

SCHEDULE 5

REVIEW PROCEDURE

SECTION A GENERAL

A1. Capitalized Terms

A1.1 Capitalized terms used in this Schedule 5 have the meanings set out in the Design Build Agreement, unless otherwise expressed in this Schedule 5.

A2. Definitions

A1.2 In this Schedule 5, the following terms have the meanings below:

- (a) **“Blackout Review Period”** means the period from December 24 to January 2 in each calendar year that will not be considered Business Days with respect to the time-frames noted for review and/or response as set out in this Schedule 5;
- (b) **“Comment Resolution Sheet”** or **“CRS”** means the tracking sheet created for each Submittal with comments from the City’s Submittal Review Procedure;
- (c) **“Comment Type”** has the meaning indicated in Section C3.2;
- (d) **“Confirmation”** means achieving a submittal endorsement of “Received” via an Aconex transmittal.
- (e) **“Submittal Endorsement”** has the meaning indicated in Section C3.3;
- (f) **“Submittal Review Procedure”** means the review procedure for Submittals in accordance with Section C of this Schedule 5; and
- (g) **“Submittal Schedule”** means the schedule for the submission of Submittals to the City in accordance with Section B2 of this Schedule 5.

A2. General

- A2.1 The City will not review Submittals or CRSs during the Blackout Review Period. For clarity, these dates will not be included in the review time-frames outlined in this Schedule 5.
- A2.2 The City will not review new Work Authorizations or new Work Requests during the Blackout Review Period. Any work that required either a Work Authorization or Work Request and are to be performed during the Blackout Review Period shall be submitted 3 Business Days prior to the dates noted in Section A1.2(a).

- A2.3 Design Builder may submit a Submittal during the Blackout Review Period, however, the City will not begin its review in accordance with this Schedule 5 until the Blackout Review Period has ended.
- A2.4 The City may, in reviewing any Submittal or CRS in accordance with this Schedule 5, refer such Submittal or CRS to City departments, or any of the City's employees, agents, advisers, consultants, contractors or subcontractors.
- A2.5 Should Design Builder disagree with any such comment permitted by this Schedule 5, the Parties shall resolve the disagreement in accordance with the process set out in Schedule 7 – Dispute Resolution.

SECTION B SUBMITTALS

B1. General

- B1.1 Design Builder shall prepare all Submittals in accordance with the Design Build Agreement.
- B1.2 Submittals provided for review in accordance with this Schedule 5 shall be submitted by Design Builder in accordance with Schedule 13 – Document Management System and reasonable instructions provided by the City.
- B1.3 Design Builder shall address and resolve any comments from the City's Submittal Review Procedure to the satisfaction of the City, acting reasonably, in accordance with Section C of this Schedule 5.

B2. Submittal Schedule

- B2.1 Prior to the commencement of the Submittal Review Procedure set out in Section C of this Schedule 5, Design Builder shall provide a Submittal Schedule for review by the City in accordance with this Schedule 5.
- B2.2 The Submittal Schedule shall be updated quarterly in the form of a searchable and sortable spreadsheet and contain the following information:
- (a) Submittal Schedule shall include all Submittals for the next 3 months; and
 - (b) final Submittal to be shown on the Submittal Schedule shall be the Submittal Schedule for the next 3-month period.
- B2.3 The information included in the Submittal Schedule shall be consistent with the Work Breakdown Structure developed in accordance with the Technical Requirements. The Submittal Schedule shall consider that more than one submission may be required for each Submittal. The number of submissions for each Submittal shall be in accordance with the Technical Requirements.
- B2.4 The Submittal Schedule shall illustrate that Submittals are reasonably spread over the 3-month period, is reasonable to achieve, adheres to the City's review periods as set out in Section C4.5 and adheres to the Blackout Review Period, if applicable. The

Submittal Schedule shall ensure the sequence of submission of Submittals is prepared in a logical manner. For example, preceding design elements should be submitted prior to subsequent design elements.

- B2.5 Failure by Design Builder to submit its Submittals in accordance with its most current Submittal Schedule, as found on the City's DMS (Schedule 13 – Document Management System), shall result in a Payment Adjustment being assessed, in accordance with Schedule 14 – Payment Adjustments. For clarity, the Submittal Schedule shall be considered a Submittal for the purposes of this Schedule 5.

B3. Deviation from Submittals Prohibited

- B3.1 The Works shall be undertaken in a manner consistent with the Submittals as reviewed by the City in accordance with this Schedule 5. However, in the event Design Builder proposes a change to any Submittal, due to:
- (a) Non-Conformance with the Technical Requirements and Design Build Agreement; or
 - (b) unforeseen circumstances beyond Design Builder's control,
- B3.2 then Design Builder shall as soon as practicably possible submit a revised Submittal to the City in accordance with this Schedule 5.
- B3.3 If the revised Submittal is required due to Section B3.1(a), Design Builder shall notify the City, as soon as is reasonably practicable, of any such failure to comply with the Technical Requirements and Design Build Agreement by providing an NCR in accordance with Schedule 18 – Technical Requirements.
- B3.4 Further to the information required for an NCR Plan as set out in Schedule 18 – Technical Requirements, the NCR Plan, as contemplated by Section B3.3, shall contain the following information:
- (a) the circumstances in which such Non-Conformance with the Technical Requirements or the material deviation from the subject matter of Schedule 2 – Design Builder's Project Schedule, Schedule 3 – Design Builder's Design, Schedule, 4 – Design Builder's Management Systems and Plans or to the Design Build Agreement occurred;
 - (b) explanation of the causes for such Non-Conformance and, where applicable, for any delay in providing notification; and
 - (c) the measures, if any, that Design Builder proposes to adopt in order to rectify such Non-Conformance.

B4. Submittal Meetings

- B4.1 In addition to the Design Submittal Review Workshops described in the Technical Requirements, Design Builder shall, using reasonable efforts, cause its contractors, subcontractors, manufacturers, vendors and suppliers to, participate in pre-submittal meetings where requested by the City. The purpose of pre-submittal meetings will be

to review the requirements and intent of the Technical Requirements and Design Builder's design approach so as to facilitate an efficient Submittal Review Procedure.

B4.2 For the purpose of facilitating and expediting the review and revision of Submittals, the City and the Design Builder shall meet, as may be mutually agreed, to discuss and review any outstanding Submittals and CRS comments thereon.

B5. Construction Commencement

B5.1 Design Builder shall not commence or permit the commencement of construction of the applicable portion of the Work until the time-frames set out in Section C4.3 of this Schedule 5 following the City's receipt of the Submittal relevant to and required in respect of such portion of the Work. Neither comment nor failure to provide comment by the City shall relieve against or excuse any failure by Design Builder to carry out the Work.

B5.2 Design Builder shall not commence or permit the commencement of construction until achieving a Submittal Endorsement of "Approved for Construction" on all relevant Detailed Design Submittal construction packages Design Builder intends on constructing, subject to meeting the Construction Commencement Conditions in Schedule 18 – Technical Requirements.

B5.3 For clarity, Design Builder shall not commence or permit the commencement of construction of the applicable portion of the Work following submission of a Preliminary Design Submittal or a Intermediate Design Submittal, notwithstanding that such Submittal may have Submittal Endorsement of "Work May proceed" [NTD the new wording to be added].

SECTION C SUBMITTAL REVIEW PROCEDURE

C1. General

C1.1 Design Builder shall provide to the City all Submittals in accordance with the requirements of the Design Build Agreement for review by the City.

C1.2 Upon receipt of a Submittal from Design Builder, the City will generate a CRS for the Submittal.

C1.3 The CRS generated by the City for a Submittal shall become part of the Submittal.

C2. Further Information Requested by the City

C2.1 If the City so requests, Design Builder shall submit any further or other information, data and documents (including details of calculations and comments from members of the Design Team) that may be reasonably required for a full understanding of any Submittal contemplated in this Schedule 5 and its implications, within 10 Business Days of receipt of request from the City.

C2.2 Further to Section C2.1 of this Schedule 5, Design Builder shall take all such steps, as may be reasonably required to satisfy the City, that the proposed document or

proposed course of action complies with the Design Build Agreement or is appropriate in the circumstances.

C2.3 Further to Section C2.2 of this Schedule 5, the time-frames set out in Section C4.5 of this Schedule 5 will be extended by the number of Business Days it takes for Design Builder to respond to the City's request.

C3. Submittal Review by the City

C3.1 The City will review the Submittal with respect to achieving compliance with the DBA with particular attention to:

- (a) the Submittal meeting the Technical Requirements as set out in Schedule 18 – Technical Requirements and all applicable appendices;
- (b) the Submittal not deviating in a material manner from a previous Submittal (e.g. the Intermediate Design Submittal does not deviate from the Preliminary Submittal);
- (c) the Submittal being reasonable with respect to Schedule 2 – Project Schedule;
- (d) the Submittal meeting the requirements of Schedule 4 – Management Plans.

C3.2 In the CRS, the City will log and record all its comments in regards to its review of the Submittal and each comment will be tagged with a comment type (a **“Comment Type”**) as follows:

- (a) **“Comment”**: a **“Comment”** may relate to all or part of the Submittal:
 - (i) not likely achieving compliance with the Technical Requirements or other applicable provision in the DBA, as determined by the City;
 - (ii) deviating in a material manner from the previous Submittal;
 - (iii) with respect to the Project Schedule, not being reasonable in view of the status of the Project;
 - (iv) not likely achieving compliance with Schedule 3 – Proposal Extracts;
or
 - (v) not likely achieving compliance with Schedule 4 – Management Plans,

and such **“Comment”** shall require Design Builder to revisit, revise and resubmit the Submittal to the City; or

- (b) **“Observation”**: an **“Observation”** may relate to all or part of the Submittal:
 - (i) likely achieving compliance with the Technical Requirements or other applicable provision in the Design Build Agreement;

- (ii) deviating in a non-material manner from the previous Submittal;
- (iii) regarding the Project Schedule, being reasonable in view of the status of the Project; or
- (iv) likely achieving compliance with Schedule 4 – Management Plans,

but such “Observation” may require Design Builder to provide clarification, additional information, or a resubmission, as applicable.

C3.3 Upon completing its review of the Submittal, in the CRS, the City will provide an overall endorsement (a “Submittal Endorsement”) of the Submittal as follows:

- (a) for Preliminary Design Submittals and Intermediate Design Submittals:
 - (i) “Comments”: all or some of the Comment Types are “Comment”; or
 - (ii) “Work May proceed”:
 - (A) all Comment Types are “Observation”; or
 - (B) no comments provided in CRS;
- (b) for Detailed Design Submittals:
 - (i) “Comments”: all or some of the Comment Types are “Comment”; or
 - (ii) “Approved for Construction”:
 - (A) all Comment Types are “Observation”; or
 - (B) no comments provided in CRS; and
- (c) for all other types of Submittals, including IFC Submittals:
 - (i) “Comments”: all or some of the Comment Types are “Comment”;
 - (ii) “Observations”: all Comment Types are “Observation”; or
 - (iii) “Received”: no comments provided in CRS.
- (d) for NCR Plans:
 - (i) “Comments”: all or some of the Comment Types are “Comment”; or
 - (ii) “Work May proceed”:
 - (A) all Comment Types are “Observation”; or
 - (B) no comments provided in CRS;

C4. Submittal Response by the City

- C4.1 Subject to Sections C4.2 and C4.3 of this Schedule 5, the City will, as soon as is practicable from receipt of a Submittal (or such longer time as may be prescribed in the Design Build Agreement or as the Parties may agree), return a response on the relevant Submittal with a Submittal Endorsement.
- C4.2 If the City has referred a Submittal or a portion of a Submittal to another entity or person pursuant to Section A2.4 of this Schedule 5 and, as a result, the City is delayed in returning a response on the relevant Submittal in the time-frame set out in Section C4.5 of this Schedule 5, the City will, as soon as reasonably possible, notify Design Builder Representative of such delay.
- C4.3 If, at any time, either or both of the following situations occur:
- (a) Design Builder submits an unreasonably large number or volume of Submittals not reasonably anticipated by the current Submittals Schedule; or
 - (b) a Submittal was, or Submittals were, received for review later than indicated in the current Submittals Schedule, such that the City cannot review the Submittal or Submittals within the time permitted in Section C4.5 of this Schedule 5,
- C4.4 then the City shall, within 5 Business Days following receipt of such Submittal or Submittals, provide Design Builder with a reasonable estimate of the time necessary for reviewing such Submittal or Submittals, which shall supersede the time-frames provided in Section C4.5 of this Schedule 5.
- C4.5 The City will return a response on the relevant Submittal with a Submittal Endorsement, as soon as is practicable and within the following time-frames:
- (a) 20 Business Days following receipt of the complete Preliminary Design Submittal in relation to the Work;
 - (b) 20 Business Days following receipt of an Intermediate Design Submittal in relation to the Work;
 - (c) 20 Business Days following receipt of a Detailed Design Submittal in relation to the Work;
 - (d) 10 Business Days following receipt of an IFC Submittal in relation to the Work;
 - (e) 10 Business Days following receipt of an NCR Plan in relation to a Non-Conformance;
 - (f) 7 Business Days following receipt of a resubmission of any previously submitted Submittal; and
 - (g) 15 Business Days for any other type of Submittal, unless otherwise indicated

in the Technical Requirements.

- C4.6 If the City does not return a Design Builder's Submittal document (including any resubmitted Submittal document) within the time-frame set out in Section C4.5 of this Schedule 5, then the City will be deemed to have returned that Submittal document to Design Builder endorsed "Received"
- C4.7 If, at any time after providing a Submittal Endorsement to a Submittal, the City or Design Builder discovers any significant deficiencies or any failure to conform to the requirements of the Design Build Agreement, the City may revise the Submittal Endorsement to any affected Submittal. If the Parties agree, or if it is determined in accordance with Schedule 7 - Dispute Resolution **[NTD: review and check applicability]**, that the revised Submittal Endorsement is correct, Design Builder shall make all such corrections to the affected Submittals. No extension of time will be given, or additional compensation paid in respect of any such modification or resubmittal.
- C4.8 For clarity, neither a response by the City, including any Submittal Endorsement on any Submittal, nor failure by the City to provide a response or participate in any manner in respect of the Submittal Review Procedure shall:
- (a) relieve Design Builder from Design Builder's exclusive responsibility to ensure that the Project complies with the Design Build Agreement;
 - (b) excuse any failure by Design Builder to carry out the Work in accordance with the Design Build Agreement; or
 - (c) estop the City from asserting any non-compliance with the Design Build Agreement.

C5. Design Builder's Response to Submittal Endorsements

- C5.1 For Submittals with Submittal Endorsed "Comments", Design Builder shall:
- (a) for each "Comment" in the CRS:
 - (i) indicate how the revised Submittal now complies with the DBA with specific reference to the issue raised in the City's "Comment"; or
 - (ii) indicate how the original Submittal complied with the DBA with specific reference to the issue raised in the City's "Comment";
 - (b) for each "Observation" in the CRS, if any:
 - (i) Provide the clarification or additional information as requested in the City's "Observation" and revise the Submittal if necessary; or
 - (ii) indicate how the original Submittal complied with the DBA with specific reference to the issue raised in the City's "Observation";

- (c) revise the Submittal, along with the CRS and resubmit to the City in accordance with Schedule 13 – Document Management System;

C5.2 For Submittals with Submittal Endorsed “Observations”, Design Builder shall:

- (a) for each “Observation” in the CRS, if any:
 - (i) provide the clarification or additional information as requested in the City’s “Observation” and revise the Submittal if necessary; or
 - (ii) indicate how the original Submittal complied with the DBA with specific reference to the issue raised in the City’s “Observation”; and
- (b) revise the Submittal (if necessary), along with the CRS and resubmit to the City in accordance with Schedule 13 – Document Management System.

C5.3 For Submittals with Submittal Endorsed “Work May proceed”, Design Builder shall:

- (a) for each “Observation” in the CRS, if any:
 - (i) provide the clarification or additional information as requested in the City’s “Observation” and revise the Submittal if necessary; or
 - (ii) indicate how the original Submittal complied with the DBA with specific reference to the issue raised in the City’s “Observation”;
- (b) be allowed to proceed to the next Design Phase (e.g. for a Intermediate Design Submittal, Design Builder may now proceed to Detailed Design Submittal); and
- (c) include the responses in the CRS in the Submittal for the next Design Phase.

C5.4 For Submittals with Submittal Endorsed “Approved for Construction”, Design Builder shall:

- (a) for each “Observation” in the CRS, if any:
 - (i) provide the clarification or additional information as requested in the City’s “Observation” and revise the Submittal if necessary; or
 - (ii) indicate how the original Submittal complied with the DBA with specific reference to the issue raised in the City’s “Observation”;
- (b) be allowed to proceed to construction for the relevant Design Submittal construction package, provide all other Construction Commencement Conditions are met in accordance with Section D6.5 of Schedule 18 – Technical Requirements;
- (c) be allowed to proceed to the IFC Phase; and
- (d) include the responses in the CRS in the IFC Submittal.

- C5.5 For Submittals with Submittal Endorsed “Received”, Design Builder shall:
- (a) for IFC Submittals: have the IFC Submittals signed and sealed by the Professional of Record;
 - (b) for Management Plans: have the Management Plan incorporated into Schedule 4 – Management Plans; or
 - (c) for all other types of Submittals: implement the applicable portion of the Work related to the Submittal document or proposed course of action.
- C5.6 Upon receipt of a Submittal Endorsement of “Comments” or “Observations”, Design Builder shall respond to the City in accordance with Section C5.1 or Section C5.2, as applicable, as soon as is practicable (or such longer time as may be prescribed in the Design Build Agreement or as the Parties may agree) and within the following time-frames:
- (a) 20 Business Days following receipt of a Submittal Endorsement provided by the City for Preliminary Design Submittal;
 - (b) 20 Business Days following receipt of a Submittal Endorsement provided by the City for Intermediate Design Submittal;
 - (c) 20 Business Days following receipt of a Submittal Endorsement provided by the City for Detailed Design Submittal;
 - (d) 10 Business Days following receipt of a Submittal Endorsement issued from the City for the IFC Submittal;
 - (e) 10 Business Days following receipt of a Submittal Endorsement issued from the City for an NCR Plan in relation to a Non-Conformance;
 - (f) 7 Business Days following receipt of a Submittal Endorsement issued from the City for a resubmission of any previously submitted Submittal; and
 - (g) 15 Business Days following receipt of a Submittal Endorsement issued from the City for any other type of Submittal, unless otherwise indicated in the Technical Requirements.
- C5.7 Should the Design Builder require additional time to return a response following receipt of a Submittal Endorsement issued from the City, a formal request can be requested in accordance with Schedule 13 – Document Management System and reasonable instructions provided by the City.

SECTION D DOCUMENT LIST

D1. Introduction

- D1.1 The City has prepared a summary list of Documents that Design Builder must submit throughout the Project Term. The list is attached as Appendix A – Document List.

D1.2 Under no circumstances, shall this Appendix A be construed as the complete list of Documents to be submitted under this DBA. Design Builder is responsible for submitting all Documents as required by this DBA, whether or not such Documents are specifically indicated in Appendix A – Document List.

**Appendix A – Document List [NTD – to be updated;
need to include submissions from DPA]**

Document List

(NTD: this list will be vetted post review of the Schedule 5 from DPA review and edited during the DPA phase)

Document	Schedule	Section	Transfers to DBA
Project Management Plan – part of Development Phase Plan	3	B6.3.(a)	No
Communication Plan – part of Development Phase Plan	3	B6.3.(b)	No
Document Plan – part of Development Phase Plan	3	B6.3.(c)	No
Design Quality Management Plan – part of Development Phase Plan	3	B6.3.(d)	No
Development Phase WBS – part of Development Phase Plan	3	B6.3.(e)	Yes
Development Phase Schedule	3	B7	No
Preliminary Design Period Work Plan	2/3	E1.4/B8	No
Technical Memo on Document Review	3	C2.4	Yes
Risk Management Plan	3	C4.1.(a)	No
Permitting and Approvals Plan	3	C4.1.(b)	Yes
Geotechnical Investigation Plan	3	C5.1.1	Yes
Preliminary Design Drawings	3	C6	No
Preliminary Design Report	3	C7	No
Preliminary Design HIRA Report	3	C8.1.(a)	No
HAZOP methodology report	3	C8.1.(b)	No
Preliminary corrosion study report	3	C9.1.(a)	No
Preliminary CFD models and reports	3	C9.1.(b)	No
Preliminary baffling factor model and report	3	C9.1.(c)	No
Preliminary air dispersion modelling	3	C9.1.(d)	No
Preliminary ground modeling	3	C9.1.(e)	No
Preliminary lighting design model	3	C9.1.(f)	No
preliminary power study model and report	3	C9.1.(g)	No
Preliminary Master Equipment Schedule	3	C10.1.(a)	No
Preliminary cost estimate	3	C11	No
Preliminary Project Schedule for the Implementation Phase	3	C12	No
Preliminary Design Submittal (including supporting Technical Documentation)	3	C14	No
Intermediate Design Period Work Plan	2/3	E1.4/C13	No
Project Management Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes

Commented [ka1]: Blakes: For those submittals that will be transferred from the DPA, consider adding language that states that the Design-Builder shall submit revised versions of these submittals based on the last version submitted during the Development Phase and addressing all the City comments and non-conformances for review in accordance with Schedule 5 – Review Procedure.

Document	Schedule	Section	Transfers to DBA
Quality Management Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Health, Safety and Security Management Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Environmental Management Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Communication Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Document Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Risk Management Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Construction Management Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Commissioning Plan – as part of Implementation Phase Management Plans	3	D3.1.(a)	Yes
Social Procurement Management Plan	3	D3.1.(b)	Yes
Intermediate Design Drawings	3	D4	Yes
Intermediate Design Report	3	D5	Yes
Intermediate Design HIRA Report	3	D6.1.(a)	Yes
Intermediate Design HAZOP report	3	D6.1.(b)	Yes
Asset Criticality Requirements	3	D6.1.(c)	Yes
Initial hydraulic model and report for fire protection study	3	D7.1.(a)	Yes
Final corrosion study report	3	D7.1.(b)	Yes
Final CFD models and reports	3	D7.1.(c)	Yes
Final baffling factor model and report	3	D7.1.(d)	Yes
Initial power study model and report	3	D7.1.(e)	Yes
Initial ground model and report	3	D7.1.(f)	Yes
Initial lighting model and report	3	D7.1.(g)	Yes
Qualifications of independent firm performing odour sampling for air dispersion model	3	D7.1.(h)	Yes
Qualifications of independent firm performing odour panel testing for air dispersion model	3	D7.1.(i)	Yes
Updated Master Equipment Schedule	3	D8.1.(b)	Yes
Geotechnical Baseline Report	3	D8.1.(b)	Yes

Document	Schedule	Section	Transfers to DBA
Updated and blacklined Technical Specifications	3	D8.1.(c)	Yes
Preliminary process control narratives	3	D8.1.(d)	Yes
Preliminary PLC I/O lists	3	D8.1.(e)	Yes
Preliminary functional requirements specifications	3	D8.1.(f)	Yes
Intermediate Cost Estimates	3	D9	Yes
Intermediate Project Schedule for the Implementation Phase	3	D10	Yes
Intermediate Design Submittal	3	D12	Yes

Appendix B – Document Numbering Standard