

**FIRST AMENDMENT TO  
AGREEMENT FOR MAINTENANCE OF STORM WATER RETENTION SYSTEM**

This First Amendment to Agreement for Maintenance of Storm Water Retention System is made effective as of March ~~30~~, 2015 (this "Amendment"), by RAMCO-GERSHENSON PROPERTIES, L.P., a Delaware limited partnership (as successor-by-merger with RLV WINCHESTER CENTER LP), having an address of 31500 Northwestern Highway, Suite 300, Farmington Hills, Michigan 48334 ("Ramco"), and the CITY OF ROCHESTER HILLS, a Michigan municipal corporation, having an address of 100 Rochester Hills Drive, Rochester Hills, Michigan 48309 ("City").

RECITALS:

A. Ramco's predecessor-in-interest, Rochester Avon Company, and the City entered into that certain Agreement for Maintenance of Storm Water Retention System dated as of March 29, 1996 and recorded in Liber 19170, Page 201 with the Oakland County Register of Deeds (the "Agreement"), which affects the property described on Exhibit A attached hereto and made a part hereof.

B. Ramco and City desire to amend the Agreement as more particularly set forth herein.

Now, therefore, the parties hereby agree as follows:

1. The parties acknowledge and agree that the storm water drainage and retention system described in the Agreement is generally depicted on Exhibit B attached hereto and made a part hereof, including the "Vault" as shown thereon.

2. Ramco's maintenance obligations with respect to the storm water drainage and retention system are hereby amended and Ramco agrees that its maintenance of the storm water drainage and retention system will be consistent with the Operation and Maintenance Manual attached hereto as Exhibit C and made a part hereof.

3. Ramco's address for purposes of notice under the Agreement (as amended) is hereby amended to be as follows:

To Ramco: Ramco-Gershenson Properties, L.P.  
31500 Northwestern Highway, Suite 300  
Farmington Hills, Michigan 48334  
Attention: Senior Vice President of Asset Management

With copy to: Honigman Miller Schwartz and Cohn LLP  
39400 Woodward Avenue, Suite 101  
Bloomfield Hills, Michigan 48304  
Attention: Richard J. Burstein, Esq.

4. This Amendment shall bind and inure to the benefit of the parties and their respective successors, grantees and assigns. This Amendment may be executed and delivered in counterparts.

*[Rest of this page intentionally left blank; signature on next page.]*

The parties have executed this First Amendment to Agreement for Maintenance of Storm Water Retention System as of the date first written above.

RAMCO-GERSHENSON PROPERTIES, L.P.,  
a Delaware limited partnership

By: Ramco-Gershenson Properties Trust,  
a Maryland real estate investment trust  
Its: General Partner

By: Frederick A Zantello  
Name: FREDERICK A. ZANTELO  
Its: EXECUTIVE VICE PRESIDENT

STATE OF MICHIGAN )  
 ) SS.  
COUNTY OF OAKLAND )

The foregoing instrument was acknowledged before me this 3rd day of March, 2015, by FREDERICK A. ZANTELO, the EXECUTIVE VICE PRESIDENT of Ramco-Gershenson Properties Trust, a Maryland real estate investment trust, the General Partner of Ramco-Gershenson Properties, L.P., a Delaware limited partnership, on behalf of such limited partnership.



[Signature]  
Printed Name: Laurie A. White  
Notary Public, Oakland County  
State of Michigan  
My Commission Expires: 04-25-2020  
Acting in the County of: Oakland

Ben A  
[Signature]

ok By John Staran  
3/11/15

The parties have executed this First Amendment to Agreement for Maintenance of Storm Water Retention System as of the date first written above.

THE CITY OF ROCHESTER HILLS,  
a Michigan municipal corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

STATE OF MICHIGAN        )  
  ) SS.  
COUNTY OF OAKLAND     )

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 2015,  
by \_\_\_\_\_, the \_\_\_\_\_ of the City of Rochester  
Hills, a Michigan municipal corporation, on behalf of such corporation.

\_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Notary Public, \_\_\_\_\_ County  
State of Michigan  
My Commission Expires: \_\_\_\_\_  
Acting in the County of: \_\_\_\_\_

Drafted by

Vincent Kuebler, Esq.  
Honigman Miller Schwartz and Cohn LLP  
39400 Woodward Avenue, Suite 101  
Bloomfield Hills, Michigan 48304

When recorded return to:

Clerks Department  
City of Rochester Hills  
1000 Rochester Hills Drive  
Rochester Hills, MI 48309

EXHIBIT A

CITY OF ROCHESTER HILLS

COMMENCING AT THE NORTHEAST CORNER OF SECTION 22, TOWN 3 NORTH, RANGE 11 EAST, AVON TOWNSHIP, OAKLAND COUNTY, MICHIGAN; THENCE ALONG THE EAST LINE OF SAID SECTION 22, SOUTH 00 DEGREES 59 MINUTES 59 SECONDS WEST, 715.00 FEET; THENCE NORTH 89 DEGREES 05 MINUTES 58 SECONDS WEST, 75.00 FEET TO THE POINT OF BEGINNING; THENCE ALONG A LINE, 75 FEET WEST OF AND PARALLEL WITH SAID EAST LINE, SOUTH 00 DEGREES 59 MINUTES 59 SECONDS WEST, 995.40 FEET; THENCE NORTH 89 DEGREES 24 MINUTES 15 SECONDS WEST, 1305.00 FEET; THENCE NORTH 00 DEGREES 59 MINUTES 54 SECONDS EAST, 907.34 FEET; THENCE SOUTH 89 DEGREES 05 MINUTES 58 SECONDS EAST, 334.99 FEET; THENCE NORTH 00 DEGREES 59 MINUTES 59 SECONDS EAST, 95.00 FEET; THENCE SOUTH 89 DEGREES 05 MINUTES 58 SECONDS EAST, 970.00 FEET TO THE POINT OF BEGINNING.

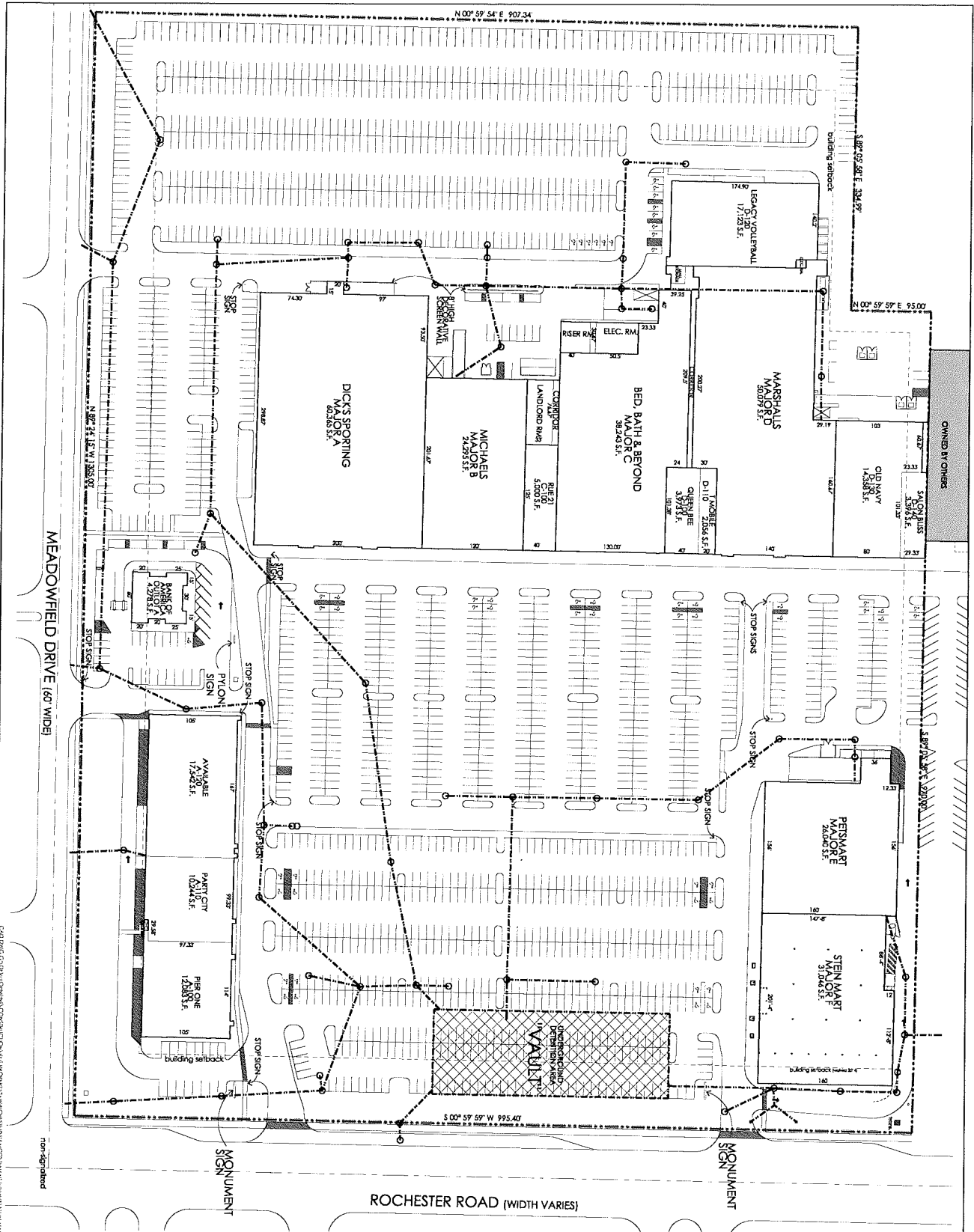
# 15-22-226-019

Mike Taunt  
Appd. 4-16-15

EXHIBIT B

[attached hereto]

EXHIBIT "B"



MEADOWFIELD DRIVE (60' WIDE)

ROCHESTER ROAD (WIDTH VARIES)

EXHIBIT B  
LEASE/SITE PLAN  
SCALE: 1/8" = 1'-0"

Job Number  
**852.01**  
Sheet Number  
**EXHIBIT B (LS-44)**



Project  
**WINCHESTER CENTER**  
ROCHESTER HILLS, MICHIGAN

Subject  
**STEIN MART EXHIBIT B**

**DISCLAIMER**  
THIS DRAWING IS PREPARED BY THE ARCHITECT FOR THE INFORMATION OF THE CLIENT AND IS NOT TO BE USED FOR ANY OTHER PURPOSES WITHOUT THE WRITTEN CONSENT OF THE ARCHITECT. THE ARCHITECT MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, COMPLETENESS, OR QUALITY OF THE INFORMATION PROVIDED HEREON. THE ARCHITECT SHALL NOT BE RESPONSIBLE FOR ANY ERRORS OR OMISSIONS IN THIS DRAWING OR FOR ANY CONSEQUENCES ARISING FROM THE USE OF THIS DRAWING. THE CLIENT SHALL BE RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FROM THE APPROPRIATE AGENCIES. THE ARCHITECT'S LIABILITY IS LIMITED TO THE PROFESSIONAL SERVICES PROVIDED BY THE ARCHITECT AND DOES NOT EXTEND TO ANY OTHER MATTER.

DATE: 11-20-2013  
DRAWN BY: [Name]  
CHECKED BY: [Name]

EXHIBIT C

[attached hereto]



**EXHIBIT 'C'**

**OPERATIONS AND MAINTENANCE MANUAL**

**WINCHESTER CENTER  
STORMWATER MAINTENANCE PLAN  
ROCHESTER HILLS, MICHIGAN**

**PROPERTY OWNER:**

**Ramco-Gershenson Properties L.P.  
31500 Northwestern Highway, Suite 300  
Farmington Hills, MI 48334  
Phone: (248) 350-9900  
Contact: Mr. Brian Blizzard**

February 12, 2015

# **OPERATION AND MAINTENANCE MANUAL**

## **INTRODUCTION:**

This manual identifies the ownership, operation and maintenance responsibilities for all stormwater management systems including the detention concrete vault and underground storm sewer system, as incorporated into and detailed on the Exhibit B. In order to comply with the local best management practices (BMP) and requirements, this manual should serve as a minimum performance standard. This manual should be retained intact and read in its entirety by all parties responsible for the operations and maintenance of the on-site storm water system.

## **OWNER:**

Ramco-Gershenson Properties L.P.  
31500 Northwestern Highway, Suite 300  
Farmington Hills, MI 48334  
Phone: (248) 350-9900

## **PROPERTY INFORMATION:**

This Operations and Maintenance Manual covers the storm water systems located at the following subject property:

LEGAL DESCRIPTION: (see Exhibit 'A' of the Storm Water Maintenance Agreement)

## **STORMWATER MAINTENANCE EXHIBIT:**

Exhibit 'B' of the Storm Water Maintenance Agreement is the Storm Water System Plan which provides a clear presentation of all components of the storm water system. This system is subject to the long-term operation and maintenance responsibilities detailed in this manual. The system includes:

- Storm sewer pipes
- Storm sewer structures (manholes, inlets, catch basins etc.)
- Detention Vault

## **INSPECTIONS:**

The frequency of system inspections outlined in the manual and attached exhibits should be considered the minimum, if no events warrant additional inspections. The frequency of inspections should be fine-tuned over time as system specific conditions are better known and the rate at which certain maintenance operations need to be performed is better understood. Maintenance Inspection Checklists are provided for each of the Best Management Practices in this system. Inspections should be performed by personnel responsible for maintenance and may need to be certified for confined space entry, depending on the component being inspected. Operation of the detention vault, and control structures may need to be inspected by a practicing civil engineer familiar with their operation.

Records of all routine inspections and any work performed on the system for maintenance, repair or replacement should be maintained by the owner and kept for a minimum of five (5) years.

## **STORM WATER SYSTEMS MAINTENANCE:**

Regular inspection and maintenance of Best Management Practices are necessary if these facilities are to consistently perform up to expectations. Stormwater systems are expected to perform quality and quantity control functions as long as the land use they serve exists. Failure to maintain these systems can create the following adverse impacts:

- Increased pollutants to surrounding surface water features
- Potential loss of life or property resulting from catastrophic failure of the facility
- Aesthetic or nuisance conditions, such as mosquitoes or reduced property values due to a degraded facility appearance.

Most of these impacts can be avoided through proper and timely inspection and maintenance. A major concern associated with these impacts is the general public's expectations related to the quality of life provided, in part, by construction of these systems. Inadequate maintenance means the general public may have a false sense of security. The most common cause of stormwater system failure is the lack of adequate and proper operation, inspection, maintenance and management.

Good design and construction can reduce subsequent maintenance needs and costs, but they can not eliminate the need for maintenance altogether. Maintenance requires a long term commitment of time, money, personnel and equipment. Monitoring the overall performance of the stormwater management system is a major aspect of any maintenance program.

The maintenance responsibilities for these systems lie with the current property owner and transfer with the property in perpetuity.

### **General Maintenance Items:**

#### **Parking Lot Sweeping:**

Routine sweeping of all paved surfaces provides a more attractive appearance and removes accumulations of sediment and trash that tend to migrate into stormwater management systems during rainfall events. Parking lot sweeping should be performed quarterly or as necessary to limit sediment and trash build-up.

#### **Grass Mowing and Maintenance:**

Mowing requirements at a facility should be designed to the specific site conditions, grass types and seasonal variations in climate. Requirements for grasses in bioswales will vary see the applicable section below. Grassed areas require periodic fertilizing, de-thatching and soil conditioning in order to maintain healthy growth. Provisions will need to be made to reseed and reestablish grass cover in areas damaged by sediment accumulation, stormwater flow, erosion or other causes. Dead turf will need to be replaced after being discovered. Inspection of the grass areas and other landscaping features should be made annually.

**Trash and Debris Removal:**

Removal of trash and debris from all areas of the property should be performed monthly. Removal of these items will prevent damage to vegetated areas and eliminate their potential to inhibit the operation of any of the stormwater management systems. Sediment, debris and trash that are removed and collected should be disposed of according to local, State and Federal regulations at suitable disposal and/or recycling centers.

**Stormwater System Maintenance Items:**

The following narratives give an overview of the maintenance requirements of the different components of the stormwater system. The inspection checklists attached to this report offer a more complete listing of what should be inspected, when inspection should occur and the likely frequency of maintenance activities.

Storm Sewer and Structures:

Catch basins, inlets, manholes and sewer pipes should be inspected to check for sediment accumulation and clogging, floatable debris, dead vegetation etc. The structures and sewers should also be observed during a wet weather event to ensure their proper operation. Accumulated sediment and debris should be removed on an annual basis or as needed based on observed conditions. Structural repairs or maintenance should occur as needed based on observed conditions such as cracks, spalling, joint failure, leakage, misalignment or settlement of structures. A civil engineer should be retained if problems are thought to exist.

Detention Basin Outlet Control Structure and Overflow Structure:

Both the outlet control and overflow structures and connecting pipes should be inspected for sediment accumulation, floatable debris, trash and any other foreign matter that may impede flow or restrict the devices from working properly. The storm water system should be inspected during a wet weather event to ensure all components are functioning properly. A civil engineer should be retained if problems are thought to exist.

Maintenance will include the removal of any debris, trash or sediment from the structures and/or pipe, cleaning the outlet control structure and removal of debris from the structure grates.

Detention Basins & Vault:

The inlet pipes to the basins should be inspected for structural integrity (pipes cracked, broken, spalled) and that the grates are free from debris. The area around and immediately downstream of the inlet pipes should be inspected for sediment build-up, erosion and the riprap should be inspected for integrity and sedimentation. Maintenance of the inlet pipes would include removal of any sediment build-up and debris, repair or replacement of any components that are in need of attention and to restore any areas that have eroded.

The basin and vault should be inspected for excessive sedimentation. The sedimentation basin should trap sediment when working as designed and as such will need regular inspection and removal of sediment once the total sediment depth is 6"-12" or if sediment re-suspension is observed during a rain event. The vault should be inspected during a wet weather event to ensure all aspects of the basin are functioning correctly. A civil engineer should be retained if problems are thought to exist or if the inspection personnel are not familiar with the operating conditions of the vault.

Any resident complaints regarding the vault's aesthetics or operation should be investigated during inspections and wet weather operations.

The following page is an inspection checklists for the various components listed above.

**STORMWATER SEWER SYSTEM MAINTENANCE TASKS AND SCHEDULE**

**POST CONSTRUCTION**

MAINTENANCE ACTIVITIES - MONITORING/INSPECTION						
System Components	Catch Basins, Inlets and Manholes	Storm Sewer Pipes	Inlets	Outlets	Vault	Frequency
Inspect for Sediment Accumulation	x	x	x	x	x	Annually
Inspect for floatables, dead vegetation and debris	x	x	x	x	x	Annually and after major rainfall
Inspect for Erosion			x	x	x	Annually
Inspect oil components during wet weather and compare to as-built plans	x	x	x	x	x	Annually
Inspect inside of structures and pipes for cracks, spoiling, joint failure, settlement, sagging and misalignment	x	x				Annually
<b>PREVENTATIVE MAINTENANCE</b>						
Remove accumulated sediment	x	x	x	x	x	Annually or as needed
Remove floatables, dead vegetation and debris	x	x	x	x	x	Annually or as needed
Professional application of herbicide						Annually or as needed
<b>REMEDIAL ACTIONS</b>						
Repair/stabalize areas of erosion			x	x	x	As Needed
Structural repairs	x	x	x	x	x	As Needed
Make adjustments/repairs to ensure proper functioning	x	x	x	x	x	As Needed

