

## APPENDIX 2C

### USER CONSULTATION AND DESIGN REVIEW

#### 1. SUBMITTALS

Except as expressly set out otherwise in this Agreement, the provisions of this Appendix 2C will apply to any and all drawings, specifications, other documents, samples and anything else ("**Submittals**") required or specified by this Agreement, including Section 5.3 (Design Process) of Schedule 2 [Design and Construction Protocols] and Schedule 3 [Design and Construction Specifications], in respect of the Design and the Construction to be submitted to, reviewed, accepted or otherwise processed by the Owner prior to Service Commencement or after Service Commencement in respect of the completion of Deficiencies, including any and all subsequent revisions, amendments and changes thereto.

#### 2. SUBMITTAL SCHEDULE

- (a) The schedule for Submittals (the "**Submittal Schedule**") is attached as Attachment 1 to this Appendix. The Submittal Schedule may be amended by agreement of the parties in accordance with the terms of this Section 2.
- (b) Any amendment to the Submittal Schedule will provide for a progressive and orderly flow of Submittals from Project Co to the Owner as appropriate to allow sufficient time for review of each Submittal by the Owner, taking into account both the resources necessary to be available to the Owner to conduct such review (as anticipated by or inferred from the Submittal Schedule attached as Attachment 1 to this Appendix) and consultation with the User Consultation Groups.
- (c) Unless a longer period is required by this Agreement or is otherwise reasonably required by the Owner, the Owner will have 15 Business Days for review of a Submittal from the date the Owner received the Submittal. If the Submittal Schedule is inconsistent with the foregoing review period then it will be deemed to be amended to be consistent. If the Owner receives a Submittal (or portion thereof) after 12pm (Pacific time) on a Business Day, the 15 Business Day review period (for each Submittal portion) will commence on the next Business Day.
- (d) Project Co will, in scheduling Submittals and consultations with the User Consultation Group, and in the performance of the Design and the Construction, allow adequate time prior to performing the Design and the Construction that is the subject of the Submittals, for review of the Submittals by the Owner and the User Consultation Group as applicable, and for Project Co to make changes to the Submittals, the Design and the Construction as may be required to account for any comments received from the Owner and the User Consultation Group.
- (e) If the Submittal Schedule indicates that a large number of Submittals will be made at one time, the Owner may, acting reasonably, request a longer period for review or a staggering of the Submittals, and Project Co will, acting reasonably, revise the Submittal Schedule accordingly, taking into account both the availability of resources required by the Owner to conduct such review and the availability of the User Consultation Groups and whether delay in the review of the subject matter of the Submittal will have a material impact on Project Co's ability to progress future anticipated Submittals and the Design or Construction in accordance with the Project Schedule.
- (f) Project Co will submit the then current Submittal Schedule to the Owner on a monthly basis until the Service Commencement Date. All amended Submittal Schedules will be required to meet all the requirements of this Section 2.

- (g) Project Co will submit all Submittals to the Owner in accordance with the then current Submittal Schedule.
- (h) Project Co will bear the risk of delays and additional costs caused as a result of the late submission of Submittals to the Owner, by Submittals which are rejected or required to be corrected and re-submitted in accordance with the terms of this Appendix 2C, or by changes in the Design and Construction required as a result of comments made pursuant to this Appendix 2C.

### 3. GENERAL REQUIREMENTS FOR SUBMITTALS

- (a) Unless otherwise specified by the Owner, Project Co will deliver Submittals to the Owner, at the address or addresses specified by the Owner, in both the number of copies and in the format required under Section 2.5 of Schedule 3 [Design and Construction Specifications].
- (b) All Submittals will be in English.
- (c) All Submittals required by this Agreement, by applicable Law or Good Industry Practice to be signed or sealed by Persons with professional designations (including where applicable by registered professional architects or engineers) will be so signed and, where applicable, sealed.
- (d) All Submittals will refer to the relevant provisions of the Design and Construction Specifications and to any matter that has previously been subject to review. All Submittals (or covering documentation delivered with the Submittals) will include a statement confirming that the Submittals comply with, or identifying any elements of the Facility that for any reason vary from, the requirements of the Project Agreement, with particular reference to Schedule 2 [Design and Construction Protocols] and Schedule 3 [Design and Construction Specifications].
- (e) All Submittals will be clearly identified as a Submittal and will be delivered with appropriate covering documentation, which will include:
  - (1) a list of all attached Submittals;
  - (2) a description of:
    - (A) the purpose of the Submittal(s), including Project Co's expectations for the Owner's review of the Submittal and whether the Submittal is being submitted for review under Section 5 of this Appendix or for other purposes;
    - (B) Project Co's proposed course of action relating to the Submittal and the Design and Construction that are the subject of the Submittal; and
    - (C) the specific item or items in the Submittal that are the subject of the review;
  - (3) for each Submittal:
    - (A) the document number(s) or drawing number(s);
    - (B) revision numbers (if applicable);
    - (C) document or drawing title(s);

- (D) name of entity that prepared the Submittal;
  - (E) the Submittal history showing date and delivery information and/or log number of all previous submissions of that Submittal; and
  - (F) identification of any previous Submittal superseded by the current Submittal.
- (f) Project Co will compile and maintain a register of the date, contents and status of the submission of all Submittals, including the date of receipt and content of all returned Submittals and comments thereon.

#### **4. USER CONSULTATION PROTOCOL**

- (a) Project Co acknowledges that review of the Design by the Owner and consultation with the Facility Users is an essential step in the completion of the detailed design of the Facility. Accordingly, Project Co will conduct consultations with the User Consultation Groups as described in this Appendix 2C. The Owner will make reasonable efforts, as requested by Project Co, to assist and support Project Co with the consultation process, but nothing in this Section 4 will be interpreted to give the Owner responsibility for the Design, the Design schedule or the user consultation process.
- (b) The Owner will establish User Consultation Groups that may include clinical Facility Users and technical Facility Users. The Owner may also include patients, families, neighbours and any other Persons that the Owner considers necessary in the user consultation process.
- (c) Unless agreed by the Owner, all aspects of the Design will be subject to review by one or more User Consultation Groups.
- (d) [Not Used]
- (e) Unless otherwise agreed, Submittals will be provided and reviewed in accordance with the following:
  - (1) Preliminary Submittal to the Owner:
    - (A) Project Co will provide a preliminary Submittal as indicated on the Submittal Schedule that includes all relevant material representative of the phased Submittal and as agreed to in consultation with the Owner, with a covering transmittal indicating the purpose of the Submittal, and the information that should be reviewed by the Owner and the User Consultation Groups.
    - (B) All feedback from a previous Submittal should be addressed and all changes from a previous Submittal should be clearly indicated in accordance with Section 11 of this Appendix 2C.
  - (2) User Group Consultation:
    - (A) There will be a round of User Consultation Group meetings during each of the Design and Construction Documents phases (30%, 50%, 70%, 90% and 100%). Meetings of User Consultation Groups in each round are not concurrent unless agreed to by the Owner.

- (B) Unless a longer period is required by this Agreement or is otherwise required by the Owner, there will be a minimum of 40 Business Days for User Consultation Group meetings during each of the Design and Construction Documents phases, from the date the Owner received the first preliminary Submittals.
  - (C) Two weeks following the preliminary Submittal, Project Co will present the relevant material at a meeting of the relevant User Consultation Group(s).
  - (D) The presentation will be made in person by the Architect or, if the Owner agrees, the Design-Builder's engineer or other subject matter expert.
  - (E) Project Co's presentation will include a page-by-page review of the preliminary Submittal.
  - (F) Project Co and the Design-Builder must be in attendance, preferably in person but teleconference is acceptable.
  - (G) During the presentation, a representative of Project Co will take "live minutes" so that all parties can agree on the content of the minutes during the meeting. Project Co will circulate the minutes immediately after the meeting to all parties and within 3 Business Days Project Co must circulate formal minutes for review. If the Owner notifies Project Co of any errors in the minutes, Project Co will correct such errors within 3 Business Days of the Owner's notice.
- (3) Formal Submittal to the Owner:
- (A) Project Co will make the formal Submittal following the completion of the User Consultation Group meetings and in accordance with the Submittal Schedule, and will take into account feedback received at the presentation or subsequently provided by the Owner.
  - (B) If Project Co does not address the feedback received at the presentation or subsequently provided by the Owner, Project Co will provide commentary on the reasons for not addressing the feedback.
- (4) Formal Response from the Owner:
- (A) The Owner will respond within 15 Business Days following the formal Submittal in accordance with this Appendix 2C.
- (5) Mock-Ups and In-Situ Prototypes:
- (A) For purposes of User Consultation Group meetings to review the fully constructed mock-ups and in-situ prototypes provided in Schedule 3 [Design and Construction Specifications], at a minimum the representatives of the vendors of booms, headwalls, lighting and door hardware must be in attendance.
  - (B) The mock-ups and in-situ prototypes will be situated in Vancouver, at space provided by Project Co.
- (f) The process set out in this Section 4 will be set out in the Submittal Schedule.

- (g) The parties acknowledge that the development of Design is an iterative and interactive process and that additional User Consultation Group review and meetings may be required from those shown on the Submittal Schedule. The parties will co-operate to amend the Submittal Schedule as may be required from time to time to ensure that sufficient consultations with all relevant User Consultation Groups in relation to each component of the Design (and changes to the Design resulting from such consultations) are completed prior to Project Co making the next phased preliminary Submittal.
- (h) The Owner and Project Co will not be bound by the consultations with the User Consultation Groups, unless reflected in the formal Submittal and comments from the Owner.
- (i) The User Consultation Group consultation meetings will be held in Vancouver, at space made available by the Owner, subject to the requirements for mock-ups and in-situ prototypes set out in Section 4(e)(5)(B) above.

## **5. REVIEW PROCEDURE**

- (a) The Owner will review and respond to each Submittal in accordance with the applicable time periods set out in the Submittal Schedule (as may be amended from time to time in accordance with this Appendix).
- (b) Before commencing Construction of a particular component of the Project, Project Co will submit to the Owner a Submittal:
  - (1) that fully addresses the User Group Consultation described in Section 4 of this Appendix; and
  - (2) describing that component, including all necessary Design and other information as the Owner may reasonably require, including any Design reports, calculations and shop drawings, reasonably necessary for the Owner to conduct an appropriate review to confirm that the Design described in the Submittal conforms to the requirements of this Agreement (including the Design and Construction Specifications and the Proposal Extracts (Design and Construction)).
- (c) Each time before Project Co submits a Submittal or package of Submittals to the Owner under Section 5(b) above and at any other time at the Owner's request, Project Co will meet with the Owner and make a presentation to the Owner regarding the content and purpose of the Submittal(s), carry out a page-by-page review of the Submittal(s) with the Owner and answer any questions the Owner may have in advance of its review.
- (d) The Owner will review Submittals submitted under Section 5(b) above and assign one of the following 4 comments:
  - (1) "REVIEWED";
  - (2) "CORRECT DEFICIENCIES";
  - (3) "REJECTED"; or
  - (4) "NOT REVIEWED".
- (e) The comment "REVIEWED" will be assigned to those Submittals that, in the opinion of the Owner, acting reasonably, appear to conform to the requirements of this Agreement,

including the Design and Construction Specifications and the Proposal Extracts (Design and Construction).

- (f) The comment "CORRECT DEFICIENCIES" will be assigned to those Submittals that, in the opinion of the Owner, acting reasonably, appear to generally conform to the requirements of this Agreement, but in which minor deficiencies have been found and identified by the Owner's review. Project Co will to the extent necessary correct these Submittals and provide a copy of such corrected Submittals to the Owner within 15 Business Days. Project Co may proceed on the portions of such Submittals that have not received comments but Project Co will not proceed on the portions of such Submittals that have received the comment "CORRECT DEFICIENCIES" until Project Co obtains a comment that permits Project Co to proceed. Project Co will correct revise and resubmit Submittals as often as may be required to obtain a comment that permits Project Co to proceed. If at any time it is discovered that Project Co has not corrected the deficiencies on Submittals that were correctly stamped "CORRECT DEFICIENCIES", then Project Co will be required to modify the Submittals and the relevant Design and the Construction as required to correct the deficiencies and Project Co may be required, at the Owner's discretion, acting reasonably, to resubmit relevant Submittals.
- (g) The comment "REJECTED" will be assigned to those Submittals that, in the opinion of the Owner, acting reasonably, contain significant deficiencies or do not generally conform with the requirements of this Agreement. Project Co will correct and re-submit these Submittals within 15 Business Days after the comment has been provided to Project Co. The Owner will then review such corrected Submittals and assign a comment to the corrected Submittal. Project Co will correct revise and resubmit Submittals as often as may be required to obtain a comment that permits Project Co to proceed. Except with the written consent of the Owner, Project Co will not proceed with any Design or Construction to which such Submittals receiving the comment "REJECTED" relate until Project Co obtains a comment that permits Project Co to proceed. The comment "REJECTED" may also be assigned to those Submittals that are in relation to any aspect of the Design and that have not been subject to review by one or more User Consultation Groups, unless agreed by the Owner, in accordance with Section 4(c) of this Appendix.
- (h) The comment "NOT REVIEWED" may be assigned to those Submittals that have not been reviewed by the Owner in detail because, in the opinion of the Owner, acting reasonably, the Submittals do not comply with the requirements of this Appendix (including Section 5(b) above), are incomplete or otherwise insufficient for the purposes of a Design review, or are received by the Owner before the date scheduled in the Submittal Schedule. Project Co will correct and re-submit these Submittals within 15 Business Days or, if a later date is set out on the Submittal Schedule, by such later date. Project Co will correct, revise and resubmit Submittals as often as may be required to obtain a comment that permits Project Co to proceed. Project Co will not proceed with any Design or Construction to which such Submittals receiving the comment "NOT REVIEWED" relate until Project Co obtains a comment that permits Project Co to proceed.
- (i) The Owner may request additional time for the review of any Submittal, including where the Submittal is voluminous or requires extensive review by representatives (including consultants) of the Owner, and Project Co will, in consultation with the Owner, extend such time for any reasonable requests by the Owner.
- (j) If the Owner does not respond to a Submittal within the applicable time period for that Submittal as determined in accordance with Section 2(c) of this Appendix, the Submittal will be deemed "REVIEWED" and Project Co may proceed with and implement the Design and the Construction on the basis set forth in the applicable Submittal without any further action or documentation required.

- (k) Where the Owner issues the comment "CORRECT DEFICIENCIES", "REJECTED" or "NOT REVIEWED" the Owner will provide reasons for the comment, referencing particulars of the Section(s) of the Agreement (including the Design and Construction Specifications) that the Submittal fails to satisfy, and if requested by Project Co, the Owner will meet with Project Co to discuss the reasons for the comment.
- (l) If at any time after assigning any comment to a Submittal or where Section 5(j) above has applied, the Owner or Project Co discovers deficiencies or any failure to conform to the requirements of this Agreement, the Owner or Project Co, as the case may be, will promptly notify the other party of such deficiencies or non-conformance and the Owner may revise the comment assigned to any Submittal. If the parties agree or it is determined in accordance with the Dispute Resolution Procedure that the revised comment is correct, Project Co will make all such corrections to the Submittals and the Design and the Construction.
- (m) For the purpose of facilitating and expediting the review and correction of Submittals, the Owner and Project Co's Representatives will meet as may be mutually agreed to discuss and review any outstanding Submittals and any comments thereon.
- (n) Where an individual Submittal item is voluminous, the Owner at its discretion may elect to stamp only the cover page or first sheet of the Submittal with the appropriate comment, if any, and return to Project Co the cover page or first page together with individual pages or sheets on which comments are made, together with an explanation of the status of all pages not returned to Project Co. Any pages not returned without such an explanation as to their status will be deemed to be "REVIEWED" by the Owner.
- (o) In lieu of returning a Submittal, the Owner may by letter notify Project Co of the comment assigned to the Submittal and if such comment is "CORRECT DEFICIENCIES", "REJECTED", or "NOT REVIEWED" the letter will contain comments in sufficient detail, including referencing applicable Section(s) of the Agreement, for Project Co to identify the correction sought.

## 6. REVIEWED DRAWINGS AND SPECIFICATIONS

- (a) The following Submittals will be deemed to be "**Reviewed Drawings and Specifications**":
  - (1) Submittals which the Owner has marked as "REVIEWED" under Section 5(e) of this Appendix;
  - (2) portions of Submittals that Project Co may proceed with under Section 5(f) of this Appendix;
  - (3) Submittals which have been deemed "REVIEWED" by the Owner under Section 5(j) of this Appendix.
- (b) Project Co's Representative will deliver promptly one complete copy of the Reviewed Drawings and Specifications to the Independent Certifier.

## 7. DISPUTES

If Project Co disputes any comment issued by the Owner in respect of a Submittal made under Section 4 of this Appendix, Project Co will promptly notify the Owner of the details of such Dispute and will submit the reasons why Project Co believes a different comment should be assigned, together with appropriate supporting documentation. The Owner will review the Submittal, the reasons and supporting documentation and within 7 Business Days after receipt thereof will either confirm the original comment or notify Project

Co of a revised comment. Nothing in this Section 7 will limit either party's right to refer a Dispute to the Dispute Resolution Procedure.

## **8. CHANGES**

- (a) If Project Co considers that compliance with any comment raised by a User Consultation Group member made under Section 4 of this Appendix or compliance with any comment made by the Owner in respect of a Submittal made under Section 5 of this Appendix would lead to a Change, Project Co will, before taking into account such comment, notify the Owner. If it is agreed by the Owner that such comment would lead to a Change then the procedure set out in Schedule 6 [Changes] will apply. If the parties are unable to reach agreement, then either party may refer the matter directly to the Referee in accordance with Schedule 13 [Dispute Resolution Procedure].
- (b) In all cases, the parties will cooperate to identify potential alternative solutions to any comments raised that would not lead to a Change.

## **9. EFFECT OF REVIEW BY OWNER**

For greater certainty, Section 2.5 (Owner Not Responsible for Design or Construction) of Schedule 2 [Design and Construction Protocols] applies to any review or comment by the Owner on any Submittal.

## **10. SUBMITTAL MEETINGS AND EXPLANATIONS**

At any time, the Owner may, acting reasonably, require Project Co, including Project Co's consultants, Sub-Contractors, and any other relevant personnel, at no additional cost to the Owner, to meet with representatives of the Owner and its advisors to answer questions regarding Project Co's Submittals or to explain to the Owner and the Owner's advisors the intent of Project Co's Submittals, including in relation to any Design and any associated documentation and as to its satisfaction of the requirements of this Agreement (including the Design and Construction Specifications). Project Co will, and will cause its consultants, Sub-Contractors, and any other relevant personnel to, attend all meetings requested by the Owner and answer all questions asked by the Owner in accordance with this Section as soon as practicable and in any event no later than 5 Business Days from the date it received the Owner's questions or such longer period as agreed by the parties.

## **11. REVISIONS**

- (a) Project Co will ensure that Submittals keep the same, unique reference number throughout the review process, and that all subsequent revisions of the same Submittal are identified by a sequential revision number. Correspondence related to such Submittal will reference the reference number and revision number.
- (b) Re-submittals will clearly show all revisions from the previous Submittal. Bound documents, including reports and manuals, will contain a preface that clearly states how revisions are marked and the previous revision number against which the revisions have been marked. A consistent format for mark-ups of documents will be used (e.g. deletions struck out and additions underscored). Revised portions of drawings will be clearly marked (with appropriate means to visually distinguish between the parts of the drawing that are revised and the parts that are not revised) and the revision number and description of the revision will be included on the drawing.
- (c) All revisions on print media will be initialled by hand by the individual designer, design checker and, where applicable, by the drafter and the drafting checker and will identify the individuals who initialled the Submittal. Electronic versions of the Submittal will identify the individuals who initialled the revisions to the printed version of the Submittal.



- (d) Project Co will keep all Reviewed Drawings and Specifications current. If any Reviewed Drawings and Specifications are revised as part of a Submittal, all other Reviewed Drawings and Specifications relying on or based on that Reviewed Drawings and Specifications will also be revised accordingly. All such revised Reviewed Drawings and Specifications will also be submitted with the Submittal to which it relates.

**ATTACHMENT 1 (APPENDIX 2C)**  
**SUBMITTAL SCHEDULE**