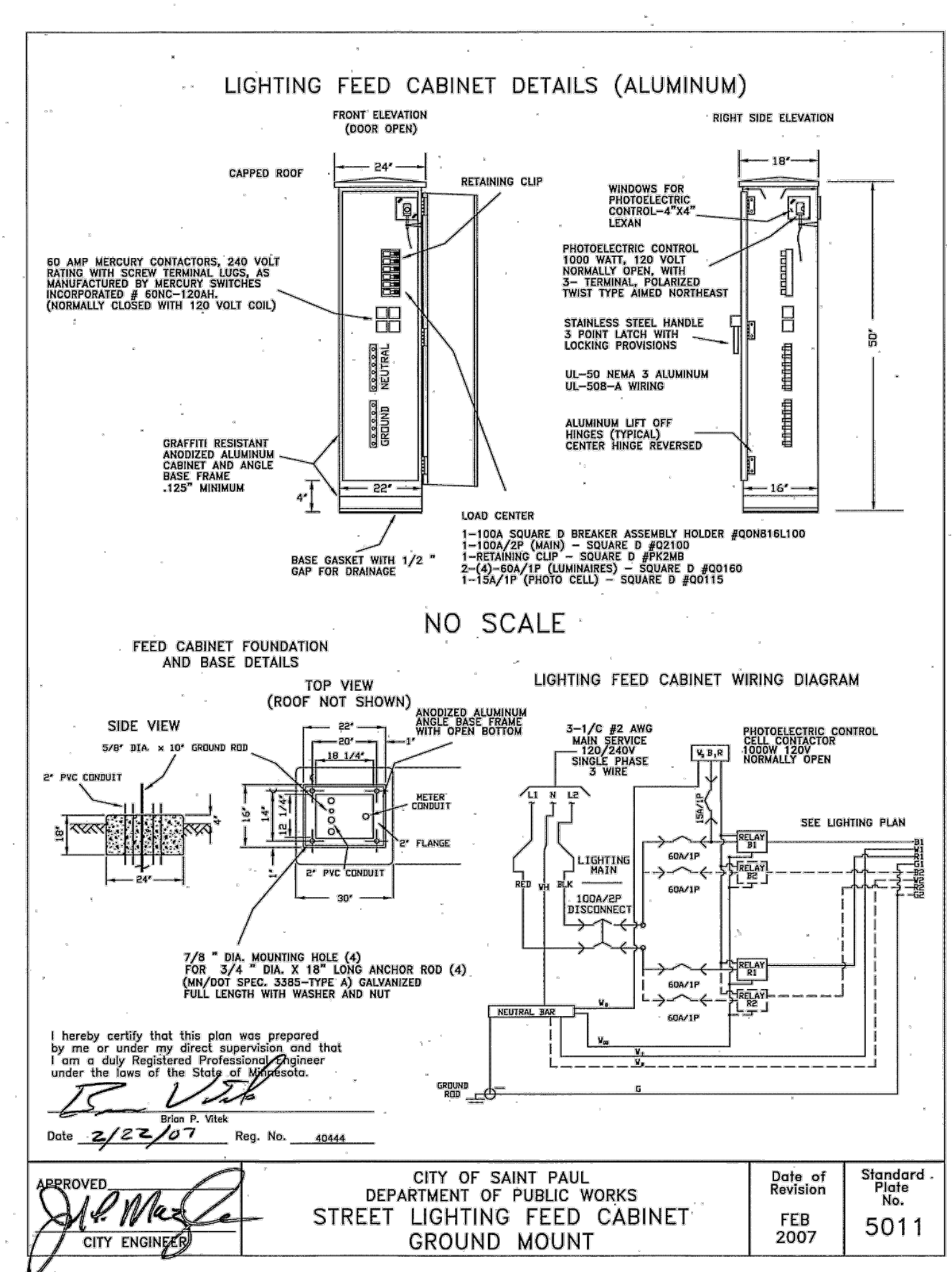
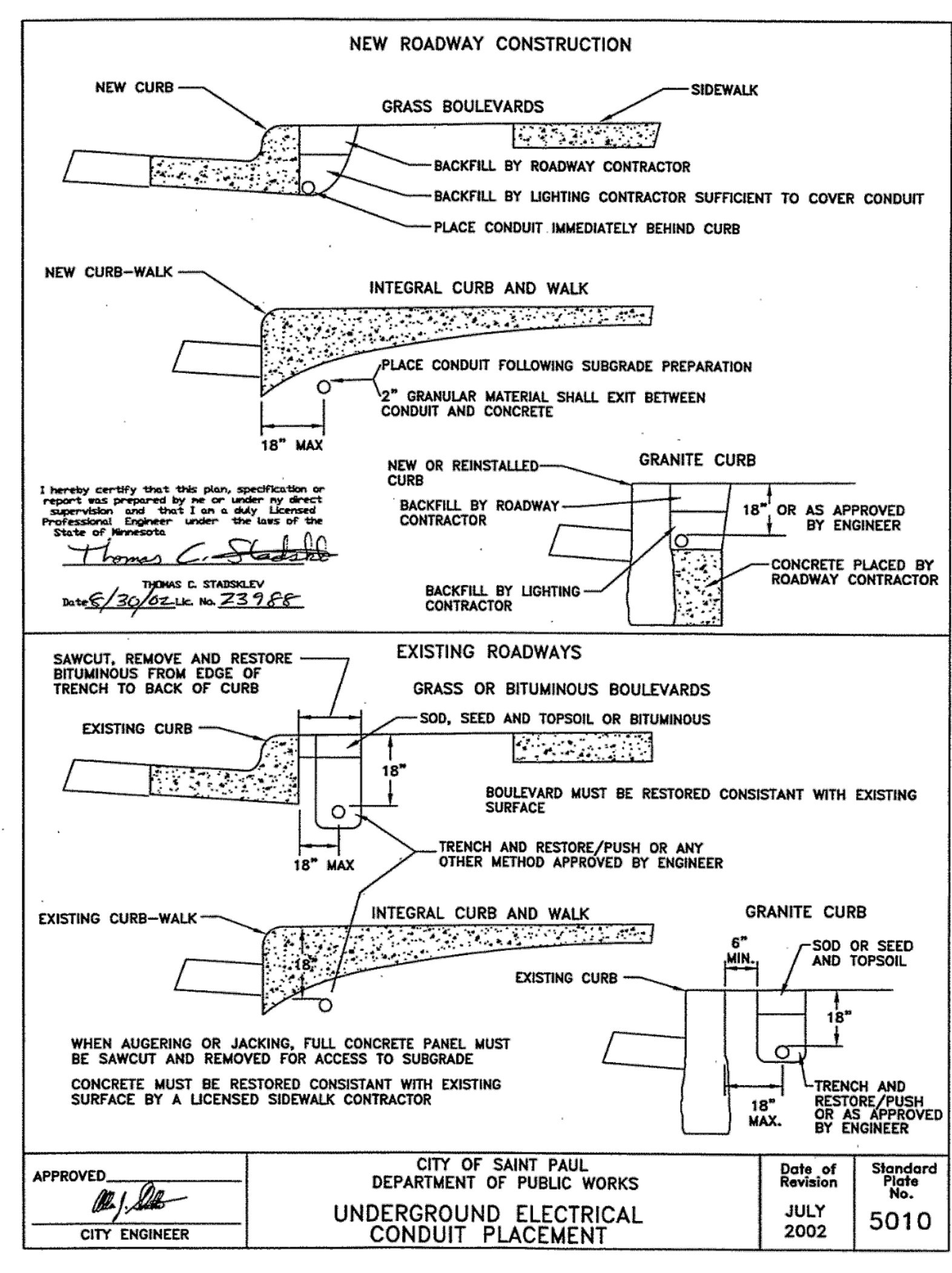
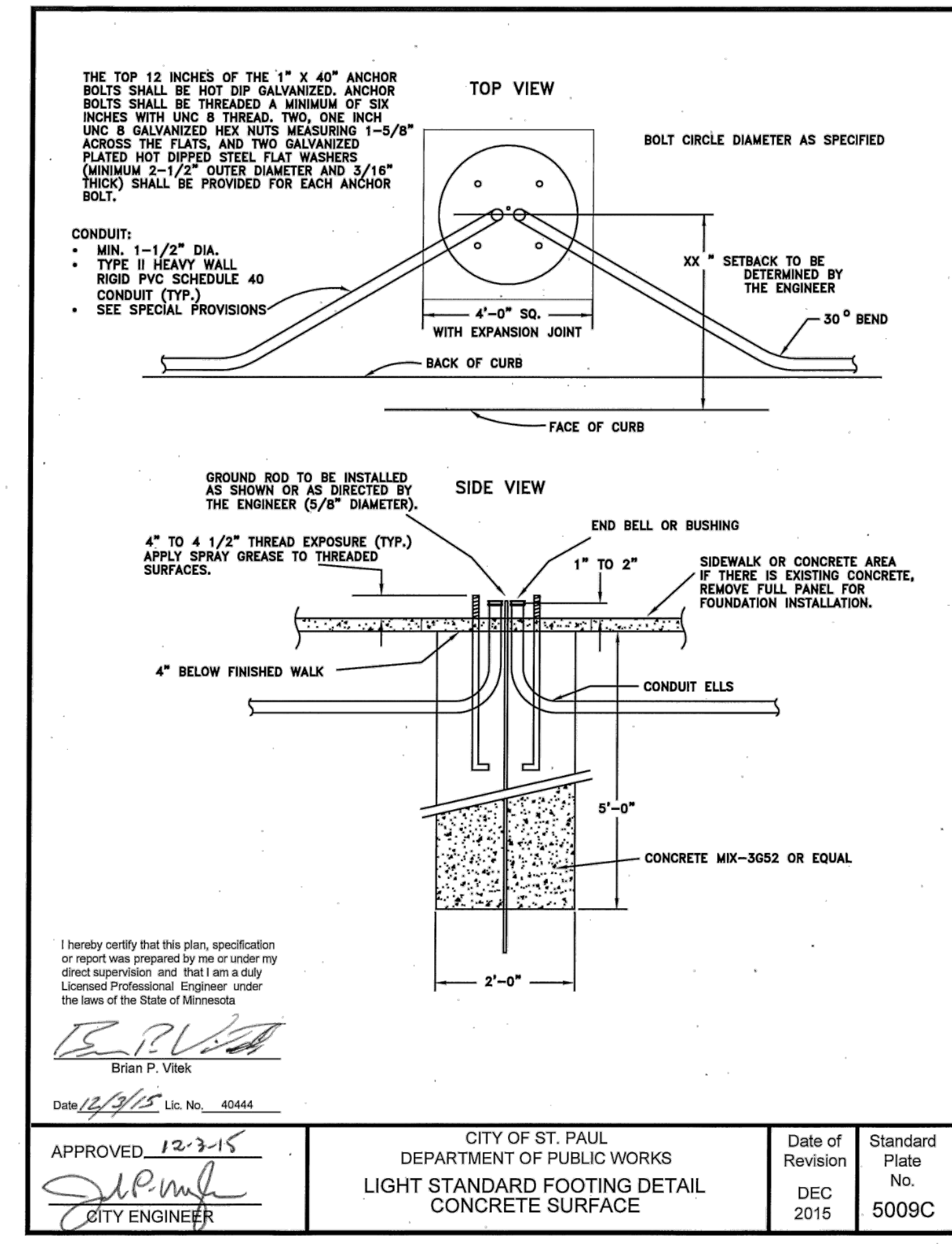
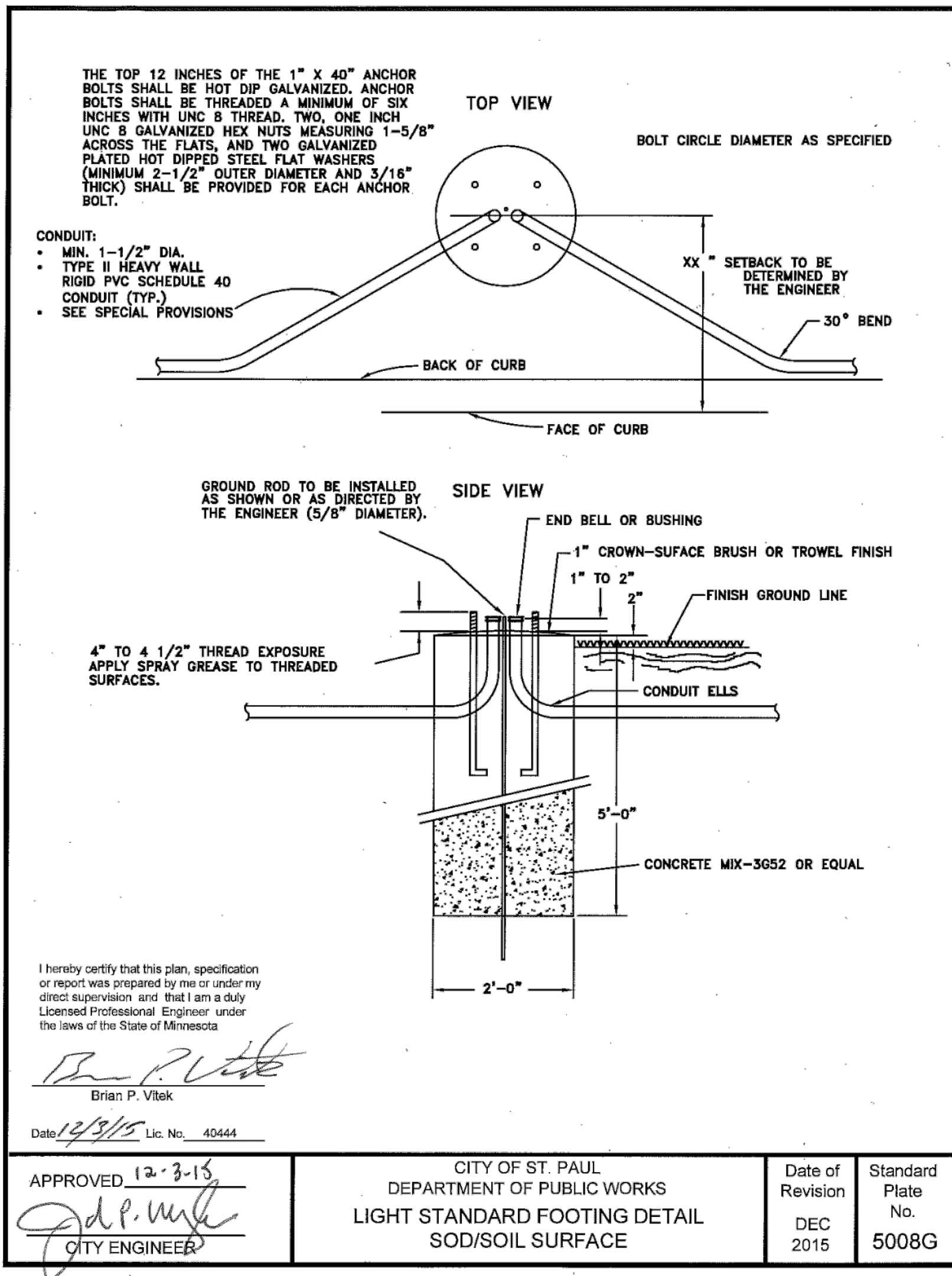
RYAN COMPANIES US, INC.
FORD SITE REDEVELOPMENT
CITY OF ST PAUL, MINNESOTA
FINAL SITE PLAN

TYPICAL SECTIONS

SHEET NO.

10

522



No.	Date	Revisions	App.

DRAWING NAME
 Ford LightPlanDetails.dwg

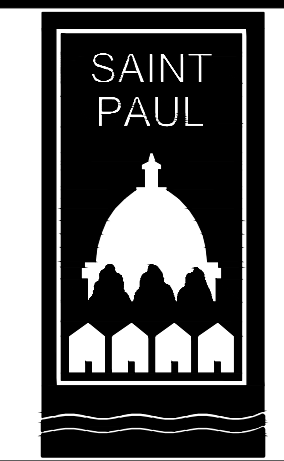
DESIGNED BY: KJC
DRAWN BY: KJC
CHECKED BY: JAH
DATE: 05/27/20
PROJECT NO. 160640016

Kimley»Horn

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JOEL A. HINNENKAMP, PE
 DATE: 05/27/20 MN LIC. NO. 53081



RYAN COMPANIES US, INC.
 FORD SITE REDEVELOPMENT
 CITY OF ST. PAUL, MINNESOTA
 FINAL SITE PLAN

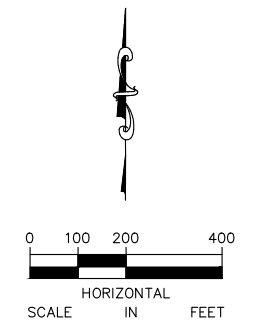
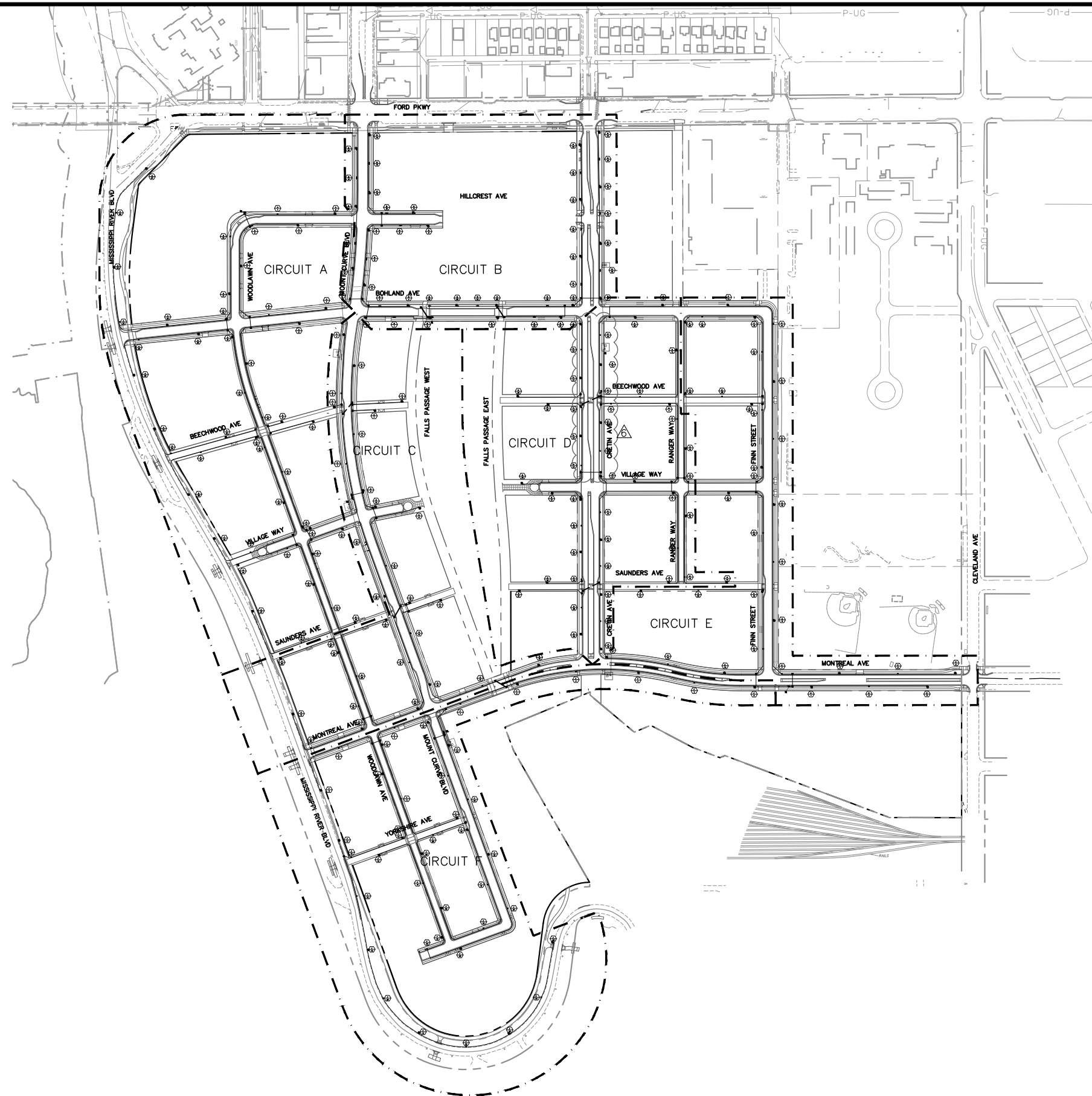
LIGHTING DETAILS

SHEET NO.
 445

522

LEGEND

— LIGHTING CIRCUIT BOUNDARY



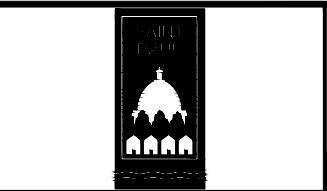
No.	Date	Revisions	App.
5	2/19/21	BULLETIN #5	JAH
6	4/2/21	BULLETIN #6	JAH

DRAWING NAME	Ford LightCircuits.dwg
DESIGNED BY:	KJC
DRAWN BY:	KJC
CHECKED BY:	JAH
DATE:	4/2/21
PROJECT NO.	160640016

Kimley»Horn
 767 EUSTIS STREET, SUITE 100, ST. PAUL, MN 55114
 PHONE: 651-645-4197
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Joel A. Hinnenkamp
 JOEL A. HINNENKAMP, PE
 DATE: 4/2/21 MN LIC. NO. 53081

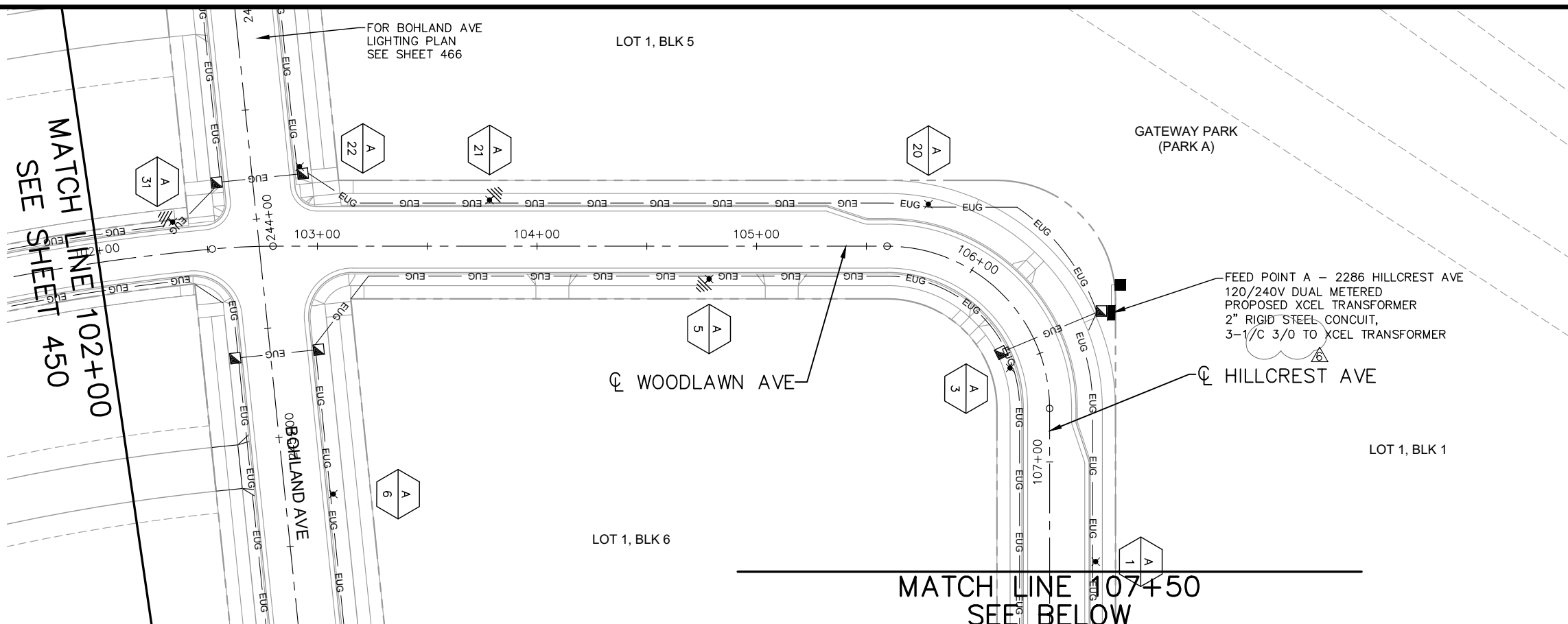


RYAN COMPANIES US, INC.
 FORD SITE REDEVELOPMENT
 CITY OF ST PAUL, MINNESOTA
 FINAL SITE PLAN

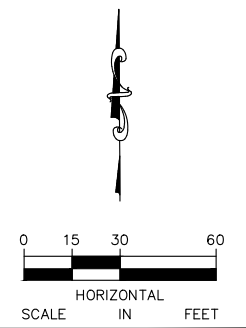
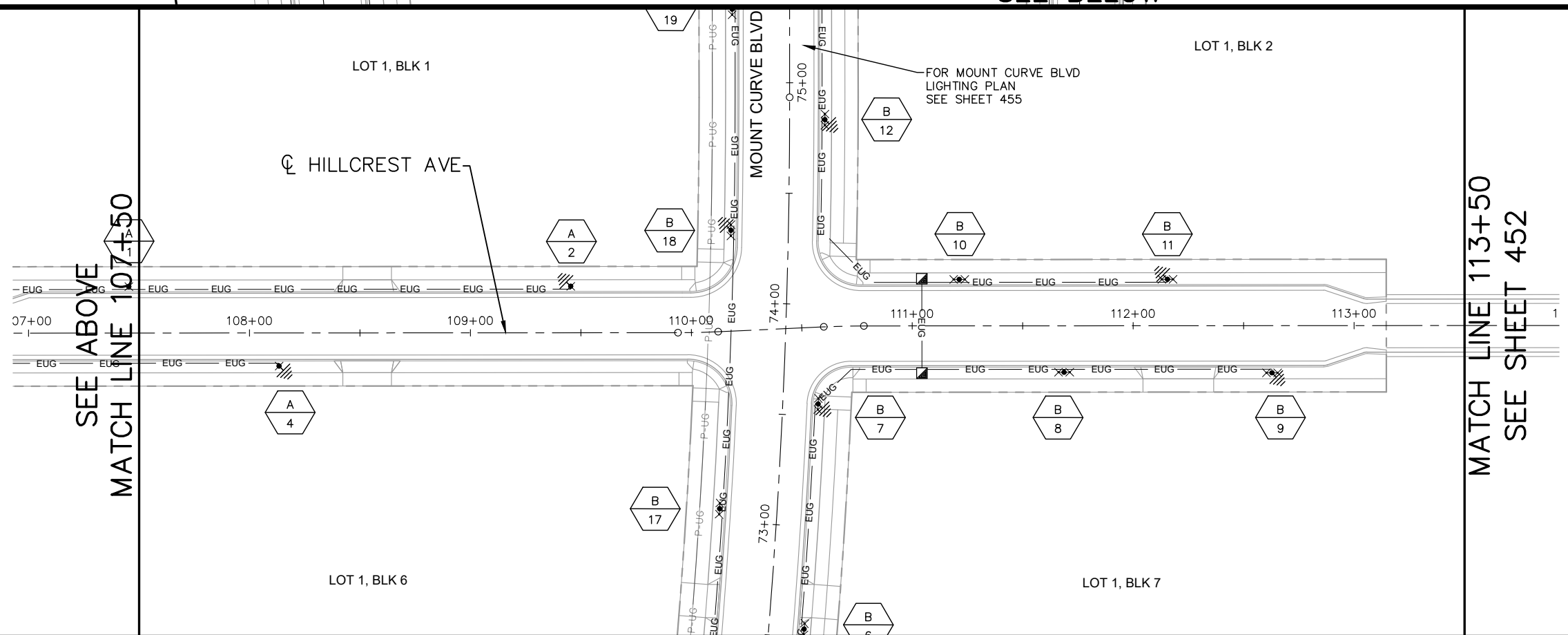
 LIGHTING CIRCUIT OVERVIEW

SHEET NO.
446

522



- LEGEND**
- ✱ LIGHTING UNIT TYPE SPECIAL 1
13' POLE, SINGLE LANTERN
70W LED LUMINAIRE
 - ✱✱ LIGHTING UNIT TYPE SPECIAL 2
13' POLE, DOUBLE LANTERN
70W LED LUMINAIRE
 - EUG — 1.5" NON-METALLIC CONDUIT (2545)
3 — UNDERGROUND WIRE 1/C 6
1 — UNDERGROUND WIRE 1/C 14
 - ==== 2" NON-METALLIC CONDUIT (2565)
1 — UNDERGROUND WIRE 1/C 14
(PROVIDE PULL CORD FOR FUTURE
FLASHER SYSTEM)
 - P-UG — XCEL POWER CABLE
 - LIGHTING FEED CABINET
AND BASE (PLATE 5011)
 - XCEL TRANSFORMER
 - ⊠ HANDHOLE (2545)
(17"x30"x12")
 - ⊞ PERMANENT GROUND ROD
(25 OHMS OR LESS)
 - ⊞ XCEL PMH
 - ⊞ CIRCUIT
 - ⊞ POLE NUMBER



No.	Date	Revisions	App.
2	7/1/20	BULLETIN #2	JAH
5	2/19/21	BULLETIN #5	JAH
6	4/2/21	BULLETIN #6	JAH

DRAWING NAME	Ford LightPlan NS.dwg
DESIGNED BY:	KJC
DRAWN BY:	KJC
CHECKED BY:	JAH
DATE:	4/2/21
PROJECT NO.	160640016

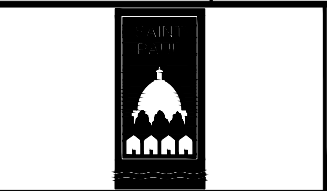
Kimley»Horn

767 EUSTIS STREET, SUITE 100, ST. PAUL, MN 55114
 PHONE: 651-645-4197
 WWW.KIMLEY-HORN.COM

I HEREBY CERTIFY THAT THIS PLAN, SPECIFICATION OR REPORT WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION AND THAT I AM A DULY LICENSED PROFESSIONAL ENGINEER UNDER THE LAWS OF THE STATE OF MINNESOTA.

Joel A. Hinnenkamp

JOEL A. HINNENKAMP, PE
 DATE: 4/2/21 MN LIC. NO. 53081



RYAN COMPANIES US, INC.
 FORD SITE REDEVELOPMENT
 CITY OF ST PAUL, MINNESOTA
 FINAL SITE PLAN

HILLCREST AVE
 LIGHTING PLAN
 STA. 102+00 TO STA. 113+50

SHEET NO.
451

522