

**PRE-ACQUISITION BENCHMARK SCHEDULE**

<u>EVENT</u>	<u>NOTES</u>	<u>TIMING – OUTSIDE DATE</u>	<u>SUBJECT TO APPLICABLE AGENCY DELAY</u>	<u>RIGHT TO EXTEND<sup>4</sup></u>	<u>EVIDENCE OF COMPLIANCE – BUYER’S CERTIFICATION (“BC”) OR OTHER</u>
LDA Execution (City Council approval and Mayor’s and Redeveloper’s execution and delivery; Mayor to execute last following Redeveloper’s execution) <b>[BUT NOT FINAL DHCD APPROVAL]</b>		Effective Date (“ED”)  1/25/2011			N/A
1. Commence Schematic Design Documents on Town Brook. (Sufficient for Federal and State Funding Request)		15 days from ED  2/9/2011	Y <sup>1,2</sup> Army Corps, DEP, ACHP and MHC	N	BC
2. Commence Schematic Design on Cliveden Bridge Extension and, as necessary, Hancock Common (to supplement City’s efforts). (Sufficient for Federal and State Funding Request.)		45 days from ED  3/11/2011	Y <sup>1,2</sup> MBTA and MHD	N	BC
3. Commence Schematic Design on Public Improvements for Whole Project (including garages) <sup>A</sup>		45 days from ED  3/11/ 2011	Y <sup>1,2</sup> DEP	N	BC
4. Schematic Design 50% Complete	For Items 1, 2 and 3	5 months from ED  6/25/2011	Y <sup>1,2</sup> Agencies as Itemized in 1, 2 and 3	Y	Submit to City copy of Drawings <sup>B</sup>

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5.	File ENF for MEPA approval of Town Brook	Because of need for MEPA approval of LDA and LDA Amendment, this would be joint filing of City and Street-Works	3 months from ED but in no event later than 4/1/11  4/1/2011	N		Submit to City copy of filing
6.	File ENF for MEPA – Whole Project, including Additional Development Opportunity	Because of need for MEPA approval of LDA and LDA Amendment, this would be joint filing of City and Street-Works	6 months from ED  7/25/2011	N	Y	Submit to City copy of filing
7.	Schematic Design 75% Complete <sup>A</sup>	For Items 1, 2 and 3	8 months from ED  9/25/2011	Y <sup>1,2</sup>	Y	Submit to City copy of Drawings <sup>B</sup>
8.	Prepare Certificate of Consistency ("COC") Package - Step 1		9 months from ED  10/25/2011	N	Y	BC
9.	Delivery of Traffic Report – Whole Project		9 months from ED  10/25/2011	N	Y	Submit report to City
10.	File for COC – Step 1 <sup>C</sup> [Plus City also to approve Parking Management Plan, Construction Management Plan, and Interim Parking Management Plan at this stage]	"Design Development Documents"	1 year from ED  1/25/2012	N	Y	File with City

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11.	File DEIR under MEPA – Whole Project	Depending on scope, review of certain aspects, e.g., building design, may be requested to be postponed	8 months from issuance of scope under MEPA	N	Y	Submit to City copy of filing
12.	Subject to Section 4.06(a)(ii) of LDA, File Package with City for City's Approval of Reimbursement Budget for Step 1		16 months from ED  5/25/2012  <b>[BUT COC AND MEPA MUST FIRST BE COMPLETED TO START THE CITY'S 60 DAY REVIEW PERIOD]</b>	Y <sup>1,2</sup>	Y	Submit package to City
13.	File FEIR under MEPA – Whole Project	Depending on scope, review of certain aspects, e.g., building design, may be requested to be postponed	5 months from Certificate on DEIR	N	Y	Submit to City copy of filing

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14.	Perform Such Work as Necessary to Obtain: - COC - Mayor’s Approval of Reimbursement Budget for Step 1 (this action shall be referred to as the “Execution”)  [SEE SECTION 4.06 OF LDA RE FINANCIAL SUBMISSION AND TIME FOR PROCESSING]	COC shall not be required to be issued until Certificate on Final EIR is issued and no Mayoral approval shall be required to occur until Certificate on Final EIR and COC are issued, together with the other requirements in Section 4.06(a)(i) of the LDA.	-18 months from ED  7/25/2012  -18 months from ED  7/25/2012	Y <sup>3</sup>  Y <sup>3</sup>	Y  Y	Vote on COC  Issuance of Secretary’s Certificate on Adequacy of FEIR (and expiration of appeal period)
15.	Construction Documents (“CD’s”) 50% Complete – Step 1		7 months from Execution	Y <sup>1,2</sup>	Y	Submit Drawings to City <sup>B</sup>
16.	CD’s 75% Complete – Step 1		10 months from Execution	Y <sup>1,2</sup>	Y	Submit Drawings to City <sup>B</sup>
17.	CD’s Complete for Public Improvements – Step 1		14 months from Execution	Y <sup>1,2</sup>	Y	Submit Drawings to City <sup>B</sup>

**NOTE:** See Section 6.02(a)(7) of LDA – Prior to Closing 1, Redeveloper must deliver complete CD’s for the Non-Parking Public Improvements for the Whole Project (all Steps) and complete CD’s for the Parking Public Improvements for the applicable Step.

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<sup>1</sup> The City (acting through the Mayor and Director of Urban Redevelopment) will have a period of time of thirty (30) days (once the submittal is complete) to approve and City's failure to respond within that period will be treated as a "deemed" approved, subject to Section 15.05 of LDA (regarding notification in bold capital letters). **[SEE ALSO SECTION 3.02 OF LDA RE: LONGER PROCESSING TIMES FOR COC AND MEPA]**

<sup>2</sup> Each of these tasks can be significantly advanced only if state or federal agency with jurisdiction preliminarily acknowledges that, as applicable, the basic design or location is appropriate. The state and federal agencies anticipated to have jurisdiction shall be identified by the Redeveloper and appended to this Pre-Acquisition Benchmark Schedule (Exhibit G) within thirty (30) days of the execution of this Agreement. Such supplemental list will also reflect any other state or federal agency which asserts jurisdiction or is otherwise subsequently identified by the Redeveloper to have jurisdiction. See Section 3.02 of the LDA as to extension of performance because of agency delay.

<sup>3</sup> Dependent on timeliness of City response.

<sup>A</sup> Would include private project components to the extent necessary adequately to design public improvements. For example, a garage with both public and private components would need to be wholly schematically designed.

<sup>B</sup> Redeveloper shall deliver with the applicable plans a consent by the designer or engineer who prepared them authorizing the City to use them. If Redeveloper is in terminable default, Redeveloper will be obligated to deliver to the City any then completed work product not then yet required to be filed under this schedule.

<sup>C</sup> As a practical matter, Public Improvements cannot be designed unless the Private Improvements with which they will interface have been designed as well (to a level necessary to design such Public Improvements).