



T H E S H O P S A T
WILLOW BEND

**TENANT CONSTRUCTION
RULES & REGULATIONS**

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CONSTRUCTION PREREQUISITES

1. Building permit.
2. Certificate of Insurance from General Contractor that complies with the terms of the construction exhibit in the lease. Typical minimum coverages and liability limits are:
 - Comprehensive General Liability: \$3,000,000
 - Comprehensive Automotive Liability: \$3,000,000
 - Worker's Compensation and Employer's Liability Insurance: \$2,000,000
 - Protective Liability coverage: \$3,000,000
 - Tenant's Builder's Risk for 100% of replacement cost

The following to be additionally insured (except Worker's Compensation):

TM Willow Bend Shops, L.P., Starwood Retail Property Management, LLC, Starwood Capital Global Group, L.P. and their subsidiaries, affiliates, directors, officers, members, managers, partners, lenders, agents employees and assignees, and other such entities hereafter as may be reasonably requested by Landlord, referred to collectively as Additional Insured.

3. Construction Deposit: \$5,000 payable to: **TM Willow Bend Shops, L.P.**
4. Arrange for a barricade from Boston Barricade. Contact Carolyn Zaluski 772-257-7320. czaluski@bostonbarricade.com
6. Landlord approved construction drawings. Any comments noted on the plans to be reviewed at pre-construction meeting. A set of approved drawings shall be posted on the construction site during construction .
7. List of subcontractors to be used.
8. The GC and subcontractors should review these Construction Rules and Regulations.

Pre-construction Meeting:

1. Call to arrange a meeting appointment at least **2 days** in advance.
 - A. Subcontractors may attend, but the general contractor is responsible for all sub-contractors compliance with rules and procedures.
 - B. Review the Landlord approved construction drawings. Review all landlord comments. Keep a set of plans on the job site.
 - C. Review punch lists and completion requirements now to know what is expected. Don't wait until you are done.
2. Inspect the premises and establish the lease lines
3. Review site specific information: trash, delivery, parking, hours, impact to adjacent tenants, coordination with mall security and facilities.
4. Introduce the job superintendent to key mall personnel, and share all contact information.

General Construction Rules:

- Construction shall comply in all respects with: A) the terms of the lease; B) as approved by the

landlord's tenant coordinator; and C) all applicable Statutes, Ordinances, Regulations, Laws and Codes.

- General Contractor representative must be on site for the duration of the project.
- Tenants, Tenant Contractors, and their employees are expected to comply with all requests and procedures established by Center Management.
- All Tenant Contractors will: enter through designated Service Areas, park where assigned, use service corridors and freight elevators, use designated trash dumpster, stay out of mall during non-mall hours, use designated rest rooms, follow safety rules, and follow directions of mall staff.
- Workers are not allowed to carry tools, construction material or other equipment through the Common Mall Concourse or public elevators or escalators.
- Loud work and work that produces noxious odors must be done during non-mall hours. Any loud work or work that interferes with the business of other retailers must be stopped during mall hours.
- A clean, safe work site is expected to be maintained. No loud music; no alcoholic beverages; no angry outbursts, fighting or profanity; and no unsafe working conditions. Keep two fire extinguishers on the job site. Keep doors closed and locked after hours.
- Harmony among different contractors working on the job.

THE MALL WILL HALT CONSTRUCTION: Landlord will stop construction at any time for safety or business reasons. If Contractor or job workers violate the rules and policies contained in this manual, or if they exhibit a lack of respect for mall tenants, customers or mall staff, the work will be halted and offending workers will be removed and banned from the work site.

Premises Acceptance Walk-Through

1. Utility Tie-in Locations
 - A. Smoke Detector (if applicable)
 - B. HVAC Connections (if applicable)
 - C. Sprinkler main and tie in location
 - D. Fire Alarm (if applicable)
 - E. Domestic Water
 - F. Sanitary Line
 - G. Kitchen Waste (if applicable)
 - H. Vent Line (if applicable)
 - I. Toilet Exhaust Vent (if applicable)
 - J. Telephone Service
 - K. Electric Service
 - L. Gas Line (if applicable)
2. Lease Line
3. Existing Conditions
 - A. Mall Soffit
 - B. Lease Line Tile
 - C. Neutral Piers
 - D. Service Corridor, Service Area, Dumpster Location, Service Elevator, Overhead Doors
4. Designated Loading Dock and Routing of Material Deliveries
5. Project specific meters and devices.
 - A. VAV Box (es)

- B. Temperature Sensor
- C. VAV Box Control Wire
- D. Fire Dampers (if applicable)
- E. Electrical Meter
- F. Water Meter

- 6. Metal Corner Guards in service corridor to protect drywall corners.
- 7. Premises Acceptance Form:
Demolition and / or construction can cause unintentional damage. The premises and adjacent areas should be inspected prior to work and any existing conditions noted. After construction starts, the general contractor will be responsible for protecting all areas the general contractor or subcontractors occupy or use.

CONSTRUCTION REGULATIONS

Barricades

- 1. Tenant will be required to provide a barricade from Boston Barricade. Contact: Carolyn Zaluski at 772-257-7320. czaluski@bostonbarricade.com
- 2. The barricade must remain rigid, squared, and plumb throughout store construction. Coordinate relocation as needed with Boston Barricade.
- 3. Contractor shall cover top of the barricade to the soffit with visqueen (at least 1 mil weight) to ensure that no construction dust enters the common area.
- 4. The exposed mall flooring shall be covered by plywood, carpet or masonite to prevent damage to it.
- 5. If there is no adjacent corridor or service door to be installed, the Contractor may request a door in the barricade. The door will be furnished by Boston Barricade.
- 6. Keep doors to the space closed during work. Keep doors locked after hours.
- 7. Full wrap graphic of the barricade must be installed at Tenant expense. Graphic messaging and content must be approved by center management.
 - i. Specs: *Full height barricade with dust covers*
 - 1. *Full wrap graphic including side returns*
 - 2. *Provided by Boston Barricade at Tenant expense*
 - 3. *Coordinate installation and removal with Boston Barricade*
- 8. Upon completion of the job and following removal of the barricade, it is the Contractor's responsibility to repair and paint the soffit above the Tenant's space. Note: Boston Barricade's scope of work does not include patching screw holes after barricade take down. The mall will provide paint specifications.

Trash & Demolition

- 1. Order Trash Open Top Dumpster from Keter Environmental Services. 317-279-6898, ext. 206, or email at: lsummers@keteres.com. Do not order a trash dumpster from a private hauler.
- 2. Demolition shall not interfere with the daily operation of adjacent Tenants or center common areas. Be aware of work that may cause excessive vibrations, which can damage to adjacent tenant spaces and/or surrounding areas.
- 3. **Remove** all existing electrical, mechanical, plumbing and other utilities and equipment to the source. Do not abandon any unused equipment.

Noise & Odors

No excessive noise or odors may be produced during mall hours. Upon request, the general contractor will cease such operations immediately.

Concrete

The general contractor is required to be present during the entire concrete pouring process to ensure that concrete contractor complies with the following requirements:

1. Routes into mall from concrete truck shall be as designated by Center Management.
2. All concrete pours shall be scheduled with Center Management a minimum of 48 hours in advance.
3. Layout of any "new" tenant spaces on grade shall be performed in accordance with the Landlord's Space Layout. The concrete slab must be made ready to fully accept the bottom track of the demising wall.
4. Concrete trucks must be located outside of the curb around the perimeter of the building or at designated loading dock. No trucks will be allowed on the sidewalks or curbs.
5. All Concrete Contractors shall put down visqueen and plywood along the route the concrete is carted through the Center to the Tenant's premises. This shall include the area around and directly below the truck.
6. When pumping concrete to the site, provide wood blocking below the coupling flanges. The flanges shall not rest on the deck or existing concrete sub.
7. No concrete carts or wheelbarrows will be allowed through the main Center entrances at any time.
8. Concrete trucks are absolutely forbidden to wash out or dump any unused concrete on any portion of the Center property.
9. Only Gas with catalytic or propane powered concrete buggies are allowed within the project building.
10. Floors on grade: All slabs on grade shall consist of concrete with a minimum strength of 3,000 PSI, a minimum 4" thickness with 6" X 6", W1.4 WWF. Steel reinforcing and a visqueen vapor barrier (minimum 4 mil) on compacted fill. Tenant shall provide additional sand fill and/or remove excess as required. **A petroleum based (bituminous) coating shall be applied at the base of all steel columns.**
11. Supported floors: A depressed area exists in Tenant spaces on supported slabs. The general contractor is responsible for filling and sloping this area to ensure that the Tenant's finish floor material is the same elevation as Landlord's tile floor.
12. Supported floor slabs shall conform to the Landlord's project details and design loads of 75 pounds per square foot plus 20 pounds per square foot for partition

Demising Walls

1. Metal stud walls must extend to ceiling or roof deck above. Drywall a minimum of one layer 5/8" fire-rated gypsum board, fire taped and spackled from floor to deck. Finished demising walls shall be installed in such a manner that the resulting partition will provide a fire-rated enclosure to the roof or floor structure above.
2. The demising wall will be located per dimensions indicated on the Landlord's Space Layout drawing. Any dimensional inconsistencies between the Space Layout drawing and the Landlord approved construction drawings should be brought to the immediate attention of

Center Management.

3. Demising walls do not possess any structural value. The general contractor shall provide structural reinforcement if Tenant's construction is to be attached to or supported from the demising wall. Structural drawings must be approved by the Landlord's structural engineer.
4. The general contractor shall schedule "new" demising wall installation with Center Management (facilities). Floor conditions must be level and structurally sound to accept the bottom metal track.
5. If area above the ceiling is used as a return-air plenum, the number and size of the return-air openings will be indicated on the Landlord approved construction drawings. The general contractor shall install Landlord specified fire dampers at Tenant contractor expense or secure these openings with screening specified by Facilities personnel.
6. Standards may not be recessed into any fire-rated demising walls. A second layer of drywall must be used to conceal the standards.
7. The Landlord has provided neutral piers at the storefront. The general contractor shall repair any damage to the Landlord's neutral pier (or soffit) caused by demolition or construction.
8. An expansion joint shall be incorporated into walls if an expansion joint exists within the space. Since demising walls are fire rated, the general contractor shall verify code requirements with the local building department. Landlord approval is required for the aesthetic treatment of any expansion joint details.

Service Doors/Rear Exit (if applicable)

1. Rear service/exit doors and frames shall be commercial grade, "B" label construction with a minimum size of 3' X 7'. All doors shall be equipped with a door closer located on the tenant (interior) side of door. All exit doors shall have appropriate fire exiting hardware. Verify code requirements with the governing agency.
1. After installation of Service/Exit door, Tenant shall restore service corridor to original condition.
2. Service/Exit door shall be finish painted a color specified by Landlord and labeled with space number in 2-inch letters. Store name is optional.
3. A doorbell may be installed at service corridor doors.
5. A recessed vestibule is typically required. This vestibule is considered to be part of the service corridor assembly and must be constructed in compliance with the applicable codes for fire rating. A sprinkler head is required in the vestibule.
6. 4' high metal corner guards are required at both returns into the vestibule. Vestibule walls shall be restored to original fire-rated condition.

Electrical

1. The mall redistributes electricity to tenant spaces inside the mall. The usage is metered with a specific mall-required electric meter, typically installed in tenant space.
2. A tenant's electric service is a complete electrical service from Landlord's secondary distribution equipment to a point within the leased premises.
3. Landlord specified disconnect switch at Landlord's distribution equipment
4. Conduit and conductors will be one continuous run.

5. The type and size of the electrical service will be as specified on the Landlord's approved construction drawings.
6. The Facilities Department will designate location of the power source to the space and required labeling.
7. The general contractor and Mall Facilities Department should walk the route to verify the methods of attachment, support, penetrations, etc. This will be same for telephone and music services.
8. All wiring shall be in conduit (rigid or EMT). Flexible conduit may not be used for extended runs or in lieu of conduit in partitions. Flexible conduit may be used inside tenant space for short lengths and finish connections only.
9. Temporary power may be available from a source designated by Mall Facilities. Any temporary electrical wiring located outside the leased premises shall be placed in a metal casing. All temporary wiring used during construction (e.g. phone, power, service, etc.) shall be in conduit and removed before project completion.
10. All circuit panels must be balanced. Balancing will be verified by Mall Facilities Department and Electrical Contractor.

Floor / Deck

All penetrations through any concrete floor slabs must be coordinated with Tenant Coordination and mall facilities. Core drilling, saw cutting, jack hammering, bush hammering, chipping, etc., are not permitted without prior approval. The general contractor must perform a field survey of the area below any proposed floor penetration to verify the existence of any electrical, mechanical, etc., equipment.

1. Any penetrations through the supported floor slab must have steel, water-tight sleeves. The sleeve penetration and area surrounding this point shall be made waterproof. Verify and obtain approval for the type of waterproofing material. All toilet room floors are to be waterproofed with an elastomeric membrane. Waterproofing must extend a minimum of 4" up all wall surfaces.
2. All kitchens, food preparation and serving areas must have a waterproof membrane. Waterproof membrane shall be installed by Tenant with Landlord approval for type of membrane.
3. Floor drains are required in all toilet room and kitchen areas. The floor shall be sloped to the drain to ensure proper drainage.
4. Some on-grade slabs contain conduit/piping for telephone, electrical, plumbing, etc. Coordinate any cutting and drilling through slabs with Mall Facilities staff. A detection survey may be required.
5. No trenching of supported floor assemblies is permitted. Coring must be coordinated with Mall Facilities staff.
6. Transitions between dissimilar floor materials shall be smooth and flush. The use of transition or reducer strips is not permitted.
7. The general contractor shall field verify the existence of expansion joints within the space. Some floor slabs are fire-rated. Verify that expansion joints meet all code requirements. Landlord approval is required for aesthetic treatment of this joint.
8. Mall flooring may be available for repairs to match existing mall floor at the storefront. The mall flooring is limestone. Attic stock tile may be purchased through the Facilities Department. The General Contractor will reimburse Center Management the applicable charge for any replacement tile required. This is for replacing existing tile only!

Ceilings

Ceiling construction cannot be attached to the center's finished soffit, floor or roof deck above, as these components are not designed to support additional loads. Ensure that ceilings are supported from the building's structural steel, bar joist, purlin etc., and are not attached to the roof deck or soffit in any fashion.

1. If the area above the ceiling is used for a return-air plenum, the general contractor must ensure that all ceiling components are plenum rated.
2. Maintain access to all Tenant and Center equipment above the ceiling per all codes and maintenance requirements. Coordinate access panel locations with Mall Facilities Department, the building inspector, and Landlord approved construction drawings.
3. The maximum ceiling clearance will be designated on the Landlord's space layout. If Tenant desires ceiling elevations higher than those permitted, relocation of plumbing, electrical, mechanical, fire protection, etc. will be at Tenant's expense. Use of Center's subcontractors may be required.
4. An expansion joint must be incorporated into the ceiling construction if present within the space. The general contractor shall verify code requirements with the governing agency. Landlord approval is required for aesthetic treatment of this joint.
5. Do not remove or relocate any existing support hangers.

Gas (if applicable)

Gas is available in some locations. Mall Facilities personnel shall direct the general contractor on the routing, type of support, etc., for this piping.

1. Locations of gas manifolds
2. Exposed pipes in parking facility and service areas shall be painted to match adjacent surfaces.
3. Enclosure requirements should be verified with the local government agency. Vented shafts, chases, etc., may be required along the route.

Hazardous Materials

1. The identification, handling, and disposal of hazardous materials, as determined by federal, state, county, and/or city statutes, ordinances, regulations, laws and codes, are the responsibilities of the general contractor.
2. The general contractor shall ensure that all materials used in the store construction are identifiable, that MSDS's are available (on the job site), and the applicable MSDS sheets are provided to Mall Facilities Department.
3. All materials used in construction shall be "ASBESTOS FREE". Materials listed as "non-asbestos" are unacceptable and shall not be used for construction.

HVAC – for tenants installing separate equipment

1. Placement of any mechanical equipment on the roof shall be scheduled with Facilities personnel. Loads greater than 200 pounds will require a crane and/or helicopter.
2. HVAC equipment that produces a discharge or requires a drain shall be tied into the building's drainage system. Roof equipment cannot drain onto the roof. Tie-in requirements shall be coordinated through Facilities personnel.
3. All roof equipment (new or used) shall be painted. Each piece of equipment will be labeled with store name and space number on two sides each facing the roof hatch and high

monitor roof. Two inch, black vinyl letters will be used.

4. All process exhausts, hood exhausts, equipment vents and other contaminate exhausts when permitted by Landlord shall discharge vertically to the atmosphere, 20' minimum, horizontally away from any fresh air intakes, properly dispersing odors or fumes away from the site. A duct extending higher than the tallest air intake may be required if the 20' distance cannot be achieved. This may also be true for longer distances as each location is field coordinated.
5. Provide clear access to all equipment in ceiling space.
6. Contractor will provide access panels to all Landlords' equipment and shut off valves.
7. If required, ceiling plenum unit heaters will have a thermostat set at 55°F.
8. When the system is ready for start-up, Mall Facilities personnel shall be notified at least 24 hours in advance, allowing time to schedule an operational inspection. The system shall be 100% operational before store opening.

Tenants using the Enclosed Mall VAV System

1. Standard variable air volume (VAV) terminal boxes and temperature sensor are required. Some boxes are available at the mall; some may be reused if a space is being remodeled.
2. The Facilities Department will determine the supply-air, fresh-air, relief-air taps, etc. to be used. Any unused supply-air taps shall be capped and sealed. Air may not blow freely from any tap unless a VAV box is attached.
3. An insulated high velocity metal spiral duct (maximum length 4') will attach the VAV box to the supply-air tap. The general contractor shall ensure the HVAC contractor does not install any dips, bends, or turns at this attachment. Any "kinks" may cause the VAV box to become inoperative or drastically impair the efficiency of the unit.
4. The center's HVAC system supplies air to various areas of the center and tenant spaces. Attachments into the supply-air must occur when the system is off. Typically, the units are off between the hours of 10 p.m. and 7 a.m. Verify times with Mall Facilities Department.
5. An air-balance of the system must be performed by an independent temperature controls contractor as required by Center Management, with a certified air-balance report submitted to Mall Facilities Department before the store opens. The general contractor's deposits will not be processed for return until this report is received.
6. Note that the air conditioning serving the enclosed mall is separate from the air conditioning supplied to tenants. Do not tie into mall common area unit ducts.

Plumbing

1. The Facilities Department will designate sanitary, domestic water, air vent, and other utility lines to be used. These utility lines may exist outside the leased premises.
2. The Tenant Contractor is responsible for making penetrations through the concrete slabs. Penetrations must be made through watertight sleeves - 4" above finished floor and are subject to the approval of The Facilities Department.
3. Work requiring access into adjoining Tenant spaces shall be negotiated by the general contractor through Facilities personnel with the appropriate store manager and/or owner. Any damage caused by this work shall be corrected by the general contractor at his expense. Note: most stores require security or a store associate remain on site while a

contractor is working in their store after hours. There is typically a cost associated for this that is either paid by the general contractor directly or reimbursed to the store owner.

4. Ensure that all sanitary clean outs are exposed and remain accessible. Since many trades can affect this requirement, the general contractor shall ensure that all subcontractors are aware of any existing clean outs. Coordinate locations with The Facilities Department after demolition.
5. The Tenant Plumbing Contractor shall install a Neptune T10 domestic water meter in the Tenant space that reads in gallons. Such meter shall be located no more than 3 ft. above the floor and include shut-off valves. Meter and valves are to be accessible always.
6. All supply water lines, exposed or concealed, shall be insulated. Ensure that this insulation material is plenum rated.
7. The general contractor shall ensure that the plumbing contractor does not leave any uncapped or open sanitary or vent lines, etc.
8. Floor drains must be installed in all restroom floors.
9. All core drilling must be done before 9:00 AM or after 10:00 PM, so as not to interfere with normal operation of the center.
10. Copper, steel, or cast iron or any other code-complying metal shall be used for all piping. Use of plastic pipe shall be as defined on Landlord approved construction documents.
11. When construction is completed, all sanitary lines shall be "rodded out" to make sure any construction debris is removed from the line. Written notification, indicating date and time shall be provided to Mall Facilities Department before barricade is removed.

Roof

The general contractor shall coordinate any work that requires modifications to the existing roof with Facilities personnel. The general contractor must use the center's roofing contractor for all roof modifications. The general contractor shall ensure that all applicable subcontractors (i.e., HVAC, mechanical, electric, etc.) are aware of the roof requirements.

- Tenant general contractor shall contact the Landlord's Roofing Contractor to arrange for any penetrations required through the Landlord's roof. **No other contractors can make roof penetrations.**
- Typically, any opening in the roof greater than 12" X 12" requires additional steel reinforcing. This steel shall be installed before cutting the roof. Drawings showing the roof framing must be approved by Landlord's structural engineer.
- The general contractor shall coordinate access to the roof for his subcontractors. Access shall be through the applicable roof hatches and must be coordinated with Facilities and Security personnel.
- Pipes, conduit, ducts, antennas or other equipment shall penetrate vertically through the roof directly to the serviced equipment below. Any material installed horizontally across the roof is subject to immediate removal.
- Antennas are permitted on the roof only when the lease or a separate agreement has been executed between the Landlord and the Tenant. This includes satellite dishes, music dishes, and any other transmission or receiver devices.
- All crating materials, unused equipment, trash, debris, etc. shall be removed from the roof upon completion of work by the general contractor. A "clean-up" fee will be assessed if removal of debris, equipment, etc., is performed by Center Management.

- Equipment of any kind shall be carried over the roof expansion joints. Do not drag, drop or manhandle any equipment across the roof. The cost of repairs for damage caused by any tenant subcontractor will be deducted from the general contractor's construction deposit.
- Any use of a crane or helicopter must be coordinated through Center Management. There is a three hundred twenty five dollar \$325.00 fee for use of a crane and five hundred twenty five dollars \$525.00 for a helicopter.
- Equipment placed on the roof shall not be visible from any location on the center site or perpetual property. Coordinate equipment placement with Facilities personnel.

Smoke Detectors and/or Fire Alarm Devices

- All life safety requirements for this mall were based on the codes in effect at the time, and were based on basic retail occupancy.
- Smoke detectors have not been required inside tenant spaces for retail use. Alarm horns or strobes have not been required inside tenant spaces designated for retail use.
- There is a mall wide fire alarm system. Smoke duct detectors in mall AC unit ducts, and sprinkler water flow alarms at the sprinkler riser are the primary signal points.
- Smoke exhaust fans are in place and operated automatically by alarms.
- Other uses such as restaurants and theaters may require additional alarm or detection equipment per current fire codes. Contact the city fire marshal with questions.
- Any Tenant alarm or detection equipment that the fire marshal requires to be tied in to the mall's alarm system must be coordinated with mall management and the mall's fire alarm service contractor (Siemens).
- Changes to the base building life safety system may require a life safety inspection by the local building inspectors.

Sprinkler System (Fire) The general contractor must use the required sprinkler contractor for all sprinkler system modifications – Northstar.

1. The general contractor shall ensure that the fire protection subcontractor submits drawings to FM Global. Approval must be obtained before Tenant opening.
2. Many Tenant spaces have more than one sprinkler main within the space. The Facilities Department shall designate the sprinkler main to be used.
3. Permanent system isolation valves are not permitted in the system. Auxiliary drain valves may be used. They should be located in an area that does not invite tampering and will be tagged and capped.
4. The sprinkler system is monitored by the local fire department, center security, and various alarm companies. **Contractors must not tamper with these systems.**
5. The general contractor shall contact Facilities personnel in advance to schedule a sprinkler system drain down to tie-in the Tenant system. The sprinkler shutdown fee is four hundred

twenty five dollars \$425.00 per occurrence.

7. Before a final connection can occur, the system must be hydrostatically tested and made ready for "tie-in".
8. A minimum of two fire extinguishers must be located on the job site during construction.

Storefront **The Landlord requires a smoke/fire separation at the center's bulkhead. The general contractor shall ensure that the integrity of the bulkhead is not jeopardized by configuration of the storefront.**

1. The center soffit is not designed to support any additional loads. The Tenant's storefront may not be attached to any part of the center soffit or neutral piers.
2. All storefront gate key switches shall be concealed within the storefront design. Cover plates surrounding the cylinder lock minimized in size and finished to match adjoining storefront finishes.
3. Caulk, sealants, etc., are not acceptable materials for finished glazing butt joints. Glazing clips shall be used in lieu of silicone when required by local building officials. The general contractor shall ensure that a material sample is submitted to Landlord's Store Planning and Design for approval.
4. Transitions between materials, angles, breaks, etc., shall be even and clean. The use of caulks, sealants, etc., to fill these transitions is not permitted.
5. Any damages caused by demolition or construction to the Landlord's neutral piers, soffits, or Mall tile shall be repaired to a "like new" condition. The general contractor shall coordinate any repairs with Facilities personnel. If these items are not addressed before project completion, repair cost will be deducted from the general contractor's construction deposit.
6. Storefront construction may not extend beyond the lease line or permissible projection area unless approved by the Landlord. Awnings, cornices, moldings, lamps, etc. are to be located within the tenant's leased premises.
7. The general contractor shall ensure that the sign contractor is aware of all comments on the Landlord's approved sign shop drawings. Landlord approval is required before sign fabrication. Failure to submit shop drawings may prohibit the storefront sign from being installed. Temporary signs will not be permitted for store openings.
8. Storefront neutral piers (if required) shall be furnished and installed by the Landlord upon completion of demising wall.
9. The Tenant's General Contractor shall insure access to all Landlord equipment existing adjacent to the storefront or within the Tenant space.
10. The Tenant's General Contractor is responsible for final cleaning of the storefront, neutral piers and floor tile at his storefront prior to opening
11. Overhead grilles which are wider than twelve (12) feet shall be motor operated.

Structural Modifications **Structural modifications to the center require approval from the Landlord's structural engineer. Penetrations in decks, roof, bearing walls, etc., greater than 12" X 12" require structural reinforcing before commencing work. It is imperative that structural work be coordinated in advance with Tenant Coordinator.**

1. Those tenants desiring to make changes to the base building structure must submit to the

Landlord drawings and specifications from a certified engineer for approval.

2. The following conditions are applicable:
 - A. Duct shaft penetrations
 - B. Exterior wall penetrations
 - C. Extra ordinary loads (i.e. safes, vaults, transformers, water heaters, mezzanines, etc.).
 - D. Relocation of structural members.
3. Excessive deck/roof loading caused by transformers, safes, mezzanines, HVAC units, etc., require approval from the Landlord's structural engineer. Structural beams, purlin, joist, etc. shall not be modified by the contractor unless specifically noted on the Landlord's approved construction drawing

Telecom

1. Currently, there is only one company providing new telecom service to tenants in the mall. Contact Single Digits for phone and internet service. There is an installation fee plus a monthly service fee.
2. There is no cable service available in the mall.
3. AT&T maintains an old phone network in the mall but is not currently accepting new customers for POTS lines.
4. Use of the mall's public Wi-Fi service for tenant business use is not allowed.

Hot Work

Hot work permitting procedure:

1. Obtain hot work permit from security.

If no other suitable non-hot work method can be found to produce the desired result; and if no other safe location can be found to do the hot work, then a permit will be issued.
2. The permit requirements include precautions and follow-up actions. **Contractors doing hot work must comply with all requirements of the permit, including a person assigned to watch over the process.**
3. Hot Work must not be done during fire sprinkler impairment.

GENERAL WORK REQUIREMENTS

Deliveries

1. All delivery routes to the construction site will be designated by Facilities personnel. The general contractor shall ensure that all project subcontractors are aware of these routes. Coordinate deliveries with Facilities personnel.
2. Loading docks and service areas shall be used for all deliveries. The general contractor shall verify door size openings from the service area to the construction site, to ensure that all types and sizes of materials can be delivered to the space. Facilities personnel will designate the appropriate service area for deliveries.
3. Service areas shall be used only for loading and unloading construction materials. Any vehicle parked more than 30 minutes with no activity may be towed at the general contractor's expense.

4. Deliveries to the Tenant space shall be made through the service corridors to the rear door (where possible). When authorized by Facilities personnel, deliveries will be permitted through the center common area after 10:00 p.m. and before 9 a.m.
5. Delivery carts used in the center shall be equipped with soft rubber tires. Carts with steel wheels are not permitted. Cost of floor repairs for damage caused by deliveries will be deducted from the general contractor's construction deposit. If your course of travel through the center is over an expansion joint, a ½" sheet of 4' X 8' plywood is required to cover the expansion joint.
6. Escalators and passenger elevators may not be used for gang boxes, ladders, carts or other construction materials. The general contractor is responsible for subcontractors use of passenger elevators and escalators.
7. Customer entrances to the center shall not be used for routine material deliveries. If special conditions for oversized shipments create exceptions **prior authorization from Mall Management is required before delivery.**
8. Dirt, litter, or tire tracks left from deliveries shall be cleaned by the responsible contractor.

Clean and Safe Job Site; Conduct of Workers

1. Keep floor surfaces clean. Use walk off mats at doors. Do not track dust into the mall.
2. Keep work areas clean. Remove junk and trash constantly.
3. Require all workers to dress in workman attire. No loose clothing, proper footwear, hardhats advisable in some situations.
4. Maintain MSDS sheets on all chemicals used. Know where the eye wash stations in the mall are located.
5. Keep doors closed during work. Protect live electrical panels from public. Keep work areas secured.
6. Workers must respect all customers, tenants, and center personnel. Any worker who exhibits abuse, insults, profanity, outbursts of anger, or shows disrespect for the mall or others will be removed and banned from the job.
7. No smoking is allowed inside mall. No alcoholic beverages are allowed on the work site.

Trash Removal

1. Do not use other contractors' open top dumpsters. Each open top trash dumpster is reserved and paid by each contractor separately.
2. Do not use the mall's trash compactors for construction debris. The mall's recycling compactor may be used for cardboard boxes if broken down.
3. Do not stack discarded equipment or other junk in service areas
4. Order all open top trash dumpsters through Keter Environmental: 317-279-6898, ext. 206, or email: lsummers@keteres.com.

Security & Safety

1. Access to barricades, roof hatches, telephone rooms, electric closets, etc., shall be coordinated through center security. Contractors will be asked to sign in.
2. The general contractor is responsible for securing the construction site at all times. Contractors shall safeguard/secure all tools, materials, supplies, etc. The center will not be

responsible for any items lost or stolen.

3. The mall retail business hours are 10 a.m. to 9 p.m. Some stores open early or stay open later. Hours are extended during the Holiday season. Construction work is permitted 24 hours a day provided there are no disruptions to the center or adjacent tenants. Contact mall security for afterhours access (24/7 dispatch).
4. Conduct of all contractors will be professional and courteous. Rude, disrespectful, or loud behavior will not be tolerated. The general contractor shall ensure that all requests by Facilities or Security personnel shall be complied with immediately. Absolutely no alcohol, drugs, weapons or smoking is permitted on center property.
5. All lunch breaks, coffee breaks, etc., by contractors shall be confined to the construction site. Any contractors seen lounging in the common area will be asked to move into the construction site.
6. All contractors are required to wear appropriate construction clothing and protective equipment. It shall be understood that shirts, safety shoes, hard hats, long pants, etc., will be worn at all times.

Storage and Stocking / Merchandising

1. Merchandise or fixtures that arrive may not be stored outside the leased space. There are not always available spaces in the mall to offer the contractor or tenant to store equipment or inventory. Any separate spaces used for storage **must be rented from the mall under a separate rental agreement.** Mall facilities staff are not allowed to let contractors or retailers store inventory or equipment informally without charge.
2. The retail tenant must sign up for trash service with Keter Environmental before the store can use the compactors provided by Keter to discard packaging and trash from initial stocking of the store.
3. If merchandising is performed after mall hours the store manager must notify center security.

Store Opening, Final Inspection, Barricade Removal

- 1 The store must be completed, clean and almost ready for business before the barricade can be removed. The general contractor will coordinate a walk-through with mall management before project completion. The pre-opening construction completion checklist will be reviewed at that time to ensure that all issues are identified prior to barricade removal.
- 2 Barricade removal is done by Boston Barricade. After receiving approval from the mall, the general contractor must call Boston Barricade to arrange for the removal. Allow several days for scheduling – their crew travels a large area.
- 3 A copy of the completed building permit and/or the Certificate of Occupancy shall be presented to the management office before the store opens.
- 4 A final TAS (Texas Accessibility) site inspection must be performed by the same inspector that reviewed the plans for permitting. The TAS inspector will send a completed worksheet to the contractor and to the Landlord. The contractor must fix any items not in compliance within 30 days.

PRE-OPENING PUNCH LIST

Tenant _____ Space No. _____

- Mall soffit and neutral piers repaired and painted.
- Storefront material per approved plans. Joints and edges neatly done.
- Mall tile bordering storefront properly completed and grouted. Tenant entryway flooring installed per plans.
- No exposed unfinished edges of any materials. Polish all marble edges, miter all joints, finish edges of veneer, finish edges of plywood panels.
- Storefront gate or doors, including switches installed per approved plans.
- Sensor or security devices installed per approved construction plans.
- Battery packs on exit and emergency lights recessed or remote-located.
- Smooth, flush transition at all changes in finish floor materials.
- Signage installed in compliance with Landlord's approved sign shop drawings. No visible fasteners, weep holes, light leaks, or labels (including UL labels) are permitted. UL labels and manufacturer labels must be on top of sign.
- Service door and vestibule finished and painted per Landlord's specifications. Space number label on rear door. Name is optional.
- Any rooftop equipment is labeled with the tenant's name and Space No. and painted per Landlord's specifications. No debris or junk left on roof.
- Air balance report.
- Sprinkler system hydrostatic test.
- Water & electric meters installed.
- Additional comments: _____.

Inspected: _____
Mall Representative

Tenant's Construction Superintendent

Date: _____

The Shops at Willow Bend

6121 W. Park Blvd.
Plano, TX 75093
(972) 202-7115
(972) 202-7100 24 Hour Security

Owner

TM Willow Bend Shops, L.P.
Management Company:
Starwood Retail Property Management, LLC
1 East Wacker, Ste. 3600
Chicago, IL 60601

Tenant Coordination

Starwood Retail Property Management
Tenant Coordinator for Shops at Willow Bend
1 E. Wacker Dr., Ste. 3600
Chicago, IL 60601

REQUIRED CONTRACTORS

Sprinkler System

Northstar Fire Protection
Michael Roberts
405 Hwy. 121 Bypass,
Bld. C, Ste. 150
Lewisville, TX 75067
(469) 635-4400

Roofing (contact Mall – depends on space)

Supreme Systems, Inc.
Dan Griffith
1355 N. Walton Walker
Dallas, TX 75211
(214) 330-2530

Texas Roof Management
Ray Tinoco
728 Lingco Drive
Richardson, TX 75081
(972) 272-7663

TRASH REMOVAL

Keter Environmental Services
Lindsay Summers
317-279-6898, ext. 206
Email: lsummers@keteres.com

MALL SERVICE CONTRACTORS

Electrical

TDIndustries
Rafael Salinas
13850 Diplomat Dr.
Dallas, TX 75381
(972) 877-7766

Plumbing

Lawton Commercial Services
Chris Roberson
1500 S Central Expy, Ste. 300
McKinney Texas 75070
(972) 242-2929

HVAC

ACIS

1028 N. McDonald
McKinney, TX 75069
(972) 562-6507

GENERAL CONTRACTORS FOR REFERENCE

Painting

Angelos Painting
Luis Flores
(469) 387-6783

Framing

TL Crow Interiors
Morgan Ellis
(972) 299-9101

Vent Hood Service

Universal Vent Hood Service
Mario Esudero
(214) 684-2565

Mall Flooring

Enzo Mosea
Sigma Polishing & Restoration
(214) 631-5500

Carpet

The Plano floor Source, Inc.
Greg Savage
(972) 758-7895

UTILITIES

Gas

Atmos Energy
Customer Service
1-888-286-6700

Phone/Internet

Single Digits 1Cloud
(855) 256-8300 opt 1
1cloudsales@singledigits.com

OTHER INFORMATION

Sheet Metal Supplier

(for rear corridor walls/corner protection):

Ragsdale Sheet Metal
Ken Curry
1746 Rhome
Dallas, Texas 75229
(972) 869-1614

Electrical Meter

Contact Mall Management to obtain
an electrical meter.

Paint Specifications

Paint Colors are changing. Contact
Mall for update.

Old Colors:
Mall Bulkhead – Soffit
Sherwin Williams
SW – 1151 Flat
Doric White

Air Conditioning Units
Benjamin Moore
#966 – PFR
Natural Linen
OR
Valspar
AAADT274
#1338-58 TAN
Semi-gloss

Construction Debris/Open Top*

***Required**

Keter Environmental Services
Jose Rivas
(203)883-9433
jrivas@keteres.com

Water Meter

Neptune T10

Barricades

Boston Barricade

Carolyn Zaluski

772-257-7320
czaluski@bostonbarricade.com

STATEMENT OF RECEIPT OF TENANT CONSTRUCTION MANUAL

I have received a copy of Willow Bend Tenant Construction Manual regarding general information, procedures, rules and regulations for Tenant construction at the Shops at Willow Bend.

I accept responsibility for ensuring that all subcontractors on this job are following rules and procedures.

I understand that Center Management will stop construction at any time for safety or business interference reasons.

Signature of Superintendent

Date

.....
Name of Tenant/Job: _____

Name of General Contractor: _____

Address of GC: _____

Name of GC Contact: _____

Phone and Email of GC: _____

Name of On Site Supervisor: _____

Phone and Email of Super: _____

Pre- Construction Meeting

A pre-construction meeting must be held between the mall operations staff and the tenant's general contractor representative prior to the space being released to the contractor. Contact the mall office admin at 972-202-4916 to schedule a meeting.

Pre- Construction Meeting Checklist

- Barricade - requirements, installation, graphics. Barricade take-down and repairs to walls.
- Fire Sprinkler work – required sub-contractors, plans approved by FM Global.
- Trash location. Keter trash container ordered.
- Work hours and conditions – loud work, after hour access, security contacts.
- Contractor parking area. Delivery area.
- Verify Fully Executed Lease
- Certificate of Insurance with additional insureds
- Asbestos Report.
- TDLR Review and Procedure.
- Building Permit copy.
- Construction Deposit. Conditions of refund: receipt of Contractor affidavit; receipt of final waiver of lien from Tenant GC and major Subcontractors; completion of final punch list; and no outstanding charges for fees or fines.
- Fee schedule: Charged to Contractor by Mall. Check lease Exhibit B for any provisions.
 - Metal stud demising wall fee (as required in lease)
 - Sprinkler Shut Down Fees: \$425 per occurrence
 - Mall Flooring – imported limestone tile (TBD)
 - Temporary Electric Power: \$0.15 PSF/month
 - Crane Lift or Helicopter Lift: \$350
 - Violations for use of carts, public elevators, customer entrances, or parking in no-parking areas: \$200 per instance.
 - Reimbursement for any damage to mall – cost + 15%.
- Landlord Approved Drawings – full size set must remain on construction site.
- City Approved Drawings – full size set must remain on construction site.
- List of major Material Suppliers and Subcontractors
- Construction Schedule
- Bonds, if required by Landlord
- Indoor Air Quality Management plan – covering HVAC openings.

- Signed Acceptance of Rules & Regulations
- Project Contact List: Contractor, Supervisor, Tenant contacts.
- Possession letter to tenant.
- Walk through space: identify lease lines, neutral piers, utility locations, access and egress. Keys.

Project Name: _____
Space Number: _____ Square Feet: _____
Name of Tenant: _____
 Tenant Representative: _____
 Phone / Email: _____
Name of General Contractor Company: _____
 Home Office: _____
 Home Office Contact / phone: _____
 Email: _____
Name of on-site Supervisor: _____
 Cell Phone: _____
Planned Start Date: _____ Planned Turn Over: _____
Required Open Date for Tenant: _____