

ORDER OF THE NEW HAVEN BOARD OF ALDERS AUTHORIZING THE MAYOR OF THE CITY OF NEW HAVEN TO EXECUTE TWO GRANTS OF LICENSES AND EASEMENTS ON BEHALF OF THE CITY OF NEW HAVEN AND WITH YALE NEW HAVEN HOSPITAL, INC. WITH RESPECT TO TWO OVERHEAD PEDESTRIAN BRIDGES OVER ORCHARD STREET AND TO EXECUTE A GRANT OF LICENSES AND EASEMENTS ON BEHALF OF THE CITY OF NEW HAVEN AND WITH YALE NEW HAVEN HOSPITAL, INC. WITH RESPECT TO CHAPEL STREET, GEORGE STREET, SHERMAN AVENUE, AND ORCHARD STREET

WHEREAS: Yale New Haven Hospital, Inc. and Yale New Haven Care Continuum Corporation (the "Hospital") is the owner of various properties comprised of the block generally bounded by Chapel Street, George Street, Sherman Avenue and Orchard Street, in the City of New Haven (collectively the "SRC Property") and additional properties located along Orchard Street (collectively the "Orchard Street Property"); and

WHEREAS: The Hospital intends to construct a new in-patient bed replacement and neuroscience center (the "New Facility") upon a portion of the SRC Property known as 1450 Chapel Street and new parking structures (the "OSG") on the Orchard Street Property; and

WHEREAS: The Hospital wants to provide convenient, safe and direct access to and from the OSG to the New Facility, and the balance of the SRC Property

WHEREAS: In order to provide such access, the Hospital desires to construct a pedestrian bridge (the "New Pedestrian Bridge") over Orchard Street to connect the SRC Property and the OSG; and

WHEREAS: The City of New Haven, The Saint Raphael Healthcare System, Saint Regis Health Center, Inc., and the Hospital of Saint Raphael (collectively "Saint Raphael Entities") entered into an agreement with the City of New Haven entitled "Grant of Air Rights and Licenses and Agreements by and among the City of New Haven, The Saint Raphael Healthcare System, Saint Regis Health Center, Inc., and the Hospital of St. Raphael, dated January 23, 2004" and recorded at Volume 6681, Page 235 of the New Haven Land Records (the "2004 Agreement") to construct an overhead bridge over Orchard Street, which bridge has since been constructed (the "Existing Pedestrian Bridge"); and

WHEREAS: Pursuant to an Assignment and Assumption Agreement, dated September 11, 2012, and recorded at Volume 9415, Page 329 of the New Haven Land Records, the Saint Raphael Entities transferred to Hospital all their right, title, covenants, agreements and interest in and to and all of its obligations and responsibilities under the 2004 Agreement; and

WHEREAS: The Hospital requests that the City of New Haven grant an easement for the Existing Pedestrian Bridge to replace the License; and

WHEREAS: The Hospital also requests that the City of New Haven grant an easement over Orchard Street to the Hospital and its affiliates for the purpose of constructing a new

pedestrian bridge, as to be shown on Plans to be submitted to the City Plan Department (the "New Pedestrian Bridge"); and

WHEREAS: Such New Pedestrian Bridge will permit the Hospital to maximize the potential of their facilities by providing safe and convenient access for patients, physicians, visitors and other persons between the facilities; and

WHEREAS: Since the proposed New Pedestrian Bridge is located within Planned Development District #45, the construction of the New Pedestrian Bridge must be approved by the City Plan Commission; and

WHEREAS: The Hospital also requests that the City of New Haven grant a License and Easement Agreement for certain construction, utility, and other rights as set forth therein (collectively, the Existing Pedestrian Bridge Easement, the New Pedestrian Bridge Easement, and the Grant of License and Easement Agreement shall be referenced as the "Easements"); and

WHEREAS: The City Plan Commission has adopted favorable recommendations with respect to the Easements.

NOW, THEREFORE, BE IT ORDERED by the New Haven Board of Alders that:

1. A. Upon full consideration of the aforesaid, and such other matters as were brought before this Board pertaining thereto, and upon consideration of the foregoing recommendation of the City Plan Commission, it is hereby found that:

(i) The granting of the Easements as requested is a necessary and integral part of the development within Planned Development District #45; and

(ii) The granting of said Easements is in accordance with the findings and orders of this Board upon its approval of the amendment of said Planned Development District, and will be in the best interests of the City of New Haven.

B. That the Easements requested by the Hospital and as described in the Detailed Plans to be reviewed and approved by the City Plan Commission be granted, provided that it is understood and agreed, in consideration of the granting thereof, that the Hospital, its successors and assigns, shall save the City of New Haven harmless from any and all loss on account of the construction, operation, maintenance related to the Easements, and the work connected therewith, and all said work to be performed without expense to the City of New Haven, to the satisfaction of the City Engineer, Building Inspector, Director of Traffic & Parking, Director of City Plan, Director of Public Works and Fire Marshal, and in accordance with the ordinances of the City of New Haven, and the Applicant shall furnish the City of New Haven with a satisfactory public liability insurance policy specifically protecting the full interest of said City against any and all loss, cost and damages in an aggregate limit of not less than \$10,000,000, said insurance policy to be one issued by a company authorized to write public liability insurance in the State of Connecticut and in such form as is satisfactory

to the Corporation Counsel, the original of this policy shall be placed in possession of said City at the Office of the City Clerk before the permit for the above listed work is issued, and said policy is to be maintained in force by the Applicant, its successors and assigns, as long as said bridge is maintained at said location.

C. That the Mayor of the City of New Haven be and hereby is authorized and empowered to execute and deliver the Easements in substantially the form attached hereto on behalf of the City of New Haven and the City Clerk of New Haven be and hereby is authorized and directed to impress and attest to the Seal of the City of New Haven on such instruments.

BE IT FURTHER ORDERED by the New Haven Board of Alders that the Mayor of the City be authorized to execute, acknowledge, implement, and deliver any and all other documents as may be necessary or appropriate in order to give effect to this Order.

BE IT FURTHER ORDERED by the New Haven Board of Alders that any proposed change or amendment to the Easements shall be submitted to the Board of Alders for approval prior to implementation of any changes. In the event that the Applicant does not comply with the specific terms of the Easements, the City shall deliver to the Applicant a written notice of default and the Applicant shall have a period of not more than thirty (30) days to cure such default (or if such default is not susceptible of cure within such period, the Applicant shall have a period of thirty (30) days to commence a cure, and thereafter diligently complete the same). If in its sole discretion, the Board of Alders determines that the Applicant has failed to diligently correct the noticed default, the City shall notify the Applicant that the respective Easement is revoked, effective ten days after the date of said notice. The Easement shall not be revived except by way of a re-submittal of the original request to the Board of Alders.

BE IT FURTHER ORDERED that all hiring for construction undertaken pursuant to the above described project shall be subject to the provisions of Sections 12 1/4 and 12 1/2 of the New Haven Code of General Ordinances ("Equal Opportunities"), and that all compensation for said construction shall be subject to the provisions of "Davis-Bacon Heavy and Highway Prevailing Wage."